

Date: August 9, 2018

BSE Limited

Corporate Service Department,
01st Floor, P. J. Towers,
Dalal Street,
Mumbai 400 001

Fax: (022) 2272 2039/2272 3121

Scrip ID: ZENSARTECH

Scrip Code: 504067

The National Stock Exchange of India Ltd.

Exchange Plaza, 03rd floor,
Plot No. C/1, 'G' block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

Fax: (022) 26598237/26598238

Symbol: ZENSARTECH

Series: EQ

Dear Sir(s),

Subject: Un-audited Financial Results (Standalone and Consolidated) for the quarter ended June 30, 2018.

Please find enclosed the Un-audited Financial Results (Standalone and Consolidated) for the quarter ended June 30, 2018, which were approved and taken on record by the Board of Directors of the Company at their meeting held today along with the Limited Review Report of the Statutory Auditors of the Company thereon.

Kindly acknowledge the receipt of the same.

For **Zensar Technologies Limited**



Gaurav Tongia
Company Secretary



Encl.: As above

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS


TO THE BOARD OF DIRECTORS OF ZENSAR TECHNOLOGIES LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **ZENSAR TECHNOLOGIES LIMITED** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter ended June 30, 2018 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement which is the responsibility of the Parent's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Parent's personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement [which includes the results of the entities listed in Note 4 of the Statement] prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)


Hemant M. Joshi
Partner
(Membership No.38019)

Place: Mumbai
Date: August 9, 2018

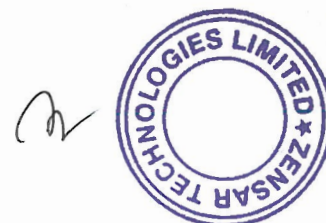
Zensar Technologies Limited
Registered Office : Zensar Knowledge Park, Kharadi, Plot # 4 , MIDC, Off Nagar Road, Pune - 411014, India
Unaudited Statement of Consolidated Results for the Quarter ended 30th June, 2018.

(Rs. in Lakhs)

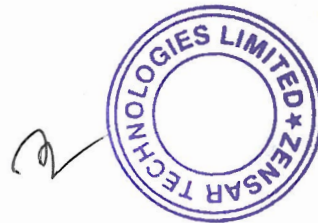
Particulars	Quarter ended			Year Ended
	30-Jun-2018	31-Mar-2018	30-Jun-2017	31-Mar-2018
	Unaudited	Unaudited	Unaudited	Audited
1 Revenue from operations	90,466	81,473	73,665	310,774
2 Other income (net)	2,387	2,672	2,026	7,439
3 Total Income	92,853	84,145	75,691	318,213
4 Expenses				
a. Purchase of traded goods	2,503	2,240	3,637	13,376
b. Changes in inventories	1,209	1,476	1,207	5,433
c. Employee benefits expense	48,591	43,748	41,649	170,535
d. Subcontracting costs	13,625	12,227	9,537	40,040
e. Finance costs	586	505	621	2,267
f. Depreciation and amortisation expense	1,819	1,388	1,806	6,508
g. Other expenses	12,905	12,160	10,157	44,897
Total expenses	81,238	73,744	68,615	283,056
5 Profit before tax (3-4)	11,615	10,401	7,076	35,157
6 Tax expense				
a. Current tax	3,676	3,754	2,487	11,142
b. Deferred tax	(452)	(758)	(219)	(634)
7 Net Profit for the period (5-6)	8,391	7,405	4,808	24,649
8 Net Profit/(Loss) attributable to:				
- Owners	8,216	7,266	4,717	24,153
- Non-controlling interests	175	139	91	496
9 Other comprehensive income, net of income tax				
A. Items that will not be reclassified to profit or loss	-	132	-	685
B. Items that will be reclassified to profit or loss	(151)	1,618	256	1,194
Total other comprehensive income, net of income tax	(151)	1,750	256	1,879
10 Total comprehensive income for the period (7+9)	8,240	9,155	5,064	26,528
11 Total comprehensive income attributable to:				
- Owners	8,201	8,887	4,973	25,904
- Non-controlling interests	39	267	91	624
12 Paid-up equity share capital (Face value Rs.10 each)	4,500	4,499	4,488	4,499
13 Other equity excluding Revaluation Reserves as per balance sheet				162,391
14 Earnings Per Share (EPS) (Face value Rs. 10 each) (not annualised):				
a) Basic	18.26	16.15	10.51	53.76
b) Diluted	18.06	15.98	10.37	53.20

