

### Report on special purpose financial statements

1. This report is issued in accordance with the terms of our agreement dated February 11, 2015.
2. We have audited the accompanying special purpose financial statements of Zensar Technologies (Singapore) Pte Limited (the "Company") which comprise the Balance Sheet as at March 31, 2015, and the Statement of Profit and Loss and Cash Flow statement for the year ended on that date and a summary of significant accounting policies and other explanatory information, which we have signed under reference to this report.

### Management's Responsibility for the Financial Statements

3. Management is responsible for the preparation of these special purpose financial statements in accordance with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, to the extent considered relevant by it for the purpose for which these special purpose financial statements have been prepared (the "accounting principles generally accepted in India"). The responsibility includes the design, implementation and maintenance of internal control relevant to the preparation of special purpose financial statements that are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

4. Our responsibility is to express an opinion on these special purpose financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
5. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the special purpose financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.
6. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

7. Based on our audit, we report that:
  - a. We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit;
  - b. The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;

In our opinion and to the best of our information and according to the explanations given to us, the special purpose financial statements, together with the notes thereon and attached thereto, fairly present, in all material respects, in conformity with the accounting principles generally accepted in India:

- (i) in the case of the Balance Sheet, the state of affairs of the Company as at March 31, 2015;
- (ii) in the case of the Statement of Profit and Loss, the profit for the year ended on that date; and



- (iii) in the case of the Cash flow statement, of the cash flows for the year ended on that date

**Emphasis of Matter – Basis of Preparation**

8. We draw attention to Note 1 (a) to the special purpose financial statements, which describes the basis of its preparation. The special purpose financial statements are not the statutory financial statements of the Company, and are not intended to, and do not, comply with the disclosure provisions applicable to statutory financial statements prepared under the Companies Act, 2013, as those are considered irrelevant by the Management and the intended users of the special purpose financial statements for the purposes for which those have been prepared. Our opinion is not qualified in respect of this matter.

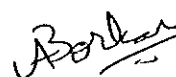
**Other Matter**

9. The special purpose financial statements dealt with by this report, have been prepared for the express purpose to enable Zensar Technologies Limited to prepare Consolidated Financial Statements pursuant to the requirement of Clause 32 of the Listing Agreement

**Restriction on Use**


10. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have (or may have had) as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of any financial statements of the Company.
11. This report is addressed to the Board of Directors of the Company and has been prepared for and only for the purposes set out in paragraph 9 above. This report should not be otherwise used or shown to or otherwise distributed to any other party or used for any other purpose except with our prior consent in writing. Price Waterhouse neither accepts nor assumes any duty, responsibility or liability to any other party or for any other purpose

For Price Waterhouse  
Firm Registration Number: 301112E  
Chartered Accountants



Amit Borkar  
Partner  
Membership Number : 109846

Mumbai  
Date : April 28, 2015



**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.****BALANCE SHEET as at 31st March, 2015**

	Note No.	As at Mar 31, 2015 Rs. in lakhs	As at Mar 31, 2014 Rs. in lakhs
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	2	78.02	78.02
Reserves and Surplus	3	<u>670.14</u>	<u>620.99</u>
		<b>748.16</b>	<b>699.01</b>
<b>Non-Current Liabilities</b>			
Long Term Provisions	4	<u>9.65</u>	<u>13.37</u>
		9.65	13.37
<b>CURRENT LIABILITIES</b>			
Trade payables	5	18.93	63.08
Other Current Liabilities	6	164.81	402.95
Short-term provisions	7	<u>33.13</u>	<u>58.74</u>
		216.87	524.77
<b>TOTAL</b>		<b><u>974.68</u></b>	<b><u>1,237.15</u></b>
<b>ASSETS</b>			
<b>NON CURRENT ASSETS</b>			
Fixed Assets			
Tangible Assets	8	2.06	1.41
Deferred Tax Assets (net)	9	3.46	6.81
Long Term Loans and Advances	10	<u>2.27</u>	<u>2.84</u>
		<b>5.73</b>	<b>9.65</b>
<b>CURRENT ASSETS</b>			
Trade Receivables	11	316.49	406.17
Cash and Bank Balances	12	474.69	628.16
Short Term Loans and Advances	13	21.18	36.02
Other Current Assets	14	<u>154.53</u>	<u>155.74</u>
		<b>966.89</b>	<b>1,226.09</b>
<b>TOTAL</b>		<b><u>974.68</u></b>	<b><u>1,237.15</u></b>

Summary of significant accounting policies 1

The accompanying notes (2 to 26) are an integral part of the financial statements.

