

**Date: May 27, 2017**

|                                                                                                                                                                                                   |                                                                                                                                                   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| To,<br>Listing Department<br><b>National Stock Exchange of India Limited</b><br>Exchange Plaza, C-1, Block-G,<br>Bandra-Kurla Complex, Bandra (E),<br>Mumbai- 400 051<br><b>Scrip Code – ADSL</b> | To,<br>The Corporate Relationship Department,<br><b>BSE Limited</b><br>P.J. Towers, Dalal Street,<br>Mumbai - 400 001<br><b>Scrip Code 532875</b> |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|

Dear Sir/Madam,

**Sub.: Clarification/ explanation pursuant to Regulation 30(6) read with 33(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 30(6) read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Standalone and Consolidate Audited Financial Results of the Company for the Quarter and Year ended March 31, 2017 along with Auditor's Reports and Declaration w.r.t. Unmodified Opinion is required to be submitted within 30 minutes from the conclusion of the Board Meeting.

As for the aforesaid, due to sudden technical problem (virus issues) the financial data from the server of the Company was unable to be retrieved at the conclusion of the Board Meeting duly held on May 26, 2017; as a result the said financial results could not be duly submitted/ uploaded by the Company within the stipulated time period.

Further, we would like to state the delay in submission/ disclosure of the Standalone and Consolidate Audited Financial Results of the Company for the Quarter and Year ended March 31, 2017 along with Auditor's Reports and Declaration w.r.t. Unmodified Opinion is neither willful nor intentional. The said Results are duly enclosed herewith and the same is hereby duly submitted pursuant to the provisions of Regulations 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company hereby humbly request to-consider and take our above explanation for delay along with the enclosures and it is most humbly requested to your honour to pardon the unintended lapse and we assure you that the same will be taken care in the future.

A Global IT Transformation Architect.™



Kindly take the same on record and oblige.

Yours faithfully,

For Allied Digital Services Limited



Prakash Shah

Whole Time Director and Executive Director- Commercial

DIN: 00189842

Date: 26<sup>th</sup> May, 2017

To,  
Corporate Relationship Department,  
BSE Limited  
P.J. Towers, Dalal Street,  
Mumbai – 400 001

Scrip Code 532875

To,  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G,  
Bandra- Kurla Complex, Bandra (E),  
Mumbai- 400 051  
Scrip Code – ADSL

Dear Sir/ Madam,

Sub.: Declaration with respect to unmodified opinion of the Statutory Auditors in Audited Standalone and Consolidated Financial Results for the financial year ended 31<sup>st</sup> March 2017

Pursuant to Regulation 33(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Circular no.: CIR/CFD/CMD/56/2016 dated May 26, 2016, we hereby declare that M/s. Shah & Taparia, Chartered Accountants (Firm Registration No 109463W), Statutory Auditors of the Company, have issued the Audit Reports with unmodified opinion on Audited Standalone and Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2017.

Kindly take the same on record

Thanking You,

For Allied Digital Services Limited



Prakash Shah  
Whole-time Director  
DIN: 00189842



## **Independent Auditor's Report on Standalone Financial Results**

To,

**The Board of Directors,  
Allied Digital Services Limited**

### **Report on the Financial Results**

We have audited the quarterly standalone financial results of Allied Digital Services Ltd. ("the Company") for the quarter ended 31st March, 2017 and the year to date Standalone Financial Results for the period from 1st April, 2016 to 31st March, 2017, attached herewith, being submitted by the company pursuant to the requirement of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/15/2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

### **Management Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for preparation of the statement and also the statutory financial statement in accordance with the Indian Accounting Standards (Ind As) prescribed in the Companies (Indian Accounting Standard) Rules 2015 (as amended) notified under Section 133 of the Companies Act, 2013 (the "Act") and other accounting principles generally accepted in India (together referred as the "accounting principles generally accepted in India"), basis which the statement has been prepared. The responsibility also includes the design, implementation and maintenance of adequate internal controls relevant to the preparation and presentation of the statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act 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.

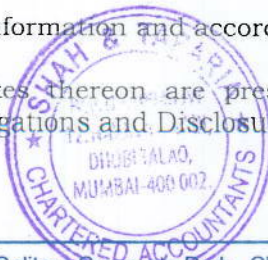
An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### **Opinion**

In our opinion and to the best of our information and according to the explanation given to us:

a. The Statement, together with notes thereon are presented in the format prescribed under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and



b. The annual audited standalone financial results for the year ended March 31, 2017 as set out in the statements gives a true and fair view of the net profit including other comprehensive income and other financial information for the year ended March 31, 2017 in accordance with principles generally accepted in India.

### Emphasis of matter

- i. Balances relating to Trade Receivables and Loans and Advances are pending for confirmations from the respective parties. Adjustments if any will be made in the year in which the confirmations are received.

In respect of Investment in one subsidiary company, the Company has not made any provisions for diminution in the value of the Investments inspite of being negative net worth, In view of future business plan of said subsidiary company.

- ii. Intellectual Property Rights (IPRs) Rs 37.69 Crores, which have been capitalized during the year, being technical in nature, we have relied on the estimates and assumptions made by the management in determining the amount capitalized.

Our Opinion is not qualified in respect of above matters.

### Other Matter

1. We draw your attention to the following matters:
  - a) Note 2 to the statement which states that the company has adopted Ind AS for the financial year commencing from April 1, 2015 and accordingly, the statement has been prepared by the Company's Management in compliance with Ind AS.
  - b) The statement dealt with by this report has been prepared for express purpose of filing with BSE Limited and the National Stock Exchange of India Limited. This statement is based on and should be read with the audited financial statements of the company for the year ended March 31, 2017 on which we issued an Unmodified audit opinion vide our report dated May 26<sup>th</sup>, 2017.

