



XSL/SE/2018

February 13, 2018

The Asst. Vice President,
National Stock Exchange of India
Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
Fax :No. 022 - 26598237/8
Scrip Code: XCHANGING

Department of Corporate
Services - CRD
BSE Limited,
Floor 25, Phiroze Jeejeebhoy
Towers,
Dalal Street, Mumbai - 400
001
Fax No. 022 - 22723121
Scrip Code: 532616

Xchanging Solutions Limited, a DXC
Technology Company

CIN: L72200KA2002PLC030072

Registered Office: SJR I-Park, Plot No. 13,
14, 15 EPIP Industrial Area, Phase 1,
Whitefield, Bangalore, Karnataka - 560 066
India

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www.dxc.technology

Sub: Outcome of the Board Meeting

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

Dear Sir/Madam

This is to inform you that the Board of Directors of the Company at their
meeting held today, February 13, 2018, have *inter-alia* considered and
approved:

1. Unaudited standalone financial results of the Company for the
quarter & nine months ended December 31, 2017.

We are enclosing herewith the copy of the unaudited financial
results of the Company, along with Limited Review Report of the
Statutory Auditor.

2. Appointment of Secretarial Auditor for the Financial Year Ended
March 31, 2018.
3. The meeting of the Board commenced at 1:00 PM and concluded
at 3:55 PM.

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

Thanking You,

Yours Sincerely,
For Xchanging Solutions Limited


Mayank Jain
Company Secretary

Membership No. A26620

Address: SJR I Park, Plot no. 13, 14, 15
EPIP Industrial Area, Phase 1 Whitefield, Bangalore - 560066

Encl: as above

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM 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, 2017 ("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 modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement which is the responsibility of the Company's Management and approved by the 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 issue a report on the Statement based on our review.

2. 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. 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. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards 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 modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.



4. Attention is invited to Note 2 in the Statement, regarding redemption of certain debentures, aggregating to Rs. 625 Lakhs, by the Company in the year 2007. On the basis of an interim application filed by the Third Party, the Hon'ble High Court passed an Interim Order in September 2007 restraining the Company from reflecting the redemption of debentures and directing the Company to continue to show it as due and payable which Order was made absolute in December 2010. The Hon'ble Madras High Court vide order dated September 28, 2016 dismissed the suit filed by the said Third Party and also set aside the interim order. The Third Party has approached the Hon'ble Supreme Court against the said order of the Hon'ble Madras High Court. On January 20, 2017 the Hon'ble Supreme Court has issued notice to the Company. Based on the legal advice obtained, the Company is of the opinion that no adjustments are considered necessary. Our report is not modified in respect of this matter.

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

Bhavani Balasubramanian

Bhavani Balasubramanian
Partner
(Membership No. 22156)

Bangalore, February 13, 2018



(Rs in lakhs)						
Statement of Standalone Unaudited Financial Results For the Quarter and Nine Months ended 31/12/2017						
Sl. No.	Particulars	Quarter ended 31/12/2017	Quarter ended 30/09/2017	Corresponding quarter ended 31/12/2016 in the previous year	For the nine months period ended 31/12/2017	For the twelve months period ended 31/12/2016
	(Refer Notes Below)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
1.	Revenue from operations	1,379	1,261	1,899	4,149	8,168
2.	Other income	252	202	181	634	780
3.	Total Revenue (1+2)	1,631	1,463	2,080	4,783	8,948
4.	Expenses					
	Employee benefits expense	788	890	1,168	2,539	5,640
	Finance costs	1	1	2	4	12
	Depreciation and amortisation expense	22	27	63	84	234
	Other expenses	353	363	806	1,275	3,313
	Total Expenses	1,164	1,281	2,039	3,902	9,199
5.	Profit / (Loss) before tax (3-4)	467	182	41	881	(251)
6.	Tax expense / (benefit)					
	Current tax	231	88	23	409	177
	Deferred tax	(47)	(11)	(8)	(21)	(42)
	Net tax expense / (benefit)	184	77	15	388	135
7.	Net Profit / (Loss) after tax (5-6)	283	105	26	493	(386)
8.	Other Comprehensive Income/ (expense) (net of tax)	2	16	(13)	59	(27)
9.	Total Comprehensive Income/ (expense) (After tax) (7+8)	285	121	13	552	(413)
10.	Paid up equity share capital (Face Value per Share Rs 10/-)	11,140	11,140	11,140	11,140	11,140
11.	Earnings / (Loss) per Equity Share on Net Profit / (Loss) after tax (of Rs.10 each) (not annualised)					
	Basic- In Rs	0.25	0.09	0.02	0.44	(0.35)
	Diluted- In Rs	0.25	0.09	0.02	0.44	(0.35)

Notes to above results :

- 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 13, 2018. The statutory auditors have carried out limited review of financial results for the quarter and nine months ended December 31, 2017.
- On August 1, 2002, the Company issued 1,500,000, 11% debentures of face value of Rs. 100 each. The debentures were repayable at par at the end of five years from the date of issuance. Based on the orders of the Debt Recovery Tribunal, the Company had issued duplicate debenture certificates for 625,000 debentures in favour of a Bank and these debentures were redeemed in June 2007. Post redemption of these debentures, a civil suit was filed against the Company by Third Party claiming rights over the said 625,000 debentures. On the basis of an interim application filed by the Third Party, the Hon'ble High Court passed an Interim Order in restraining the Company from reflecting the redemption of debentures and directing the Company to continue to show it as due and payable. The Hon'ble Madras High Court vide order dated September 28, 2016 dismissed the suit filed by the said Third Party and also set aside the interim order. The Third Party has approached the Hon'ble Supreme Court against the said order of the Hon'ble Madras High Court. On January 20, 2017 the Hon'ble Supreme Court has issued notice to the Company. Based on the legal advice obtained, the company is of the opinion that no adjustments are considered necessary.
- The Company has only one primary segment viz., Information Technology (IT) services and accordingly the above results relate to this segment.
- The Company has adopted the Indian Accounting Standard (Ind AS) from April 1, 2017 and these financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 - Interim Financial Reporting prescribed under Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
- Reconciliation of profit/ (loss) after tax for the quarter and twelve months period ended December 31, 2016 between Ind AS compliant results as reported above with results reported in previous period as per Indian GAAP are given below:

(Rs in lakhs)			
Particulars	Notes	Quarter ended 31/12/2016	For the twelve months period ended 31/12/2016
Profit/ (Loss) after tax as reported in previous year as per Indian GAAP		13	(413)
Actuarial loss on defined benefit plan transferred to other comprehensive income/ (expense)	(A)	13	27
Profit/ (Loss) after tax as reported as per Ind AS		26	(386)
Other comprehensive expense (net of tax)		(13)	(27)
Total Comprehensive Income/ (expense) as per Ind AS		13	(413)

(A) The actuarial gains and losses, under Ind AS form part of remeasurement of the net defined benefit liability and is recognised in other comprehensive income, as against recognition in profit or loss under previous GAAP.

- In the previous year, to align with the provisions of Section 2(41) of the Companies Act, 2013 the Company had prepared its Financial Statements for a period of 15 months commencing from January 1, 2016. Therefore, the comparative figures presented in the Statement for year to date period are not entirely comparable.
- Figures for the previous periods have been regrouped and reclassified, wherever necessary.

By Order of the Board of Directors

K.S. Ramany
 Ramaswamy K S
 Executive Director & Chief Executive Officer

Place: *Bangalore*
 Date: *February 13, 2018*

