

Walker Chandiook & Co LLP

Walker Chandiook & Co LLP
(Formerly Walker, Chandiook & Co)
5th Floor, No. 65/2, Block "A",
Bagmane Tridib, Bagmane Tech Park
C V Raman Nagar, Bengaluru 560093
India

T +91 80 4243 0700
F +91 80 4126 1228

Independent Auditor's Report on Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors of AXISCADES Engineering Technologies Limited

1. We have audited the consolidated financial results of AXISCADES Engineering Technologies Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), for the year ended 31 March 2017, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to Note 8 to the consolidated financial results regarding the figures for the quarter ended 31 March 2017 as reported in these consolidated financial results, which are the balancing figures between audited consolidated figures in respect of the full financial year and the published consolidated year to date figures up to the end of the third quarter of the financial year. Also, the figures up to the end of the third quarter had only been reviewed and not subjected to audit. These consolidated financial results are based on the consolidated financial statements for the year ended 31 March 2017 prepared in accordance with the accounting principles generally accepted in India, including Accounting Standards ('AS') prescribed under Section 133 of the Companies Act, 2013 ('the Act'), read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) and published consolidated year to date figures up to the end of the third quarter of the financial year prepared in accordance with the recognition and measurement principles laid down in AS 25, Interim Financial Reporting, prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended), and SEBI Circulars CIR/CFD/CMD/15/2015 dated 30 November 2015 and CIR/CFD/FAC/62/2016 dated 5 July 2016, which are the responsibility of the Holding Company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the consolidated financial statements for the year ended 31 March 2017 and our review of consolidated financial results for the nine months period ended 31 December 2016.



Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Gurugram, Hyderabad, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiook & Co LLP is registered with limited liability with identification number AAC-2085 and its registered office at L-41 Connaught Circus, New Delhi, 110001, India

2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our unmodified opinion.
3. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of other auditors on separate financial results and on other financial information of the subsidiaries, the consolidated financial results:
 - (i) include the financial results for the year ended 31 March 2017, of the following entities:
 - a. AXISCADES Engineering Technologies Limited;
 - b. AXISCADES Inc.;
 - c. AXISCADES UK Limited;
 - d. AXISCADES Technology Canada Inc.;
 - e. Cades Studec Technologies (India) Private Limited;
 - f. Axis Mechanical Engineering Design (Wuxi) Company Limited;
 - g. AXISCADES GmbH;
 - h. AXISCADES Aerospace & Technologies Private Limited;
 - i. Enertec Controls Limited; and
 - j. AXISCADES Aerospace Infrastructure Private Limited.
 - (ii) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circulars CIR/CFD/CMD/15/2015 dated 30 November 2015 and CIR/CFD/FAC/62/2016 dated 5 July 2016 in this regard; and
 - (iii) give a true and fair view of the consolidated net profit and other financial information in conformity with the accounting principles generally accepted in India for the year ended 31 March 2017



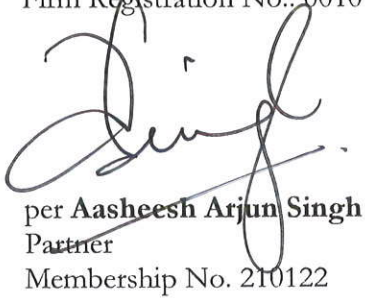
(This space has been intentionally left blank)

Walker Chandiook & Co LLP

4. We did not audit the financial statements of seven subsidiaries, whose financial statements reflect total assets (after eliminating intra-group transactions) of ₹ 23,174.54 lakhs and net assets (after eliminating intra-group transactions) of ₹ 14,688.69 lakhs as at 31 March 2017, and total revenues (after eliminating intra-group transactions) of ₹ 16,625.59 lakhs for the year ended on that date, as considered in the consolidated financial results. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circulars CIR/CFD/CMD/15/2015 dated 30 November 2015 and CIR/CFD/FAC/62/2016 dated 5 July 2016, in so far as it relates to the aforesaid subsidiaries, are based solely on the reports of such other auditors.

Our opinion on the consolidated financial results is not modified in respect of this matter with respect to our reliance on the work done by and the reports of the other auditors.

