

January 29, 2020

Listing Department The National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051 Trading Symbol: MPLSLTD Through: NEAPS	Corporate Relationship Department BSE Limited Phiroze JeeJeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 Scrip Code: 532440 Through: BSE Listing Centre
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Sub.: Outcome of the Board Meeting held today i.e. Wednesday, January 29, 2020

Dear Sir/ Madam,

Pursuant to the Regulation 30 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we hereby inform that the Board of Directors of the Company, at their meeting held on January 29, 2020, have *inter-alia*, approved and/or took note of the following:

1. This is to inform that Mr. Vijay Sood, an Independent Director of the Company vide his email dated January 25, 2020, addressed to the Chairman of the Company, has informed that he would like to resign from the directorship of the Company and its committee with immediate effect. Please find enclosed his resignation letter dated January 25, 2020 and his email dated January 27, 2020, stating reasons for his resignation and confirming that there is no other material reason. The Board of Directors and the Nomination and Remuneration Committee in its meeting held today, took note of his resignation.
2. This is to inform that Mr. Ambarish Raghuvanshi, an Independent Director of the Company vide his email dated January 27, 2020, addressed to the Chairman of the Company, has informed that he would like to resign from the directorship of the Company and its committee with immediate effect. Please find enclosed his resignation letter dated January 27, 2020 stating reasons for his resignation and confirming that there is no other material reason. The Board of Directors and the Nomination and Remuneration Committee in its meeting held today, took note of his resignation.
3. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors approved the appointment of Mr. Ajay Mankotia (DIN: 03123827), as an Additional Director designated as a Non - Executive and Independent Director of the Company, with effect from January 29, 2020, to hold office for a period of 2 years with effect from January 29, 2020, subject to the approval of the shareholders in the next Annual General Meeting of the Company. The brief profile of Mr. Ajay Mankotia is enclosed herewith.

Mr. Ajay Mankotia is not related to any of the existing Directors of the Company and is not debarred from holding the Office of Director by virtue of any order passed by SEBI or any other such authority.

4. Based on the recommendation of the Nomination and Remuneration Committee the Board of Directors approved the appointment of Dr. Piyush Kumar Rastogi (DIN: 02407908), as an Additional Director designated as a Non - Executive and Independent Director of the Company, with effect from January 29, 2020, to hold office for a period of 1 year with effect from January 29, 2020, subject to the approval of the shareholders in the next Annual General Meeting of the Company. The brief profile of Dr. Piyush Kumar Rastogi is enclosed herewith.

Dr. Piyush Kumar Rastogi is not related to any of the existing Directors of the Company and is not debarred from holding the Office of Director by virtue of any order passed by SEBI or any other such authority.

5. Pursuant to the above resignations and appointments, following Committees of the Board have been re-constituted in the meeting held today:
 - a. Nomination and Remuneration Committee has been re-constituted with an addition of Ms. Jayantika Dave as the Chairperson of the Committee and Ms. Achal Khanna as the Member of this Committee, along with Mr. Nishith Arora as the existing member of this Committee.
 - b. Audit Committee has been re-constituted with an addition of Mr. Ajay Mankotia as the Chairman of this Committee and Dr. Piyush Rastogi as Member of this Committee, along with Mr. Nishith Arora as the existing member of this Committee.
 - c. Stakeholders Relationship Committee has been re-constituted with an addition of Ms. Jayantika Dave as the Member of this Committee, along with Mr. Nishith Arora as the existing Chairman and Ms. Yamini Tandon as the existing Member of this Committee.
 - d. Corporate Social Responsibility Committee has been re-constituted with an addition of Ms. Jayantika Dave as the Member of this Committee along with Mr. Nishith Arora as the Chairman and Mr. Rahul Arora as the existing member of this Committee.
6. The Un-Audited Financial Results (Standalone and Consolidated) of the Company for the quarter and nine months ended December 31, 2019. The said Financial Results along with Limited Review Reports of the Statutory Auditors thereon and Investors' release on these Financials are enclosed herewith.

Please take the above information and enclosed documents on record.

