Financial Technologies
Creating Markets. Unlocking Value.™

February 10, 2016

Corporate Relations Dept., **BSE Limited** P. J. Towers, Dalal Street, Mumbai – 400 001	Listing Dept., **National Stock Exchange of India Limited** Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051

Dear Sir(s),

Sub: Unaudited Financial Results (Standalone) alongwith Limited Review Report for the quarter and nine months ended 31st December 2015 .

Pursuant to applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Un-audited Financial Results (Standalone) alongwith Limited Review Report for the quarter and nine months ended 31st December 2015, approved at the Board Meeting held today i.e. 10th February 2016.

The Board meeting commenced at 4.00 p.m. and concluded at 7.15 p.m.

Kindly take the information on your record and acknowledge receipt.

Thanking You,

Yours faithfully,
For Financial Technologies (India) Limited

Hariraj Chouhan
VP & Company Secretary

Encl: a/a

Financial Technologies (India) Ltd.
Corporate Office: FT Tower, CTS No. : 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai - 400 093.
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Financial Technologies
Creating Markets Rewarding Value

Financial Technologies (India) Limited
Regd. Office: Shakti Towers-1,E,7th Floor,766,
Anna Salai, Thousand Lights,
Chennai - 600002.
CIN - L29142TN1988PLC015586

PART I

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2015

(₹ in lacs except 'per share' data)

	PARTICULARS	Quarter ended			Nine Months ended		Year ended
		31.12.2015	30.09.2015	31.12.2014	31.12.2015	31.12.2014	31.03.2015
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	a) Net Sales/Income from Operations	3,501.75	3,880.40	3,528.53	10,854.79	11,655.44	15,862.32
	b) Other Operating Income	28.53	28.09	26.25	84.91	209.47	240.79
	c) Income from Operations (Net)	3,530.28	3,908.49	3,554.78	10,939.70	11,864.91	16,103.11
2	Expenses						
	a) Purchases of stock-in-trade	-	-	-	14.38	0.12	1.65
	b) Employee benefits expense	2,752.69	2,677.11	3,103.74	8,487.48	8,697.59	12,091.10
	c) Legal and professional charges	1,378.05	1,612.28	1,805.67	4,456.29	5,260.24	7,147.99
	d) Depreciation and amortisation expense	1,131.77	915.43	971.43	2,952.12	2,998.64	3,905.73
	e) Other expenses	3,118.17	2,560.46	2,306.46	7,763.16	5,629.87	8,213.07
	f) Total expenses	8,380.68	7,765.28	8,187.30	23,673.43	22,586.46	31,359.54
3	Profit / (Loss) from Operations before Other Income, Finance costs and Exceptional items (1-2)	(4,850.40)	(3,856.79)	(4,632.52)	(12,733.73)	(10,721.55)	(15,256.43)
4	Other Income (net) (Refer Note 2)	1,979.60	2,780.94	3,849.54	6,720.65	26,085.37	44,246.76
5	Profit / (Loss) before Finance costs and Exceptional items (3+4)	(2,870.80)	(1,075.85)	(782.98)	(6,013.08)	15,363.82	28,990.33
6	Finance costs	448.75	634.73	612.30	1,589.01	1,649.12	2,266.12
7	Profit / (Loss) after Finance costs but before Exceptional items (5-6)	(3,319.55)	(1,710.58)	(1,395.28)	(7,602.09)	13,714.70	26,724.21
8	Exceptional items (Refer Note 3)	22,778.12	(1,916.15)	453.33	19,858.40	38,467.17	24,282.09
9	Profit / (Loss) before tax (7+8)	19,458.57	(3,626.73)	(941.95)	12,256.31	52,181.87	51,006.30
10	Tax (credit) / expense	9,954.80	(127.44)	(455.71)	9,666.80	7,101.59	6,492.42
11	Net Profit / (Loss) for the period (9-10)	9,503.77	(3,499.29)	(486.24)	2,589.51	45,080.28	44,513.88
12	Paid-up equity share capital (Face value ₹ 2/- per share)	921.57	921.57	921.57	921.57	921.57	921.57
13	Reserves excluding revaluation reserves						277,072.63
14	Earnings per share (Face Value ₹ 2/- per share) (not annualised) (₹)						
	(a) Basic	20.63	(7.60)	(1.06)	5.62	97.83	96.60
	(b) Diluted	20.63	(7.60)	(1.06)	5.62	97.18	96.30

Notes :

1. These unaudited financial results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at their meetings held on February 10, 2016 and have been subjected to a limited review by the Statutory Auditors of the Company.

