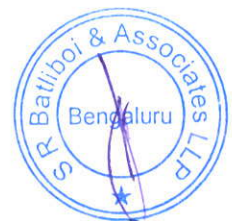


Auditor's Report on Quarterly and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**The Board of Directors
AXISCADES Engineering Technologies Limited**

1. We have audited the accompanying statement of consolidated Ind AS financial results of AXISCADES Engineering Technologies Limited ('the Company') comprising its subsidiaries (together, 'the Group') and its associate for the quarter and year ended March 31, 2019 ('the 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 Regulation'), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('the Circular'). The consolidated Ind AS financial results for the quarter and year ended March 31, 2019 have been prepared on the basis of the consolidated Ind AS financial results for the nine-months period ended December 31, 2018, the audited annual consolidated Ind AS financial statements as at and for the year ended March 31, 2019, and the relevant requirements of the Regulation and the Circular, which are the responsibility of the Company's Management and have been approved by the Board of Directors of the Company.

Our responsibility is to express an opinion on these consolidated Ind AS financial results based on our review of the consolidated Ind AS financial results for the nine-months period ended December 31, 2018 which was prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) 34 Interim Financial Reporting, specified under Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; our audit of the annual consolidated Ind AS financial statements as at and for the year ended March 31, 2019; and the relevant requirements of the Regulation and the Circular.

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 consolidated 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 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 statements and the other financial information of subsidiaries and associate, these quarterly consolidated Ind AS financial results as well as the year to date results:
 - i. includes the results of the entities as stated in Note 13 of the Statement;
 - ii. are presented in accordance with the requirements of the Regulation read with the Circular, in this regard; and
 - iii. give a true and fair view of the consolidated net loss and other comprehensive income and other financial information for the quarter and year ended March 31, 2019.



S.R. BATLIBOI & ASSOCIATES LLP

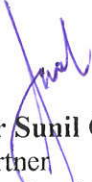
Chartered Accountants

4. We did not audit the financial statements and other financial information, in respect of eleven subsidiaries, whose Ind AS financial statements include total assets of Rs 29,145.98 lakhs as at March 31, 2019, and total revenues of Rs 6,002.85 lakhs and Rs 22,281.85 lakhs for the quarter and year ended on that date respectively. These Ind AS financial statements and other financial information have been audited by other auditors, for which financial statements, other financial information and auditor's reports have been furnished to us by the Management. The consolidated Ind AS financial results also include the Group's share of net loss of Rs. 54.75 lakhs for the quarter and year ended March 31, 2019 respectively, as considered in the consolidated Ind AS financial results, in respect of a associate, whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the Management. Our opinion, in so far as it relates to the affairs of such subsidiaries and associate is based solely on the report of other auditors. Our opinion is not qualified in respect of this matter.
5. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2019 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2019 and the published year-to-date figures up to December 31, 2018, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under the Regulation and the Circular.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004


per **Sunil Gaggar**
Partner

Membership No.:104315



Bengaluru
May 08, 2019

AXISCADES Engineering Technologies Limited

CIN NO: L72200KA1990PLC084435

Regd. Office: Block C, Second Floor, Kirloskar Business Park, Bengaluru - 560024, Karnataka, India
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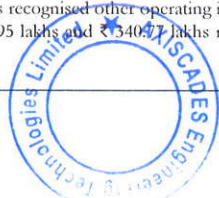
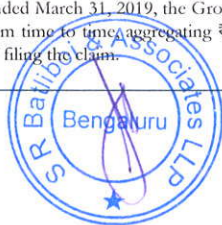
(₹ In Lakhs)


Statement of audited consolidated financial results for the quarter and year ended March 31, 2019