Thanking you,

Yours Sincerely,
For **MPS Limited**

Sunit Malhotra
CFO & Company Secretary
Encl.: as above

25 January 2020

Mr Nishith Arora
Chairman
MPS Ltd
NOIDA

SUB: Resignation from the Board of Directors of the Company

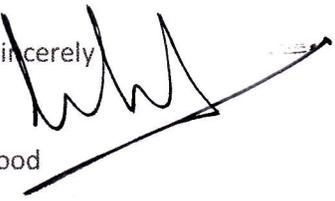
Dear Mr Arora

This is to advise that effective today I am resigning from the Board of Directors of the Company and its sub committees where I am a member.

I am also resigning from the Board of the subsidiary, MPS Interactive Systems Ltd and a separate letter is sent for that.

Please advise the Company Secretary/Compliance Officer to make the necessary filings with the regulatory authorities in this regard.

Yours sincerely


Vijay Sood

From: Vijay Sood [mailto:vjaysood@gmail.com]

Sent: 27 January 2020 13:11

To: Sunit Malhotra

Subject: Resignation from the Board of MPS Ltd - my letter dt 25 Jan 2020

Mr Sunit Malhotra
CFO & Company Secretary

Further to our telephonic conversation this morning, as required under LODR Para A of Part A of Schedule III (reference CI 30)

- i) I wish to advise that my resignation is consequent to the recent communication of the need to restructure the present composition of the Board.
- ii) There is no other material reason for my resignation.

Please ensure that necessary disclosures are done as per regulations.

Vijay Sood

Disclaimer: This e-mail and/or attachments are confidential and may also be legally privileged. If you are not the intended recipient, any disclosure, copying, distribution or action taken relying on the contents is strictly prohibited and may be unlawful. If you have received this communication in error, please notify the sender immediately by responding to this e-mail and deleting the contents of the e-mail & related attachments from your system. Though MPS Limited has taken reasonable steps to ensure no viruses are present in this e-mail, it cannot accept responsibility for any loss or damage arising from the use of this e-mail or attachments. No contracts may be concluded with MPS through e-mail communication. Please consider the environment before printing this e-mail.

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AMBARISH RAGHUVANSHI

E 112 Malcha Marg, Chanakyapuri

New Delhi 110 021

27 January 2020

To

Chairman

MPS Limited

Gurgaon

RESIGNATION FROM THE BOARD

This is to inform you that I wish to resign as an Independent Director with immediate effect.

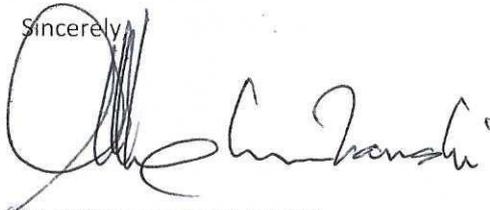
Due to personal reasons and competing priorities I will be unable to devote the necessary time to my position.

I wish to thank the entire MPS team for the help and support during my stint and wish the company and its management every success.

Please inform the concerned authorities of this development.

Best regards.

Sincerely,

A handwritten signature in black ink, appearing to read 'Ambarish Raghuvanshi', written over the word 'Sincerely,'.

AMBARISH RAGHUVANSHI

DIN 00233858

Brief Profile of Mr. Ajay Mankotia

Mr. Ajay Mankotia pursued BA in Economics (Honours) from St. Stephen's College, Delhi University followed by a Master's Degree in Economics from the Delhi School of Economics, Delhi University. He has a Diplôme D'études Supérieures Spécialisées (DESS) in Diplomacy and Administration of International Organizations from the University of Paris-XI, Paris, Diploma in International Economic Relations from Institut International d'Administration Publique (IIAP), Paris, and Bachelor's Degree in Law (LLB) from Law Centre, Delhi University.

Ajay, who joined the Indian Revenue Service in 1982, has worked at a wide variety of posts in the Income Tax Department - Assessments, Appeals, Administration, Central Board of Direct Taxes and Search & Seizure. During the course of his career he was also deputed as Chief Vigilance Officer of some public sector fertilizer companies and was deputed for foreign courses in Vigilance and Internal Affairs. When he was Commissioner of Income Tax, he decided to opt for Voluntary Retirement in 2008 after having spent 26 years as an IRS officer and joined a media company as President (Corporate Planning and Operations). He presently runs his own Tax and Legal Advisory.

