Quess Corp Limited

Registered Office: Quess House, 3/3/2, Bellandur Gate, Sarjapur Road, Bengaluru 560 103; CIN No. U74140KA2007PLC043909

(Rupees in lakhs except per share data)

Part 1 Statement of unaudited consolidated financial results for the quarter and six months ended 30 September 2016

| | Particulars | Consolidated | | | | | |
|---------|---|-------------------------|---|-------------------------|-------------------------|-------------------------|--|
| SI. No. | | Quarter ended | | | Six months ended | | |
| | | 30 September 2016 | 30 June 2016 | 30 September 2015 | 30 September 2016 | 30 September 2015 | |
| 1 | Income from operations | Unaudited | Unaudited | Unaudited | Unaudited | Unaudited | |
| 1 | a) Sale of services b) Other operating income | 101,770.36 | 99,095.98 | 80,186.04 | 200,866.34 | 153,211.09 | |
| | Total Income from operations (a + b) | 101,770.36 | 99,095,98 | 80,186,04 | 200,866.34 | 153,211.09 | |
| 2 | Expenses | | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | 00,100,00 | 200,000,00 | 100,211105 | |
| 2 | a) Cost of material and stores and spare parts consumed | 1.941.25 | 1.243.48 | 1,264,31 | 3,184,73 | 2.333.97 | |
| | b) Employee benefit expenses | 87.142.45 | 85,454,82 | 70.174.31 | 172,597,27 | 136.023.01 | |
| | c) Depreciation and amortisation expense | 691.31 | 600.23 | 342.02 | 1,291.54 | 540,24 | |
| | d) Other expenses | 7.171.97 | 7,122.81 | 4,952.44 | 14,294.78 | 7,753.81 | |
| | Total Expenses (a + b + c + d) | 96,946.98 | 94,421.34 | 76,733.08 | 191,368.32 | 146,651.03 | |
| 3 | Profit from operations before other income, finance costs and exceptional items (1 - 2) | 4,823.38 | 4,674.64 | 3,452.96 | 9,498.02 | 6,560.06 | |
| 4 | Other income | 567.35 | 69.72 | 226.12 | 637.07 | 433.38 | |
| | Profit from ordinary activities before finance costs and exceptional items (3 + 4) | 5,390.73 | 4,744.36 | 3,679.08 | 10,135.09 | 6,993.44 | |
| 6 | Finance expenses | 983.84 | 920.75 | 802.01 | 1,904.59 | 1,277.23 | |
| 7 | Profit from ordinary activities after finance costs but before exceptional items (5 - 6) | 4,406.89 | 3,823.61 | 2,877.07 | 8,230.50 | 5,716.21 | |
| 8 | Exceptional Items | | - | - | * | | |
| 9 | Profit from ordinary activities before tax (7 + 8) | 4,406.89 | 3,823.61 | 2,877.07 | 8,230.50 | 5,716.21 | |
| 10 | Tax expense, net | 1,394.72 | 1,354.17 | 1,061.53 | 2,748.89 | 2,098.84 | |
| 11 | Net Profit from ordinary activities after tax (9 - 10) | 3,012.17 | 2,469.44 | 1,815.54 | 5,481.61 | 3,617.37 | |
| 12 | Extraordinary items (net of tax expense) | - 8 | - | 100 | (20) | 1.00 | |
| 13 | Net Profit for the period (11 - 12) | 3,012.17 | 2,469.44 | 1,815.54 | 5,481.61 | 3,617.37 | |
| 14 | Other comprehensive income (net of tax) | (130.31) | (78.37) | 26.16 | (208.68) | 30.98 | |
| 15 | Total comprehensive income | 2,881.86 | 2,391.07 | 1,841.70 | 5,272.93 | 3,648.35 | |
| | Paid-up equity share capital (Face value of Rs. 10 per share) | 12,595.34 | 11,333.51 | 2,577.38 | 12,595.34 | 2,577.38 | |
| 17 | Earning Per Share (EPS) (not annualised) (a) Basic (Rs) | 2.42 | 2.18 | 1.64 | 4.61 | 3.27 | |
| | (b) Diluted (Rs) | 2.37 | 2.13 | 1.63 | 4.51 | 3.24. | |

