eClerx LLC
Balance Sheet as at 31 March 2018

	Notes	As at 31 March 2018 Amount in USD	As at 31 March 2017 Amount in USD
Assets			
Non-current assets			
Property, plant and equipment	3	1,026,609	685,984
Capital work in progress	3	11,907	113,074
Intangible assets	4	1,234,494	282,560
Financial assets			
Other financial assets	7	12,445	12,445
Deferred tax assets (net)	17	57,701	-
		2,343,156	**1,094,063**
Current assets			
Financial assets			
Trade receivables	5	9,216,051	6,226,177
Cash and cash equivalents	6.a.	1,799,190	3,361,401
Other bank balances	6.b.	200,251	214,211
Other financial assets	7	2,245,521	585,434
Other current assets	8	145,405	150,985
Current tax assets (net)		94,537	280,498
		13,700,955	**10,818,706**
Total assets		**16,044,111**	**11,912,769**
Equity and liabilities			
Equity			
Equity share capital	9	100	100
Contribution from Holding Company	10	1,554,231	1,159,106
Other equity	11	10,048,892	8,590,255
Total equity		**11,603,223**	**9,749,461**
Non-current liabilities			
Other non-current liabilities	13	64,136	36,760
Deferred tax liabilities (net)	17	-	10,272
		64,136	**47,032**
Current liabilities			
Financial liabilities			
Trade payables	14	679,886	66,026
Other financial liabilities	15	1,449,584	602,087
Other current liabilities	16	10,935	16,479
Employee benefit obligations	12	2,236,347	1,431,684
Current tax liabilities (net)		-	-
		4,376,752	**2,116,276**
Total equity and liabilities		**16,044,111**	**11,912,769**
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board
of Directors of eClerx LLC

Anjan Malik
Director

Joseph A. Menard
Director

eClerx LLC
Statement of Profit and Loss for the year ended 31 March 2018

	Notes	For the year ended 31 March 2018 Amount in USD	For the year ended 31 March 2017 Amount in USD
Revenue from operations	18	33,390,045	22,449,560
Government grant for export		3,689	-
Other income	19	9,383	406
Total Income		**33,403,117**	**22,449,966**
Expenses			
Employee benefits expense	20	20,246,173	13,366,398
Cost of technical sub-contractors		5,345,851	2,844,514
Depreciation and amortisation expense	21	824,999	406,031
Other expense	22	5,633,725	4,487,960
Total expenses		**32,050,748**	**21,104,903**
Profit before tax		**1,352,369**	**1,345,063**
Tax expenses			
Current tax	17		
Pertaining to current year		282,012	1,449,191
Adjustments in respect of current income tax of previous year		283,812	(210,790)
Deferred tax	17	(67,973)	318,098
Income tax expense		**497,851**	**1,556,499**
Profit / (Loss) for the year		**854,518**	**(211,436)**
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year, net of tax		**854,518**	**(211,436)**
Earnings per equity share (in USD)			
Basic (Face value of USD 1 each)	23	8,545.18	(2,114.36)
Diluted (Face value of USD 1 each)	23	8,545.18	(2,114.36)
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

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For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
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For and on behalf of the Board of Directors of eClerx LLC

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Joseph A. Menard
Director

eClerx LLC
Statement of cash flows for the year ended

	Notes	31 March 2018 Amount in USD	31 March 2017 Amount in USD
Operating activities			
Profit before tax		1,352,369	1,345,063
Adjustments to reconcile profit before tax to net cash flows:			
Depreciation of property, plant and equipment	21	479,224	353,530
Amortisation and impairment of intangible assets	21	345,775	52,501
Share-based payment expense	20	395,125	(126,075)
Interest Income	19	(69)	(59)
Income on sale of assets	19	(393)	-
		2,572,031	**1,624,960**
Working capital adjustments:			
(Decrease) in employee benefit obligations		804,663	(428,537)
(Increase) / Decrease in trade receivables		(2,989,874)	(3,495,294)
Decrease in other financial assets and other assets		(1,654,507)	484,011
(Decrease) in trade payables, other current and non current liabilities and financial liabilities		1,483,189	(403,902)
Tax credit on ESOP exercise		604,119	-
Cash (used in) / generated by operating activities		**819,621**	**(2,218,762)**
Income tax paid (net of refunds)		(97,851)	(1,393,096)
Net cash flows (used in) / from operating activities		**721,770**	**(3,611,858)**
Investing activities			
Purchase of property, plant and equipment (including capital work in progress)		(2,016,498)	(859,653)
Sale of property, plant and equipment		500	-
Increase in deposits with the bank		14,002	(90,124)
Interest received (finance income)		27	124
Net cash flows used in investing activities		**(2,001,969)**	**(949,653)**
Net decrease in cash and cash equivalents		**(1,280,199)**	**(4,561,511)**
Cash and cash equivalents at the beginning of the year		3,361,401	7,922,912
Cash and cash equivalents at the year end		**2,081,202**	**3,361,401**
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors of eClerx LLC

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Joseph A. Menard
Director

eClerx LLC
Statement of changes in equity for the year ended 31 March 2018

a. Equity share capital

	No. of shares	Share Capital
		Amount in USD
Equity shares of USD 1 each, subscribed and fully paid		
As at 1 April 2016	100	100
As at 31 March 2017	100	100
As at 31 March 2018	100	100

b. Other equity

For the year ended 31 March 2018

		Reserves and Surplus			Amount in USD
Particulars	**Contribution from Holding Company**	**Securities premium account**	**Capital reserve**	**Retained earnings**	**Total equity attributable to equity share holders of the Company**
As at 1 April 2017	1,159,106	29,190	100	8,560,965	9,749,361
Stock compensation charge / (credit)	395,125	-	-	-	395,125
Tax credit on ESOP exercise	-	-	-	604,119	604,119
Profit for the year	-	-	-	854,518	854,518
As at 31 March 2018	**1,554,231**	**29,190**	**100**	**10,019,602**	**11,603,123**

For the year ended 31 March 2017

		Reserves and Surplus			Amount in USD
Particulars	**Contribution from Holding Company**	**Securities premium account**	**Capital reserve**	**Retained earnings**	**Total equity attributable to equity share holders of the Company**
As at 1 April 2016	1,285,181	29,190	100	8,772,401	10,086,872
Stock compensation charge / (credit)	(126,075)	-	-	-	(126,075)
Profit for the year	-	-	-	(211,436)	(211,436)
As at 31 March 2017	**1,159,106**	**29,190**	**100**	**8,560,965**	**9,749,361**

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
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per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors of eClerx LLC

Anjan Malik
Director

Joseph A. Menard
Director

1. Corporate information

eClerx LLC ("the Company") was incorporated on March 06, 2002 in the state of Texas, United States of America. With effect from April 1, 2007 it became a 100% subsidiary of eClerx Services Limited, a company incorporated in India. eClerx LLC is a specialist Knowledge and Business Process Outsourcing ("KPO / BPO") company providing operational support, data management, and analysis solutions and sales and marketing support services to its clients.

2.A. Significant accounting policies

2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting standards) (Amendment) Rules, 2016.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value :

• Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

• Share based payments

However, as these financial statements are not statutory financial statements, full compliance with the Companies Act, 2013 is not required and so they do not reflect all disclosure requirements of the Companies Act, 2013.

2.2. Summary of significant accounting policies

a. Business combinations

Business combinations involving entities or businesses under common control shall be accounted for using the pooling of interests method - wherein:

(a) The assets and liabilities of the combining entities are reflected at their carrying amounts.

(b) The excess, if any, in the value of net assets and reserves to be vested in the transferee company, would be credited to the ‘Capital Reserve Account’.

(c) No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

b. Foreign currencies

The Company’s financial statements are presented in USD, which is also the Company’s functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company in its functional currency using spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated into the relevant functional currency at exchange rates at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

c. Fair value measurement

The Company measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

• In the principal market for the asset or liability or,

• In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
• Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
• Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
• Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

d. Revenue recognition
Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Rendering of services
Revenue from time and material and unit priced contracts are recognised when services are rendered and related costs are incurred. The service income is recognized as cost plus mark-up on the basis of agreement between the Principal and the Company. Revenue from fixed price contracts, are recognised over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion. Foreseeable losses on such contracts are recognised when probable. Revenue from maintenance contracts are recognised on pro-rata basis over the period of the contract.

Unbilled revenues included in other financial assets represent revenue in excess of billings as at the balance sheet date.

Advance billing included in other financial liabilities represents billing in excess of revenue recognised.

The Company presents revenues net of service tax and value added tax in its statement of profit and loss.

e. Taxes

Current income tax
Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in United States of America where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in Other comprehensive income (OCI) or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax
Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:
• When the deferred tax liability arises from an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
• In respect of taxable temporary differences associated with investments in subsidiaries when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

f. Property, plant and equipment

Property, plant and equipment (PPE) are stated at the cost of acquisition including incidental costs related to acquisition and installation less accumulated depreciation and impairment loss, if any.

Advances paid towards acquisition of property, plant and equipment are disclosed as capital advances under other non - current assets.

Capital work-in-progress includes cost of property, plant and equipment under installation/ under development as at the balance sheet date and are carried at cost, comprising of direct cost and directly attributable cost.

Gains or losses arising from disposal of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is disposed.

The Company provides depreciation on property, plant and equipment (other than leasehold improvements) using the Written Down Value. The rates of depreciation are arrived at, based on useful lives estimated by the management as follows:

Block of assets	Estimated useful life (in years)
Office Equipment	5
Furniture and Fixtures	10
Computers	3-6
Leasehold improvements	Lease term

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

g. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite. There are no intangible assets assessed with indefinite useful life.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gain or losses arising from the derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Intangible assets are amortised on straight-line basis as follows:

Block of assets	Estimated useful life (in years)
Computer Software	1-5

h. Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date. The arrangement is, or contains a lease if, fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. For arrangements entered into prior to 1 April 2015, the Company has determined whether the arrangement contains lease on the basis of facts and circumstances existing on the date of transition.

The Company as lessee

Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases are recognised in the statement of profit and loss on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

i. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash - generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash flows that are largely independent of those from other assets or group of asset's. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators. The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exists or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

j. Provisions and contingencies

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Contingent liabilities are disclosed in the notes.

k. Retirement and other employee benefits

The Company has a saving and investment plan under section 401(k) of the Internal Revenue Code of the United States of America. This is a defined contribution plan. Contributions are charged to the statement of profit and loss in the period in which employees render the related services.

l. Share - based payments

Employees of the Company receive from the Holding Company, eClerx Services Limited, remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The cost is recognised, together with a corresponding increase in 'Contribution from Holding Company' in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

m. Financial instruments
A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The Company recognises a financial asset or a liability in its balance sheet only when the entity becomes party to the contractual provisions of the instrument.

Financial assets
Initial recognition and measurement
All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement
For purposes of subsequent measurement financial assets are classified into three categories:
• Financial assets at fair value through OCI
• Financial assets at fair value through profit or loss
• Financial assets at amortised cost

Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.
• Business model test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).
• Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

All other financial assets are measured at fair value through profit or loss.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) when:

• The rights to receive cash flows from the asset have expired, or
• The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets
The Company assesses impairment based on expected credit losses (ECL) model to the following:
• Financial assets measured at amortised cost; and
• Financial assets measured at Fair value through other comprehensive income (FVTOCI)

Expected credit losses (ECL) are measured through a loss allowance at an amount equal to:
• the 12-month expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
• full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables or contract revenue receivables, the Company follows 'simplified approach' for recognition of impairment loss allowance.
Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognising impairment loss allowance based on 12-month ECL.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, payables, or derivatives as appropriate or as derivatives designated as hedging instruments in an effective hedge as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of payables, net of directly attributable transaction costs.

Subsequent measurement

The Company measures all financial liabilities at amortised cost using the Effective Interest Rate ('EIR') method except for financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Financial liabilities held for trading are measured at fair value through profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

n. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and short term investments with an original maturity of three months or less which are subject to an insignificant risk of changes in value.

2.B. Fair Values

The management assessed that cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The Company has no financial assets and financial liabilities which are measured at fair value through profit or loss.

2.C. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

b. Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the projections for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

3. Property, plant and equipment

	Computer hardware	Leasehold improvements	Furniture & fixtures	Office equipments	Total
	Amount in USD	Amount in USD	Amount in USD	Amount in USD	**Amount in USD**
Cost					
As at 1 April 2016	535,703	95,018	32,882	313,089	**976,692**
Additions	381,975	-	24,616	6,929	**413,520**
Disposals	-	-	-	-	**-**
As at 31 March 2017	**917,678**	**95,018**	**57,498**	**320,018**	**1,390,212**
Additions	524,691	62,491	83,058	149,716	**819,956**
Disposals	1,927	-	-	-	**1,927**
As at 31 March 2018	**1,440,442**	**157,509**	**140,556**	**469,734**	**2,208,241**
Depreciation and impairment					
As at 1 April 2016	202,780	27,184	8,785	111,949	**350,698**
Depreciation charge for the year	223,754	27,184	12,063	90,529	**353,530**
Disposals	-	-	-	-	**-**
As at 31 March 2017	**426,534**	**54,368**	**20,848**	**202,478**	**704,228**
Depreciation charge for the year	319,249	35,006	25,713	99,256	**479,224**
Disposals	1,820	-	-	-	**1,820**
As at 31 March 2018	**743,963**	**89,374**	**46,561**	**301,734**	**1,181,632**
Net Book Value					
As at 31 March 2018	**696,479**	**68,135**	**93,995**	**168,000**	**1,026,609**
As at 31 March 2017	**491,144**	**40,650**	**36,650**	**117,540**	**685,984**
As at 1 April 2016	**332,923**	**67,834**	**24,097**	**201,140**	**625,994**

Capital work in progress

	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
	Amount in USD	Amount in USD	Amount in USD
Leasehold Improvements		62,491	-
Furniture & Fixtures		50,583	-
Office equipments	11,907	-	-
Total	**11,907**	**113,074**	**-**

4. Intangible assets

	Computer Software	Customer Relationships	Goodwill	Total
	Amount in USD	Amount in USD	Amount in USD	**Amount in USD**
Cost				
As at 1 April 2016	**6,687**	**-**	**-**	**6,687**
Additions	333,059	-	-	**333,059**
Disposals	-	-	-	**-**
As at 31 March 2017	**339,746**	**-**	**-**	**339,746**
Additions	242,136	372,370	683,203	**1,297,709**
Disposals	-	-	-	**-**
As at 31 March 2018	**581,882**	**372,370**	**683,203**	**1,637,455**
Amortization and impairment				
At 1 April 2016	**4,685**	**-**	**-**	**4,685**
Depreciation charge for the year	52,501	-	-	**52,501**
Disposals	-	-	-	**-**
At 31 March 2017	**57,186**	**-**	**-**	**57,186**
Depreciation charge for the year	325,031	20,744		**345,775**
Disposals	-	-	-	**-**
At 31 March 2018	**382,217**	**20,744**	**-**	**402,961**
Net Book Value				
At 31 March 2018	**199,665**	**351,626**	**683,203**	**1,234,494**
At 31 March 2017	**282,560**	**-**	**-**	**282,560**
At 1 April 2016	**2,002**	**-**	**-**	**2,002**

Financial assets

5. Trade receivables

	As at 31 March 2018	As at 31 March 2017
	Amount in USD	Amount in USD
Trade receivables	1,333,647	368,964
Receivables from other related parties	7,882,404	5,857,213
Total trade receivables	**9,216,051**	**6,226,177**

	As at 31 March 2018	As at 31 March 2017
	Amount in USD	Amount in USD
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	-	-
Other receivables		
Unsecured, considered good		-
Impairment allowance	-	-
Total trade receivables	**-**	**-**

No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person.

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.

	As at 31 March 2018	As at 31 March 2017
6.a. Cash and cash equivalents	Amount in USD	Amount in USD
Balances with banks:		
In current accounts	1,799,190	3,361,401
	1,799,190	**3,361,401**

6.b. Other bank balances

	As at 31 March 2018	As at 31 March 2017
	Amount in USD	Amount in USD
Interest receivable	50	8
Earmarked bank balances with bank	200,201	214,203
	200,251	**214,211**
	1,999,441	**3,575,612**

Cash at bank earns interest at floating rates based on the daily bank deposit rates and the daily balances.

The time deposits earn interest at the respective deposit rates.

7. Other financial assets

	As at 31 March 2018 Amount in USD	As at 31 March 2017 Amount in USD
Non-current		
Corporate premises rent deposits	12,445	12,445
	12,445	**12,445**
Current		
Unbilled revenue	1,364,854	212,943
Staff accomodation rent deposits	2,650	2,650
Other advances	878,017	369,841
	2,245,521	**585,434**
	2,257,966	**597,879**

Break up of financial assets carried at amortised cost

	As at 31 March 2018 Amount in USD	As at 31 March 2017 Amount in USD
Trade receivables (refer note 5)	9,216,051	6,226,177
Cash and cash equivalents (refer note 6)	1,999,441	3,575,612
Other financial assets (refer note 7)	2,257,966	597,879
Total financial assets carried at amortised cost	**13,473,458**	**10,399,668**

8. Other current assets

	As at 31 March 2018 Amount in USD	As at 31 March 2017 Amount in USD
Prepaid expenses	116,139	150,985
Lease equalisation reserve	29,266	-
	145,405	**150,985**

9. Share Capital

Authorised share capital

	Equity shares	
	As at 31 March 2018	**As at 31 March 2017**
Authorized share capital		
100 (31 March 2017: 100) shares of USD 1 each	100	100
Issued, subscribed and fully paid up		
100 (31 March 2017: 100) shares of USD 1 each	100	100
	100	**100**

Terms / rights attached to equity shares

The Company has only one class of equity shares having a par value of USD 1 per share. Each holder of equity shares is entitled to one vote per equity share.

Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at 31 March 2018		As at 31 March 2017	
	Number of shares	% Holding	Number of shares	% Holding
eClerx Services Limited	100	100%	100	100%

10. Contribution from Holding Company

	As at 31 March 2018	**As at 31 March 2017**
ESOP charge from Holding Company		
Balance, beginning of the year	1,159,106	1,285,181
Charge for the year (refer note 20)	395,125	(126,075)
Balance, end of the year	**1,554,231**	**1,159,106**

11. Other equity

Securities premium

	Amount in USD
As at 1 April 2016	**29,190**
As at 31 March 2017	**29,190**
As at 31 March 2018	**29,190**

Capital reserve

	Amount in USD
As at 1 April 2016	**100**
As at 31 March 2017	**100**
As at 31 March 2018	**100**

Retained earnings

	Amount in USD
As at 1 April 2016	**8,772,401**
Add: Profit during the year	(211,436)
As at 31 March 2017	**8,560,965**
Add: Tax credit on ESOP exercise	604,119
Add: Profit during the year	854,518
As at 31 March 2018	**10,019,602**

Other reserves

	As at 31 March 2018	**As at 31 March 2017**
	Amount in USD	Amount in USD
Securities premium account	29,190	29,190
Capital reserve	100	100
Retained earnings	10,019,602	8,560,965
	10,048,892	**8,590,255**

12. Employee Benefit Obligations

	As at 31 March 2018	As at 31 March 2017
	Amount in USD	Amount in USD
Current		
Incentive to employees	2,236,347	1,431,684
	2,236,347	**1,431,684**

13. Other non-current liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in USD	Amount in USD
Lease equalisation reserve	64,136	36,760
	64,136	**36,760**

14. Trade payables

	As at 31 March 2018	As at 31 March 2017
	Amount in USD	Amount in USD
Trade payables	9,200	26,026
Trade payables to related parties	670,686	40,000
	679,886	**66,026**

- Trade payables are non-interest bearing and are normally settled on 30-day terms.
- For terms and conditions with related parties, refer note 25.
- For explanations on the Company's credit risk management processes, refer note 27.
- Trade payables are measured at amortised cost.

15. Other financial liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in USD	Amount in USD
Accrued expenses	1,375,896	599,505
Payable for capital expenditure	49,990	-
Advance billing	23,698	2,582
	1,449,584	**602,087**

Break up of financial liabilities at amortised cost

Other financial liabilities (refer note 15)	1,449,584	602,087
Trade payables (refer note 14)	679,886	66,026
	2,129,470	**668,113**

16. Other current liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in USD	Amount in USD
Taxes and other liabilities	10,935	-
Lease equalisation reserve	-	16,479
	10,935	**16,479**

17. Income Taxes

The major components of income tax expense for the years ended 31 March 2018 and 31 March 2017 are:

Statement of profit and loss:
Profit or loss section

	As at 31 March 2018 Amount in USD	As at 31 March 2017 Amount in USD
Current Income tax:		
Current income tax charged	282,012	1,449,191
Adjustment in respect of current income tax of previous year	283,812	(210,790)
Deferred tax	(67,973)	318,098
Income tax expense reported in the statement of profit or loss	**497,851**	**1,556,499**

Reconciliation of tax expense and the accounting profit multiplied by tax rate for 31 March 2018 and 31 March 2017:

	As at 31 March 2018 Amount in USD	As at 31 March 2017 Amount in USD
Accounting profit before income tax	1,352,369	1,345,063
At tax rate of 21.96% (31 March 2017: 39.12%)	296,980	526,189
Adjustments in respect of current income tax of previous years	283,812	(210,790)
Adjustment on deferred tax on account of stock compensation cost	(82,941)	35,046
Tax paid on merger of Agilyst Consulting Private Limited with eClerx Services Limited	-	1,206,054
Income tax expense reported in the statement of profit and loss at the effective income tax rate of 36.81% (31 March 2017: 115.72%)	497,851	1,556,499

Deferred tax:
Deferred tax relates to the following:

	Balance Sheet		Profit & Loss	
	As at 31 March 2018 Amount in USD	As at 31 March 2017 Amount in USD	31 March 2018 Amount in USD	31 March 2017 Amount in USD
Accelerated depreciation for tax purposes	(192,946)	(298,227)	(105,281)	225,190
Prepaid expenses	(24,389)	(50,320)	(25,931)	(24,963)
Expenses available for offsetting against future taxable income	275,036	338,275	63,239	117,871
Deferred tax expense/(income)			**(67,973)**	**318,098**
Net deferred tax assets/(liabilities)	**57,701**	**(10,272)**		

Reflected in the balance sheet as follows:

	As at 31 March 2018 Amount in USD	As at 31 March 2017 Amount in USD
Deferred tax assets	275,036	338,275
Deferred tax liabilities	(217,335)	(348,547)
Deferred tax assets/(liabilities), net	**57,701**	**(10,272)**

Reconciliation of deferred tax assets / (liabilities) (net):

	As at 31 March 2018 Amount in USD	As at 31 March 2017 Amount in USD
Opening balance	(10,272)	307,826
Tax income/(expense) during the period recognised in profit or loss	67,973	(318,098)
Closing balance	**57,701**	**(10,272)**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

18. Revenue from operations

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in USD	Amount in USD
Sale of services	33,390,045	22,449,560
	33,390,045	**22,449,560**

19. Other income

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in USD	Amount in USD
Gain on foreign exchange fluctuation (net)	1,110	-
Interest income on fixed deposit	69	59
Gain on sale of fixed assets/asset disposed off (net)	393	-
Miscellaneous Income	7,811	347
	9,383	**406**

20. Employee benefits expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in USD	Amount in USD
Salaries, wages and bonus	19,168,765	12,931,913
Contribution to provident and other funds	682,283	560,560
Employee stock compensation (credit) / charge	395,125	(126,075)
	20,246,173	**13,366,398**

21. Depreciation and amortisation expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in USD	Amount in USD
Depreciation of tangible assets (refer note 3)	479,224	353,530
Amortization of intangible assets (refer note 4)	345,775	52,501
	824,999	**406,031**

22. Other expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in USD	Amount in USD
Travelling expenses	1,940,268	1,531,976
Office base rentals	868,620	632,115
Legal and professional charges	700,655	570,849
Communication expenses	490,618	316,318
Business and promotion	426,938	613,988
Computer and electrical consumables	357,801	231,917
Subscription & membership fees	357,575	393,659
Office expenses	288,456	74,200
Rates and taxes	33,258	35,036
Electricity	32,846	32,547
Repairs and maintenance	32,021	5,050
Other insurance	30,602	15,749
Printing and stationery	28,030	14,705
Security charges	20,756	-
Donation	10,304	153
Bank charges	9,085	9,114
Accounts receivable processing charges	5,892	8,950
Loss on foreign exchange fluctuation (net)	-	1,634
	5,633,725	**4,487,960**

23. Earnings per share (EPS)

The basic earnings per equity share are computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting period. The number of shares used in computing diluted earnings per share comprises the weighted average number of equity shares considered for deriving basic earnings per equity share, and also the weighted average number of equity shares, which would be issued on the conversion of all dilutive potential equity shares into equity shares, unless the results would be anti-dilutive.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31 March 2018	31 March 2017
	Amount in USD	Amount in USD
Profit attributable to equity holders	854,518	(211,436)
Weighted average number of equity shares for -		
Basic EPS	100	100
Diluted EPS	100	100
Earnings per equity share (in USD)		
Basic	8,545.18	(2,114.36)
Diluted	8,545.18	(2,114.36)

24. Commitments

Operating lease commitments — Company as lessee

The Company has entered into operating leases for office facilities and residential premises for employees, which include leases that are renewable on a yearly basis, cancellable at its option and other long term leases.

	31 March 2018	31 March 2017
	Amount in USD	Amount in USD
Lease payments recognised in the statement of profit and loss	868,620	632,115
Future minimum lease payments for non-cancellable operating leases		
Within one year	462,634	389,819
After one year but not more than five years	1,222,047	385,425
Total	**1,684,681**	**775,244**

25. Business Combinations and Goodwill

Impairment testing of goodwill

Goodwill was acquired by Eclerx LLC through Assets purchase agreements entered with TwoFour Consulting, U.S.A., on 30 September 2017.The Company evaluates goodwill for impairment annually.The Company performs its annual impairment test for year ended March 31 2018 on Balance Sheet date. Following is the break-up of carrying amount of goodwill :

	March 31 2018 Amount in USD	**March 31 2017** Amount in USD
Two Four Consulting	683,203	-
	683,203	**-**

TwoFour Consulting Goodwill

The recoverable amount of TwoFour Consulting as on 31 March 2018 has been determined based on a value in use calculation using cash flow projections from financial budgets approved by the management covering a three year period. The projected cash flows have been updated to reflect the expected demand for these services.The growth rate used to extrapolate the cash flows of the Company for the three year period is 5% . The growth rate used to extrapolate the cash flows of the unit beyond the three-year period is 2% . This growth rate is in line with the industry average growth rate.The post tax discount rate applied to cash flow projections for impairment testing during the current year is in the range of 17.02% for its units in different countries. As a result of the analysis, the management did not identify any impairment for the Company.

Key assumptions used for value in use calculations

The calulation of value in use for Cash Generating Unit (CGU) is most sensitive to following assumptions:
Growth rate estimates: These are based on growth budgeted as per business plan. The management factors industry and segment growth rate including global business and economic uncertainities.

Margins & Costs: These are based on average margins achieved historically and adjusted for anticipated effciencies and planned expansions.

Discount Rates: They represent the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the Group and its operating segments and is derived from its weighted average cost of capital (WACC). The WACC takes into account equity and debt where the CGU has a borrowing. The cost of equity is derived from the expected return on investment by the Group's investors. The cost of debt is based on the interest borrowings the Group is obliged to service. Segment specific risk is incorporated by applying individual beta factors. The beta factors are evaluated annually based on publicly available market data. Adjustments to the discount rate are made to factor in the specific amount and timing of the future tax flows in order to reflect the pre-tax discount rate.

26. Related party transactions
A. Related Parties and Key Management Personnel

Name of related party and related party relationship

Related party under Ind AS 24 – Related Party Disclosures and as per Companies Act, 2013

(a) Where control exists:

1. eClerx Services Limited (Holding Company)

(b) Related party under IND AS 24 - Related party disclosures and as per Companies Act, 2013 with whom transactions have been taken place during the year:

Key Management Personnel:

1. Anjan Malik (Director)
2. Joseph A. Menard (Director)

Fellow Subsidiary:
1. eClerx Private Limited
2. eClerx Limited

B. Details of Related Party & Key Management Personnel Transactions:

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year.

Name	Nature of Transaction	Transactions during the year		Outstanding balance as at	
		31 March 2018	31 March 2017	31 March 2018	31 March 2017
		Amount in USD	Amount in USD	Amount in USD	Amount in USD
eClerx Services Limited	Income from operations	24,672,763	19,847,500	7,166,813 Receivable	5,816,113 Receivable
	Subcontract charges	671,861	-		
	Expenses incurred on behalf of the Company	48,172	19,500		
	Expenses incurred on behalf of Holding Company	-	969		
	Equity contribution for stock options (refer note 20)	395,125	(126,075)		
	Amount received on behalf of Holding Company	145,851	135,000		
	Amount received on behalf of the Company	100,750	76,264		
eClerx Private Limited	Expenses incurred by Company on behalf of fellow subsidiary	-	1,100	-	1,100Receivable
eClerx Limited	Expenses incurred by Company on behalf of fellow subsidiary	1,500	-	90,128 Receivable	-
	Expenses incurred by felllow subsidiary on behalf of Company	11,796	-		
	Amount received by fellow subsidiary on behalf of Company	90,128	-		

27. Segment Information

The Board of Directors of eClerx Services Limited i.e. Chief Operating Decision Maker ('CODM') evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by reportable segments. The Company operates under a single reportable segment which is data management, analytics solutions and process outsourcing services. Further the risks and rewards under various geographies where the Company operates are similar in nature.
The following tables present revenue and assets information regarding the Company's geographical segments:

	For the year ended	
	31 March 2018	**31 March 2017**
	Amount in USD	Amount in USD
Revenue from customers		
United States of America	8,685,398	2,602,060
United Kingdom	17,828	-
Europe	14,056	-
Asia Pacific	24,672,763	19,847,500
Total Revenue	**33,390,045**	**22,449,560**

The Company has one customer with revenue greater than 10% each of the total Company's revenue totalling to USD 24,672,763 for the year ended 31 March 2018 and one customer with a revenue greater than 10% each of the Company revenue totalling USD 19,847,500 for the year ended 31 March 2017.

	As at 31 March 2018	**As at 31 March 2017**
	Amount in USD	Amount in USD
Non - current operating assets		
Asia Pacific	2,273,010	1,081,618
Total Assets	**2,273,010**	**1,081,618**

Note: Non - current operating assets for this purpose consists of property plant and equipment, capital work in progress and other intangibles.

28. Financial risk management objectives and policies

The Company's principal financial liabilities comprises trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management provides assurance to the Board of Directors that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk mainly comprises of currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include deposits.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and followed up.

Trade receivables are evaluated by the Company based on specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.There is no impairment of receivables in any of the years.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy.

Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations.The objective of liquidity risk management is to maintian sufficient liquidity and ensure that funds are available for use as per requirements. The Company consistently generated sufficient cash flows from operations to meet its financial obligations as and when they fall due.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Amount in USD

	On demand	Less than 3 months	3 to 12 months	> 1 years	Total
Year ended 31 March 2018					
Other financial liabilities	-	1,399,594	49,990	-	1,449,584
Trade and other payables	-	478,713	201,173	-	679,886
	-	**1,878,307**	**251,163**	**-**	**2,129,470**

Amount in USD

	On demand	Less than 3 months	3 to 12 months	> 1 years	Total
Year ended 31 March 2017					
Other financial liabilities	-	602,087	-	-	602,087
Trade and other payables	-	66,026	-	-	66,026
	-	**668,113**	**-**	**-**	**668,113**

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company’s performance to developments affecting a particular industry. In order to avoid excessive concentrations of risk, the Company’s policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio.

29. Capital management

For the purpose of the Company’s capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company’s capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2018 and 31 March 2017.

30. Standards issued but not yet effective

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of Cash Flows' and Ind AS 102, 'Share-based Payment'. The amendments are applicable to the Company from 1 April 2017.

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is evaluating the requirements of the amendment and the effect on the financial statements.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

The Company does not have any cash-settled awards as at 31 March 2018.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors of eClerx LLC

Anjan Malik
Director

Joseph A. Menard
Director

eClerx Limited
Balance Sheet as at 31 March 2018

	Notes	As at 31 March 2018 Amount in GBP	As at 31 March 2017 Amount in GBP
Assets			
Non-current assets			
Property, plant and equipment	3	177,806	213,484
Capital work in Progress	3	730	-
Intangible Assets	4	7,729	-
Financial assets			
Other financial assets	7	33,761	33,761
		220,026	**247,245**
Current assets			
Financial assets			
Trade receivables	5	1,973,144	1,263,252
Cash and cash equivalents	6	604,645	721,050
Other financial assets	7	80,549	65,194
Other current assets	8	207,801	182,491
		2,866,139	**2,231,987**
Total assets		**3,086,165**	**2,479,232**
Equity and liabilities			
Equity			
Equity share capital	9	100	100
Contribution from Holding Company	10	382,160	286,573
Other equity	11	1,705,285	1,534,517
Total equity		**2,087,545**	**1,821,190**
Non-current liabilities			
Deferred tax liabilities (net)	16	14,436	15,730
		14,436	**15,730**
Current liabilities			
Financial liabilities			
Trade payables	13	57,162	-
Other financial liabilities	14	202,695	123,017
Other current liabilities	15	934	892
Employee benefit obligations	12	715,004	483,844
Current tax liabilities (net)		8,389	34,559
		984,184	**642,312**
Total equity and liabilities		**3,086,165**	**2,479,232**
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors of eClerx Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Baljit Phull
Director

eClerx Limited

Statement of Profit and Loss for the year ended 31 March 2018

	Notes	For the year ended 31 March 2018 Amount in GBP	For the year ended 31 March 2017 Amount in GBP
Revenue from operations	17	5,675,551	5,513,449
Total Income		**5,675,551**	**5,513,449**
Expenses			
Employee benefits expense	18	3,558,742	3,476,592
Cost of technical sub-contractors		693,369	380,762
Depreciation expense	19	79,519	74,936
Other expense	20	1,128,603	1,266,710
Total expenses		**5,460,233**	**5,199,000**
Profit before tax		**215,318**	**314,449**
Tax expenses			
Current tax	16		
Pertaining to current year		45,844	71,937
Adjustments in respect of current income tax of previous year		-	-
Deferred tax	16	(1,294)	(6,533)
Income tax expense		**44,550**	**65,404**
Profit for the year		**170,768**	**249,045**
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year, net of tax		**170,768**	**249,045**
Earnings per equity share (in GBP)			
Basic (Face value of GBP 1 each)	21	1,707.68	2,490.45
Diluted (Face value of GBP 1 each)	21	1,707.68	2,490.45
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors of eClerx Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Baljit Phull
Director

eClerx Limited
Statement of cash flows for the year ended

	Notes	31 March 2018 Amount in GBP	31 March 2017 Amount in GBP
Operating activities			
Profit before tax		215,318	314,449
Adjustments to reconcile profit before tax to net cash flows:			
Depreciation of property, plant and equipment	19	79,519	74,936
Share-based payment expense	18	95,587	(3,415)
		390,424	**385,970**
Working capital adjustments:			
Decrease in employee benefit obligations		231,160	(154,684)
(Increase) / Decrease in trade receivables		(709,892)	(28,786)
Decrease / (Increase) in other financial assets and other assets		(40,665)	32,650
(Decrease) / Increase in trade payables, other current and non current liabilities and financial liabilities		136,882	(145,268)
Cash generated by operating activities		**7,909**	**89,882**
Income tax paid (net of refunds)		(72,014)	(65,047)
Net cash flows from operating activities		**(64,105)**	**24,835**
Investing activities			
Purchase of property, plant and equipment (including capital work in progress)		(52,300)	(27,598)
Net cash flows (used in) investing activities		**(52,300)**	**(27,598)**
Net (decrease) / increase in cash and cash equivalents		**(116,405)**	**(2,763)**
Cash and cash equivalents at the beginning of the year		721,050	723,813
Cash and cash equivalents at the year end		**604,645**	**721,050**
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors of eClerx Limited

Anjan Malik
Director

Baljit Phull
Director

eClerx Limited
Statement of changes in equity for the year ended 31 March 2018

a. Equity share capital

	No. of shares	Share Capital
		Amount in GBP
Equity shares of GBP 1 each issued, subscribed and fully paid		
As at 1 April 2016	100	100
As at 31 March 2017	100	100
As at 31 March 2018	100	100

b. Other equity
For the year ended 31 March 2018 **Amount in GBP**

Particulars	Contribution from Holding Company	Retained Earnings	Total equity attributable to equity share holders of the Company
As at 1 April 2017	286,573	1,534,517	1,821,090
Stock Compensation charge / (credit)	95,587	-	95,587
Profit for the period	-	170,768	170,768
As at 31 March 2018	**382,160**	**1,705,285**	**2,087,445**

For the year ended 31 March 2017 **Amount in GBP**

Particulars	Contribution from Holding Company	Retained Earnings	Total equity attributable to equity share holders of the Company
As at 1 April 2016	289,988	1,285,472	1,575,460
Stock Compensation charge / (credit)	(3,415)	-	(3,415)
Profit for the period	-	249,045	249,045
As at 31 March 2017	**286,573**	**1,534,517**	**1,821,090**

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors of eClerx Limited

Anjan Malik
Director

Baljit Phull
Director

1. Corporate information
eClerx Limited ("the Company") was incorporated on January 11, 2000 in the United Kingdom. With effect from April 1, 2007 it became a 100% subsidiary of eClerx Services Limited, a Company incorporated in India. eClerx Limited is a specialised Knowledge and Business Process Outsourcing ("KPO / BPO") company providing operational support, data management, and analytics solutions and sales and marketing support services to its clients.