### Restriction on Use

The 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 Other Matter 1.(b) above. This report should not be otherwise used by any other party for any other purpose.

For SHAH & TAPARIA  
Chartered Accountants  
(Firm Regn No 109463W)

RAMESH PIPALAWA

Partner

M. No. 103840

Place: Mumbai

Date: May 26<sup>th</sup>, 2017



## Statement of Standalone Audited Financial Results for the Quarter and Year ended 31st March, 2017

Rs. In Lakhs

| Sr. No. | Particulars                                                                                      | Three Months Ended                 |                                    |                                    | Year Ended                    |                               |
|---------|--------------------------------------------------------------------------------------------------|------------------------------------|------------------------------------|------------------------------------|-------------------------------|-------------------------------|
|         |                                                                                                  | 31st March, 2017<br>(Refer Note 5) | 31st December, 2016<br>(Unaudited) | 31st March, 2016<br>(Refer Note 5) | 31st March, 2017<br>(Audited) | 31st March, 2016<br>(Audited) |
| 1       | <b>Income from Operations</b>                                                                    |                                    |                                    |                                    |                               |                               |
|         | Net Sales/Income from Operations                                                                 |                                    |                                    |                                    |                               |                               |
| a)      | (Inclusive of Excise duty)                                                                       | 1,727                              | 1722                               | 2327                               | 7,810                         | 10341                         |
| b)      | Other Income                                                                                     | 244                                | 347                                | -489                               | 639                           | 625                           |
|         | <b>Total income from Operations (net)</b>                                                        | <b>1971</b>                        | <b>2069</b>                        | <b>1838</b>                        | <b>8450</b>                   | <b>10970</b>                  |
| 2       | <b>Expenses</b>                                                                                  |                                    |                                    |                                    |                               |                               |
| a)      | Cost of Materials consumed                                                                       | -                                  | -                                  | -                                  | -                             | -                             |
| b)      | Purchase of stock-in-trade                                                                       | 270                                | 477                                | 507                                | 1,325                         | 2946                          |
| c)      | Changes in inventories of finished goods, work-in-progress and stock-in-trade                    | 79                                 | -2                                 | 129                                | 98                            | 396                           |
| d)      | Employee benefits expense                                                                        | 579                                | 511                                | 609                                | 2,254                         | 2435                          |
| e)      | Finance Costs                                                                                    | 339                                | 448                                | 454                                | 1,505                         | 1864                          |
| f)      | Depreciation and amortisation expense                                                            | 372                                | 324                                | 389                                | 1,356                         | 1597                          |
| g)      | Other expenses                                                                                   | 193                                | 110                                | 560                                | 1,221                         | 1655                          |
|         | <b>Total Expenses</b>                                                                            | <b>1832</b>                        | <b>1867</b>                        | <b>2648</b>                        | <b>7759</b>                   | <b>10893</b>                  |
|         | <b>Profit / (Loss) from ordinary activities after finance costs but before exceptional items</b> | <b>139</b>                         | <b>201</b>                         | <b>-810</b>                        | <b>691</b>                    | <b>77</b>                     |
| 3       | Exceptional Items                                                                                |                                    |                                    |                                    |                               |                               |
| 4       | Exceptional Items                                                                                |                                    |                                    |                                    |                               |                               |
| 5       | <b>Profit / (Loss) from ordinary activities before tax (3 - 4)</b>                               | <b>139</b>                         | <b>201</b>                         | <b>-810</b>                        | <b>691</b>                    | <b>77</b>                     |
| 6       | Tax expense                                                                                      |                                    |                                    |                                    |                               |                               |
|         | Tax expense for current year                                                                     | 50                                 | 60                                 | -480                               | 160                           | 55                            |
|         | Deferred Tax                                                                                     | 376.59                             |                                    | -22                                | 354                           | -22                           |
| 7       | <b>Net Profit / (Loss) from ordinary activities after tax (5 - 6)</b>                            | <b>(288)</b>                       | <b>141</b>                         | <b>-307</b>                        | <b>177</b>                    | <b>44</b>                     |
| 8       | Other Comprehensive Income (after tax)                                                           |                                    |                                    |                                    |                               |                               |
| a)      | Items that will not be Reclassified to P&L                                                       |                                    |                                    |                                    |                               |                               |
|         | Actuarial Gain/(Loss) on Gratuity                                                                | 49                                 | (1)                                | 31                                 | 47                            | 38                            |
| b)      | Items that will be Reclassified Subsequently to P&L                                              |                                    |                                    |                                    |                               |                               |
|         | Total Other Comprehensive Income                                                                 | 49                                 | (1)                                | 31                                 | 47                            | 38                            |
| 9       | <b>Total Comprehensive Income (after tax)</b>                                                    | <b>(239)</b>                       | <b>141</b>                         | <b>-276</b>                        | <b>224</b>                    | <b>82</b>                     |
| 10      | Paid-up equity share capital<br>(Face Value of Rs.5/-)                                           | 2510                               | 2510                               | 2510                               | 2510                          | 2510                          |
| 11      | Reserves Excluding Revaluation Reserves as per balance sheet of previous accounting year         |                                    |                                    |                                    | 42,457                        | 42591                         |
| 12      | Earning per Share (Refer Note 9)<br>(of Rs. 5/- each)                                            |                                    |                                    |                                    |                               |                               |
| a)      | Basic                                                                                            | -0.57                              | 0.28                               | -0.67                              | 0.35                          | 0.10                          |
| b)      | Diluted                                                                                          | -0.57                              | 0.28                               | -0.67                              | 0.35                          | 0.10                          |

## Notes to the financial results:

The above Financial Results, after review by the Audit Committee, have been approved and taken on record by the Board of Directors at its meeting held on 26th May, 2017.

- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS), prescribed under Section 133 of the Companies Act, 2013, and other recognised accounting practices and policies to the extent applicable. Beginning 1 April 2016, the Company has for the first time adopted Ind AS with a transition date of 1 April 2015. The company had previously issued its unaudited results for periods through December, 2016, prepared in accordance with the recognition and measurement principles of IND-AS, based on preliminary selection of exemptions and accounting policies. Since all such policies and exemption have now been finalised, financial results for all periods from April 1, 2015 have now been restated to give effect of the same.
- The format for unaudited quarterly results as prescribed in SEBI's Circular CIR/CFD/CMD/15/2015 dated 30 November 2015 has been modified to comply with the requirements of SEBI's circular dated 5 July 2016, Ind AS and Schedule III (Division II) to the Companies Act, 2013, which are applicable to companies that are required to comply with Ind AS.
- Segment Wise Revenue, Results, Segments Assets and Segment Liabilities



| Sr. No. | Particulars                                              | Three Months Ended             |                                   |                                | Year Ended                    |                               |
|---------|----------------------------------------------------------|--------------------------------|-----------------------------------|--------------------------------|-------------------------------|-------------------------------|
|         |                                                          | 31st March, 2017<br>(Reviewed) | 31st December, 2016<br>(Reviewed) | 31st March, 2016<br>(Reviewed) | 31st March, 2017<br>(Audited) | 31st March, 2016<br>(Audited) |
| 1       | <b>Segment Revenue</b>                                   |                                |                                   |                                |                               |                               |
|         | Enterprise Computing based Solutions                     | 1,381.70                       | 1,377.26                          | 1,861.60                       | 6,248.33                      | 8,272.56                      |
|         | Infrastructure Management based Solutions                | 345.42                         | 344.31                            | 485.40                         | 1,582.08                      | 2,068.14                      |
|         | Unallocated                                              | 244.06                         | 346.97                            | -489.21                        | 639.22                        | 629.34                        |
|         | <b>Net Segment Revenue</b>                               | <b>1,971.18</b>                | <b>2,068.54</b>                   | <b>1,837.79</b>                | <b>8,449.63</b>               | <b>10,970.04</b>              |
| 2       | <b>Profit before interest, unallocable exp. and Tax</b>  |                                |                                   |                                |                               |                               |
|         | Enterprise Computing based Solutions                     | 103.69                         | 103.35                            | 139.70                         | 468.89                        | 620.80                        |
|         | Infrastructure Management based Solutions                | 1,179.14                       | 1,042.52                          | 608.49                         | 5,052.78                      | 5,143.38                      |
|         |                                                          | 1,282.83                       | 1,145.87                          | 748.19                         | 5,521.67                      | 5,764.17                      |
|         | Less: i) Interest                                        | -                              | -                                 | -                              | -                             | -                             |
|         | ii) Un-allocable Expenses<br>(net of unallocable income) | 1,144.02                       | 944.59                            | 1,558.05                       | 4,830.69                      | 5,686.81                      |
|         | <b>Total Profit Before Tax</b>                           | <b>138.81</b>                  | <b>201.28</b>                     | <b>-809.86</b>                 | <b>690.98</b>                 | <b>77.37</b>                  |

Note.: Assets & Liabilities used in the Company's Business are not Identified to any Operating Segments, as these are used interchangeably between Segments. Managements believes that it currently not practicable to provide segment disclosures relating to total Assets & Liabilities since a meaningful segregation of available data is Onerous.

The figures of the last quarter for the current year and for the previous year are the balancing figures between audited figures in respect of full financial year and year to date figures upto third quarter which were subjected to Limited review by statutory auditors.

- 5) The reconciliation of net profit or loss reported in accordance with Indian GAAP to total comprehensive income in accordance with Ind AS is given below:

| Sr. No. | Particular                                                                                                                                                 | Rs. In Lakhs                       |                         |
|---------|------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|-------------------------|
|         |                                                                                                                                                            | For Three Months ended<br>March-16 | For Year ended March-16 |
| 1       | Net Profit/Reserves as per Previous Indian GAAP                                                                                                            | -316                               | 209                     |
| 2       | Fair Value Adjustments for Interest Free Borrowings & Deposits Given & Accepted accounted as per Effective rate of Interest & recognised at Amortised Cost | 4                                  | -5                      |
| 3       | Impact of recognising the cost of the employee stock option scheme at fair value                                                                           | -37                                | -203                    |
| 4       | Others                                                                                                                                                     | -1                                 | 2                       |
| 5       | Actuarial (gains) / losses, arising in respect of employee benefit schemes, recognised through Other Comprehensive Income (OCI)                            | -38                                | -38                     |
| 6       | Deferred Tax Impact                                                                                                                                        | 80                                 | 80                      |
|         | <b>Net profit for the Period under Ind As</b>                                                                                                              | <b>-307</b>                        | <b>44</b>               |
| 7       | Actuarial gains / (losses), arising in respect of employee benefit schemes, recognised through Other Comprehensive Income (OCI)                            | 31                                 | 38                      |
|         | <b>Total Comprehensive Income under Ind As</b>                                                                                                             | <b>-276</b>                        | <b>82</b>               |

- 7) The reconciliation of equity as on March 31, 2016 and April 1, 2015 reported in accordance with Indian GAAP to Equity in accordance with Ind AS is given below:

| Sr. No. | Particular                                                                                                                                                 | Rs. In Lakhs     |                  |
|---------|------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|------------------|
|         |                                                                                                                                                            | As at 31.03.2016 | As at 01.04.2015 |
| 1)      | Equity under Previous GAAP                                                                                                                                 | 45179            | 67460            |
| 2)      | Fair Value Adjustments for Interest Free Borrowings & Deposits Given & Accepted accounted as per Effective rate of Interest & recognised at Amortised Cost | -127             | -124             |
| 3)      | Deferred Tax Impact                                                                                                                                        | 50               | -31              |
|         | <b>Equity under Ind As</b>                                                                                                                                 | <b>45101</b>     | <b>67306</b>     |

- 9) EPS for the quarters ended March 31, 2017, December 31, 2016 and March 31, 2016 not annualised.
- 10) Figures for the corresponding period / previous year have been rearranged and regrouped wherever necessary, to conform to current period/quarters classifications.



