



**Mindteck (India) Limited**

(CIN: L30007KA1991PLC039702)

AMR Tech Park, Block 1, 3rd Floor  
#664, 23/24, Hosur Road, Bommanahalli  
Bengaluru - 560068. India

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Ref: MT/SSA/2020-21/05

**May 27, 2020**

**Scrip Code: '517344'**

**Symbol: "Mindteck"**

<b>To,</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	<b>To,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051
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Dear Sirs/Madam,

**Subject: Submission of Financial Results Pursuant to Regulation 33 and Outcome of Board Meeting Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 held on May 27, 2020**

We would like to inform you that the Board of Directors of the Company have approved the Audited Financial Statements for the Quarter and Year ending March 31, 2020 at its meeting held on May 27, 2020.

Further we would like to intimate that the Board of Directors have not recommended the Dividend for the FY 2019-20.

Please find the enclosed:

1. Audited Standalone Financial Results for the Year ending March 31, 2020.
2. Audited Consolidated Financial Results of the Company and its Subsidiaries for the Year ending March 31, 2020.
3. Copy of Statutory Auditor's Report for Standalone Financial Results for the Year ending March 31, 2020 along with Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. Copy of Statutory Auditor's Report for Consolidated Financial Results for the Year ending March 31, 2020 along with Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the above intimation on record and acknowledge.

Thanking you,

Yours Truly,

**For Mindteck (India) Limited**

**Shivarama Adiga S.**

VP, Legal and Company Secretary

**MINDTECK (INDIA) LIMITED**  
**A.M.R TECH PARK, BLOCK I, 3RD FLOOR, # 664, 23/24, HOSUR MAIN ROAD**  
**BOMMANAHALLI, BANGALORE 560 068**  
**CIN:L30007KA1991PLC039702**

**STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020**

(Rs. in Lakhs, except per share data)

Sl.No.	Particulars	Quarter ended			Year ended	
		March 31, 2020	December 31, 2019	March 31, 2019	March 31, 2020	March 31, 2019
		Audited #	Unaudited	Audited #	Audited	Audited
<b>1</b>	<b>Income</b>					
	a) Revenue from operations	2,363	2,250	3,457	9,231	10,763
	b) Other income	43	53	67	184	245
	<b>Total income (a+b)</b>	<b>2,406</b>	<b>2,303</b>	<b>3,524</b>	<b>9,415</b>	<b>11,008</b>
<b>2</b>	<b>Expenses</b>					
	a) Cost of technical sub-contractors	48	52	78	218	267
	b) Employee benefits expense	1,542	1,677	1,573	6,624	6,563
	c) Finance costs (Refer Note 6)	45	47	(12)	187	64
	d) Depreciation and amortisation expense	162	165	33	615	174
	e) Other expenses	492	399	1,335	1,659	2,913
	<b>Total expenses (a+b+c+d+e)</b>	<b>2,289</b>	<b>2,340</b>	<b>3,007</b>	<b>9,303</b>	<b>9,981</b>
<b>3</b>	<b>Profit/(Loss) before tax and exceptional items (1-2)</b>	<b>117</b>	<b>(37)</b>	<b>517</b>	<b>112</b>	<b>1,027</b>
<b>4</b>	<b>Exceptional items</b>					
	- Provision for impairment of investment in subsidiaries (Refer Note 8(a))	(3,509)	(2,157)	-	(5,666)	-
	- Provision for expected losses under service concession arrangement (Refer Note 8(b))	(159)	-	-	(159)	-
	- Provision for impairment of loan (Refer Note 8(c))	-	(168)	-	(168)	-
<b>5</b>	<b>Profit/(Loss) before tax (3+4)</b>	<b>(3,551)</b>	<b>(2,362)</b>	<b>517</b>	<b>(5,881)</b>	<b>1,027</b>
<b>6</b>	<b>Tax expense (net)</b>					
	Current tax	70	-	93	114	215
	Tax relating to earlier years	-	-	28	-	28
	Deferred tax charge/(credit)	(57)	(11)	35	(71)	65
	<b>Total tax expense</b>	<b>13</b>	<b>(11)</b>	<b>156</b>	<b>43</b>	<b>308</b>
<b>7</b>	<b>Profit/(Loss) for the period/year (5-6)</b>	<b>(3,564)</b>	<b>(2,351)</b>	<b>361</b>	<b>(5,924)</b>	<b>719</b>
<b>8</b>	<b>Other comprehensive income</b>					
	<i>Items that will not be reclassified subsequently to profit or loss</i>					
	Remeasurement gain/(loss) on defined benefits plan	-	(4)	11	(3)	71
	Income tax relating to items that will not be reclassified to profit or loss	-	1	(3)	1	(20)
	<b>Other comprehensive income for the period/year net of taxes</b>	<b>-</b>	<b>(3)</b>	<b>8</b>	<b>(2)</b>	<b>51</b>
<b>9</b>	<b>Total comprehensive income for the period/year (7+8)</b>	<b>(3,564)</b>	<b>(2,354)</b>	<b>369</b>	<b>(5,926)</b>	<b>770</b>
<b>10</b>	<b>Paid-up equity share capital (Face value of Rs. 10 per share)</b>	<b>2,562</b>	<b>2,562</b>	<b>2,562</b>	<b>2,562</b>	<b>2,562</b>
<b>9</b>	<b>Other equity</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>9,627</b>	<b>15,981</b>
<b>10</b>	<b>Earnings/(Loss) per share (Not annualised in the case of the interim period)</b>					
	Basic (in Rs.)	(13.91)	(9.18)	1.41	(23.12)	2.81
	Diluted (in Rs.)	(13.91)	(9.18)	1.40	(23.12)	2.80

