eClerx
Data | Domain | Delivery

eClerx Services Limited
CIN: L72200MH2000PLC125319
Regd Office: Sonawala Building,
1st Floor, 29 Bank Street, Fort,
Mumbai – 400 023, India.
Phone: +91-22-66148301| Fax : +91 22 6614 8655
Email id : investor@eclerx.com | Website : www.eclerx.com

August 29, 2016

1. National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai-400051

Fax: 022-2659 8237/38,
022-2659 8347/48

2. Department of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 023.

Fax: 022-2272 3121/2037/2041/
022-2272 2039/3719/1278/2061

Dear Sirs,

Sub: **Outcome of Board Meeting held on Monday, August 29, 2016**

Stock Code: **BSE - 532927**
NSE - ECLERX

This is to inform you that the Board of Directors of the Company at its meeting held on August 29, 2016, which commenced at 1:30 p.m. and concluded at 4.21 p.m., inter-alia, unanimously approved, the following:-

1. Approved unaudited Quarterly Financial Results as attached along with the Limited Review Report issued by the Statutory Auditors, for the quarter / period ended on June 30, 2016;

2. Appointed M/s. Mehta & Mehta, Company Secretaries, as the Secretarial Auditor of the Company for financial year 2016-17.

3. Approved a proposal for Buyback of Equity Shares of the Company, subject to approval by the shareholders, for an aggregate amount not exceeding Rs. 234 Crores (Rupees Two Hundred and Thirty Four Crores only) (hereinafter referred to as the "Maximum Buyback Size") and being within 25% of the total paid-up equity capital and free reserves of the Company as on March 31, 2016 (being the date of the last audited accounts of the Company), at a price not exceeding Rs. 2,200 (Rupees Two Thousand Two Hundred only) per Equity Share (hereinafter referred to "Maximum Buyback Price") from all existing shareholders of the Company on the record date fixed for the said purpose, on a proportionate basis through "Tender Offer" route in accordance with the provisions contained in the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 ("Buyback Regulations") (including any statutory modification(s) or re-enactment of the Act or Buy-back Regulations, for the time being in force) and the Companies Act, 2013 and rules made thereunder. The Maximum Buyback Size, excludes transaction costs viz. brokerage, applicable taxes such as securities transaction tax, service tax, stamp duty etc ("Transaction Costs"). At Maximum

eClerx Services Limited Mumbai

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Buyback Price, the buyback translates into approximately 1,068,182 Equity Shares of the Company, representing about 2.62% of the total paid up equity share capital of the Company, as on March 31, 2016.

The Board noted the intention of the promoters and promoter group of the Company to participate in the proposed Buyback.

The proposed Buyback is subject to approval of the shareholders of the Company, by way of a special resolution through postal ballot (including e-voting) pursuant to Section 110 of the Companies Act, 2013 read with Rules framed thereunder and all other applicable statutory approvals. Once approved by shareholders, the public announcement setting out the process, final buyback price and number of shares, timelines and other statutory details will be released in due course in accordance with the Buyback Regulations.

The Board has constituted the Buyback Committee and has delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback.

Motilal Oswal Investment Advisors Private Limited has been appointed as the Manager to Buyback Offer, Mr. Gaurav Tongia, Company Secretary as Compliance Officer for the purpose of the Buyback and Ms. Savita Jyoti, of M/s. Savita & Jyoti & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer for conducting postal ballot and e-voting process.

The pre Buyback shareholding pattern of the Company is attached hereto as Annexure A.

It is requested to take note of the same and acknowledge receipt of this intimation.

Thanking you,

Yours faithfully
For eClerx Services Limited

eClerx Services Limited Mumbai

Gaurav Tongia
Company Secretary

Encl: as above

	Annexure A		
Pre-Buyback Summarised Shareholding Pattern of the Company as on August 26, 2016			
Shareholders	No. of Shareholders	No. of Shares	% Shares
Promoter & Promoter group Shareholding			
Indian Holding	4	10285914	25.16
Foreign Holding	2	10256944	25.09
Sub Total	6	20542858	50.25
Public (EMP,HUF,FN,NRI,RI)			
Indian Holding	15167	2437962	5.96
Foreign Holding	515	169371	0.41
Sub Total	15682	2607333	6.38
Non-promoter non-public (BNk,CM,FII,FPI,IFi,LTD,MF,NBFC,TRT)	625	17732159	43.38
Sub Total	625	17732159	43.38
Total	16313	40882350	100.00

eClerx Services Limited Mumbai

S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants

5th Floor, Block B 2
Nirlon Knowledge Park
Off Western Express Highway
Goregaon (East), Mumbai-400 063, India
Tel : +91 22 6192 0000
Fax : +91 22 6192 3000

Limited Review Report

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 'Company') and its subsidiaries (together the 'Group'), for the quarter ended June 30, 2016 (the 'Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

3. We did not review revenues and assets of Rs. 400.96 million and Rs. 2,622.86 million respectively, included in the accompanying unaudited consolidated financial results relating to subsidiaries, whose financial information have been reviewed by the other auditors and whose report have been furnished to us. Our conclusion on the unaudited quarterly financial results, in so far as it relates to such subsidiaries is based solely on the report of the other auditors.

4. We have not reviewed the accompanying statement of unaudited consolidated financial results and other financial information for the quarter ended June 30, 2015, which have been presented solely based on the information compiled by the Management.