Walker Chandiook & Co LLP
For Walker Chandiook & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013


per **Aasheesh Arjun Singh**
Partner
Membership No. 210122



Bengaluru
30 May 2017

AXISCADES Engineering Technologies Limited

CIN NO : L72200KA1990PLC084435

Regd. Office : Block C, Second Floor, Kirloskar Business Park, Bengaluru - 560024, Karnataka, India
Website : www.axiscades.com, Email : info@axiscades.com, Tel : +91 80 4193 9000, Fax : +91 80 4193 9099

(₹ In Lakhs)

Statement of consolidated audited financial results for the quarter and year ended 31 March 2017

Particulars	Three months ended			Year ended	
	31 March 2017	31 December 2016	31 March 2016	31 March 2017	31 March 2016
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
INCOME	<i>(Refer note 8)</i>		<i>(Refer note 8)</i>		
Revenue from operations	10,873.43	10,970.92	9,896.68	48,359.40	37,538.88
Other income	967.21	181.16	97.21	1,543.03	391.83
TOTAL REVENUE	11,840.64	11,152.08	9,993.89	49,902.43	37,930.71
EXPENSES					
Cost of materials consumed	942.71	682.49	-	6,695.57	-
Employee benefits expense	6,095.40	6,334.94	5,702.72	25,215.81	22,807.67
Depreciation and amortisation expense	369.59	364.14	254.23	1,429.51	1,018.66
Finance costs	277.69	322.44	61.53	1,173.31	183.68
Other expenses	3,626.42	3,025.06	2,760.73	12,714.85	9,386.70
TOTAL EXPENSES	11,311.81	10,729.07	8,779.21	47,229.05	33,396.71
PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX	528.83	423.01	1,214.68	2,673.38	4,534.00
Exceptional items	(93.67)	34.33	5.00	(52.34)	59.28
PROFIT BEFORE TAX	622.50	388.68	1,209.68	2,725.72	4,474.72
Tax expense:					
- Current tax					
Domestic tax (net of reversal of excess provision for tax of prior year ₹ Nil (2016: ₹ 55.85 lakhs))	186.08	146.04	479.81	1,011.94	1,403.02
Foreign taxes (including prior year tax ₹ Nil (2016: ₹ 7.57 lakhs))	29.87	50.26	(84.52)	134.36	181.83
- Minimum alternate tax credit	(54.08)	-	-	(79.90)	-
- Deferred tax charge/(credit) (includes prior year deferred tax charge ₹ 178.67 lakhs (2016: Nil))	302.96	(15.19)	45.80	301.90	(8.87)
PROFIT AFTER TAX AND BEFORE MINORITY INTEREST	157.67	207.57	768.59	1,357.42	2,898.74
Minority interest	8.09	8.52	9.74	43.27	40.74
NET PROFIT FOR THE YEAR	149.58	199.05	758.85	1,314.15	2,858.00
Paid up equity share capital (₹ 5/- each)	1,889.51	1,889.51	1,361.01	1,889.51	1,361.01
Earnings per equity share:					
- Basic	0.40	0.53	2.79	3.48	10.51
- Diluted	0.40	0.53	2.79	3.48	10.51
Nominal value per share	5.00	5.00	5.00	5.00	5.00



For AXISCADES Engineering Technologies Limited

Vinod Hegde
Director

Notes:

1. The Board of Directors of AXISCADES Engineering Technologies Limited ("ACEITL") ("the Holding Company") at its meeting held on 14 August 2015, had approved the acquisition of AXISCADES Aerospace & Technologies Private Limited ("ACAT"), an aerospace, defence and homeland security technologies company by way of a Scheme of Amalgamation of India Aviation Training Institute Private Limited ("IAT") with ACEITL (the scheme). ACAT is a 100% subsidiary of IAT. Consequent to the Scheme of Amalgamation u/s 391 to 394 of the Companies Act, 1956 for amalgamation of IAT with the Holding Company as sanctioned by the Hon'ble High Court of Karnataka on 4 November 2016, and effected on 5 December 2016 (effective date), being the date of filing with the Registrar of Companies. Consequently, all the assets, liabilities and reserves of IAT were transferred to and vested in the Company with effect from 1 April 2016, the appointed date. These financial results accordingly have been given effect of the Scheme. On 30 December 2016, in terms of the said Scheme of Amalgamation, the shareholders of IAT (Holding Company of ACAT) have been allotted 10 (ten) equity shares in ACEITL for every 45 (forty five) equity shares held by them in IAT.

