Cyient Europe Limited

Balance Sheet as at March 31, 2018

		As at	
Particulars	Notes –	March 31, 2018	March 31, 2017
ASSETS			
Non-current assets			
Property, Plant and Equipment	3	2,022,773	1,593,536
Goodwill	4	859,170	823,376
Intangible assets	5	1,427,830	1,599,037
Financial Assets	529-4	542 12	
(a) Investments	6	1,949	1,949
(b) Other financial assets	7	281,580	158,773
Deferred tax assets (net)	16	540,613	559,613
Total Non - Current Assets		5,133,914	4,736,284
Current assets			
Financial Assets			
(a) Trade receivables	9	16,677,048	15,248,972
(b) Cash and cash equivalents	10A	9,733,389	6,399,840
(c) Other bank Balances	10B	1,693	1,650
(d) Other financial assets	7	5,315,642	5,769,911
Other current assets	8	778,896	454,552
Total Current Assets		32,506,668	27,874,925
Total Assets	-	37,640,583	32,611,209
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	11	1,850,000	1,850,000
Other Equity	12	6,281,213	5,583,296
Total Equity	-	8,131,213	7,433,296
Non-current liabilities			
Financial Liabilities			
(a) Borrowings	13	5,111,820	3,400,810
Total Non - Current Liabilities		5,111,820	3,400,810
Current liabilities			
Financial Liabilities			
	18	1,600,000	2,570,771
(a) Borrowings	1.01.01	17,821,537	15,259,852
(b) Trade payables	19		640,427
(c) Other financial liabilities	14	1,715,461	
Provisions	15	430,072	388,414
Income Tax Liabilities (Net)	16	262,190	427,966
Other current liabilities	17	2,568,289	2,489,673
Total Current Liabilities	-	24,397,549	21,777,103
Total Liabilities		29,509,370	25,177,913
Total Equity and Liabilities		37,640,583	32,611,209
Corporate information and significant accounting policies	1&2		
Accompanying notes form an integral part of the			
consolidated financial statements			
In terms of our report attached		(0)	(0

For and on behalf of the Board of Directors

For Perosha & Tengra's Chartered Accountants

Perosha Tengra Partner

P. Teres 12/4/18

### Cyient Europe Limited Statement of Profit and Loss for the period ended March 31, 2018

### Amt in GBP For the Quarter ended For the Quarter ended For the Year ended March 31, 2018 For the Year ended For the Quarter ended Particulars Notes March 31, 2017 March 31, 2018 December 31, 2017 March 31, 2017 INCOME 13,348,728 44,856,186 15,515,795 14,591,130 58,179,066 20 Revenue from operations 92,486 (99,753) 21 58,129 (175,070) 282.774 Other Income 14,491,377 13,441,213 Total income 58,237,194 44,681,115 15,798,569 EXPENSES 5,276,367 4,360,692 5,424,065 14,311,517 Employee benefits expense 22 20,094,078 106,267 119,386 91.982 258,980 383,994 Finance costs 23 648,884 285,995 24 986,252 924,998 278,949 Depreciation and amortisation expense 7,746,305 8,725,979 9,527,685 25 35,493,578 26,959,665 Other operating expenses 14,407,727 12,847,863 15,336,966 42,455,160 Total Expenses 56,957,902 593,351 2,225,956 461,604 83,650 Profit before exceptional item and tax 1,279,292 110,135 110,135 Exceptional Item 483,216 461.604 83,650 2,115,821 1,279,292 Profit/(loss) before tax Tax Expense 192,047 123,737 144,619 771,101 596,281 16 Current tax 16 (3,502) (3,502) Deferred tax 123,737 141,117 596,281 767,599 192,047 Total tax expense 342,099 683,011 1,348,222 269,556 (40,087) Profit / (loss) for the year Other comprehensive income Items that will not be reclassified subsequently to profit or loss Exchange differences in translating the financial statements of foreign operations Remeasurements of the net defined benefit liability Items that will be reclassified subsequently to profit or loss Exchange differences in translating the financial statements of 13,061 (145,686) 161,779 12 (1,888) 204,599 foreign operations Effective portion of gains and loss on designated portion of hedging instruments in a cash flow hedge Income tax on items that may be reclassified to profit or loss 16 (145,686) 13,061 161,779 204.599 (1,888) Total other comprehensive income 431,335 (185,774) 355,159 681,123 1,552,821 Total comprehensive income for the year Corporate information and significant accounting policies 1 and 2 The accompanying notes form an integral part of the Consolidated financial statements

