

Date: August 9, 2016

Mr. Hari K.
Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot C/1, G Block
Bandra – Kurla Complex, Bandra (E)
Mumbai 400 051
Fax no.: 26598237/38

NSE Symbol: GEOMETRIC

The Manger
Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai – 400 001
Fax No.: 22723719/
22722037/39/41/61
BSE Scrip Code: 532312

Sub: Regulation 33 - Financial Results for the quarter ended June 30, 2016

Dear Sirs,

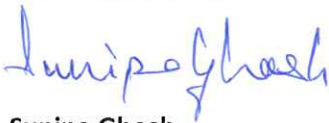
Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, we have pleasure to enclose herewith the financial results of the Company with audit reports for the quarter ended June 30, 2016 respectively.

The Board of Directors as its meeting held today approved the said results.

Kindly acknowledge receipt of the same.

Thanking you,

Yours Faithfully,
For **Geometric Ltd.**



Sunipa Ghosh
Company Secretary & Compliance Officer

Encl.: a/a.

Geometric Limited

CIN: L72200MH1994PLC077342

Unit No. 703-A, 7th floor, B Wing, Reliable Tech Park, Airoli, Navi Mumbai 400 708 India

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B S R & Co. LLP

Chartered Accountants

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Apollo Mills Compound
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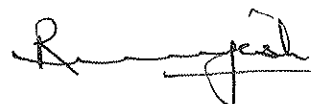
Review Report

To the Board of Directors Geometric Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Geometric Limited ('the Company' or 'the Parent Company') and its subsidiaries (the Company and its subsidiaries together referred to as the 'Group') and its associate for the quarter ended 30 June 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. We did not audit the interim financial statements of the associate included in the quarterly consolidated financial results, whose interim financial statements reflect the Group's share of net profit of Rs.107 million for the quarter ended 30 June 2016. These interim financial statements have been audited by other auditors whose report has been furnished to us, and our opinion on the quarterly consolidated financial results, to the extent they have been derived from such interim financial statements, is based solely on the report of such other auditors.
4. Based on our review conducted as stated above and based on the consideration of the report of the other auditors referred to in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with applicable Accounting Standards i.e Ind AS prescribed under section 133 of the Companies Act 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated 5 July 2016 in this regard including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S R & Co. LLP
Chartered Accountants

Firm's Registration No: 101248W/W-100022



Rajesh Mehra
Partner

Membership No:103145

Mumbai
9 August 2016

B S R & Co. LLP

Chartered Accountants

5th Floor, Lodha Excelus,
Apollo Mills Compound
N. M. Joshi Marg, Mahalaxmi
Mumbai - 400 011
India

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Auditor's Report on Quarterly Financial Results of Geometric Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To The Board of Directors of Geometric Limited

We have audited the quarterly standalone financial results of Geometric Limited ('the Company') for the quarter ended 30 June 2016 attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

These quarterly standalone financial results have been prepared on the basis of the interim condensed standalone financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim condensed standalone financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) for Interim Financial Reporting (Ind AS 34), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; and other accounting principles generally accepted in India.

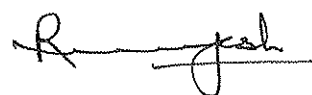
We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

Based on our audit conducted as above, in our opinion and to the best of our information and according to the explanations given to us, these quarterly standalone financial results;

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated 5 July 2016 in this regard; and
- (ii) give a true and fair view of the net profit (financial performance including other comprehensive income) and other financial information for the quarter ended 30 June 2016.

For **B S R & Co. LLP**
Chartered Accountants

Firm's Registration No: 101248W/W-100022



Rajesh Mehra
Partner

Membership No: 103145

Mumbai
9 August 2016

GEOMETRIC LIMITED
(CIN: L72200MH1994PLC077342)
Regd. Office: Plant 11, 3rd floor, Pirojshanagar, Vikhroli (West), Mumbai - 400 079.
Phone : (022) 67056500 Fax : (022) 67056891 e-mail: investor-relations@geometricglobal.com



STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 June 2016		Rupees in millions except per share data			
Sr. No.	Particulars	Quarter ended	Quarter ended	Quarter ended	Year ended
		30-Jun-16	31-Mar-16	30-Jun-15	31-Mar-16
		Unaudited*	Unaudited*	Unaudited*	Unaudited*
1	Income from operations	2,360	2,312	2,209	9,152
	Total income from operations	2,360	2,312	2,209	9,152
2	Expenses				
	(a) Employee benefit expenses	1,526	1,499	1,571	6,128
	(b) Depreciation and amortisation expense	25	25	21	96
	(c) Other expenses	600	484	574	2,081
	Total expenses	2,151	2,008	2,166	8,305
3	Profit from operations before other income, finance costs and exceptional items (1-2)	209	304	43	847
4	Other income	48	43	77	159
5	Profit from ordinary activities before finance costs and exceptional Items (3+4)	258	347	120	1,006
6	Finance costs	8	12	7	40
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	249	335	113	966
8	Exceptional items	-	-	-	-
9	Profit from ordinary activities before tax (7+8)	249	335	113	966
10	Tax expense	80	99	9	301
11	Profit from ordinary activities after tax (9-10)	169	236	104	665
12	Share of profit of equity accounted investees net of tax	107	97	84	351
13	Net Profit for the period before Minority Interest (11+12)	276	333	188	1,016
14	Minority interest	-	-	-	-
15	Net Profit after taxes and Minority Interest (13-14)	276	333	188	1,016
16	Total Other Comprehensive Income (net of tax)	(2)	4	(17)	(22)
17	Share of other comprehensive of equity accounted investees	9	(49)	(52)	(145)
18	Total Comprehensive Income for the period (15+16+17)	283	288	119	849
19	Paid-up equity share capital (Face value Rs. 2/- per share)	130	130	129	130
20	Reserves and surplus (excluding revaluation reserves) as per Balance Sheet of previous accounting year				4,771
21	Earnings Per Share (Face value Rs. 2/- per Share) (Not annualised)				
	-Basic	4.24	5.13	2.91	15.70
	-Diluted	4.24	5.12	2.91	15.70

* Refer note 4

The above consolidated unaudited results include the results of the following subsidiary companies & associates:

Company and Country of Incorporation	% Holding	Audited / Unaudited			
Geometric Americas Inc. USA	100%	Audited	Audited	Audited	Audited
Geometric Asia Pacific Pte. Ltd., Singapore and its Subsidiaries	100%	Unaudited	Unaudited	Unaudited	Unaudited
Geometric Europe GmbH, Germany and its Subsidiaries	100%	Unaudited	Unaudited	Unaudited	Unaudited
3D PLM Software Solutions Ltd., India and its Subsidiary	58%	Audited	Unaudited	Unaudited	Unaudited

Notes:

- The above results of the Group were reviewed and recommended by the Audit Committee on 4 August 2016 and subsequently approved by the Board of Directors at its meeting held on 9 August 2016.
- The Group adopted Indian Accounting Standards ('IND AS') notified by the Ministry of Corporate Affairs with effect from 1 April 2016. Accordingly, the financial results for the quarter ended 30 June 2016 are in compliance with IND AS and other accounting principles generally accepted in India and the results, for the comparative quarters ended 31 March 2016 and 30 June 2015 and for the previous year ended 31 March 2016, are also compliant with IND AS.
- During the quarter ended 30 June 2016, a total of 212,280 equity shares were issued pursuant to exercise of stock options under the Employee Stock Option Scheme of the Group.
- The consolidated unaudited financial results for the quarters ended 30 June 2016, 31 March 2016 and 30 June 2015 and for the year ended 31 March 2016 have been reviewed by the auditors and were compiled by the management after exercising necessary due diligence to ensure a true and fair view of the Company's affairs.

5 **Standalone Information (Audited):**

Particulars	Quarter ended	Quarter ended	Quarter ended	Year ended
	30-Jun-16	31-Mar-16	30-Jun-15	31-Mar-16
	Audited	Audited	Audited	Audited
Total income from operations	961	1,159	971	4,274
Profit before tax	191	534	97	1,281
Profit after tax	134	407	83	1,011

Standalone Financial Results for the quarter and year ended are available on Company's website (www.geometricglobal.com) and on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com).