2. Other Income consists of: (₹ in lacs)

Particulars	Quarter ended			Nine Months ended		Year ended
	31.12.2015	30.09.2015	31.12.2014	31.12.2015	31.12.2014	31.03.2015
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
(a) Net gain on sale of Investments (net)	452.65	334.84	2,810.51	1,274.95	4,580.84	8,158.74
(b) Dividend income	-	941.01	-	941.01	16,916.97	16,916.97
(c) Interest Income	1,359.67	1,248.33	687.93	3,842.71	3,789.51	5,157.98
(d) Advances received written back	-	-	-	-	-	12,983.20
(e) Others (net)	167.28	256.76	351.10	661.98	798.05	1,029.87
	1,979.60	2,780.94	3,849.54	6,720.65	26,085.37	44,246.76

3. Exceptional item Consists of : (₹ in lacs)

Particulars	Quarter ended			Nine Months ended		Year ended
	31.12.2015	30.09.2015	31.12.2014	31.12.2015	31.12.2014	31.03.2015
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
a) Net gain on sale of equity shares / warrants	52,094.25	-	1,065.81	52,094.25	98,249.70	98,789.50
b) Provision of doubtful loans & advances to and trade receivables from subsidiaries	(909.27)	(16.15)	(612.48)	(928.99)	(1,022.00)	(1,280.59)
c) Diminution in value / write off of long term investments in subsidiaries	(28,406.86)	(1,900.00)	-	(31,306.86)	(58,760.53)	(73,226.82)
	22,778.12	(1,916.15)	453.33	19,858.40	38,467.17	24,282.09

4. During the quarter ended December 31, 2015, the Company has made additional long term investments aggregating ₹ 1,000 lacs in a subsidiary.

5. During the quarter ended December 31, 2015, without prejudice to the legal rights and remedies, the Company has concluded the sale of its entire 25.64% stake in Indian Energy Exchange Ltd (IEX) on fully diluted basis to various buyers and resultant gain is shown under exceptional items. Accordingly the holding of Company in IEX becomes NIL.

6. Subsequent to quarter, during the month of January, 2016 without prejudice to the legal rights and remedies, the Company had entered into Share Purchase Agreement (SPA) with Dubai Multi Commodity Center (DMCC), for sale of its entire 13% equity stake in Dubai Gold and Commodity Exchange (DGCX) for an aggregate consideration of USD 5.23 million and similarly FT Group Investments Pvt Ltd (FTGIPL),

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wholly owned subsidiary company has also entered into SPA with DMCC for sale of its 14.3% stake held in DGCX for an aggregate consideration of USD 5.78 million. The said transactions are subject to fulfillment of certain conditions including regulatory approvals, if any. Post completion of the above said transactions, the Company and FTGIPL would be completely exiting Dubai Gold and Commodities Exchange (DGCX). The SPA between FTGIPL and DMCC is concluded on February 04, 2016.

7. At the request of IEX, the Company has filed Interim Application No. 6 of 2016 at Hon'ble Supreme Court of India to release the dividend of ₹ 3,187.96 lacs that had been kept in abeyance by IEX pursuant to CERC order. The matter has been disposed of. IEX has been directed to release the dividend within 2 - 3 weeks. Copy of the order is awaited as it was passed only on February 09, 2016.

8. The Hon'ble Bombay High Court passed an ad interim order dated September 30, 2015 *inter alia* restraining the Company from distributing any dividend or depositing the same in the dividend distribution account in accordance with the provisions of the Companies Act, 1956 (to be read as Companies Act, 2013) pending the final hearing and disposal of the Notice of Motion being no 1490 of 2015. The matter is pending before the Hon'ble Bombay High Court. In compliance to the order, the Company has not distributed the final dividend to the shareholders.

9. The writ petition filed by the Company challenging the Forward Markets Commission's (FMC) alleged order on the Company inter alia declaring "not a fit & proper person" is pending for hearing before the Hon'ble Bombay High Court. The Company has filed civil appeals before Hon'ble Supreme Court challenging the SEBI Order and CERC order inter alia declaring the "Company not a fit and proper person to hold shares in recognized stock exchanges and power exchanges respectively", which are pending for hearing.