5. Based on our review conducted as above and on consideration of reports of other auditors on the unaudited separate quarterly financial results and on the other financial information of the components, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited consolidated financial results prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

A Majmudar

per Amit Majmudar
Partner
Membership No.: 36656
Mumbai, India
August 29, 2016

S.R. BATLIBOI & ASSOCIATES LLP * MUMBAI * CHARTERED ACCOUNTANTS

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, 2016

(Rs. in lacs, except per share data)

Sr. No.	Particulars	Quarter Ended June 30, 2016 (Unaudited)	Quarter Ended June 30, 2015 (Unaudited)*
1	**Income from operations**		
	Net sales/Income from operations	34,032.94	29,828.82
	Total income from operations (net)	**34,032.94**	**29,828.82**
2	**Expenses**		
a)	Employees benefits expense	14,755.16	13,229.42
b)	Cost of technical sub-contractors	1,214.07	1,116.01
c)	Depreciation and amortisation expense	1,194.97	1,140.44
d)	Other expenditure	5,468.83	5,050.10
	Total expenses	**22,633.03**	**20,535.97**
3	Profit from operations before other income, finance costs and exceptional items	11,399.91	9,292.85
4	Other income	1,000.95	1,440.12
5	**Profit from ordinary activities before finance costs and exceptional items**	**12,400.86**	**10,732.97**
6	Finance costs	1.53	-
7	Profit from ordinary activities after finance costs but before exceptional items	12,399.33	10,732.97
8	Exceptional items	-	-
9	**Profit from ordinary activities before tax**	**12,399.33**	**10,732.97**
10	Tax expense	2,808.24	3,180.55
11	**Profit from ordinary activities after tax**	**9,591.09**	**7,552.42**
12	Extraordinary items	-	-
13	**Net profit for the period**	**9,591.09**	**7,552.42**
14	Share of profit / (loss) of associates	-	-
15	Minority interest	(0.49)	14.87
16	**Net profit after taxes, minority interest and share of profit / (loss) of associates**	**9,591.58**	**7,537.55**
17	Other Comprehensive income net of tax	(76.26)	(63.38)
18	**Total comprehensive income for the period**	**9,515.32**	**7,474.17**
19	Paid up equity share capital (Face value of Rs. 10 each)	4,083.34	3,039.16
20.i	Earnings per share (EPS) (before extraordinary items) (of Rs. 10 each) (Not annualised)		
	Basic	23.50	18.61
	Diluted	23.23	18.29
20.ii	Earnings per share (EPS) (after extraordinary items) (of Rs. 10 each) (Not annualised)		
	Basic	23.50	18.61
	Diluted	23.23	18.29

Other Information :

	Particulars	Quarter Ended June 30, 2016 (Unaudited)	Quarter Ended June 30, 2015 (Unaudited)*
	Details of other income		
	Dividend income	291.39	114.82
	Exchange difference (net)	391.07	1,212.40
	Other income	318.49	112.90
	Total	**1,000.95**	**1,440.12**

*Refer Note 4

SIGNED FOR IDENTIFICATION
BY
Pmajmudar
S.R. BATLIBOI & ASSOCIATES LLP
MUMBAI

eClerx Services Ltd.

Notes :

1 The above financial results, which have been subjected to Limited Review by Statutory Auditors, have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on August 29, 2016.

2 The consolidated financial results of eClerx Services Limited ('the Company') alongwith its subsidiaries (together referred to as 'the Group') are compiled from the consolidated financial statements prepared in accordance with the principles and procedures for the preparation and presentation of consolidated accounts as set out in accordance with the Indian Accounting Standards as specified under section 133 of the Companies Act, 2013, read with rule 3 of the Companies (Indian Acounting Standard) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

3 The Company adopted Indian Accounting Standard ('Ind AS') from April 1, 2016 and accordingly these financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder. The date of transition to Ind AS is April 1, 2015. Financial results for all the periods presented have been prepared in accordance with the recognition and measurement principles of Ind AS 34.

4 As required by the circular CIR/CFD/FAC/62/2016 issued by SEBI dated July 05,2016, the Ind AS unaudited financial results for the quarter ended June 30,2015 have been compiled by the management after making necessary adjustments to give a true and fair view of the results in accordance with Ind AS. This information has not been subject to any limited review or audit.

5 **Reconciliation of Consolidated Statement of Profit and loss as previously reported under IGAAP to Ind AS**

(Rs. in lacs)

Particulars	**Quarter Ended June 30, 2015 (Unaudited)***
Reconciliation of Net profit as reported earlier:	
Net profit for the period (as per Indian GAAP)	**7,323.95**
Acturial loss on Defined Benefit plans recognised in Other Comprehensive Income	63.38
Fair valuation on Employee Stock Options	473.36
Impact of depreciation of intangible assets included within goodwill under the IGAAP, separately recognized under Ind-AS	(115.87)
Others	(6.02)
Impact on tax on account of above adjustments	(21.67)
Impact on account of change in functional currency of overseas subsidiaires	(179.58)
Net profit for the period (as per Ind AS)	**7,537.55**
Other Comprehensive income	(63.38)
Total comprehensive income for the period as per Ind AS	**7,474.17**

6 The Group operates under a single primary 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.

7 The Company has deferred the recognition of cumulative Minimum Alternative Tax (MAT) credit of Rs. 1,430.20 lacs as at June 30, 2016, which could be available for set off against future tax liability under the provisions of the Income Tax Act, 1961 on account of uncertainty around the time frame within which income tax will be payable under the normal provisions against which the MAT credit can be utilised.

8 The Hon'ble High Court of Bombay vide its order dated July 1, 2016 has sanctioned the Scheme of Amalgamation of Agilyst Consulting Private Limited with the Company with an appointed date of April 1,2015. The Scheme has become effective on August 22, 2016, pursuant to its filing with Register of Companies.The Scheme has been given effect to in the books of accounts of the Company with effect from April 1,2015. The Standalone financial results of the quarter ended June 30,2015 have been restated accordingly.

9 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:

(Rs. in lacs)

Particulars	**Quarter Ended**	
	June 30, 2016	**June 30, 2015**
	(Unaudited)	**(Unaudited)***
Income from operations	29,835.77	24,728.35
Profit before tax	11,642.57	9,090.83
Profit after tax	9,145.20	6,647.12

*Refer Note 4

For and on behalf of Board of Directors

Place: Mumbai
Date: August 29, 2016

SIGNED FOR IDENTIFICATION BY
S.R. BATLIBOI & ASSOCIATES LLP
MUMBAI

V. K. Mundhra
Chairman

eClerx Services Ltd.