For Mehta & Tengra Chartered Accountants

For and on behalf of the Board of Directors

Perosha Tengra Partner



Cyient Europe Limited Statement of changes in equity for the year ended March 31, 2018

a. Equity share capital		Amt in GBP	
Particulars	Note	Number of Shares	Equity share capital
Balance at March 31. 2016		185,000,000	1,850,000
Changes in equity share capital during the year	11		
Balance at March 31. 2017		185,000,000	1,850,000
Changes in equity share capital during the year	TT		
Balance at March 31. 2018		185,000,000	1,850,000

				Attribu	Attributable to shareholders of the Company	's of the Company						
				Res	Reserves and Surplus				Items of o	Items of other comprehensive income	ive income	
Partículars	Note	Share application money pending allotment	Securities premium reserve	General reserve	Stock option reserve	Retained earnings	Capital reserve	Addititions made during the period to Retained Earnings		Cash flow Cash flow Foreign currency hedge rtranslation Reserve combination translation reserve nusiness reserve ranslation reserve res reserve reserve reserve reserve reserve reserve reserve reserve reserve reserve reserve reserve res reserve reserve res res res res res res res res res re	Capital reserve for bargain purchase business combinatio ns	Total
Balance at March 31, 2016			552,427			3,535,160				(57,112)		4,030,475
Exchange difference arising on translating the foreign operation	12					1.348.222				204,599		204,599 1,348,222
Pront for the year Balance at March 31, 2017			552,427		,	4,883,382	æ		4	147,487	-	5,583,296
Exchange difference arising on translating the foreign operation	12					699,805				(1,888)		(1,838) 699,805
Pront for the year Balance at March 31, 2018		•	552,427	1	ŕ	5,583,187	1993	42		145,599		6,281,213

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3. Property, plant and equipment

or right the start and equilibrium		Amt in GBP
	As at	
Particulars	March 31, 2018	March 31, 2017
Carrying amount of:		
Leasehold Improvements	10,328	11,489
Vehicles	9,358	11,895
Plant and Equipment - Freehold	488,529	
Office Equipment	371,728	806,011
Furniture and Fixtures	172,265	195,908
Computers	970,565	568,234
Total tangible assets	2,022,773	1,593,536
Capital work-in progress		
TOTAL	2,022,773	1,593,536