This is the Balance Sheet referred to in our report of even date.

For **Price Waterhouse**  
Firm Registration Number: 301112E  
Chartered Accountants



**Amit Borkar**  
Partner  
Membership No. 109846

For and on behalf of the Board



**Dr. Ganesh Natarajan**  
Director

Place : Mumbai  
Date : April 28, 2015

Place : Mumbai  
Date : April 28, 2015

**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.****STATEMENT OF PROFIT AND LOSS for the year ended on 31st March, 2015**

	Note No.	Year ended Mar 31, 2015 Rs. in lakhs	Year ended Mar 31, 2014 Rs. in lakhs
<b>Revenue from operations</b>			
Software development and allied services		2,824.05	3,721.73
Other Operating Revenues	15	-	35.33
		<u>2,824.05</u>	<u>3,757.06</u>
Other Income	16	29.96	26.12
		<u><b>2,854.01</b></u>	<u><b>3,783.18</b></u>
<b>Expenses</b>			
Employee Benefits Expense	17	1,701.93	2,281.49
Other Expenses	18	844.04	1,047.09
Finance Cost	19	1.59	1.93
Depreciation & Amortization Expense	8	1.18	6.42
		<u><b>2,548.74</b></u>	<u><b>3,336.93</b></u>
<b>Profit before taxation</b>		<b>305.27</b>	<b>446.25</b>
Provision for Taxation [See Note 1(I)]			
- Current Tax		27.76	53.98
- Deferred tax		3.03	3.12
<b>Profit after Taxation</b>		<u><b>274.48</b></u>	<u><b>389.15</b></u>
		Rs.	Rs.
<b>Earnings Per Equity Share (Nominal Value SGD \$1 per share) :</b>			
(See Note 24)			
- Basic/ Diluted		91.49	129.72

The accompanying notes (2 to 26) are an integral part of the financial statements.

This is the Statement of Profit and Loss referred to in our report of even date.

For **Price Waterhouse**  
Firm Registration Number: 301112E  
Chartered Accountants



**Amit Borkar**  
Partner  
Membership No. 109846

For and on behalf of the Board



**Dr. Ganesh Natarajan**  
Director

Place : Mumbai  
Date : April 28, 2015

Place : Mumbai  
Date : April 28, 2015



ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.

Cash Flow Statement for the year ended 31st March, 2015

(Rs. in lakhs)

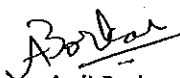
	2014-15		2013-14	
<b>A. Cash Flow from Operating Activities :</b>				
<b>Net Profit before Taxation</b>		305.27		446.25
Adjustments for				
Depreciation	1.18		6.42	
Provision for Doubtful Advances			0.31	
Bad Debts written off	0.36		(10.95)	
Foreign currency translation (gain) / loss on operating activities	(43.44)		53.97	
		(41.90)		49.75
<b>Operating Profit before Working Capital Changes</b>		263.37		496.00
Adjustments for				
Increase / (Decrease) in trade payables	(44.14)		(4.87)	
Increase / (Decrease) in provisions	(0.22)		1.05	
Increase / (Decrease) in Non Current Liabilities	(3.72)		(48.22)	
Increase / (Decrease) in other current liabilities	(238.14)			
(Increase) / Decrease in trade receivables	89.32		49.04	
(Increase) / Decrease in other current assets	1.21		51.88	
(Increase) / Decrease in other non-current assets	0.57		5.99	
(Increase) / Decrease in loans and advances	14.84		(15.54)	
		(180.28)		39.33
<b>Cash generated from Operations</b>		83.09		535.33
Taxes (Paid) / Received	(52.97)		(66.70)	
		(52.97)		(66.70)
<b>Net Cash from Operating activities ( A )</b>		30.12		468.63
<b>B. Cash Flow from Investing Activities</b>				
Sale / (Purchase) of Fixed Assets	(1.92)		10.71	
		(1.92)		10.71
<b>Net Cash from Investing Activities ( B )</b>		(1.92)		10.71
<b>C. Cash Flow from Financing Activities</b>				
Dividend on Equity Shares and Tax Thereon	(181.67)		(444.77)	
		(181.67)		(444.77)
<b>Net Cash from Financing Activities ( C )</b>		(181.67)		(444.77)
<b>D. Net Increase/(Decrease) In Cash and Cash Equivalents (A+B+C)</b>		(153.47)		34.57
Opening Balance of Cash & Cash Equivalents		628.16		593.59
Closing Balance of Cash & Cash Equivalents		474.69		628.16