## Allied Digital Services Limited

Registered Office: Premises No.13A, 13th Floor, Earnest House, Back Bay Reclamation, NCPA Road, Block III, Nariman Point, Mumbai - 400 021

allied digital<sup>®</sup>  
IT managed. Responsibly.

## BALANCE SHEET AS AT 31ST MARCH, 2017

Rs. In Lakhs

|                                      | As at<br>31st March 2017<br>(Audited) | As at<br>31st March 2016<br>(Audited) | As at<br>1st April 2015<br>(Audited) |
|--------------------------------------|---------------------------------------|---------------------------------------|--------------------------------------|
| <b>ASSETS</b>                        |                                       |                                       |                                      |
| Non-Current assets                   |                                       |                                       |                                      |
| Property, Plant and Equipment        | 5,678                                 | 6,205                                 | 7,156                                |
| Investment Property                  | 8,383                                 | 8,477                                 | 8,914                                |
| Capital Work in Progress             | -                                     | 3,769                                 | 3,769                                |
| Intangible Assets                    | 6,760                                 | 3,708                                 | 4,248                                |
| Financial Assets                     |                                       |                                       |                                      |
| Investments                          | 15,479                                | 15,565                                | 15,349                               |
| Trade Receivables                    | -                                     | -                                     | -                                    |
| Loans                                | 570                                   | 539                                   | 2,544                                |
| Other Financial Assets               | 369                                   | 455                                   | 926                                  |
| Other Non-Current Assets             | 0                                     | 0                                     | 3,434                                |
| Income Tax Assets                    | 3,686                                 | 3,547                                 | 3,416                                |
| <b>Total Non-Current Assets</b>      | <b>40,925</b>                         | <b>42,265</b>                         | <b>49,757</b>                        |
| Current assets                       |                                       |                                       |                                      |
| Inventories                          | 3,296                                 | 3,394                                 | 3,790                                |
| Financial Assets                     |                                       |                                       |                                      |
| Investments                          | -                                     | -                                     | -                                    |
| Trade Receivables                    | 14,826                                | 12,827                                | 28,207                               |
| Cash and Cash Equivalents            | 146                                   | 326                                   | 60                                   |
| Other bank balances                  | 1,067                                 | 835                                   | 698                                  |
| Loans                                | 170                                   | 254                                   | 1,006                                |
| Other Financial Assets               | 2,259                                 | 1,715                                 | 242                                  |
| Other Current Assets                 | 731                                   | 922                                   | 1,031                                |
| <b>Total Current Assets</b>          | <b>22,495</b>                         | <b>20,273</b>                         | <b>35,034</b>                        |
| <b>Total Assets</b>                  | <b>63,421</b>                         | <b>62,539</b>                         | <b>84,791</b>                        |
| <b>EQUITY AND LIABILITIES</b>        |                                       |                                       |                                      |
| Equity                               |                                       |                                       |                                      |
| Equity Share Capital                 | 2,510                                 | 2,510                                 | 2,309                                |
| Other Equity                         | 42,289                                | 42,591                                | 64,996                               |
| <b>Total Equity</b>                  | <b>44,799</b>                         | <b>45,101</b>                         | <b>67,306</b>                        |
| <b>LIABILITIES</b>                   |                                       |                                       |                                      |
| Non-Current Liabilities              |                                       |                                       |                                      |
| Financial Liabilities                |                                       |                                       |                                      |
| Borrowings                           | 258                                   | 1,198                                 | 1,637                                |
| Trade Payables                       | -                                     | -                                     | -                                    |
| Other Financial Liabilities          | 2                                     | 1                                     | 2                                    |
| Provisions                           | 1                                     | 0                                     | 1                                    |
| Deferred Tax Liabilities (Net)       | 1,953                                 | 1,229                                 | 1,251                                |
| Other Non-Current Liabilities        | -                                     | -                                     | -                                    |
| <b>Total Non-Current Liabilities</b> | <b>2,215</b>                          | <b>2,429</b>                          | <b>2,891</b>                         |
| Current Liabilities                  |                                       |                                       |                                      |
| Financial Liabilities                |                                       |                                       |                                      |
| Borrowings                           | 8,825                                 | 8,715                                 | 9,180                                |
| Trade Payables                       | 2,768                                 | 1,387                                 | 1,331                                |
| Other Financial Liabilities          | 790                                   | 1,228                                 | 1,662                                |
| Other Current Liabilities            | 948                                   | 1,067                                 | 240                                  |
| Provisions                           | 1,132                                 | 702                                   | 326                                  |
| Income Tax Liabilities               | 1,944                                 | 1,909                                 | 1,854                                |
| <b>Total Current Liabilities</b>     | <b>16,406</b>                         | <b>15,009</b>                         | <b>14,593</b>                        |
| <b>Total Equity and Liabilities</b>  | <b>63,421</b>                         | <b>62,539</b>                         | <b>84,791</b>                        |



Registered office : allied digital services limited, Premises No. 13-A, 13th Floor, Earnest House, Back Bay Reclamation, NCPA Road, Block III, Nariman Point, Mumbai - 400 021

## **Independent Auditor's Report on Consolidated Financial Results**

To,

**The Board of Directors,  
Allied Digital Services Limited**

### **Report on the Financial Results**

We have audited the quarterly consolidated financial results of Allied Digital Services Ltd. ("the Company") for the quarter ended 31st March, 2017 and the year to date consolidated Financial Results for the period from 1st April, 2016 to 31st March, 2017, attached herewith, being submitted by the company pursuant to the requirement of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/15/2015 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, have been compiled from the related consolidated financial statements which has been prepared in accordance with the Indian accounting standards prescribed under section 133 of the company act, 2013 ('the act') read with relevant rules issue there under ('Ind As') and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such consolidated financial statement.