10. The Company has filed a writ petition before the Hon'ble Bombay High Court, challenging the Draft Order dated October 21, 2014 of amalgamation (Draft Order) of National Spot Exchange Limited (NSEL) with the Company under Section 396 (1) of the Companies Act, issued by the Ministry of Corporate Affairs. As per the order dated August 7, 2015, an oral hearing was given to the Company by MCA on October 13, 2015, before passing the final order as to whether the Company and NSEL should be amalgamated or not. The final order, which will state the MCA's decision as to whether the Company and NSEL should be amalgamated or not, is awaited. MCA has been given time till February 15, 2016 by the Hon'ble Bombay High Court to pass final order as to whether NSEL should be amalgamated with FTIL or not. The final order if passed by the MCA, the same will not come into force till 2 weeks after the date of the final order as per the Hon'ble Bombay High Court.

11. The Union of India, Ministry of Corporate Affairs ("MCA"), has filed the Company Petition under Sections 397 and 398 read with Sections 388B, 388C, 401, 402, 403, 406 and 408 of the Companies Act, 1956 (the "Act") before the Principal Bench of the Company Law Board at New Delhi (the "CLB"), inter-alia seeking removal and supersession of the Board of Directors of the Company. The Company and other respondents have filed all the proceedings and application for dismissal of the Company Petition for want of cause of action in the Company Petition. The Company Petition is pending for final hearing.

12. a) During the previous years, Writ Petitions (WP), Public Interest Litigation (PIL), Civil Suits have been filed against the Company in relation to event occurred on NSEL's trading platform, wherein the Company has been made a party in the Civil Suits and the WP. In the said proceedings certain reliefs have been claimed against the Company, inter-alia, on the ground that the Company is the holding company of NSEL. These matters are pending before the Hon'ble Bombay High Court for adjudication. The Company has denied all the claims and contentions in its reply. There is no privity of contract between the Company and the Petitioners. The management is of the view that the parties who have filed the WP, PIL and Civil Suits would not be able to sustain any claim against the Company. The matter is pending for hearing before the Hon'ble Bombay High Court.

    b) First Information Report (FIR) has been registered against various parties, including the Company, with the Economic Offences Wing of the Mumbai Police (EOW) and Central Bureau of Investigation (CBI) in connection with the events occurred on NSEL's trading platform. After investigation, EOW has presently filed 3 charge-sheets - on January 06, 2014, June 04, 2014 and August 04, 2014. It is pertinent to note that till date, no charge sheet has been filed against the Company. All investigations are presently pending. In the said matter, a miscellaneous application has been filed before Maharashtra Protection of interest of Depositors (MPID) court and the matter is sub-judice.

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13. The Company has filed a writ petition (Writ Petition 2440 of 2015) before the Hon'ble Bombay High Court seeking quashing of the compliant and order dated April 21, 2015 passed by the Ld. Additional Chief Metropolitan Magistrate, 22nd Court, Andheri u/s 156(3) of the Code of Criminal Procedure, 1973 on the basis of criminal complaint (C.C. No. 25/SW/2015) filed by one Mr. Ketan Shah before the Metropolitan Magistrate Court, Andheri on the ground of alleged report being prepared by PwC on MCX at the direction of FMC, which highlighted alleged wrong doings at MCX, based on a limited one-sided information without verifying the authenticity of the data, without following the procedure in accordance with generally accepted auditing standards or attestation standards and without taking any responsibility towards any person who acts in reliance of the contents of the Report. The matter is pending for hearing before the Hon'ble Bombay High Court.

14. Vide order dated June 12, 2015 of the Hon'ble Bombay High Court, stay has been granted on February 28, 2015 on the letter of the EOW directing the Company, inter-alia, "not to dispose of, alienate, encumber, part with possession of, or create any third party right, title, and/or interest in, to, upon or in respect of any of assets of the Company, its subsidiaries, and its step down subsidiaries except for the payment of statutory dues, amounts for the preservation, maintenance and protection of their assets and wages and salaries under intimation to the Investigating agency and in the case of immovable properties, without the orders of the trial Court", on the condition that the Company shall deposit ₹ 84 crs from the sale proceeds of IEX within four weeks from completion of sale of IEX. On October 29, 2015, a cheque of ₹ 84 crs has been deposited by the Company with the Registrar, Criminal Appellate Side, High Court, Bombay.

