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

February 8, 2017

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

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

Dear Sirs,

Sub: **Outcome of Board Meeting held on Wednesday, February 8, 2017**

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

This is to inform you that the Board of Directors of the Company at its meeting held on February 8, 2017, which commenced at 01:30 p.m. and concluded at 3.10 p.m., *inter-alia*, unanimously approved, the following:-

1. Unaudited Financial Results along with the Limited Review Report issued by the Statutory Auditors, for the quarter and nine months ended on December 31, 2016;
2. Dissolution of Share Buyback Committee which was constituted for the recent buyback of equity shares;
3. Amendments to the Policy Governing Transactions with Related Parties and Material Non-listed Subsidiaries, Nomination and Remuneration Policy and Corporate Social Responsibility Policy. The said policies are available on the website of the Company under "Investor Relations" section.

Further, the Board took note of the change in majority shareholder of CLX Thai Company Limited, step down subsidiary.

Further, please take note that since Stock Exchange(s) portal for online submission does not accept excel documents, hence the "Investor Sheet" is available on our website under the "Investor Relations" section.

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

Thanking you,

Yours faithfully
For eClerx Services Limited

Gaurav Tongia
Company Secretary

eClerx Services Limited Mumbai

Encl: as above

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 AND NINE MONTHS ENDED DECEMBER 31, 2016

(Rs. in lacs, except per share data)

Sr. No.	Particulars	Quarter Ended December 31, 2016 (Unaudited)	Quarter Ended September 30, 2016 (Unaudited)	Quarter Ended December 31, 2015 (Unaudited)	Nine Months Ended December 31, 2016 (Unaudited)	Nine Months Ended December 31, 2015 (Unaudited)
1	**Income from operations**					
	Net sales/Income from operations	32,465.96	33,353.11	34,434.32	99,852.01	97,114.11
	Total income from operations (net)	**32,465.96**	**33,353.11**	**34,434.32**	**99,852.01**	**97,114.11**
2	**Expenses**					
a)	Employees benefits expense	15,089.02	14,525.18	15,135.96	44,369.36	43,027.52
b)	Cost of technical sub-contractors	1,691.73	1,089.09	1,711.06	3,994.89	4,130.35
c)	Depreciation and amortisation expense	1,336.39	1,283.11	1,548.83	3,814.47	4,115.68
d)	Other expenditure	5,255.76	5,045.46	5,517.17	15,770.05	15,505.69
	Total expenses	**23,372.90**	**21,942.84**	**23,913.02**	**67,948.77**	**66,779.24**
3	Profit from operations before other income, finance costs and exceptional items	9,093.06	11,410.27	10,521.30	31,903.24	30,334.87
4	Other income	1,133.77	481.21	551.41	2,615.93	2,964.22
5	**Profit from ordinary activities before finance costs and exceptional items**	**10,226.83**	**11,891.48**	**11,072.71**	**34,519.17**	**33,299.09**
6	Finance costs	1.68	-	2.12	3.21	2.12
7	Profit from ordinary activities after finance costs but before exceptional items	10,225.15	11,891.48	11,070.59	34,515.96	33,296.97
8	Exceptional items	-	-	-	-	-
9	**Profit from ordinary activities before tax**	**10,225.15**	**11,891.48**	**11,070.59**	**34,515.96**	**33,296.97**
10	Tax expense	1,619.37	2,176.22	2,528.15	6,603.83	9,172.52
11	**Profit from ordinary activities after tax**	**8,605.78**	**9,715.26**	**8,542.44**	**27,912.13**	**24,124.45**
12	Extraordinary items	-	-	-	-	-
13	Minority Interest	5.77	3.10	(3.66)	8.38	31.11
14	**Net profit for the period**	**8,600.01**	**9,712.16**	**8,546.10**	**27,903.75**	**24,093.34**
15	Other Comprehensive income net of tax	(1,136.49)	1,265.00	359.62	52.25	379.55
16	**Total comprehensive income for the period**	**7,463.52**	**10,977.16**	**8,905.72**	**27,956.00**	**24,472.89**
17	Paid up equity share capital (Face value of Rs. 10 each)	3,968.54	4,088.24	4,072.24	3,968.54	4,072.24
18.i	Earnings per share (EPS) (before extraordinary items) (of Rs. 10 each) (Not annualised)					
	Basic	21.08	23.79	18.45	68.40	59.31
	Diluted	20.83	23.49	18.09	67.57	58.15
18.ii	Earnings per share (EPS) (after extraordinary items) (of Rs. 10 each) (Not annualised)					
	Basic	21.08	23.79	18.45	68.40	59.31
	Diluted	20.83	23.49	18.09	67.57	58.15

Other Information :

	Particulars	Quarter Ended December 31, 2016 (Unaudited)	Quarter Ended September 30, 2016 (Unaudited)	Quarter Ended December 31, 2015 (Unaudited)	Nine Months Ended December 31, 2016 (Unaudited)	Nine Months Ended December 31, 2015 (Unaudited)
	Details of other income					
	Dividend income	424.27	373.26	109.62	1,088.92	317.97
	Exchange difference (net)	404.41	(365.64)	148.33	429.84	2,257.28
	Other income	305.09	473.59	293.46	1,097.17	388.97
	Total	**1,133.77**	**481.21**	**551.41**	**2,615.93**	**2,964.22**

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

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 February 8, 2017.