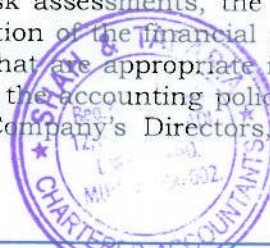
### **Management Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for preparation of the statement and also the statutory financial statement in accordance with the Indian Accounting Standards (Ind As) prescribed in the Companies (Indian Accounting Standard) Rules 2015 (as amended) notified under Section 133 of the Companies Act, 2013 (the "Act") and other accounting principles generally accepted in India (together referred as the "accounting principles generally accepted in India), basis which the statement has been prepared. The responsibility also includes the design, implementation and maintenance of adequate internal controls relevant to the preparation and presentation of the statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act 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.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's 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 auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanation given to us:

- a. the Statement, together with notes thereon are presented in the format prescribed under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and
- b. the annual audited consolidated financial results for the year ended March 31, 2017 as set out in the statements gives a true and fair view of the net profit including other comprehensive income and other financial information for the year ended March 31, 2017 in accordance with principles generally accepted in India.

### Emphasis of matter

- i. Balances relating to Trade Receivables and Loans and Advances are pending for confirmations from the respective parties. Adjustments if any will be made in the year in which the confirmations are received.
- ii. Intellectual Property Rights (IPRs) Rs 37.69 crores, which have been capitalized by Company during the year, these being technical in nature we have relied on the estimates and assumptions made by the management in determining the amount capitalized.

Our Opinion is not qualified in respect of above matters.

### Other Matter

1. We draw your attention to the following matters:
  - a) Note 2 to the statement which states that the company has adopted Ind AS for the financial year commencing from April 1, 2015 and accordingly, the statement has been prepared by the Company's Management in compliance with Ind AS.
  - b) The statement dealt with by this report has been prepared for express purpose of filling with BSE Limited and the National Stock Exchange of India Limited. This statement is based on and should be read with the audited financial statements of the company for the year ended March 31, 2017 on which we issued an Unmodified audit opinion vide our report dated May 26<sup>th</sup>, 2017.



- c) We did not audit the financial statements of (i) 1 Subsidiary considered in preparation of the statement, which constitute revenue of Rs. 15,760.78 Lakhs and profit for the year ended Rs. 209.65 Lakhs for the year ended March 31, 2017 and total assets of Rs. 8933.80 Lakhs as at March 31, 2017. These financial statement and other financial information have been audited by other auditors whose reports have been furnished to us, and our conclusion on the statement to the extent they have been derived from such financial statements is based solely on the of such other auditors.
- d) The consolidated financial results includes the unaudited financial statements of (i) 6 Subsidiaries considered in preparation of the statement, which constitute revenue of Rs. 417.56 Lakhs and profit for the year ended Rs. 32.64 Lakhs for the year ended March 31, 2017 and total assets of Rs. 8695.10 Lakhs as at March 31, 2017; and (ii) 3 associate company which constitute net Loss of Rs. 4.67 Lakhs for the year ended, whose financial statement and other financial information have not been audited. These financial statements and other financial information are unaudited and have been furnished to us by the management and our opinion on the statement in so far as it relates to the amounts and disclosures includes in respect of these subsidiaries and an associate, is based solely on such unaudited financial statement and other financial information.

Our Opinion is not qualified in respect of above matters.



**Restriction on Use**

The 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 Other Matter (b) above. This report should not be otherwise used by any other party for any other purpose.

For SHAH & TAPARIA  
Chartered Accountants  
(Firm Regn No 109463W)