For the purpose of these results, the figures for the quarter and the year ended 31 March 2017 have been arrived on the basis of the consolidation of the separate results of the Company and erstwhile IAT and its subsidiaries from the appointed date i.e. 1 April 2016. Accordingly the results for the quarter and year ended 31 March 2017 include the results of operations of IAT and its subsidiaries. Consequent to the above, results of operations of the Company include total revenues (after eliminating intra-group transactions) of ₹ 2,284.69 lakhs and ₹ 12,045.05 lakhs for the quarter and year ended 31 March 2017 and net profit after tax (after eliminating intra-group transactions) of ₹ 123.89 lakhs for the quarter and ₹ 685.28 lakhs for the year ended 31 March 2017 respectively, attributable to the operations of the erstwhile IAT and its subsidiaries.

In view of the Scheme as referred to above, the figures for the quarter and the year ended 31 March 2017 are not comparable with the corresponding figures of the quarter and year ended 31 March 2016.

2. During the previous quarter, the Company has incorporated a wholly owned subsidiary on 16 August 2016 in Germany, namely, AXISCADES GmbH, to explore opportunities in the European region.

3. Exceptional items comprise the following: (₹ In Lakhs)

Particulars	Three months ended			Year ended	
	31 March 2017	31 December 2016	31 March 2016	31 March 2017	31 March 2016
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Merger expenses	4.00	34.33	5.00	45.33	59.28
Provision for impairment no longer required, written back	(97.67)	-	-	(97.67)	-
Total	(93.67)	34.33	5.00	(52.34)	59.28

4. The information of the Company on standalone basis is as follows: (₹ In Lakhs)

Particulars	Three months ended			Year ended	
	31 March 2017	31 December 2016	31 March 2016	31 March 2017	31 March 2016
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Total revenue	5,656.64	5,862.14	6,468.00	23,946.49	23,800.02
Net profit before tax	331.90	318.25	1,241.28	1,952.15	3,957.94
Net profit after tax	230.17	215.63	795.21	1,281.88	2,628.00
Earnings per equity share (Basic)	0.61	0.57	2.92	3.39	9.67
Earnings per equity share (Diluted)	0.61	0.57	2.92	3.39	9.67



For AXISCADES Engineering Technologies Limited

Vinod Itay
Director

5. Previously, the Holding Company had only one business segment, "Engineering Design Services", hence the primary reporting segment was based on the geographical location of the customers. Subsequent to the Scheme of IAT with the Holding Company, the Holding Company now has two business segments, "Engineering Design Services" and "Strategic Technology Solutions" which are the primary reporting segments of the Company. Accordingly for the quarter and year ended 31 March 2017, the Company has presented its segmental results based on these business segments. The comparative figures for the previous periods for segment reporting have been presented to conform to these new segments.

Segment wise revenue, results, assets and liabilities

(₹ In Lakhs)