See accompanying notes to the financial results

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Quess Corp Limited

Registered Office: Quess House, 3/3/2, Bellandur Gate, Sarjapur Road, Bengaluru 560 103; CIN No. U74140KA2007PLC043909

(Rupees in lakhs except per share data)

Statement of consolidated segment wise revenue, results, assets and liabilities for the quarter and six months ended 30 September 2016

| | | | Consolidated | | | | |
|---------|-----------------------------------|-------------------------|---------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|--|
| SI. No. | | , and a second | Quarter ended | | | Six months ended | |
| | | 30 September 2016 | 30 June 2016 Unaudited | 30 September 2015 Unaudited | 30 September 2016 Unaudited | 30 September 2015 Unaudited | |
| | | Unaudited | | | | | |
| 1 | Segment revenue | 827 5557755 | | 125000000 | 2.52225312.0 | | |
| | a) People and services | 58.310.86 | 56,715.78 | 45,051.95 | 115,026.64 | 83,199.34 | |
| | b) Global technology solutions | 27,789.45 | 27,469.30 | 21,815.00 | 55,258.75 | 43,775.91 | |
| | c) Integrated facility management | 9,948.64 | 9,612.94 | 9,008.16 | 19,561.58 | 17,676.81 | |
| | d) Industrial asset management | 5,721.41 | 5,297.96 | 4,310.93 | 11,019.37 | 8,559.03 | |
| | Total Income from operations | 101,770.36 | 99,095.98 | 80,186.04 | 200,866.34 | 153,211.09 | |
| 2 | Segment results | | | | | | |
| | a) People and services | 2.615.32 | 2,508.09 | 1.947.48 | 5.123.41 | 3.418.13 | |
| | b) Global technology solutions | 1.968.06 | 1,956.58 | 1.335.82 | 3,924.64 | 2.919.76 | |
| | c) Integrated facility management | 498.40 | 350.36 | 412.00 | 848.76 | 717.64 | |
| | d) Industrial asset management | 563.23 | 550.89 | 209.57 | 1.114.12 | 643.10 | |
| | e) Unallocated | (821.63) | (691.28) | (451.91) | (1.512.91) | (1.138.57) | |
| | Total | 4,823.38 | 4,674.64 | 3,452.96 | 9,498.02 | 6,560.06 | |
| | Less: (i) Finance costs | 983.84 | 920.75 | 802.01 | 1,904.59 | 1,277.23 | |
| | Add: (i) Other income | 567.35 | 69.72 | 226.12 | 637.07 | 433.38 | |
| | Total profit before tax | 4,406.89 | 3,823.61 | 2,877.07 | 8,230.50 | 5,716.21 | |
| 3 | Segment assets | | | | | | |
| | a) People and services | 38.399.30 | 39,079.84 | 31.021.15 | 38.399.30 | 31,021.15 | |
| | b) Global technology solutions | 48,989.37 | 50,960.69 | 44,233.67 | 48,989.37 | 44,233.67 | |
| | c) Integrated facility management | 16.510.49 | 14.062.03 | 10,399.85 | 16,510,49 | 10.399.85 | |
| | d) Industrial asset management | 12,495.40 | 11,693.53 | 9.203.11 | 12,495.40 | 9,203.11 | |
| | e) Unallocated | 67,042.66 | 25,286.18 | 13.321.20 | 67,042.66 | 13,321.20 | |
| | Total | 183,437.22 | 141,082.27 | 108,178.98 | 183,437.22 | 108,178.98 | |
| 4 | Segment liabilities | | | | | | |
| | a) People and services | 28,866.15 | 16,899.11 | 14.800.34 | 28.866.15 | 14.800.34 | |
| | b) Global technology solutions | 9,900.20 | 16.469.82 | 13.322.85 | 9,900.20 | 13,322.85 | |
| | c) Integrated facility management | 6,015.61 | 5,680.56 | 5,144.00 | 6.015.61 | 5.144.00 | |
| | d) Industrial asset management | 2.196.33 | 3.775.38 | 3.039.96 | 2.196.33 | 3.039.96 | |
| | e) Unallocated | 56.859.03 | 58.121.54 | 40,201.88 | 56.859.03 | 40,201.88 | |
| | Total | 103,837.32 | 100,946.41 | 76,509.03 | 103,837.32 | 76,509.03 | |