*Ramesh*

**RAMESH PIPALAWA**  
Partner  
M. No. 103840  
Place: Mumbai  
Date: 26<sup>th</sup> May, 2017



| Allied Digital Services Limited                                                                                                            |                                                                                          |                                    |                                    |                                    |                               |                               |
|--------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------|------------------------------------|------------------------------------|------------------------------------|-------------------------------|-------------------------------|
| Registered Office: Premises No.13A, 13th Floor, Earnest House, Back Bay Reclamation, NCPA Road, Block III, Nariman Point, Mumbai - 400 021 |                                                                                          |                                    |                                    |                                    |                               |                               |
| Statement of Consolidated Audited Financial Results for the Quarter and Year ended 31st March, 2017                                        |                                                                                          |                                    |                                    |                                    |                               |                               |
| Rs. In Lakhs                                                                                                                               |                                                                                          |                                    |                                    |                                    |                               |                               |
| Sr. No.                                                                                                                                    | Particulars                                                                              | Three Months Ended                 |                                    |                                    | Year Ended                    |                               |
|                                                                                                                                            |                                                                                          | 31st March, 2017<br>(Refer Note 5) | 31st December, 2016<br>(Unaudited) | 31st March, 2016<br>(Refer Note 5) | 31st March, 2017<br>(Audited) | 31st March, 2016<br>(Audited) |
| 1                                                                                                                                          | Income from Operations                                                                   |                                    |                                    |                                    |                               |                               |
| a)                                                                                                                                         | Net Sales/Income from Operations<br>(Inclusive of Excise duty)                           | 5,149.91                           | 4,878                              | 5,487                              | 21,530                        | 23,706                        |
| b)                                                                                                                                         | Other Income                                                                             | 184.36                             | (329)                              | (681)                              | 194                           | 568                           |
|                                                                                                                                            | Total income from Operations (net)                                                       | 5,334.27                           | 4,549                              | 4,806                              | 21,724                        | 24,274                        |
| 2                                                                                                                                          | Expenses                                                                                 |                                    |                                    |                                    |                               |                               |
| a)                                                                                                                                         | Cost of Materials consumed                                                               | -                                  | -                                  | -                                  | -                             | -                             |
| b)                                                                                                                                         | Purchase of stock-in-trade                                                               | 2,818.38                           | 2,668                              | 2,734                              | 11,026                        | 12,596                        |
| c)                                                                                                                                         | Changes in inventories of finished goods, work-in-progress and stock-in-trade            | 79.32                              | (2)                                | 129                                | 98                            | 396                           |
| d)                                                                                                                                         | Employee benefits expense                                                                | 1,219.77                           | 513                                | 942                                | 3,477                         | 3,668                         |
| e)                                                                                                                                         | Finance Costs                                                                            | 554.11                             | 273                                | 471                                | 1,578                         | 1,908                         |
| f)                                                                                                                                         | Depreciation and amortisation expense                                                    | 560.75                             | 623                                | 529                                | 2,142                         | 2,175                         |
| g)                                                                                                                                         | Other expenses                                                                           | 277.55                             | 975                                | 931                                | 2,858                         | 2,929                         |
|                                                                                                                                            | Total Expenses                                                                           | 5,509.88                           | 5,049                              | 5,737                              | 21,179                        | 23,672                        |
| 3                                                                                                                                          | Profit / (Loss) from operations before exceptional items (1- 4)                          | (175.61)                           | (500)                              | (931)                              | 545                           | 602                           |
| 4                                                                                                                                          | Exceptional Items                                                                        | -                                  | -                                  | -                                  | -                             | -                             |
| 5                                                                                                                                          | Profit / (Loss) from ordinary activities before tax (7 - 8)                              | (175.61)                           | (500)                              | (931)                              | 545                           | 602                           |
| 6                                                                                                                                          | Tax expense                                                                              |                                    |                                    |                                    |                               |                               |
|                                                                                                                                            | Tax expense for current year                                                             | (71.74)                            | 51                                 | (456)                              | 221                           | 207                           |
|                                                                                                                                            | MAT credit                                                                               | -                                  | -                                  | -                                  | -                             | -                             |
|                                                                                                                                            | Deferred Tax                                                                             | 376.48                             | -                                  | (80)                               | 354                           | (22)                          |
| 7                                                                                                                                          | Net Profit / (Loss) from ordinary activities after tax (9 - 10)                          | (480.35)                           | (551)                              | (394)                              | (30)                          | 417                           |
| 8                                                                                                                                          | Shares of Profit/(Loss) of Associates & Joint Ventures                                   | -                                  | (4.53)                             | -                                  | (4.67)                        | -                             |
| 9                                                                                                                                          | Net Profit / (Loss) for the Period (11- 12)                                              | (480.35)                           | (555.84)                           | (394.10)                           | (34.65)                       | 417.23                        |
| 10                                                                                                                                         | Other Comprehensive Income (after tax)                                                   |                                    |                                    |                                    |                               |                               |
| a)                                                                                                                                         | Items that will not be Reclassified to P&L                                               |                                    |                                    |                                    |                               |                               |
|                                                                                                                                            | Gratuity Actuarial Gain/(Loss)                                                           | 49.01                              | (0.67)                             | 31                                 | 47                            | 38                            |
| b)                                                                                                                                         | Items that will be Reclassified Subsequently to P&L                                      |                                    |                                    |                                    |                               |                               |
|                                                                                                                                            | Exchange Difference on Monetary Items                                                    | 59.47                              | 681.26                             | 192                                | 450                           | 62                            |
|                                                                                                                                            | Foreign Currency Translation Difference                                                  | (109.08)                           | 20.29                              | (40)                               | (42)                          | (88)                          |
| 11                                                                                                                                         | Total Comprehensive Income (after tax)                                                   | (480.96)                           | 145.05                             | (211.13)                           | 420.68                        | 428.75                        |
| 12                                                                                                                                         | Net Profit/(Loss) attributable to:                                                       |                                    |                                    |                                    |                               |                               |
|                                                                                                                                            | Owners                                                                                   | (455)                              | 143                                | (198)                              | 378                           | 352                           |
|                                                                                                                                            | Non-Controlling Interest                                                                 | 25.81                              | 2.33                               | (13)                               | (43)                          | (77)                          |
| 13                                                                                                                                         | Paid-up equity share capital<br>(Face Value of Rs.5/-)                                   | 2,510                              | 2,510                              | 2,510                              | 2,510                         | 2,510                         |
| 14                                                                                                                                         | Reserves Excluding Revaluation Reserves as per balance sheet of previous accounting year | -                                  | -                                  | -                                  | 41686                         | 41665                         |
| 15.ii                                                                                                                                      | Earning per Share<br>(of Rs. 5/- each) (not annualised):                                 |                                    |                                    |                                    |                               |                               |
| a)                                                                                                                                         | Basic                                                                                    | (0.96)                             | (1.11)                             | (0.78)                             | (0.07)                        | 0.83                          |
| b)                                                                                                                                         | Diluted                                                                                  | (0.96)                             | (1.11)                             | (0.78)                             | (0.07)                        | 0.83                          |



*socha*

**Notes to the financial results:**

- 1) The above Consolidated Financial Results of Allied Digital Services Limited ("The Company") & its Seven Subsidiary and Two Associates, after review by the Audit Committee, have been approved and taken on records by the Board of Directors at its meeting held on 26th May, 2017.
- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS), prescribed under Section 133 of the Companies Act, 2013, and other recognised accounting practices and policies to the extent applicable. Beginning 1 April 2016, the Company has for the first time adopted Ind AS with a transition date of 1 April 2015. The company had previously issued its unaudited results for periods through December, 2016, prepared in accordance with the recognition and measurement principles of IND-AS, based on preliminary selection of exemptions and accounting policies. Since all such policies and exemption have now been The format for unaudited quarterly results as prescribed in SEBI's Circular CIR/CFD/CMD/15/2015 dated 30 November 2015 has been modified to comply with the requirements of SEBI's circular dated 5 July 2016, Ind AS and Schedule III (Division II) to the Companies Act, 2013, which are applicable to companies that are required to comply with Ind AS.
- 4) The Company has availed relaxation provided by the aforesaid Sebi Circular No. CIR/CFD/FAC/62/2016 dated 5th July, 2016 in respect of disclosure requirement and accordingly, the figures for the year ended March 31, 2016 has not been presented.