Brief Profile of Dr. Piyush Rastogi

Dr. Piyush Rastogi is Senior Partner with Rastogi and Donald, a leading Chartered Accountants' firm with offices in New Delhi and Noida, UP that was established in 1986. The firm is registered with the Comptroller and Auditor General of India and leads public sector audits. The firm is on the panel of nationalized banks and financial institutions and leads statutory audits of banks and provides consultancy services to financial institutions. Additionally, the firm provides financial consultancy services to public and private limited companies. The firm has worked as Merchant Banker Category III, approved by the Securities and Exchange Board of India and have been assisting public issue of shares and bonds, helping them for approval of prospectus of the companies from ROC and and getting permission from SEBI for public issue.

Previously, Dr. Rastogi has been a Lecturer in Rohilkhand University teaching Audit, Financial Accounting, Corporate Law, and Financial Management and continues his teaching passion as a Visiting Professor at Ishan Institute of Management in Greater Noida, Uttar Pradesh.

Dr. Rastogi is a Fellow Member of Institute of Chartered Accountants of India and holds a Doctorate Degree in Commerce (Banking) from Rohilkhand University. Piyush also completed his LLB and his Masters in Commerce from the same University, while he completed his Bachelor's Degree in Commerce from Agra University.

B S R & Co. LLP

Chartered Accountants

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DLF Cyber City, Phase - II
Gurugram - 122 002, India

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To
Board of Directors of **MPS Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of MPS Limited ("the Company") for the quarter ended 31 December 2019 and the year-to-date results for the period from 01 April 2019 to 31 December 2019 ("the Statement").
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "*Interim Financial Reporting*" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. 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.
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 applicable accounting standards 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 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S R & Co. LLP
Chartered Accountants

ICAI Firm's Registration Number: 101248W/W-100022



Shashank Agarwal

Place: Gurugram
Date: 29 January 2020

Partner
Membership No. 095109
UDIN: 20095109AAAAA19750

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2019
(INR in lacs, except per equity share data)

SI No	Particulars	Three months ended	Preceding three months ended	Corresponding three months ended in previous year	Year to date figures for nine months in current period ended	Year to date figures for nine months in previous period ended	Previous year ended
		31-Dec-2019 (Un-Audited)	30-Sep-2019 (Un-Audited)	31-Dec-2018 (Un-Audited)	31-Dec-2019 (Un-Audited)	31-Dec-2018 (Un-Audited)	31-Mar-2019 (Audited)
I	Revenue from operations (net)	4,467	5,102	5,608	14,247	17,238	22,396
II	Other income	292	660	556	1,415	1,407	2,602
III	Total income (I+II)	4,759	5,762	6,164	15,662	18,645	24,998
IV	Expenses						
	Employee benefit expense	2,236	2,193	2,150	6,670	6,468	8,620
	Finance cost	34	33	1	101	5	19
	Depreciation and amortization expense	186	188	181	565	514	646
	Other expenses	1,010	987	1,235	2,920	3,869	5,127
	Total expenses	3,466	3,401	3,567	10,256	10,856	14,412
V	Profit before exceptional items (III-IV)	1,293	2,361	2,597	5,406	7,789	10,586
VI	Exceptional items	-	-	-	-	-	-
VII	Profit before tax (V-VI)	1,293	2,361	2,597	5,406	7,789	10,586
VIII	Tax expenses						
	Current tax	629	483	523	1,688	2,052	2,971
	Adjustment of tax relating to earlier years	2	21	31	23	31	6
	Deferred tax charge	(295)	(7)	236	(363)	199	135
	Total tax expense	336	497	790	1,348	2,282	3,112
IX	Profit for the period (VII-VIII)	957	1,864	1,807	4,058	5,507	7,474
X	Other comprehensive income						
	Items that will not be reclassified to profit or loss						
	Remeasurement of the net defined benefit liability/asset	8	(3)	(23)	(9)	(12)	(14)
	Income tax relating to items that will not be reclassified to profit or loss	(2)	-	6	2	3	4
	Total other comprehensive income	6	(3)	(17)	(7)	(9)	(10)
XI	Total comprehensive income for the period (IX+X)	963	1,861	1,790	4,051	5,498	7,464
XII	Paid-up equity share capital (Face Value - INR 10 per Equity Share)	1,862	1,862	1,862	1,862	1,862	1,862
XIII	Earnings per equity share (nominal value of share INR 10)						
	Basic and Diluted	5.14	10.01	9.70	21.79	29.58	40.14

NOTES:

- 1 These results have been prepared in accordance with the Ind AS notified under the Companies (Indian Accounting Standards) Rules 2015. These results have been reviewed by the Audit Committee and upon their recommendation, approved by the Board of Directors at their meeting held on 29 January 2020. The Statutory auditors of the Company have carried out limited review of the financial results for the quarter and nine months ended 31 December 2019 and an unmodified report has been issued. The same has been filed with Stock Exchanges and is also available on the Company's website at www.mpslimited.com.
- 2 **Segment Reporting**
- (a) Based on the "management approach" as defined in Ind AS108 Operating Segments, the Chief Operating Decision Maker ('CODM') evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along with these business segments. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments.