2 The consolidated financial results of eClerx Services Limited ('the Company') along with its subsidiaries and its controlled Employee Stock Option Trust (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 Accounting 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 transition was carried out from Accounting Standards as prescribed under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014, which was the previous GAAP. The date of transition to Ind AS is April 1, 2015. Financial results for all the periods presented have been prepared in accordance with Ind AS .

4 Reconciliation of unaudited consolidated financial results as reported under previous GAAP to Ind AS is as under:

(Rs. in lacs)

Particulars	**Quarter Ended December 31, 2015 (Unaudited)**	**Nine Months Ended December 31, 2015 (Unaudited)**
Net profit for the period (as per previous GAAP)	**8,869.74**	**25,465.78**
Actuarial loss on Defined Benefit plans recognised in Other Comprehensive Income	134.58	356.02
Fair valuation on Employee Stock Options	(315.07)	(341.07)
Impact of depreciation of intangible assets included within goodwill under the previous IGAAP, separately recognized under Ind-AS	(154.88)	(425.53)
Others	(4.91)	(15.58)
Impact on tax on account of above adjustments	87.20	179.28
Deferred tax liability on undistributed profits of subsidiaries	-	(792.88)
Impact on account of change in functional currency of overseas subsidiaries	(70.56)	(332.68)
Net profit for the period (as per Ind AS)	**8,546.10**	**24,093.34**
Other comprehensive income net of tax	359.62	379.55
Total comprehensive income for the period as per Ind AS	**8,905.72**	**24,472.89**

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 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 and nine months ended December 31, 2015 have been restated accordingly.

7 The Board of Directors vide their meeting dated August 29, 2016 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 October 14, 2016. The Company during the quarter concluded the said buyback of 1,170,000 Equity Shares of Rs 10 each, at a buyback price of Rs 2,000 per share and total buyback amount of Rs 23,400 lacs. The settlement date for the said buyback was December 19, 2016. The shares so bought back were extinguished and the issued and paid-up capital stands amended accordingly.

8 The Board of Directors vide their meeting dated August 29, 2016 , have given their consent for merger of Agilyst, Inc., a step down subsidiary of the Company with eClerx LLC, wholly owned subsidiary of the Company. The merger has been approved by the respective state authorities of Agilyst, Inc. and eClerx LLC. The merger will be effective from January 1, 2017. The merger aims at administrative convenience and maintaining a lean corporate structure.

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 December 31, 2016 (Unaudited)**	**Quarter Ended September 30, 2016 (Unaudited)**	**Quarter Ended December 31, 2015 (Unaudited)**	**Nine Months Ended December 31, 2016 (Unaudited)**	**Nine Months Ended December 31, 2015 (Unaudited)**
Income from operations	28,478.17	29,148.03	29,024.01	87,461.97	80,703.98
Profit from ordinary activities before tax	10,178.83	10,547.16	10,197.75	32,368.56	26,681.40
Net profit for the period	8,507.52	8,662.93	8,026.76	26,315.65	19,948.50

For and on behalf of Board of Directors

Place: Mumbai
Date: February 8 , 2017

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

V. K. Mundhra
Chairman

S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants

14th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai-400 028, India

Tel : +91 22 6192 0000
Fax : +91 22 6192 1000

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'), its subsidiaries and its controlled Employee Stock Option Trust (together, 'the Group') for the quarter ended December 31, 2016 and year to date from April 1, 2016 to December 31, 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. 361.25 million and Rs. 2,477.84 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 reports 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 reports of the other auditors.

4. 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
ICAI Firm registration number: 101049W/E300004
Chartered Accountants

A Majmudar

S.R. BATLIBOI & ASSOCIATES LLP
MUMBAI
CHARTERED ACCOUNTANTS

per Amit Majmudar
Partner
Membership No.: 36656
Mumbai, India
February 8, 2017

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 AND NINE MONTHS ENDED DECEMBER 31, 2016

(Rs. in lacs, except per share data)