2.A. Significant accounting policies

2.1 Basis of preparation
The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting standards) (Amendment) Rules, 2016.
For all periods up to and including the year ended 31 March 2016, the Company prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ("Indian GAAP").
The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value :
• Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)
• Share based payments
The financial statements are presented in "GBP" and all values are stated GBP, except when otherwise indicated.
However, as these financial statements are not statutory financial statements, full compliance with the Companies Act, 2013 is not required and so they do not reflect all disclosure requirements of the Companies Act, 2013.

2.2. Summary of significant accounting policies

a. Foreign currencies
The Company's financial statements are presented in Great Britain Pound ("GBP"), which is also the Company's functional currency.

Transactions and balances
Transactions in foreign currencies are initially recorded by the Company in its functional currency using spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated into the relevant functional currency at exchange rates at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

b. Fair value measurement
The Company measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
• In the principal market for the asset or liability or,
• In the absence of a principal market, in the most advantageous market for the asset or liability.
The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
• Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
• Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
• Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

c. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Rendering of services

Revenue from time and material and unit priced contracts are recognised when services are rendered and related costs are incurred. The service income is recognized as cost plus mark-up on the basis of agreement between the Principal and the Company. Revenue from fixed price contracts, are recognised over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion. Foreseeable losses on such contracts are recognised when probable. Revenue from maintenance contracts are recognised on pro-rata basis over the period of the contract.

Unbilled revenues included in other financial assets represent revenue in excess of billings as at the balance sheet date.

Advance billing included in other financial liabilities represents billing in excess of revenue recognised.

The Company presents revenues net of service tax and value added tax in its statement of profit and loss.

d. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in United Kingdom where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in Other comprehensive income (OCI) or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

• When the deferred tax liability arises from an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

• In respect of taxable temporary differences associated with investments in subsidiaries when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

e. Property, plant and equipment

Property, plant and equipment (PPE) are stated at the cost of acquisition including incidental costs related to acquisition and installation less accumulated depreciation and impairment loss, if any.

Advances paid towards acquisition of property, plant and equipment are disclosed as capital advances under other non - current assets.

On transition to Ind AS , the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1 April 2015 measured as per the Indian GAAP and use that carrying value as the deemed cost of the Property, plant and equipment.

Gains or losses arising from disposal of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is disposed.

The Company provides depreciation on property, plant and equipment (other than leasehold improvements) using the Written Down Value. The rates of depreciation are arrived at, based on useful lives estimated by the management as follows:

Block of assets	Estimated useful life (in years)
Office Equipment	5
Furniture and Fixtures	10
Computers	3-6
Leasehold improvements	Lease term

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

f. Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date. The arrangement is, or contains a lease if, fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. For arrangements entered into prior to 1 April 2015, the Company has determined whether the arrangement contains lease on the basis of facts and circumstances existing on the date of transition.

The Company as lessee

Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases are recognised in the statement of profit and loss on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor’s expected inflationary cost increases.

g. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset’s recoverable amount. An asset’s recoverable amount is the higher of an asset’s or cash - generating unit’s (CGU) fair value less costs of disposal and its value in use. Recoverble amount is determined for an individual asset, unless the asset does not generate cash flows that are largely independent of those from other assets or group of asset’s. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company’s CGUs to which the individual assets are allocated.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exists or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

h. Provisions and contingencies
Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Contingent liabilities are disclosed in the notes.

i. Share - based payments
Employees of the Company receive from the holding company, eClerx Services Limited, remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).
The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The cost is recognised, together with a corresponding increase in 'Contribution from Holding Company' in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

j. Financial instruments
A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The Company recognises a financial asset or a liability in its balance sheet only when the entity becomes party to the contractual provisions of the instrument.

Financial assets
Initial recognition and measurement
All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement
For purposes of subsequent measurement financial assets are classified into three categories:
• Financial assets at fair value through OCI
• Financial assets at fair value through profit or loss
• Financial assets at amortised cost

Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.
• Business model test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).
• Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

All other financial assets are measured at fair value through profit or loss.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) when:

• The rights to receive cash flows from the asset have expired, or
• The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets
The Company assesses impairment based on expected credit losses (ECL) model to the following:
• Financial assets measured at amortised cost; and
• Financial assets measured at Fair value through other comprehensive income (FVTOCI)

Expected credit losses (ECL) are measured through a loss allowance at an amount equal to:
• the 12-month expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
• full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables or contract revenue receivables, the Company follows 'simplified approach' for recognition of impairment loss allowance.
Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognising impairment loss allowance based on 12-month ECL.
For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Financial liabilities
Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, payables, or derivatives as appropriate or as derivatives designated as hedging instruments in an effective hedge as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of payables, net of directly attributable transaction costs.

Subsequent measurement
The Company measures all financial liabilities at amortised cost using the Effective Interest Rate ('EIR') method except for financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Financial liabilities held for trading are measured at fair value through profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

Derecognition
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

k. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and short term investments with an original maturity of three months or less which are subject to an insignificant risk of changes in value.

2.B. Fair Values

The management assessed that cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The Company has no financial assets and financial liabilities which are measured at fair value through profit or loss.

2.C. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

b. Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the projections for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

3. Property, plant and equipment

	Computer Hardware	Leasehold Improvements	Furniture & Fixtures	Office Equipments	Total
	Amount in GBP	Amount in GBP	Amount in GBP	Amount in GBP	**Amount in GBP**
Cost					
As at 1 April 2016	134,875	170,412	7,770	41,249	**354,306**
Additions	6,346	-	10,015	11,237	**27,598**
Disposals	-	-	-	-	**-**
As at 31 March 2017	**141,221**	**170,412**	**17,785**	**52,486**	**381,904**
Additions	33,131	-	-	-	**33,131**
Disposals	-	-	-	-	**-**
As at 31 March 2018	**174,352**	**170,412**	**17,785**	**52,486**	**415,035**
Depreciation and impairment					
As at 1 April 2016	49,730	23,295	2,380	18,079	**93,484**
Depreciation charge for the year	37,648	23,295	2,154	11,839	**74,936**
Disposals	-	-	-	-	**-**
As at 31 March 2017	**87,378**	**46,590**	**4,534**	**29,918**	**168,420**
Depreciation charge for the year	31,580	23,295	3,596	10,338	**68,809**
Disposals	-	-	-	-	**-**
As at 31 March 2018	**118,958**	**69,885**	**8,130**	**40,256**	**237,229**
Net Book Value					
As at 31 March 2018	**55,394**	**100,527**	**9,655**	**12,230**	**177,806**
As at 31 March 2017	**53,843**	**123,822**	**13,251**	**22,568**	**213,484**
As at 1 April 2016	**85,145**	**147,117**	**5,390**	**23,170**	**260,822**

Details of Capital Work in Progress

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Capital Work in Progress	730	-
	730	**-**

4. Intangible Assets

	Computer Software	Total
	Amount in GBP	**Amount in GBP**
Cost		
As at 1 April 2016	-	**-**
Additions	-	**-**
Disposals	-	**-**
As at 31 March 2017	**-**	**-**
Additions	18,439	**18,439**
Disposals	-	**-**
As at 31 March 2018	**18,439**	**18,439**
Depreciation and impairment		
As at 1 April 2016	-	**-**
Depreciation charge for the year	-	**-**
Disposals	-	**-**
As at 31 March 2017	**-**	**-**
Depreciation charge for the year	10,710	**10,710**
Disposals	-	**-**
As at 31 March 2018	**10,710**	**10,710**
Net Book Value		
As at 31 March 2018	**7,729**	**7,729**
As at 31 March 2017	**-**	**-**
As at 1 April 2016	**-**	**-**

Financial assets
5. Trade Receivables

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Trade receivables	94,335	13,117
Receivables from other related parties	1,878,809	1,250,135
Total trade receivables	**1,973,144**	**1,263,252**

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	-	-
Other receivables		
Unsecured, considered good		-
Impairment allowance	-	-
Total trade receivables	**-**	**-**

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person.

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.

	As at 31 March 2018	As at 31 March 2017
6. Cash and cash equivalents	Amount in GBP	Amount in GBP
Balances with banks:		
In current accounts	604,645	721,050
	604,645	**721,050**

7. Other financial assets

	As at 31 March 2018 Amount in GBP	As at 31 March 2017 Amount in GBP
Non-current		
Corporate premises rent deposits	33,761	33,761
	33,761	**33,761**
Current		
Unbilled revenue	17,560	8,667
Staff accomodation rent deposits	5,622	5,621
Other deposits	1,591	1,218
Other advances	55,776	49,688
	80,549	**65,194**
	114,310	**98,955**

Break up of financial assets carried at amortised cost

	As at 31 March 2018 Amount in GBP	As at 31 March 2017 Amount in GBP
Trade receivables (refer note 4)	1,973,144	1,263,252
Cash and cash equivalents (refer note 5)	604,645	721,050
Other financial assets (refer note 6)	114,310	98,955
Total financial assets carried at amortised cost	**2,692,099**	**2,083,257**

8. Other current assets

	As at 31 March 2018 Amount in GBP	As at 31 March 2017 Amount in GBP
Prepaid expenses	163,794	137,097
Other tax credits	44,007	45,394
	207,801	**182,491**

9. Share Capital

Authorised share capital

	Equity shares	
	As at 31 March 2018	**As at 31 March 2017**
Authorized share capital		
1,000 (31 March 2017: 1,000) shares of GBP 1 each	1,000	1,000
Issued, subscribed and fully paid up		
100 (31 March 2017: 100) shares of GBP 1 each	100	100

There has been no movement in equity share capital during current and previous financial year

Terms / rights attached to equity shares
The Company has only one class of equity shares having a par value of GBP 1 per share. Each holder of equity shares is entitled to one vote per equity share.

Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	**As at 31 March 2018**		**As at 31 March 2017**	
	Number of shares	% Holding	Number of shares	% Holding
eClerx Services Limited	100	100%	100	100%

10. Contribution from Holding Company

	As at 31 March 2018	**As at 31 March 2017**
ESOP charge from Holding Company		
Balance, beginning of the year	286,573	289,988
Charge / (Credit) for the year (refer note 18)	95,587	(3,415)
Balance, end of the year	**382,160**	**286,573.00**

11. Other equity

Retained earnings

	Amount in GBP
As at 1 April 2016	**1,285,472**
Add: Profit during the year	249,045
As at 31 March 2017	**1,534,517**
Add: Profit during the year	170,768
As at 31 March 2018	**1,705,285**

Other reserves

	As at 31 March 2018	**As at 31 March 2017**
	Amount in GBP	Amount in GBP
Retained earnings	1,705,285	1,534,517
	1,705,285	**1,534,517**

12. Employee benefit obligations

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Current		
Incentive to employees	715,004	483,844
	715,004	**483,844**

13. Trade payables

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Trade payables	57,162	-
	57,162	**-**

- Trade payables are non-interest bearing and are normally settled on 30-day terms.
- For explanations on the Company's credit risk management processes, refer note 25.
- Trade payables are measured at amortised cost

14. Other financial liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Accrued expenses	202,695	123,017
Advance billing	-	-
	202,695	**123,017**

Break up of financial liabilities at amortised cost

Other financial liabilities (refer note 14)	202,695	123,017
Trade payables (refer note 13)	57,162	-
	259,857	**123,017**

15. Other current liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Statutory dues	934	892
	934	**892**

16. Income Taxes

The major components of income tax expense for the years ended 31 March 2018 and 31 March 2017 are:

Statement of profit and loss:
Profit or loss section

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Current Income tax:		
Current income tax charged	45,844	71,937
Adjustment in respect of current income tax of previous year	-	-
Deferred tax	(1,294)	(6,533)
Income tax expense reported in the statement of profit or loss	**44,550**	**65,404**

Reconciliation of tax expense and the accounting profit multiplied by United Kingdom's domestic tax rate for 31 March 2018 and 31 March 2017

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Accounting profit before income tax	215,318	314,449
At statutory income tax rate of 19% (31 March 2017: 20%)	40,910	62,890
Adjustments in respect of current income tax of previous years	-	-
Non-deductible expenses for tax purposes	3,640	2,514
Income tax expense reported in the statement of profit and loss at the effective income tax rate of 20.69% (31 March 2016: 20.80%)	44,550	65,404

Deferred tax:
Deferred tax relates to the following:

	Balance Sheet		Profit & Loss	
	As at 31 March 2018	As at 31 March 2017	31 March 2018	31 March 2017
	-	Amount in GBP	Amount in GBP	Amount in GBP
Accelerated depreciation for tax purposes	(14,436)	(15,730)	(1,294)	(6,533)
Deferred tax expense/(income)			**(1,294)**	**(6,533)**
Net deferred tax liabilities	**(14,436)**	**(15,730)**		

Reflected in the balance sheet as follows:

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Deferred tax assets	-	-
Deferred tax liabilities	(14,436)	(15,730)
Deferred tax liabilities, net	**(14,436)**	**(15,730)**

Reconciliation of deferred tax liabilities (net):

	As at 31 March 2018	As at 31 March 2017
	Amount in GBP	Amount in GBP
Opening balance	(15,730)	(22,263)
Tax income/(expense) during the period recognised in profit or loss	1,294	6,533
Closing balance	**(14,436)**	**(15,730)**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

17. Revenue from operations

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in GBP	Amount in GBP
Sale of services	5,675,551	5,513,449
	5,675,551	**5,513,449**

18. Employee benefits expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in GBP	Amount in GBP
Salaries, wages and bonus	3,456,320	3,475,259
Contribution to provident and other funds	6,835	4,748
Employee stock compensation charge / (credit)	95,587	(3,415)
	3,558,742	**3,476,592**

19. Depreciation expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in GBP	Amount in GBP
Depreciation of tangible assets (refer note 3)	68,809	74,936
Depreciation of intangible assets (refer note 4)	10,710	-
	79,519	**74,936**

20. Other expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in GBP	Amount in GBP
Travelling expenses	442,286	498,033
Office base rentals	245,491	231,959
Legal and professional charges	163,911	200,227
Business and promotion	81,102	97,911
Communication expenses	75,849	75,798
Computer and electrical consumables	29,588	11,890
Office expenses	22,208	23,177
Loss on foreign exchange fluctuation (net)	12,800	16,393
Donation	11,266	9,657
Auditor's remuneration (refer note below)	9,015	9,085
Repairs and maintenance		
Building	-	135
Others	7,613	52,604
Housekeeping Services	6,607	6,669
Electricity	5,220	5,757
Subscription & Membership fees	4,451	9,330
Other insurance	4,352	7,879
Bank charges	3,726	3,331
Printing and stationery	3,118	6,875
	1,128,603	**1,266,710**

Payments to auditors:

	For the year ended 31 March 2018	For the year ended 31 March 2017
As auditor	Amount in GBP	Amount in GBP
Audit fee	9,015	9,085
	9,015	**9,085**

21. Earnings per share (EPS)

The basic earnings per equity share are computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting period. The number of shares used in computing diluted earnings per share comprises the weighted average number of equity shares considered for deriving basic earnings per equity share, and also the weighted average number of equity shares, which would be issued on the conversion of all dilutive potential equity shares into equity shares, unless the results

The following reflects the income and share data used in the basic and diluted EPS computations:

	31 March 2018	**31 March 2017**
	Amount in GBP	Amount in GBP
Profit attributable to equity holders	170,768	249,045
Weighted average number of equity shares for-		
Basic EPS	100	100
Dilutive EPS	100	100
Earnings per equity share (in GBP)		
Basic	1,707.68	2,490.45
Diluted	1,707.68	2,490.45

22. Commitments

a. Leases

Operating lease commitments — Company as lessee

The Company has entered into operating leases for office facilities and residential premises for employees, which include leases that are renewable on a yearly basis, cancellable at its option and other long term leases.

	31 March 2018	**31 March 2017**
	Amount in GBP	Amount in GBP
Lease payments recognised in the statement of profit and loss	245,491	231,959

23. Related party transactions
A. Related Parties and Key Management Personnel

Name of related party and related party relationship

Related party under Ind AS 24 – Related Party Disclosures and as per Companies Act, 2013

(a) Where control exists:

1. eClerx Services Limited (Holding Company)

(b) Related party under Ind AS 24 – Related Party Disclosures and as per Companies Act, 2013 with whom transactions have taken place during the year

Key Management Personnel:
1. Anjan Malik (Director)

Fellow Subsidiary:
1. eClerx LLC
2. eClerx Investments (UK) Limited
3. CLX Europe Media Solution Limited

B. Details of Related Party & Key Management Personnel Transactions:

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year.

Name	Nature of Transaction	Transactions during the year		Outstanding Balance as at	
		31 March 2018	31 March 2017	31 March 2018	31 March 2017
		Amount in GBP	Amount in GBP	Amount in GBP	Amount in GBP
eClerx Services Limited	Income from Operations	5,305,000	5,183,100	1,889,220 Receivable	1,250,135 Receivable
	Sub contractor charges	17,667	-		
	Expenses incurred by Holding Company on behalf of Company	22,506	123		
	Equity Contribution for stock options (refer Note 10)	95,587	(3,415)		
	Amount received by Company on behalf of Holding Company	9,222			
	Amount received by Holding Company on behalf of Company	2,940	55,078		
eClerx Investments (UK) Limited	Expenses incurred on behalf of fellow subsidiary	-	5,400	-	-
eClerx LLC	Expenses incurred on behalf of fellow subsidiary	8,800	-	64,100 Payable	-
	Expenses incurred by fellow subsidiary on behalf of Company	1,172	-		
	Amount received on behalf of fellow subsidiary	64,100			
CLX Europe Media Solution Limited	Expenses incurred on behalf of fellow subsidiary	89,462	-	3,867 Payable	-
	Expenses incurred by fellow subsidiary on behalf of Company	58,099	-		

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm’s length transactions. There have been no guarantees provided or received for any related party receivables or payables. Outstanding balances at the year end are unsecured and interest free and settlement occurs through banks.