(INR in lacs)

Sl No	Particulars	Three months ended	Preceding three months ended	Corresponding three months ended in previous year	Year to date figures for nine months in current period ended	Year to date figures for nine months in previous period ended	Previous year ended
		31-Dec-2019	30-Sep-2019	31-Dec-2018	31-Dec-2019	31-Dec-2018	31-Mar-2019
		(Un-Audited)	(Un-Audited)	(Un-Audited)	(Un-Audited)	(Un-Audited)	(Audited)
I	Segment revenue						
	Content solutions	3,664	4,220	4,534	11,710	14,051	18,439
	Platform solutions	803	882	1,074	2,537	3,187	3,957
	Total revenue from operations	4,467	5,102	5,608	14,247	17,238	22,396
II	Segment results (profit before tax, exceptional items and interest from each segment)						
	Content solutions	1,167	1,825	1,798	4,359	6,370	8,119
	Platform solutions	403	507	697	1,376	1,994	2,406
	Total	1,570	2,332	2,495	5,735	8,364	10,525
	Less: Finance cost	34	33	1	101	5	19
	Less: Un-allocable expenditure (net of un-allocable income)	243	(62)	(103)	228	570	(80)
	Profit before tax	1,293	2,361	2,597	5,406	7,789	10,586

- (b) Assets and liabilities used in the Company's business are not identified to any of the reportable segments, as these are used interchangeably between segments and the management believes that it is not practicable to provide segment disclosures relating to total assets and liabilities.
- 3 Effective 1 April 2019, the Company adopted Ind AS 116 "Leases", applied to all lease contracts existing on 1 April 2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application. Accordingly, comparatives for the year ended 31 March 2019 have not been retrospectively adjusted. On transition, the adoption of the new standard resulted in recognition of Right-of-Use asset (ROU) of INR 1,077 Lacs and a lease liability of INR 1,365 Lacs. The cumulative effect of applying the standard resulted in INR 205 Lacs being debited to retained earnings, net of taxes. The effect of this adoption is not material on the profit for the period and year to date and earnings per share.
- 4 The Board of Directors, in their meeting held on 30 October 2019 had approved a special interim dividend of INR 50 per equity share (face value of INR 10 per share) for the financial year 2019-20. This was paid during the quarter ended 31 December 2019.

By Order of the Board of Directors

Rahul Arora

Place: Gurugram

Dated: 29 January 2020

Managing Director

B S R & Co. LLP

Chartered Accountants

Building No. 10, 8th Floor, Tower-B
DLF Cyber City, Phase - II
Gurugram - 122 002, India

Telephone: +91 124 719 1000
Fax: +91 124 235 8613

To
Board of Directors of **MPS Limited**

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of MPS Limited (“the Parent”) and its subsidiaries (the Parent and its subsidiaries collectively referred to as ‘the Group’), for the quarter ended 31 December 2019 and the year-to-date results for the period from 1 April 2019 to 31 December 2019 (“the Statement”), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (‘Listing Regulations’).
2. This Statement, which is the responsibility of the Parent’s management and approved by the Parent’s Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “*Interim Financial Reporting*” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 “*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*”, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:
 - MPS Limited
 - MPS Interactive Systems Limited
 - MPS North America LLC
 - TOPSIM GmbH
 - MPS Europa AG
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

1

6. We did not review the financial information of 2 subsidiaries included in the Statement, whose financial information, reflect total revenues of Rs. 777.88 lacs and Rs. 2,364.28 lacs, total net profit after tax of Rs. 2.35 lacs and Rs. 59.84 lacs and total comprehensive income of Rs. 46.48 lacs and Rs 124.07 lacs for the quarter ended 31 December 2019 and for the period from 01 April 2019 to 31 December 2019, respectively, as considered in the consolidated unaudited financial results. These interim financial information have been reviewed by other auditors whose reports have been furnished to us by the management, and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of the above matters.