S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants

5th Floor, Block B 2
Nirlon Knowledge Park
Off Western Express Highway
Goregaon (East), Mumbai-400 063, India
Tel : +91 22 6192 0000
Fax : +91 22 6192 3000

Limited Review Report

Review Report to
The Board of Directors of eClerx Services Limited

1. We have reviewed the accompanying statement of unaudited financial results of eClerx Services Limited (the 'Company') for the quarter ended June 30, 2016 (the 'Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

3. We have not reviewed the accompanying statement of unaudited financial results and other financial information for the quarter ended June 30, 2015, which have been presented solely based on the information compiled by the Management.

4. Based on our review conducted as above, 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 applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

R majmudar

per Amit Majmudar
Partner
Membership No.: 36656
Mumbai, India
August 29, 2016

S.R. BATLIBOI & ASSOCIATES LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

ECLERX SERVICES LIMITED (as standalone entity)
CIN : L72200MH2000PLC125319
Regd. Office : Sonawala Building, 1st Floor, 29, Bank Street, Fort, Mumbai - 400 023

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2016

(Rs. in lacs, except per share data)

Sr. No.	Particulars	Quarter Ended June 30, 2016 (Unaudited)	Quarter Ended June 30, 2015 (Unaudited)*
1	**Income from operations**		
	Net sales/Income from operations	29,835.77	24,728.35
	Total income from operations (net)	**29,835.77**	**24,728.35**
2	**Expenses**		
a)	Employees benefits expense	9,949.09	9,094.75
b)	Cost of technical sub-contractors	95.15	66.13
c)	Depreciation and amortisation expense	841.77	852.52
d)	Sales and Marketing Services	4,476.13	4,312.12
e)	Other expenditure	3,812.96	3,201.15
	Total expenses	**19,175.10**	**17,526.67**
3	Profit from operations before other income, finance costs and exceptional items	10,660.67	7,201.68
4	Other income	981.90	1,889.15
5	**Profit from ordinary activities before finance costs and exceptional items**	**11,642.57**	**9,090.83**
6	Finance costs	-	-
7	Profit from ordinary activities after finance costs but before exceptional items	11,642.57	9,090.83
8	Exceptional items	-	-
9	**Profit from ordinary activities before tax**	**11,642.57**	**9,090.83**
10	Tax expense	2,497.37	2,443.71
11	**Profit from ordinary activities after tax**	**9,145.20**	**6,647.12**
12	Extraordinary items	-	-
13	**Net profit for the period**	**9,145.20**	**6,647.12**
14	Other Comprehensive income net of tax	(76.26)	(63.38)
15	**Total comprehensive income for the period**	**9,068.94**	**6,583.74**
16	Paid up equity share capital (Face value of Rs. 10 each)	4,083.34	3,039.16
17.i	Earnings per share (EPS) (before extraordinary items) (of Rs. 10 each) (Not annualised)		
	Basic	22.41	16.41
	Diluted	22.15	16.13
17.ii	Earnings per share (EPS) (after extraordinary items) (of Rs. 10 each) (Not annualised)		
	Basic	22.41	16.41
	Diluted	22.15	16.13

Other Information :

	Particulars	Quarter Ended June 30, 2016 (Unaudited)	Quarter Ended June 30, 2015 (Unaudited)*
	Details of other income		
	Dividend income	291.39	114.82
	Exchange difference (net)	372.41	1,660.30
	Other income	318.10	114.03
	Total	**981.90**	**1,889.15**

*Refer Note 3

SIGNED FOR IDENTIFICATION BY
R majumdar
S.R. BATLIBOI & ASSOCIATES LLP
MUMBAI

eClerx Services Ltd.

Notes :

1 The above financial results, which have been subjected to Limited Review by Statutory Auditors, have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on August 29, 2016.

2 The Company adopted Indian Accounting Standard ('Ind AS') from April 1, 2016 and accordingly these financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder. The date of transition to Ind AS is April 1, 2015. Financial results for all the periods presented have been prepared in accordance with the recognition and measurement principles of Ind AS 34.

3 As required by the circular CIR/CFD/FAC/62/2016 issued by SEBI dated July 05,2016, the Ind AS unaudited financial results for the quarter ended June 30,2015 have been compiled by the management after making necessary adjustments to give a true and fair view of the results in accordance with Ind AS. This information has not been subject to any limited review or audit.

4 **Reconciliation of Statement of Profit and loss as previously reported under IGAAP to Ind AS**

(Rs. in lacs)

Particulars	**Quarter Ended June 30, 2015 (Unaudited)***
Reconciliation of Net profit as reported earlier:	
Net profit for the period (as per Indian GAAP)	**6,570.18**
Acturial loss on Defined Benefit plans recognised in Other Comprehensive Income	63.38
Fair valuation on Employee Stock Options	170.15
Others	(6.03)
Net profit for the period (as per Ind AS)	**6,797.68**
Other Comprehensive income	(63.38)
Total comprehensive income for the period as per Ind AS	**6,734.30**
Net profit/(loss) for the period on account of merger (refer note 7)	(150.56)
Net profit for the period post merger (as per Ind AS)	**6,583.74**

*Refer Note 3

5 The Group operates under a single primary 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.

6 The Company has deferred the recognition of cumulative Minimum Alternative Tax (MAT) credit of Rs. 1,430.20 lacs as at June 30, 2016, which could be available for set off against future tax liability under the provisions of the Income Tax Act, 1961 on account of uncertainty around the time frame within which income tax will be payable under the normal provisions against which the MAT credit can be utilised.

7 The Hon'ble High Court of Bombay vide its order dated July 1, 2016 has sanctioned the Scheme of Amalgamation of Agilyst Consulting Private Limited with the Company with an appointed date of April 1,2015. The Scheme has become effective on August 22, 2016, pursuant to its filing with Register of Companies.The Scheme has been given effect to in the books of accounts of the Company with effect from April 1,2015. The Standalone financial results of the quarter ended June 30,2015 have been restated accordingly.

For and on behalf of Board of Directors

V. K. Mundhra
Chairman

eClerx Services Ltd.

