

Independent Auditor's Review Report on the Unaudited Quarterly and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors of eClerx Services Limited**

1. We have reviewed the accompanying Statement of unaudited Consolidated Financial Results of eClerx Services Limited (the "Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as the "Group") for the quarter ended June 30, 2019 and year to date from April 1, 2019 to June 30, 2019 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the "Regulation"), read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 (the "Circular").
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, "Interim Financial Reporting" (Ind AS 34) prescribed under Section 133 of the Companies Act, 2013 as amended, (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India read with the Circular. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, to the extent applicable.

4. The Statement includes the results of the entities as mentioned in the Annexure to this Report.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standard specified under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

6. We did not review the interim financial information/financial results of four subsidiaries included in the consolidated unaudited financial results, whose interim financial information/ financial results reflect total revenues of Rs. 415.31 million, total net profit after tax and total comprehensive income of Rs. 11.50 million for the quarter ended June 30, 2019 and for the period from April 1, 2019 to June 30, 2019, respectively as considered in the consolidated unaudited financial results. These interim financial information/ financial results have been reviewed by other auditors, whose reports have been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on the report of the other auditors and procedures performed by us as stated in paragraph 3 above. Our conclusion on the Statement is not modified in respect of the above matter.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

Amit Majmudar

per **Amit Majmudar**

Partner

Membership No.: 36656

UDIN: 19036656AAAAAZ8295

Pune

August 2, 2019



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

Annexure to the Independent Auditor's Review Report on the Quarterly Unaudited Consolidated and Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Sr. No.	Name of subsidiaries
1	eClerx LLC
2	eClerx Limited
3	eClerx Private Limited
4	eClerx Investments (UK) Limited
5	eClerx Canada Limited
6	CLX Europe S.P.A
7	CLX Europe Media Solution GmbH
8	CLX Europe Media Solution Limited
9	CLX Thai Company Limited
10	eClerx Employee Welfare Trust



ECLERX SERVICES LIMITED
CIN : L72200MH2000PLC125319

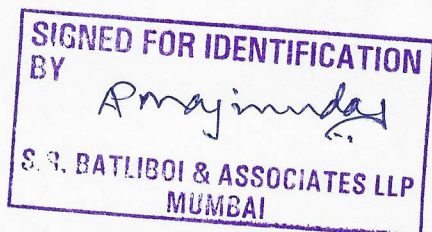
Regd. Office : Sonawala Building, 1st Floor, 29 Bank Street, Fort, Mumbai - 400 023

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2019

(in Rupees million, except per share data)

Sr. No.	Particulars	Quarter ended		Year ended	
		June 30, 2019	March 31, 2019	June 30, 2018	March 31, 2019
		Unaudited	Audited*	Unaudited	Audited
I	Revenue from operations	3,547.21	3,651.19	3,519.42	14,305.93
II	Other income	95.98	95.60	198.19	485.92
III	Total Income (I + II)	3,643.19	3,746.79	3,717.61	14,791.85
IV	Expenses				
	Employee benefits expense	2,194.94	1,974.12	1,953.48	7,868.94
	Depreciation and amortisation expense	171.67	127.56	93.47	446.92
	Cost of technical sub-contractors	140.39	167.95	167.46	714.12
	Other expenses	563.92	701.58	628.67	2,646.74
	Finance costs	43.23	0.14	0.08	0.39
	Total expenses (IV)	3,114.15	2,971.35	2,843.16	11,677.11
V	Profit before exceptional items and tax (III-IV)	529.04	775.44	874.45	3,114.74
VI	Exceptional items	-	-	-	-
VII	Profit before tax	529.04	775.44	874.45	3,114.74
VIII	Tax expense	131.01	182.78	273.96	831.73
	(1) Current tax	165.51	192.59	287.41	911.61
	(2) Deferred tax	(34.50)	(9.81)	(13.45)	(79.88)
IX	Profit for the period (VII-VIII)	398.03	592.66	600.49	2,283.01
	Attributable to:				
	Shareholders of the Company	398.11	591.86	601.70	2,282.63
	Non controlling interest	(0.08)	0.80	(1.21)	0.38
X	Profit for the period (IX)	398.03	592.66	600.49	2,283.01
XI	Other Comprehensive Income / (Loss) ('OCI')	20.89	119.86	(280.34)	(61.73)
	A (i) Items that will not be reclassified to profit or loss	(30.74)	0.65	9.90	(12.33)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	9.10	(0.25)	(2.75)	3.50
	B (i) Items that will be reclassified to profit or loss (net)	56.70	183.95	(405.76)	(64.17)
	(ii) Income tax relating to items that will be reclassified to profit or loss	(14.17)	(64.49)	118.27	11.27
XII	Total Comprehensive Income for the period (X+XI) (Comprising Profit and Other Comprehensive Income for the period)	418.92	712.52	320.15	2,221.28
	Attributable to:				
	Shareholders of the Company	419.00	711.72	321.36	2,220.90
	Non controlling interest	(0.08)	0.80	(1.21)	0.38
XIII	Paid up equity share capital (Face value of Rs. 10 each, fully paid up)	361.00	377.90	381.02	377.90
XIV	Other equity				13,440.93
XV	Earnings per share: (in Rs.)				
	(1) Basic	10.56	15.64	15.77	60.07
	(2) Diluted	10.56	15.62	15.72	59.98

