HCL Technologies Limited and Subsidiaries

Condensed Consolidated Financial Statements

For The Three Months Periods ended September 30, 2015 and 2014

With Review Report of Independent Auditors

HCL Technologies Limited and Subsidiaries
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Review Report of Independent Auditors

The Board of Directors
HCL Technologies Limited

We have reviewed the condensed consolidated financial information of HCL Technologies Limited and subsidiaries, which comprises the condensed consolidated balance sheet as of September 30, 2015, and the related condensed consolidated statements of income, comprehensive income and cash flows for the three months period ended September 30, 2014 and 2015.

Management's Responsibility for the Financial Information

Management is responsible for the preparation and fair presentation of the condensed financial information in conformity with U.S. generally accepted accounting principles; this includes the design, implementation and maintenance of internal control sufficient to provide a reasonable basis for the preparation and fair presentation of interim financial information in conformity with U.S. generally accepted accounting principles.

Auditor's Responsibility

Our responsibility is to conduct our review in accordance with auditing standards generally accepted in the United States applicable to reviews of interim financial information. A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with auditing standards generally accepted in the United States, the objective of which is the expression of an opinion regarding the financial information. Accordingly, we do not express such an opinion.

Conclusion

Based on our review, we are not aware of any material modifications that should be made to the condensed consolidated financial information referred to above for it to be in conformity with U.S. generally accepted accounting principles.

Report on Condensed Balance Sheet as of June 30, 2015

We have previously audited, in accordance with auditing standards generally accepted in the United States, the consolidated balance sheet of HCL Technologies Limited and subsidiaries as of June 30, 2015, and the related consolidated statements of income, comprehensive income, changes in equity and cash flows for the year then ended (not presented herein); and we expressed an unmodified audit opinion on those audited consolidated financial statements in our report dated August 3, 2015. In our opinion, the accompanying condensed consolidated balance sheet of HCL Technologies Limited and subsidiaries as of June 30, 2015, is consistent, in all material respects, with the consolidated balance sheet from which it has been derived.

Ernst & Young Associates LLP

Gurgaon, India
October 19, 2015

HCL Technologies Limited and Subsidiaries
Condensed Consolidated Balance Sheets
Amount in thousands, except share and per share data

	As of	
	June 30, 2015	**September 30, 2015 (unaudited)**
ASSETS		
Current assets		
Cash and cash equivalents	$212,342	$118,496
Term deposits with banks	1,331,758	1,409,090
Deposit with corporation	187,431	210,245
Accounts receivable, net	1,031,163	1,014,240
Unbilled revenue, net	459,198	488,533
Investment securities, available for sale	120,575	35,528
Inventories	24,763	32,250
Deferred income taxes	74,159	83,163
Other current assets	268,422	288,305
Total current assets	**3,709,811**	**3,679,850**
Deferred income taxes	178,118	181,865
Investments in affiliates	1,551	1,851
Property and equipment, net	600,119	596,098
Intangible assets, net	27,230	25,451
Goodwill	790,387	786,840
Other assets	303,607	289,356
Total assets (a)	**$5,610,823**	**$5,561,311**

See accompanying notes.

HCL Technologies Limited and Subsidiaries
Condensed Consolidated Balance Sheets
Amount in thousands, except share and per share data

	As of	
	June 30, 2015	**September 30, 2015 (Unaudited)**
LIABILITIES AND EQUITY		
Current liabilities		
Current portion of capital lease obligations	$15,572	$15,254
Accounts payable	146,395	101,850
Short term borrowings	55,851	18,902
Current portion of long term debt	3,970	10,663
Accrued employee costs	286,854	274,738
Deferred revenue	150,433	141,110
Deferred income taxes	4,039	3,309
Income taxes payable	158,648	168,866
Other current liabilities	688,575	726,452
Total current liabilities	**1,510,337**	**1,461,144**
Long term debt	13,799	5,467
Capital lease obligations, net of current portion	12,579	8,836
Deferred income taxes	8,552	7,686
Accrued employee costs	79,753	80,154
Deferred revenue	86,439	70,597
Other liabilities	10,481	10,463
Total liabilities (a)	**$1,721,940**	**$1,644,347**
Commitments and contingencies (Note 20)		
HCL Technologies Limited Shareholders' Equity		
Equity shares, ` 2 par value, authorized 1,500,000,000 shares		
Issued and outstanding 1,405,978,418 and 1,406,251,338 shares as of June 30, 2015 and September 30, 2015, respectively	57,154	57,162
Additional paid-in capital	703,224	704,937
Shares application money pending allotment	325	3
Retained earnings	3,666,121	3,800,810
Accumulated other comprehensive loss	(538,035)	(646,073)
HCL Technologies Limited Shareholders' Equity	**3,888,789**	**3,916,839**
Noncontrolling interest	94	125
Total equity	**3,888,883**	**3,916,964**
Total liabilities and equity	**$5,610,823**	**$5,561,311**

(a) Consolidated assets at June 30, 2015 and September 30, 2015 include assets totaling $22,978 and $22,699, respectively, of certain variable interest entities (VIE's) that can only be used to settle the liabilities of those VIEs. Consolidated liabilities at June 30, 2015 and September 30, 2015, include liabilities of certain VIEs for which the VIEs creditors do not have recourse to HCL Technologies Limited and Subsidiaries (Note 7).

See accompanying notes.

HCL Technologies Limited and Subsidiaries
Condensed Consolidated Statements of Comprehensive Income
Amount in thousands, except share and per share data

	Three months ended September, 30 (Unaudited)	
	2014	**2015**
Revenues	**$1,433,497**	**$1,544,519**
Cost of revenues (exclusive of depreciation and amortization)	906,331	1,031,574
Gross profit	**527,166**	**512,945**
Selling, general and administrative expenses	167,671	193,180
Depreciation and amortization	17,077	20,708
Other (income) expenses, net	(54,533)	(40,919)
Finance cost	4,626	3,957
Income before income taxes	**392,325**	**336,019**
Provision for income taxes	85,135	72,287
Net income	**307,190**	**263,732**
Net income attributable to noncontrolling interest	8	31
Net income attributable to HCL Technologies Limited shareholders	**$307,182**	**$263,701**
Earnings per equity share		
Basic	$0.22	$0.19
Diluted	$0.22	$0.19
Weighted average number of equity shares used in computing earnings per equity share		
Basic	1,401,245,254	1,406,092,785
Diluted	1,411,419,184	1,412,745,610

See accompanying notes.

HCL Technologies Limited and Subsidiaries
Condensed Consolidated Statements of Comprehensive Income
Amount in thousands, except share and per share data

	Three months ended September 30, (Unaudited)	
	2014	**2015**
Net income attributable to HCL Technologies Limited shareholders	**$307,182**	**$263,701**
Other comprehensive income (loss) net of taxes:		
Change in unrealized gain (loss) on cash flow hedges, net of taxes ($2,229) and $1,009 for the three months ended September 30, 2014 and 2015, respectively.	8,008	(4,456)
Change in unrealized (loss) on securities available for sale, net of taxes $158 and $217 for the three months ended September 30, 2014 and 2015, respectively.	(310)	(473)
Change in unrealized gain (loss) on defined benefit plan, net of taxes Nil and Nil for the three months ended September 30, 2014 and 2015, respectively.	5	(42)
Change in foreign currency translation	(89,311)	(103,067)
Other comprehensive (loss)	**(81,608)**	**(108,038)**
Total comprehensive income	**$225,574**	**$155,663**

HCL Technologies Limited and Subsidiaries
Condensed Consolidated Statements of Cash Flows
Amount in thousands