Particulars	Quarter ended			Year ended	
	March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018
	(Audited) (Refer note 11)	(Unaudited)	(Audited) (Refer note 11)	(Audited)	(Audited)
I. REVENUE					
(a) Revenue from operations	16,107.16	15,934.63	14,852.65	60,433.53	51,915.67
(b) Other operating income (refer note 4)	135.95	52.70	-	340.77	-
(c) Other income	487.37	92.05	840.06	902.23	1,507.02
TOTAL REVENUE	16,730.48	16,079.38	15,692.71	61,676.53	53,422.69
II. EXPENSES					
(a) Cost of materials consumed	2,764.43	2,381.43	2,592.33	9,450.73	5,488.40
(b) Employee benefits expense	9,066.16	9,178.09	8,284.94	35,006.43	28,366.22
(c) Finance costs	774.67	613.32	615.19	2,357.41	1,368.97
(d) Depreciation and amortisation expense	484.99	479.22	445.72	1,974.81	1,876.32
(e) Project consultancy charges	480.22	593.48	670.10	2,472.69	5,455.43
(f) Other expenses (refer note 9)	3,080.44	2,697.33	4,019.09	12,649.75	10,847.08
TOTAL EXPENSES	16,650.91	15,942.87	16,627.37	63,911.82	53,402.42
III. PROFIT / (LOSS) BEFORE NON-CONTROLLING INTEREST / SHARE IN NET PROFIT / (LOSS) OF ASSOCIATE (I-II)	79.57	136.51	(934.66)	(2,235.29)	20.27
IV. Share in net profit/(loss) of associate	(54.75)	-	-	(54.75)	-
V. PROFIT / (LOSS) BEFORE NON-CONTROLLING INTEREST AND AFTER SHARE IN NET PROFIT / (LOSS) OF ASSOCIATE (III-IV)	24.82	136.51	(934.66)	(2,290.04)	20.27
VI. Exceptional items Income/(loss) (refer note 5)	-	-	-	1,450.68	(298.69)
VII. PROFIT/(LOSS) BEFORE TAX AND NON CONTROLLING INTEREST	24.82	136.51	(934.66)	(839.36)	(278.42)
VIII. Tax expense:					
- Current tax	275.97	219.22	428.95	827.40	801.36
- Tax for earlier period / years	-	-	58.79	-	58.79
- Deferred tax charge/(credit)	(330.13)	(21.23)	(174.75)	(899.29)	(357.37)
IX. PROFIT/(LOSS) AFTER TAX	78.98	(61.48)	(1,247.65)	(767.47)	(781.20)
X. Other Comprehensive income / (loss), net of tax	(102.73)	231.31	(4.61)	(13.68)	(103.00)
XI. TOTAL COMPREHENSIVE INCOME FOR THE QUARTER / YEAR	(23.75)	169.83	(1,252.26)	(781.15)	(884.20)
Total Profit / (Loss) attributable to					
Owners of the Company	67.31	(72.63)	(1,258.90)	(813.30)	(824.98)
Non controlling interest	11.67	11.15	11.25	45.83	43.78
Total Comprehensive income attributable to					
Owners of the Company	(35.42)	158.68	(1,263.51)	(826.98)	(927.98)
Non controlling interest	11.67	11.15	11.25	45.83	43.78
XI. Paid up equity share capital (₹ 5/- each)	1,889.51	1,889.51	1,889.51	1,889.51	1,889.51
XII. Other equity				26,577.35	27,282.72
XIII. Earnings per share ('EPS') (of ₹ 5 each) (not annualised)					
Basic EPS (in ₹)	0.18	(0.19)	(3.33)	(2.15)	(2.18)
Diluted EPS (in ₹)	0.18	(0.19)	(3.33)	(2.15)	(2.18)

Notes

- In terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the aforesaid statement of audited consolidated financial results ("financial results") for the quarter and year ended March 31, 2019 of the Company has been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on May 8, 2019. The aforesaid consolidated financial results for the quarter and year ended March 31, 2019 have been audited by the statutory auditors of the Company.
- The financial results have been prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013, read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
- Ind AS 115 Revenue from Contracts with Customers, mandatory for reporting periods beginning on or after April 1, 2018, replaces existing revenue recognition requirements. Under the modified retrospective approach there were no significant adjustments required to the retained earnings at April 1, 2018. Also, the application of Ind AS 115 did not have any significant impact on recognition and measurement of revenue and related items in the consolidated financial results for the quarter and year ended March 31, 2019.
- During the quarter and year ended March 31, 2019, the Group has recognised other operating income from export incentives under the provisions of Foreign Trade Policy (1 April 2015 - 31 March 2020), as amended from time to time aggregating ₹ 135.95 lakhs and ₹ 340.77 lakhs respectively. The Management believes that it has satisfied all the conditions to receive the incentive and is in the process of filing the claim.




Director

5. Exceptional items comprise the following:

Particulars	Quarter ended			Year ended	
	March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Merger expenses	-	-	-	-	(298.69)
Fair value change in contingent consideration (refer note 8)	-	-	-	1,450.68	-
Total	-	-	-	1,450.68	(298.69)

6. The financial results of the Company on standalone basis is as follows:

Particulars	Quarter ended			Year ended	
	March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Total revenue (including other income)	5,874.28	6,312.09	5,900.69	22,679.93	23,951.76
Profit/(Loss) before tax	(384.93)	52.34	(729.15)	(541.06)	(1,084.15)
Profit/(Loss) after tax	(605.64)	52.34	(642.02)	(399.39)	(941.81)
Total Comprehensive Income for the quarter /year ended	(611.51)	202.00	(699.40)	(388.29)	(1,124.58)

7. The segment reporting of the Group has been prepared in accordance with Ind AS-108 on 'Operating Segments'. The business segments of the Group comprises of (a) "Engineering Design Services" and (b) "Strategic Technology Solutions".