Sr. No.	Particulars	Quarter Ended December 31, 2016 (Unaudited)	Quarter Ended September 30, 2016 (Unaudited)	Quarter Ended December 31, 2015 (Unaudited)	Nine Months Ended December 31, 2016 (Unaudited)	Nine Months Ended December 31, 2015 (Unaudited)
1	**Income from operations**					
	Net sales/Income from operations	28,478.17	29,148.03	29,024.01	87,461.97	80,703.98
	Total income from operations (net)	**28,478.17**	**29,148.03**	**29,024.01**	**87,461.97**	**80,703.98**
2	**Expenses**					
a)	Employees benefits expense	9,762.55	9,810.42	9,939.58	29,522.06	28,920.11
b)	Cost of technical sub-contractors	247.45	141.44	71.29	484.04	205.31
c)	Depreciation and amortisation expense	935.78	917.68	1,120.08	2,695.23	3,020.13
d)	Sales and Marketing Services	4,779.48	4,019.76	4,203.86	13,275.37	11,964.25
e)	Other expenditure	3,729.06	3,373.59	3,932.76	10,915.61	10,650.60
	Total expenses	**19,454.32**	**18,262.89**	**19,267.57**	**56,892.31**	**54,760.40**
3	Profit from operations before other income, finance costs and exceptional items	9,023.85	10,885.14	9,756.44	30,569.66	25,943.58
4	Other income	1,154.98	454.90	441.31	2,591.78	3,329.20
5	**Profit from ordinary activities before finance costs and exceptional items**	**10,178.83**	**11,340.04**	**10,197.75**	**33,161.44**	**29,272.78**
6	Finance costs	-	-	-	-	-
7	Profit from ordinary activities after finance costs but before exceptional items	10,178.83	11,340.04	10,197.75	33,161.44	29,272.78
8	Exceptional items (refer note 7)	-	792.88	-	792.88	2,591.38
9	**Profit from ordinary activities before tax**	**10,178.83**	**10,547.16**	**10,197.75**	**32,368.56**	**26,681.40**
10	Tax expense	1,671.31	1,884.23	2,170.99	6,052.91	6,732.90
11	**Profit from ordinary activities after tax**	**8,507.52**	**8,662.93**	**8,026.76**	**26,315.65**	**19,948.50**
12	Extraordinary items	-	-	-	-	-
13	**Net profit for the period**	**8,507.52**	**8,662.93**	**8,026.76**	**26,315.65**	**19,948.50**
14	Other Comprehensive income net of tax	(503.57)	1,433.23	442.54	853.40	(890.44)
15	**Total comprehensive income for the period**	**8,003.95**	**10,096.16**	**8,469.30**	**27,169.05**	**19,058.06**
16	Paid up equity share capital (Face value of Rs. 10 each)	3,971.24	4,088.24	4,072.24	3,971.24	4,072.24
17.i	Earnings per share (EPS) (before extraordinary items) (of Rs. 10 each) (Not annualised)					
	Basic	20.85	21.22	19.76	64.51	49.10
	Diluted	20.60	20.95	19.37	63.73	48.15
17.ii	Earnings per share (EPS) (after extraordinary items) (of Rs. 10 each) (Not annualised)					
	Basic	20.85	21.22	19.76	64.51	49.10
	Diluted	20.60	20.95	19.37	63.73	48.15

Other Information :

	Particulars	Quarter Ended December 31, 2016 (Unaudited)	Quarter Ended September 30, 2016 (Unaudited)	Quarter Ended December 31, 2015 (Unaudited)	Nine Months Ended December 31, 2016 (Unaudited)	Nine Months Ended December 31, 2015 (Unaudited)
	Details of other income					
	Dividend income	424.27	373.26	109.62	1,088.92	317.97
	Exchange difference (net)	414.98	(380.69)	220.83	406.70	2,624.80
	Other income	315.73	462.33	110.86	1,096.16	386.43
	Total	**1,154.98**	**454.90**	**441.31**	**2,591.78**	**3,329.20**

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

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 February 8, 2017.

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 transition was carried out from Accounting Standards as prescribed under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014, which was the previous GAAP. The date of transition to Ind AS is April 1, 2015. Financial results for all the periods presented have been prepared in accordance with Ind AS.

3 Reconciliation of unaudited standalone financial results as reported under previous GAAP to Ind AS is as under:

(Rs. in lacs)

Particulars	**Quarter Ended December 31, 2015 (Unaudited)**	**Nine Months Ended December 31, 2015 (Unaudited)**
Net profit for the period (as per previous GAAP)	**8,043.16**	**19,880.84**
Actuarial loss on Defined Benefit plans recognised in Other Comprehensive Income	134.57	356.02
Fair valuation on Employee Stock Options	(187.56)	(243.93)
Others	136.91	306.24
Net profit/(loss) for the period on account of merger (refer note 5)	(100.32)	(350.67)
Net profit for the period (as per Ind AS)	**8,026.76**	**19,948.50**
Other comprehensive income net of tax	442.54	(890.44)
Total comprehensive income for the period as per Ind AS	**8,469.30**	**19,058.06**

4 The Company 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 Company operates are similar in nature.

5 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 and nine months ended December 31, 2015 have been restated accordingly.

6 The Board of Directors vide their meeting dated August 29, 2016 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 October 14, 2016. The Company during the quarter concluded the said buyback of 1,170,000 Equity Shares of Rs 10 each, at a buyback price of Rs 2,000 per share and total buyback amount of Rs 23,400 lacs. The settlement date for the said buyback was December 19, 2016. The shares so bought back were extinguished and the issued and paid-up capital stands amended accordingly.

7 The Company, through its subsidiary eClerx Investments Limited, acquired Agilyst, Inc. in May 2012. The Company had reviewed the carrying value of investments in these subsidiaries and made a provision for diminution in value of Rs 2,591.38 lacs in the quarter ended September 30, 2015. Further the merger as described in note 5 above resulted in tax liability of Rs. 792.88 lacs in Agilyst, Inc. resulting in further impairment in carrying value of investments in subsidiaries in the quarter ended September 30, 2016.