	Three months period ended September, 30 (Unaudited)	
	2014	**2015**
Cash flows from operating activities		
Net income	**$307,190**	**$263,732**
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation and amortization	17,077	20,708
Deferred income taxes	(4,681)	(18,449)
Gain on sale of property and equipment	(25,453)	(861)
Stock based compensation expense	1,662	966
Excess tax benefit related to stock options exercise	(663)	(751)
Gain on sale of investment securities	(1,824)	(1,873)
Earnings in equity affiliates	(437)	(100)
Others, net	1,036	2,909
Changes in assets and liabilities, net of effects of acquisitions		
Accounts receivable and unbilled revenue	(71,194)	(46,443)
Other assets	(53,831)	(16,230)
Accounts payable	(2,679)	(30,654)
Accrued employee costs	(20,659)	(3,255)
Other liabilities	64,134	45,259
Net cash provided by operating activities	**209,678**	**214,958**
Cash flows from investing activities		
Investment in term deposit with banks	(286,701)	(382,305)
Proceeds from term deposit with banks on maturity	274,273	265,015
Investment in term deposits with corporation	(94,980)	(117,193)
Proceeds from term deposits with corporation on maturity	16,568	88,699
Purchase of property and equipment	(62,599)	(48,008)
Proceeds from sale of property and equipment	566	1,211
Purchase of investment securities	(380,531)	(248,770)
Proceeds from sale of investment securities	465,017	316,837
Acquisition of business, net of cash acquired	-	(6,517)
Investment in Equity Method Investee	-	(200)
Net cash used in investing activities	**(68,387)**	**(131,231)**
Cash flows from financing activities		
Payment of principal under capital lease obligations	(1,443)	(918)
Proceeds from short term borrowings	118,046	-
Repayment of short term borrowings	(50,205)	(36,275)
Proceeds from issuance of long term debt	-	2043
Repayment of long term debt	(798)	(3,522)
Repayment of redeemable secured non – convertible debentures	(82,020)	-
Proceeds from issuance of equity shares	1,252	6
Proceeds from subscription of shares pending allotment	397	3
Dividend paid	(160,233)	(128,975)
Excess tax benefit related to stock options exercise	663	751
Net cash (used in) financing activities	**(174,341)**	**(166,887)**
Effect of exchange rate changes on cash and cash equivalents	(8,878)	(10,686)
Net decrease in cash and cash equivalents	(41,928)	(93,846)
Cash and cash equivalents at the beginning of the period	169,563	212,342
Cash and cash equivalents at the end of the period	**$127,635**	**$118,496**

See accompanying notes.

1. ORGANIZATION AND NATURE OF OPERATIONS

HCL Technologies Limited (the "Company" or the "Parent Company") along with its subsidiaries (hereinafter collectively referred to as the "Group") is primarily engaged in providing a range of software development services, business process outsourcing services and IT infrastructure services. The Company was incorporated in India in November 1991. The Group leverages its offshore infrastructure and professionals to deliver solutions across select verticals including financial services, manufacturing (automotive, aerospace, Hi-tech, semi conductors), telecom, retail and consumer products, media, publishing and entertainment, public services, energy and utility, healthcare, and travel, transport and logistics.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation and principles of consolidation

The accompanying unaudited condensed consolidated financial statements include the accounts of HCL Technologies Limited and its subsidiaries are prepared on the basis of U. S. generally accepted accounting principles ("U.S. GAAP") for interim financial reporting to reflect the financial position and results of operations of the Group. The unaudited interim condensed consolidated financial statements reflect all adjustments (of a normal and recurring nature) which the management considers necessary for a fair presentation of such statements for these periods. The results for the interim periods presented are not necessarily indicative of the results that may be expected for the full year or for any subsequent period.

The accompanying balance sheet as of June 30, 2015 is derived from audited financial statements but does not include all of the financial information and footnotes required by US GAAP for complete financial statements.

The Group uses the United States Dollar ('$' or 'USD') as its reporting currency.

These unaudited condensed consolidated financial statements include the accounts of all subsidiaries which are more than 50% owned and controlled by the Company. In addition, relationships with other entities are reviewed to assess if the Company is the primary beneficiary in any variable interest entity. If it is determined that the Company is the primary beneficiary, then that entity is consolidated. All intercompany accounts and transactions are eliminated on consolidation. Non controlling interest represents the non controlling partner's interest in the proportionate share of net assets and results of operations of the Company's majority owned subsidiaries.

Issuance of shares by a subsidiary to third parties reduces the proportionate ownership interest of the Company in the subsidiary. A change in the carrying value of the investment in such subsidiary due to direct sale of un-issued equity shares is accounted for as a capital transaction and is recognized in equity when the transaction occurs.

The Group accounts for investments by the equity method where its investment in the voting stock gives it the ability to exercise significant influence over the affiliate.

The Group's equity in the profits (losses) of affiliate is included in the condensed consolidated statements of income unless the carrying amount of an investment is reduced to zero and the Group is under no guaranteed obligation or otherwise committed to provide further financial support. The Group's share of net assets of affiliate is included in the carrying amount of the investment in the condensed consolidated balance sheet. A transaction of an affiliate of a capital nature, which affects the investor's share of stockholders' equity of the affiliate, is accounted for as if the affiliate was a consolidated subsidiary.

(b) Use of estimates

The preparation of financial statements in conformity with US GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, costs, expenses and other comprehensive income that are reported and disclosed in the consolidated financial statements and accompanying notes. These estimates are based on the management's best knowledge of current events, historical experience, actions that the Group may undertake in the future and on various other assumptions that are believed to be reasonable under the circumstances. Significant estimates and

assumptions are used, but not limited to accounting for costs expected to be incurred to complete performance under IT service arrangements, allowance for uncollectible accounts receivables and unbilled revenue, accrual of warranty costs, income taxes, valuation of share-based compensation, future obligations under employee benefit plans, the useful lives of property, equipment and intangible assets, impairment of property, equipment, intangibles and goodwill, valuation allowances for deferred tax assets, and other contingencies and commitments. Changes in estimates are reflected in the financial statements in the period in which the changes are made. Actual results could differ from those estimates.

(c) Functional currency and translation

The functional currency of each entity in the Group is its respective local currency except for four subsidiaries outside India which use the Indian Rupee ('INR') as their functional currency. The functional currency of the Parent Company is INR. The translation from functional currency into USD (the reporting currency) for assets and liabilities is performed using the exchange rates in effect at the balance sheet date, and for revenue, expenses and cash flows is performed using an appropriate daily weighted average exchange rate for the respective periods. The gains (losses) resulting from such translation are reported as a component of 'other comprehensive income (loss)'.

Foreign currency denominated monetary assets and liabilities are re-measured into the functional currency at exchange rates in effect at the balance sheet date. Foreign currency transaction gains and losses are recorded in the condensed consolidated statement of income within 'other income'. Any difference in intercompany balance arising because of elimination of intercompany transaction is recorded in 'other comprehensive income (loss)'.

(d) Revenue recognition

The Group derives revenues primarily from

- Software development services;
- Business process outsourcing services; and
- IT Infrastructure services

Revenue is only recognized when persuasive evidence of an arrangement exists, services have been rendered, the fee is determinable and collectability is reasonably assured.

Software development services:

Revenues from software development services comprise income from time-and-material, fixed price and recurring fixed billing contracts. Revenue with respect to time-and-material contracts is recognized as the related services are performed. Revenue related to fixed price and fixed time frame contracts providing application maintenance and support services, is recognized ratably over the term of contract. Revenue related to fixed price contracts providing non-complex IT development services is recognized in accordance with the proportionate performance method. The input (efforts expended) method is used to measure progress towards completion, as there is a direct relationship between input and productivity. Costs are recorded as incurred over the contract period. Provisions for estimated losses, if any, on contracts-in-progress are recorded in the period in which such losses become probable based on the current contract estimates. In arrangements involving sharing of customer revenues, revenue is recognized when the amounts are known and the right to receive is established. Incremental revenue from existing contracts arising on future sales to the customers is recognized when it is earned.

Business process outsourcing services:

Revenues from business process outsourcing services are derived from both time-based and unit-priced contracts. Revenue is recognized as the related services are performed in accordance with the specific terms of the contracts with the customer.

IT infrastructure services:

The Group provides infrastructure services ranging from simple contracts involving sale of equipment and installation with subsequent maintenance to complex network building and outsourcing arrangements.

Revenue from infrastructure management services comprises of income from time-and-material and fixed price contracts. Revenue with respect to time-and-material contracts is recognized as the related services

are performed.

Revenue from product sales are shown net of sales tax and applicable discounts and allowances. Revenue from bandwidth and other services is recognized upon actual usage of such services by customers based on either the time for which these services are provided or volume of data transferred or both and excludes service tax. Revenue related to product with installation services that are critical to the product is recognized when installation of networking equipment at customer site is completed and accepted by the customer. If the revenue for a delivered item is not recognized for non receipt of acceptance from the customer, the cost of the delivered item is also deferred. Revenue from maintenance services is recognized ratably over the period of the contract.

Revenue from fixed-price complex network building contracts is recognized in accordance with the Percentage-Of-Completion (POC) method. Under the POC method, progress towards completion is measured based on either achievement of specified contract milestones, cost incurred as a proportion of estimated total cost or other measures of progress when available. If circumstances arise that change the original estimates of revenues, costs, or extent of progress towards completion, revisions are made to the estimates. These revisions may result in increase or decrease in estimated revenues or costs, and such revisions are reflected in income in the period in which the circumstances that gave rise to the revision become known to the management. If at any time these estimates indicate that the contract will be unprofitable, the entire estimated loss for the remainder of the contract is recorded immediately.