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Monomont in the carrying amount of property plant and equipment is as helow:	nment is as helow:						Amt in GBP
Description of Assets	Leasehold	Vehicles	Office Equipment	Plant & Equipment	Furniture and Fixtures	Computers	Total
I. Cost					2 2 2 2 2 C		202 115
Balance as at March 31, 2016	ł	а	470,484		244,052		000,41/
Additions			107,866		63,/08	819,217	330,732
Disposals							
Acquisitions through business combination	42,354	17,750	2343858		42,5/1		2,446,533
Foreign currency translation adjustments			(288,279)				(288,279)
Balance as at March 31, 2017	42,354	17,750	2,633,930	•	350,331	819,217	3,863,582
Additions		â	243,371		2,434	704,348	950,153
Disposals							ı
Additions through business combination						010 01	-
Other adjustments	(30,865)	(5,855)	(2,343,858)	579,397	(41,3/0)	52,019 27 750	(T, /90,532)
Foreign currency translation adjustments			18,430			31,150	NOT'OC
Balance as at March 31, 2018	11,489	11,895	551,873	579,397	311,395	1,613,334	3,079,383
II. Accumulated depreciation							
Balance as at March 31, 2016	1		205,716		11,604		075,502
Depreciation for the year		5,745	111,156		11,604	137,072	265,577
Disposals							1 0 0
Acquisitions through business combinations	30,865	5,855	1,764,184		41,370		1,842,274
Adjustment due to change in Life		(5,745)	(253,137)		23,845	113,911	(121,126)
Foreign currency translation adjustments							
Balance as at March 31, 2017	30,865	5,855	1,827,919		154,423	250,983	2,270,045
Depreciation for the year	1,161	2,537	116,429	90,868	25,233	384,399	620,626
Eliminated on disposal of a subsidiary	2						
Other adjustments	(30,865)	(5,855)	(1,764,461)		(41,370)	9,665	(1,832,886)
Foreign currency translation adjustments			258		844.00	(2,278)	(1,176)
Balance as at March 31, 2018	1,161	2,537	180,145	90,868	139,130	642,769	1,056,609
III. Carrving Amounts (I-II)	Leasehold	Vehicles	Office Equipment	Plant & Equipment	Furniture and Fixtures	Computers	Total
Balance as at March 31. 2017	11,489	11,895	806,011	i	195,908	568,234	1,593,537
Balance as at March 31. 2018	10,328	9,358	371,728	488,529	172,265	970,565	2,022,774
	0	т	(0)	0	0	0	

4. Goodwill	As at	
Particulars	March 31, 2018	March 31, 2017
Opening balance	823,376	859,170
Other adjustments	35,794	(35,794)
Balance at end of the year	859,170	823,376

5. Intangible assets	As at	
Particulars	March 31, 2018	March 31, 2017
Carrying amount of:		
Computer software	272,866	156,081
Other intangible assets	494,964	602,956
Customer Contracts/ Relationships	660,000	840,000
Total Intangible assets	1,427,830	1,599,037

(ii). Movement in the carrying amount of intangible assets is as below:

(ii). Movement in the carrying amount of intangible assets is as below:		Out the second black	Customer Contracts/	Total
Description of assets	Computer Software	Other Intangible	Customer Contracts/	Total
I. Cost				867,543
Balance as at March 31, 2016	3,606	863,938	-	131,474
Additions	131,474	-		151,474
Disposals			000 000	2 102 400
Additions through business combination	1,202,499	E.	900,000	2,102,499
Foreign currency translation adjustments			-	-
Balance as at March 31, 2017	1,337,579	863,938	900,000	3,101,517
Additions	237,749			237,749
Disposals				
Additions through business combination				-
Other adjustments	(1,178,228)			(1,178,228)
Foreign currency translation adjustments	8,645			8,645
Balance as at March 31, 2018	405,745	863,938	900,000	2,169,683
II. Accumulated amortisation				
Balance as at March 31, 2016	106	152,989	-	153,095
Amortisation for the year	53,537	107,992	60,000	221,529
Disposals				-
Additions through business combination	1,127,855		-	1,127,855
Foreign currency translation adjustments		-	-	-
Balance as at March 31, 2017	1,181,498	260,981	60,000	1,502,479
Amortisation for the year	77,633	107,992	180,000	365,626
Disposals				
Additions through business combination				- 
Other adjustments	(1,135,874)			(1,135,874)
Foreign currency translation adjustments	9,622			9,622
Balance as at March 31, 2018	132,879	368,973	240,000	741,852
III. Carrying Amounts (I-II)				
Balance as at March 31, 2017	156,081	602,957	840,000	1,599,038
Balance as at March 31, 2018	272,866	494,965	660,000	1,427,831

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# 6. Investments

Amt in GBP

	As at	at
Particulars	March 31, 2018	March 31, 2018 March 31, 2017
A. Investments - Non-current		
Investment carried at fair value through OCI (refer note (i) below)		
(i) Equity instruments of other entities (unquoted)	1,949	1,949
	1,949	1,949