8 The Board of Directors vide their meeting dated August 29, 2016 , have given their consent for merger of Agilyst, Inc., a step down subsidiary of the Company with eClerx LLC, wholly owned subsidiary of the Company. The merger has been approved by the respective state authorities of Agilyst, Inc. and eClerx LLC. The merger will be effective from January 1, 2017. The merger aims at administrative convenience and maintaining a lean corporate structure.

For and on behalf of Board of Directors

Place: Mumbai
Date: February 8 , 2017

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

V.K. Mundhra
Chairman

S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants

14th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai-400 028, India
Tel : +91 22 6192 0000
Fax : +91 22 6192 1000

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 December 31, 2016 and year to date from April 1, 2016 to December 31, 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. 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
ICAI Firm registration number: 101049W/E300004
Chartered Accountants

A Majmudar

S.R. BATLIBOI & ASSOCIATES LLP
MUMBAI
CHARTERED ACCOUNTANTS

per Amit Majmudar
Partner
Membership No.: 36656
Mumbai, India
February 8, 2017

Financial Performance – FY17 Q3

Data | Domain | Delivery

February 08, 2017

eClerx
Data | Domain | Delivery

Financial Summary

Metrics		FY17 Q3	Q-o-Q	FY17 YTD	Y-o-Y
Revenue	Total revenue (INR mm)	3,359	-1%	10,246	2%
	OPG revenue (INR mm)	3,247	-3%	9,985	3%
	OPG revenue (USD mm)	47.2	-4%	146.3	-1%
Profit	EBITDA (INR mm)	1,156	-12%	3,833	2%
	OPM (INR mm)	910	-20%	3,191	5%
	Net profit (INR mm)	860	-11%	2,790	16%
Margin	EBITDA (%)	34%	-5%	37%	0%
	OPM (%)	28%	-6%	32%	1%
	Net profit (%)	26%	-3%	27%	3%

- Q-o-Q USD revenue decreased by 3.5% and CC revenue (USD basis) decreased by 2.6%
  - Revenue headwinds now expected to continue till Q1FY18
- Y-o-Y Net Profit up by 16% to INR 279 cr whereas OPM improved by 1%
- Q-o-Q Margin figures show large variation due to first year of Ind-AS adoption

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

Other Income – FY17 Q3 vs. FY17 Q2

Other Income	FY17 Q3	FY17 Q2	FY17 Q1	FY16 Q4
Investment & Other Income	72.5	84.7	60.9	40.9
Hedge Gain / (Loss)	-	-	-	(0.6)
Revaluation and Realised Gain	40.4	(36.6)	39.1	32.7
Total	**112.9**	**48.1**	**100.0**	**73.0**

Note: Previous quarters numbers are restated as per IND AS

Figures in INR million

- Other Income – gains due to higher cash surplus more than offset by FMV loss in accordance with IND-AS
- **Revaluation and Realised Gain**
  - USD/INR FY’17 Q3 exit : 67.95 vs. FY’17 Q2 exit : 66.60
  - EUR/INR FY’17 Q3 exit : 71.51 vs. FY’17 Q2 exit : 74.85

Hedge Updates

Current Hedge Status

- Total outstanding hedges now $136.2 mm at average INR 72.42/$; 100% forwards
  - 2.9 times quarter revenue vs. average of 2.6 times in preceding 4 quarters

Contract	Year	Currency	Amount (mn)	Average Rate (INR)
Forwards	FY17 Q4	USD	25.5	70.7
		Euro	3.2	81.0
	Total FY17 Q4 – Equiv USD		28.9	71.5
	FY18	USD	86.9	72.1
		Euro	5.3	82.7
	Total FY18 – Equiv USD		**92.5**	**72.5**
	FY19	USD	14.7	73.9
		Euro	-	-
	Total FY19 – Equiv USD		**14.7**	**73.9**
Total – Equiv USD			**136.2**	**72.4**