Notes :

- The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Accounting Standard (AS) - 3 on Cash Flow Statement.
- Prior year comparatives have been reclassified to conform with current year's presentation, where applicable.

This is the Cash Flow Statement referred to in our report of even date.

For Price Waterhouse  
Firm Registration Number: 301112E  
Chartered Accountants



Amit Borkar  
Partner  
Membership No. 109846

For and on behalf of the Board



Dr. Ganesh Natarajan  
Director

Place : Mumbai  
Date : April 28, 2015

Place : Mumbai  
Date : April 28, 2015

**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.**

**Notes to the Financial Statement for the year ended 31st March, 2015**

**1. Significant Accounting Policies**

**Company Overview**

Zensar Technologies Singapore Pte Ltd is a company registered under the laws of Singapore. The company is primarily engaged in providing a complete range of IT Services and Solutions.

**(a) Basis of preparation of financial statements**

The Special Purpose Financial Statements are prepared for the purposes of the information and use of management and the Board of Directors in its preparation of the Consolidated Financial Statements of the Holding Company, Zensar Technologies Limited.

The financial statements have been prepared in accordance with the generally accepted accounting principles in India under historical cost convention as a going concern on accrual basis to comply in all material aspects with all the applicable accounting principles in India, the applicable Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycles as 12 months for the purpose of current and non-current classification of assets and liabilities.

**(b) Foreign currency transactions**

Translation :

The functional currency for the Company is Singapore Dollar (SGD). However, as the Company is a subsidiary of Zensar Technologies Limited, a company registered in India, the Financial Statements are prepared in Indian Rupees for the consolidation purpose as per Accounting Standard 21. The translation of the functional currencies into the reporting currency is performed for assets and liabilities using the current exchange rates in effect at the balance sheet date, for revenues, costs and expenses using average exchange rates prevailing during the reporting periods and for share capital, using the exchange rate at the date of the transaction. The resultant translation exchange gain/loss has been disclosed under Foreign Currency Translation Reserve.

Transaction :

i) Realised gains and losses on foreign currency transactions are recognised in the Statement of Profit and Loss.

ii) Monetary current assets and monetary liabilities denominated in foreign currency at the year-end are translated at the year-end exchange rates, and the resulting exchange differences are recognised in the Statement of Profit and Loss, except for the exchange differences arising on monetary item that, in substance, form a part of the Company's net investment in non-integral foreign operation, which are accumulated in a Foreign Currency Translation Reserve until the disposal of net investment.

**(c) Use of estimates**

The preparation of financial statements requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the period. Actual results could differ from these estimates. Any revision to accounting estimates is recognised prospectively in the current and future periods.