Consolidated Segment wise Revenue & Results for the Quarter ended 30th June, 2018

Particulars	Quarter ended			Year Ended
	30-Jun-2018	31-Mar-2018	30-Jun-2017	31-Mar-2018
	Unaudited	Unaudited	Unaudited	Audited
1 Segment Revenue				
Application Management Services	76,913	70,020	60,065	259,118
Infrastructure Management Services	13,553	11,453	13,600	51,656
Revenue From Operations	90,466	81,473	73,665	310,774
2 Segment Results Profit / (Loss) before tax and finance cost				
Application Management Services	11,748	9,845	8,327	38,638
Infrastructure Management Services	713	(72)	416	(599)
Total Segment Results	12,461	9,773	8,743	38,039
Less: Finance costs	586	505	621	2,267
Less: Unallocable expenditure net of unallocable income	260	(1,133)	1,046	615
Total Profit before Tax	11,615	10,401	7,076	35,157



Statement of Segment Assets & Liabilities		30-Jun-2018	31-Mar-2018	30-Jun-2017
		Unaudited	Audited	Unaudited
1	Segment Assets			
	Trade Receivables			
	Application Management Services	58,875	53,256	47,252
	Infrastructure Management Services	12,564	10,970	13,018
	Total Trade Receivables	71,439	64,226	60,270
	Inventories			
	Application Management Services	-	-	-
	Infrastructure Management Services	10,873	10,600	11,655
	Total Inventories	10,873	10,600	11,655
	Unbilled Revenue			
	Application Management Services	30,099	26,122	23,927
	Infrastructure Management Services	5,396	4,346	4,500
	Total Unbilled Revenue	35,495	30,468	28,427
	Goodwill			
	Application Management Services	36,142	24,716	24,675
Infrastructure Management Services	18,399	17,518	17,252	
Total Goodwill	54,541	42,234	41,927	
Unallocable Assets	91,699	82,114	82,556	
TOTAL ASSETS	264,047	229,642	224,835	
2	Segment Liabilities			
	Unearned Revenue			
	Application Management Services	5,447	6,001	6,475
	Infrastructure Management Services	3,556	3,277	3,713
	Total Unearned Revenue	9,003	9,278	10,188
	Unallocable Liabilities	80,364	52,109	51,185
Total Liabilities	89,367	61,387	61,373	



Notes :