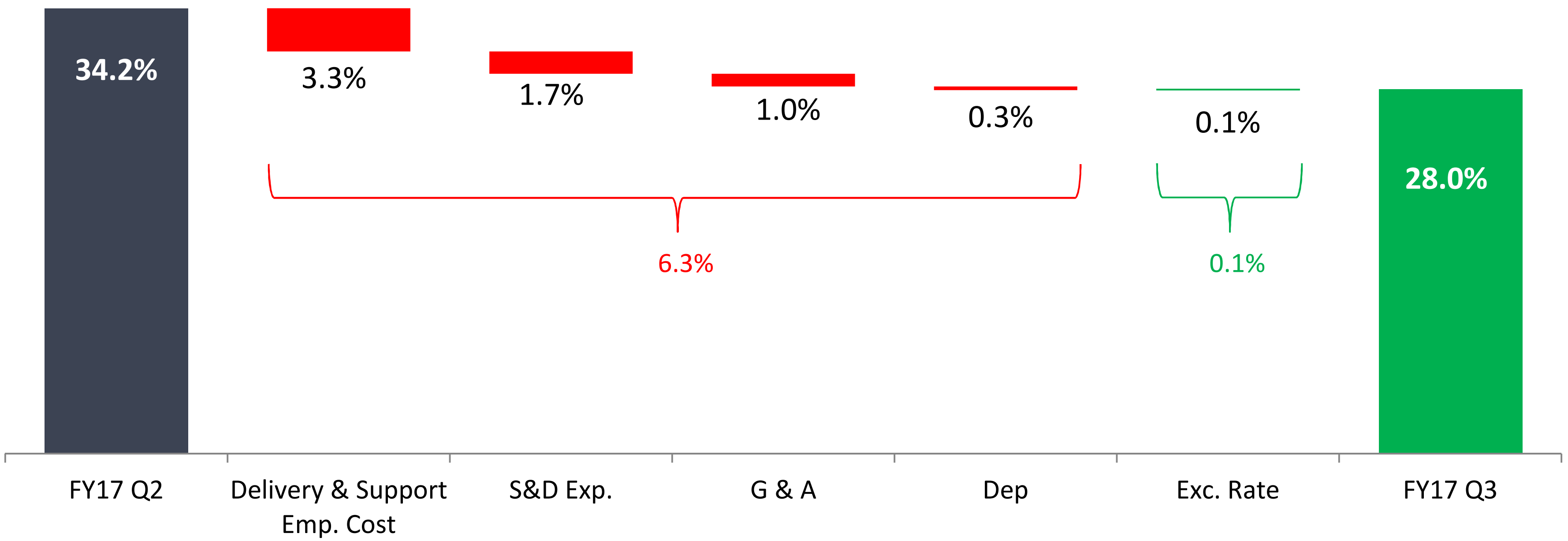
Note: EUR / USD taken at 1.05

P&L Comparison: FY17 Q3 vs. FY17 Q2

Operating P&L	FY17 Q3	OPR (%)	FY17 Q2	OPR (%)
Operating Revenue	3,246.6		3,335.3	
Cost of Revenues				
Delivery and Support Employees Cost	1,338.5	41.2%	1,266.5	38.0%
General and Administrative Expenses				
Facilities (Rent and Electricity)	147.7	4.5%	148.9	4.5%
Administrative Services (Transport, HK, Security)	41.6	1.3%	44.6	1.3%
Technological Services (Communications, AMC)	89.4	2.8%	89.6	2.7%
Legal and Professional Fees	38.8	1.2%	46.2	1.4%
CSR & Donation	36.1	1.1%	13.1	0.4%
Others	59.5	1.8%	49.9	1.5%
Total G&A	**413.1**	**12.7%**	**392.3**	**11.8%**
Selling and Distribution	451.5	**13.9%**	407.2	**12.2%**
Depreciation and Amortization	133.6	**4.1%**	128.3	**3.8%**
Total Operating Cost	**2,336.8**	**72.0%**	**2,194.3**	**65.8%**
Operating Profit	**909.8**	**28.0%**	**1,141.1**	**34.2%**
INR/USD (Avg)	67.43		66.94	
INR/EUR (Avg)	72.71		74.70	

Figures in INR millions.

OPM Bridging Analysis: Q-o-Q
FY17 Q3 vs. FY17 Q2



- Delivery & Support Employees Cost: Increase in employees and onshore contractors, also in Q2 CLX employee cost was lower due to holidays
- S&D: Increase in head count and increase in travel cost.
- G&A: Increase mainly due to increase in CSR contribution by INR 23mm

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 5,530.8 mm; vs INR 7,043.2 mm for FY’17 Q2; Buy Back of share completed in Dec 2016
  - Equivalent to INR 139.4 per share vs INR 172.3 for FY’17 Q2
  - Net operating cash flow in FY’17 YTD is INR 2,475.1 mm vs INR 2,862.2 mm in FY16 YTD
  - Capex during FY’17 YTD is INR 168 mm vs 401 mm in FY’16 YTD
- Q3 EPS: Basic: INR 21.1; Diluted: INR 20.8
- YTD EPS: Basic: INR 68.4; Diluted: INR 67.6
- Current book value per share of INR 284.8 vs. INR 316.2 last quarter, use of reserves for buy-back