Multiple-element arrangements

When a sales arrangement contains multiple elements, such as hardware and software products, licenses and/or services, revenue for each element is based on a selling price hierarchy. The selling price for a deliverable is based on its vendor specific objective evidence ('VSOE') if available, third party evidence ('TPE') if VSOE is not available, or estimated selling price ('ESP') if neither VSOE nor TPE is available. The best estimate of selling price is established considering internal factors such as margin objectives, pricing practices and customer segment pricing strategies. Consideration is also given to market conditions such as competitor pricing strategies. In multiple-element arrangements, revenue is allocated to each separate unit of accounting using the relative selling price of each of the deliverables in the arrangement based on the aforementioned selling price hierarchy. If the arrangement contains more than one software deliverable, the arrangement consideration allocated to the software deliverables as a Group is then allocated to each software deliverable using the guidance for recognizing software revenue, as amended.

Revenue recognition for delivered elements is limited to the amount that is not contingent on the future delivery of products or services, future performance obligations or subject to customer-specified return or refund privileges.

Each deliverable in an arrangement is evaluated to determine whether it represents a separate unit of accounting. A deliverable constitutes a separate unit of accounting when it has standalone value and there is no customer-negotiated refund or return right for the delivered element. If the arrangement includes a customer-negotiated refund or return right relative to the delivered item and the delivery and performance of the undelivered item is considered probable and substantially in the Company's control, the delivered element constitutes a separate unit of accounting. In instances when the aforementioned criteria are not met, the deliverable is combined with the undelivered elements and the allocation of the arrangement consideration and revenue recognition is determined for the combined unit as a single unit. Allocation of the consideration is determined at inception of the arrangement on the basis of the relative selling price of each unit.

General

Revenue from transition services not having standalone value in outsourcing arrangements is deferred and recognized over the period of the arrangement. Direct and incremental costs in relation to such an arrangement are also deferred to the extent of revenue. Certain upfront nonrecurring contract acquisition costs incurred in the initial phases of outsourcing contracts are deferred and amortized usually on a straight line basis over the term of the contract. The undiscounted cash flows from the arrangement are periodically estimated and compared with the unamortized costs. If the unamortized costs exceed the undiscounted cash flow, a loss is recognized.

In instances when revenue is derived from sales of third-party vendor services, material or licenses,

revenue is recorded on a gross basis when the Group is a principal to the transaction and net of costs when the Group is acting as an agent between the customer and the vendor. Several factors are considered to determine whether the Group is a principal or an agent, most notably whether the Group is the primary obligor to the customer, has established its own pricing, and has inventory and credit risks.

Revenue is recognized net of discounts and allowances, value-added and service taxes, and includes reimbursement of out-of-pocket expenses, with the corresponding out-of-pocket expenses included in cost of revenues.

Volume discounts and pricing incentives to customers are accounted for as a reduction of revenue using the guidance in ASC - 605-50, Accounting for Consideration Given by a Vendor to a Customer (including a Reseller of the Vendor's Products). Volume discount earned and due is reduced from receivable balance.

For services accounted for under the percentage of completion method, cost and earnings in excess of billing are classified as unbilled revenue, while billing in excess of cost and earnings are classified as deferred revenue.

Revenue from sales-type leases is recognized when risk of loss has been transferred to the client and there are no unfulfilled obligations that affect the final acceptance of the arrangement by the client. Interest attributable to sales-type leases and direct financing leases included therein is recognized on accrual basis using the effective interest method.

(e) Inventories

Inventories represent items of finished goods that are specific to execute composite contracts of software services and IT infrastructure management services and also finished goods which are interchangeable and not specific to any project. Inventory is carried at the lower of cost or net realizable value. The net realizable value is determined with reference to selling price of goods less the estimated cost necessary to make the sale. Cost of goods that are procured for specific projects is assigned by specific identification of their individual costs. Cost of goods which are interchangeable and not specific to any project is determined using weighted average cost formula. Inventories also include goods held by customer care department at customer's site for which risk and rewards have not been transferred to customers.

(f) Property and equipment

Property and equipment are stated at historical cost less accumulated depreciation which is computed using the straight-line method over the estimated useful lives of the assets, which are as follows:

Asset description	**Asset life (in years)**
Buildings	20
Computer and Networking Equipment	4 to 5
Software	3
Furniture ,fixtures and office equipment	5 to 7
Plant and Equipment (including Aircraft)	10 to 17
Vehicles	5

Assets acquired under capital leases are capitalized as assets by the Group at the lower of the fair value of the leased property or the present value of the related lease payments. Assets under capital leases are depreciated over the shorter of the lease term or the estimated useful life of the assets. Leasehold improvements are amortized on a straight-line basis over the shorter of the lease period or the estimated useful life of the asset. The cost of software obtained for internal use is capitalized and amortized over the estimated useful life of the software.

Advances paid towards the acquisition of property and equipment and cost of property and equipment not put to use before balance sheet date are classified as capital work-in-progress (Note 5).

(g) Leases

Property and equipment taken on lease are evaluated to determine whether they are capital or operating leases in accordance with Financial Accounting Standard Board's (FASB) guidance on ASC 840, 'Accounting For Leases'.

When substantially all the risks and rewards of property ownership have been transferred to the Company, as determined by the test criteria in FASB's guidance on ASC 840, the lease qualifies as a capital lease. Capital leases are capitalized at the lower of the net present value of the total amount of rent payable under the leasing agreement (excluding finance charges) or the fair market value of the leased asset. Capital lease assets are depreciated on a straight-line basis, over a period consistent with the Group's normal depreciation policy for tangible fixed assets, but not exceeding the lease term. Interest charges are expensed over the period of the lease in relation to the carrying value of the capital lease obligation.

Operating lease income and expense is recognized on a straight-line basis over the term of the lease.

The Group also provides networking equipment to its customers in certain infrastructure arrangements. Such arrangements are evaluated under ASC 840-10-15, "Determine Whether an Arrangement Contains a Lease", to determine whether they contain embedded leases and upon the satisfaction of the test, FASB guidance given in ASC 840-10 on Leases is applied for determining the classification of the lease.

(h) Impairment of long-lived assets and long-lived assets to be disposed off

In accordance with the provisions of ASC Topic 360, "Accounting for Impairment or Disposal of Long Lived Assets", long-lived assets, other than goodwill, are tested for impairment based on undiscounted cash flows and, if impaired, written down to fair value based on either discounted cash flows or appraised values.

(i) Investment securities

Investment securities consist of available-for-sale equity securities and held-to-maturity debt securities.

Available-for-sale securities having a readily determinable fair value are carried at fair value based on quoted market prices. Temporary unrealized gains and losses, net of the related tax effect are excluded from income and are reported as a separate component of 'other comprehensive income (loss)', until realized. Realized gains and losses from the sale of available-for-sale securities are determined on a first-in-first-out method and are included in earnings.

Held-to-maturity securities are carried at amortized cost adjusted for the amortization or accretion of premiums or discounts. Dividend and interest income are recognized when earned.

For individual securities classified as either available-for-sale or held-to-maturity, the Group determines whether a decline in fair value below the carrying value is other than temporary. If it is probable that the Group will be unable to collect all amounts due according to the contractual terms of a debt security, an other-than-temporary impairment is considered to have occurred. If the decline in fair value is judged to be other than temporary, the cost basis of the individual security is written down to its fair value representing the new cost basis and the amount of the write-down is included in earnings (that is, accounted for as a realized loss).

(j) Research and development

Expenditure incurred on equipment and facilities acquired or constructed for research and development activities and having alternative future uses is capitalized as property and equipment. All other expenses incurred on research and development are expensed as incurred.

(k) Software product development

The Group expenses software development costs, including costs to develop software products or the software component of products to be marketed to external users, before technological feasibility of such products is reached. The Group has determined that technological feasibility is reached shortly before the release of those products and as a result, the development costs incurred after the establishment of technological feasibility and before the release of those products were not material, and accordingly, were expensed as incurred. Software development costs also include costs to develop software programs to be used solely to meet internal needs. The costs incurred during the application development stage for these software programs were not material in the years presented and were accordingly expensed as incurred.

(l) Cash equivalents, deposits with banks and restricted cash

The Group considers all highly liquid investments with an original maturity of three months or less, at the date of purchase/investment, to be cash equivalents. Restricted cash represents margin money deposits against guarantees, letters of credit and bank balance earmarked towards unclaimed dividend. Restrictions on margin money deposits are released on the expiry of the term of guarantees and letters of credit.

Term deposits with banks and corporations represent term deposits earning fixed rate of interest with maturities ranging from more than three months to twelve months at the date of purchase/investment. Interest on investments in bank deposits and corporations is recognized on an accrual basis.