Place: Mumbai
Date: August 29, 2016

SIGNED FOR IDENTIFICATION BY
S.R. BATLIBOI & ASSOCIATES LLP
MUMBAI

Presented to:

Financial Performance – FY17 Q1

Data | Domain | Delivery

Aug 29, 2016

Financial Summary

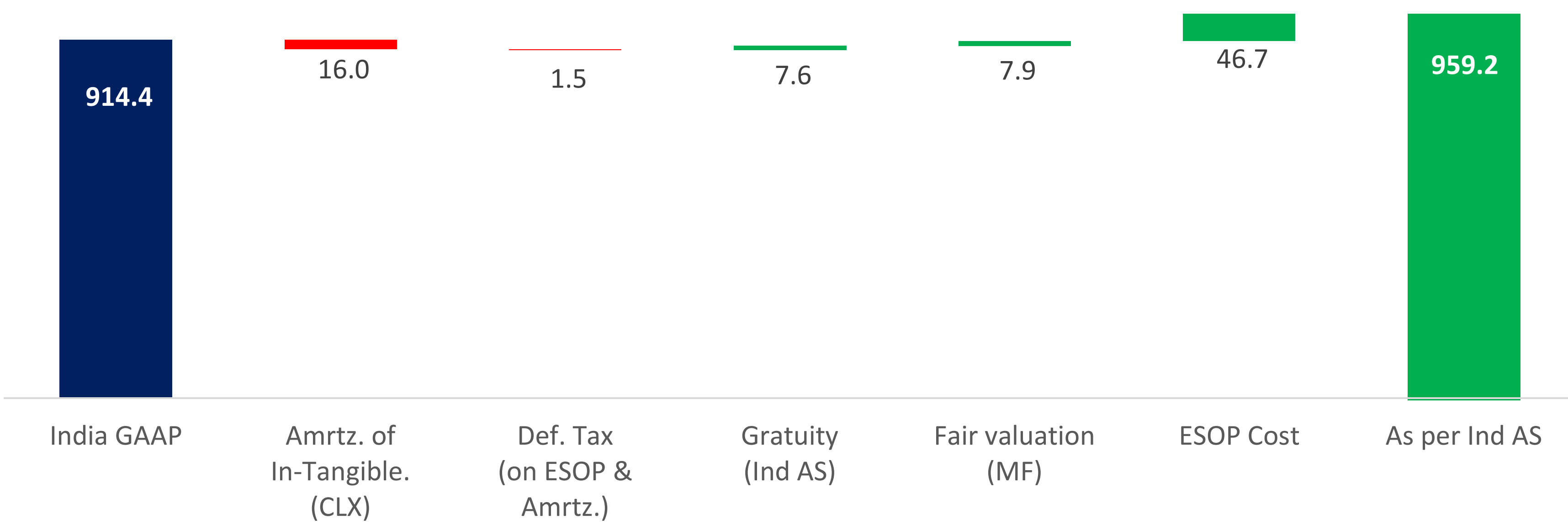
Metrics		FY17 Q1	Q-o-Q	Y-o-Y
Revenue	Total revenue (INR mm)	3,503	0%	12%
	OPG revenue (INR mm)	3,403	-1%	14%
	OPG revenue (USD mm)	50.2	-1%	8%
Profit	EBITDA (INR mm)	1,360	-5%	15%
	OPM (INR mm)	1,140	-5%	23%
	Net profit (INR mm)	959	-5%	27%
Margin	EBITDA (%)	39%	-2%	1%
	OPM (%)	33%	-1%	2%
	Net profit (%)	27%	-1%	3%

- Q-o-Q USD revenue drop by 1.1% and CC revenue drop by 0.64%
  - In line with previous commentary of last few qtrs.; trend likely to continue for Q2.
  - Gross sales as strong as last year; Legacy projects roll off due to automation and budget cuts
- OPM at 33%; Y-o-Y up by 23%
- Adopted IND-AS since 1st April 2016
  - ~4.5 cr positive impact on PAT due to Ind-AS adoption; FY17 impact expected to be negative
- Proposing Buyback of INR 2,340 mm at maximum price of INR 2,200; process likely to be completed in Q3

Note: Prior year financials are restated as per IND AS and are unaudited

FY17 Q1 IND AS impact on PAT

Figures in INR millions.



Adopted IND-AS since 1st April 2016

- Amortization of Intangibles for CLX acquisition done after Purchase Price allocation
- ESOP cost charge to be negative for rest of the quarters
- ESOP Fair valuation cost shown here includes ESOPs for Delivery, support and S&M staff

Other Income – FY17 Q1 vs. FY16 Q4

Other Income	FY17 Q1	FY16 Q4	FY16 Q3	FY16 Q2
Investment & Other Income	60.9	40.9	22.2	18.8
Hedge Gain / (Loss)	-	(0.6)	2.9	(7.8)
Revaluation and Realised Gain	39.1	32.7	12.0	97.3
Total	**100.1**	**73.0**	**37.2**	**108.3**

Note: Previous quarters numbers are restated as per IND AS

Figures in INR million

- Q-o-Q increase in Investment income due to higher surplus deployed and higher yield
- Investment and Other Income Includes Fair valuation of current Investments of INR 7.9 mm (Q1) vs INR 0.4 mm (Q4); In accordance with IND-AS provisions
- **Revaluation and Realised Gain**
  - USD/INR FY'17 Q1 exit : 67.51 vs. FY'16 Q4 exit : 66.33
  - EUR/INR FY'17 Q1 exit : 74.96 vs. FY'16 Q4 exit : 75.10

Hedge Updates

Current Hedge Status

- Total outstanding hedges now $132.3 mm at average INR 71.56/$; 100% forwards
  - 2.6 times quarter revenue vs. average of 2.4 times in preceding 4 quarters.