**(d) Revenue Recognition**

Revenues from software development and allied services consist of revenues earned from time and material, time frame, and, fixed price contracts. Revenue from time and material contracts are recognised as the related services are performed. Revenues from fixed price engagements are recognised using the proportionate completion method of accounting. The cumulative impact of any revision in estimates of the percent complete is reflected in the period in which the change becomes known. Provisions for estimated losses on such engagements are made during the period in which a loss becomes probable and can be reasonably estimated. However, where the ultimate collection of the sales lacks reasonable certainty, revenue recognition is postponed to the extent of such uncertainty. Amounts included in the financial statements, which relate to recoverable costs and accrued profits not yet billed on contracts, are classified in current assets as "Accrued Income" (Unbilled Services). Billings on incomplete contracts in excess of accrued costs and accrued profits are included in Other Current Liabilities as Deferred Revenue. Revenue from the sale of user licences for software applications is recognised on transfer of the title in the user licence.

Revenue from maintenance, outsourcing and other support services for data-centres is deferred and recognised rateably over the service period, generally monthly, quarterly or annually, invoice in advance. Contract terms are generally one year.

**(e) Other Income**

Interest income on time deposits is recognised using the time proportion basis taking into account the amount outstanding and applicable interest rates.

**(f) Software development expenses**

Application software and software purchased for use in the development of software for customers is charged to revenue over the life of the project.

**(g) Fixed Assets**

**i. Tangible Assets**

Tangible assets are stated at actual cost less accumulated depreciation. The actual cost capitalised includes purchase cost, freight, insurance, installation cost, duties and taxes, finance charges and other incidental expenses incurred during the construction/ installation stage.

Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.



**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.**

**Notes to the Financial Statement for the year ended 31st March, 2015**

Items of fixed asset that have been retired from active use are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the special purpose financial statements. Any expected loss is recognised immediately in the Statement of Profit and Loss.

Loss arising from the retirement of, and gains or losses arising from disposal of fixed assets which are carried at cost are recognised in the Statement of Profit and Loss.

**II. Depreciation**

Depreciation on fixed assets is computed on a straight-line method as per the useful lives prescribed under Schedule II of the Companies Act, 2013 except in respect of the following assets (based on technical evaluation):

Class of Asset	Useful Life as prescribed in Schedule II	Useful Life as followed by the Company
Office Equipment	5 years	3 years
Data Processing Equipment	6 years	3 years

**(h) Impairment**

The management periodically at each Balance Sheet date assesses, using external and internal sources whether there is an indication that an asset may be impaired. If an asset is impaired, the Company recognises an impairment loss as the excess of the carrying amount of the asset over the recoverable amount.

**(i) Lease charges under operating leases**

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease.

**(j) Employee Retirement Benefits**

**I. Central Provident Fund:**

Defined contribution plans are post-employment benefit plans under which the Company pays fixed contributions into the Central Provident Fund, on a mandatory, contractual or voluntary basis. The Company has no further payment obligations once the contributions have been paid. The Company's contributions to defined contribution plans are recognised as employee compensation expense when they are due. The Company's contributions to Defined Contribution Plans are charged to the Statement of Profit and Loss as and when incurred.

**II. Compensated Absences:**

Liability for Compensated Absences is provided on the basis of valuation, as at the Balance Sheet date, carried out by an Independent actuary. The Actuarial valuation method used for measuring the liability is the Projected Unit Credit method. Under this method, the Defined Benefit Obligation is calculated taking into account pattern of avallment of leave whilst in service and qualifying salary on the date of avallment of leave. In respect of encashment of leave, the Defined Benefit Obligation is calculated taking into account all types of decrement and qualifying salary projected up to the assumed date of encashment. Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits.

III. Termination benefits are recognised in the Statement of Profit and Loss as an expense as and when incurred.

IV. The Actuarial gains/losses arising during the year are recognised in the Statement of Profit and Loss without resorting to any amortisation.

**(k) Taxation**

**Current Tax**

Provision for current tax is made and retained in the accounts on the basis of estimated tax liability as per the applicable provisions

**Deferred Tax**

Deferred tax for timing differences between the book profits and tax profits is accounted for using the tax rates and laws that have been enacted or substantively enacted as of the balance sheet date. Deferred tax assets arising from the timing differences are recognised to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Deferred tax assets are recognised for tax loss and depreciation carried forward to the extent that the realisation of the related tax benefit through the future taxable profits is virtually certain and is supported by convincing evidence that sufficient future taxable profits can be realised.