(m) Income taxes

Income taxes are accounted for using the asset and liability method. Under this method, deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and their financial reporting amounts at each balance sheet date, based on enacted tax laws and statutory tax rates applicable to the periods in which the differences are expected to affect taxable income. If it is determined that it is more likely than not that future tax benefits associated with a deferred income tax asset will not be realized, a valuation allowance is provided. The effect on deferred income tax assets and liabilities due to change in the tax rates is recognized in income in the period that includes the enactment date. Tax benefits earned on exercise of employee stock options in excess of compensation charged to income are credited to additional paid-in capital. Provision for income taxes also includes the impact of provisions established for uncertain income tax positions, as well as the related interest.

(n) Earnings per share

Basic earnings per share are computed using the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period, using the treasury stock method for options and warrants except where results would be anti-dilutive.

(o) Stock based compensation

Stock-based compensation represents the cost related to stock-based awards granted to employees. The Company measures stock-based compensation cost at grant date, based on the estimated fair value of the award and recognizes the cost on a straight line basis (net of estimated forfeitures) over the employee's requisite service period for an award with only service condition and for an award with both service and performance condition on a straight line basis over the requisite service period for each separately vesting portion of the award as if award was in substance, multiple awards. The Company estimates the fair value of stock options using the Black-Scholes valuation model. The cost is recorded in cost of revenue and selling, general and administrative expenses in the condensed consolidated statement of income based on the employees' respective function.

The Company has elected to use the "with and without" method in determining the order in which tax attributes are utilized. As a result, the Company only recognizes tax benefit from share-based awards in additional paid-in capital if an incremental tax benefit is realized after all other tax attributes currently available to the Company have been utilized.

(p) Employee benefits

Defined contribution plan

Contribution to defined contribution plans is recognised as expense when employees have rendered services entitiling them to such benefits .

Defined benefit plan

Provident fund:

Employees in India receive benefits from a provident fund. The employee and employer each make monthly contributions to the plan. A portion of the contribution is made to the provident fund trust managed by the Group; while the balance contribution is made to the Government administered Pension fund. The Group has an obligation to fund any shortfall on the yield of the Trust's investments over the administered interest rates.

Gratuity:

Employees in India are entitled to benefits under the Gratuity Act, a defined benefit retirement plan covering eligible employees of the Group. This plan provides for a lump-sum payment to eligible employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and tenure of employment (subject to a maximum amount as prescribed under the Act). The Group has unfunded gratuity obligations.

Compensated absences:

The employees of the Group are entitled to compensated absences. The employees can carry forward up to the specified portion of the unutilized accumulated compensated absences and utilize it in future periods or receive cash at retirement or termination of employment. The Group records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Group measures the expected cost of compensated absences as the additional amount that the Group expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Group recognizes accumulated compensated absences based on actuarial valuation. Non-accumulating compensated absences are recognized in the period in which the absences occur. The Group recognizes actuarial gains and losses immediately in the statement of income.

(q) Dividend

Final dividend proposed by the Board of Directors are recognized upon approval by the shareholders who have the right to decrease but not increase the amount of dividend recommended by the Board of Directors. Interim dividends are recognized on declaration by the Board of Directors.

(r) Derivative and hedge accounting

Foreign exchange forward contracts and options are purchased to mitigate the risk of changes in foreign exchange rates associated with forecast transactions denominated in certain foreign currencies. In accordance with FASB guidance ASC 815, "Accounting for Derivative Instruments and Hedging Activities", the Group recognizes all derivatives as assets or liabilities measured at their fair value, regardless of the purpose or intent of holding them. Changes in fair value for derivatives not designated in a hedge accounting relationship are marked to market at each reporting date and the related gains (losses) are recognized in the condensed consolidated statement of income as 'foreign exchange gains (losses)'.

The foreign exchange forward contracts and options in respect of forecasted transactions which meet the hedging criteria are designated as cash flow hedges. Changes in the derivative fair values that are designated as effective cash flow hedges are deferred and recorded as component of accumulated 'other comprehensive income (loss)' until the hedged transaction occurs and are then recognized as 'other income' in the condensed consolidated statement of income. The ineffective portion of hedging derivatives is immediately recognized in the condensed consolidated statement of income as part of 'other income'.

In respect of derivatives designated as hedges, the Group formally documents all relationships between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Group also formally assesses both at the inception of the hedge and on an ongoing basis, whether each derivative is highly effective in offsetting changes in fair values or cash flows of the hedged item.

Hedge accounting is discontinued prospectively from the last testing date when (1) it is determined that the derivative financial instrument is no longer effective in offsetting changes in the fair value or cash flows of the underlying exposure being hedged; (2) the derivative financial instrument matures or is sold, terminated or exercised; or (3) it is determined that designating the derivative financial instrument as a hedge is no longer appropriate. When hedge accounting is discontinued the deferred gains or losses on the cash flow hedge remain in 'other comprehensive income (loss)' until the forecast transaction occurs. Any further change in the fair value of the derivative financial instrument is recognized in current period earnings.

See Note 9 for additional information.

(s) Goodwill and intangibles

Goodwill represents the excess of the purchase price in a business combination over the fair value of net tangible and intangible assets acquired. Goodwill is not amortized but is reviewed for impairment annually or more frequently if indicators arise. Goodwill is tested annually, in the last quarter, for impairment, or sooner when circumstances indicate impairment may exist, using a fair-value approach at the reporting unit level. A reporting unit is the operating segment, or a business, which is one level below that operating segment (the "component" level) if discrete financial information is prepared and regularly reviewed by the management at that level. Components are aggregated as a single reporting unit if they have similar economic characteristics. In accordance with ASC topic 350, *"Intangibles - Goodwill and Other"*, all assets and liabilities of the acquired businesses including goodwill are assigned to reporting units. The evaluation is based upon a comparison of the estimated fair value of the reporting unit to which the goodwill has been assigned with the sum of the carrying value of the assets and liabilities for that reporting unit. The fair value used in this evaluation is estimated based upon discounted future cash flow projections for the reporting unit. These cash flow projections are based upon a number of estimates and assumptions.

Intangible assets are initially valued at fair market value using generally accepted valuation methods appropriate for the type of intangible asset. Intangible assets with definite lives are amortized over the estimated useful lives and are reviewed for impairment, if indicators of impairment arise. The evaluation of impairment is based upon a comparison of the carrying amount of the intangible asset with the estimated future undiscounted net cash flows expected to be generated by the asset. If estimated future undiscounted cash flows are less than the carrying amount of the asset, the asset is considered impaired. The impairment expense is determined by comparing the estimated fair value of the intangible asset to its carrying value, with any shortfall from fair value recognized as an expense in the current period. The intangible assets with definite lives are amortized over the estimated useful life of the assets as under:

Asset description	**Asset life (in years)**
Customer relationships	1 to 10
Customer contracts	0.5 to 10
Technology	2.5 to 10
Non-compete agreements	3 to 5
Intellectual property rights	4
Brand and contractors database and others	2 to 5

(t) Recently issued accounting pronouncements

On May 28, 2014, the FASB issued Accounting Standards Update ("ASU") No. 2014-09, Revenue from Contracts with Customers, which will replace most existing revenue recognition guidance in U.S. GAAP. The core principle of the ASU is that an entity should recognize revenue for the transfer of goods or services equal to the amount that it expects to be entitled to receive for those goods or services. The ASU requires additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in judgments. The ASU will be effective for the Group beginning July 01, 2019, including interim periods in its fiscal year 2020, and

allows for both retrospective and prospective methods of adoption. The Group is in the process of determining the method of adoption and assessing the impact of this ASU on its Consolidated Financial Statements.

3. SALES OF RECEIVABLES

The Group has revolving accounts receivables based facilities of $125,000 permitting it to sell certain accounts receivables to banks on a non-recourse basis in the normal course of business. The aggregate maximum capacity utilized by the Group at any time during the years ended June 30, 2015 and the three months ended September 30, 2015 was $30,284 and $434, respectively. Gains or losses on sale are recorded at the time of transfer of these accounts receivables and are immaterial. The Group has retained servicing obligations, which are limited to collection activities related to the non-recourse sales of accounts receivables. As of June 30, 2015 and September 30, 2015, the Group had outstanding service obligation of $434 and Nil respectively.

4. ACQUISITIONS IN CURRENT PERIOD

Trygstad Technical Services, Inc.

In August, 2015, the Group through a subsidiary acquired certain business of privately held Trygstad Technical Services, Inc. a US based service provider of IT consulting services & solutions .With this acquisition Group enhances its ability to provide additional value and turnkey solutions to ecosystem of large Independent Software Vendors (ISVs).