5) **Segment Wise Revenue, Results, Segments Assets and Segment Liabilities**

| Sr. No. | Particulars                                             | Three Months Ended |                     |                  | Year Ended                 |                            |
|---------|---------------------------------------------------------|--------------------|---------------------|------------------|----------------------------|----------------------------|
|         |                                                         | 31st March, 2017   | 31st December, 2016 | 31st March, 2016 | 31st March, 2017 (Audited) | 31st March, 2016 (Audited) |
| 1       | <b>Segment Revenue</b>                                  |                    |                     |                  |                            |                            |
|         | Enterprise Computing based Solutions                    | 4,119.93           | 3,902.43            | 4,389.60         | 17,224.20                  | 18,964.66                  |
|         | Infrastructure Management based Solutions               | 1,030              | 976                 | 1,097            | 4,306                      | 4,741                      |
|         | Unallocated                                             | 184.36             | (329.36)            | (680.93)         | 193.65                     | 568.07                     |
|         | <b>Net Segment Revenue</b>                              | <b>5,334</b>       | <b>4,549</b>        | <b>4,806</b>     | <b>21,724</b>              | <b>24,274</b>              |
| 2       | <b>Profit before Interest, unallocable exp. and Tax</b> |                    |                     |                  |                            |                            |
|         | Enterprise Computing based Solutions                    | 309                | 293                 | 329              | 1,293                      | 1,423                      |
|         | Infrastructure Management based Solutions               | 1,573              | 1,317               | 1,142            | 7,729                      | 7,951                      |
|         |                                                         | 1,882              | 1,610               | 1,472            | 9,022                      | 9,374                      |
|         | Less: i) Interest                                       | -                  | -                   | -                | -                          | -                          |
|         | ii) Un-allocable Expenses (net of unallocable income)   | 2,058.07           | 2,110.16            | 2,402.28         | 8,477.39                   | 8,771.98                   |
|         | <b>Total Profit Before Tax</b>                          | <b>(176)</b>       | <b>(500)</b>        | <b>(931)</b>     | <b>545</b>                 | <b>602</b>                 |

Note: Assets & Liabilities used in the Company's business are not identified to any Operating Segments, as these are used interchangeably between Segments. Management believes that it currently not practicable to provide segment disclosures relating to total Assets & Liabilities since a meaningful segregation of available data is Onerous.

- 6) The figures of the last quarter for the current year and for the previous year are the balancing figures between audited figures in respect of full financial year and year to date figures upto third quarter which were subjected to Limited review by statutory auditors.
- 7) The reconciliation of net profit or loss reported in accordance with Indian GAAP to total comprehensive income in accordance with Ind AS is given below:

| Sr. No. | Particular                                                                                                                      | Rs. In Lakhs           |                         |
|---------|---------------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|
|         |                                                                                                                                 | For Three Months ended | For Year ended March-16 |
| 1       | Net Profit/Reserves as per Previous Indian GAAP                                                                                 | -0                     | 833                     |
| 2       | Fair Value Adjustments for Interest Free Borrowings & Deposits                                                                  |                        |                         |
|         | Given & Accepted accounted as per Effective rate of Interest & recognised at Amortised Cost                                     | -49                    | -524                    |
| 3       | Impact of recognising the cost of the employee stock option scheme at fair value                                                |                        | -62                     |
| 4       | Others                                                                                                                          |                        | 77                      |
| 6       | Actuarial gains / (losses), arising in respect of employee benefit schemes, recognised through Other Comprehensive Income (OCI) | -47                    | -47                     |
| 5       | Foreign Exchange Difference i.e. (Gain)/Loss of net investment in foreign operation recognised through OCI                      | -43                    | -354                    |
|         | Deferred Tax Impact                                                                                                             | -376                   |                         |
|         | <b>Net profit for the Period under Ind As</b>                                                                                   | <b>-515</b>            | <b>-77</b>              |
| 6       | Actuarial gains / (losses), arising in respect of employee benefit schemes, recognised through Other Comprehensive Income (OCI) | -49                    |                         |
| 7       | Foreign Exchange Difference i.e. Gain/(Loss) of net investment in foreign operation recognised through OCI                      | 109                    | 455                     |
| 8       | Cumulative translation difference for foreign operations recognised through OCI                                                 |                        | 42                      |
|         | <b>Total Comprehensive Income under Ind As</b>                                                                                  | <b>-455</b>            | <b>420</b>              |