See accompanying notes to the financial results.

# Refer Note 4

**MINDTECK (INDIA) LIMITED**  
**A.M.R TECH PARK, BLOCK 1, 3RD FLOOR, # 664, 23/24, HOSUR MAIN ROAD**  
**BOMMANAHALLI, BANGALORE 560 068**  
**CIN:L30007KA1991PLC039702**  
**STATEMENT OF AUDITED STANDALONE ASSETS AND LIABILITIES AS AT MARCH 31, 2020**

(Rs. in Lakhs)

Sl.No.	Particulars	As at March 31, 2020	As at March 31, 2019
		Audited	Audited
<b>I</b>	<b>ASSETS</b>		
<b>A</b>	<b>Non-current assets</b>		
	Property, plant and equipment	320	281
	Investment property	67	68
	Right of use assets	1,056	-
	Intangible assets	782	957
	<b>Financial assets</b>		
	Investments	6,724	12,384
	Loans	541	650
	Other financial assets	11	89
	Deferred tax assets (net)	314	202
	Income tax assets (net)	1,186	951
	Other non-current assets	6	37
	<b>Total non-current assets</b>	<b>11,007</b>	<b>15,619</b>
<b>B</b>	<b>Current assets</b>		
	<b>Financial assets</b>		
	Investments	43	1,351
	Trade receivables	1,956	2,598
	Cash and cash equivalents	1,331	285
	Other bank balances	33	36
	Loans	19	37
	Other financial assets	898	857
	Other current assets	355	523
	<b>Total current assets</b>	<b>4,635</b>	<b>5,687</b>
	<b>Total assets (A+B)</b>	<b>15,642</b>	<b>21,306</b>
<b>2</b>	<b>EQUITY AND LIABILITIES</b>		
<b>C</b>	<b>Equity</b>		
	Equity share capital	2,562	2,562
	Other equity	9,627	15,981
	<b>Total equity</b>	<b>12,189</b>	<b>18,543</b>
<b>D</b>	<b>Non-current Liabilities</b>		
	<b>Financial liabilities</b>		
	Lease liabilities	793	-
	Other financial liabilities	16	20
	Other non-current liabilities	7	14
	Provisions	895	977
	<b>Total non-current liabilities</b>	<b>1,711</b>	<b>1,011</b>
<b>E</b>	<b>Current liabilities</b>		
	<b>Financial liabilities</b>		
	Borrowings*	-	-
	Trade and other payables		
	(a) total outstanding dues of micro enterprises and small enterprises; and	40	197
	(b) total outstanding dues of creditors other than micro enterprises and small enterprises	765	942
	Lease liabilities	412	-
	Other financial liabilities	56	90
	Provisions	223	134
	Income tax liabilities (net)	117	117
	Other current liabilities	129	272
	<b>Total current liabilities</b>	<b>1,742</b>	<b>1,752</b>
	<b>Total liabilities (D+E)</b>	<b>3,453</b>	<b>2,763</b>
	<b>Total equity and liabilities (C+D+E)</b>	<b>15,642</b>	<b>21,306</b>

\*Rounded-off to lakhs

**MINDTECK (INDIA) LIMITED**  
**A.M.R TECH PARK, BLOCK 1, 3RD FLOOR, # 664, 23/24, HOSUR MAIN ROAD**  
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**CIN:L30007KA1991PLC039702**

**STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020**

**Notes :**

- 1 The above statement of audited standalone financial results ('the Statement') of Mindteck (India) Limited ('the Company') for the quarter and year ended March 31, 2020, have been reviewed by the Audit Committee and thereafter approved by the Board of Directors in their meeting held on May 27, 2020.
  - 2 These standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
  - 3 In accordance with Ind AS 108, Operating segments, segment information has been provided in the consolidated financial results of the Company and therefore no separate disclosure on segment information is given in these standalone financial results.
  - 4 The figures of the last quarter of current and previous year represents the derived figures between the audited figures in respect of the full financial year and the unaudited published year to date figures of the nine months of respective year.
  - 5 Effective April 01, 2019, the Company has adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019 using modified retrospective approach and has taken cumulative adjustment to retained earnings, 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.1,111 lakhs, and a lease liability of Rs.1,246 lakhs. The cumulative effect of applying the standard resulted in Rs.105 lakhs being debited to retained earnings, net of taxes.
  - 6 During the year ended March 31, 2019, there is a reversal of finance cost amounting to Rs. 38 lakhs on account of actualisation of Minimum Authorisation Obligation provided in respect of service concession arrangement.
  - 7 The Company has considered internal and certain external sources of information including economic forecasts, budgets required to meet performance obligations and likely delays on contractual commitments up to the date of approval of these standalone financial results, in determining the possible impact from the COVID-19 pandemic. The Company has used the principles of prudence in applying judgements, estimates and assumptions and based on the current estimates, the Company expects to fully recover the carrying amount of its assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these standalone financial results and the Company will continue to closely monitor any material changes to its assessment of economic impact of COVID-19 pandemic.
- 8 Exceptional Items:**
- (a) During the quarter ended December 31, 2019, the management had carried out an impairment assessment in respect of investment in a subsidiary and basis valuation carried out by an external valuation expert, had made an impairment provision of Rs. 2,157 lakhs towards carrying value of investment in such subsidiary. During the quarter ended March 31, 2020, as a part of year end impairment evaluation and considering the COVID-19 pandemic, impairment assessment was carried out in respect of investment in subsidiaries and basis valuation carried out by an external valuation expert, an additional impairment of Rs. 3,509 lakhs towards carrying value of investment in certain subsidiaries is recorded. Accordingly, an impairment provision totalling to Rs. 5,666 lakhs has been recorded for the year ended March 31, 2020.
  - (b) In July 2017, the Company had undertaken a Smart Parking project vide an Authorization Agreement with Municipal Corporation of Bhopal (BMC) under Public Private Partnership Mode (Service Concession Arrangement). Considering the delay in site hand over by BMC, related claims by both the parties, impact of COVID-19 pandemic on a seamless business operation and related Force Majeure clause being invoked by the Company, the management has reassessed recoverability of investment in assets and amounts receivables from BMC as at March 31, 2020. Accordingly, provision for expected losses amounting to Rs. 159 lakhs has been provided for in the quarter and year ended March 31, 2020.
  - (c) Mindteck Employee Welfare Trust (MEWT) was created to administer the Employee Share Incentive Scheme 2000 for the benefit of its employees. For this purpose, the MEWT had borrowed funds from the Company and subscribed to 416,000 equity shares renounced in its favour by the Company's promoters/directors in the Company's earlier rights issue. Due to significant difference in the purchase price of these shares and average prevailing share price, the Company has made a provision of Rs. 168 lakhs in the results for the quarter ended December 31, 2019.

for and on behalf of the Board of Directors of  
**Mindteck (India) Limited**

  
**Anand Balakrishnan**  
CEO and Managing Director

Place : Bengaluru

Date : May 27, 2020

**MINDTECK (INDIA) LIMITED**  
**A.M.R TECH PARK, BLOCK I, 3RD FLOOR, # 664, 23/24, HOSUR MAIN ROAD**  
**BOMMANAHALLI, BANGALORE 560 068**  
**CIN:L30007KA1991PLC039702**  
**STATEMENT OF AUDITED CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2020**