Segment wise revenue, results, assets and liabilities

Particulars	Quarter ended			Year ended	
	March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1. Segment revenue					
(a) Engineering design services	11,778.23	13,387.92	9,947.96	47,624.37	41,209.40
(b) Strategic technology solutions	4,464.88	2,599.41	4,904.69	13,149.94	10,706.27
Total	16,243.11	15,987.33	14,852.65	60,774.31	51,915.67
Less: inter segment revenue	-	-	-	-	-
Net sales/income from operations	16,243.11	15,987.33	14,852.65	60,774.31	51,915.67
2. Segment results					
(Profit/(Loss) before tax, interest and exceptional item from each segment)	-	-	-	-	-
(a) Engineering design services	521.90	1,220.63	(1,247.50)	1,333.48	(875.26)
(b) Strategic technology solutions	(15.21)	(416.74)	245.55	(1,491.50)	915.06
(c) Unallocable	-	-	-	-	-
Total	506.69	803.89	(1,001.95)	(158.02)	39.80
Less: i) Interest expenses	(774.67)	(613.32)	(615.19)	(2,357.41)	(1,368.97)
ii) Share in net profit/(loss) of associate	(54.75)	-	-	(54.75)	-
iii) Exceptional items (refer note 5 and 8)	-	-	-	1,450.68	(298.69)
iv) Other Unallocable expenditure	(139.82)	(146.11)	(157.58)	(622.09)	(157.58)
Add: i) Other income	487.37	92.05	840.06	902.23	1,507.02
Total profit/(loss) before tax	24.82	136.51	(934.66)	(839.36)	(278.42)
3. Segment assets					
(a) Engineering design services	44,318.86	45,117.69	42,652.70	44,318.86	42,652.70
(b) Strategic technology solutions	25,330.03	26,546.95	28,960.55	25,330.03	28,960.55
(c) Unallocable assets	7,448.04	6,074.73	4,142.66	7,448.04	4,142.66
Total	77,096.93	77,739.37	75,755.91	77,096.93	75,755.91
4. Segment liabilities					
(a) Engineering design services	35,791.71	35,853.47	33,610.34	35,791.71	33,610.34
(b) Strategic technology solutions	11,400.96	12,097.87	11,605.09	11,400.96	11,605.09
(c) Unallocable liabilities	1,047.17	957.98	1,023.84	1,047.17	1,023.84
Total	48,239.84	48,909.32	46,239.27	48,239.84	46,239.27



For AXISCADES Engineering Technologies Limited

Jim Rube
Director

8. During the previous year, the Company entered into a shareholder's agreement to acquire 100% stake in Mistral Solutions Private Limited ("MSPL") along with its subsidiaries in a phased manner. MSPL Group is engaged in rendering end to end services for product design and development in the embedded space. The Company acquired control of MSPL effective December 01, 2017.

Further, during the quarter ended June 30, 2018, the Company has filed an application with National Company Law Tribunal (NCLT) for amalgamation of Explosoft Tech Solutions Pvt Ltd (erstwhile holding company of MSPL) with the Company, on receipt of observation letter conveying 'no objection' from BSE Limited and the National Stock Exchange.

Further, vide order dated March 8, 2019 NCLT, Bengaluru bench has approved the scheme of amalgamation. As the registered office of the Explosoft Tech Solutions Pvt Ltd is situated in the state of Maharashtra, the scheme has also been filed with NCLT, Mumbai for approval. Presently the Company is awaiting for final hearing for the approval. Pending necessary approval from NCLT Mumbai bench no effect is given to aforesaid scheme of amalgamation.

Consequent to aforesaid mentioned acquisition, results of the operations of the Group include total revenue of ₹ 4,497.94 lakhs and ₹ 16,491.90 lakhs and net profit of ₹ 559.55 lakhs and ₹ 1,778.02 lakhs attributable to the operations of MSPL for the quarter and year ended March 31, 2019, respectively.

During the quarter ended September 30, 2018, the Company has recorded a fair value gain of ₹ 1,450.68 lakhs on re-estimation of the contingent consideration payable as per the terms of the share purchase agreement considering the current actual performance and the revised projections of MSPL in accordance with Ind AS.

9. Other expenses include provision for bad and doubtful debts as follows:

Particulars	Quarter ended			Year ended	
	March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Provision for bad and doubtful debts	240.43	186.03	878.41	1,439.79	878.41
Total	240.43	186.03	878.41	1,439.79	878.41

The provisions pertain to receivables from customers whose payments are significantly delayed.