The total purchase price for the acquisition was $9,874 out of which $6,517 has been paid, $357 is payable and the balance $3,000 has been recorded as deferred consideration which is contingent upon achieving of specific performance obligations as set out in the agreement .The initial purchase consideration of $9,874 is allocated as intangible assets of $1,041 and net assets of $24 based on their fair value, with the residual $8,809 allocated to goodwill. The resultant goodwill has been allocated to the software segment

5. PROPERTY AND EQUIPMENT

As of June 30, 2015 and September 2015, property and equipment comprises the following:

	June 30, 2015	September 30, 2015
Freehold land	$13,687	$13,312
Buildings	332,822	329,146
Computer and networking equipment	299,132	304,552
Software	110,612	109,132
Furniture, fixtures and office equipment	110,530	106,256
Plant and equipment	231,547	229,407
Vehicles	15,550	15,668
Capital work-in-progress	91,480	89,171
	1,205,360	**1,196,644**
Accumulated depreciation and amortization	(605,241)	(600,546)
Property and equipment, net	**$600,119**	**$596,098**

Depreciation expense was $15,047 and $18,708 for the three months ended September 30, 2014 and 2015, respectively.

6. GOODWILL AND INTANGIBLES

The changes in the carrying value of goodwill balances by reportable segment, for the three months ended September 30, 2015, are as follows:

	Software Services	Infrastructure services	Business process outsourcing services	Total
Opening balance as at July 1, 2015	**$765,685**	**$952**	**$23,750**	**$790,387**
Acquisitions during the period	8,809	-	-	8,809
Effect of exchange rate changes	(12,084)	(28)	(244)	(12,356)
Closing balance as on September 30, 2015	**$762,410**	**$924**	**$23,506**	**$786,840**

The components of intangibles assets are as follows:

	June 30, 2015			September 30, 2015		
	Gross carrying amount	Accumulated amortization	Net	Gross carrying amount	Accumulated amortization	Net
Intellectual property rights	$554	($554)	$-	$531	($531)	$0
Software	8,835	(7,702)	1,133	8,663	(7,618)	1,045
Customer related intangibles	130,027	(107,850)	22,177	127,075	(106,237)	20,838
Non-compete agreements	9,118	(5,198)	3,920	8,819	(5,251)	3,568
Brand and contractors database and others	3,169	(3,169)	-	3,046	(3,046)	-
	$151,703	**($124,473)**	**$27,230**	**$148,134**	**($122,683)**	**$25,451**

The estimated annual amortization expense schedule for intangible assets based on current balance is as follows:

Current year charge (Year 1)	$6,014
Year 2	7,770
Year 3	7,081
Year 4	3,431
Year 5	773
Thereafter	382
	$25,451

7. VARIABLE INTEREST ENTITIES (VIEs)

In evaluating whether the Company has the power to direct the activities of a VIE that most significantly impact its economic performance, the Company considers the purpose for which the VIE was created, the importance of each of the activities in which it is engaged and decision making role, if any, in those activities that significantly determine the entity's economic performance as compared to other economic interest holders. This evaluation requires consideration of all facts and circumstances relevant to decision-making that affects the entity's future performance and the exercise of professional judgment in deciding which decision-making rights are most important.

The Company is the primary beneficiary holding 100% dividend rights in VIEs. The Company consolidates VIEs because it has the authority to manage and control the activities that significantly affect the economic performance of the VIEs.

The table below summarizes the assets and liabilities of consolidated VIEs described above.

	June 30, 2015	September 30, 2015
Current assets		
Cash and cash equivalents	$2,656	$2,060
Short term deposits with bank	4,531	5,013
Accounts receivables, net	4,385	4,225
Unbilled revenue	2,924	2,171
Deferred income taxes	11	11
Other current assets	1,250	1,542
Total Current Assets	**15,757**	**$15,022**
Deferred income taxes	1,755	1,857
Property and Equipment, net	3,948	4,263
Intangible assets, net	687	587
Other assets	831	970
Total Assets	**$22,978**	**$22,699**
Current liabilities		
Accounts payable	$1,244	$1,144
Accrued employee costs	1,009	1,037
Deferred revenue	322	283
Other current liabilities	2,107	1,820
Total current liabilities	**$4,682**	**$4,284**
Deferred income taxes	12	-
Accrued employee costs	102	101
Deferred revenue	214	94
Total liabilities	**$5,010**	**$4,479**

a) Assets and liabilities exclude all intercompany accounts and transactions, which are eliminated in consolidation.

b) For the three months ended September 30, 2014 and 2015, total revenues from VIEs were $6,899 and $8,433, respectively.

8. INVESTMENT SECURITIES

Available for sale investment securities consist of the following:

As of June 30, 2015:

	Carrying value	Gross unrealized holding gains	Fair value
Mutual fund units – debt	$119,808	$767	$120,575
Total	**$119,808**	**$767**	**$120,575**

As of September 30, 2015:

	Carrying value	Gross unrealized holding gains	Fair value
Mutual fund units –debt	$35,458	$70	$35,528
Total	**$35,458**	**$70**	**$35,528**

The gross unrealized holding gains have been recorded as part of other comprehensive income (loss).

The maturity profile of the investments classified as available for sale as of September 30, 2015 is set out below:

	Fair value
Less than one year	$35,528
One to five years	-
	$35,528

Proceeds from the sale of available- for -sale securities was $465,017 and $316,837 for the three month periods ended September 30 2014 and 2015 respectively.

The cost of a security sold or the amount reclassified out of accumulated 'other comprehensive income (loss)' into earnings was determined on FIFO basis.

The table summarizes the transactions for available for sale securities:

	June 30, 2015	September 30, 2015
Net realised gain due to change in fair value	$5,909	$1,873
Net unrealized gain included in other comprehensive income (loss)	$767	$70
Reclassification into earnings on maturity out of other comprehensive income (loss)	$477	$767

9. DERIVATIVE FINANCIAL INSTRUMENTS

In the normal course of business, the Group uses derivative financial instruments to manage foreign currency exchange rate risk. Derivative transactions are governed by a uniform set of policies and procedures covering areas such as authorization, counterparty exposure and hedging practices. The Group does not enter into derivative transactions for trading or speculative purposes.

As a result of the use of derivative instruments, the Group is exposed to the risk that counterparties to derivative contracts will fail to meet their contractual obligations. To mitigate the counterparty credit risk, the Group has a policy of entering into contracts only with carefully selected nationally recognized financial institutions based upon their credit ratings and other factors.

The following table presents the aggregate notional principal amounts of the outstanding derivative forward covers together with the related balance sheet exposure:

	Notional principal amounts		Balance sheet exposure Asset (Liability)	
	June 30, 2015	**September 30, 2015**	**June 30, 2015**	**September 30, 2015**
Foreign exchange forward denominated in:				
USD /INR	$498,660 (Sell)	$448,560 (Sell)	($11,277)	($14,624)
GBP/ INR	£1,000 (Sell)	-	(61)	-
EUR / USD	€ 37,611 (Sell)	€ 21,450 (Sell)	(60)	(139)
EUR/ INR	€ 12,500 (Sell)	€ 7,500 (Sell)	2090	1104
GBP/ USD	£11,000 (Sell)	-	74	-
AUD/INR	-	AUD 4,000 (Sell)	-	4
AUD/USD	AUD 12,770 (Sell)	AUD 2,000 (Sell)	44	42
SEK/USD	SEK 55,373 (Sell)	SEK 25,100 (Sell)	(149)	24
ZAR/USD	ZAR 122,000 (Sell)	ZAR 42,000 (Sell)	40	131
JPY/USD	JPY 300,000 (Sell)	-	(27)	-
CHF/USD	CHF 11,050 (Sell)	CHF 7,750 (Sell)	(76)	114
CHF/ INR	CHF 1,000 (Sell)	CHF 2,250 (Sell)	18	90
NOK/USD	NOK 146,000 (Sell)	NOK 52,500 (Sell)	59	157
MXN/USD	MXN 66,000 (Sell)	MXN 64,000 (Sell)	73	11
RUB/USD	RUB 185000 (Sell)	RUB 100,000 (Sell)	28	44
SEK/INR	SEK 15,000 (Sell)	SEK 70,000 (Sell)	46	(32)
CNY/USD	-	CNY 50,000 (Sell)	-	(81)
CAD/USD	CAD 12,500 (Buy)	CAD 14,500 (Buy)	(78)	(57)
SGD/USD	SGD 4,400 (Buy)	SGD 12,800 (Buy)	(44)	(306)
JPY/USD	- (Buy)	JPY 900,000 (Buy)	-	285
GBP/USD	£29,930 (Buy)	£24,630 (Buy)	651	($495)
CHF/USD	CHF 5,000 (Buy)	CHF 4,000 (Buy)	(19)	(25)
SEK/USD	SEK 17,000 (Buy)	SEK 50,000 (Buy)	3	81
EUR/USD	-	€ 3,500 (Buy)	-	(16)
MYR/USD	MYR 16,000 (Buy)	MYR 23,000 (Buy)	(98)	(436)
			($8,763)	**($14,124)**

The following table presents the aggregate notional principal amounts of the outstanding forward options together with the related balance sheet exposure:

	Notional principal amounts		Balance sheet exposure Asset (Liability)	
	June 30, 2015	**September 30, 2015**	**June 30, 2015**	**September 30, 2015**
Range Forward				
USD/INR	$524,230	$451,640	$3,707	$1,068
EUR/INR	€ 93,240	€ 71,730	338	(467)
GBP/INR	£54,350	£41,970	(842)	1,279
AUD/INR	AUD 4,000	AUD 9,300	316	636
CHF/INR	-	CHF 3,235	-	37
PUT				
USD/INR	$2,000	$57,000	22	196
Seagull				
USD/INR	$28,600	$21,500	115	(44)
GBP/INR	-	£21,300	-	140
EUR/INR	€ 4,300	€ 18,600	(28)	(141)
AUD/INR	-	AUD 2,200	-	36
			$3,628	**$2,740**

The notional amount is a key element of derivative financial instrument agreements. However, notional amounts do not represent the amount exchanged by counter parties and do not measure the Group's exposure to credit risk as these contracts are settled at their fair values at the maturity date.