- 6 On 1 April 2016, the Board of Directors of Geometric Limited approved the Composite Scheme of Arrangement and Amalgamation between Geometric Limited ('GL' or 'the Company'), HCL Technologies Limited ('HCL') and 3DPLM Software Solutions Limited ('3D PLM') and their respective shareholders and creditors pursuant to the provisions of Sections 391 to 394 read with Section 100 of the Companies Act, 1956 or under Section 230 to 234 of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 1956 and/or Companies Act, 2013 & the relevant provisions made thereunder ('the Scheme').

Pursuant to the Scheme, the IT enabled engineering services, PLM services and engineering design productivity software tools of the Company including its overseas subsidiaries (but excluding the shares held by the Company in 3D PLM) ("Demerged Business Undertaking") will be transferred to HCL.

In consideration for the transfer and vesting of the Demerged Business Undertaking, HCL shall issue and allot 10 equity shares of Rs. 2 each fully paid-up of HCL Technologies Ltd for every 43 equity shares of the face value of Rs. 2 each held by equity shareholders of the Company on the record date.

Thereafter, the Company, comprising the shares held by it in 3D PLM ("Remaining Undertaking") shall be merged and amalgamated with 3D PLM. In consideration of the amalgamation, 3D PLM shall issue and allot to each resident shareholder of the Company and, subject to approval by the Reserve Bank of India ('RBI'), all non-resident shareholders of the Company, 1 (one) fully paid up redeemable preference share of Rs.68 each ("Redeemable Preference Share") in 3D PLM for every 1 (one) fully paid up equity share each of the Company. In case, the approval of the RBI is not received, such shareholders shall be issued and allotted 24 fully paid unlisted equity shares of Rs. 10 each of 3D PLM for every 1793 fully paid up equity shares of Rs. 2 each of the Company held by such shareholders which shall be compulsorily purchased by Dassault Systems and/or its nominees immediately on issuance at a price of Rs. 5,080.30 per equity share.

The Redeemable Preference Shares issued by 3D PLM pursuant to the Amalgamation are proposed to be listed on the BSE.

The Scheme is subject to the approval of the shareholders and such other persons as may be required under applicable law, the stock exchanges where the shares of the Companies are listed, Securities and Exchange Board of India, the Hon'ble High Court of Judicature at Bombay, Hon'ble High Court of Judicature at New Delhi and / or such other competent statutory / regulatory authorities as may be required under applicable law. The Appointed Date of the Scheme is 31 March 2016.

The parties have executed appropriate transaction documents which includes a Framework Agreement between HCL and the Company that sets out certain covenants and obligations in relation to the transaction until completion.

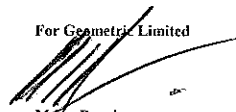
7 **Reconciliation of net profit as reported under previous Generally Accepted Accounting Principles ('Previous GAAP') to net profit as per IND AS :**

Nature of Adjustments	Quarter ended	Quarter ended	Year ended
	31-Mar-16	30-Jun-15	31-Mar-16
Net profit as per previous GAAP	343	191	1,053
Share based compensation cost as per fair value	(5)	(4)	(21)
Adjustment related to lease rent straightlining	(3)	(2)	(7)
Acturial gain / (loss) on employee defined benefit plan recognised in Other Comprehensive Income	2	(1)	(7)
Effect of measuring investments at fair value through profit and loss	3	2	7
Effect of fair value adjustment of security deposits *	(0)	(0)	(0)
Share of IND AS adjustment of an equity accounted investee	(1)	2	(7)
Deferred tax effect of IND AS adjustments as above	(5)	0	(2)
Net profit as per IND AS	333	188	1,016
Other Comprehensive Income (net of tax)	(45)	(69)	(167)
Total Comprehensive Income as per IND AS	288	119	849

* value is less than one million rupees

- 8 Previous period's / year figures have been regrouped / reclassified wherever necessary to correspond with the current period's classification / disclosure.