CSR Update

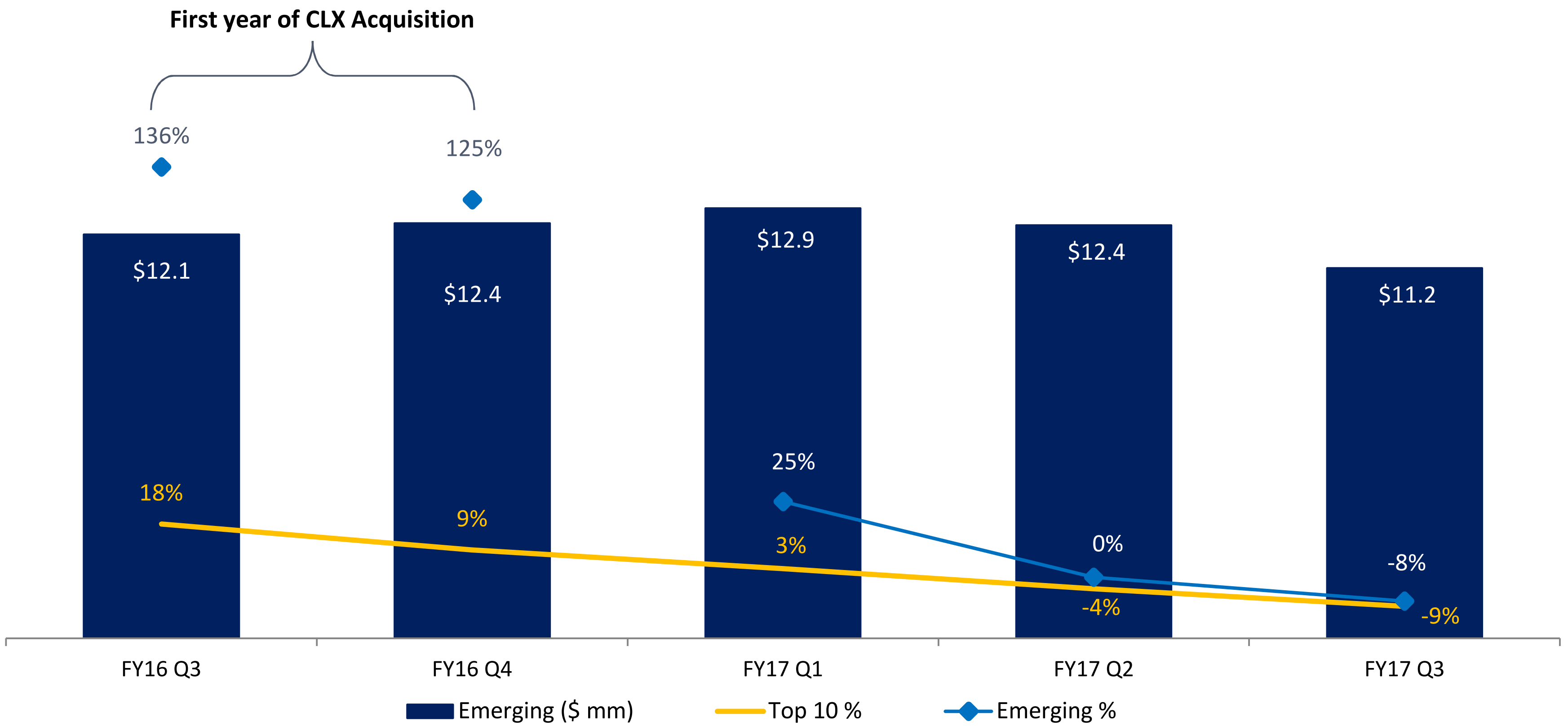
- Spent INR 54 mm for existing and new projects in FY’17 YTD related to India; FY plan is INR 65 mm
- Areas covered: Health, Education, Child Labour Protection
- Total Life touched / benefited in H1 ~32k

Key Business Metrics

Metrics		FY 17 Q3	FY 17 Q2	FY 17 Q1	FY 16 Q4	FY 16 Q3	FY 16 Q2
Currency Contribution* (%)	USD	75%	73%	72%	72%	73%	74%
	EURO	17%	19%	19%	19%	18%	18%
	GBP	7%	8%	9%	9%	9%	8%
Geographic Concentration*	North America	69%	68%	66%	67%	67%	67%
	Europe	27%	29%	30%	30%	29%	29%
Debtors	DSO (including Un-billed)	78 days	74 days	80 days	73 days	71 days	80 days
Client Concentration	Top 10 contribution	76%	75%	74%	76%	77%	75%
Billing Mix	FTE	83%	81%	81%	80%	82%	81%
	SEZ Revenue	64%	64%	66%	66%	66%	67%
Staff Utilization		68.9%	69.4%	68.7%	67.7%	68.7%	66.5%
Client Contribution* (based on 12 month accrued revenue)	US$ 500k+ Clients	15	18	18	16	16	9
	US$ 1mm+ Clients	18	17	18	17	13	12
	US$ 5mm+ Clients	6	7	7	7	7	7