Contract	Year	Currency	Amount (mn)	Average Rate (INR)
Forwards	FY17	USD	$62.8	70.2
		Euro	€ 9.7	79.8
	Total FY17 – Equiv USD		**$73.6**	**70.5**
	FY18	USD	$50.4	72.7
		Euro	€ 5.3	82.7
	Total FY18 – Equiv USD		**$56.3**	**72.9**
	FY19	USD	$2.4	74.9
		Euro	-	-
	Total FY19 – Equiv USD		**$2.4**	**74.9**
Total			**$132.3**	**71.6**

Note: EUR / USD taken at 1.11

P&L Comparison: FY17 Q1 vs. FY16 Q4

Operating P&L	FY17 Q1	OPR (%)	FY16 Q4	OPR (%)
Operating Revenue	3,403.3		3,431.8	
Cost of Revenues				
Delivery and Support Employee Cost	1,325.4	38.9%	1,224.0	35.7%
General and Administrative Expenses				
Facilities*	152.5	4.5%	144.1	4.2%
Administrative Services*	44.3	1.3%	42.4	1.2%
Technological Services*	87.0	2.6%	92.0	2.7%
Legal and Professional Fees	75.3	2.2%	56.1	1.6%
Provision / Written off for Bad Debt	-	0.0%	-	0.0%
CSR & Donation	5.6	0.2%	11.7	0.3%
Others	57.5	1.7%	65.0	1.9%
Total G&A	**422.2**	**12.4%**	**411.3**	**12.0%**
Selling and Distribution	396.2	11.6%	442.7	12.9%
Depreciation and Amortization	119.5	3.5%	153.8	4.5%
Total Operating Cost	**2,263.2**	**66.5%**	**2,231.8**	**65.0%**
Operating Profit	**1,140.1**	**33.5%**	**1,200.0**	**35.0%**
INR/USD	66.88		67.50	
INR/EUR	75.52		74.44	

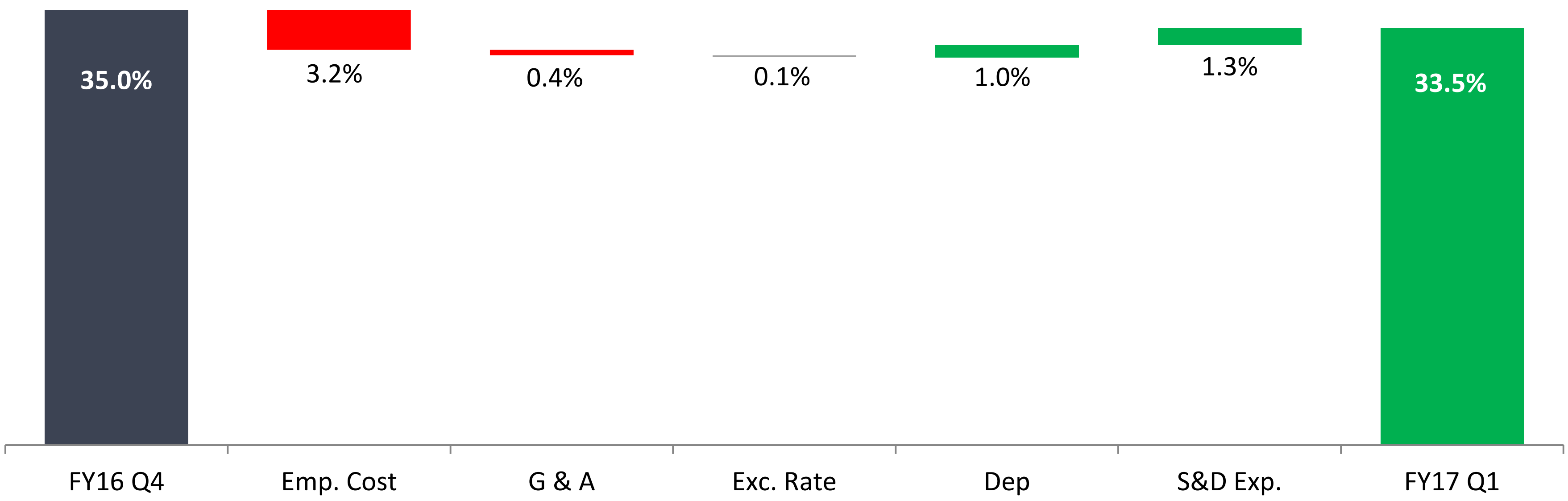
Note: Previous quarter numbers are restated as per IND AS

Figures in INR millions.

* Major G&A Heads grouped as follows

- Facilities – Rent & Electricity
- Administrative Services – Conveyance, House Keeping & Security
- Technological Services – Communications, AMC, Consumables & Server Rentals

OPM Bridging Analysis: FY17 Q1 vs. FY16 Q4



- Emp Cost: Cost higher primarily due to annual wage hike in Q1 and downward adjustment of Gratuity, Leave Encashment cost in Q4
- G&A: Increase in Professional fees to improve account mining and sales process; Rent Increase of 0.4 Cr due to IND-AS

Note:

- Bridging analysis in constant currency; impact of currency movement for revenue shown under Exc. rate
- S&D Exp. includes employee cost of onsite business development team

Balance Sheet & Other Updates

- Total Cash and Cash equivalents of INR 5,982.4 mm; vs INR 5,448.3 mm for FY’16 Q4
  - Equivalent to INR 146.5 per share vs INR 133.6 for FY’16 Q4
  - Net operating cash flow in FY’17 Q1 is INR 554.1 mm vs INR 828.5 mm in FY16 Q1
  - Capex during FY’17 Q1 is INR 61.1 mm vs 157.5 mm in FY16 Q1
- EPS: Basic: INR 23.5; Diluted: INR 23.2
  - Y-o-Y growth of 26%
- Current book value per share of INR 335.5 vs. INR 316.2 FY’16 Q4