**(l) Provisions and contingent liabilities**

Provisions are recognised when the Company has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Provisions are determined based on best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.



**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.**

**Notes to the Financial Statement for the year ended 31st March, 2015**

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reasonable estimate of the amount cannot be made.

**(m) Earnings per share**

The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the period by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period unless they have been issued at a later date.

**(n) Cash & Cash Equivalents**

In the cash flow statement, cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

**(o) Financial Instruments**

The Company earlier adopted Accounting Standard (AS) 30 "Financial Instruments: Recognition and Measurement" issued by Institute of Chartered Accountants of India, along with the consequent limited revisions to other accounting standards, except so far as they are in conflict with other mandatory accounting standards and other regulatory requirements.

**Derivative Financial Instruments**

The Company uses foreign exchange forward contracts to hedge its exposure to movements in foreign exchange rates. The use of these foreign exchange forward contracts reduces the risk or cost to the Company and the Company does not use the foreign exchange forward contracts for trading or speculation purposes.

Forward contracts are fair valued at each reporting date. Changes in the fair values of forward contracts designated as cash flow hedges are recognized directly in the Hedging Reserve Account and reclassified into the Statement of Profit and Loss account upon the occurrence of the hedged transaction. Changes in fair value relating to the ineffective portion of the hedges and derivatives not designated as hedges are recognized in the Statement of Profit and Loss as they arise.

**Non-Derivative Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets of the Company mainly include cash and bank balances, trade receivables, accrued income (unbilled services), employee travel and other advances, other loans and advances and derivative financial instruments with a positive fair value. Financial liabilities of the Company mainly comprise trade payables, accrued expenses and derivative financial instruments with a negative fair value.

Financial assets / liabilities are recognized on the Balance Sheet when the Company becomes a party to the contractual provisions of the instrument.

The Company assesses at each Balance Sheet date whether there is any objective evidence that a financial asset or group of financial assets is impaired. If any such indication exists, the Company estimates the amount of impairment loss as the difference between the assets carrying amount and undiscounted amount of future cash flows, which is recognised in the Statement of Profit and Loss.





**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.**  
**Notes to the Financial Statement for the year ended 31st March, 2015**

	2015 Rs. in lakhs	2014 Rs. in lakhs
<b>2. Share Capital</b>		
<b>Authorised Shares</b>		
300,000 (previous Year -300,000) Equity Shares of SGD 1 each	78.02	78.02
	<u>78.02</u>	<u>78.02</u>
<b>Issued and Subscribed and fully paid-up Shares</b>		
300,000 (previous Year -300,000) Equity Shares of SGD 1 each, fully paid up	78.02	78.02
	<u>78.02</u>	<u>78.02</u>
<b>(i) Reconciliation of the number of shares outstanding</b>		
	<b>As at March 31, 2015</b>	<b>As at March 31, 2014</b>
	<b>Nos</b> <b>INR Lakhs</b>	<b>Nos</b> <b>INR Lakhs</b>
Number of Shares at the Beginning of the year and at the end of year	3,00,000 78.02	3,00,000 78.02
	<u>3,00,000</u> <u>78.02</u>	<u>3,00,000</u> <u>78.02</u>
<b>(ii) Terms / Rights attached to Equity Shares</b>		
The Company has only one class of Equity Shares having a par value of SGD 1 per share. Each holder of equity share is entitled to one vote per share.		
In the event of liquidation of company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders		
<b>(iii) Details of Shareholders holding more than 5% shares in the Company</b>		
	<b>2015</b>	<b>2014</b>
	<b>Nos</b> <b>% held</b>	<b>Nos</b> <b>% held</b>
Zensar Technologies Limited, Parent Company	3,00,000 100%	3,00,000 100%
<b>3. Reserves and Surplus</b>		
<b>Cumulative Translation Adjustment Reserve</b>		
Balance brought forward	111.73	56.92
Foreign Currency Translation Reserve (Gain) for the year	(43.66)	54.81
	<u>68.07</u>	<u>111.73</u>
<b>Surplus in Statement of Profit and Loss</b>		
Balance brought forward from previous year	509.26	564.88
Add : Profit after Taxation transferred from Statement of Profit and Loss	274.48	389.15
Less : Appropriations		
Interim Dividend	181.67	444.77
	<u>602.07</u>	<u>509.26</u>
	<u>670.14</u>	<u>620.99</u>
<b>4. Long Term Provisions</b>		
Compensated Absences	9.65	13.37
	<u>9.65</u>	<u>13.37</u>
<b>5. Trade Payables</b>		
Trade Payables	18.93	63.08
	<u>18.93</u>	<u>63.08</u>
<b>6. Other Current Liabilities</b>		
Accrued Salaries and Benefits	13.91	31.50
Withholding and other taxes	98.94	148.59
Deferred Revenue	10.26	21.40
Other payables	41.70	201.46
	<u>164.81</u>	<u>402.95</u>
<b>7. Short-term provisions</b>		
Taxation less payments thereagainst	32.59	57.98
Compensated Absences	0.54	0.76
	<u>33.13</u>	<u>58.74</u>