# Note (i): Details of investments - non-current

	As at March 31, 2018	h 31, 2018	As at March 31, 2017	1, 2017
Particulars	No. of shares	Amount	No. of shares	Amount
Equity instruments of other entities (unquoted)				
Trafficmaster Plc., United Kingdom	10,000	1,949	10,000	1,949
Total	10,000	1,949	10,000	1,949

### Note (ii). Carrying values:

	-	As at
articulars	March 31, 2018	March 31, 2017
Aggregate amount of unquoted investments carried at equity method of accounting		
iggregate amount of Investment carried at fair value through OCI	1,949	1,949

### 7. Other Financial assets

	Asa	at
Particulars	March 31, 2018	March 31, 2017
Non - Current		
Security Deposits		
- Unsecured, considered good	281,580	158,773
Total other non-current financial assets	281,580	158,773
Current		
Unbilled revenue	4,692,458	5,565,738
Advance to employees	623,184	204,173
Interest accrued - inter company		
Total other current financial assets	5,315,642	5,769,911
Total other financial assets	5,597,222	5,928,684

8 - Other assets

As a	it
March 31, 2018	March 31, 2017
705,648	356,219
73,248	98,333
778,896	454,552
	705,648 73,248

B

Amt in GBP

9 - Trade receivables		Amt in GBP
Particulars	As at	
	March 31, 2018	March 31, 2017
Trade receivables		
Unsecured, considered good	16,677,048	15,248,972
Doubtful	46,423	31,426
Less: Allowance for doubtful debts (expected credit	(46,423)	(31,426)
Total	16,677,048	15,248,972

PS

### 10: Cash and Bank Balances

10A. Cash and Cash equivalents		Amt in GBP
Particulars	As at	
	March 31, 2018	March 31, 2017
Balances with Banks -		
in current accounts	9,188,615	6,399,374
Cash on hand	467	466
Remittances in Transit	544,307	
Total Cash and Cash equivalents	9,733,389	6,399,840

### 10B. Other Bank balances

	As at	
Particulars	March 31, 2018	March 31, 2017
Deposits held as margin money/security for bank guarantees	1,693	1,650
Total	1,693	1,650

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11. Equity share capital Particulars	As at	
	March 31, 2018	March 31, 2017
Authorised share capital		
185,000,000 shares of 1 pence each fully paid up	1,850,000	1,850,000
Issued and subscribed capital		
185,000,000 shares of 1 pence each fully paid up	1,850,000	1,850,000
Total Equity share capital	1,850,000	1,850,00

RT

	As at	
Particulars	March 31, 2018	March 31, 2017
(a). General reserve		
(i) Opening balance	100	15
(ii) Movement during the year		
(b). Securities premium account		
(i) Opening balance	552,427	552,427
(ii) Options exercised during the year		-
(iii) Premium received on allotment of shares	-	
	552,427	552,427
(c). Foreign currency translation reserve		
(i) Opening balance	147,487	(57,112
(ii) Additions / (deductions) during the year (net)	(1,888)	204,599
	145,599	147,487
(d). Retained earnings		2 525 460
(i) Opening balance	4,883,382	3,535,160
<ul> <li>(ii) Other Comprehensive Income arising out of remeasurement of defined benefit obligation (net of taxes)</li> </ul>		
(iii) profit for the year	683,011	1,348,222
(iv) Other adjustment	16,794	
	5,583,187	4,883,382
Total	6,281,213	5,583,296

### Nature of reserves

(a). General reserve This represents appropriation of profit by the Company.

(b). Securities premium account Amounts received on issue of shares in excess of the par value has been classified as securities premium.

(c). Foreign currency translation reserve Exchange difference relating to the translation of the keep it of the Company's foreign operations from their functional

(d). Retained earnings

Retained earnings comprises of prior years' undistributed earnings after taxes.