* Refer Note 3



Notes :

- 1 The statement of unaudited financial results for the quarter ended June 30, 2019 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on August 2, 2019. There are no qualifications in the limited review report issued by the auditors.
- 2 These consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards (Ind AS) 34, 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013, as amended read with the relevant rules issued thereunder.
- 3 The figures for quarter ended March 31, 2019 are the balancing figures between audited figures in respect of the full financial year ended March 31, 2019 and unaudited published year to date figures up to December 31, 2018, being the date of the end of third quarter of the financial year, which were subject to limited review by the auditors.
- 4 The Group 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 Group operates are similar in nature.
- 5 The Board of Directors vide their meeting dated March 14, 2019 approved, subject to shareholders' approval, buyback of equity shares of the Company. The shareholders approval was procured vide postal ballot, results of which were announced on April 26, 2019. The Company concluded the said buyback of 1,746,666 equity shares of Rs 10 each, at a buyback price of Rs. 1,500 per share and total buyback amount of Rs.2,620 million. The settlement date for the said buyback was June 24, 2019. The shares so bought back were extinguished and the issued and paid-up capital stands amended accordingly.
- 6 Effective April 1, 2019, the Group adopted Ind AS 116 'Leases', applied to all lease contracts existing as on April 1, 2019 using the modified retrospective method and has taken the cumulative adjustment to opening retained earnings as on April 1, 2019, i.e on the date of initial application. Accordingly, comparatives for the year ended March 31, 2019 have not been retrospectively adjusted. On transition, the adoption of new standard resulted in recognition of Right – of – Use asset (ROU) of Rs. 1,223.06 million and a lease liability of Rs. 1,452.54 million. The cumulative effect of applying the standard resulted in Rs. 54.84 million being debited to opening retained earnings, net of taxes. In the statement of profit and loss for the current period, the nature of expenses in respect of operating leases has changed from lease rent in previous periods to depreciation cost for the ROU and finance cost for interest accrued on lease liability. The following table summarises the impact of Ind AS 116 on financial results.

Particulars	Quarter ended June 30, 2019
Ind AS 116 - Depreciation is higher by	73.86
Ind AS 116 - Finance cost is higher by	43.11
	116.97
Ind AS 17 - Rent Expense is lower by	(113.52)
Profit before tax is lower by	3.45

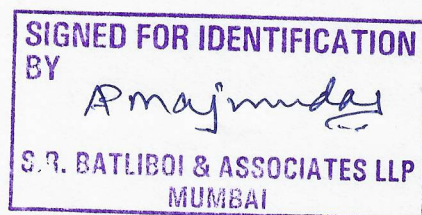
- 7 The standalone financial results of the Company would be available for perusal on the Company's website viz www.eclerx.com. Key standalone financial information is given below.

Particulars	Quarter ended			Year ended
	June 30, 2019	March 31, 2019	June 30, 2018	March 31, 2019
	Unaudited	Audited*	Unaudited	Audited
Income from operations	2,776.72	2,927.03	2,818.74	11,398.18
Profit before tax	442.39	736.18	761.09	2,843.64
Profit after tax	338.27	564.38	521.78	2,096.13

* Refer Note 3

For and on behalf of Board of Directors

Place: Pune
Date: August 2, 2019



PD Mundhra

PD Mundhra
Executive Director