The balance sheet exposure denotes the fair value of these contracts at the reporting date and is presented in United States Dollars.

The Group presents its foreign exchange derivative instruments on a net basis in the condensed consolidated financial statements due to the right of offset by its individual counterparties under master netting agreements .

The fair value of those derivative instruments presented on a gross basis as of each date indicated below is as follows:

	June 30, 2015				
	Other Current Assets	Other Non - Current Assets	Other Current Liabilities	Other Non - Current Liabilities	Total Fair Value
Derivatives designated as hedging instruments:					
Foreign exchange contracts in an asset position	$7,962	$351	$6,023	$256	$14,592
Foreign exchange contracts in an liability position	(6,023)	(256)	(7,988)	(6,186)	(20,453)
Net asset (liability)	**$1,939**	**$95**	**($1,965)**	**($5,930))**	**($5,861)**
Derivatives not designated as hedging instruments:					
Foreign exchange contracts in an asset position	$2,799	$-	$1,536	$-	$4,335
Foreign exchange contracts in an liability position	(1,536)	-	(2,073)	-	(3,609)
Net asset (liability)	**$1,263**	**$-**	**($537)**	**$-**	**$726**
Total Derivatives at fair value	**$3,202**	**$95**	**($2,502)**	**($5,930)**	**($5,135)**

	September 30, 2015				
	Other Current Assets	Other Non - Current Assets	Other Current Liabilities	Other Non - Current Liabilities	Total Fair Value
Derivatives designated as hedging instruments:					
Foreign exchange contracts in an asset position	$5,581	$36	$4,259	$2	$9,878
Foreign exchange contracts in an liability position	(4,259)	(2)	(10,504)	(6,107)	(20,872)
Net asset (liability)	**$1,322**	**$34**	**($6,245)**	**($6,105)**	**($10,994)**
Derivatives not designated as hedging instruments:					
Foreign exchange contracts in an asset position	$1,800	$-	$688	$-	$2,488
Foreign exchange contracts in an liability position	(688)	-	(2,190)	-	(2,878)
Net asset (liability)	**$1,112**	**$-**	**($1,502)**	**$-**	**($390)**
Total Derivatives at fair value	**$2,434**	**$0**	**($7,747)**	**($6,105)**	**($11,384)**

The following tables set forth the fair value of derivative instruments included in the condensed consolidated balance sheets as on June 30, 2015 and September 30, 2015:

Derivatives designated as hedging instruments:

	June 30, 2015	September 30, 2015
Unrealized gain on financial instruments classified under current assets	$1,939	$1,322
Unrealized gain on financial instruments classified under non current assets	95	34
Unrealized (loss) on financial instruments classified under current liabilities	(1,965)	(6,245)
Unrealized (loss) on financial instruments classified under non-current liabilities	(5,930)	(6,105)
	($5,861)	**($10,994)**

Derivatives not designated as hedging instruments:

	June 30, 2015	September 30, 2015
Unrealized (loss) on financial instruments classified under current liabilities	($537)	($1,502)
Unrealized gain on financial instruments classified under current assets	1,263	1,112
	$726	**($390)**

The following tables summarizes activities in the condensed consolidated statement of income during the three months ended September 30, 2014

Derivatives in Cash flow Hedging Relationships	Amount of Gain or (Loss) Recognized in AOCI on Derivatives (Effective Portion)	Location of Gain or (Loss) Reclassified from AOCI into Income (Effective Portion)	Amount of Gain or (Loss) Reclassified from AOCI into Income (Effective Portion)	Location of Gain or (Loss) Recognized in Income on Derivatives (Ineffective Portion) and Amount Excluded from Effectiveness Testing)	Amount of Gain or (Loss) Recognized in Income on Derivatives (Ineffective Portion and Amount Excluded from Effectiveness Testing)
Foreign Exchange Contracts	($1,736)	Other Income (Expense),net	($10,284)	Other Income (Expense),net	Nil
	($1,736)		**($10,284)**		**Nil**

Derivatives not Designated as Hedging	Location of Gain or (Loss) recognized in Income on Derivatives	Amount of Gain or (Loss) recognized in Income on Derivatives
Foreign exchange contracts	Other Income (Expense),net	$2,760

The following tables summarizes activities in the condensed consolidated statement of income during the three months ended September 30, 2015

Derivatives in Cash flow Hedging Relationships	Amount of Gain or (Loss) Recognized in AOCI on Derivatives (Effective Portion)	Location of Gain or (Loss) Reclassified from AOCI into Income (Effective Portion)	Amount of Gain or (Loss) Reclassified from AOCI into Income (Effective Portion)	Location of Gain or (Loss) Recognized in Income on Derivatives (Ineffective Portion) and Amount Excluded from Effectiveness Testing)	Amount of Gain or (Loss) Recognized in Income on Derivatives (Ineffective Portion and Amount Excluded from Effectiveness Testing)
Foreign Exchange Contracts	($7,281)	Other Income (Expense),net	($1,582)	Other Income (Expense),net	Nil
	($7,281)		**($1,582)**		**Nil**

Derivatives not Designated as Hedging	Location of Gain or (Loss) recognized in Income on Derivatives	Amount of Gain or (Loss) recognized in Income on Derivatives
Foreign exchange contracts	Other Income (Expense),net	($714)

The following table summarizes the activity in the accumulated 'Other comprehensive income (loss)' within equity related to all derivatives classified as cash flow hedges during the three months ended September 30, 2014 and September 30, 2015:

	September 30,	
	2014	**2015**
Balance as at the beginning of the period	($43,421)	($7,918)
Unrealized gain (loss) on cash flow hedging derivatives during the period	(1,736)	(7,281)
Net loss reclassified into net income on occurrence of hedged transactions	10,284	1,582
Effect of exchange rate fluctuations	1,689	234
Balance as at the end of the period	**($33,184)**	**($13,383)**
Deferred tax	6,253	2,535
	($26,931)	**($10,848)**

As at September 30, 2015, the estimated net amount of existing loss that is expected to be reclassified into the income statement from AOCI with in the next twelve months is ($7,289).

10. OTHER CURRENT ASSETS

As of June 30, 2015 and September 30, 2015, other current assets comprise of the following:

	June 30, 2015	September 30, 2015
Prepaid expenses	$53,826	$76,098
Prepaid rentals for leasehold land	478	465
Interest receivable	15,776	20,533
Prepaid/advance taxes	10,763	9,481
Deposits	6,585	6,790
Deferred cost	81,289	70,707
Employee receivables	11,681	11,122
Derivative financial instruments	3,201	2,434
Advance to suppliers	7,811	6,643
Entrusted loan receivable	4,032	3,933
Finance lease receivable	27,613	21,968
Others	45,367	58,131
	$268,422	**$288,305**

11. OTHER ASSETS

As of June 30, 2015 and September 30, 2015, other assets comprise the following:

	June 30, 2015	September 30, 2015
Deposits	$27,371	$26,859
Deferred cost	119,097	118,324
Prepaid expenses	13,809	21,249
Prepaid rentals for Leasehold land	39,825	38,532
Advance to suppliers	13,473	13,074
Finance lease receivable	44,008	33,692
Others	46,024	37,626
	$303,607	**$289,356**

12. DEBTS

SHORT TERM LOANS

The Group has availed unsecured short term loan amounting to $998 and $428 as of June 30, 2015 and September 30, 2015, respectively, at effective interest rates of 4.1%.

The Group has availed bank line of credit from its bankers amounting to $50,821 and $14,541 as of June 30, 2015 and September 30, 2015, respectively, at effective interest rates ranging from 0.18% to 15.88%.