Compensation of key management personnel of the Company

	31 March 2018	**31 March 2017**
	Amount in GBP	Amount in GBP
Anjan Malik		
Short-term employee benefits	80,000	248,940
Total compensation paid to key management personnel	**80,000**	**248,940**

Note: The remuneration to the key management personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

24. Segment Information

The Board of Directors of eClerx Limited i.e. Chief Operating Decision Maker ('CODM') evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by reportable segments. The Company operates under a single reportable segment which is data management, analytics solutions and process outsourcing services. Further the risks and rewards under various geographies where the Company operates are similar in nature.
The following tables present revenue and assets information regarding the Company's geographical segments:

	For the year ended	
	31 March 2018	**31 March 2017**
	Amount in GBP	Amount in GBP
Revenue from customers		
United States of America	1,748	-
United Kingdom	294,119	179,770
Asia Pacific	5,379,684	5,333,679
Total Revenue	**5,675,551**	**5,513,449**

The Company has one customer with revenue greater than 10% each of the total Company's revenue totalling to GBP 5,305,000 for the year ended 31 March 2018 and one customer with a revenue greater than 10% each of the Company revenue totalling GBP 5,183,100 for the year ended 31 March 2017.

	As at 31 March 2018	**As at 31 March 2017**
	Amount in GBP	Amount in GBP
Non - current operating assets		
United Kingdom	186,265	213,484
Total Assets	**186,265**	**213,484**

Note: Non - current operating assets for this purpose consists of property plant and equiment, capital work in progress and intangible assets

25. Financial risk management objectives and policies

The Company's principal financial liabilities comprises trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that derive directly from its operations.
The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management provides assurance to the Board of Directors that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk mainly comprises of price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include deposits.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and followed up.
Trade receivables are evaluated by the Company based on specific country risk factors, individual credit worthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.The impairment is ----- as of 31 March 2018, Nil as of 31 March 2017.

Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations.The objective of liquidity risk management is to maintian sufficient liquidity and ensure that funds are available for use as per requirements.The Company consistently generated sufficient cash flows from operations to meet its financial obligations as and when they fall due.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Amount in GBP

	On demand	Less than 3 months	3 to 12 months	> 1 years	Total
Year ended 31 March 2018					
Other financial liabilities	-	202,695	-	-	202,695
Trade and other payables	-	-	-	-	-
	-	**202,695**	**-**	**-**	**202,695**

Amount in GBP

	On demand	Less than 3 months	3 to 12 months	> 1 years	Total
Year ended 31 March 2017					
Other financial liabilities	-	123,017	-	-	123,017
Trade and other payables	-	-	-	-	-
	-	**123,017**	**-**	**-**	**123,017**

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry. In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio.

26. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes for managing capital during the

27. Standards issued but not yet effective

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of Cash Flows' and Ind AS 102, 'Share-based Payment.' The amendments are applicable to the Company from 1 April 2017.

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is evaluating the requirements of the amendment and the effect on the financial statements.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

The Company does not have any cash-settled awards as at 31 March 2017.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors of eClerx Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Baljit Phull
Director

eClerx Private Limited
Balance Sheet as at 31 March 2018

	Notes	As at 31 March 2018 Amount in SGD	As at 31 March 2017 Amount in SGD
Assets			
Non-current assets			
Property, plant and equipment	3	162,210	7,203
Capital Work in progress	3	1,188	-
Financial assets			
Other financial assets	6	49,823	17,300
		213,221	**24,503**
Current assets			
Financial assets			
Trade receivables	4	1,427,163	567,520
Cash and cash equivalents	5	121,148	243,085
Other financial assets	6	211,959	54,803
Other current assets	7	17,008	-
		1,777,278	**865,408**
Total assets		**1,990,499**	**889,911**
Equity and liabilities			
Equity			
Equity share capital	8	1	1
Contribution from Holding Company	9	98,373	91,664
Other equity	10	1,209,212	641,546
Total equity		**1,307,586**	**733,211**
Current liabilities			
Financial liabilities			
Trade payables	12	80,132	1,537
Other financial liabilities	13	256,472	45,132
Other Non current liabilities	14	1,874	-
Other current liabilities	15	45,725	26,042
Employee benefit obligations	11	256,757	69,972
Current tax liabilities (net)		41,953	14,017
		682,913	**156,700**
Total equity and liabilities		**1,990,499**	**889,911**
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors of eClerx Private Limited

Anjan Malik
Director

Lionel Koh Jin Kiat
Director

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

eClerx Private Limited
Statement of Profit and Loss for the year ended 31 March 2018

	Notes	For the year ended 31 March 2018 Amount in SGD	For the year ended 31 March 2017 Amount in SGD
Revenue from operations	17	4,578,754	1,692,545
Total Income		**4,578,754**	**1,692,545**
Expenses			
Employee benefits expense	18	2,988,926	983,450
Cost of technical sub-contractors		509,918	196,846
Depreciation and amortisation expense	19	14,816	5,984
Other expense	20	458,101	238,812
Total expenses		**3,971,761**	**1,425,092**
Profit before tax		**606,993**	**267,453**
Tax expenses			
Current tax	16		
Pertaining to current year		42,053	11,968
Adjustments in respect of current income tax of previous year		(2,726)	(5,120)
Income tax expense		**39,327**	**6,848**
Profit for the year		**567,666**	**260,605**
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year, net of tax		**567,666**	**260,605**
Earnings per equity share (in SGD)			
Basic (Face value of SGD 1 each)	21	567,666	260,605
Diluted (Face value of SGD 1 each)	21	567,666	260,605
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors
of eClerx Private Limited

Anjan Malik
Director

Lionel Koh Jin Kiat
Director

eClerx Private Limited
Statement of cash flows for the year ended

	Notes	31 March 2018 Amount in SGD	31 March 2017 Amount in SGD
Operating activities			
Profit before tax		606,993	267,453
Adjustments to reconcile profit before tax to net cash flows:			
Depreciation of property, plant and equipment	3	14,816	5,984
Share-based payment expense	17	6,709	(84,878)
		628,518	**188,559**
Working capital adjustments:			
(Decrease) / Increase in employee benefit obligations		186,785	(71,713)
(Increase) in trade receivables		(859,643)	(266,008)
Decrease in other financial assets and other assets		(206,687)	16,608
Increase in trade payables, other current and non current liabilities and financial liabilities		265,767	28,188
Cash generated by / (used in) operating activities		**14,740**	**(104,366)**
Income tax received / (paid) (Net of refunds)		(11,391)	5,020
Net cash flows (used in) / generated by operating activities		**3,349**	**(99,346)**
Investing activities			
Purchase of property, plant and equipment (including capital work in progress)		(169,823)	(7,560)
Net cash flows (used in) investing activities		**(169,823)**	**(7,560)**
Net (decrease) / increase in cash and cash equivalents		**(166,474)**	**(106,906)**
Cash and cash equivalents at the beginning of the year		243,085	349,991
Cash and cash equivalents at the year end		**76,611**	**243,085**
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors of eClerx Private Limited

Anjan Malik
Director

Lionel Koh Jin Kiat
Director

eClerx Private Limited
Statement of changes in equity for the year ended 31 March 2018

a. Equity share capital

	No. of Shares	Share Capital
		Amount in SGD
Equity shares of SGD 1 each issued, subscribed and fully paid		
As at 1 April 2016	1	1
As at 31 March 2017	1	1
As at 31 March 2018	1	1

b. Other equity
For the year ended 31 March 2018 **Amount in SGD**

Particulars	Contribution from Holding Company	Retained Earnings	Total equity attributable to equity share holders of the Company
As at 1 April 2017	6,786	641,546	648,332
Stock Compensation Charge / (Credit)	6,709	-	6,709
Profit for the period	-	567,666	567,666
As at 31 March 2018	**13,495**	**1,209,212**	**1,222,707**

For the year ended 31 March 2017 **Amount in SGD**

Particulars	Contribution from Holding Company	Retained Earnings	Total equity attributable to equity share holders of the Company
As at 1 April 2016	91,664	380,941	472,605
Stock Compensation Charge / (Credit)	(84,878)	-	(84,878)
Profit for the period	-	260,605	260,605
As at 31 March 2017	**6,786**	**641,546**	**648,332**

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors
of eClerx Private Limited

Anjan Malik
Director

Lionel Koh Jin Kiat
Director

1. Corporate information

eClerx Private Limited (“the Company”) was incorporated on December 29, 2009 in Singapore. It is a wholly owned subsidiary of eClerx Services Limited, a Company incorporated in India. eClerx Private Limited is a specialist Knowledge and Business Process Outsourcing (“KPO” / “BPO”) company providing operational support, data management, and analytics solutions and sales and marketing support services to its clients.

2.A. Significant accounting policies

2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting standards) (Amendment) Rules, 2016.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value :

• Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

• Share based payments

The financial statements are presented in "SGD" and all values are stated in SGD, except when otherwise indicated.

However, as these financial statements are not statutory financial statements, full compliance with the Companies Act, 2013 is not required and so they do not reflect all disclosure requirements of the Companies Act, 2013.

2.2. Summary of significant accounting policies

a. Foreign currencies

The Company’s financial statements are presented in Singapore Dollars ("SGD"), which is also the Company’s functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company in its functional currency using spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated into the relevant functional currency at exchange rates at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

b. Fair value measurement

The Company measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or,
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
• Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
• Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
• Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

c. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Rendering of services

Revenue from time and material and unit priced contracts are recognised when services are rendered and related costs are incurred. The service income is recognized as cost plus mark-up on the basis of agreement between the Principal and the Company. Revenue from fixed price contracts, are recognised over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion. Foreseeable losses on such contracts are recognised when probable. Revenue from maintenance contracts are recognised on pro-rata basis over the period of the contract.

Unbilled revenues included in other financial assets represent revenue in excess of billings as at the balance sheet date.

Advance billing included in other financial liabilities represents billing in excess of revenue recognised.

The Company presents revenues net of goods and services tax in its statement of profit and loss.

d. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in Singapore where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in Other comprehensive income (OCI) or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

e. Property, plant and equipment

Property, plant and equipment (PPE) are stated at the cost of acquisition including incidental costs related to acquisition and installation less accumulated depreciation and impairment loss, if any.

Gains or losses arising from disposal of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is disposed.

The Company provides depreciation on property, plant and equipment (other than leasehold improvements) using the Written Down Value. The rates of depreciation are arrived at, based on useful lives estimated by the management as follows:

Block of assets	Estimated useful life (in years)
Office Equipment	5
Computers	3-6

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

f. Leases
The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date. The arrangement is, or contains a lease if, fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. For arrangements entered into prior to 1 April 2015, the Company has determined whether the arrangement contains lease on the basis of facts and circumstances existing on the date of transition.

The Company as lessee
Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases are recognised in the statement of profit and loss on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

g. Impairment of non-financial assets
The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash - generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverble amount is determined for an individual asset, unless the asset does not generate cash flows that are largely independent of those from other assets or group of asset's. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exists or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

h. Provisions and contingencies

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Contingent liabilities are disclosed in the notes.

i. Retirement and other employee benefits

Provident Fund

Retirement benefit in the form of provident fund is a defined contribution scheme. Both the employee and the employer make monthly contributions to the plan at a predetermined rate of the employees' basic salary. The Company contributes to the Central Provident Fund (CPF), a defined contribution plan regulated and manged by the Government of Singapore. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. The Company has no further obligations under these plans beyond its monthly contributions.

j. Share - based payments

Employees of the Company receives from the Holding Company, eClerx Services Limited, remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The cost is recognised, together with a corresponding increase in 'Contribution from Parent Company' in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company’s best estimate of the number of equity instruments that will ultimately vest.

k. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The Company recognises a financial asset or a liability in its balance sheet only when the entity becomes party to the contractual provisions of the instrument.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.The Company has accounted for its investment in subsidiaries at cost, less impairment,if any.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified into three categories:
• Financial assets at fair value through OCI
• Financial assets at fair value through profit or loss
• Financial assets at amortised cost

Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

• Business model test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).

• Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

All other financial assets are measured at fair value through profit or loss.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) when:

• The rights to receive cash flows from the asset have expired, or
• The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets
The Company assesses impairment based on expected credit losses (ECL) model to the following:
• Financial assets measured at amortised cost; and
• Financial assets measured at Fair value through other comprehensive income (FVTOCI)

Expected credit losses (ECL) are measured through a loss allowance at an amount equal to:
• the 12-month expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
• full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables or contract revenue receivables, the Company follows 'simplified approach' for recognition of impairment loss allowance.
Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.
For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognising impairment loss allowance based on 12-month ECL.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Financial liabilities
Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, payables, or derivatives as appropriate or as derivatives designated as hedging instruments in an effective hedge as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of payables, net of directly attributable transaction costs.

Subsequent measurement
The Company measures all financial liabilities at amortised cost using the Effective Interest Rate ('EIR') method except for financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Financial liabilities held for trading are measured at fair value through profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.
Derecognition
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

I. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and short term investments with an original maturity of three months or less which are subject to an insignificant risk of changes in value.

2.B. Fair Values

The management assessed that cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The Company has no financial assets and financial laibilities which are measured at fair value through profit or loss.

2.C. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

b. Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the projections for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

3. Property, plant and equipment

	Computer Hardware	Office Equipments	Leasehold Improvements	Furniture and fixtures	Total
	Amount in SGD	Amount in SGD	Amount in SGD	Amount in SGD	**Amount in SGD**
Cost					
As at 1 April 2016	13,707	1,285	-	-	**14,992**
Additions	7,560	-	-	-	**7,560**
Disposals	-	-	-	-	**-**
As at 31 March 2017	**21,267**	**1,285**			**22,552**
Additions	934	48,599	112,205	8,085	**169,823**
Disposals	-	-	-	-	**-**
As at 31 March 2018	**22,201**	**49,884**	**112,205**	**8,085**	**192,375**
Depreciation and impairment					
As at 1 April 2016	8,594	771	-	-	**9,365**
Depreciation charge for the year	5,703	281	-	-	**5,984**
Disposals	-	-	-	-	**-**
As at 31 March 2017	**14,297**	**1,052**	**-**	**-**	**15,349**
Depreciation charge for the year	4,762	4,945	4,673	436	**14,816**
Disposals	-	-	-	-	**-**
As at 31 March 2018	**19,059**	**5,997**	**4,673**	**436**	**30,165**
Net Book Value					
As at 31 March 2018	**3,142**	**43,887**	**107,532**	**7,649**	**162,210**
As at 31 March 2017	**6,970**	**233**	**-**	**-**	**7,203**
As at 1 April 2016	**5,113**	**514**	**-**	**-**	**5,627**

Capital work in progress

	As at 31 March 2018	As at 31 March 2017
	Amount in SGD	Amount in SGD
Furniture & Fixtures	1,188	-
Total	**1,188**	**-**

Financial assets

4. Trade receivables

	As at 31 March 2018 Amount in SGD	As at 31 March 2017 Amount in SGD
Trade receivables	885,830	165,520
Receivables from other related parties	541,333	402,000
Total trade receivables	**1,427,163**	**567,520**

	As at 31 March 2018 Amount in SGD	As at 31 March 2017 Amount in SGD
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	-	-
Other receivables		
Unsecured, considered good	1,427,163	567,520
Impairment allowance	-	-
Total trade receivables	**1,427,163**	**567,520**

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.

5. Cash and cash equivalents	As at 31 March 2018 Amount in SGD	As at 31 March 2017 Amount in SGD
Balances with banks:		
In current accounts	121,148	243,085
	121,148	**243,085**

6. Other financial assets

	As at 31 March 2018 Amount in SGD	As at 31 March 2017 Amount in SGD
Non-current		
Corporate premises rent deposits	44,200	12,300
Other deposits	5,623	5,000
	49,823	**17,300**
Current		
Unbilled revenue	179,854	47,139
Other advances	20,468	7,664
Recoverable expenses from client	11,637	-
	211,959	**54,803**
	261,782	**72,103**

Break up of financial assets carried at amortised cost

	As at 31 March 2018 Amount in SGD	As at 31 March 2017 Amount in SGD
Trade receivables (refer note 4)	1,427,163	567,520
Cash and cash equivalents (refer note 5)	121,148	243,085
Other financial assets (refer note 6)	261,782	72,103
Total financial assets carried at amortised cost	**1,810,093**	**882,708**

7. Other current assets

	As at 31 March 2018 Amount in SGD	As at 31 March 2017 Amount in SGD
Prepaid expenses	17,008	-
GST Receivable	-	-
	17,008	**-**

8. Share Capital

Authorised share capital	Equity shares As at 31 March 2018	Equity shares As at 31 March 2017
Authorized share capital		
1 (31 March 2017: 1) shares of SGD 1 each	1	1
Issued, subscribed and fully paid up		
1 (31 March 2017: 1) shares of SGD 1 each	1	1

There has been no movement in share capital during the current and previous financial year.

Terms / rights attached to equity shares
The Company has only one class of equity shares having a par value of SGD 1 per share. Each holder of equity shares is entitled to one vote per equity share.

Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at 31 March 2018		As at 31 March 2017	
	Number of shares	% Holding	Number of shares	% Holding
eClerx Services Limited	1	100%	1	100%

9. Contribution from Holding Company

	As at 31 March 2018	As at 31 March 2017
ESOP charge from Holding Company		
Balance, beginning of the year	91,664	176,542
Charge / (credit) for the year (refer Note 17)	6,709	(84,878)
Balance, end of the year	**98,373**	**91,664**

10. Other equity

Retained earnings

	Amount in SGD
As at 1 April 2016	**380,941**
Add: Profit during the year	260,605
As at 31 March 2017	**641,546**
Add: Profit during the year	567,666
As at 31 March 2018	**1,209,212**

Other reserves

	As at 31 March 2018 Amount in SGD	As at 31 March 2017 Amount in SGD
Retained earnings	1,209,212	641,546
	1,209,212	**641,546**

11. Employee benefit obligations

	As at 31 March 2018	As at 31 March 2017
	Amount in SGD	Amount in SGD
Current		
Incentive to employees	256,757	69,972
	256,757	**69,972**

12. Trade payables

	As at 31 March 2018	As at 31 March 2017
	Amount in SGD	Amount in SGD
Trade payables	-	-
Trade payables to related parties	80,132	1,537
	80,132	**1,537**

- Trade payables are non-interest bearing and are normally settled on 30-day terms.
- For terms and conditions with related parties, refer note 21.
- For explanations on the Company's credit risk management processes, refer note 23.
- Trade payables are measured at amortised cost.