*Other smaller currencies, geographies and client contribution not shown

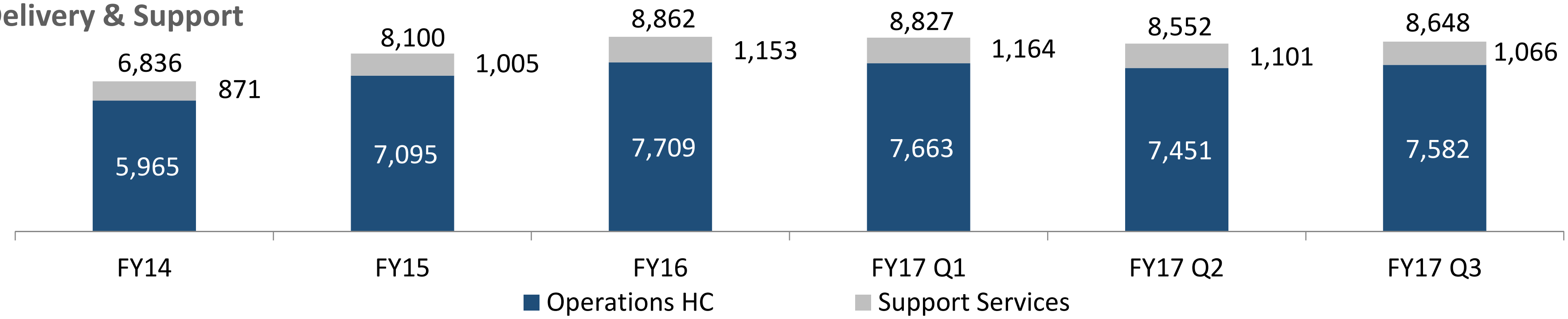
Revenue Mix Trends - Consol



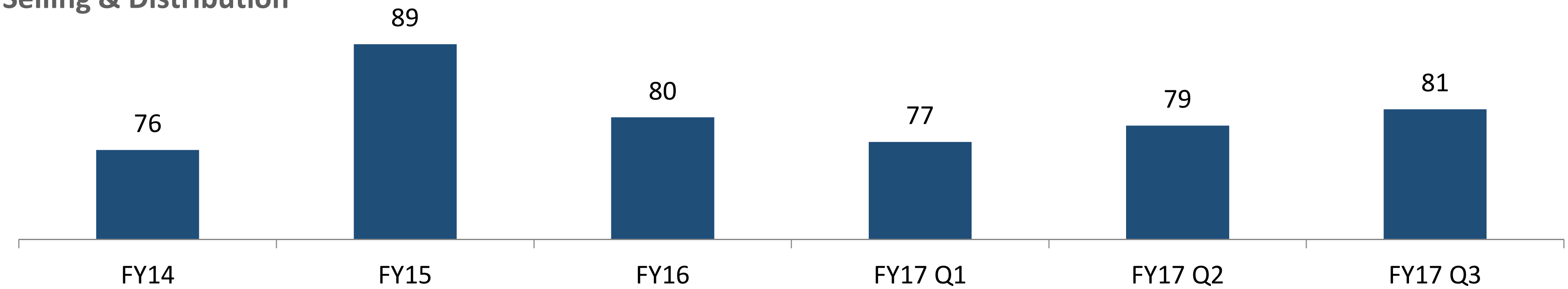
- Top 10 client Y-o-Y drop of -9.4% in USD & -8.8% in CC
- Emerging client Y-o-Y drop in USD by -7.9% & -2.6% in CC; 19% of emerging revenues adversely impacted due to GBP devaluation

Human Resources Update

Delivery & Support

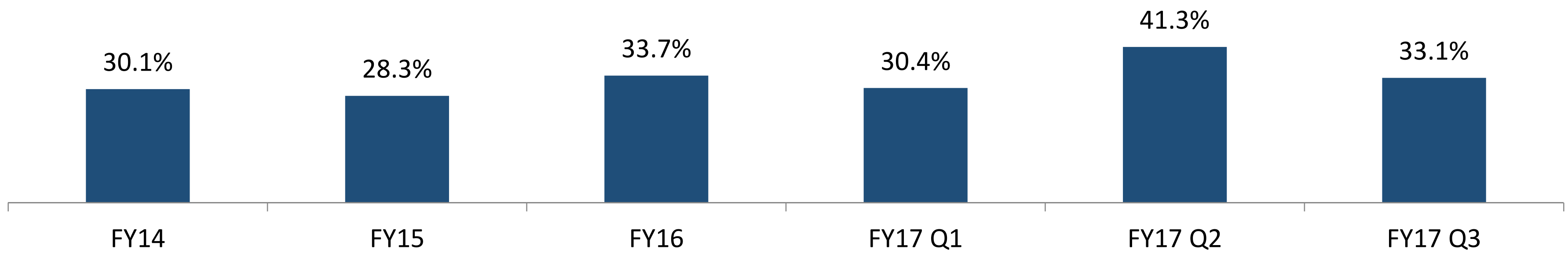


Selling & Distribution



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

India Attrition



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

eClerx
Data | Domain | Delivery

Particulars	Dec 31, 2016	Sep 30, 2016	% of Change
Shareholder's Funds			
Capital	396.9	408.8	-2.9%
Minority Interest	6.4	6.1	-
Reserves and Surplus	10,904.2	12,516.5	-13%
Total Shareholder's Funds	**11,307.5**	**12,931.4**	**-13%**
Application of Funds			
Fixed Assets	3,395.8	3,543.3	-4%
Deferred Tax Assets (net)	(77.0)	(130.7)	-41%
Net Current Assets and Investments (Liquid)	7,988.6	9,518.8	-16%
Total Application of Funds	**11,307.5**	**12,931.4**	**-13%**

Figures in INR millions.

Financial Summary – Quarterly View

Metrics		FY17 Q3	FY17 Q2	FY17 Q1	FY16 Q4	FY16 Q3
Revenue	Total Revenue (INR mn)	3,359	3,383	3,503	3,505	3,481
	Opg Revenue (INR mn)	3,247	3,335	3,403	3,432	3,443
	Opg Revenue (USD mn)	47.2	48.9	50.2	50.8	51.8
Profit	EBITDA (INR mn)	1,156	1,317	1,360	1,427	1,262
	OPM (INR mn)	910	1,141	1,140	1,200	1,070
	Net Profit (INR mn)	860	971	959	1,006	855
Margin	EBITDA	34%	39%	39%	41%	36%
	OPM	28%	34%	33%	35%	31%
	Net Profit	26%	29%	27%	29%	25%
EPS	Basic	21.1	23.8	23.5	NA	18.5
	Diluted	20.8	23.5	23.2	NA	18.1