Sl.No.	Particulars	(Rs. in Lakhs)	
		Year ended	
		March 31, 2020	March 31, 2019
<b>1</b>	<b>Operating activities</b>		
	Profit / (Loss) before taxation		
	Adjustments to reconcile profit before tax to net cash flows:	(5,881)	1,027
	Depreciation and amortization expense		
	Provision for impairment of investment in subsidiaries	615	174
	Provision for expected losses under service concession arrangement	5,666	-
	Provision for impairment of loan	159	-
	Finance costs	168	-
	Interest income	187	46
	Unrealised exchange differences	(34)	(80)
	Gain on sale of assets	(40)	10
	Provision for doubtful debts (net) and loss allowance	(5)	-
	Provision for doubtful input credit receivable	12	(29)
	Rental income	180	-
	Rent expense	-	(1)
	Fair value gain on mutual fund at fair value through profit or loss	-	4
	Gain on sale of mutual funds (net)	(23)	-
	Other non-operating income	(23)	(15)
		(9)	-
	Changes in operating assets and liabilities:		
	(Increase) / Decrease in trade receivables		
	(Increase) / Decrease in loans and advances and other assets	674	(661)
	Increase / (Decrease) in liabilities and provisions	(195)	(79)
	<b>Net cash from / (used in) operating activities before taxes</b>	<b>(488)</b>	<b>204</b>
	Income taxes paid (net)	<b>963</b>	<b>600</b>
	<b>Net cash from / (used in) operating activities (A)</b>	<b>(348)</b>	<b>(646)</b>
		<b>615</b>	<b>(46)</b>
<b>2</b>	<b>Investing activities</b>		
	Purchase of property, plant and equipment, intangible assets and capital work-in-progress		
	Proceeds from sale of assets	(253)	(147)
	Movement in fixed deposits and other bank balances (net)	6	-
	Investment in subsidiaries	87	247
	Investment in mutual funds	-	(15)
	Proceeds from sale of mutual funds	(6,068)	(5,069)
	Interest income received	7,422	4,596
	<b>Net cash from / (used in) investing activities (B)</b>	<b>13</b>	<b>82</b>
		<b>1,207</b>	<b>(306)</b>
<b>3</b>	<b>Financing activities</b>		
	Movement in working capital loans (net)		
	Repayment of principal portion of lease liabilities	-	(1)
	Finance cost on lease liabilities	(334)	-
	Finance cost paid	(122)	-
	Dividends paid (including distribution tax)	(5)	-
	<b>Net cash used in financing activities (C)</b>	<b>(315)</b>	<b>(315)</b>
		<b>(776)</b>	<b>(316)</b>
	<b>Net increase / (decrease) in cash and cash equivalents (D)=(A+B+C)</b>	<b>1,046</b>	<b>(668)</b>
	Cash and cash equivalents at the beginning of the period (E)	285	953
	<b>Cash and cash equivalents at the end of the period (F)=(D+E)</b>	<b>1,331</b>	<b>285</b>

**MINDTECK (INDIA) LIMITED**  
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**STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020**

(Rs. in Lakhs, except per share data)

Sl.No.	Particulars	Quarter ended			Year ended	
		March 31, 2020	December 31, 2019	March 31, 2019	March 31, 2020	March 31, 2019
		Audited #	Unaudited	Audited #	Audited	Audited
<b>1</b>	<b>Income</b>					
	a) Revenue from operations	7,070	6,883	8,030	27,613	29,941
	b) Other income	37	50	59	175	285
	<b>Total income (a+b)</b>	<b>7,107</b>	<b>6,933</b>	<b>8,089</b>	<b>27,788</b>	<b>30,226</b>
<b>2</b>	<b>Expenses</b>					
	a) Cost of technical sub-contractors	1,029	1,054	1,164	4,171	4,793
	b) Employee benefits expense	5,133	5,050	4,844	19,924	20,281
	c) Finance costs (Refer Note 7)	54	57	(4)	226	100
	d) Depreciation and amortisation expense	181	184	37	704	189
	e) Other expenses	857	703	1,800	3,069	4,427
	<b>Total expenses (a+b+c+d+e)</b>	<b>7,254</b>	<b>7,048</b>	<b>7,841</b>	<b>28,094</b>	<b>29,790</b>
<b>3</b>	<b>Profit/(Loss) before tax and exceptional items (1-2)</b>	<b>(147)</b>	<b>(115)</b>	<b>248</b>	<b>(306)</b>	<b>436</b>
<b>4</b>	<b>Exceptional items</b>					
	- Impairment of goodwill (Refer Note 12(a))	(3,785)	(2,157)	-	(5,942)	-
	- Provision for expected losses under service concession arrangement (Refer Note 12(b))	(159)	-	-	(159)	-
<b>5</b>	<b>Profit/(Loss) before tax (3+4)</b>	<b>(4,091)</b>	<b>(2,272)</b>	<b>248</b>	<b>(6,407)</b>	<b>436</b>
<b>6</b>	<b>Tax expense (net)</b>					
	Current tax	80	13	93	172	244
	Tax relating to earlier years (Refer Note 8)	(28)	-	(147)	(28)	(147)
	Deferred tax charge/(credit)	(57)	(11)	35	(71)	65
	<b>Total tax expense</b>	<b>(5)</b>	<b>2</b>	<b>(19)</b>	<b>73</b>	<b>162</b>
<b>7</b>	<b>Profit/(Loss) for the period/year (5-6)</b>	<b>(4,086)</b>	<b>(2,274)</b>	<b>267</b>	<b>(6,480)</b>	<b>274</b>
<b>8</b>	<b>Other comprehensive income</b>					
	<i>Items that will be reclassified subsequently to profit or loss</i>					
	Net exchange difference on translation of foreign operation	174	94	(21)	352	261
	<i>Items that will not be reclassified subsequently to profit or loss</i>					
	Re-measurement gain/ (loss) on defined benefit plans	-	(4)	11	(3)	71
	Income tax relating to items that will not be reclassified to profit or loss	-	1	(3)	1	(20)
	<b>Other comprehensive income for the period/year, net of taxes</b>	<b>174</b>	<b>91</b>	<b>(13)</b>	<b>350</b>	<b>312</b>
<b>9</b>	<b>Total comprehensive income for the period (7+8)</b>	<b>(3,912)</b>	<b>(2,183)</b>	<b>254</b>	<b>(6,130)</b>	<b>586</b>
<b>10</b>	<b>Paid-up equity share capital (Face value of Rs. 10 per share)</b>	<b>2,521</b>	<b>2,521</b>	<b>2,521</b>	<b>2,521</b>	<b>2,521</b>
<b>11</b>	<b>Other equity</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>10,442</b>	<b>17,022</b>
<b>12</b>	<b>Earnings/ (Loss) per share (Not annualised in case of interim periods)</b>					
	Basic (in Rs.)	(16.21)	(9.02)	1.05	(25.71)	1.09
	Diluted (in Rs.)	(16.21)	(9.02)	1.03	(25.71)	1.06