15. As at December 31, 2015, the Company had investments in certain subsidiaries and a joint venture company aggregating of ₹ 1,22,702.58 lacs and debts and other recoverable aggregating of ₹ 5,741.59 lacs (excluding NSEL and its subsidiaries) which presently have accumulated losses. The Company has a total provision of ₹ 1,01,800.33 lacs towards other than temporary diminution in the value of investments and ₹ 1,083.25 lacs towards loans and advances as at December 31, 2015 which are considered to be adequate for these investments and loans and advances.

16. The Company has a total MAT credit entitlement of ₹ 17,954.58 lacs as at December 31, 2015. The management of the Company is confident that the Company will be able to utilize unexpired MAT entitlement in future projected years.

17. Segment wise Revenues and Results : (₹ in lacs)

Particulars	Quarter ended			Nine Months ended		Year ended
	31.12.2015	30.09.2015	31.12.2014	31.12.2015	31.12.2014	31.03.2015
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Segment Revenue						
STP Technologies / Solutions	3,075.48	3,276.46	3,021.37	9,371.43	10,021.66	13,799.11
Others	454.80	632.03	533.41	1,568.27	1,843.25	2,304.00
Total Income From Operations	3,530.28	3,908.49	3,554.78	10,939.70	11,864.91	16,103.11
Segment Results						
STP Technologies / Solutions	852.94	1,387.42	678.10	3,437.00	2,777.94	4,521.02
Others	51.41	174.32	247.34	152.84	860.16	1,013.33
Total	904.35	1,561.74	925.44	3,589.84	3,638.10	5,534.35
Less : Finance Costs	448.75	634.73	612.30	1,589.01	1,649.12	2,266.12
Add : Unallocable Income [other income (net)]	1,979.60	2,780.94	3,849.53	6,720.65	26,085.36	44,246.76
Less : Unallocable Expenses	5,754.75	5,418.53	5,557.95	16,323.57	14,359.64	20,790.78
Add : Exceptional Item	22,778.12	(1,916.15)	453.33	19,858.40	38,467.17	24,282.09
Profit / (Loss) before tax	19,458.57	(3,626.73)	(941.95)	12,256.31	52,181.87	51,006.30

Notes:

a) Segments have been identified in accordance with the Accounting Standard (AS 17) "Segment Reporting" considering the organisation structure and the return/risk profiles of the business.

b) STP Technologies / Solutions segment represents Straight through Processing Solutions and includes an integrated mix of various products, projects and activities incidental thereto. Others represent trading activities, process management services and shared business support and IT Infrastructure sharing services

c) Due to diversified nature of business, significant assets are interchangeably used between segments and the management believes that it is currently not practicable to provide segment disclosure relating to capital employed since a meaningful segregation is not possible.

18. Previous year/period figures have been regrouped/reclassified, wherever necessary, to conform to current period's presentation.

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19. The qualifications made by the Statutory Auditors in their earlier year/s' Independent Auditors' Reports continue to be subject matter of qualification for the purpose of the limited review report dated February 10, 2016 on the unaudited financial results for the quarter and nine months ended December 31, 2015 and the Management responses thereto are as under:-

As stated by the Management of the Company in Note 12 above, Writ Petitions (WP), Public Interest Litigation (PIL) and Civil Suits have been filed against the Company in relation to event occurred on NSEL's trading platform, wherein the Company has been made a party in the WP and Civil Suits. These matters are pending at various stages of adjudication. As stated in the said note, the management of the Company does not foresee that the parties who have filed the WP, PIL, Civil Suits would be able to sustain any claim against the Company. In addition, as stated by the management in note 12, 13 & 14 above, there are First Information Reports/notice registered/received against various parties including the Company with the Economic Offences Wing of the Mumbai Police (EOW), Central Bureau of Investigation (CBI) and MIDC Police Station, Mumbai District. In one of the matter as stated above, a Miscellaneous Application has been filed before MPID Court and the matter is sub-judice. Above matters are pending at various stages of adjudication/investigation.