Place: Mumbai
Date : 9 August 2016

For Geometric Limited

Manu Parpia
Managing Director & CEO

GEOMETRIC LIMITED
(CIN: L72200MH1994PLC077342)
Regd. Office: Plant 11, 3rd floor, Pirojshanagar, Vikhroli (West), Mumbai - 400 079.
Phone : (022) 67056500 Fax : (022) 67056891 e-mail: investor-relations@geometricglobal.com



STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2016		(Rupees in millions, except per share data)			
Sr. No.	Particulars	Quarter ended 30-Jun-16	Quarter ended 31-Mar-16	Quarter ended 30-Jun-15	Year ended 31-Mar-16
		Audited	Audited	Audited	Audited
1	Income from operations				
	(a) Income from operations	937	1,108	959	4,160
	(b) Other operating income	24	51	12	114
	Total Income from operations	961	1,159	971	4,274
2	Expenses				
	(a) Employee benefit expenses	528	521	577	2,195
	(b) Depreciation and amortisation expense	22	23	18	86
	(c) Other expenses	271	262	369	1,295
	Total expenses	821	806	964	3,576
3	Profit from operations before other income, finance costs and exceptional items (1-2)	140	353	7	698
4	Other income	52	185	93	597
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	192	538	100	1,295
6	Finance costs	1	4	3	14
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	191	534	97	1,281
8	Exceptional items	-	-	-	-
9	Profit from ordinary activities before tax (7+8)	191	534	97	1,281
10	Tax expense	57	127	14	270
11	Net Profit from ordinary activities after tax (9-10)	134	407	83	1,011
12	Total Other Comprehensive Income (net of tax)	(2)	4	(17)	(22)
13	Total Comprehensive Income for the period (11+12)	132	411	66	989
14	Paid-up equity share capital (Face value Rs. 2/- per share)	130	130	129	130
15	Reserves and surplus (excluding Revaluation Reserves) as per Balance Sheet of previous accounting year				4,583
16	Earnings Per Share (Face value Rs. 2/- per share) (Not annualised)				
	-Basic	2.05	6.27	1.29	15.61
	-Diluted	2.05	6.21	1.29	15.58

Notes:

- The above results of the Company were reviewed and recommended by the Audit Committee on 4 August 2016 and subsequently approved by the Board of Directors at its meeting held on 9 August 2016.
- The Company adopted Indian Accounting Standards ('IND AS') notified by the Ministry of Corporate Affairs with effect from 1 April 2016. Accordingly, the financial results for the quarter ended 30 June 2016 are in compliance with IND AS and other accounting principles generally accepted in India and the results, for the comparative quarters ended 31 March 2016 and 30 June 2015 and for the previous year ended 31 March 2016, are also compliant with IND AS.
- During the quarter ended 30 June 2016, a total of 212,280 equity shares were issued pursuant to exercise of stock options under the Employee Stock Option Scheme of the Company.
- As per IND AS-108 Operating segments, if a single financial report contains both consolidated financial statements and the separate financial statements of the parent, segment information need be presented only on the basis of the consolidated financial statements. Accordingly, information required to be presented under IND AS-108 Operating segments, has been disclosed in the consolidated financial results.

- 5 On 1 April 2016, the Board of Directors of Geometric Limited approved the Composite Scheme of Arrangement and Amalgamation between Geometric Limited ('GL' or 'the Company'), HCL Technologies Limited ('HCL') and 3DPLM Software Solutions Limited ('3D PLM') and their respective shareholders and creditors pursuant to the provisions of Sections 391 to 394 read with Section 100 of the Companies Act, 1956 or under Section 230 to 234 of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 1956 and/or Companies Act, 2013 & the relevant provisions made thereunder ('the Scheme').

Pursuant to the Scheme, the IT enabled engineering services, PLM services and engineering design productivity software tools of the Company including its overseas subsidiaries (but excluding the shares held by the Company in 3D PLM) ('Demerged Business Undertaking') will be transferred to HCL.

In consideration for the transfer and vesting of the Demerged Business Undertaking, HCL shall issue and allot 10 equity shares of Rs. 2 each fully paid-up of HCL Technologies Ltd for every 43 equity shares of the face value of Rs. 2 each held by equity shareholders of the Company on the record date.

Thereafter, the Company, comprising the shares held by it in 3D PLM ('Remaining Undertaking') shall be merged and amalgamated with 3D PLM. In consideration of the amalgamation, 3D PLM shall issue and allot to each resident shareholder of the Company and, subject to approval by the Reserve Bank of India ('RBI'), all non-resident shareholders of the Company, 1 (one) fully paid up redeemable preference share of Rs.68 each ('Redeemable Preference Share') in 3D PLM for every 1 (one) fully paid up equity share each of the Company. In case, the approval of the RBI is not received, such shareholders shall be issued and allotted 24 fully paid unlisted equity shares of Rs. 10 each of 3D PLM for every 1793 fully paid up equity shares of Rs. 2 each of the Company held by such shareholders which shall be compulsorily purchased by Dassault Systems and/or its nominees immediately on issuance at a price of Rs. 5,080.30 per equity share.