For B S R & Co. LLP
Chartered Accountants
(ICAI Firm's Registration Number: 1010248W/W-100022)



Shashank Agarwal

Place: Gurugram
Date: 29 January 2020

Partner
Membership Number. 095109
UDIN: 20095109AAAAAJ5864

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2019

(INR in lacs, except per equity share data)

SI No	Particulars	Three months ended	Preceding three months ended	Corresponding three months ended in previous year	Year to date figures for nine months in current period ended	Year to date figures for nine months in previous period ended	Previous year ended
		31-Dec-2019 (Un-Audited)	30-Sep-2019 (Un-Audited)	31-Dec-2018 (Un-Audited)	31-Dec-2019 (Un-Audited)	31-Dec-2018 (Un-Audited)	31-Mar-2019 (Audited)
I	Revenue from operations (net)	8,366	8,820	9,953	25,549	27,225	36,254
II	Other income	343	644	512	1,555	1,311	2,526
III	Total income (I+II)	8,709	9,464	10,465	27,104	28,536	38,780
IV	Expenses						
	Employee benefit expense	4,055	4,078	4,481	12,410	12,340	16,446
	Finance cost	52	53	1	158	5	19
	Depreciation and amortization expense	392	385	319	1,162	836	1,107
	Other expenses	2,450	2,090	2,923	6,589	7,827	10,473
	Total expenses	6,949	6,606	7,724	20,319	21,008	28,045
V	Profit before exceptional items (III-IV)	1,760	2,858	2,741	6,785	7,528	10,735
VI	Exceptional items	-	-	-	-	-	-
VII	Profit before tax (V-VI)	1,760	2,858	2,741	6,785	7,528	10,735
VIII	Tax expenses						
	Current tax	633	550	514	1,783	2,083	3,052
	Adjustment of tax relating to earlier years	15	21	31	36	31	36
	Deferred tax charge	(183)	77	248	(77)	71	44
	Total tax expense	465	648	793	1,742	2,185	3,132
IX	Profit for the period (VII-VIII)	1,295	2,210	1,948	5,043	5,343	7,603
X	Other comprehensive income						
	Items that will not be reclassified to profit or loss						
	Remeasurement of the net defined benefit liability/asset	19	(43)	(47)	(32)	83	89
	Income tax relating to items that will not be reclassified to profit or loss	(5)	11	15	8	(28)	(28)
	Items that will be reclassified subsequently to profit or loss						
	Exchange differences on translation of foreign operations	84	152	(229)	241	360	277
	Total other comprehensive income	98	120	(261)	217	415	338
XI	Total comprehensive income for the period (IX+X)	1,393	2,330	1,687	5,260	5,758	7,941
XII	Paid-up equity share capital (Face Value - INR 10 per Equity Share)	1,862	1,862	1,862	1,862	1,862	1,862
XIII	Earnings per equity share (nominal value of share INR 10)						
	Basic and Diluted	6.95	11.87	10.46	27.08	28.69	40.83

NOTES:

1 These results have been prepared in accordance with the Ind AS notified under the Companies (Indian Accounting Standards) Rules 2015. These results have been reviewed by the Audit Committee and upon their recommendation, approved by the Board of Directors at their meeting held on 29 January 2020. The Statutory auditors of the Company have carried out limited review of the financial results for the quarter and nine months ended 31 December 2019 and an unmodified report has been issued. The same has been filed with Stock Exchanges and is also available on the Company's website at www.mpslimited.com.

2 Segment Reporting

(a) Based on the "management approach" as defined in Ind AS108 Operating Segments, the Chief Operating Decision Maker ("CODM") evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along with these business segments. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments.

(INR in lacs)