13. Other financial liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in SGD	Amount in SGD
Accrued expenses	72,411	45,135
Advance billing	101,657	(3)
Payables for capital expenditure	82,404	-
	256,472	**45,132**

Break up of financial liabilities at amortised cost

Other financial liabilities (refer note 13)	256,472	45,132
Trade payables (refer note 12)	80,132	1,537
	336,604	**46,669**

Note 14: Other non-current liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in SGD	Amount in SGD
Lease equalisation reserve (NC)	1,874	-
	1,874	**-**

15. Other current liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in SGD	Amount in SGD
Statutory dues	48,843	26,042
Lease equalisation reserve-C	(3,118)	
	45,725	**26,042**

16. Income Taxes

The major components of income tax expense for the years ended 31 March 2018 and 31 March 2017 are:

Statement of profit and loss:
Profit or loss section

	As at 31 March 2018	As at 31 March 2017
	Amount in SGD	Amount in SGD
Current Income tax:		
Current income tax charged	42,053	11,968
Adjustment in respect of current income tax of previous year	(2,726)	(5,120)
Income tax expense reported in the statement of profit or loss	**39,327**	**6,848**

Reconciliation of tax expense and the accounting profit multiplied by Singapore's domestic tax rate for 31 March 2018 and 31 March 2017:

	As at 31 March 2018	As at 31 March 2017
	Amount in SGD	Amount in SGD
Accounting profit before income tax	606,993	45,880
Less: Non-deductible expenses on which no tax is applicable	(300,800)	(86,453)
At Singapore's statutory income tax rate of 17% (31 March 2017: 17%)	52,053	(6,897)
Less: Income Tax on exempt profits	10,000	18,802
Taxable accounting profits	42,053	(25,699)
Adjustments in respect of current income tax of previous years	(2,726)	(1,902)
Income tax expense reported in the statement of profit and loss at the effective income tax rate of 6.48% (31 March 2017: 2.50%)	**39,327**	**(27,601)**

Net deferred tax assets/(liabilities)

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

17. Revenue from operations

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in SGD	Amount in SGD
Sale of services	4,578,754	1,692,545
	4,578,754	**1,692,545**

18. Employee benefits expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in SGD	Amount in SGD
Salaries, wages and bonus	2,982,217	1,068,328
Employee stock compensation (credit)/ charge	6,709	(84,878)
	2,988,926	**983,450**

19. Depreciation and amortisation expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in SGD	Amount in SGD
Depreciation of tangible assets (refer note 3)	14,816	5,984
	14,816	**5,984**

20. Other expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in SGD	Amount in SGD
Legal and professional charges	160,934	48,683
Office base rentals	91,879	84,020
Travelling expenses	58,523	40,191
Loss on foreign exchange fluctuation (net)	57,651	9,410
Communication expenses	54,552	41,023
Office expenses	9,297	2,499
Auditor's remuneration	7,242	4,500
Computer and electrical consumables	5,845	664
Bank charges	5,574	3,412
Printing and stationery	3,297	937
Other insurance	2,096	2,021
Electricity	541	-
Business and promotion	480	720
Subscription & Membership fees	190	240
Repairs and maintenance		
Others	-	492
	458,101	**238,812**

21. Earnings per share (EPS)

The basic earnings per equity share are computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting period. The number of shares used in computing diluted earnings per share comprises the weighted average number of equity shares considered for deriving basic earnings per equity share, and also the weighted average number of equity shares, which would be issued on the conversion of all dilutive potential equity shares into equity shares, unless the results would be anti-dilutive.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31 March 2018	31 March 2017
	Amount in SGD	Amount in SGD
Profit attributable to equity holders	567,666	260,605
Weighted average number of equity shares for-		
Basic EPS	1	1
Dilutive EPS	1	1
Earnings per equity share (in SGD)		
Basic	567,666.00	260,605.00
Diluted	567,666.00	260,605.00

22. Commitments
a. Leases
Operating lease commitments — Company as lessee

The Company has entered into operating leases for office facilities and residential premises for employees, which include leases that are renewable on a yearly basis, cancellable at its option and other long term leases.

	31 March 2018	31 March 2017
	Amount in SGD	Amount in SGD
Lease payments recognised in the statement of profit and loss	91,879	84,020
Future minimum lease payments for non-cancellable operating leases		
Within one year	102,940	-
After one year but not more than five years	386,025	-
Total	**488,965**	**-**

23. Related party transactions
A. Related Parties and Key Management Personnel

Name of related party and related party relationship

Related party under Ind AS 24 – Related Party Disclosures and as per Companies Act, 2013

(a) Where control exists:

1. eClerx Services Limited (Holding Company)

(b) Related party under Ind AS 24 – Related Party Disclosures and as per Companies Act, 2013 with whom transactions have taken place during the year

Fellow Subsidiary:
1. eClerx LLC

B. Details of Related Party & Key Management Personnel Transactions:

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year.

Name	Nature of Transaction	Transactions during the year		Outstanding Balance as at	
		31 March 2018	31 March 2017	31 March 2018	31 March 2017
		Amount in SGD	Amount in SGD	Amount in SGD	Amount in SGD
eClerx Services Limited	Income from operations	1,863,213	1,051,600	461,201 Receivable	402,000 Receivable
	Expenses incurred on behalf of Company	45,409	11,049		
	Equity contribution for stock options (refer note 9)	6,709	(84,878)		
	Amount received by Company on behalf of Holding Company	186,863	-		
eClerx LLC	Expenses incurred on behalf of Company	-	1,537	-	1,537 Payable

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. There have been no guarantees provided or received for any related party receivables or payables. Outstanding balances at the year end are unsecured and interest free and settlement occurs through banks.

24. Segment Information

The Board of Directors of eClerx Private Limited i.e. Chief Operating Decision Maker ('CODM') evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by reportable segments. The Company operates under a single reportable segment which is data management, analytics solutions and process outsourcing services. Further the risks and rewards under various geographies where the Company operates are similar in nature.

The following tables present revenue and assets information regarding the Company's geographical segments:

	For the year ended	
	31 March 2018	**31 March 2017**
	Amount in SGD	Amount in SGD
Revenue from customers		
United States of America	-	-
Asia Pacific	4,578,754	1,692,545
Total Revenue	**4,578,754**	**1,692,545**

The Company has two customers with revenue greater than 10% each of the total Company's revenue totalling to SGD 3,797,023 for the year ended 31 March 2018 and three customers with a revenue greater than 10% each of the Company revenue totalling SGD 1,666,854 for the year ended 31 March 2017.

	As at 31 March 2018	**As at 31 March 2017**
	Amount in SGD	Amount in SGD
Non - current operating assets		
Asia Pacific	163,398	7,203
Total Assets	**163,398**	**7,203**

Note: Non-current operating assets for this purpose consists of property plant and equiment.

25. Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives comprises trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management provides assurance to the Board of Directors of eClerx Services Limited that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors of eClerx Services Limited reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk
Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk mainly comprises of price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include deposits.

Credit risk
Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and other financial instruments.

Trade receivables
Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and followed up.
Trade receivables are evaluated by the Company based on specific country risk factors, individual credit worthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.The impairment is Nil as of 31 March 2018, Nil as of 31 March 2017.

Liquidity risk
Liquidity risk refers to the risk that the Company cannot meet its financial obligations.The objective of liquidity risk management is to maintian sufficient liquidity and ensure that funds are available for use as per requirements.The Company consistently generated sufficient cash flows from operations to meet its financial obligations as and when they fall due.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Amount in SGD

	On demand	Less than 3 months	3 to 12 months	> 1 years	Total
Year ended 31 March 2018					
Other financial liabilities	-	136,698	37,370	-	174,068
Trade and other payables	-	43,818	36,314	-	80,132
	-	**180,516**	**73,684**	**-**	**254,200**

Amount in SGD

	On demand	Less than 3 months	3 to 12 months	> 1 years	Total
Year ended 31 March 2017					
Other financial liabilities	-	45,132	-	-	45,132
Trade and other payables	-	1,537	-	-	1,537
	-	**46,669**	**-**	**-**	**46,669**

Excessive risk concentration
Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry. In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio.

26. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2018 and 31 March 2017.

27. Standards issued but not yet effective

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of Cash Flows' and Ind AS 102, 'Share-based Payment.' The amendments are applicable to the Company from 1 April 2017.

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is evaluating the requirements of the amendment and the effect on the financial statements.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

The Company does not have any cash-settled awards as at 31 March 2018.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors of eClerx Private Limited

Anjan Malik
Director

Lionel Koh Jin Kiat
Director

eClerx Investments (UK) Limited
Balance Sheet as at 31 March 2018

	Notes	As at 31 March 2018 Amount in Rupees	As at 31 March 2017 Amount in Rupees
Assets			
Non-current assets			
Financial assets			
Investments	3	1,183,988,595	1,183,988,595
Long term loans	5	520,551,282	499,960,499
		1,704,539,877	**1,683,949,094**
Current assets			
Financial assets			
Cash and cash equivalents	4	132,774,692	68,590,742
Short term loans	5	-	32,763,125
Other financial assets	6	-	107,927
		132,774,692	**101,461,794**
Total assets		**1,837,314,569**	**1,785,410,888**
Equity and liabilities			
Equity			
Equity share capital	7	1,808,643,203	1,808,643,203
Other equity	8	26,072,148	(59,329,993)
Total equity		**1,834,715,351**	**1,749,313,210**
Non-current liabilities			
Other non-current liabilities	9	-	30,723,929
		-	**30,723,929**
Current liabilities			
Financial liabilities			
Other financial liabilities	10	1,050,169	536,546
Current tax liabilities (net)		1,549,049	4,837,203
		2,599,218	**5,373,749**
Total equity and liabilities		**1,837,314,569**	**1,785,410,888**

Summary of significant accounting policies 2

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors
Directors of eClerx Investments (UK) Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Baljit Phull
Director

eClerx Investments (UK) Limited
Statement of Profit and Loss for the year ended 31 March 2018

	Notes	For the year ended 31 March 2018 Amount in Rupees	For the year ended 31 March 2017 Amount in Rupees
Other income	12	98,453,773	11,441,539
Total Income		**98,453,773**	**11,441,539**
Expenses			
Employee Benefit expenses	13	7,736,303	-
Other expense	14	2,246,147	48,965,895
Total expenses		**9,982,450**	**48,965,895**
Profit / (Loss) before tax		**88,471,323**	**(37,524,356)**
Tax expenses			
Current tax	11		
Pertaining to current year		3,069,182	11,167,766
Adjustments in respect of current income tax of previous year		-	(21,607)
Income tax expense		**3,069,182**	**11,146,159**
Profit / (Loss) for the year		**85,402,141**	**(48,670,515)**
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year, net of tax		**85,402,141**	**(48,670,515)**
Loss per equity share (in Rs.)			
Basic (Face value of GBP 1 each)	16	16.26	(9.27)
Diluted (Face value of GBP 1 each)	16	16.26	(9.27)
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors
of eClerx Investments (UK) Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Baljit Phull
Director

eClerx Investments (UK) Limited
Statement of cash flows for the year ended

	Notes	31 March 2018 Amount in Rupees	31 March 2017 Amount in Rupees
Operating activities			
Loss before tax		88,471,323	(37,524,356)
Adjustments to reconcile profit before tax to net cash flows:			
Interest Income	12	(10,824,852)	(11,441,539)
Loss on foreign exchange fluctuation (net)	14	-	45,923,941
		77,646,471	**(3,041,954)**
Working capital adjustments:			
(Increase)/ Decrease in long term and short term loans and advances		12,280,269	174,402,848
(Decrease) / Increase in trade payables, other current and non current liabilities and financial liabilities		(30,210,306)	(4,484,884)
Cash generated by (used in) operating activities		**59,716,434**	**166,876,010**
Income tax paid (net of refunds)		(6,357,336)	(16,728,626)
Net cash flows from / (used in) operating activities		**53,359,098**	**150,147,384**
Investing activities			
Investment in subsidiaries		-	(549,244)
Interest received (finance income)		10,824,852	11,441,539
Net cash flows from / (used in) investing activities		**10,824,852**	**10,892,295**
Financing activities			
Proceeds from issue of equity shares		-	-
Proceeds from issue of preference shares		-	-
Repayment of loan and interest during the year			(92,734,645)
Net cash flows from financing activities		**-**	**(92,734,645)**
Net increase in cash and cash equivalents		**64,183,950**	**68,305,034**
Cash and cash equivalents at the beginning of the year		68,590,742	285,708
Cash and cash equivalents at the year end		**132,774,692**	**68,590,742**

Summary of significant accounting policies 2

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors
of eClerx Investments (UK) Limited

Anjan Malik
Director

Baljit Phull
Director

eClerx Investments (UK) Limited
Statement of changes in equity for the year ended 31 March 2018

a. Equity share capital

	No. of shares	Share Capital
		Amount in Rupees
Equity shares of GBP 1 each issued, subscribed and fully paid		
As at 1 April 2016	-	-
Add: Shares alloted during the year		
Equity shares	5,251,224	1,322,949,530
Optionally convertible preference shares	13,434,888	485,693,673
As at 31 March 2017	**18,686,112**	**1,808,643,203**
Add: Shares alloted during the year	-	-
As at 31 March 2018	**18,686,112**	**1,808,643,203**

b. Other equity

For the year ended 31 March 2018 **Amount in Rupees**

Particulars	Retained earnings	Total other equity
As at 1 April 2017	(59,329,993)	(59,329,993)
Profit for the year	85,402,141	85,402,141
As at 31 March 2018	**26,072,148**	**26,072,148**

For the year ended 31 March 2017 **Amount in Rupees**

Particulars	Retained earnings	Total other equity
As at 1 April 2016	(10,659,478)	(10,659,478)
Loss for the period	(48,670,515)	(48,670,515)
As at 31 March 2017	**(59,329,993)**	**(59,329,993)**

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors
of eClerx Investments (UK) Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Baljit Phull
Director

1. Corporate information
eClerx Investments (UK) Limited ("the Company") was incorporated on March 14, 2015 in England and Wales. It is a wholly owned subsidiary of eClerx Services Limited, a Company incorporated in India.

2.A. Significant accounting policies

2.1 Basis of preparation
The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting standards) (Amendment) Rules, 2016.
The financial statements are presented in "Rs." and all values are stated Rupees, except when otherwise indicated.
However, as these financial statements are not statutory financial statements, full compliance with the Companies Act, 2013 is not required and so they do not reflect all disclosure requirements of the Companies Act, 2013.

2.2. Summary of significant accounting policies

a. Foreign currencies
The Company's financial statements are presented in Indian Rupees ("Rs."), which is also the Company's functional currency.

Transactions and balances
Transactions in foreign currencies are initially recorded by the Company in its functional currency using spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated into the relevant functional currency at exchange rates at the reporting date.
Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.
Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

b. Fair value measurement
The Company measures financial instruments, at fair value at each balance sheet date.
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
- In the principal market for the asset or liability or,
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.
This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

c. Revenue recognition

Interest Income
For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate ('EIR'), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

d. Taxes

Current income tax
Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in India where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in Other comprehensive income (OCI) or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax
Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

e. Provisions and contingencies

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Contingent liabilities are disclosed in the notes.

f. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The Company recognises a financial asset or a liability in its balance sheet only when the entity becomes party to the contractual provisions of the instrument.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.The Company has accounted for its investment in subsidiaries at cost, less impairment,if any.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified into three categories:

- Financial assets at fair value through OCI
- Financial assets at fair value through profit or loss
- Financial assets at amortised cost

Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.
• Business model test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).
• Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

All other financial assets are measured at fair value through profit or loss.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) when:

• The rights to receive cash flows from the asset have expired, or
• The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.
Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets
The Company assesses impairment based on expected credit losses (ECL) model to the following:
• Financial assets measured at amortised cost; and
• Financial assets measured at Fair value through other comprehensive income (FVTOCI)

Expected credit losses (ECL) are measured through a loss allowance at an amount equal to:
• the 12-month expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
• full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognising impairment loss allowance based on 12-month ECL.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, payables, or derivatives as appropriate or as derivatives designated as hedging instruments in an effective hedge as appropriate.
All financial liabilities are recognised initially at fair value and, in the case of payables, net of directly attributable transaction costs.

Subsequent measurement

The Company measures all financial liabilities at amortised cost using the Effective Interest Rate ('EIR') method except for financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Financial liabilities held for trading are measured at fair value through profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

g. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and short term investments with an original maturity of three months or less which are subject to an insignificant risk of changes in value.

2.B. Fair Values

The management assessed that cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The Company has no financial assets and financial laibilities which are measured at fair value through profit or loss.