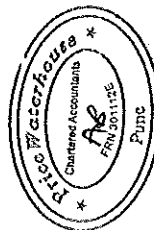


ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.  
Notes to the Financial Statement for the year ended 31st March, 2015

Fixed Assets

8. FIXED ASSETS [See Notes 1(e), 1(f), and 1(g)]

Rs. In lakhs										
Assets	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	Cost as on 31st March 2014	Additions during the year	Deletions during the year	Cost as on 31st March 2015	Accumulated Depreciation as on 31st March 2014	Depreciation for the year	Depreciation written back on assets sold during the year	Accumulated Depreciation as on 31st March 2015	As on 31st March 2015	As on 31st March 2014
Furniture, Fixtures and Office Equipment	2.11	-	-	2.11	0.20	0.53	-	0.73	1.38	1.91
Data Processing Equipment-Own use	1.03	1.92	-	2.95	0.26	0.65	-	0.91	2.04	0.77
TOTAL	3.14	1.92	-	5.06	0.46	1.18	-	1.64	3.42	2.68
Exchange fluctuation		(0.22)		(0.22)	1.26	(0.12)		1.14	(1.36)	(1.27)
Total	3.14	1.70	-	4.84	1.72	1.06	-	2.78	2.06	1.41
Previous year	35.79	0.87	-	6.22	17.26	6.42	20.22	1.72	1.41	



**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.**  
**Notes to the Financial Statement for the year ended 31st March, 2015**

	2015 Rs. in lakhs	2014 Rs. in lakhs
<b>9. Deferred Tax Assets (Net)</b>		
The major components of the net deferred tax asset are		
Depreciation	3.46	6.81
Others	<u>3.46</u>	<u>6.81</u>
<b>10. Long-Term Loans and Advances</b> (Unsecured, considered good unless otherwise stated)		
Security and other deposits	<u>2.27</u>	<u>2.84</u>
	<u>2.27</u>	<u>2.84</u>
<b>11. Trade Receivables</b>		
<b>Unsecured, considered good</b>		
- Outstanding for a period exceeding 6 months from the date they are due for payment	-	-
- Others	316.49	406.17
<b>Unsecured, considered doubtful</b>		
- Outstanding for a period exceeding 6 months from the date they are due for payment	-	3.78
Less : Provision for doubtful debts	-	(3.78)
	<u>316.49</u>	<u>406.17</u>
<b>12. Cash and Bank Balances</b>		
<b>Cash and Cash Equivalents:</b>		
Cash on hand	1.37	1.43
Balance with Banks : On Current Account	<u>473.32</u>	<u>626.73</u>
	<u>474.69</u>	<u>628.16</u>
<b>13. Short Term Loans and Advances</b> (Unsecured, considered good unless otherwise stated)		
Other receivables from Related Parties (Holding company)	0.01	12.78
<b>Other Loans and Advances</b>		
- Prepaid Expenses	11.01	14.94
- Others	<u>10.16</u>	<u>8.30</u>
	<u>21.18</u>	<u>36.02</u>
<b>14. Other Current Assets</b>		
Accrued Income (Unbilled Services)	<u>154.53</u>	<u>155.74</u>
	<u>154.53</u>	<u>155.74</u>



