



XSL/SE/2019-20/35

February 12, 2020

The Secretary
Listing Department
BSE Limited
PJ Towers,
Dalal Street,
Mumbai - 400 001
Script Code: 532616

The Secretary
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/I, G Block, Bandra Kurla
Complex, Bandra (East), Mumbai 400 051
Script Code: XCHANGING

Sub: Outcome of the Board Meeting

Ref: Regulation 30, 33 & other applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Xchanging Solutions Limited, a DXC
Technology Company**

CIN: L72200KA2002PLC030072
Registered Office: Kalyani Tech Park - Survey
no 1, 6 & 24, Kundanhalli Village, K R Puram
Hobli, Bangalore - 560066, Karnataka, India
T +91.(0) 80.43640000
www.dxc.technology

Dear Sir/Madam,

This is to inform you that the Board of Directors of the Company at their meeting held today, February 12, 2020, have inter-alia considered and approved the following:

1. Unaudited financial results (Standalone and Consolidated) of the Company for the quarter and nine month ended December 31, 2019;

We are enclosing herewith copy of unaudited financial results (Standalone and Consolidated) of the Company along with limited review report of the Statutory Auditor.

The results will be published in the newspapers in terms of Regulation 47(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in due course and will also be placed on the website of the Company.

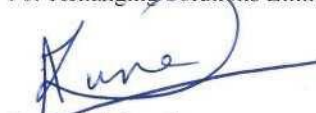
2. The meeting of the Board commenced at 11:30 AM and concluded at 5:00 PM.

Moreover, pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 including amendments thereof, Trading Window of Xchanging Solutions Limited will be opened from February 14, 2020.

You are kindly requested to take the above information on record.

Thanking You.

Yours Sincerely,
For Xchanging Solutions Limited


Aruna Mohandoss
Company Secretary & Compliance Officer
Membership No. A24023



Address: Kalyani Tech Park - Survey NO 1, 6 & 24, Kundanhalli Village,
K R Puram Hobli, Bangalore - 560066, Karnataka, India

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF XCHANGING SOLUTIONS LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **XCHANGING SOLUTIONS LIMITED** ("the Company"), for the quarter and nine months ended December 31, 2019 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "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. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **DELOITTE HASKINS & SELLS LLP**

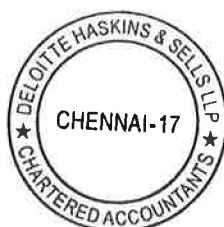
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



Bhavani Balasubramanian
(Partner)

(Membership No. 22156)
(UDIN:20022156AAAAAD8793)

Place: CHENNAI
Date: February 12, 2020





Statement of Standalone Unaudited Financial Results for the Quarter and Nine Months ended 31/12/2019						
(Rs in lakhs except for per share data)						
Sl. No.	Particulars	Quarter ended 31/12/2019	Quarter ended 30/09/2019	Corresponding quarter ended 31/12/2018	For the nine months ended 31/12/2019	For the nine months ended 31/12/2018
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
1.	Revenue from operations	1,080	1,084	1,428	3,252	3,943
2.	Other income	250	294	159	1,298	1,028
3.	Total Income (1+2)	1,330	1,378	1,587	4,550	4,971
4.	Expenses					
	Employee benefits expense	508	564	616	1,584	1,992
	Finance costs	4	4	-	9	1
	Depreciation and amortisation expense	29	16	6	32	27
	Other expenses	285	214	276	785	1,120
	Total expenses (4)	826	798	898	2,410	3,150
5.	Profit before tax (3-4)	504	580	689	2,140	1,821
6.	Tax expense / (benefit) (Refer note 3)					
	Current tax	123	223	181	621	512
	Current tax - for the earlier year	8	(567)	15	(578)	15
	Deferred tax	108	7	31	148	62
	Total tax expense (6)	239	(557)	227	190	784
7.	Profit for the period (5-6)	265	1,137	462	1,950	1,037
8.	Other comprehensive income / (expense)					
	(i) Items that will not be reclassified to profit or loss					
	- Remeasurements gains / (losses) on defined benefit plans	20	3	(8)	23	23
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(15)	(1)	2	(8)	(7)
9.	Total other comprehensive income / (expense) (8(i)+(ii))	5	2	(6)	15	16
10.	Total Comprehensive Income for the period (7+9)	270	1,139	456	1,965	1,053
11.	Paid up equity share capital (Face value per Share Rs 10/-, fully paid)	11,140	11,140	11,140	11,140	11,140
12.	Other Equity (excluding Revaluation Reserve)	-	-	-	-	-
13.	Earnings per Equity Share (Face value of Rs.10 each) (not annualised for the quarters)					
	Basic - In Rs	0.24	0.88	0.41	1.73	1.11
	Diluted - In Rs	0.24	0.66	0.41	1.73	1.11

Notes:

- The above unaudited financial results of Xchanging Solutions Limited (the Company) have been reviewed and recommended by the Audit Committee to the Board, and approved by the Board of Directors at its meeting held on February 12, 2020. The statutory auditors have carried out limited review of financial results for the quarter and nine months ended December 31, 2019.
- In accordance with Ind AS 108 - "Segment Reporting" the Company has identified only one primary segment viz., Information Technology (IT) services and accordingly the above results relate to this segment.
- The Company has adopted the option of lower tax rate as provided in the Taxation Law Amendment Act, 2019 and the consequent impact on the tax expense has been considered for the quarter and nine months ended December 31, 2019.
- Figures for the previous periods have been regrouped and reclassified, wherever necessary.