See accompanying notes to the financial results



Quess Corp Limited

Registered Office: Quess House, 3/3/2. Bellandur Gate, Sarjapur Road, Bengaluru 560 103; Consolidated statement of Assets and Liabilities

(Rupees in lakhs except per share data)

| rticula | ars | As at 30 September 2016 | |
|---------|--|----------------------------|--|
| | | Unaudited | |
| Α | ASSETS | | |
| 1 | Non-current assets | | |
| | a) Property, Plant and Equipment | 4.195.8 | |
| | b) Capital work-in-progress | 108.3 | |
| | c) Goodwill | 20,361.3 | |
| | d) Other Intangible assets | 811.5 | |
| | e) Financial assets | | |
| | i) Investments | 365.5 | |
| | ii) Other financial asset | 1,514.7 | |
| | f) Deferred tax assets(net) | 4,883.8 | |
| | g) Other non-current assets | 1,006.4 | |
| | h) Income tax assets (net) | 9.164.6 | |
| | | 42,412.3 | |
| 2 | Current assets | | |
| | a) Inventories | 553.2 | |
| | b) Financial assets | | |
| | i) Investments | 9,595.5 | |
| | ii) Trade receivables | 43,364.3 | |
| | iii) Cash and cash equivalents | 16,152.4 | |
| | iv) Bank balances other than above | 24,114.2 | |
| | v) Loans | 1,130.39 | |
| | c) Other financial assets | 616.5 | |
| | d) Other current assets | 45,498.1 | |
| | | 141,024.8 | |
| | Total Assets | 183,437.2 | |
| В | EQUITY AND LIABILITIES | | |
| 1 | Equity | | |
| | a) Equity share capital | 12,595.3 | |
| | b) Share application money pending allotment (options exercised) * | 79.5 | |
| | c) Other equity | 66,925.0 | |
| | 20 17 71 | 79,599.9 | |
| 2 | Non-current liabilities | | |
| | a) Financial liabilities | | |
| | i) Borrowings | 3,249.1 | |
| | ii) Other financial liabilities | 2,968.8 | |
| | b) Provisions | 2,247.53 | |
| | | 8,465.5 | |
| 3 | Current liabilities | | |
| | a) Financial liabilities | | |
| | i) Borrowings | 36,747.7 | |
| | ii) Trade payables | 3,164.4 | |
| | iii) Other financial liabilities | 46,706.1 | |
| | b) Other current liabilities | 6,705.0 | |
| | c) Provisions | 2,048.3 | |
| | | 95,371.8 | |
| | Total Equity and Liabilities | 183,437.2 | |

* Alloted on October 17, 2016.

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Notes:

- 1 The above results of Quess Corp Limited ("the Company") and its subsidiaries (collectively known as 'group') are prepared in accordance with requirement of the Indian Accounting Standard 110 "Consolidated Financial Statement" prescribed by Companies (Accounting Standard) Rules, 2006 (as amended). The consolidated figures above include figures of subsidiaries including step subsidiaries companies namely Coachieve Solutions Private Limited, MFX Infotech Private Limited, Aravon Services Private Limited, Quess (Philippines) Corp. Quess Corp (USA) Inc., Quesscorp Holdings Pte. Ltd. Ikya Business Services (Private) Limited, Mindwire Systems Ltd., Canada, Brainhunter Companies Canada Inc., Brainhunter Companies LLC, Brainhunter Systems Ltd., Canada, MFXchange Holdings Inc., MFXchange (Ireland) Limited, MFXchange US Inc., Quessglobal (Malaysia) SDN.BHD and Randstad Lanka Private Limited.
- 2 The Statement of unaudited consolidated financial results ('the Statement') of the group for the quarter and six months ended 30 September 2016 has been reviewed by the Audit Committee and thereafter approved by the Board of Directors in their meeting held on 19 October 2016.
- 3 The figures for the quarter ended 30 September 2016 was subjected to 'Limited Review' by Statutory Auditors of the Company. The review report of the Statutory Auditors is being filed with Bombay Stock Exchange and National Stock Exchange and is also available on the Company's website www.quesscorp.com.
- 4 During the three month period ended 30 September 2016, the Company has completed the Initial Public Offering (IPO) and raised a total capital of Rs 40,000 lakhs by issuing 12,618,297 equity shares of Rs 10 each at a premium of Rs 307 per equity share. The equity shares of the Company got listed on NSE and BSE effective from 12 July 2016. The proceeds from IPO is Rs 37,038.47 lakhs (net of estimated issue expenses).