Entrusted loan receivable/payable

During the last year ended June 30, 2015, two of the Company wholly owned subsidiaries, HCL Technologies (Shanghai) Limited & Axon Solutions (Shanghai) Co. Limited, entered into an entrusted loan arrangement of $3,933 with a bank, in which HCL Technologies (Shanghai) Limited acts as the entrusted party (the principle) the bank acts as the agent (charging commission of 0.20% p.a.) and Axon Solutions (Shanghai) Co. Limited acts as a borrower (the "Entrusted Loan"). The entrusted loan receivable included under other current assets and entrusted loan payable included under short term loans which cannot be set off and bear interest of 5% p.a. are repayable on demand within one year.

LONG TERM DEBT

	June 30, 2015	September 30, 2015
From banks	$17,164	$14,433
Other	605	1,697
Less: Current portion	(3,970)	(10,663)
	$13,799	**$5,467**

The scheduled principal repayments are as follows:

	September 30, 2015
Within one year	$10,663
One to two years	2,254
Two to three years	1,595
Three to five years	1,618
	$16,130

The Group's borrowings are subject to certain financial and non financial covenants. At September 30, 2015, the Group was in compliance with all such covenants.

Long term debts from banks include:

Term loans of $6,464 and $6,382 as of June 30, 2015 and September 30, 2015, respectively, at interest rates ranging from 10.2% to 10.5% per annum and secured by hypothecation of vehicles with a book value of $14,183 and $14,347 as of June 30, 2015 and September 30, 2015, respectively.

Term loans of $10,700 and $8,051 as of June 30, 2015 and September 30, 2015, respectively, at effective interest rate of 2.9% per annum, respectively.

Other long term debts include:

Unsecured long term loans of $605 and $1,697 as of June 30, 2015 and September 30, 2015, respectively, at interest rate 0% per annum.

13. OTHER CURRENT LIABILITIES

As of June 30, 2015 and September 30, 2015, other current liabilities comprise of the following:

	June 30, 2015	September 30, 2015
Advances from customers	$9,350	$8,168
Sales tax and other taxes payable	60,882	58,564
Accrued liabilities and expenses	340,181	358,783
Supplier's credit	242,481	250,207
Due to related parties	1,616	1,670
Derivative financial instruments	2,502	7,747
Others	31,563	41,313
	$688,575	**$726,452**

14. EQUITY SHARES

The Company has only one class of capital stock referred to herein as equity shares. Par value of each equity share outstanding as of September 30, 2015 is $0.03 (` 2.00).

Voting

Each holder of equity shares is entitled to one vote per share.

Dividends

Dividends declared and paid by the Company are in Indian Rupees. Dividends payable to equity stockholders are based on the net income available for distribution as reported in the standalone financial statements of the Company prepared in accordance with Indian GAAP. Indian law mandates that any dividend, exceeding 10% of the common stock, can be declared out of distributable profits only after the transfer of up to 10% of net income computed in accordance with current regulations, to a general reserve. Further, Indian law on foreign exchange governs the remittance of dividends outside India. Such dividend payments are also subject to applicable taxes.

Stock split

The Company has allotted 702,847,961 fully paid up equity shares of face value ` 2/- each during March 2015 pursuant to a stock split approved by the shareholders through a postal ballot. The shareholders of the Company approved a one-for-one stock split which was effective on record date of March 20, 2015. Consequently, the Company capitalized an amount of $ 22,492 from its additional paid-in capital (APIC) to common stock. All references in the financial statements to number of shares, stock option data, have been retroactively restated to reflect the stock split unless otherwise noted.

Liquidation

In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive all of the remaining assets of the Company, after distribution of preferential amounts, if any. Such amounts will be in proportion to the number of equity shares held by the stockholders.

Stock options

There are no voting, dividends or liquidation rights to the option holders under the Company's stock option plans.

15. OTHER INCOME (EXPENSES), NET

For the period ended September 30, 2014 and 2015, other income (expenses), net consist of:

	Three months ended September 30,	
	2014	**2015**
Interest income	$35,290	$33,742
Gain on sale of investment securities and other investments, net	1,824	1,873
Foreign exchange losses , net	(8,717)	3,374
Earnings in equity affiliates	437	100
Gain on sale of property and equipment	25,453	861
Miscellaneous income (expense)	246	969
Other income (expense), net	**$54,533**	**$40,919**

16. INCOME TAXES

The effective tax rate for the Group for the three month periods ended September 30, 2014 and 2015 is 21.70% and 21.51%, respectively. The lower effective tax rate in period ended September 30, 2015 is insignificant.

A reconciliation of the beginning and ending balance of unrecognized tax benefits is as follows:

	June 30, 2015	**September 30, 2015**
Balance at the beginning of the period	$ 108,611	$104,918
Increase due to tax position taken during the current period	3,771	400
Increase due to tax position taken during the prior period	(3,720)	-
Effect of exchange rate fluctuations	(3,744)	(1,914)
Balance at the end of the period	**$104,918**	**103,404**

17. EARNINGS PER EQUITY SHARE

The following is the reconciliation of the weighted average number of equity shares used in the computation of basic and diluted EPS:

	Three months period ended September 30,	
	2014	**2015**
Weighted average number of equity shares outstanding used in computing basic EPS	1,401,245,254	1,406,092,785
Dilutive effect of stock options	10,173,930	6,652,825
Weighted average number of equity and equity equivalent shares outstanding used in computing diluted EPS	1,411,419,184	1,412,745,610

For the three months ended September 30 2014 and 2015 , there were no options to purchase equity shares of common stock with exercise price greater than the average market value of our stock that would have been anti-dilutive.

18. STOCK BASED COMPENSATION

STOCK OPTION PLANS

Stock-based compensation expense related to the stock option plans was allocated as follows:

	Three months ended September 30,	
	2014	**2015**
Cost of sales	$142	$17
Selling, general and administrative	1,520	949
Stock based compensation cost	**1,662**	**966**

19. EMPLOYEE BENEFIT PLANS

India operations

The Group has employee benefit plans in the form of certain statutory and welfare schemes covering substantially all of its employees.

Defined benefit Plan

Gratuity

In accordance with the Indian law, the Group provides for gratuity, a defined benefit retirement plan (the "Gratuity Plan") covering all employees in India. The Gratuity Plan provides a lump sum payment to vested employees at retirement or termination of employment of an amount based on the respective employee's based compensation and the years of employment with the Group.

Net gratuity cost for the three months period ended September 30, 2014 and 2015 comprise the following components:

	Three months ended September 30,	
	2014	**2015**
Service cost	$1,848	$1,961
Interest cost	871	890
Amortization of unrecognized actuarial gain	-	-
Net gratuity cost	**$2,719**	**$2,851**

Provident fund

In accordance with Indian law, all employees receive benefits from a provident fund, which is a defined benefits plan. Under this plan, the employer and employee make monthly contributions to a fund managed by certain employees of the Group ("Trust"). The employees contribute 12% of their basic compensation, which is matched by an equal contribution by the employer. The Group contributes two-third of the contribution to the Government administered pension fund subject to a maximum of $0 (`1250/-) and the remaining portion is contributed to the Trust. The rate at which the annual interest is payable to the beneficiaries by the Trust is administered by the government. The Group has an obligation to fund any shortfall on the yield of the Trust's investments over the administered interest rates. The funds contributed to the Trust are invested in specific securities as mandated by law and generally consist of federal and state government bonds, debt instruments of government-owned corporations and other eligible market securities.

Total contributions made by the Group in respect of this plan for the three months period ended September 30, 2014 and 2015 are $3,915 and $3,427, respectively.

Total contributions made by the Group towards Employees Pension Scheme for the three months period ended September 30, 2014 and 2015 are $2,270 and $3,268, respectively.

Defined Contribution Plan

Superannuation

In respect of superannuation, a defined contribution plan for applicable employees, the Group contributes to a scheme administered on its behalf by an insurance company and such contributions for each year of service rendered by the employees are charged to the statement of profit and loss. The Group has no further obligations to the superannuation plan beyond its contributions. Total contributions made in respect of this plan for the three months period ended September 30, 2014 and 2015 are $75 and $64, respectively.

Others

Total contributions made by the Group in respect of other foreign defined contribution plans for the three months period ended September 30, 2014 and 2015 are $10,420 and $11,534, respectively.

20. COMMITMENTS AND CONTIGENCIES

Capital commitments

As of September 30, 2015, the Group had contractual commitments for capital expenditure of $66,740.