See accompanying notes to the financial results

# Refer Note 4

MINDTECK (INDIA) LIMITED  
A.M.R TECH PARK, BLOCK I, 3RD FLOOR, # 664, 23/24, HOSUR MAIN ROAD  
BOMMANAHALLI, BANGALORE 560 068  
CIN:L30007KA1991PLC039702  
STATEMENT OF AUDITED CONSOLIDATED ASSETS AND LIABILITIES AS AT MARCH 31, 2020

SL.No.	Particulars	(Rs. in Lakhs)	
		As at March 31, 2020	As at March 31, 2019
		Audited	Audited
<b>1</b>	<b>ASSETS</b>		
<b>A</b>	<b>Non-current assets</b>		
	Property, plant and equipment	332	301
	Investment property	67	68
	Right of use asset	1,084	-
	Investment in sublease	35	-
	Intangible assets	782	1,229
	Goodwill on consolidation	2,815	8,481
	Financial assets		
	Loans	387	275
	Other financial assets	11	89
	Deferred tax assets (net)	314	202
	Income tax assets (net)	1,244	991
	Other non-current assets	6	38
	<b>Total non-current assets</b>	<b>7,077</b>	<b>11,674</b>
<b>B</b>	<b>Current assets</b>		
	Financial assets:		
	Investments	43	1,351
	Trade receivables	5,704	7,073
	Cash and cash equivalents	2,906	1,016
	Other bank balances	33	36
	Loans	25	82
	Other financial assets	2,055	2,012
	Other current assets	607	677
	<b>Total current assets</b>	<b>11,373</b>	<b>12,247</b>
	<b>Total assets (A+B)</b>	<b>18,450</b>	<b>23,921</b>
<b>2</b>	<b>EQUITY AND LIABILITIES</b>		
<b>C</b>	<b>Equity</b>		
	Equity share capital	2,521	2,521
	Other equity	10,442	17,022
	<b>Total equity</b>	<b>12,963</b>	<b>19,543</b>
<b>D</b>	<b>Non-current liabilities</b>		
	Financial liabilities		
	Lease liabilities	793	-
	Other financial liabilities	54	20
	Other non-current liabilities	7	14
	Provisions	895	977
	<b>Total non-current liabilities</b>	<b>1,749</b>	<b>1,011</b>
<b>E</b>	<b>Current liabilities</b>		
	Financial liabilities		
	Borrowings *	-	-
	Trade and other payables	1,284	1,479
	Lease liabilities	483	-
	Other financial liabilities	794	708
	Provisions	515	397
	Income tax liabilities (net)	224	164
	Other current liabilities	438	619
	<b>Total current liabilities</b>	<b>3,738</b>	<b>3,367</b>
	<b>Total liabilities (D+E)</b>	<b>5,487</b>	<b>4,378</b>
	<b>Total equity and liabilities (C+D+E)</b>	<b>18,450</b>	<b>23,921</b>