In this regard, the Management and those charged with Governance have represented to us that other than as stated in the said note to the Statement, there are no claims, litigations, potential settlements involving the Company directly or indirectly which require adjustments to/disclosures in the Statement.

In the light of the above representations regarding the ongoing investigations and matters, the outcome of which is not known and is uncertain at this stage, we are unable to comment on the consequential impact in respect of the same on the results for the quarter and nine months ended December 31, 2015.

Management Response: Refer Note 12, 13 & 14 above.

For Financial Technologies (India) Limited

Place : Mumbai

Date : February 10, 2016

Prashant Desai

Managing Director & CEO
DIN- 01578418

Sharp & Tannan Associates
Chartered Accountants
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To,
The Board of Directors,
Financial Technologies (India) Limited
Corporate office:
FT Tower, CTS no. 256 & 257,
Suren Road, Chakala,
Andheri (East),
Mumbai 400 093

Dear Sirs,

Sub: Limited Review Report on Standalone Unaudited Financial Results of Financial Technologies (India) Limited for the quarter and nine months ended December 31, 2015

Introduction

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results (the 'Statement') of **Financial Technologies (India) Limited** (the 'Company') for the quarter and nine months ended December 31, 2015. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors on February 10, 2016. Our responsibility is to issue a report on the Statement based on our review.

Scope of 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 provide less assurance than an audit. We have not performed an audit, and accordingly, we do not express an audit opinion.

Basis for Qualified Conclusion

3. *As stated by the Management of the Company in Note 12 to the Statement, Writ Petitions (WP), Public Interest Litigation (PIL) and Civil Suits have been filed against the Company in relation to event occurred on NSEL's trading platform, wherein the Company has been made a party in the WP and Civil Suits. These matters are pending at various stages of adjudication. As stated in the said note, the management of the Company does not foresee that the parties who have filed the WP, PIL, Civil Suits would be able to sustain any claim against the Company. In addition, as stated by the management in note 12, 13 and 14 to the statement, there are First Information Reports/notice registered/received against various parties including the Company with the Economic Offences Wing of the Mumbai Police (EOW), Central Bureau of Investigation (CBI) and MIDC Police Station, Mumbai District. In one of the matter as stated above, a Miscellaneous Application has been filed before MPID Court and the matter is sub-judice. Above matters are pending at various stages of adjudication/investigation.*

Sharp & Tannan Associates
S&T, A
ICAI
Regn. No.
109983W
Chartered Accountants.

In this regard, the Management and those charged with Governance have represented to us that other than as stated in the said note to the Statement, there are no claims, litigations, potential settlements involving the Company directly or indirectly which require adjustments to/disclosures in the Statement.

In the light of the above representations regarding the ongoing investigations and matters, the outcome of which is not known and is uncertain at this stage, we are unable to comment on the consequential impact in respect of the same on the results for the quarter and nine months ended December 31, 2015.

Qualified Conclusion

4. *Except for the possible effects of the matter specified under 'Basis for Qualified Conclusion'* and 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 applicable accounting standards as specified under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies 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 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter

5. We draw attention to Note 10 to the Statement, which describes the receipt of the draft order proposing amalgamation of National Spot Exchange Limited with the Company. The Company has filed a Writ Petition before the Honourable Bombay High Court challenging the said order.

6. We draw attention to Note 11 to the Statement. Government of India has filed the Company Petition before the Principal Bench of the Company Law Board, under the Companies Act, 1956, seeking inter alia removal and supersession of the Board of Directors of the Company, which has been protested by the Company and the matter is pending before CLB for consideration.

7. We draw attention to Note 16 to the Statement, regarding utilisation of unexpired MAT credit entitlement by the Company. The Company has a total MAT credit entitlement of Rs.17,954.18 Lacs as at December 31, 2015. Based on the projections made by the Company's management regarding income-tax liability of the Company, Management is of the view that the Company will be able to utilise the unexpired MAT credit entitlement in eligible projected years.

Our conclusion is not qualified in respect these matters of emphasis.

For Sharp & Tannan Associates
Chartered Accountants
Firm's Registration No. 109983W
by the hand of

Sharp & Tannan Associates S.R.T.A ICAI Regn. No. 109983W Chartered Accountants

Tirtharaj Khot
Partner
Membership No. (F) 037457

Mumbai, February 10, 2016