The Redeemable Preference Shares issued by 3D PLM pursuant to the Amalgamation are proposed to be listed on the BSE.

The Scheme is subject to the approval of the shareholders and such other persons as may be required under applicable law, the stock exchanges where the shares of the Companies are listed, Securities and Exchange Board of India, the Hon'ble High Court of Judicature at Bombay, Hon'ble High Court of Judicature at New Delhi and / or such other competent statutory / regulatory authorities as may be required under applicable law. The Appointed Date of the Scheme is 31 March 2016.

The parties have executed appropriate transaction documents which includes a Framework Agreement between HCL and the Company that sets out certain covenants and obligations in relation to the transaction until completion.

- 6 **Reconciliation of net profit as reported under previous Generally Accepted Accounting Principles ('Previous GAAP') to net profit as per IND AS :**

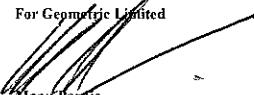
Nature of Adjustments	Quarter ended	Quarter ended	Year ended
	31-Mar-16	30-Jun-15	31-Mar-16
Net profit as per previous GAAP	392	61	977
Share based compensation cost as per fair value	(3)	(4)	(15)
Adjustment related to lease rent straightlining	(1)	(1)	(3)
Actuarial gain / (loss) on employee defined benefit plan recognised in Other Comprehensive Income	2	(1)	(7)
Effect of measuring investments at fair value through profit and loss	3	2	7
Effect of exchange difference on translation of long-term loans	15	26	50
Effect of fair value adjustment of security deposits *	-	-	-
Deferred tax effect of IND AS adjustments as above	(1)	-	2
Net profit as per IND AS	407	83	1,011
Other Comprehensive Income (net of tax)	4	(17)	(22)
Total Comprehensive Income as per IND AS	411	66	989

* value is less than one million rupees

- 7 Previous period's / year figures have been regrouped / reclassified wherever necessary to correspond with the current period's classification / disclosure.

Place: Mumbai
Date : 9 August 2016

For Geometric Limited


Anant Parpia
Managing Director & CEO

GEOMETRIC LIMITED

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2016 (Continued)

Consolidated unaudited segment information for the quarter ended 30 June 2016

Rupees in millions, except per share data

	Particulars	Quarter ended	Quarter ended	Quarter ended	Year ended
		30-Jun-16	31-Mar-16	30-Jun-15	31-Mar-16
		Unaudited	Unaudited	Unaudited	Unaudited
A	PRIMARY SEGMENTS REVENUE				
	Segment Revenue				
	Products	184	199	154	722
	Software Services	1,268	1,250	1,068	4,646
	Engineering Services	908	863	987	3,784
	Total	2,360	2,312	2,209	9,152
	Less : Inter Segment Revenue	-	-	-	-
	Net Revenue from Operations	2,360	2,312	2,209	9,152
B	Segment Results				
	Products	75	91	70	324
	Software Services	363	405	114	1,120
	Engineering Services	267	230	258	1,095
	Total	705	726	442	2,539
	(a) Finance Cost	8	12	7	40
	(b) Other unallocable expense net of unallocable income	448	379	322	1,533
	Profit/(Loss) from Ordinary Activities before Tax	249	335	113	966
C	Capital Employed (Segment Assets - Segment Liabilities) (See Note 2 below)				
	SECONDARY GEOGRAPHICAL SEGMENTS REVENUE				
	USA	1,324	1,346	1,428	5,748
	Europe	594	536	426	1,963
	Asia Pacific	154	179	179	671
	India	288	251	176	770
		2,360	2,312	2,209	9,152

Note:1. Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented in to three key business segments comprising Products, Software services and Engineering services. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments

2. Assets and liabilities used in the Company's business are not identified to any of the reportable segments, as these are used interchangeably between segments. Hence, it is not practicable to provide segment disclosures relating to segment assets and liabilities.

Place: Mumbai

Date : 09 August 2016