- 1 The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at their meeting held on August 09, 2018.
- 2 The Company entered into a Share Purchase Agreement dated March 21, 2018 to acquire 100% equity in Cynosure Interface Solutions Private Limited, an Indian IT company for a purchase consideration not exceeding Rs. 1300 lakhs, subject to certain conditions, payable upfront.
The Company, through its subsidiary, Zensar Technologies Inc. entered into Share Purchase Agreement dated March 21, 2018 to acquire 100% equity of Cynosure Inc., a USA based IT company for purchase consideration of USD 31 million payable upfront and balance amount of USD 28 million being earn-outs, subject to performance targets over 24 months.
The above mentioned acquisitions has been consummated in April 2018.
The results for the quarter ended June 30, 2018 include the results of the above mentioned acquired business & entity (Revenue from operations of Rs. 3,952 lakhs and Profit before tax of Rs. 1,109 lakhs) and are therefore not comparable with results of previous periods.
- 3 The Company, through its subsidiary, Zensar Technologies Inc. entered into definitive documents for the acquisition of 100% of the shares of Indigo Slate, Inc USA ("Indigo Slate"), a USA based IT company for purchase consideration of USD 18 million payable upfront and deferred payments subject to meeting the performance targets over the 36 months post-Closing.
- 4 The consolidated financial results include the results of Zensar Technologies Limited and its subsidiaries viz., Zensar Technologies Inc., Zensar Technologies (UK) Limited, PSI Holding Group Inc., Zensar Technologies IM Inc., Zensar Technologies IM B.V., Zensar (Africa) Holdings Pty Limited, Zensar (South Africa) Pty Limited, Professional Access Limited, Zensar Technologies (Singapore) Pte. Limited, Foolproof Limited, Knit Limited, Foolproof (SG) Pte Limited, Zensar Technologies (Shanghai) Company Limited, Keystone Logic Inc, Zensar Information Technologies Limited, Zensar Software Technologies Limited, Zensar Info Technologies (Singapore) Pte Limited, Zensar IT Services Limited, Cynosure Inc, Cynosure Interface Services Private Limited, Alamance Pty Ltd, Cynosure Inc UK Ltd, Keystone Logic Mexico, S. DE R.L. DE C.V and Keystone Technologies Mexico, S. DE R.L. DE C.V.
- 5 Other Income (Net) for the quarter ended June 30, 2018 includes foreign exchange gain of Rs. 1,248 lakhs. (Corresponding previous period: net gain of Rs. 1,240 lakhs). Other Income (net) for the quarter and year ended March 31, 2018 includes net foreign exchange gain of Rs. 1,900 lakhs and Rs. 4,652 lakhs respectively.
- 6 During the quarter ended June 30, 2018, the Company issued 1,375 equity shares pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 8,950 equity shares under "2006 ESOP" stock option plan.
- 7 Results of Zensar Technologies Limited on a stand alone basis are hosted on the Company's website www.zensar.com.

Stand-Alone Financial Information				
Particulars	(Rs. in Lakhs)			
	Quarter ended			Year Ended
	30-Jun-2018	31-Mar-2018	30-Jun-2017	31-Mar-2018
	Unaudited	Unaudited	Unaudited	Audited
Revenue from operations	34,283	34,118	30,331	128,581
Profit before tax	7,944	7,717	4,779	25,678
Net profit for the period	5,912	5,770	3,503	19,258

- 8 The shareholders in their meeting dated August 08, 2018 have approved the final dividend for year ending March 31, 2018 of Rs. 7 per share.
- 9 Effective April 1, 2018, the Company adopted Ind AS 115 "Revenue from Contracts with Customers" using the cumulative catch-up transition method which is applied to contracts that were not completed as of April 1, 2018. Accordingly, the comparatives have not been retrospectively adjusted. The effect on adoption of Ind AS 115 was insignificant on the financial statements.

For and on behalf of the Board



Sandeep Kishore
Managing Director & CEO
DIN:07393680

Mumbai
Date: August 09, 2018

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF ZENSAR TECHNOLOGIES LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **ZENSAR TECHNOLOGIES LIMITED** ("the Company"), for the quarter ended June 30, 2018 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Hemant M. Joshi
Partner

(Membership No. 38019)

Place: Mumbai
Date: August 9, 2018

Zensar Technologies Limited
Registered Office : Zensar Knowledge Park, Kharadi, Plot # 4 , MIDC, Off Nagar Road, Pune - 411014, India
Unaudited Statement of Standalone Results for the Quarter ended 30th June, 2018.

