

Date: October 25, 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 and half year ended September 30, 2016

Dear Sirs,

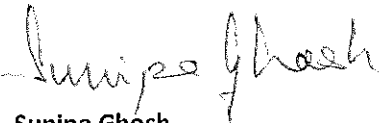
Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, we have pleasure to enclose herewith the Consolidated financial results with Limited Review Report and Standalone financial results of the Company with Audit Report for the quarter and half year ended September 30, 2016.

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
Membership No: A22216

Encl.: a/a.

Geometric Limited

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Reg. Office: Plant 11, 3rd floor, Pirojshanagar, Vikhroli (West), Mumbai 400 079, India

CIN : L72200MH1994PLC077342

B S R & Co. LLP

Chartered Accountants

5th Floor, Lodha Excelus,
Apollo Mills Compound
N. M. Joshi Marg, Mahalaxmi
Mumbai - 400 011
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Auditor's Report on Quarterly Financial Results and Year to Date 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 standalone financial results of Geometric Limited ('the Company') for the quarter ended 30 September 2016 and year to date financial results for the period from 1 April 2016 to 30 September 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 as well as year to date 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 and the year to date 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 September 2016 as well as for the year to date financial results for the period from 1 April 2016 to 30 September 2016.

For B S R & Co. LLP
Chartered Accountants

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



Bhavesh Dhupelia
Partner

Membership No: 042070

Mumbai
25 October 2016

B S R & Co (a partnership firm with
Registration No. BA61223) converted into
B S R & Co. LLP (a Limited Liability Partnership
with LLP Registration No. AAB-8181)
with effect from October 14, 2013

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

GEOMETRIC LIMITED

(CIN: L72200MH1994PLC077342)

Regd. Office: Plant 11, 3rd floor, Pirojshanagar, Vikhroli (West), Mumbai - 400 079.

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Geometric

(Rupees in millions, except per share data)

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2016							
Sr. No.	Particulars	Quarter ended	Quarter ended	Quarter ended	Half year ended	Half year ended	Year ended
		30-Sep-16	30-Jun-16	30-Sep-15	30-Sep-16	30-Sep-15	31-Mar-16
		Audited	Audited	Audited	Audited	Audited	Audited
1	Income from operations						
	(a) Income from operations	1,043	937	1,016	1,980	1,975	4,160
	(b) Other operating income	74	24	19	98	31	114
	Total Income from operations	1,117	961	1,035	2,078	2,006	4,274
2	Expenses						
	(a) Employee benefit expenses	526	528	552	1,054	1,129	2,195
	(b) Depreciation and amortisation expense	23	22	23	45	41	86
	(c) Cost of Technical Subcontractor	30	36	93	66	200	278
	(d) Other expenses	210	235	264	445	526	1,017
	Total expenses	789	821	932	1,610	1,896	3,576
3	Profit from operations before other income, finance costs and exceptional items (1-2)	328	140	103	468	110	698
4	Other income	57	52	304	109	395	597
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	385	192	407	577	505	1,295
6	Finance costs	4	1	4	5	6	14
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	381	191	403	572	499	1,281
8	Exceptional items	-	-	-	-	-	-
9	Profit from ordinary activities before tax (7+8)	381	191	403	572	499	1,281
10	Tax expense	113	57	48	170	62	270
11	Net Profit from ordinary activities after tax (9-10)	268	134	355	402	437	1,011
12	Total Other Comprehensive Income (net of tax)	35	(2)	(22)	33	(39)	(22)
13	Total Comprehensive Income for the period (11+12)	303	132	333	435	398	989
14	Paid-up equity share capital (Face value Rs. 2/- per share)	131	130	129	131	129	130
15	Reserves and surplus (excluding Revaluation Reserves) as per Balance Sheet of previous accounting year						4,582
16	Earnings Per Share (Face value Rs. 2/- per share) (Not annualised)						
	-Basic	4.10	2.05	5.50	6.16	6.77	15.61
	-Diluted	4.09	2.05	5.49	6.16	6.77	15.58