Particulars	As at	
	March 31, 2018	March 31, 2017
Unsecured - at amortised cost		
Term loans		
from banks	2,256,689	
from related parties	2,855,131	3,400,810
Total non-current borrowings	5,111,820	3,400,810

HSBC Loan and its Adj

\* Current maturities on long-term borrowings have been disclosed under the head Other current financial liabilities

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14. Other Financial Liabilities		Amt in GBP
	As at	ţ
Particulars	March 31, 2018 March 31, 2017	March 31, 2017
Current		
Current Maturities of Long Term borrowings		
- from related parties	624,800	609,649
- from banks	1,064,136	
Interest accrued - related parties	26,525	30,778
Total	1,715,461	640,427

15. Provisions		Amt in GBP
	As at	t
Particulars	March 31, 2018	March 31, 2017
Employee benefits	430,072	388,414
	430,072	388,414
Non-current:		
Emplovee benefits	•	E.
	ī	Ŀ
Current:		
Employee benefits	430,072	388,414
	430,072	388,414
Total	430,072	388,414

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# 16.2. Deferred tax assets and liabilities

A. The following is the analysis of deferred tax assets/(liabilities) presented in the balance sheet:

presented in the balance sheet:		Amt in GBP
	As at	
Particulars	March 31, 2018 March 31, 2017	March 31, 2017
Deferred tax assets	540,613	567,360
Deferred tax liabilities	1	(7,747)
Total deferred tax balance	540,613	559,613

16.3. Income tax assets and liabilities		Amt in GBP
	As at	
Particulars	March 31, 2018 March 31, 2017	March 31, 2017
Income tax liabilities, net.		
Income tax payable (net of advance tax)	262,190	427,966
Total current liabilities (net)	262,190	427,966

17. Other liabilities		Amt in GBP
	As at	
Particulars	March 31, 2018	March 31, 2017
Current		640 505
Unearned revenue	645,155	612,585
Statutory remittances	1,923,134	1,877,088
Total other current liabilities	2,568,289	2,489,673

18. Current borrowings		Amt in GBP	
	As at		
Particulars	March 31, 2018	March 31, 2017	
Secured - at amortised cost			
Loans repayable on demand			
from banks (bank overdraft)	-	970,771	
from others			
Loans from related parties			
Short Term Loans from Banks	1,600,000	1,600,000	
Total	1,600,000	2,570,771	

19. Trade Payables		Amt in GBP
	As at	
Particulars	March 31, 2018	March 31, 2017
Trade Payables	17,821,537	15,259,852
Total	17,821,537	15,259,852

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e Year ended ch 31, 2017	For the Quarter ended March 31, 2018	For the Quarter ended December 31, 2017	For the Quarter ended March 31, 2017
44,856,186	15,515,795	14,591,130	13,348,728
44,856,186	15,515,795	14,591,130	13,348,728

For the Nine months ended December 31, 2016	For the Nine months ended December 31, 2017
31,507,458	42,663,270
31,507,458	42,663,270

e Yea	r ended
ch 31	, 2017
	89,401
	89,401
	213,755
	213,755
	(478,226)
	(478,226)
	(175,070)

For the Quarter ended March 31, 2018	For the Quarter ended December 31, 2017	For the Quarter ended March 31, 2017
21,716	26,746	21,162
21,716	26,746	21,162
76,960 3,099	(94,489)	84,359
76,960	(94,489)	84,359
180,769 230	(32,010)	(13,035)
180,999	(32,010)	(13,035)
279,675	(99,753)	92,486

Amt in GBP	
For the Nine months ended December 31, 2016	For the Nine months ended December 31, 2017
68,239	75,995
68,239	75,995
129,396	(18,422)
129,396	(18,422)
(465,191)	(282,218)
(465,191)	(282,218)
(267,556)	(224,645)

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	statements
Cyient Europe Limited	Notes forming part of the finanDial

### 22. Employee Benefits Expense

PartiDulars	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Salaries and wages, including bonus	19,422,378	13,936,845
Social security and other benefits to overseas employees	376,205	202,655
Share based payment transactions expenses	33,885	24,336
Staff welfare expenses	261,610	147,681
Total	20,094,078	14,311,517