Particulars	Three months ended			Year ended	
	31 March 2017	31 December 2016	31 March 2016	31 March 2017	31 March 2016
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1. Segment revenue					
(a) Engineering design services	8,983.53	9,065.95	9,896.68	37,262.35	37,538.88
(b) Strategic technology solutions	1,889.90	1,904.97	-	11,097.05	-
Total	10,873.43	10,970.92	9,896.68	48,359.40	37,538.88
Less: inter segment revenue	-	-	-	-	-
Net sales/income from operations	10,873.43	10,970.92	9,896.68	48,359.40	37,538.88
2. Segment results (Profit/(Loss) before tax and interest from each segment)					
(a) Engineering design services	(146.01)	315.83	1,179.00	1,243.95	4,325.85
(b) Strategic technology solutions	(6.62)	333.92	-	1,200.00	-
Total	(152.63)	649.75	1,179.00	2,443.95	4,325.85
Less: i) Interest expenses	277.69	322.44	61.53	1,173.31	183.68
ii) Exceptional items (Refer note 3)	(93.67)	34.33	5.00	(52.34)	59.28
iii) Other unallocable expenditure	8.06	29.83	-	47.89	-
Add: i) Other income	967.21	125.52	97.21	1,450.63	391.83
Total profit before tax	622.50	388.68	1,209.68	2,725.72	4,474.72
3. Segment assets				As at 31 March 2017 (Audited)	As at 31 March 2016 (Audited)
(a) Engineering design services				18,583.83	20,971.07
(b) Strategic technology solutions				20,036.54	-
(c) Unallocable assets				6,130.96	3,372.38
Total				44,751.33	24,343.45
4. Segment liabilities					
(a) Engineering design services				4,413.32	5,242.65
(b) Strategic technology solutions				2,947.48	-
(c) Unallocable liabilities				8,240.65	3,073.91
Total				15,601.45	8,316.56

6. Earnings per share ('EPS') has been computed in accordance with AS-20 'Earnings Per Share', where equity shares issued during the reporting period as part of the consideration for the Scheme is included in the computation of weighted average number of shares from the beginning of the reporting period i.e. 1 April 2016, which is also the appointed date. This effect is given to the computation of EPS for the quarter and year ended 31 March 2017.

7. Figures of the previous periods have been regrouped / reclassified wherever necessary, to conform to current period's classification.

8. The figures for the quarter ended 31 March 2017 and 31 March 2016 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the relevant financial year.

9. The above results were reviewed by the Audit Committee at its meeting held on 29 May 2017 and approved by the Board of Directors at its meeting held on 30 May 2017 and have been audited by the Statutory Auditors.

10. The standalone results of the Company will be available at its website: <http://www.axiscades.com>



For AXISCADES Engineering Technologies Limited

Vivek Itay
Director

AXISCADES Engineering Technologies Limited

CIN NO : L72200KA1990PLC084435

Regd. Office: Block C, Second Floor, Kirloskar Business Park, Bengaluru - 560024, Karnataka, India
Website: www.axiscades.com, Email: info@axiscades.com, Tel: +91 80 4193 9000, Fax: +91 80 4193 9099

(₹ In Lakhs)

Consolidated statement of assets and liabilities

Particulars	As at	As at
	31 March 2017	31 March 2016
	(Audited)	(Audited)
EQUITY AND LIABILITIES		
SHAREHOLDERS' FUNDS		
Share capital	1,889.51	1,361.01
Reserves and surplus	26,959.74	14,408.52
	28,849.25	15,769.53
MINORITY INTEREST	300.63	257.36
NON-CURRENT LIABILITIES		
Long-term borrowings	2,807.70	-
Other long-term liabilities	52.78	-
Long-term provisions	552.21	393.28
	3,412.69	393.28
CURRENT LIABILITIES		
Short-term borrowings	5,396.25	2,732.70
Trade payables		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,751.35	1,826.96
Other current liabilities	3,585.76	2,792.60
Short-term provisions	455.40	571.02
	12,188.76	7,923.28
TOTAL	44,751.33	24,343.45
ASSETS		
NON-CURRENT ASSETS		
Fixed assets		
Tangible assets	6,197.80	889.97
Intangible assets	3,048.57	1,354.82
Intangible assets under development	-	111.63
Capital work-in-progress	2,525.73	-
Goodwill on consolidation	3,868.15	2,512.61
Non-current investments	0.19	0.05
Deferred tax assets, net	284.40	272.22
Long-term loans and advances	4,582.99	2,536.08
Other non-current assets	893.75	163.54
	21,401.58	7,840.92
CURRENT ASSETS		
Current investments	35.00	-
Inventories	195.31	-
Trade receivables	8,442.76	8,422.86
Cash and bank balances	7,194.45	3,354.36
Short-term loans and advances	2,062.70	986.79
Other current assets	5,419.53	3,738.52
	23,349.75	16,502.53
TOTAL	44,751.33	24,343.45



For AXISCADES Engineering Technologies Limited

Vivek Nayak
Director