CSR Update

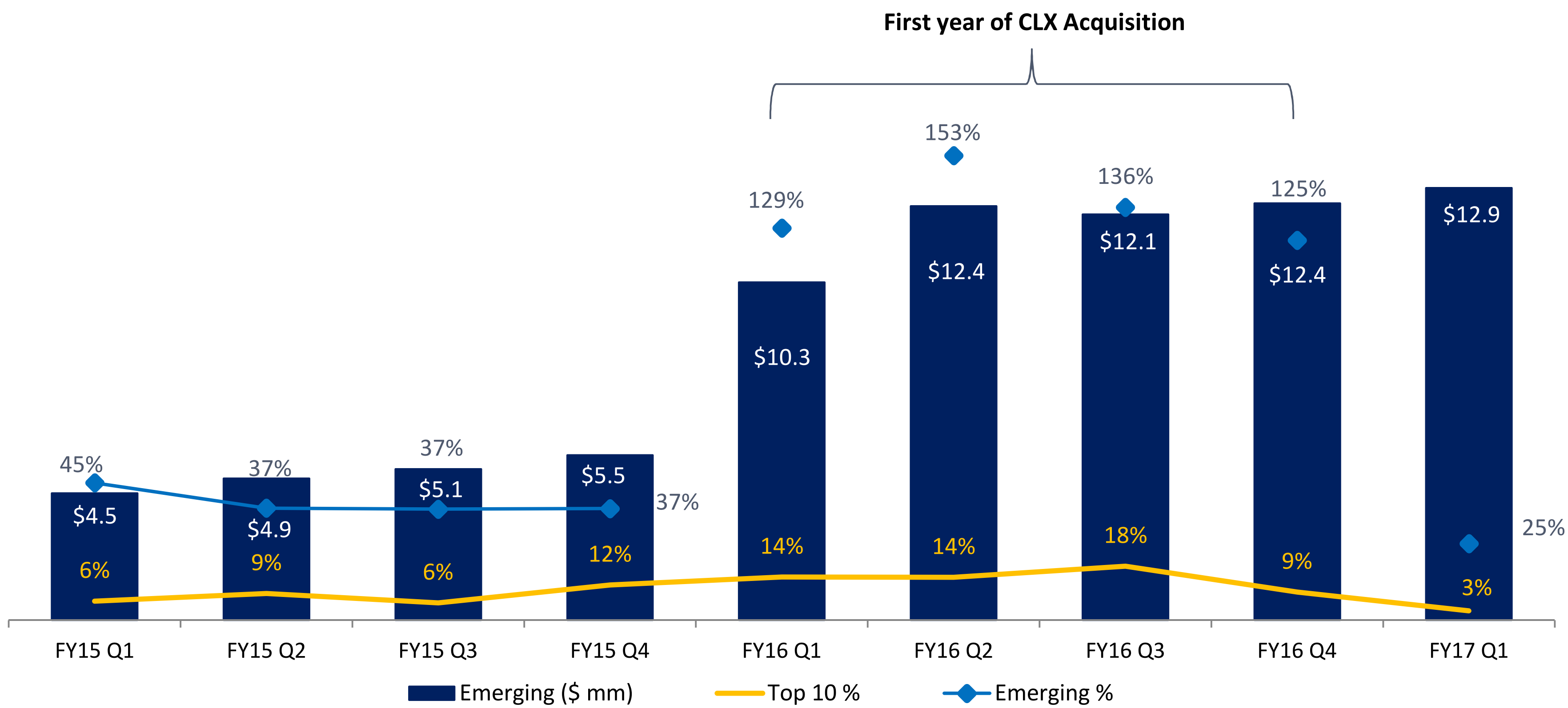
- Provided INR 5.5 mn for existing and new projects in FY17Q1 related to India; FY plan is INR 6.5 Cr
- Areas covered: Health, Education, Child Labour Protection
- Total Life touched / benefited ~17.5k

Key Business Metrics

Metrics		FY 17 Q1	FY 16 Q4	FY 16 Q3	FY 16 Q2	FY 16 Q1	FY 15 Q4
Currency Contribution* (%)	USD	72%	72%	73%	74%	76%	85%
	EURO	19%	19%	18%	18%	15%	10%
	GBP	9%	9%	9%	8%	9%	5%
Geographic Concentration*	North America	66%	67%	67%	67%	72%	78%
	Europe	30%	30%	29%	29%	25%	18%
Debtors (including unbilled)	DSO	80 days	73 days	71 days	80 days	78 days	81 days
Client Concentration	Top 10 contribution	74%	76%	77%	75%	78%	86%
Billing Mix	FTE	81%	80%	82%	81%	85%	95%
	SEZ Revenue	66%	66%	66%	67%	69%	73%
Staff Utilization		69%	68%	69%	67%	65%	65%
Client Contribution* (based on 12 month accrued revenue)	US$ 500k+ Clients	18	16	16	9	9	7
	US$ 1mm+ Clients	18	17	13	12	10	7
	US$ 5mm+ Clients	7	7	7	7	7	7

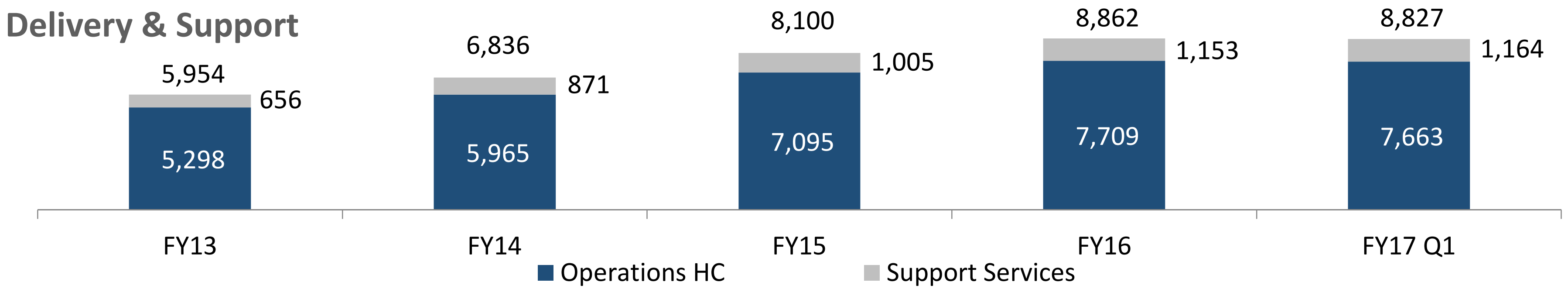
*Other smaller currencies, geographies and client contribution not shown