Other commitments

Some of the Group's software development centers in India are Special Economic Zone/Software Technology Park/Export Oriented Units under the guidelines issued by the Government of India. These units are exempt from customs and central excise duties and levies on imported and indigenous capital goods and stores and spares. The Group has executed legal undertakings to pay customs duty, central excise duty, levies and liquidated damages payable, if any, in respect of imported and indigenous capital goods and stores and spares consumed duty free, in the event that certain terms and conditions are not fulfilled.

Other Contingencies

As of September 30, 2015, other contingencies have arisen in the normal course of business. The management believes that the ultimate outcome of these matters will not have a material adverse effect on its financial position, results of operations and cash flows.

21. SEGMENT REPORTING

The Group's operations predominantly relate to providing a range of IT & BPO services targeted at Global 2000 companies spread across America, Europe & Rest of the World. IT services include software services & IT infrastructure management services. Within software services, the Group provides application development & maintenance, enterprise application, next generation SAAS (Software As A Service) application services and engineering and R&D (Research and Development) services to several global customers. Infrastructure management services involve managing customer's IT assets effectively. The Group's Enterprise of the Future'(EOF) framework helps customers not just run IT effectively but also migrate to next generation IT. EOF involves services around cloud, next generation data centres, business productivity services, integrated service management layer and an integrated application development & operations services. Business process outsourcing services include the traditional contact centre & help desk services and the next generation services around platform BPO & BPAAS (Business Process As A Service) delivered through a strong global delivery model. Group's trademarked EFAAS(Enterprise Function As A Service) helps customers reduce business cost rather than just the process cost as was the case in traditional BPO.

The Chief Operating Decision Maker ("CODM") evaluates the Group's performance by business segment, comprising software services, infrastructure management services and business process outsourcing services. Accordingly, the above stated business segments have been identified as reportable segments for the purpose of segment reporting. Segment information for prior periods is provided on a comparative basis.

Information on reportable segments for the three months period ended September 30, 2014 is as follows:

	Software Services	Infrastructure management Services	Business process Outsourcing Services	Total
Revenue	$867,064	$494,815	$71,618	$1,433,497
Depreciation and amortization	10,146	5,336	1,595	17,077
Segment earnings	**$205,966**	**$127,161**	**$9,291**	**$342,418**

Information on reportable segments for the three months period ended September 30, 2015 is as follows:

	Software Services	Infrastructure management services	Business process outsourcing services	Total
Revenue	$920,829	$542,418	$81,272	$1,544,519
Depreciation and amortization	12,159	6,723	1,826	20,708
Segment earnings	**$174,581**	**$118,250**	**$6,226**	**$299,057**

The CODM assesses the performance of the operating segments based on a measure of segment earnings. This measurement basis adjusts income before income taxes to exclude the effects of, cash flow hedge accounting gains (losses), foreign exchange gains (losses), finance costs and other income.

A reconciliation of segment earnings to income before income taxes is provided as follows:

	Three months period ended September 30,	
	2014	**2015**
Segment earnings	$342,418	$299,057
Foreign exchange (loss)	(8,717)	3,374
Finance cost	(4,626)	(3,957)
Other income, net	63,250	37,545
Income before income taxes	**$392,325**	**$336,019**

22. FAIR VALUE MEASUREMENT

The Group records certain financial assets and liabilities at fair value on a recurring basis. The Group determines fair values based on the price it would receive to sell an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date and in the principal or most advantageous market for that asset or liability.

The Group holds certain fixed income securities, equity securities and derivatives, which must be measured using the FASB's guidance for fair value hierarchy and related valuation methodologies. The guidance specifies a hierarchy of valuation techniques based on whether the inputs to each measurement are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Group's assumptions about current market conditions. The fair value hierarchy also requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The prescribed fair value hierarchy and related valuation methodologies are as follows:

Level 1 —Quoted inputs that reflect quoted prices (unadjusted) for identical assets or liabilities in active markets.

Level 2 —Quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active and model-derived valuations, in which all significant inputs are directly or indirectly observable in active markets.

Level 3 —Valuations derived from valuation techniques, in which one or more significant inputs are unobservable inputs which are supported by little or no market activity.

In accordance with ASC 820, assets and liabilities are to be measured based on the following valuation techniques:

Market approach – Prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities.

Income approach – Converting the future amounts based on the market expectations to its present value using the discounting methodology.

Cost approach – Replacement cost method.

The following table discloses the assets and liabilities measured at fair value on a recurring basis as of June 30, 2015 and the basis for that measurement:

	Fair value	Level 1 inputs	Level 2 inputs	Level 3 inputs
Assets				
Deposits with bank,having maturities less than three months	$3,225	$3,225	-	-
Term deposits with banks	$1,338,241	-	$1,338,241	-
Deposits with corporation	$188,147	-	$188,147	-
Investment securities, available for sale	$120,575	$120,575	-	-
Derivative contracts	$3,296	-	$3,297	-
Liabilities				
Derivative contracts	($8,432)	-	($8,432)	-

The following table discloses the assets and liabilities measured at fair value on a recurring basis as of September 30, 2015 and the basis for that measurement:

	Fair value	Level 1 inputs	Level 2 inputs	Level 3 inputs
Assets				
Deposits with bank,having maturities less than three months	$6,923	$6,923	-	-
Term deposits with banks	$1,424,695	-	$1,424,695	-
Deposits with corporation	$218,364	-	$218,364	-
Investment securities, available for sale	$35,528	$35,528	-	-
Derivative contracts	$2,468	-	$2,468	-
Liabilities				
Derivative contracts	($13,852)	-	($13,852)	-

Valuation Methodologies

Quoted market prices in active markets are available for investments in securities and, as such, these investments are classified within Level 1.

Investments: The Company's investments consist primarily of investment in debt linked mutual funds. Fair values of investment securities classified as available -for -sale are determined using quoted prices for identical assets or liabilities in active markets and are classified as Level 1. Fair value of term deposits with banks and corporations is determined using observable markets inputs and is classified as Level 2.

Derivative Financial instruments: The Group's derivative financial instruments consist of foreign currency forward exchange contracts. Fair values for derivative financial instruments are based on broker quotations and are classified as Level 2. See note 12 for further details on Derivative Financial instruments.

The fair value of the Group's current assets and current liabilities including short term deposits with Banks, and short term loans approximate their carrying values because of their short-term maturity. The fair value of held- to- maturity investment securities is based on the quoted prices and approximates its fair value.

Certain assets are measured at fair value on a non-recurring basis and therefore are not included in the recurring fair value table above. The assets and liabilities consist primarily of long term debt and other non financial assets such as goodwill and intangible assets. Goodwill and intangible assets are measured at fair value initially and subsequently when there is an indicator of impairment, the impairment is recognized.

23. ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

The following table summarizes the changes in the accumulated balances for each component of accumulated other comprehensive income attributeable to HCL Technologies limited .

	September 30,	
	2014	**2015**
Unrealized gain on securities available for sale:		
Opening balance (net of tax)	$315	$533
Unrealized loss	5	70
Reclassification adjustments into other (income) expenses, net	(477)	(767)
Income tax benefit	158	217
Effect of exchange fluctuations	4	7
Closing balance (net of tax)	**$5**	**$60**
Unrealized loss on cash flow hegdes:		
Opening balance (net of tax)	($34,939)	($6,392)
Unrealized loss	(1,736)	(7,281)
Reclassification adjustments into other (income) expenses, net	10,284	1,582
Income tax benefit (expense)	(2,229)	1,009
Effect of exchange fluctuations	1,689	234
Closing balance (net of tax)	**($26,931)**	**($10,848)**
Acturial loss on defined benefit plan:		
Opening balance (net of tax)	($135)	$988
Reclassification adjustments into employee benefit expenses	-	-
Income tax benefit	-	-
Effect of exchange fluctuations	5	(42)
Closing balance (net of tax)	**($130)**	**$946**
Foreign currency translation:		
Opening balance	($339,195)	($533,164)
Foreign currency translation	(89,311)	(103,067)
Reclassification adjustments into other (income) expenses, net	-	-
Closing balance	**($428,506)**	**($636,231)**

24. COMPONENTS OF ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

The components of accumulated other comprehensive loss as of June 30, 2015 and September 2015:

	June 30,2015	September 30,2015
Unrealized gain on securities available for sale	$533	$60
Unrealized loss on cash flow hedges	(6,392)	(10,848)
Unrealized loss on defined benefit plan	988	946
Foreign currency translation	(533,164)	(636,231)
	($538,035)	**($646,073)**

25. SUBSEQUENT EVENTS

On October 19, 2015 the Group announced an interim dividend of ` 5 per share amounting to `7,031 million ($107,200).

The Group has evaluated all the subsequent events through October 19, 2015, which is the date on which these financial statements were issued, and no events have occurred from the balance sheet date through that date that would have material impact on the condensed consolidated financial statements.