2.C. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

3. Investments

	As at 31 March 2018	As at 31 March 2017
	Amount in Rupees	Amount in Rupees
Non current investments (Unqouted, carried at cost)		
Investments in equity shares of subsidiaries		
CLX Europe S.P.A.	1,181,400,155	1,181,400,155
eClerx Canada Limited	2,588,440	2,588,440
	1,183,988,595	**1,183,988,595**
Total Non- Current Investments	**1,183,988,595**	**1,183,988,595**
Aggregate value of unquoted investments	1,183,988,595	1,183,988,595

4. Cash and cash equivalents

	As at 31 March 2018	As at 31 March 2017
	Amount in Rupees	Amount in Rupees
Balances with banks:		
In current accounts	132,774,692	68,590,742
	132,774,692	**68,590,742**

5. Loans

	As at 31 March 2018	As at 31 March 2017
	Amount in Rupees	Amount in Rupees
Non Current		
Loan to subsidiary - CLX Europe SPA	517,925,681	499,960,499
Loan to subsidiary - eClerx Canada Limited	2,625,601	-
	520,551,282	**499,960,499**
Current		
Fideuram Fiduciaria S.P.A.	-	32,763,125
	-	**32,763,125**
	520,551,282	**532,723,624**

6. Other financial assets

	As at 31 March 2018	As at 31 March 2017
	Amount in Rupees	Amount in Rupees
Current		
Other advances		107,927
	-	**107,927**

Break up of financial assets carried at amortised cost

	As at 31 March 2018	As at 31 March 2017
	Amount in Rupees	Amount in Rupees
Cash and cash equivalents (refer note 4)	132,774,692	68,590,742
Loans (refer note 5)	520,551,282	532,723,624
Other financial assets (refer note 6)	-	107,927
Total financial assets carried at amortised cost	**653,325,974**	**601,422,293**

7. Share Capital

Authorised share capital

	Equity shares	
	As at 31 March 2018	**As at 31 March 2017**
Authorized share capital		
13,434,888 Convertible and redeemable preference shares (31 March 2017: 13,434,888) of GBP 1 each	1,322,949,530	1,322,949,530
5,251,224 equity shares (31 March 2017: 5,251,224) of GBP 1 each	485,693,673	485,693,673
Issued, subscribed and fully paid up		
13,434,888 Convertible and redeemable preference shares (31 March 2017: 13,434,888) of GBP 1 each	1,322,949,530	1,322,949,530
5,251,224 equity shares (31 March 2017: 5,251,224) of GBP 1 each	485,693,673	485,693,673

Details of shareholders holding more than 5% shares in the Company

Preference Shares

Name of the shareholder	As at 31 March 2018		As at 31 March 2017	
	Number of shares	% Holding	Number of shares	% Holding
eClerx Services Limited	13,434,888	100.00%	13,434,888	100.00%

Equity Shares

Name of the shareholder	As at 31 March 2018		As at 31 March 2017	
	Number of shares	% Holding	Number of shares	% Holding
eClerx Services Limited	5,251,224	100.00%	5,251,224	100.00%

8. Other equity

Retained earnings

	Amount in Rupees
As at 1 April 2016	**(10,659,478)**
Add: Loss during the year	(48,670,515)
As at 31 March 2017	**(59,329,993)**
Add: Loss during the year	85,402,141
As at 31 March 2018	**26,072,148**

Other reserves

	As at 31 March 2018	As at 31 March 2017
	Amount in Rupees	Amount in Rupees
Retained earnings	26,072,148	(59,329,993)
	26,072,148	**(59,329,993)**

9. Other non-current liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in Rupees	Amount in Rupees
Mediagamma S.R.L.	-	30,723,929
	-	**30,723,929**

10. Other financial liabilities

	As at 31 March 2018	As at 31 March 2017
	Amount in Rupees	Amount in Rupees
Accrued expenses	1,050,169	536,546
	1,050,169	**536,546**

Break up of financial liabilities at amortised cost

Other financial liabilities (refer note 10)	1,050,169	536,546
	1,050,169	**536,546**

11. Income Taxes

The major components of income tax expense for the years ended 31 March 2018 and 31 March 2017 are:

Statement of profit and loss:
Profit or loss section

	As at 31 March 2018	**As at 31 March 2017**
	Amount in Rupees	Amount in Rupees
Current Income tax:		
Current income tax charged	3,069,182	11,167,766
Adjustment in respect of current income tax of previous year	-	(21,607)
Income tax expense reported in the statement of profit or loss	**3,069,182**	**11,146,159**

Reconciliation of tax expense and the accounting profit multiplied by domestic tax rate for 31 March 2017 and 31 March 2016:

	As at 31 March 2018	**As at 31 March 2017**
	Amount in Rupees	Amount in Rupees
Profit / (Loss) before tax	88,471,323	(37,524,356)
Add: Adjustments on account of change in the functional currency of the Company	(72,317,734)	93,363,186
Accounting profit before income tax*	16,153,589	55,838,830
At United Kingdom's statutory income tax rate of 19% (31 March 2017: 20%)	3,069,182	11,167,766
Adjustments in respect of current income tax of previous years	-	(21,607)
Income tax expense reported in the statement of profit and loss at the effective income tax rate of 19% (31 March 2017: 19.96%)	**3,069,182**	**11,146,159**

* the GBP accounting profit is converted in equivalent INR for calculation

12. Other income

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in Rupees	Amount in Rupees
Interest income on loan	10,824,852	11,441,539
Interest on ITR Refund	48,449	-
Gain on foreign exchange fluctuation (net)	87,580,472	-
	98,453,773	**11,441,539**

13. Employee Benefit Expenses

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in Rupees	Amount in Rupees
Salaries,Wages and Bonus	7,736,303	-
	7,736,303	**-**

14. Other expense

	For the year ended 31 March 2018	For the year ended 31 March 2017
	Amount in Rupees	Amount in Rupees
Legal and professional charges	1,740,452	2,922,881
Bank charges	505,695	119,073
Loss on foreign exchange fluctuation (net)	-	45,923,941
	2,246,147	**48,965,895**

15. Details of non - current investments

	As at March 31		Currency	Face value	As at March 31	
	2018	2017			2018	2017
	No. of shares				Amount in Rupees	
Investments in equity shares of subsidiaries (fully paid up)						
CLX Europe SPA	23,311,779	23,311,779	EUR	1	1,181,400,155	1,181,400,155
eClerx Canada Limited	50,000	50,000	CAD	1	2,588,440	2,588,440.00
Total					**1,183,988,595**	**1,183,988,595**

16. Earnings per share (EPS)

The basic earnings per equity share are computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting period. The number of shares used in computing diluted earnings per share comprises the weighted average number of equity shares considered for deriving basic earnings per equity share, and also the weighted average number of equity shares, which would be issued on the conversion of all dilutive potential equity shares into equity shares, unless the results would be anti-dilutive.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31 March 2018	31 March 2017
	Amount in Rupees	Amount in Rupees
Profit / (Loss) attributable to equity holders	85,402,141	(48,670,515)
Weighted average number of equity shares for basic EPS	5,251,224	5,251,224
Weighted average number of equity shares adjusted for the effect of dilution	5,251,224	5,251,224
Loss per equity share (in Rs.)		
Basic	16.26	(9.27)
Diluted	16.26	(9.27)

17. Related party transactions
A. Related Parties and Key Management Personnel

Name of related party and related party relationship

Related party under Ind AS 24 – Related Party Disclosures and as per Companies Act, 2013

(a) Where control exists:

1. eClerx Services Limited (Holding Company)
2. CLX Europe S.P.A. (100% subsidiary)
3. Sintetik S.R.L. (100% subsidiary of CLX Europe S.P.A.)
4. CLX Europe Media Solution GmbH (100% subsidiary of CLX Europe S.P.A.)
5. CLX Europe Media Solution Limited (100% subsidiary of CLX Europe Media Solutions GmbH)
6. CLX Thai Company Limited (49% holding of CLX Europe S.P.A.)
7. eClerx Canada Limited

B. Details of Related Party & Key Management Personnel Transactions:

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year.

Transactions with Wholly owned subsidiaries / Step down subsidiaries:

Name	Nature of Transaction	Transactions during the year		Outstanding Balance as at	
		31 March 2018	31 March 2017	31 March 2018	31 March 2017
		Amount in Rupees	Amount in Rupees	Amount in Rupees	Amount in Rupees
eClerx Limited	Expenses incurred by fellow subsidiary on behalf of Company	-	285,264		-
CLX Europe S.P.A.	Investment in equity shares	-	-	517,925,681 Receivable	499,960,499 Receivable
	Loan granted by the Company	517,925,681	499,960,499		
	Repayment of loan	70,499,785	92,734,645		
	Interest Income	10,819,540	11,441,539		
eClerx Canada Limited	Investment in Equity Shares	-	2,588,440	2,625,601 Receivable	-
	Loan granted by the Company	2,625,601	32,763,125		
	Interest Income	5,312	-		

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. There have been no guarantees provided or received for any related party receivables or payables. Outstanding balances at the year end are unsecured and interest free and settlement occurs through banks.

Compensation of key management personnel of the Company

	31 March 2018	31 March 2017
	Amount in Rupees	Amount in Rupees
Anjan Malik		
Short-term employee benefits	6,883,297	-
Total compensation paid to key management personnel	**6,883,297**	**-**

Note: The remuneration to the key management personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

Loan to related parties

The loan granted to CLX Europe SPA and eClerx Canada Limited is intended to support the working capital requirement of the subsidiary.The loan is unsecured and repayable in full. The interest rate charged is 2%. The loan has been utilised for the purpose it was granted.

18. Segment Information

The disclosure requirement of AS - 17 "Segment Reporting", to the extent it relates to disclosure of primary segment information is not applicable to the Company as the Company is an investment company and does not have any active operations.

19. Standards issued but not yet effective

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of Cash Flows' and Ind AS 102, 'Share-based Payment.' The amendments are applicable to the Company from 1 April 2017.

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is evaluating the requirements of the amendment and the effect on the financial statements.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

The Company does not have any cash-settled awards as at 31 March 2018.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors
of eClerx Investments (UK) Limited

Anjan Malik
Director

Baljit Phull
Director

CLX EUROPE S.P.A.
BALANCE SHEET AS AT MARCH 31, 2018

(Amount in EUR)

	Balance Sheet - Assets	As at March 31, 2018	As at March 31, 2017
A)	**SUBSCRIBED CAPITAL UNPAID**		
B)	**FIXED ASSETS**	**24,058,587**	**25,205,250**
I)	**Intangible assets**	**12,280,533**	**13,486,134**
1)	Start-up and expansion costs		
2)	Patent and intellectual property rights	112,415	92,759
3)	Concession, licenses, trademarks and similar rights	6,425	15,106
4)	Goodwill and consolidation difference	11,890,287	13,050,160
5)	Assets under construction and advances	-	
6)	Other	271,407	328,110
II)	**Tangible assets**	**642,016**	**439,703**
1)	Plant and machinery	584,469	387,003
2)	Industrial and commercial equipment	19,048	13,121
3)	Other tangible assets	38,500	39,578
4)	Assets under construction and advances		
III)	**Financial assets**	**11,136,038**	**11,279,413**
1)	Investments in	10,240,444	10,240,444
a)	*- subsidiaries*	10,240,444	10,240,444
2)	**Receivables**	895,594	1,038,969
a)	*- from subsidiaries after 12 months*	*890,498*	*1,027,320*
b)	*- from other companies*	*5,096*	*11,649*
C)	**CURRENT ASSETS**	**8,711,325**	**7,591,533**
I)	**Inventory**	**137,587**	**123,661**
1)	Row materials, ancillaries and consumables	38,277	21,385
2)	Work in progress of services	99,309	102,276
II)	**Receivables**	**6,422,384**	**5,430,198**
1)	Trade receivables falling due within 12 months	5,098,364	3,794,775
2)	Receivables from subsidiaries	960,682	1,319,231
3)	Receivables from associated companies		
4)	Receivables from parent companies due within 12 months	132,854	78,017
	Receivables from parent companies due after 12 months		
4-bis)	Receivables from the Treasury falling due within 12 months	3,102	3,068
	Receivables from the Treasury falling due after 12 months	136,880	136,880
4-ter)	Deferred tax falling due within 12 months	14,792	14,792
	Deferred tax falling due after 12 months		-
5)	Other receivables falling due within 12 months	75,709	83,435
	Other receivables falling due after 12 months		
III)	**Cash and bank**	**2,151,355**	**2,037,674**
1)	Bank and postal deposits	2,149,908	2,035,604
2)	Cash on hand	1,448	2,069
D)	**ACCRUED INCOME AND PREPAID EXPENSES**	240,205	290,146
	TOTAL ASSETS	**33,010,118**	**33,086,929**

For and on behalf of the Board of Directors
of CLX Europe S.P.A

Roberto Antoniotti — Director

Baljit Phull — Director

CLX EUROPE S.P.A.
BALANCE SHEET AS AT MARCH 31, 2018

	Balance Sheet - Stockholders' Equity and Liabilities	As at March 31, 2018	(Amount in EUR) As at March 31, 2017
A)	**SHAREHOLDERS' EQUITY**	**18,211,929**	**18,453,531**
I)	Share capital	23,311,779	23,311,779
II)	Legal reserve	13,860	13,860
III)	Retained earning	(4,872,108)	(4,872,047)
IV)	Profit (loss) for the year	-241,601	-61
B)	**PROVISIONS FOR CONTINGENCIES AND OBLIGATIONS**	64,964	64,964
C)	**STAFF LEAVING INDEMNITY**	**1,392,734**	**1,491,931**
D)	**PAYABLES**	**13,340,492**	**13,074,597**
1)	Shareholders Loan falling due after 12 months	6,451,674	7,205,784
2)	Bank loans and overdrafts falling due within 12 months	621,413	-
	Bank loans and overdrafts falling due after 12 months		
3)	Payments on account falling due within 12 months	168,450	79,914
4)	Trade payables falling due within 12 months	1,697,537	1,325,374
5)	Payables to subsidiaries falling due within 12 months	2,751,737	2,430,989
	Payables to subsidiaries falling due after 12 months	83,868	91,297
6)	Payables to subsidiaries falling due within 12 months		
	Payables to subsidiaries falling due within 12 months		
7)	Payables to parent companies falling within 12 months	136,675	159,815
8)	Tax payables falling due within 12 months	122,837	630,083
9)	Social security payables falling within 12 months	259,050	259,869
10)	Other payables falling due within 12 months	1,047,249	891,472
E)	**ACCRUED EXPENSES AND DEFERRED INCOME**		**1,907**
	TOTAL STOCKHOLDERS' EQUITY AND LIABILITIES	**33,010,118**	**33,086,929**

For and on behalf of the Board of Directors
of CLX Europe S.P.A

Roberto Antoniotti
Director

Baljit Phull
Director

CLX EUROPE S.P.A.
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(Amount in EUR)

		Year ended March 31, 2018	Year ended March 31, 2017
A)	**VALUE OF PRODUCTION**	**18,805,634**	**17,399,563**
1)	Revenue from sales and services	18,586,552	17,246,016
2)	Change in inventory of work in progress, semi-finished and finished goods	(2,967)	(11,179)
3)	Own work capitalized	117,754	110,613
4)	Other income	104,295	54,113
B)	**COST OF PRODUCTION**	**(18,408,147)**	**(16,264,236)**
5)	Cost of raw materials, consumables, spare parts and other goods	(259,977)	(224,748)
6)	Costs of services	(8,489,696)	(7,210,632)
7)	Costs of utilization of third parties' assets	(730,532)	(490,807)
8)	Personnel costs:	(6,928,736)	(6,524,432)
a)	*Salaries and wages*	(5,075,357)	(4,779,665)
b)	*Social contributions*	(1,467,683)	(1,402,362)
c)	*Employee severance indemnity*	(381,081)	(330,141)
d)	*Other costs*	*(4,616)*	*(12,264)*
9)	Depreciation and write-downs	(1,828,643)	(1,737,882)
a)	*Amortization of intangible assets*	(1,552,439)	(1,517,815)
b)	*Depreciation of tangible assets*	(225,509)	(220,067)
c)	*Other write-downs of assets*		
d)	*Write-downs of receivables included in current assets and cash*		
e)	*Other write-downs of assets*		
f)	*Write-downs of receivables included in current assets and cash*	(50,694)	
10)	Change in stock of raw materials, consumables, spare parts and other goods	16,892	(26,313)
11)	Other operating charge	(187,456)	(49,422)
	DIFFERENCE BETWEEN VALUE AND COSTS OF PRODUCTION (A-B)	**397,487**	**1,135,327**
C)	**FINANCIAL INCOME AND CHARGES**	**(242,309)**	**(173,606)**
12)	Other financial income	20,300	24,825
a)	*- intra group*	19,940	24,413
b)	*- Other*	360	411
13)	Interest and other financial charges	(162,951)	(196,935)
a)	*- interest from intra group*	(3,647)	(8,823)
c)	*- interest from parent companies*	(140,702)	(157,359)
d)	*- interest from others*	(18,602)	(30,753)
14-bis)	Exchange Profit & Losses	(99,658)	(1,495)
D)	**ADJUSTMENTS TO THE VALUE OF FINANCIAL OPERATIONS**	**0**	**(250,000)**
15)	Write-down	***0***	**(250,000)**
	of equity investments		*(250,000)*
	RESULT BEFORE TAX	**155,178**	**711,721**
16)	Income tax for the period	(396,779)	(711,782)
a)	*current tax*	(396,779)	(667,529)
b)	*deferred tax liabilities*	*0*	*(9,865)*
c)	*anticipated tax assets*	0	(34,388)
	PROFIT FOR THE YEAR	**(241,601)**	**(61)**

For and on behalf of the Board of Directors of CLX Europe S.P.A

Roberto Antoniotti
Director

Baljit Phull
Director

Sintetik S.R.L.
BALANCE SHEET AS AT MARCH 31, 2018

(Amount in EUR)

	Balance Sheet - Assets	As at March 31, 2018	As at March 31, 2017
A)	**SUBSCRIBED CAPITAL UNPAID**		
B)	**FIXED ASSETS**	**95,163**	**102,135**
I)	**Intangible assets**	**91,395**	**98,260**
1)	Start-up and expansion costs		
2)	Research, development and advertising costs		
3)	Patent and intellectual property rights	228	465
4)	Concession, licenses, trademarks and similar rights		
5)	Goodwill and consolidation difference	91,166	97,795
6)	Assets under construction and advances	-	-
7)	Other		
II)	**Tangible assets**	**3,768**	**3,875**
1)	Land & Building		
2)	Plant and machinery	3,768	3,875
3)	Industrial and commercial equipment		
4)	Other tangible assets		
5)	Assets under construction and advances		
C)	**CURRENT ASSETS**	**134,087**	**253,681**
I)	**Receivables**	**81,335**	**236,660**
1)	Trade receivables falling due within 12 months	10,627	109,319
2)	Receivables from subsidiaries		
3)	Receivables from associated companies		
4)	Receivables from parent companies due within 12 months	70,708	127,286
	Receivables from parent companies due after 12 months		
4-bis)	Receivables from the Treasury falling due within 12 months		
	Receivables from the Treasury falling due after 12 months		
4-ter)	Deferred tax falling due within 12 months		
	Deferred tax falling due after 12 months		
5)	Other receivables falling due within 12 months		56
	Other receivables falling due after 12 months		
II)	**Cash and bank**	**52,752**	**17,021**
1)	Bank and postal deposits	52,752	17,021
2)	Cash on hand		
D)	**ACCRUED INCOME AND PREPAID EXPENSES**	345	**1,920**
	TOTAL ASSETS	**229,595**	**357,736**

For and on behalf of the Board of Directors
of Sintetik S.r.l

Roberto Antoniotti
Director

Sintetik S.R.L.
BALANCE SHEET AS AT MARCH 31, 2018

(Amount in EUR)

	Balance Sheet - Stockholders' Equity and Liabilities	As at March 31, 2018	As at March 31, 2017
A)	**SHAREHOLDERS' EQUITY**	**24,262**	**33,123**
I)	Share capital	10,000	10,000
II)	Legal reserve	2,000	2,000
III)	Retained earning	20,966	(7,613)
IV)	Profit (loss) for the year	(8,704)	28,736
B)	**PROVISIONS FOR CONTINGENCIES AND OBLIGATIONS**	4,506	
C)	**STAFF LEAVING INDEMNITY**	**11,770**	**19,147**
D)	**PAYABLES**	**189,058**	**305,466**
1)	Trade payables falling due within 12 months	4,007	11,682
2)	Payables to subsidiaries falling due within 12 months		
	Payables to subsidiaries falling due after 12 months		
3)	Payables to subsidiaries falling due within 12 months		
	Payables to subsidiaries falling due within 12 months		
4)	Payables to parent companies falling within 12 months	114,400	234,400
5)	Payables to parent companies falling due within 12 months		
6)	Tax payables falling due within 12 months	28,177	25,134
7)	Social security payables falling within 12 months	7,238	4,544
8)	Other payables falling due within 12 months	35,236	29,706
	TOTAL STOCKHOLDERS' EQUITY AND LIABILITIES	**229,596**	**357,736**