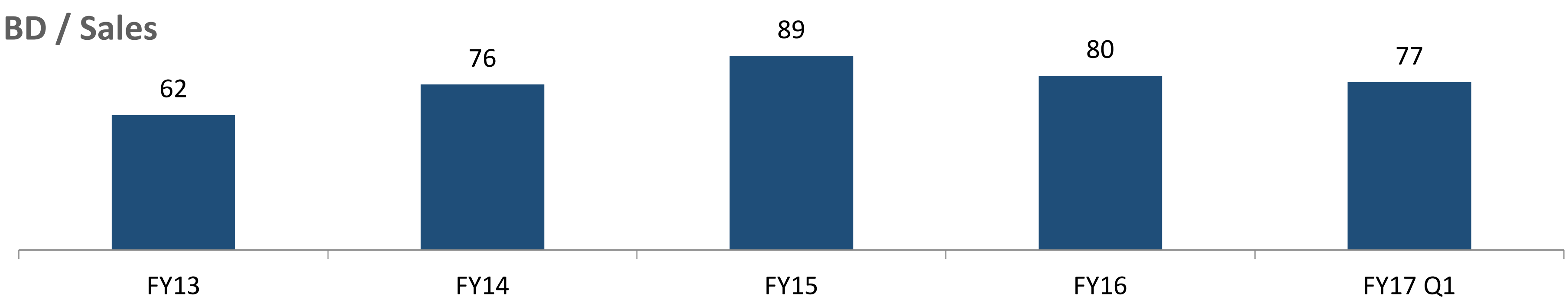
Revenue Mix Trends - Consol



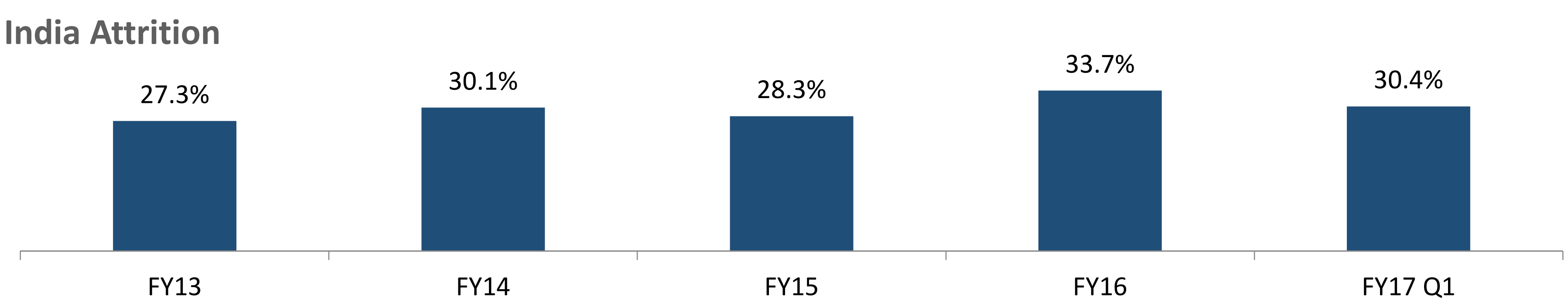
- Top 10 client Y-o-Y USD & CC growth of 3%
- Emerging client Y-o-Y USD growth of 25%; in CC growth is 28%

Human Resources Update





* FY16 and onwards includes CLX- Realignment of onshore delivery roles and exclusion of onshore admin roles



This presentation contains forward-looking statements, inter-alia, to enable investors to comprehend company's prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievement of results is, inter-alia, subject to assumptions, risks, uncertainties, including but not limited to our ability to successfully conclude and integrate (potential) acquisition(s) and general regulatory and economic conditions affecting the industry. Should known or unknown risks or uncertainties materialise or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated, expected or projected. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Further this presentation may also contain references to findings of various reports available in public domain. We make no representation as to their accuracy or that we necessarily subscribe to those findings. Figures for previous periods / year have been regrouped, wherever necessary.

Thank You

Balance Sheet Abstract

Particulars	June 30, 2016	March 31, 2016	% of Change
Shareholder's Funds			
Capital	408.3	407.9	0.1%
Minority Interest	5.8	5.9	-
Reserves and Surplus	11,421.3	9,261.5	23%
Total Shareholder's Funds	**11,835.4**	**9,675.3**	**22%**
Application of Funds			
Fixed Assets	3,621.8	3,650.0	-1%
Deferred Tax Assets (net)	(207.1)	(209.0)	-1%
Net Current Assets and Investments (Liquid)	8,420.7	6,234.4	35%
Total Application of Funds	**11,835.4**	**9,675.3**	**22%**

Note: Previous quarters numbers are restated as per IND AS

Figures in INR millions.

Financial Summary – Quarterly View

Metrics		FY17 Q1	FY16 Q4	FY16 Q3	FY16 Q2	FY16 Q1
Revenue	Total Revenue (INR mn)	3,503	3,505	3,481	3,393	3,127
	Opg Revenue (INR mn)	3,403	3,432	3,443	3,285	2,983
	Opg Revenue (USD mn)	50.2	50.8	51.8	50.2	46.4
Profit	EBITDA (INR mn)	1,360	1,427	1,262	1,292	1,187
	OPM (INR mn)	1,140	1,200	1,070	1,041	929
	Net Profit (INR mn)	959	1,006	855	814	754
Margin	EBITDA	39%	41%	36%	38%	38%
	OPM	33%	35%	31%	32%	31%
	Net Profit	27%	29%	25%	24%	24%
EPS	Basic	23.5	NA	NA	NA	18.6
	Diluted	23.2	NA	NA	NA	18.3