Sl No	Particulars	Three months ended	Preceding three months ended	Corresponding three months ended in previous year	Year to date figures for nine months in current period ended	Year to date figures for nine months in previous period ended	Previous year ended
		31-Dec-2019	30-Sep-2019	31-Dec-2018	31-Dec-2019	31-Dec-2018	31-Mar-2019
		(Un-Audited)	(Un-Audited)	(Un-Audited)	(Un-Audited)	(Un-Audited)	(Audited)
i	Segment revenue						
	Content solutions	5,033	5,449	5,977	15,482	17,363	23,283
	eLearning solutions	2,037	1,917	2,099	5,850	5,117	6,996
	Platform solutions	1,296	1,454	1,877	4,217	4,745	5,975
	Total revenue from operations	8,366	8,820	9,953	25,549	27,225	36,254
ii	Segment results (profit before tax, exceptional items and interest from each segment)						
	Content solutions	1,336	2,026	2,016	4,816	6,497	8,626
	eLearning solutions	288	247	(104)	733	(349)	(276)
	Platform solutions	388	609	766	1,510	2,046	2,260
	Total	2,012	2,882	2,678	7,059	8,194	10,610
	Less: Finance cost	52	53	1	158	5	19
	Less: Un-allocable expenditure (net of un-allocable income)	200	(29)	(64)	116	661	(144)
	Profit before tax	1,760	2,858	2,741	6,785	7,528	10,735

(b) Assets and liabilities used in the Group's business are not identified to any of the reportable segments, as these are used interchangeably between segments and the management believes that it is not practicable to provide segment disclosures relating to total assets and liabilities.

3 Effective 1 April 2019, the Group adopted Ind AS 116 "Leases", applied to all lease contracts existing on 1 April 2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application. Accordingly, comparatives for the year ended 31 March 2019 have not been retrospectively adjusted. On transition, the adoption of the new standard resulted in recognition of Right-of-Use asset (ROU) of INR 2,002 Lacs and a lease liability of INR 2,319 Lacs. The cumulative effect of applying the standard resulted in INR 225 Lacs being debited to retained earnings, net of taxes. The effect of this adoption is not material on the profit for the period and year to date and earnings per share.

4 The Board of Directors, in their meeting held on 30 October 2019 had approved a special interim dividend of INR 50 per equity share (face value of INR 10 per share) for the financial year 2019-20. This was paid during the quarter ended 31 December 2019.

5 The Standalone results of the Company are available on the Company's website www.mpslimited.com. The key standalone financial information of the Company is given below:

(INR in lacs)

Particulars	Three months ended	Preceding three months ended	Corresponding three months ended in previous year	Year to date figures for nine months in current period ended	Year to date figures for nine months in previous period ended	Previous year ended
	31-Dec-2019	30-Sep-2019	31-Dec-2018	31-Dec-2019	31-Dec-2018	31-Mar-2019
	(Un-Audited)	(Un-Audited)	(Un-Audited)	(Un-Audited)	(Un-Audited)	(Audited)
Revenue from operations	4,467	5,102	5,608	14,247	17,238	22,396
Profit before tax	1,293	2,361	2,597	5,406	7,789	10,586
Tax expense	336	497	790	1,348	2,282	3,112
Profit for the period	957	1,864	1,807	4,058	5,507	7,474
Other comprehensive income, net of income tax	6	(3)	(17)	(7)	(9)	(10)
Total comprehensive income for the period	963	1,861	1,790	4,051	5,498	7,464

By Order of the Board of Directors

Rahul Arora

Place: Gurugram

Dated: 29 January 2020

Managing Director



MPS

Financial Performance
Q3 FY'20

Financial Summary

Metrics		FY20 Q3	FY19 Q3	Y-o-Y	FY20 YTD	FY19 YTD	Y-o-Y
Revenue	FX Gain/Loss adjusted revenue (INR Lacs)	8,377	10,033	-16.5%	25,686	27,125	-5.3%
	Reported Revenue (INR Lacs)	8,366	9,953	-15.9%	25,549	27,225	-6.2%
Profit	EBITDA on Fx adjusted revenue (INR Lacs)	1,874	2,548	-26.5%	6,671	7,085	-5.8%
	PBT (INR Lacs)	1,760	2,741	-35.8%	6,785	7,528	-9.9%
	PAT (INR Lacs)	1,295	1,948	-33.5%	5,043	5,343	-5.6%
Margin	EBITDA (%)	22.4%	25.4%		26.0%	26.1%	
	PBT (%)	21.0%	27.3%		26.4%	27.8%	
	PAT (%)	15.5%	19.4%		19.6%	19.7%	
Headcount	At the end of each reporting period in Nos.	2,469	2,643		2,469	2,643	
EPS	Basic and Diluted EPS (INR)	6.95	10.46		27.08	28.69	

Analysis (FX Gain/Loss Adjusted Revenue)

- Profit and Margins are on FX Gain/Loss adjusted revenue.