\*Rounded-off to lakhs

**MINDTECK (INDIA) LIMITED**  
**A.M.R TECH PARK, BLOCK I, 3RD FLOOR, # 664, 23/24, HOSUR MAIN ROAD**  
**BOMMANAHALLI, BANGALORE 560 068**  
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**STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020**

**Notes :**

- 1 The above statement of audited consolidated financial results ('the Statement') of Mindteck (India) Limited ('the Company') for the quarter and year ended March 31, 2020, have been reviewed by the Audit Committee and thereafter approved by the Board of Directors in their meeting held on May 27, 2020.
- 2 These consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- 3 The Company has consolidated the financial statements of the Mindteck Employees Welfare Trust ('the Trust') with that of its consolidated financial statements. As a result, the Company's paid up equity shares stand reduced by 416,000 shares. To give effect to the consolidation of the Trust, Rs. 41 lakhs has been reduced from equity share capital, Rs. 362 lakhs has been reduced from securities premium account and Rs. 32 lakhs has been adjusted in reserves. The shares held by the Trust were reduced from outstanding number of shares for computation of basic EPS of the Company.
- 4 The figures of the last quarter of current and previous year represents the derived figures between the audited figures in respect of the full financial year and the unaudited published year to date figures of the nine months of respective year.
- 5 The Mindteck Group's operations predominantly relate to providing software services to external customers and providing IT-enabled services to subsidiaries within the Group. Since IT-enabled services are rendered to subsidiaries which are consolidated, the disclosure of a separate IT-enabled services segment as a separate primary segment is not applicable. The Group is therefore considered to constitute a single primary business segment and accordingly primary segment disclosures have not been presented. Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker also evaluates the Group performance and allocates resources based on an analysis of various performance indicators by geographical areas. Accordingly, information has been presented in respect of such geographical segments. The accounting principles consistently used in the preparation of the consolidated financial statements are also consistently applied to record income and expenditure in the individual segments.

**Geographical segments**

Revenue from external customers by location of customers	Quarter ended			Year ended	
	March 31, 2020	December 31, 2019	March 31, 2019	March 31, 2020	March 31, 2019
	Audited#	Unaudited	Audited#	Audited	Audited
- USA	4,149	4,022	4,071	15,779	17,165
- India	846	806	2,016	3,582	4,930
- Rest of the world	2,075	2,055	1,943	8,252	7,846
<b>Total</b>	<b>7,070</b>	<b>6,883</b>	<b>8,030</b>	<b>27,613</b>	<b>29,941</b>

(Rs. in Lakhs)

- 6 The consolidated financial results includes balances of its direct and indirect subsidiaries namely Mindteck Inc., Mindteck Singapore Pte Ltd., Mindteck Solutions Philippines Inc. (under closure), Mindteck UK Limited, Mindteck Netherlands BV (closed w.e.f. January 14, 2020), Mindteck Germany GmbH, Mindteck Middle East Limited SPC, Mindteck Software Malaysia SDN BHD, Chendle Holdings Ltd, Hitech Parking Solutions Pvt. Ltd, Mindteck Canada Inc. and Mindteck Employees Welfare Trust.
- 7 During the year ended March 31, 2019, there is a reversal of finance cost amounting to Rs. 38 lakhs on account of actualisation of Minimum Authorisation Obligation provided in respect of service concession arrangement.
- 8 During the year ended March 31, 2020 and March 31, 2019, basis advice from external consultant, the management has reversed provisions towards the uncertain taxes amounting to Rs. 28 lakhs and Rs. 155 lakhs, respectively, in view of the current status of net operating losses of Mindteck Inc, USA.
- 9 Effective April 01, 2019, the Company has adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 01, 2019 using modified retrospective approach and has taken cumulative adjustment to retained earnings, 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. 1,232 lakhs, and a lease liability of Rs. 1,393 lakhs. The cumulative effect of applying the standard resulted in Rs.130 lakhs being debited to retained earnings, net of taxes.
- 10 The Board of Directors vide meeting dated May 28, 2019 approved the closure of Mindteck Netherlands B.V., Netherlands and Mindteck Solutions Philippines Inc., Philippines due to continuous losses in these entities. Mindteck Netherlands B.V., Netherlands has ceased to exist w.e.f. January 14, 2020. The closure process for Mindteck Solutions Philippines Inc., Philippines has been initiated. The impact of such closure has not been considered material.
- 11 The Group has considered internal and certain external sources of information including economic forecasts, budgets required to meet performance obligations and likely delays on contractual commitments up to the date of approval of these consolidated financial results, in determining the possible impact from the COVID-19 pandemic. The Group has used the principles of prudence in applying judgements, estimates and assumptions and based on the current estimates, the Group expects to fully recover the carrying amount of its assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these consolidated financial results and the Group will continue to closely monitor any material changes to its assessment of economic impact of COVID-19 pandemic.
- 12 **Exceptional items:**
  - (a) During the quarter ended December 31, 2019, the management had carried out an impairment assessment in respect of carrying value of goodwill and basis valuation carried out by an external valuation expert, had made an impairment provision of Rs. 2,157 lakhs towards carrying value of goodwill. During the quarter ended March 31, 2020, as a part of year end impairment evaluation and considering the COVID-19 pandemic, impairment assessment was carried out in respect of carrying value of goodwill and basis valuation carried out by an external valuation expert, an additional impairment of Rs. 3,785 lakhs towards carrying value of goodwill has been recorded. Accordingly, an impairment provision totalling to Rs. 5,942 lakhs has been recorded for the year ended March 31, 2020.
  - (b) In July 2017, the Group had undertaken a Smart Parking project vide an Authorization Agreement with Municipal Corporation of Bhopal (BMC) under Public Private Partnership Mode (Service Concession Arrangement). Considering the delay in site hand over by BMC, related claims by both the parties, impact of COVID-19 pandemic on a seamless business operation and related Force Majeure clause being invoked by the Company, the management has reassessed recoverability of investment in assets and amounts receivables from BMC as at March 31, 2020. Accordingly, provision for expected losses amounting to Rs. 159 lakhs has been provided for in the quarter and year ended March 31, 2020.