For and on behalf of the Board of Directors
of Sintetik S.r.l

Roberto Antoniotti
Director

Sintetik S.R.L.
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(Amount in EUR)

		Year ended March 31, 2018	Year ended March 31, 2017
A)	**VALUE OF PRODUCTION**	**555,668**	**617,552**
1)	Revenue from sales and services	555,594	603,865
2)	Other income	74	13,687
B)	**COST OF PRODUCTION**	**(550,680)**	**(570,646)**
3)	Cost of raw materials, consumables, spare parts and other goods		
4)	Costs of services	(334,089)	(372,876)
5)	Personnel costs:	(133,829)	(188,275)
a)	*Salaries and wages*	(107,175)	(153,321)
b)	*Social contributions*	(17,574)	(23,323)
c)	*Employee severance indemnity*	(9,080)	(11,631)
6)	Depreciation and write-downs	(9,061)	(8,696)
a)	*Amortization of intangible assets*	(6,866)	(6,911)
b)	*Depreciation of tangible assets*	(2,195)	(1,785)
7)	Other operating charge	(73,701)	(799)
	DIFFERENCE BETWEEN VALUE AND COSTS OF PRODUCTION (A-B)	**4,988**	**46,906**
C)	**FINANCIAL INCOME AND CHARGES**	**(15)**	**(29)**
8)	Other financial income	0	2
a)	*- intra group*		
b)	*- Other*		2
9)	Interest and other financial charges	(11)	(7)
a)	*- interest from intra group*		
c)	*- interest from parent companies*		
d)	*- interest from others*	(11)	(7)
9-bis)	Exchange Profit & Losses	(4)	(24)
	RESULT BEFORE TAX	**4,973**	**46,878**
10)	Income tax for the period	(13,677)	(18,142)
a)	*current tax*	(13,677)	(18,142)
b)	*deferred tax liabilities*		
c)	*anticipated tax assets*		
	PROFIT FOR THE YEAR	**(8,704)**	**28,736**

For and on behalf of the Board of Directors
of Sintetik S.r.l

Roberto Antoniotti
Director

CLX Thai Co. Ltd
BALANCE SHEET AS AT MARCH 31, 2018

(Amount in THB)

	Balance Sheet - Assets	As at March 31, 2018	As at March 31, 2017
A)	**SUBSCRIBED CAPITAL UNPAID**		
B)	**FIXED ASSETS**	**24,490,090**	**25,305,816**
I)	**Intangible assets**	**129,531**	**515,050**
1)	Patent and intellectual property rights	129,531	515,050
II)	**Tangible assets**	**20,377,325**	**20,894,387**
1)	Land & Building	16,584,659	16,838,759
2)	Plant and machinery	2,797,564	3,497,401
3)	Industrial and commercial equipment	481,292	417,157
4)	Other tangible assets	513,810	141,069
5)	Assets under construction and advances		
III)	**Financial assets**	**3,983,234**	**3,896,380**
1)	**Receivables**	3,983,234	3,896,380
a)	*- from subsidiaries after 12 months*		
b)	Receivables from parent companies due after 12 months	*3,373,616*	*3,373,606*
c)	*- from other companies*	*609,618*	*522,774*
C)	**CURRENT ASSETS**	**15,125,660**	**13,123,675**
I)	**Inventory**	**174,597**	**174,597**
1)	Row materials, ancillaries and consumables	174,597	174,597
2)	Work in progress of services		
II)	**Receivables**	**11,592,388**	**5,512,478**
1)	Trade receivables falling due within 12 months		
2)	Receivables from subsidiaries		
3)	Receivables from associated companies		
4)	Receivables from parent companies due within 12 months	11,070,569	5,136,561
	Receivables from parent companies due after 12 months		
4-bis)	Receivables from the Treasury falling due within 12 months		
	Receivables from the Treasury falling due after 12 months		
4-ter)	Deferred tax falling due within 12 months	399,591	227,912
	Deferred tax falling due after 12 months		
5)	Other receivables falling due within 12 months	122,228	148,005
	Other receivables falling due after 12 months		
III)	**Cash and bank**	**3,358,675**	**7,436,600**
1)	Bank and postal deposits	3,351,888	7,416,363
2)	Cash on hand	6,788	20,238
D)	**ACCRUED INCOME AND PREPAID EXPENSES**	979,172	333,665
	TOTAL ASSETS	**40,594,921**	**38,763,157**

For and on behalf of the Board of Directors
of CLX Thai Co. Ltd.

Simone Ferrarese
Director

CLX Thai Co. Ltd
BALANCE SHEET AS AT MARCH 31, 2018

	Balance Sheet - Stockholders' Equity and Liabilities	As at March 31, 2018	(Amount in THB) As at March 31, 2017
A)	**SHAREHOLDERS' EQUITY**	**5,218,272**	**5,041,426**
I)	Share capital	6,000,000	6,000,000
II)	Retained earning	(958,574)	94,777
III)	Profit (loss) for the year	176,846	(1,053,351)
B)	**PROVISIONS FOR CONTINGENCIES AND OBLIGATIONS**	2,689,442	2,345,915
C)	**PAYABLES**	**32,687,209**	**31,375,816**
1)	Trade payables falling due within 12 months	1,170,009	919,258
2)	Payables to subsidiaries falling due within 12 months		
	Payables to subsidiaries falling due after 12 months		
3)	Payables to subsidiaries falling due within 12 months		
	Payables to subsidiaries falling due within 12 months		
4)	Payables to parent companies falling after 12 months	30,422,248	29,654,997
5)	Tax payables falling due within 12 months	477,405	49,100
6)	Social security payables falling within 12 months	258,192	160,936
7)	Other payables falling due within 12 months	359,356	591,525
D)	**ACCRUED EXPENSES AND DEFERRED INCOME**		
	TOTAL STOCKHOLDERS' EQUITY AND LIABILITIES	**40,594,922**	**38,763,157**

For and on behalf of the Board of Directors
of CLX Thai Co. Ltd.

Simone Ferrarese
Director

CLX Thai Co. Ltd

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(Amount in THB)

		Year ended March 31, 2018	Year ended March 31, 2017
A)	**VALUE OF PRODUCTION**	**74,160,225**	**53,298,403**
1)	Revenue from sales and services	73,991,547	53,264,500
2)	Change in inventory of work in progress, semi-finished and finished goods		
3)	Other income	168,678	33,902
B)	**COST OF PRODUCTION**	**(73,505,218)**	**(53,680,189)**
4)	Cost of raw materials, consumables, spare parts and other goods	(342,389)	(358,474)
5)	Costs of services	(13,764,671)	(9,638,125)
6)	Costs of utilization of third parties' assets	(1,767,111)	
7)	Personnel costs:	(54,223,293)	(40,221,762)
a)	*Salaries and wages*	(47,889,620)	(34,579,309)
b)	*Social contributions*	(2,852,124)	(2,652,101)
c)	*Employee severance indemnity*	(1,116,426)	(977,016)
d)	*Other costs*	(2,365,123)	(2,013,336)
8)	Depreciation and write-downs	(3,166,757)	(3,255,822)
a)	*Amortization of intangible assets*	(403,919)	(473,040)
b)	*Depreciation of tangible assets*	(2,762,838)	(2,782,782)
9)	Other operating charge	(240,997)	(206,006)
	DIFFERENCE BETWEEN VALUE AND COSTS OF PRODUCTION (A-B)	**655,007**	**(381,787)**
C)	**FINANCIAL INCOME AND CHARGES**	**(160,691)**	**(671,564)**
10)	Income from shareholdings		
11)	Other financial income	128,042	121,119
a)	*- intra group*		80,527
b)	*- Other*	128,042	40,592
12)	Interest and other financial charges	(767,251)	(895,768)
a)	*- interest from intra group*		
b)	*- interest from parent companies*	(767,251)	(896,409)
c)	*- interest from others*		641
13)	Exchange Profit & Losses	478,518	103,085
	RESULT BEFORE TAX	**494,316**	**(1,053,351)**
14)	Income tax for the period	(317,470)	
a)	*current tax*	(317,470)	
b)	*deferred tax liabilities*		
c)	*anticipated tax assets*		
	PROFIT FOR THE YEAR	**176,846**	**(1,053,351)**

For and on behalf of the Board of Directors
of CLX Thai Co. Ltd.

Simone Ferrarese
Director

CLX EUROPE MEDIA SOLUTION GMBH
BALANCE SHEET AS AT MARCH 31, 2018

(Amount in EUR)

		Balance Sheet - Assets	As at March 31, 2018	As at March 31, 2017
A)		**SUBSCRIBED CAPITAL UNPAID**		
B)		**FIXED ASSETS**	**18,746**	**38,965**
I)		**Intangible assets**	**12,721**	**17,623**
	1)	Start-up and expansion costs		
	2)	Patent and intellectual property rights	3,046	5,565
	3)	Concession, licenses, trademarks and similar rights		
	4)	Goodwill and consolidation difference		
	5)	Assets under construction and advances	-	-
	6)	Other	9,675	12,058
II)		**Tangible assets**	**6,022**	**21,339**
	1)	Plant and machinery	3,839	15,904
	2)	Industrial and commercial equipment		
	3)	Other tangible assets	2,183	5,435
	4)	Assets under construction and advances		
III)		**Financial assets**	**3**	**3**
	1)	Investments in	3	3
	a)	*- subsidiaries*	3	3
C)		**CURRENT ASSETS**	**2,771,660**	**2,582,164**
I)		**Inventory**	**3,484**	**4,547**
	1)	Row materials, ancillaries and consumables	3,484	4,547
	2)	Work in progress of services		
II)		**Receivables**	**2,587,146**	**2,427,142**
	1)	Trade receivables falling due within 12 months	171,323	228,770
	2)	Receivables from subsidiaries		
	3)	Receivables from associated companies		
	4)	Receivables from parent companies due within 12 months	2,407,589	2,171,889
		Receivables from parent companies due after 12 months		
	4-bis)	Receivables from the Treasury falling due within 12 months		
		Receivables from the Treasury falling due after 12 months		
	4-ter)	Deferred tax falling due within 12 months		
		Deferred tax falling due after 12 months		
	5)	Other receivables falling due within 12 months	8,234	26,483
		Other receivables falling due after 12 months		
III)		**Cash and bank**	**181,030**	**150,475**
	1)	Bank and postal deposits	177,569	149,246
	2)	Cash on hand	3,461	1,229
D)		**ACCRUED INCOME AND PREPAID EXPENSES**	29,615	14,871
		TOTAL ASSETS	**2,820,021**	**2,636,000**

For and on behalf of the Board of Directors
of CLX Eurpore Media Solution GmbH

Roberto Antoniotti
Director

CLX EUROPE MEDIA SOLUTION GMBH
BALANCE SHEET AS AT MARCH 31, 2018

(Amount in EUR)

	Balance Sheet - Stockholders' Equity and Liabilities	As at March 31, 2018	As at March 31, 2017
A)	**SHAREHOLDERS' EQUITY**	**2,534,114**	**2,321,437**
I)	Share capital	511,292	511,292
II)	Other reserves	-1	2
III)	Retained earning	1,810,143	1,751,424
IV)	Profit (loss) for the year	212,680	58,719
B)	**PROVISIONS FOR CONTINGENCIES AND OBLIGATIONS**		
C)	**STAFF LEAVING INDEMNITY**		
D)	**PAYABLES**	**285,907**	**314,563**
1)	Trade payables falling due within 12 months	59,143	4,536
2)	Payables to subsidiaries falling due within 12 months		9,858
	Payables to subsidiaries falling due after 12 months		
3)	Payables to subsidiaries falling due within 12 months		
	Payables to subsidiaries falling due within 12 months		
4)	Payables to parent companies falling within 12 months	89,506	40,336
5)	Tax payables falling due within 12 months	88,827	21,949
6)	Other payables falling due within 12 months	48,431	237,885
E)	**ACCRUED EXPENSES AND DEFERRED INCOME**		
	TOTAL STOCKHOLDERS' EQUITY AND LIABILITIES	**2,820,021**	**2,636,000**

For and on behalf of the Board of Directors
of CLX Eurpore Media Solution GmbH

Roberto Antoniotti
Director

CLX EUROPE MEDIA SOLUTION GMBH
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(Amount in EUR)

		Year ended March 31, 2018	Year ended March 31, 2017
A)	**VALUE OF PRODUCTION**	**2,207,651**	**2,345,776**
1)	Revenue from sales and services	2,188,766	2,353,037
2)	Change in inventory of work in progress, semi-finished and finished goods		(25,300)
3)	Other income	18,885	18,039
B)	**COST OF PRODUCTION**	**(1,884,098)**	**(2,259,574)**
4)	Cost of raw materials, consumables, spare parts and other goods	(3,408)	(5,347)
5)	Costs of services	(1,151,132)	(1,112,275)
6)	Costs of utilization of third parties' assets	(54,970)	(57,833)
7)	Personnel costs:	(645,272)	(1,049,736)
a)	*Salaries and wages*	(520,875)	(648,839)
b)	*Social contributions*	(124,397)	(173,245)
c)	*Other costs*		(227,652)
8)	Depreciation and write-downs	(23,918)	(29,793)
a)	*Amortization of intangible assets*	(8,601)	(7,475)
b)	*Depreciation of tangible assets*	(15,317)	(22,117)
c)	*Other write-downs of assets*		
d)	*Write-downs of receivables included in current assets and cash*		
c)	*Other write-downs of assets*		
d)	*Write-downs of receivables included in current assets and cash*		*(200)*
9)	Change in stock of raw materials, consumables, spare parts and other goods		
10)	Other operating charge	(5,398)	(4,590)
	DIFFERENCE BETWEEN VALUE AND COSTS OF PRODUCTION (A-B)	**323,553**	**86,202**
C)	**FINANCIAL INCOME AND CHARGES**	**3,647**	**6,637**
11)	Interest and other financial charges	3,647	6,637
a)	*- interest from intra group*		
b)	*- interest from parent companies*	3,647	6,637
c)	*- interest from others*		
	RESULT BEFORE TAX	**327,200**	**92,839**
12)	Income tax for the period	(114,520)	(34,120)
a)	*current tax*	(114,520)	(34,120)
b)	*deferred tax liabilities*		
c)	*anticipated tax assets*		
	PROFIT FOR THE YEAR	**212,680**	**58,719**

For and on behalf of the Board of Directors
of CLX Eurpore Media Solution GmbH

Roberto Antoniotti
Director

CLX Europe Media Solution Limited
BALANCE SHEET AS AT MARCH 31, 2018

(Amount in GBP)

	Balance Sheet - Assets	As at March 31, 2018	As at March 31, 2017
A)	**SUBSCRIBED CAPITAL UNPAID**		
B)	**FIXED ASSETS**	**20,322**	**23,135**
I)	**Intangible assets**	**10,520**	**16,442**
1)	Start-up and expansion costs		
2)	Research, development and advertising costs		
3)	Patent and intellectual property rights		
4)	Concession, licenses, trademarks and similar rights		
5)	Goodwill and consolidation difference		
6)	Assets under construction and advances	-	
7)	Other	10,520	16,442
II)	**Tangible assets**	**9,802**	**6,693**
1)	Land & Building		
2)	Plant and machinery		
3)	Industrial and commercial equipment		
4)	Other tangible assets	9,802	6,693
5)	Assets under construction and advances		
C)	**CURRENT ASSETS**	**1,741,872**	**2,145,200**
I)	**Inventory**	**114,644**	**4,082**
1)	Row materials, ancillaries and consumables	7,177	4,082
2)	Work in progress of services	107,467	
II)	**Receivables**	**1,394,966**	**1,604,863**
1)	Trade receivables falling due within 12 months	1,376,927	1,603,267
2)	Receivables from subsidiaries		
3)	Receivables from associated companies		
4)	Receivables from parent companies due within 12 months	14,484	1,596
	Receivables from parent companies due after 12 months		
4-bis)	Receivables from the Treasury falling due within 12 months		
	Receivables from the Treasury falling due after 12 months		
4-ter)	Deferred tax falling due within 12 months		
	Deferred tax falling due after 12 months		
5)	Other receivables falling due within 12 months	3,555	
	Other receivables falling due after 12 months		
III)	**Cash and bank**	**232,262**	**536,255**
1)	Bank and postal deposits	232,060	536,053
2)	Cash on hand	202	202
D)	**ACCRUED INCOME AND PREPAID EXPENSES**	83,232	43,550
	TOTAL ASSETS	**1,845,425**	**2,211,884**

For and on behalf of the Board of Directors
of CLX Eurpore Media Solution Limited

Anjan Malik
Director

Baljit Phull
Director

CLX Europe Media Solution Limited
BALANCE SHEET AS AT MARCH 31, 2018

(Amount in GBP)

		Balance Sheet - Stockholders' Equity and Liabilities	As at March 31, 2018	As at March 31, 2017
A)		**SHAREHOLDERS' EQUITY**	**874,779**	**877,649**
	I)	Share capital	2	2
	II)	Retained earning	884,780	889,126
	III)	Profit (loss) for the year	(10,003)	(11,480)
B)		**PROVISIONS FOR CONTINGENCIES AND OBLIGATIONS**	401	
C)		**PAYABLES**	**932,683**	**1,297,114**
	1)	Trade payables falling due within 12 months	31,195	37,437
	2)	Payables to subsidiaries falling due within 12 months		
		Payables to subsidiaries falling due after 12 months		
	3)	Payables to subsidiaries falling due within 12 months		
		Payables to subsidiaries falling due within 12 months		
	4)	Payables to parent companies falling within 12 months	753,678	1,120,621
	5)	Tax payables falling due within 12 months	146,966	134,675
	6)	Social security payables falling within 12 months	845	778
	7)	Other payables falling due within 12 months		3,603
D)		**ACCRUED EXPENSES AND DEFERRED INCOME**	**37,562**	**37,121**
		TOTAL STOCKHOLDERS' EQUITY AND LIABILITIES	**1,845,425**	**2,211,884**

For and on behalf of the Board of Directors
of CLX Eurpore Media Solution Limited

Anjan Malik
Director

Baljit Phull
Director

CLX Europe Media Solution Limited
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(Amount in GBP)