(Rs. in Lakhs)

Particulars	Quarter ended			Year Ended
	30-Jun-2018	31-Mar-2018	30-Jun-2017	31-Mar-2018
	Unaudited	Unaudited	Unaudited	Audited
1 Revenue from operations	34,283	34,118	30,331	128,581
2 Other income (net)	1,699	2,190	1,143	6,275
3 Total Income	35,982	36,308	31,474	134,856
4 Expenses				
a. Purchase of traded goods	397	509	396	2,574
b. Employee benefits expense	19,932	18,972	18,778	74,925
c. Subcontracting costs	723	1,135	498	2,708
d. Finance costs	275	292	290	1,214
e. Depreciation and amortisation expense	1,035	926	1,178	4,610
f. Other expenses	5,676	6,757	5,555	23,147
Total expenses	28,038	28,591	26,695	109,178
5 Profit before tax (3-4)	7,944	7,717	4,779	25,678
6 Tax expense				
a. Current tax	2,216	2,698	1,282	7,374
b. Deferred tax	(184)	(751)	(6)	(954)
7 Net Profit for the period (5-6)	5,912	5,770	3,503	19,258
8 Other comprehensive income, net of income tax				
A. Items that will not be reclassified to profit or loss	-	(130)	-	423
B. Items that will be reclassified to profit or loss	(3)	(233)	(334)	(1,036)
Total other comprehensive income, net of income tax	(3)	(363)	(334)	(613)
9 Total comprehensive income for the period (7+8)	5,909	5,407	3,169	18,645
10 Paid-up equity share capital (Face value Rs. 10 each)	4,500	4,499	4,488	4,499
11 Other equity excluding Revaluation Reserves as per balance sheet				120,792
12 Earnings Per Share (EPS) (Face value Rs. 10 each) (not annualised):				
a) Basic	13.14	12.83	7.80	42.86
b) Diluted	13.00	12.69	7.70	42.42

2



Notes :

- 1** The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at their meeting held on August 09, 2018.
- 2** The Company entered into a Share Purchase Agreement dated March 21, 2018 to acquire 100% equity in Cynosure Interface Solutions Private Limited, an Indian IT company for a purchase consideration not exceeding Rs. 1300 lakhs, subject to certain conditions, payable upfront. The Company, through its subsidiary, Zensar Technologies Inc. entered into Share Purchase Agreement dated March 21, 2018 to acquire 100% equity of Cynosure Inc., a USA based IT company for purchase consideration of USD 31 million payable upfront and balance amount of USD 28 million being earn-outs, subject to performance targets over 24 months. The above mentioned acquisitions has been consummated in April 2018.
- 3** The Company, through its subsidiary, Zensar Technologies Inc. entered into definitive documents for the acquisition of 100% of the shares of Indigo Slate, Inc USA ("Indigo Slate"), a USA based IT company for purchase consideration of USD 18 million payable upfront and deferred payments subject to meeting the performance targets over the 36 months post-Closing.
- 4** Where financial results are declared for both consolidated and standalone entity, segment information may be presented only in the case of consolidated financial results. Accordingly, segment information has been provided only in the consolidated financial results.
- 5** Other Income (Net) for the quarter ended June 30, 2018 includes foreign exchange gain of Rs. 647 lakhs. (Corresponding previous period: net gain of Rs. 228 lakhs). Other Income (net) for the quarter and year ended March 31, 2018 includes net foreign exchange gain of Rs. 1,294 lakhs and Rs. 1,948 lakhs respectively.
- 6** During the quarter ended June 30, 2018, the Company issued 1,375 equity shares pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 8,950 equity shares under "2006 ESOP" stock option plan.
- 7** The shareholders in their meeting dated August 08, 2018 have approved the final dividend for year ending March 31, 2018 of Rs. 7 per share.
- 8** Effective April 1, 2018, the Company adopted Ind AS 115 "Revenue from Contracts with Customers" using the cumulative catch-up transition method which is applied to contracts that were not completed as of April 1, 2018. Accordingly, the comparatives have not been retrospectively adjusted. The effect on adoption of Ind AS 115 was insignificant on the financial statements.

Mumbai
Date: August 09, 2018



For and on behalf of the Board

A handwritten signature in black ink, appearing to read "Sandeep Kishore".

Sandeep Kishore
Managing Director & CEO
DIN:07393680