for and on behalf of the Board of Directors of  
**Mindteck (India) Limited**

**Anand Balakrishnan**  
 CEO and Managing Director

Place : Bengaluru  
 Date : May 27, 2020



MINDTECK (INDIA) LIMITED  
A.M.R TECH PARK, BLOCK 1, 3RD FLOOR, # 664, 23/24, HOSUR MAIN ROAD  
BOMMANAHALLI, BANGALORE 560 068  
CIN:L30007KA1991PLC039702  
STATEMENT OF UNAUDITED CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Sl.No.	Particulars	Year ended	
		March 31, 2020	March 31, 2019
<b>1</b>	<b>Operating activities</b>		
	Profit / (Loss) before taxation	(6,407)	436
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and amortization expense	704	189
	Impairment of goodwill	5,942	-
	Provision for expected losses under service concession arrangement	159	-
	Finance costs	226	46
	Interest income	(35)	(81)
	Unrealised exchange differences	-	26
	Gain on sale of assets	(5)	-
	Provision for doubtful debts (net) and loss allowance	(102)	(176)
	Provision for doubtful input credit receivable	180	-
	Fair value gain on mutual fund at fair value through profit or loss	(23)	(15)
	Other non-operating income	(9)	-
	Gain on sale of mutual funds (net)	(23)	-
	Unrealised exchange differences	(40)	-
	Rental income	-	(1)
	Rent expenses	-	5
	Changes in operating assets and liabilities:		
	(Increase) / Decrease in trade receivables	1,910	(1,341)
	(Increase) / Decrease in loans and advances and other assets	(141)	17
	Increase / (Decrease) in liabilities and provisions	(484)	301
	<b>Net cash from / (used in) operating activities before taxes</b>	<b>1,852</b>	<b>(594)</b>
	Income taxes paid (net)	(336)	(694)
	<b>Net cash from / (used in) operating activities (A)</b>	<b>1,516</b>	<b>(1,288)</b>
<b>2</b>	<b>Investing activities</b>		
	Purchase of property, plant and equipment, intangible assets and capital work-in-progress	(241)	(108)
	Proceeds from sale of assets	6	-
	Proceeds from sublease property	15	-
	Movement in fixed deposits and other bank balances (net)	87	250
	Investment in mutual funds	(6,068)	(5,069)
	Proceeds from sale of mutual funds	7,422	4,596
	Interest income received	13	83
	<b>Net cash from / (used in) investing activities (B)</b>	<b>1,234</b>	<b>(248)</b>
<b>3</b>	<b>Financing activities</b>		
	Movement in working capital loans (net)	-	(1)
	Repayment of principal portion of lease liabilities	(452)	-
	Finance cost on lease liabilities	(127)	-
	Finance cost paid	(40)	-
	Dividends paid (including distribution tax)	(311)	(311)
	<b>Net cash used in financing activities (C)</b>	<b>(930)</b>	<b>(312)</b>
	<b>Net increase / (decrease) in cash and cash equivalents (D)=(A+B+C)</b>	<b>1,820</b>	<b>(1,848)</b>
	Cash and cash equivalents at the beginning of the period (E)	1,016	2,772
	Effect of exchange difference on translation of foreign currency cash and cash equivalents (F)	70	92
	<b>Cash and cash equivalents at the end of the period (G)=(D+E+F)</b>	<b>2,906</b>	<b>1,016</b>

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

To  
The Board of Directors of  
Mindteck (India) Limited

**Report on the audit of the Standalone Financial Results**

**Opinion**

We have audited the accompanying statement of quarterly and year to date standalone financial results of Mindteck (India) Limited (the "Company") for the quarter ended March 31, 2020 and for the year ended March 31, 2020 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information of the Company for the quarter ended March 31, 2020 and for the year ended March 31, 2020.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

**Management's Responsibilities for the Standalone Financial Results**

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.