Details of utilisation of IPO proceeds are as follows:

(Rupees in lakhs)

| Particulars | Objects of the issue as per the prospectus | Utilised amount upto 30 September 2016 | Unutilised amount as on 30 September 2016 |
|---|--|---|---|
| Repayment of debt | 5,000.00 | 5,000.00 | |
| Capital expenditure requirement of the Company and its subsidiary i.e., MFX US | 7,171.70 | • | 7,171.70 |
| Funding incremental working capital requirement | 15,790.10 | 9,500.00 | 6,290.10 |
| Acquisitions and strategic initiatives | 8,000.00 | - | 8,000.00 |
| General corporate purpose | 1,076.67 | | 1.076.67 |
| Total | 37,038.47 | 14,500.00 | 22,538.47 |

Unutilised amounts of the issue as at 30 September 2016 have been temporarily deployed in fixed deposit with banks which is in accordance with objects of the issue.

Expenses incurred by the Company estimated at Rs 2,961.53 lakhs, in connection with IPO have been adjusted towards the securties premium in accordance with Section 52 of the Companies Act, 2013.

5 These financial results have been prepared in accordance with Indian Accounting Standard ('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 and SEBI Circular dated 5 July 2016. The Company has opted to avail the relaxation provided by SEBI in respect of disclosure requirements for corresponding figures of earlier periods. Accordingly the figures for the year ended 31 March 2016 have not been presented and the same has not been reviewed/audited. Further, figures for the quarter and six months ended 30 September 2015 was neither subjected to limited review nor subjected to audit and are as prepared by the Management. The reserves (excluding revaluation reserve) as per the latest audited balance sheet i.e. 31 March 2016 not being mandatory has not been presented. The Company has also prepared a reconciliation of the net profit of the corresponding period under the previously applicable Generally Accepted Accounting Principles ('previous GAAP') with the total comprehensive income as reported in these financial results under Ind AS. The net profit reconciliation for the quarter and six months ended 30 September 2015 is presented below:

(Rupees in lakhs)

| Net Profit reconciliation - Consolidated | 6 months ended 30 September 2015 | 3 months ended 30 September 2015 |
|---|-------------------------------------|-------------------------------------|
| Profit after tax (PAT) as per previous GAAP | 3,658.19 | 1,826.11 |
| Employee benefit expenses (actuarial gain) | (46.76) | (39.38) |
| Other adjustments | 5.94 | 28.81 |
| PAT as per Ind AS [A] | 3,617.37 | 1,815.54 |
| Other comprehensive income (OCI) | | |
| Actuarial gain / (losses) of defined benefit obligation - Gratuity (net of tax) | 30.98 | 26.16 |
| Sub-total [B] | 30.98 | 26.16 |
| Total Comprehensive Income A+B | 3,648.35 | 1,841.70 |

6 Pursuant to the provisions of Listing Agreement, the Management has decided to publish unaudited consolidated financial results in the newspapers. However, the unaudited standalone financial results of the Company will be made available on the Company's website www.quesscorp.com and also on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com).





Passed on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Group performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments viz. People and Services. Global Technology Solutions, Integrated Facility Management and Industrial Asset Management. The accounting principles used in the preparation of these financial results are consistently applied to record revenue and expenditure in individual segments.

for and on behalf of Board of Directors of

Quess Corp Limited

Ajir Isaac

Chuirman & Managing Director & CEO

Place: Bangalore Date: 19 October 2016