**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.**  
**Notes to the Financial Statement for the year ended 31st March, 2015**

	2015 Rs. in lakhs	2014 Rs. in lakhs
<b>15. Other Operating Revenues</b>		
Provisions no longer required and credit balances written back	-	35.33
	<u>-</u>	<u>35.33</u>
<b>16. Other Income</b>		
Interest Income :		
- on deposits with banks	-	0.16
- Exchange Gain	2.04	-
- Miscellaneous Income	27.92	25.96
	<u>29.96</u>	<u>26.12</u>
<b>17. Employee Benefits Expenses</b>		
Salaries, Wages and Bonus	1,651.62	2,209.76
Contribution to Provident and other funds	41.61	59.72
Staff Welfare	8.70	12.01
	<u>1,701.93</u>	<u>2,281.49</u>
<b>18. Other Expenses</b>		
Travelling and conveyance	76.68	106.10
Cost of manpower hired	648.23	808.23
Recruitment Expenses	12.08	3.43
Electricity and Power	1.43	1.25
Rent	19.21	32.08
Repairs and Maintenance to :		
- Building	-	0.58
- Others	-	0.07
Insurance	14.76	17.72
Legal and Professional Charges	61.63	44.28
Postage, Telephone and E-Mail	4.91	13.01
Advertisement and Publicity	1.89	7.46
Exchange loss (net)	-	7.04
Miscellaneous Expenses	3.22	5.84
	<u>844.04</u>	<u>1,047.09</u>
<b>19. Finance Cost</b>		
Bank Charges	1.59	1.93
	<u>1.59</u>	<u>1.93</u>



**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.**

Notes to the Financial Statement for the year ended 31st March, 2015

**20. Employee Stock Option Schemes**

Currently there are two Employees Stock Option Plans (2002 ESOP and 2006 ESOP) in operation both run by Zensar Technologies Ltd., the parent Company as per its global policy.

Brief details of the plans are:

Particulars	2002 ESOP	2006 ESOP
Vesting Period	4 years	5 years
Maximum Term of Options granted	10 years	10 years

No amount is charged by the holding company in respect of the options outstanding. Accordingly, no liability for unexercised options is recognised in the books.

Generally, stock options are granted at predetermined prices and settled in cash.

Stock Option Activity under the "2002 ESOP" scheme is as follows:

Particulars	2014-15		2013-14	
	Number of options	Weighted average exercise price in Rupees	Number of options	Weighted average exercise price in Rupees
Opening Balance	1,000	88	1,000	88
Exercised during the year	-	-	-	-
Cancelled during the year	-	-	-	-
Balance unexercised options	1,000	88	1,000	88
Exercisable at end of year	1,000	88	1,000	88

Stock Option Activity under the "2006 ESOP" scheme is as follows:

Opening Balance	12,000	265	-	-
Granted during the year	0	-	12,000	265
Exercised during the year	-	-	-	-
Cancelled during the year	12,000	265	-	-
Balance unexercised options	0	-	12,000	265
Exercisable at end of year	-	-	0	0



**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.**

Notes to the Financial Statement for the year ended 31st March, 2015

**21. Related Party Disclosures**

**List of Related Parties (as identified and certified by the Management)**

(i) Parties where control exists

Holding corporation:

- Zensar Technologies Limited, India

(ii) Fellow subsidiaries: (List is restricted to the companies where transactions exist)

- Zensar Technologies Inc., USA

- Zensar Technologies (UK) Limited

- Zensar Technologies Limited (Australia)

(iii) Key Management Personnel:

- Dr. Ganesh Natarajan

- Mr. Vivek Gupta

**Transactions with Related Parties**

Description of the nature of transactions	Volume of transactions during		Amount Outstanding as on 31st March			
	2014-15	2013-14	2015		2014	
			Receivable	Payable	Receivable	Payable
<b>A. Receipt of Software Services</b>						
1. Holding Corporation:						
(i) Zensar Technologies Limited, India	605.12	540.84	-	30.20	-	175.13
(ii) Zensar Technologies IM Inc., USA		25.46				
<b>Total of Software Services received</b>	<b>605.12</b>	<b>566.30</b>	<b>-</b>	<b>30.20</b>	<b>-</b>	<b>175.13</b>
<b>B. Rendering of Software Services</b>						
1. Holding Corporation:						
Zensar Technologies IM Inc., USA	118.63	23.78	5.50	-	3.01	-
Zensar Technologies Limited, India	95.23	69.46	6.81	-	6.41	-
<b>Total of Software Services rendered</b>	<b>213.86</b>	<b>93.24</b>	<b>12.31</b>	<b>-</b>	<b>9.42</b>	<b>-</b>
<b>C. Reimbursement of expenses by the company</b>						
1. Fellow subsidiaries:						
2. Holding Corporation :						
(i) Zensar Technologies Limited, India	56.39	86.47	-	-	-	14.39
<b>Total reimbursement of expenses by the company</b>	<b>56.39</b>	<b>86.47</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>14.39</b>
<b>D. Dividend</b>						
1. Holding Corporation :						
(i) Zensar Technologies Limited, India	181.67	444.77	-	-	-	-
<b>Total Dividend</b>	<b>181.67</b>	<b>444.77</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>E. Sale of Asset by the company</b>						
1. Holding Corporation :						
(i) Zensar Technologies Limited, India	-	12.94	-	-	12.77	-
<b>Total Sale of Asset by the company</b>	<b>-</b>	<b>12.94</b>	<b>-</b>	<b>-</b>	<b>12.77</b>	<b>-</b>

**22. Segment Information**

Where a financial report contains both consolidated financial statements and separate financial statements of the parent, segment information needs to be presented only in case of consolidated financial statements. Accordingly, segment information has been provided only in the consolidated financial statements.



**ZENSAR TECHNOLOGIES (SINGAPORE) PTE LTD.**

Notes to the Financial Statement for the year ended 31st March, 2015

**23. Lease Obligations**

Rental expense incurred by the Company under operating lease agreements totalled approximately Rs.9.26 Lakhs (Previous year: Rs. 9.65 Lakhs).

Total future minimum lease payments under non cancellable operating leases are as follows:

Particulars	Rs. in lakhs Year ended 31st March 2015	Rs. in lakhs Year ended 31st March 2014
Not later than One year	9.26	9.66
Later than one year and not later than five years	-	-
	<u>9.26</u>	<u>9.65</u>

**24. Earnings Per Share (EPS)**

Particulars	Rs. in lakhs Year ended 31st March 2015	Rs. in lakhs Year ended 31st March 2014
Profits attributable to equity shareholders (Rs. in Lakhs)	274.48	389.15
Weighted Average No. of equity shares outstanding during the year.	3,00,000	3,00,000
Basic/Diluted Earnings per share (Rs)	91.49	129.72

**25. Disclosures in accordance with Revised AS- 15 on "Employee Benefits":****Defined Contribution Plans**

Particulars	Rs. in lakhs Year ended 31st March 2015	Rs. in lakhs Year ended 31st March 2014
The company has recognised the following amounts in the Statement of Profit and Loss for the year:		
Contribution to Central Provident Fund In Singapore		
Total	<u>41.61</u>	<u>59.72</u>

**26. Reclassification**

Prior year comparatives have been reclassified to conform with current year's presentation, where applicable.

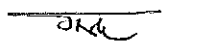
For Price Waterhouse  
Firm Registration Number: 301112E  
Chartered Accountants

  
Amit Borkar  
Partner

Membership No. 109846

Place: Mumbai  
Date: April 28, 2015

For and on behalf of the Board

  
Dr. Ganesh Natarajan  
Director

Place: Mumbai  
Date: April 28, 2015