**Auditor's Responsibilities for the Audit of the Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

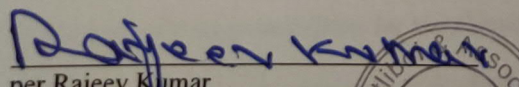
**Other Matter**

The Statement includes the results for the quarter ended March 31, 2020 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2020 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S.R.Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

  
per Rajeev Kumar  
Partner

Membership No.: 213803

UDIN: 20213803AAAAON9877

Place: Bengaluru

Date: May 27, 2020



**Independent Auditor's Report on the 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**

To  
The Board of Directors of  
Mindteck (India) Limited

**Report on the audit of the Consolidated Financial Results****Opinion**

We have audited the accompanying statement of quarterly and year to date consolidated financial results of Mindteck (India) Limited ("Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the quarter ended March 31, 2020 and for the year ended March 31, 2020 ("Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. includes the results of the Holding Company and the following entities;
  - a. Mindteck Inc., USA
  - b. Mindteck Software Malaysia SDN. BHD, Malaysia
  - c. Mindteck Middle East Limited SPC, Kingdom of Bahrain
  - d. Mindteck (UK) Limited, United Kingdom
  - e. Mindteck Singapore Pte. Limited, Singapore
  - f. Mindteck Canada Inc., Canada
  - g. Mindteck Germany GmbH, Germany
  - h. Chendle Holdings Ltd, BVI
  - i. Hitech Parking Solutions Private Limited
  - j. Mindteck Solutions Philippines Inc. (under closure)
  - k. Mindteck Netherlands BV, Netherlands (closed w.e.f. January 14, 2020)
  - l. Mindteck Employees Welfare Trust
- ii. are presented in accordance with the requirements of the Listing Regulations in this regard; and
- iii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net loss and other comprehensive income and other financial information of the Group for the quarter ended March 31, 2020 and for the year ended March 31, 2020.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

**Management's Responsibilities for the Consolidated Financial Results**

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the consolidated net loss and other comprehensive income and other financial information of the Group in accordance with the applicable accounting standards prescribed under section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in



## **S.R. BATLIBOI & ASSOCIATES LLP**

Chartered Accountants

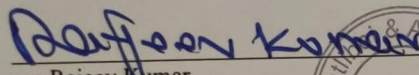
identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

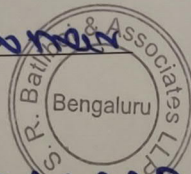
We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities Exchange Board of India under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

### **Other Matter**

The Statement includes the results for the quarter ended March 31, 2020 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2020 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

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

  
per Rajeev Kumar  
Partner  
Membership No.: 213803



UDIN: 20213803 AAAA305806

Place: Bengaluru  
Date: May 27, 2020





**Mindteck (India) Limited**

(CIN: L30007KA1991PLC039702)

AMR Tech Park, Block 1, 3rd Floor  
#664, 23/24, Hosur Road, Bommanahalli  
Bengaluru - 560068. India

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[www.mindteck.com](http://www.mindteck.com)

**May 27, 2020**

**TO WHOMSOEVER IT MAY CONCERN**

**Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

I, Ramachandra M S, Chief Financial Officer of Mindteck (India) Limited (CIN: L30007KA1991PLC039702) having its Registered Office at A. M. R. Tech Park Block -1, 3rd Floor, # 664, 23/24, Hosur Main Road, Bommanahalli, Bangalore -560068, India, hereby declare that, the Statutory Auditor of the Company, S.R. Batliboi & Associates LLP (Firm Registration Number: 101049W/E300004) have issued an Audit Report with unmodified opinion on Audited Financial Results of the Company (Standalone and Consolidated) for the quarter and year ended on March 31, 2020.

The above Declaration is given in compliance to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by the SEBI vide notification No. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016 and Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016.

Please take this declaration on your records.

Thanking you,

Yours Truly,

**For Mindteck (India) Limited**

**Ramachandra M S**  
Chief Financial Officer