Financial Summary – Business Segments

Metrics		FY20 Q3			FY19 Q3			FY20 YTD			FY19 YTD		
		Content Solutions	Platform Solutions	eLearning									
Revenue	FX Gain/Loss adjusted revenue (INR Lacs)	5046	1298	2033	6068	1894	2071	15585	4235	5866	17286	4725	5114
	Reported Revenue (INR Lacs)	5033	1296	2037	5977	1877	2099	15482	4217	5850	17363	4745	5117
Profit	EBITDA (INR Lacs)	1174	284	416	2005	491	52	4376	1105	1190	5731	1378	-23
	PBT (INR Lacs)	1202	261	297	2333	535	-128	4850	1124	811	6442	1479	-393
	PAT (INR Lacs)	897	176	221	1631	385	-68	3635	809	599	4608	1069	-333
Margin	EBITDA (%)	23.3%	21.9%	20.5%	33.0%	25.9%	2.5%	28.1%	26.1%	20.3%	33.2%	29.2%	-0.4%
	PBT (%)	23.8%	20.1%	14.6%	38.4%	28.3%	-6.2%	31.1%	26.5%	13.8%	37.3%	31.3%	-7.7%
	PAT (%)	17.8%	13.6%	10.9%	26.9%	20.3%	-3.3%	23.3%	19.1%	10.2%	26.7%	22.6%	-6.5%
Headcount	At the end of each reporting period in Nos.	2048	170	251	2227	165	251	2048	170	251	2227	165	251

Analysis (FX Gain/Loss Adjusted Revenue)

- Platform Solutions includes TOPSIM GmbH.
- eLearning includes MPS Interactive Systems and MPS EUROPA.
- Profit and Margins are on FX Gain/Loss adjusted revenue.

Other Updates

Cash and Cash equivalents

- Total Cash and Cash equivalents (including investment in Mutual funds) as on 31-Dec-2019 is INR 169 Crores and INR 289 Crores as on 31-Mar-19; Zero debt

CSR Update

- Total Spending for Q3 FY'20 INR 44 Lacs.

IIMPACT

- Area Covered: Girls Education
- Project Name: MPS Limited Girls Education Project
- Total Learning Centres being Supported: 100

Vedanta Cultural Foundation

- Area Covered: Promoting education, including special education and employment enhancing vocation skills, especially among children, women, elderly and the differently abled and livelihood enhancement projects.

Computer Education

- Imparting free computer education to under privileged students.

SAMBANDH

- Area Covered: MENTAL HEALTH
- Pilot Project at Gurgaon

Key Business Metrics

Core Business (does not include eLearning Solutions and TOPSIM)

Metrics		FY20 Q3	FY19 Q3	FY20 YTD	FY19 YTD
Currency Contribution (%)	USD	87%	83%	84%	83%
	GBP	10%	14%	12%	14%
	EURO	2%	2%	2%	2%
	Others	1%	1%	2%	1%
Geographic Concentration	North America	69%	57%	58%	54%
	UK/Europe	27%	41%	39%	43%
	Rest of the World	4%	2%	3%	3%
Debtors	DSO	63	63	62	64
Client Concentration	Client Billed	283	320	338	417
	Top 5 contribution	65%	54%	59%	55%
	Top 10 contribution	79%	72%	76%	72%
	Top 15 contribution	86%	81%	83%	80%

Key Business Metrics

Consolidated

Metrics		FY20 Q3	FY19 Q3	FY20 YTD	FY19 YTD
Currency Contribution (%)	USD	75%	71%	73%	72%
	GBP	7%	11%	9%	11%
	EURO	7%	8%	7%	6%
	CHF	4%	3%	3%	2%
	AED	0%	0%	0%	1%
	INR	2%	4%	4%	6%
	Others	5%	3%	4%	2%
Geographic Concentration	North America	64%	56%	56%	53%
	UK/Europe	29%	38%	37%	38%
	Rest of the World	7%	6%	7%	9%
Debtors	DSO	67	73	66	75
Client Concentration	Client Billed	550	581	829	796
	Top 5 contribution	45%	40%	42%	44%
	Top 10 contribution	59%	54%	56%	59%
	Top 15 contribution	68%	64%	66%	67%

Disclaimer

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 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 realized, 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 materialize 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 representations as to their accuracy or that we necessarily subscribe to those findings. Figures for previous periods / year have been regrouped, wherever necessary.



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Thank You