Notes:

- The above results of the Company were reviewed and recommended by the Audit Committee on 22 October 2016 and subsequently approved by the Board of Directors at its meeting held on 25 October 2016.
- The Company adopted Ind-AS from April 1, 2016 and accordingly the transition was carried out from the Accounting Principles generally accepted in India as specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), in accordance with Ind-AS 101 - First time adoption of Indian Accounting Standards. Accordingly, the impact on transition has been recorded in opening reserves as at April 1, 2015 and all the periods presented have been restated accordingly.
- During the quarter ended 30 September 2016, a total of 121,692 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 Equity and Net profit as reported under previous Generally Accepted Accounting Principles ('Previous GAAP') and as per IND AS :

Nature of Adjustments	Net Profit Reconciliation			Equity Reconciliation	
	Quarter ended	Half year ended	Year ended	As at	As at
	30-Sep-15	30-Sep-15	31-Mar-16	31-Mar-16	1-Apr-15
Net profit/ Equity as per previous GAAP	346	406	977	4,673	3,805
Share based payment as per fair value for group companies	-	-	-	34	19
Share based compensation cost as per fair value	(5)	(9)	(15)	-	-
Adjustment related to lease rent straightlining	-	(1)	(3)	8	11
Actuarial gain / (loss) on employee defined benefit plan recognised in Other Comprehensive Income	(7)	(8)	(7)	-	-
Effect of measuring investments at fair value through profit and loss	(1)	1	7	7	-
Effect of exchange difference on translation of long-term loans	19	45	50	-	-
Effect of fair value adjustment of security deposits *	-	-	-	(1)	(1)
Deferred tax effect of IND AS adjustments as above	3	3	2	(4)	(4)
Effect of dividend and tax on dividend	-	-	-	-	194
Net profit/Equity as per IND AS	355	437	1,011	4,717	4,024
Other Comprehensive Income (net of tax)	(22)	(39)	(22)	(5)	(18)
Total Comprehensive Income/Equity as per IND AS	333	398	989	4,712	4,006

* 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.

For Geometric Limited


Manu Parpia
Managing Director & CEO

Place: Mumbai
Date : 25 October 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

**Geometric**

Audited Standalone Statement of Assets & Liabilities as at 30 September 2016

(Currency: Rupees in millions)

Condensed Balance Sheet as at	September 30, 2016	March 31, 2016
ASSETS		
Non-current assets		
(a) Property, plant and equipment	393	404
(b) Capital work-in-progress*	-	-
(c) Intangible assets	42	64
(d) Financial assets		
i. Investments	1,712	844
ii. Loans and advances	499	500
iii. Other financial assets	59	21
(e) Deferred tax assets (net)	40	46
(f) Other assets	195	180
Total non-current assets	2,940	2,059
Current assets		
(a) Financial assets		
i. Investments	635	1,140
ii. Trade and other receivables	1,448	1,512
iii. Cash and cash equivalents	110	58
iv. Other bank balances	7	9
v. Loans and advances	8	13
vi. Other financial assets	571	570
(b) Other assets	132	170
Total current assets	2,911	3,472
Total assets	5,851	5,531
EQUITY AND LIABILITIES		
Equity		
(a) Equity share capital	131	130
(b) Other equity	5,055	4,582
(c) Share application money pending allotment	2	-
Total equity	5,188	4,712
Liabilities		
Non-current liabilities		
Financial liabilities		
(a) Long term provision	12	22
Total non-current liabilities	12	22
Current liabilities		
(a) Financial liabilities		
i. Short term borrowings	200	198
ii. Trade and other payables	100	146
iii. Other financial liabilities	238	338
(b) Other liabilities	59	57
(c) Short term provisions	54	58
Total current liabilities	651	797
Total equity and liabilities	5,851	5,531

* value is less than one million rupees

For Geometric Limited

Manu Parpia
Managing Director & CEOPlace: Mumbai
Date : 25 October 2016