		Year ended March 31, 2018	Year ended March 31, 2017
A)	**VALUE OF PRODUCTION**	**4,133,089**	**4,719,542**
1)	Revenue from sales and services	4,025,404	4,716,792
2)	Change in inventory of work in progress, semi-finished and finished goods	107,467	
3)	Other income	218	2,751
B)	**COST OF PRODUCTION**	**(4,051,625)**	**(4,770,087)**
4)	Cost of raw materials, consumables, spare parts and other goods		(25,357)
5)	Costs of services	(3,390,337)	(3,990,713)
6)	Costs of utilization of third parties' assets	(69,180)	(63,482)
7)	Personnel costs:	(578,777)	(660,513)
a)	*Salaries and wages*	(520,694)	(591,776)
b)	*Social contributions*	(58,083)	(64,799)
c)	*Employee severance indemnity*		*(3,254)*
d)	*Other costs*		(685)
8)	Depreciation and write-downs	(13,285)	(23,131)
a)	*Amortization of intangible assets*	(5,922)	(4,950)
b)	*Depreciation of tangible assets*	(7,363)	(18,180)
9)	Change in stock of raw materials, consumables, spare parts and other goods	114	
10)	Other operating charge	(159)	(6,892)
	DIFFERENCE BETWEEN VALUE AND COSTS OF PRODUCTION (A-B)	**81,464**	**(50,545)**
C)	**FINANCIAL INCOME AND CHARGES**	**(91,066)**	**31,573**
11)	Other financial income	81	309
a)	*- Other*	81	309
12)	Interest and other financial charges	(75,447)	
a)	*- interest from intra group*		
b)	*- interest from parent companies*		
c)	*- interest from others*	*(75,447)*	
13-bis)	Exchange Profit & Losses	(15,700)	31,263
	RESULT BEFORE TAX	**(9,602)**	**(18,972)**
14)	Income tax for the period	(401)	7,492
a)	*current tax*		5,503
b)	*deferred tax liabilities*	(401)	1,989
c)	*anticipated tax assets*		
	PROFIT FOR THE YEAR	**(10,003)**	**(11,480)**

For and on behalf of the Board of Directors
of CLX Eurpore Media Solution Limited

Anjan Malik
Director

Baljit Phull
Director

eClerx Canada Limited
Balance Sheet as at 31 March 2018

	Notes	As at 31 March 2018 Amount in CAD	As at 31 March 2017 Amount in CAD
Assets			
Current assets			
Financial assets			
Trade receivables	3	16,216	-
Cash and cash equivalents	4	20,425	49,884
Other Financial assets	5	14,550	-
Other current assets	6	289	-
		51,480	**49,884**
Total assets		**51,480**	**49,884**
Equity and liabilities			
Equity			
Equity share capital	7	50,000	50,000
Other equity	8	(74,549)	(116)
Total equity		**(24,549)**	**49,884**
Non - Current liabilities			
Borrowings	9	51,984	-
Current liabilities			
Other financial liabilities	10	17,931	-
Other current liabilities	11	252	-
Employee Benefit Obligations	12	5,862	-
		76,029	**-**
Total equity and liabilities		**51,480**	**49,884**

Summary of significant accounting policies

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors of eClerx Canada Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Joseph A. Menard
Director

eClerx Canada Limited
Statement of Profit and Loss for the period ended 31 March 2018

	Notes	For the period ended 31 March 2018 Amount in CAD	For the period ended 31 March 2017 Amount in CAD
Revenue from operations		52,750	-
Total Income		**52,750**	**-**
Expenses			
Employee Benefit expenses	13	53,035	
Cost of technical sub-contractors		50,956	
Finance Costs	14	105	-
Other expense	15	23,087	116
Total expenses		**127,183**	**116**
Loss before tax		**(74,433)**	**(116)**
Tax expenses			
Current tax		-	-
Deferred tax		-	-
Income tax expense		**-**	**-**
Loss for the period		**(74,433)**	**(116)**
Other comprehensive income for the period, net of tax		-	-
Total comprehensive income for the period, net of tax		**(74,433)**	**(116)**
Loss per equity share (in CAD)			
Basic (Face value of CAD 1 each)	16	(0.00)	(0.00)
Diluted (Face value of CAD 1 each)	16	(0.00)	(0.00)
Summary of significant accounting policies	2		

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors of eClerx Canada Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Joseph A. Menard
Director

eClerx Canada Limited
Statement of cash flows for the period ended 31 March 2018

	Notes	For the period ended 31 March 2018 Amount in CAD	For the period ended 31 March 2017 Amount in CAD
Operating activities			
Loss before tax		(74,433)	(116)
Cash used in operating activities		**(74,433)**	**(116)**
Interest on inter company loan	14	105	
		(74,328)	**(116)**
Working Capital changes			
(Increase) in trade receivables		(16,216)	-
Increase in employee benefit obligations		5,862	-
(Increase)/decrease in other financial assets and other assets		(14,839)	
Increase in trade payables, other current and non current liabilities and financial liabilities		18,183	-
Net cash flows used in operating activities		**(81,338)**	**-**
Financing activities			
Proceeds from issue of equity share capital	7	-	50,000
Proceeds from loan given by holding company		51,984	
Interest on inter company loan		(105)	-
Net cash flows generated from financing activities		**51,879**	**50,000**
Net increase in cash and cash equivalents		**(29,459)**	**49,884**
Cash and cash equivalents at the beginning of the period		49,884	-
Cash and cash equivalents at year end		**20,425**	**49,884**

Summary of Significant accounting policies 2

The accompanying notes form an integral part of these financial statements.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors of eClerx Canada Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Joseph A. Menard
Director

eClerx Canada Limited
Statement of changes in equity for the period ended 31 March 2018

a. Equity share capital

	No. of shares	Share Capital
	Amount in CAD	Amount in CAD
Equity shares of CAD 1 each issued, subscribed and fully paid		
Shares allotted during the period	50,000	50,000
As at 31 March 2017	**50,000**	**50,000**
Add: Shares alloted during the year	-	-
As at 31 March 2018	**50,000**	**50,000**

b. Other equity

For the period ended 31 March 2018 Amount in CAD

Particulars	Retained earnings	Total other equity
As at 1 April 2017	(116)	(116)
Loss for the period	(74,433)	(74,433)
As at 31 March 2018	**(74,549)**	**(74,549)**

For the period ended 31 March 2017 Amount in CAD

Particulars	Retained earnings	Total other equity
As at 1 April 2016	-	-
Loss for the period	(116)	(116)
As at 31 March 2017	**(116)**	**(116)**

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

For and on behalf of the Board of Directors of eClerx Canada Limited

Anjan Malik
Director

Joseph A. Menard
Director

1. Corporate information

eClerx Canada Limited ("the Company") was incorporated on September 23, 2016 in Victoria, British Columbia as a 100% subsidiary of eClerx Investments (UK) Limited.

2. Significant accounting policies

2.1 Basis of preparation
The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting standards) (Amendment) Rules, 2016.

The financial statements have been prepared on historical cost basis.
The financial statements are presented in "CAD" and all values are stated Canadian Dollars, except when otherwise indicated.
However, as these financial statements are not statutory financial statements, full compliance with the Companies Act, 2013 is not required and so they do not reflect all disclosure requirements of the Companies Act, 2013.

2.2. Summary of significant accounting policies

a. Foreign currencies
The Company's financial statements are presented in Canadian Dollars which is also the Company's functional currency.
Transactions and balances
Transactions in foreign currencies are initially recorded by the Company in its functional currency using spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated into the relevant functional currency at exchange rates at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

b. Fair value measurement
The Company measures financial instruments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
• In the principal market for the asset or liability or,
• In the absence of a principal market, in the most advantageous market for the asset or liability.
The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
• Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
• Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
• Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

c. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Rendering of services

Revenue from time and material and unit priced contracts are recognised when services are rendered and related costs are incurred. The service income is recognized as cost plus mark-up on the basis of agreement between the Principal and the Company. Revenue from fixed price contracts, are recognised over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion. Foreseeable losses on such contracts are recognised when probable. Revenue from maintenance contracts are recognised on pro-rata basis over the period of the contract.

Unbilled revenues included in other financial assets represent revenue in excess of billings as at the balance sheet date.

Advance billing included in other financial liabilities represents billing in excess of revenue recognised.

The Company presents revenues net of service tax and value added tax in its statement of profit and loss.

d. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in India where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in Other comprehensive income (OCI) or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

• When the deferred tax liability arises from an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

• In respect of taxable temporary differences associated with investments in subsidiaries when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

e. Provisions and contingencies

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Contingent liabilities are disclosed in the notes.

f. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and short term investments with an original maturity of three months or less which are subject to an insignificant risk of changes in value.

2.B. Fair Values

The management assessed that cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The Company has no financial assets and financial liabilities which are measured at fair value through profit or loss.

2.C. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

	As at 31 March 2018	As at 31 March 2017
3. Trade receivables	Amount in CAD	Amount in CAD
Secured, considered good	16,216	-
	16,216	**-**

	As at 31 March 2018	As at 31 March 2017
	Amount in CAD	Amount in CAD
4. Cash and cash equivalents		-
Balances with banks		
In current accounts	20,425	49,884
	20,425	**49,884**

	As at 31 March 2018	As at 31 March 2017
5. Other Financial assets	Amount in CAD	Amount in CAD
Unbilled revenue	14,550	-
	14,550	**-**

	As at 31 March 2018	As at 31 March 2017
6. Other Financial assets	Amount in CAD	Amount in CAD
Other tax credits	289	-
	289	**-**

7. Share Capital

	As at 31 March 2018	As at 31 March 2017
Authorized share capital		
50,000 equity shares of CAD 1 each	50,000	50,000
Issued, subscribed and fully paid up		
50,000 shares of CAD 1 each	50,000	50,000

During the year ended 31 March 2017, the Company issued 50,000 shares to its sole shareholder, eClerx Investments (UK) Limited.

Terms / rights attached to equity shares
The Company has issued Class A voting participating common shares and each holder is entitled to one vote per equity share.

Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	**As at 31 March 2018**		**As at 31 March 2017**	
	Number of shares	% Holding	Number of shares	% Holding
eClerx Investments (UK) Limited	50,000	100%	50,000	100%

8. Other equity

Retained earnings

	Amount in CAD
Add: Loss during the period	(116)
As at 31 March 2017	**(116)**
Add: Loss during the period Mar 18	(74,433)
As at 31 March 2018	**(74,549)**

Other reserves

	As at 31 March 2018	As at 31 March 2017
	Amount in CAD	Amount in CAD
Retained earnings	(74,549)	(116)
	(74,549)	**(116)**

9. Borrowings	As at 31 March 2018 Amount in CAD	As at 31 March 2017 Amount in CAD
eClerx Investments (UK) Limited	51,984	-
	51,984	**-**

10. Other financial liabilities	As at 31 March 2018 Amount in CAD	As at 31 March 2017 Amount in CAD
Accrued Expenses	17,931	-
	17,931	**-**

11. Other current liabilities	As at 31 March 2018 Amount in CAD	As at 31 March 2017 Amount in CAD
Taxes and other liabilities	252	-
	252	**-**

12. Employee Benefit Obligations	As at 31 March 2018 Amount in CAD	As at 31 March 2017 Amount in CAD
Incentive to employees	5,862	-
	5,862	**-**

13. Employee Benefit Expenses	For the period ended 31 March 2018 Amount in CAD	For the period ended 31 March 2017 Amount in CAD
Salaries,Wages and Bonus	50,866	-
Contribution To Provident Fund	2,169	
	53,035	**-**

14. Finance Costs	For the period ended 31 March 2018 Amount in CAD	For the period ended 31 March 2017 Amount in CAD
Interest on Intercompany loan	105	-
	105	**-**

15. Other expense	For the period ended 31 March 2018 Amount in CAD	For the period ended 31 March 2017 Amount in CAD
Legal and professional fees	16,235	-
Foreign exchange loss	1,879	-
Travelling expenses	3,880	-
Bank charges	883	116
Communication expenses	210	-
	23,087	**116**

16. Earnings per share (EPS)

The basic earnings per equity share are computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting period. The number of shares used in computing diluted earnings per share comprises the weighted average number of equity shares considered for deriving basic earnings per equity share, and also the weighted average number of equity shares, which would be issued on the conversion of all dilutive potential equity shares into equity shares, unless the results would be anti-dilutive.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31 March 2018	31 March 2017
	Amount in CAD	Amount in CAD
Loss attributable to equity holders	(74,433)	(116)
Weighted average number of equity shares for -		
Basic EPS	50,000	50,000
Diluted EPS	50,000	50,000
Loss per equity share (in CAD)		
Basic	(0.00)	(0.00)
Diluted	(0.00)	(0.00)

17. Related party transactions

A. Related Parties and Key Management Personnel

Name of related party and related party relationship

Related party under Ind AS 24 – Related Party Disclosures and as per Companies Act, 2013

(A) Where control exists:

1. eClerx Services Limited (Ultimate Holding Company)
2. eClerx Investments (UK) Limited (Holding Company)

(B) Related party under Ind AS 24 – Related Party Disclosures and as per Companies Act, 2013 with whom transactions have taken place during the year.

Transactions with Wholly owned subsidiaries / Step down subsidiaries:

Name	Nature of Transaction	Transactions during the year		Outstanding Balance as at	
		31 March 2018	31 March 2017	31 March 2018	31 March 2017
		Amount in CAD	Amount in CAD	Amount in CAD	Amount in CAD
eClerx Investments (UK) Limited	Investment in equity shares	50,000	50,000	5,967 Payable	-
	Loan granted to the Company	5,862	-		
	Interest expense	105	-		

18. Segment Information

The Board of Directors of eClerx Services Limited i.e. Chief Operating Decision Maker ('CODM') evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by reportable segments. The Company operates under a single reportable segment which is data management, analytics solutions and process outsourcing services. Further the risks and rewards under various geographies where the Company operates are similar in nature.

The following tables present revenue and assets information regarding the Company's geographical segments:

	For the year ended	
	31 March 2018	31 March 2017
	Amount in CAD	Amount in CAD
Revenue from customers		
North America	52,750	-
Total Revenue	**52,750**	**-**

The Company has one customer with revenue greater than 10% each of the total Company's revenue totalling to CAD 52,750 for the year ended 31 March 2018.

19. Standards issued but not yet effective
In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of Cash Flows' and Ind AS 102, 'Share-based Payment.' The amendments are applicable to the Company from 1 April 2017.

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is evaluating the requirements of the amendment and the effect on the financial statements.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

The Company does not have any cash-settled awards as at 31 March 2018.

As per our report of even date
For S. R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

For and on behalf of the Board of Directors of eClerx Canada Limited

per Amit Majmudar
Partner
Membership Number: 36656
Place: Mumbai
Date: 23 May 2018

Anjan Malik
Director

Joseph A. Menard
Director

ECLERX EMPLOYEE WELFARE TRUST
BALANCE SHEET AS AT MARCH 31, 2018

	Notes	As at Mar 31, 2018	As at Mar 31, 2017
		(Figures in INR)	
Equity and liabilities			
Equity			
Share capital	1	1,000	1,000
Other equity	2	(33,806,695)	(5,152,273)
Total Equity		**(33,805,695)**	**(5,151,273)**
Non-current liabilities:			
Financial liabilities			
Borrowings	3	679,463,756	114,566,994
		679,463,756	**114,566,994**
Current liabilities:			
Financial liabilities			
Trade payables	4	39,748,074	213,973
Current tax liabilities (net)		-	421,286
		39,748,074	**635,259**
Total		**685,406,135**	**110,050,981**
Assets			
Current Assets:			
Financial assets			
Investments	5	631,186,631	106,388,060
Cash and Bank Balances	6	54,219,504	3,662,921
		685,406,135	**110,050,981**
Total		**685,406,135**	**110,050,981**

Summary of significant Accounting Policies and Notes to Accounts
The accompanying notes are an integral part of the financial statements

For and on behalf of eClerx Employee Welfare Trust

Trustees

ECLERX EMPLOYEE WELFARE TRUST
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(Figures in INR)

	Notes	Year ended March 31, 2018	Year ended March 31, 2017
INCOME			
Other Income	8	884,357	293,704
		884,357	**293,704**
EXPENDITURE			
Other expenses	9	1,875,711	371,538
Finance Costs	10	27,663,068	5,074,438
Profit before Taxes		**(28,654,422)**	**(5,152,273)**
Provision for Taxation			
Current Income tax			
		-	-
Profit after tax		**(28,654,422)**	**(5,152,273)**

The Schedules Referred to above form an integral part of the financial statements

For and on behalf of eClerx Employee Welfare Trust

Trustees

ECLERX EMPLOYEE WELFARE TRUST

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

		(Amount in INR)
	As at 31 March 2018	**As at 31 March 2017**
1 CAPITAL		
Corpus	1,000	1,000
Total	**1,000**	**1,000**
2 RESERVES AND SURPUS		
Balance brought forward from previous year	(5,152,273)	-
Profit and Loss Account	(28,654,422)	(5,152,273)
Total	**(33,806,695)**	**(5,152,273)**
3 BORROWINGS		
Loan from eClerx Services Limited	650,000,000	110,000,000
Interest accrued on Loan from eClerx Services Limited	29,463,756	4,566,994
Total	**679,463,756**	**114,566,994**
4 TRADE PAYABLES		
Accrued Expenses	39,748,074	213,973
Total	**39,748,074**	**213,973**
5 INVESTMENTS		
Equity Shares		
eClerx Services Limited	631,186,631	106,388,060
(Trust owns 487,660 equity shares)		
Mutual Funds		
Birla Sun Life Cash Plus – Direct - Daily Dividend Reinvestment Option	-	-
Total	**631,186,631**	**106,388,060**
6 CASH AND BANK BALANCES		
Balance with scheduled banks		
- in Current accounts		
' 000004121277	1,000	1,000
' 000004121264	54,218,504	3,661,921
Total	**54,219,504**	**3,662,921**
7 Current Tax Liabilities		
TDS due on Loan Interest for Q4	-	397,512
TDS on Management Fee	-	120
Less: TDS already paid on Management fee	-	(127,359)
Total	**-**	**270,273**

ECLERX EMPLOYEE WELFARE TRUST

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

		(Amount in INR)
	Year ended March 31, 2018	**Year ended March 31, 2017**
8 OTHER INCOME		
Dividend on mutual fund	759,185	293,704
Dividend on equity	125,172	-
Total	**884,357**	**293,704**
9 GENERAL AND ADMINISTRATIVE EXPENSES		
Trust management fees	1,857,788	367,040
Interest on Late Payment of TDS	17,923	3,298
Late filing Fees	-	1,200
	1,875,711	**371,538**
10 **FINANCE COSTS**		
Interest on Loan	27,663,068	5,074,438
	27,663,068	**5,074,438**