For the Quarter ended March 31, 2018	For the Quarter ended December 31, 2017	March 31, 2017
5,304,882	5,049,227	4,166,773
22,563	128,689	99,911
19,581	4,321	24,336
77,039	94,130	69,672
5,424,065	5,276,367	4,360,692

Amt in GBP

### 23. Finance Cost

Particulars	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Interest expense		
Interest on bank overdrafts and loans (other than those from related parties)	119,817	13,681
Interest on loans from related parties	114,456	143,331
Other interest expense	149,721	101,967
Total	383,994	258,980

13,681 45,569 32,732	91,982	g
13,681 45,569 32,732	91,6	For the Quarter ended March 31, 2017
60,259 28,763 30,364	119,386	For the Quarter ended December 31, 2017
31,936 25,763 48,567	106,267	For the Quarter ended March 31, 2018

For the Quarter ended March 31, 2017

For the Quarter ended December 31, 2017

For the Quarter ended March 31, 2018 391,564 257,320 648,884

196,633 89,362 **285,995** 

180,362 98,587 **278,949** 

## 24.Depreciation and amortisation expense

PartiDulars	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Depreciation of property, plant and equipment	620,626	667,678
ets	365,626	257,320
Total	986,252	924,998

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### Cyient Europe Limited

### Notes forming part of the financial statements

25. Other operating expenses					Amt in GBP
Particulars	For the Year ended March 31, 2018	For the Year ended March 31, 2017	For the Quarter ended March 31, 2018	For the Quarter ended December 31, 2017	For the Quarter ended March 31, 2017
Rent including lease rentals	836,440	763,181	254,860	223,250	212,561
Rates and taxes	119,777	106,355	45,467	36,016	33,794
Insurance	138,896	83,128	40,759	9,168	34,335
Travelling and conveyance	1,775,270	1,189,657	600,579	441,723	344,501
Sub-contracting charges	28,811,091	22,539,846	7,865,757	7,255,744	6,743,144
Communication	276,626	170,118	87,343	85,316	44,046
Printing and stationery	48,449	42,706	10,719	17,112	16,148
Power and fuel	85,531	30,302	29,104	6,655	12,352
Marketing expenses	334,488	299,280	85,275	82,576	53,824
Advertisement	-	-	-		
Repairs and maintenance			-	72	
- Buildings	47,452	-	47,452	¥2	
- Machinery	364,580	160,589	154,201	106,398	
- Others	52,363	11,177	27,148	10,981	3,485
Non executive directors commission	-	3	-	82	
Legal & professional charges	1,025,497	324,786	93,568	161,206	(786,523)
Expenditure for Corporate Social		-	-		(a.
Responsibility	100.00010	0007 - 0076130			
Provision for doubtful debts (net)	14,998	17,486	25,905	1	9,356
Bad debts written off	-	~	-	8	-
Less: Reversal of provision for doubtful	-	-	-	1 <del>.</del>	(4,063)
Loss on Discard of Fixed Assets		2	-	-	-
Loss on Discard of Fixed Assets		(÷	-	1	8
Auditors' remuneration	-		- 		
(a) For audit	24,323	19,841	22,274	5,611	2,088
(b) For other matters			-		-
Recruitment expenses	443,542	211,766	169,068	92,987	
Training and development	123,445	25,659	3,224	52,220	
Software charges	52,394	24,404	2,717	23,512	
Miscellaneous expenses	918,416	939,384	(37,735)	115,504	
Total	35,493,578	26,959,665	9,527,685	8,725,979	7,746,305

Notes: (i) Operating leases: The future minimum lease commitments of the Group under non-cancellable operating leases are as follows:

Maximum obligations on long-term non- cancellable operating leases:	As at March 31, 2018	As at March 31, 2017	
Not later than one year	504,707	533,37	
Later than one year but not later than five	1,007,832	1,346,271	
years Later than five years	74,431	208,893	
Total	1,586,970	2,088,537	

12/4/18