Note: Previous quarters numbers are restated as per IND AS

Revised EPS for FY'16 Q4 would be updated in subsequent quarter

P&L Comparison – Quarterly View

Operating P&L	FY17 Q3	OPR (%)	FY17 Q2	OPR (%)	FY17 Q1	OPR (%)	FY16 Q4	OPR (%)	FY16 Q3	OPR (%)
Operating Revenue	3,247		3,335		3,403		3,432		3,443	
Cost of Revenues										
Delivery and Support Employees Cost	1,339	41%	1,266	38%	1,325	39%	1,224	36%	1,366	40%
General and Administrative Expenses										
Facilities (Rent and Electricity)	148	5%	149	4%	153	4%	144	4%	166	5%
Administrative Services (Transport, HK, Security)	42	1%	45	1%	44	1%	42	1%	43	1%
Technological Services (Communications, AMC)	89	3%	90	3%	87	3%	92	3%	74	2%
Legal and Professional Fees	39	1%	46	1%	75	2%	56	2%	54	2%
Provision / Written off for Bad Debt	-	0%	-	0%	-	0%	-	0%	-	0%
CSR & Donation	36	1%	13	0%	6	0%	12	0%	21	1%
Others	59	2%	50	1%	57	2%	65	2%	42	1%
Total G&A	**413**	**13%**	**392**	**12%**	**422**	**12%**	**411**	**12%**	**399**	**12%**
Selling and Distribution*	452	**14%**	407	**12%**	**396**	**12%**	443	**13%**	453	**13%**
Depreciation and Amortization	134	**4%**	128	**4%**	**119**	**4%**	154	**4%**	155	**4%**
Total Operating Cost	**2,337**	**72%**	**2,194**	**66%**	**2,263**	**67%**	**2,232**	**65%**	**2,373**	**69%**
Operating Profit	**910**	**28%**	**1,141**	**34%**	**1,140**	**33%**	**1,200**	**35%**	**1,070**	**31%**

*Selling and Distribution includes employee cost of onsite business development team.
Note: Previous quarters numbers are restated as per IND AS

Figures in INR millions.

Key Business Metrics – Quarterly View

Metrics		FY17 Q3	FY17 Q2	FY17 Q1	FY16 Q4	FY16 Q3	FY16 Q2	FY16 Q1	FY15 Q4
Revenue Growth (%)	USD	-3.5%	-2.6%	-1.1%	-2.0%	3.2%	8.1%	14.2%	4.6%
	Constant Currency	-2.6%	-0.4%	-0.6%	-2.5%	4.2%	7.7%	4.0%	6.3%
Currency Concentration (%)	USD	75%	73%	72%	72%	73%	74%	76%	85%
	EURO	17%	19%	19%	19%	18%	18%	15%	10%
	GBP	7%	8%	9%	9%	9%	8%	9%	5%
	Other	0%	0%	0%	0%	0%	0%	0%	0%
Geographic Concentration	North America	69%	68%	66%	67%	67%	67%	72%	78%
	Europe	27%	29%	30%	30%	29%	29%	25%	18%
	ROW	4%	4%	3%	3%	4%	4%	3%	4%
Debtors	DSO (including Un-billed)	78 days	74 days	80 days	73 days	71 days	80 days	78 days	81 days
Client	Top 10 contribution	76%	75%	74%	76%	77%	75%	78%	86%
Billing Mix	FTE	83%	81%	81%	80%	82%	81%	85%	95%
	SEZ Revenue	64%	64%	66%	66%	66%	67%	69%	73%
Seat Count		9,023	8,632	8,626	8,574	8,522	8,601	7,806	7,640
Staff Utilization		68.9%	69.4%	68.7%	67.7%	68.7%	66.5%	65.0%	64.5%

Note: Previous quarters numbers are restated as per IND AS

eClerx's First 9 month FY17 revenue up 2% at INR 1,024.6 crore and net profit up 16% at INR 279 crore

Mumbai, February 08, 2017: eClerx Services Ltd. (eCx), an industry-focused specialist services firm managing and improving complex data-driven processes, today announced its results for first nine months 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 December 31, 2016

Operating revenue for the quarter ended December 31, 2016 was INR 324.7 crore vs. INR 344.3 crore in the corresponding period last year, YoY decline of 6%. In USD terms, operating revenue dropped by 9% to USD 47.2 Million as compared to USD 51.8 Million in the corresponding period last year. Total revenue including other income for the period was INR 335.9 crore, YoY decline of 4%.

- Operating profit for the period is INR 91 crore, a decline of 15% YoY.

- Profit after tax for the Quarter ended December 31, 2016 was INR 86 crore compared with INR 88.7 crore in the corresponding period in the previous year, a decline of 3% YoY.

- Basic EPS for the Quarter ended December 31, 2016 was INR 21.1 as compared to INR 21.8 in the corresponding period last year.

- The total delivery headcount as of December 31, 2016 stands at 8,648 – 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, Munich, Hamburg and Singapore. For more information, please visit www.eclerx.com

For further information, please contact:

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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.*