Note: Previous quarters numbers are restated as per IND AS

Revised EPS for FY'16 Q2, Q3 & Q4 would be updated in subsequent quarter

P&L Comparison – Quarterly View

Operating P&L	FY17 Q1	OPR (%)	FY16 Q4	OPR (%)	FY16 Q3	OPR (%)	FY16 Q2	OPR (%)	FY16 Q1	OPR (%)
Operating Revenue	3,403		3,432		3,443		3,285		2,983	
Cost of Revenues										
Employee Cost	1,326	39%	1,224	36%	1,366	40%	1,273	39%	1,168	39%
General and Administrative Expenses										
Rent	123	4%	116	3%	134	4%	118	4%	120	4%
Communication Expenses	43	1%	43	1%	52	2%	44	1%	43	1%
Legal and Professional Fees	75	2%	56	2%	54	2%	38	1%	36	1%
Electricity	29	1%	28	1%	31	1%	27	1%	28	1%
Conveyance	20	0.6%	17	0.5%	18	0.5%	22	0.7%	18	0.6%
Provision for Bad Debt	-	0%	-	0%	-	0%	-	0%	-	0%
Others (including CSR)	131	4%	150	4%	106	3%	136	4%	123	4%
Total G&A	**422**	**12%**	**410**	**12%**	**396**	**11%**	**386**	**12%**	**367**	**12%**
Selling and Distribution*	**396**	**12%**	**444**	**13%**	**457**	**13%**	**442**	**13%**	**404**	**14%**
Depreciation, Interest and Amortization	**119**	**4%**	**154**	**4%**	**155**	**4%**	**143**	**4%**	**114**	**4%**
Total Operating Cost	**2,263**	**67%**	**2,232**	**65%**	**2,373**	**69%**	**2,244**	**68%**	**2,054**	**69%**
Operating Profit	**1,140**	**33%**	**1,200**	**35%**	**1,070**	**31%**	**1,041**	**32%**	**929**	**31%**

*Selling and Distribution includes employee cost of onsite business development team.

Figures in INR millions.

Note: Previous quarters numbers are restated as per IND AS

Revenue Quality – Quarterly View

Metrics		FY17 Q1	FY16 Q4	FY16 Q3	FY16 Q2	FY16 Q1	FY15 Q4	FY15 Q3	FY15 Q2
Revenue Growth (%)	USD	-1.1%	-2.0%	3.2%	8.1%	14.2%	4.6%	2.1%	5.1%
	Constant Currency	-0.6%	-2.5%	4.2%	7.7%	4.0%	6.3%	3.1%	5.6%
Currency Concentration (%)	USD	72%	72%	73%	74%	76%	85%	83%	82%
	EURO	19%	19%	18%	18%	15%	10%	12%	13%
	GBP	9%	9%	9%	8%	9%	5%	5%	5%
	Other	0%	0%	0%	0%	0%	0%	0%	0%
Geographic Concentration	North America	66%	67%	67%	67%	72%	78%	78%	74%
	Europe	30%	30%	29%	29%	25%	18%	18%	23%
	ROW	3%	3%	4%	4%	3%	4%	3%	3%
Debtors	DSO (including Un-billed)	80 days	73 days	71 days	80 days	78 days	81 days	70 days	82 days
Client	Top 10 contribution	74%	76%	77%	75%	78%	86%	87%	87%
Billing Mix	FTE	81%	80%	82%	81%	85%	95%	95%	94%
	SEZ Revenue	66%	66%	66%	67%	69%	73%	72%	68%
Seat Count		8,626	8,574	8,522	8,601	7,806	7,640	7,439	7,341
Staff Utilization		69%	68%	69%	67%	65%	65%	65%	64%

eClerx's FY17 Q1 revenue up 12% at Rs 350.3 crore and net profit up 27% at Rs. 95.9 crore

Mumbai, August 29, 2016: eClerx Services Ltd. (eCx), an industry-focused specialist services firm managing and improving complex data-driven processes, today announced its results for Q1 of fiscal 2017. eClerx empowers the world's largest enterprises with intelligent operations and Insights, providing core business process solutions and data analytics from its global delivery centres.

Consolidated financial highlights for the quarter ended June 30, 2016

- Operating revenue for the quarter ended June 30, 2016 was Rs 340.3 crore vs. Rs 298.3 crore in the corresponding period last year, YoY growth of 14%. In USD terms, operating revenue grew by 8% to USD 50.2 Million as compared to USD 46.4 Million in the corresponding period last year. Total revenue including other income for the period was Rs 350.3 crore, YoY growth of 12%.

- Operating profit for the quarter is Rs 114.0 crore, growth of 23% YoY.

- Profit after tax for the quarter ended June 30, 2016 was Rs 95.9 crore compared with Rs 75.4 crore in the corresponding period in the previous year, growth of 27% YoY.

- Basic EPS for the quarter ended June 30, 2016 is Rs 23.5 as compared to Rs 18.6 in the corresponding period last year.

- The Company adopted Indian Accounting Standard ('Ind AS') from April 1, 2016 and accordingly these financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder. The date of transition to Ind AS is April 1, 2015. Financial results for all the periods presented have been prepared in accordance with the recognition and measurement principles of Ind AS 34.

- The total headcount as of June 30, 2016 stands at 8,827 – a growth of 1% YoY.

About eClerx Services Ltd:

eClerx provides critical business operations services to more than 30+ global Fortune 500 clients, including many of the world's leading financial services firms, online retail and distributors, interactive media, luxury brands and entertainment, high tech and industrial manufacturing, travel and leisure, and software vendors, through operational support, data management and analytics solutions. Incorporated in 2000, eClerx is India's first and only publicly listed knowledge processing (KPO) company and is today traded on both the Bombay and National Stock Exchanges of India. eClerx was ranked as one of Forbes Asia's 200 Best Under a Billion List and named as finalist in Teleos' Most Admired Knowledge Enterprise award. eClerx employs over 8,500 employees across its global delivery centers and offices in Verona, Phuket, Mumbai, Pune and Chandigarh plus global client relationship locations in New York, London, Philadelphia, Silicon Valley, Austin, Dublin, Milan, Hamburg and Singapore. For more information, please visit www.eclerx.com

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Disclaimer: *Certain statements made in this release concerning our future growth prospects may be interpreted as forward looking statements, which involve a number of risks and uncertainties that could cause the actual results to differ materially from those in such forward looking statements. Investors are requested to use their discretion in relying on them. We do not undertake to update any forward-looking statements that may be made from time to time.*