Place : Bangalore
Date : February 12, 2020



By Order of the Board of Directors

Chandrasekhar Rao Boddaju
Chandrasekhar Rao Boddaju
Managing Director and Chief Executive Officer
DIN: 08187777

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF XCHANGING SOLUTIONS LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **XCHANGING SOLUTIONS LIMITED** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter and nine months ended December 31, 2019 ("the Statement") being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "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. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Attention is drawn to Note 3 to the Statement which states that the consolidated figures for the corresponding quarter and nine months ended December 31, 2018, as reported in the accompanying Statement have been approved by the Parent's Board of Directors, but have not been subjected to review or audit.

4. The Statement includes the results of the following entities:
 - a. Xchanging Solutions (Singapore) Pte Ltd ("XSSPL") - Wholly Owned Subsidiary of Parent Company;
 - b. Xchanging Solutions USA Inc ("XSUI") - Wholly Owned Subsidiary of Parent Company;
 - c. Xchanging Solutions (Europe) Limited ("XSEL") - Wholly Owned Subsidiary of Parent Company;
 - d. Xchanging Solutions (Malaysia) Sdn Bhd - Wholly owned Subsidiary of XSSPL; and
 - e. NexPLICIT Infotech India Private Limited - Wholly owned Subsidiary of XSUI.



5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. The consolidated unaudited financial results includes the financial information of three subsidiaries which have not been reviewed/audited by their auditors, whose interim financial information reflect total revenue of Nil for the quarter and nine months ended December 31, 2019, total loss after tax and Total Comprehensive loss of nil and Rs 399 lakhs for the quarter and nine months ended December 31, 2019 respectively. According to the information and explanations given to us by the Management, these interim financial information are not material to the Group.

Our Conclusion on the Statement is not modified in respect of our reliance on the interim financial information certified by the Management.

For **DELOITTE HASKINS & SELLS LLP** ✓
Chartered Accountants ✓
(Firm's Registration No. 117366W/W-100018) ✓

Bhavana Balasubramanian

Bhavani Balasubramanian ✓
(Partner) ✓
(Membership No. 22156) ✓
(UDIN:20022156AAAAAE5300) ✓

Place: CHENNAI
Date: February 12, 2020





Statement of Consolidated Unaudited Financial Results for the Quarter and Nine Months ended 31/12/2019 (Rs in lakhs except for per share data)						
Sl. No.	Particulars	Quarter ended 31/12/2019	Quarter ended 30/09/2019	Corresponding quarter ended 31/12/2018	For the nine months ended 31/12/2019	For the nine months ended 31/12/2018
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1.	Revenue from operations	4,591	4,684	4,909	13,672	13,555
2.	Other income	256	300	164	836	1,272
3.	Total Income (1+2)	4,847	4,984	5,073	14,508	14,827
4.	Expenses					
	Employee benefits expense	1,848	1,935	2,173	5,892	6,679
	Finance costs	4	4	10	10	1
	Depreciation and amortisation expense	39	33	7	102	32
	Other expenses	2,056	1,372	1,223	4,539	4,072
	Total expenses (4)	3,947	3,344	3,403	10,543	10,784
5.	Profit before tax (3-4)	900	1,640	1,670	3,965	4,043
6.	Tax expense / (benefit)					
	Current tax	164	323	304	819	786
	Current tax - for the earlier year	8	(567)	15	(579)	15
	Deferred tax	108	7	30	148	61
	Total tax expense (6)	280	(257)	349	388	862
7.	Profit for the period (5-6)	620	1,897	1,321	3,577	3,281
8.	Other comprehensive income / (expense)					
	(A) (i) Items that will not be reclassified to profit or loss					
	- Remeasurements gains / (losses) on defined benefit plans	20	3	(8)	23	23
	(A) (ii) Income tax relating to items that will not be reclassified to profit or loss	(5)	(1)	2	(6)	(7)
	(B) (i) Items that may be reclassified to profit or loss					
	- Exchange differences in translating the financial statements of foreign operations	110	267	(428)	354	468
	(B) (ii) Income tax relating to items that may be reclassified to profit or loss	(18)	(78)	125	(89)	(136)
9.	Total other comprehensive income / (expense) (8(A)(i)-(ii) + 8(B)(i)-(ii))	107	191	(309)	282	348
10.	Total Comprehensive Income for the period (7+9)	727	2,088	1,012	3,859	3,629
11.	Paid up equity share capital (Face value per Share Rs 10/-, fully paid)	11,140	11,140	11,140	11,140	11,140
12.	Other Equity (excluding Revaluation Reserve)					
13.	Earnings per Equity Share (Face value of Rs 10 each) (not annualised for the quarters)					
	Basic - In Rs	0.56	1.70	1.18	3.30	2.71
	Diluted - In Rs	0.56	1.70	1.18	3.30	2.71

- Notes:**
- The above unaudited financial results of Xchanging Solutions Limited (the Company) and its subsidiaries (the Company and its subsidiaries together referred to as "the Group") have been reviewed and recommended by the Audit Committee to the Board, and approved by the Board of Directors at its meeting held on February 12, 2020. The statutory auditors have carried out limited review of financial results for the quarter and nine months ended December 31, 2019.
 - In accordance with Ind AS 108 - "Segment Reporting" the Group has identified only one primary segment viz., Information Technology (IT) services and accordingly the above results relate to this segment.
 - As the Group is required to publish quarterly consolidated financial results beginning from the quarter ended June 30, 2019 the comparative consolidated financial results for the quarter and nine months ended December 31, 2018 have been approved by the Company's Board of Directors and have not been subjected to limited review or audit by the statutory auditor.
 - Figures for the previous periods have been regrouped and reclassified, wherever necessary.

Place : Bengaluru
Date : February 12, 2020



By Order of the Board of Directors

Chandrasekhara Rao Boddiga
Chandrasekhara Rao Boddiga
Managing Director and Chief Executive Officer
DIN: 08185777