- 8) Figures for the corresponding period / previous year have been rearranged and regrouped wherever necessary, to conform to current quarters.
- Registered office : allied digital services limited**, Premises No. 13-A, 13th Floor, Earnest House, Back Bay Reclamation, NCPA Road, Block III, Nariman Point, Mumbai - 400 021



| Allied Digital Services Limited                                                                                                            |                          |                          |                         |               |
|--------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|-------------------------|---------------|
| Registered Office: Premises No.13A, 13th Floor, Earnest House, Back Bay Reclamation, NCPA Road, Block III, Nariman Point, Mumbai - 400 021 |                          |                          |                         |               |
| BALANCE SHEET AS AT 31ST MARCH, 2017                                                                                                       |                          |                          |                         |               |
| Note                                                                                                                                       | As at<br>31st March 2017 | As at<br>31st March 2016 | As at<br>1st April 2015 |               |
| <b>ASSETS</b>                                                                                                                              |                          |                          |                         |               |
| <b>Non-Current assets</b>                                                                                                                  |                          |                          |                         |               |
| Property, Plant and Equipment                                                                                                              | 1                        | 5,762                    | 14,759                  | 16,199        |
| Investment Property                                                                                                                        | 1                        | 8,862                    | -                       | -             |
| Capital Work in Progress                                                                                                                   | 1                        | -                        | 3,769                   | 3,769         |
| Intangible Assets                                                                                                                          |                          | 6,760                    | 4,321                   | 4,942         |
| Goodwill                                                                                                                                   |                          | 9,622                    | 9,622                   | 9,622         |
| Financial Assets                                                                                                                           | 2                        | -                        | -                       | -             |
| Investments                                                                                                                                |                          | 733                      | 823                     | 604           |
| Trade Receivables                                                                                                                          | 3(i)                     | -                        | -                       | -             |
| Loans                                                                                                                                      | 4(i)                     | 6,960                    | 3,026                   | 2,544         |
| Other Financial Assets                                                                                                                     | 5(i)                     | 370                      | 455                     | 926           |
| Other Non-Current Assets                                                                                                                   |                          | -                        | 1,627                   | 4,729         |
| <b>Total Non-Current Assets</b>                                                                                                            |                          | <b>39,068</b>            | <b>38,402</b>           | <b>43,336</b> |
| <b>Current assets</b>                                                                                                                      | 6                        |                          |                         |               |
| Inventories                                                                                                                                |                          | 3,351                    | 3,415                   | 3,819         |
| Financial Assets                                                                                                                           |                          | -                        | -                       | -             |
| Investments                                                                                                                                | 7                        | -                        | -                       | -             |
| Trade Receivables                                                                                                                          | 8                        | 30,236                   | 16,170                  | 31,203        |
| Cash and Cash Equivalents                                                                                                                  |                          | 571                      | 1,067                   | 1,623         |
| Other bank balances                                                                                                                        | 3(ii)                    | 1,067                    | 835                     | 698           |
| Loans                                                                                                                                      | 4(ii)                    | 1,010                    | 567                     | 1,016         |
| Other Financial Assets                                                                                                                     | 5(ii)                    | 2,427                    | 1,715                   | 242           |
| Other Current Assets                                                                                                                       |                          | 853                      | 1,623                   | 1,607         |
| <b>Total Current Assets</b>                                                                                                                |                          | <b>39,516</b>            | <b>25,393</b>           | <b>40,209</b> |
| <b>Total Assets</b>                                                                                                                        |                          | <b>78,584</b>            | <b>63,795</b>           | <b>83,545</b> |
| <b>EQUITY AND LIABILITIES</b>                                                                                                              |                          |                          |                         |               |
| <b>Equity</b>                                                                                                                              | 9                        |                          |                         |               |
| Equity Share Capital                                                                                                                       | 10                       | 2,510                    | 2,510                   | 2,309         |
| Other Equity                                                                                                                               |                          | 41,686                   | 41,665                  | 63,813        |
| <b>Equity Attributable to Shareholders</b>                                                                                                 |                          | <b>44,196</b>            | <b>44,175</b>           | <b>66,122</b> |
| <b>Non-Controlling Interest</b>                                                                                                            |                          | <b>674</b>               | <b>648</b>              | <b>547</b>    |
| <b>Total Equity</b>                                                                                                                        |                          | <b>44,870</b>            | <b>44,823</b>           | <b>66,669</b> |
| <b>LIABILITIES</b>                                                                                                                         |                          |                          |                         |               |
| <b>Non-Current Liabilities</b>                                                                                                             |                          |                          |                         |               |
| Financial Liabilities                                                                                                                      | 11(i)                    |                          |                         |               |
| Borrowings                                                                                                                                 |                          | 1,008                    | 1,971                   | 2,550         |
| Trade Payables                                                                                                                             | 12(i)                    | -                        | -                       | -             |
| Other Financial Liabilities                                                                                                                | 13(i)                    | 2                        | 1                       | 2             |
| Provisions                                                                                                                                 | 14                       | 1                        | 0                       | 1             |
| Deferred Tax Liabilities (Net)                                                                                                             | 15                       | 1,668                    | 1,077                   | 1,013         |
| Other Non-Current Liabilities                                                                                                              |                          | 100                      | 20                      | -             |
| <b>Total Non-Current Liabilities</b>                                                                                                       |                          | <b>2,779</b>             | <b>3,069</b>            | <b>3,566</b>  |
| <b>Current Liabilities</b>                                                                                                                 |                          |                          |                         |               |
| Financial Liabilities                                                                                                                      | 11(ii)                   |                          |                         |               |
| Borrowings                                                                                                                                 | 16                       | 18,530                   | 7,790                   | 9,242         |
| Trade Payables                                                                                                                             | 12(ii)                   | 6,090                    | 4,212                   | 873           |
| Other Financial Liabilities                                                                                                                | 15                       | 2,085                    | 1,589                   | 1,975         |
| Other Current Liabilities                                                                                                                  | 13(ii)                   | 576                      | 1,293                   | 468           |
| Provisions                                                                                                                                 |                          | 3,654                    | 1,018                   | 752           |
| <b>Total Current Liabilities</b>                                                                                                           |                          | <b>30,935</b>            | <b>15,902</b>           | <b>13,310</b> |
| <b>Total Equity and Liabilities</b>                                                                                                        |                          | <b>78,584</b>            | <b>63,795</b>           | <b>83,545</b> |



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