The Board in its meeting held on January 14, 2019, took note of all relevant information and various steps taken by the Management to recover the dues from one party and in that context has approved legal actions inter alia to hasten the process of recovery.

10. The Company entered into a Separation and Release Agreement with Mr. Mritunjay Singh (Ex-CEO and Executive Director) dated January 19, 2019, whereby both the parties have mutually agreed with the termination of the employment of the latter. Pursuant to the aforesaid agreement, the Company agreed to pay the latter a sum of Rs. 258.52 lakhs as a full and final settlement, which included all dues and expenses incurred for the work done by Mr. Mritunjay Singh as of the cessation date.

The above remuneration agreed to be paid to Mr. Mritunjay Singh exceeded the limit prescribed under Section 197 read with Schedule V of the Companies Act, 2013. Accordingly, the Company has obtained the shareholders' approval on April 22, 2019, by passing a special resolution through postal ballot in order to comply with the aforesaid provisions of the Companies Act, 2013.

11. The figures of the quarter ended March 31, 2019 and corresponding quarter ended March 31, 2018 are the derived balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures upto third quarter of the respective financial years. Also, the figures upto the end of the third quarter were only reviewed and not subjected to audit.

12. The previous period figures have been regrouped / rearranged wherever necessary to conform with the current period/year presentation.

13. These quarterly consolidated financial results as well as the year to date results includes the results of the following entities:

- a. AXISCADES Engineering Technologies Limited
- b. AXISCADES, Inc.
- c. Cades Studec Technologies (India) Private Limited
- d. AXISCADES Aerospace & Technologies Private Limited
- e. AXISCADES UK Limited
- f. AXISCADES Technology Canada Inc.
- g. Axis Mechanical Engineering Design (Wuxi) Co., Ltd.,
- h. AXISCADES GmbH
- i. AXISCADES Aerospace & Infrastructure Private Limited
- j. Mistral Solutions Private Limited
- k. Mistral Solutions Inc.
- l. Aero Electronics Private Limited
- m. Mistral Technologies Private Limited
- n. Mistral Solutions Pte Ltd
- o. Enertec Controls Limited
- p. ASSYSTEM AXISCADES Engineering Private Limited (w.e.f. August 31, 2018)

14. The above audited consolidated financial results of the Company are available on the Company's website (www.axiscades.com) and also on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com), where the shares of the Company are listed.



For AXISCADES Engineering Technologies Limited

Director

AXISCADES Engineering Technologies Limited

CIN NO: L72200KA1990PLC084435

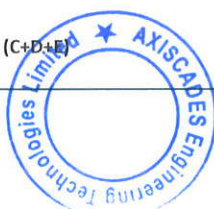
Regd. Office: Block C, Second Floor, Kirloskar Business Park, Bengaluru - 560024, Karnataka, India

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(₹ in lakhs)

Consolidated statement of assets and liabilities

Sl No	Particulars	As at	
		31 March 2019	31 March 2018
		(Audited)	(Audited)
	ASSETS		
A	Non-current assets		
	Property, plant and equipment	12,695.21	12,399.36
	Capital work-in-progress	11.89	50.48
	Goodwill on consolidation	16,592.88	16,474.25
	Other intangible assets	4,624.25	5,501.28
	Intangible assets under development	50.00	-
	Financial assets		
	Investments	972.03	0.09
	Trade receivables	-	11.14
	Loans	1,082.65	1,161.98
	Other financial assets	449.95	196.69
	Deferred tax assets, net	2,549.57	1,615.33
	Non-current tax asset, net	2,312.59	1,694.22
	Other non-current assets	2,151.27	2,075.54
	Total Non-current assets	43,492.29	41,180.36
B	Current assets		
	Inventories	2,017.01	3,013.49
	Investments	2,021.67	625.14
	Financial assets	-	
	Trade receivables	15,285.00	16,588.90
	Cash and cash equivalents	3,057.83	1,377.32
	Bank balances other than cash and cash equivalents	2,772.89	4,816.00
	Loans	353.28	279.99
	Other financial assets	2,937.16	4,674.94
	Other current assets	5,159.80	3,199.77
	Total Current assets	33,604.64	34,575.55
	Total assets (A+B)	77,096.93	75,755.91
	EQUITY AND LIABILITIES		
C	Equity		
	Equity share capital	1,889.51	1,889.51
	Other equity	26,577.35	27,282.72
	Non controlling interest	390.23	344.41
	Total Equity	28,857.09	29,516.64
D	Non-current liabilities		
	Financial liabilities		
	Borrowings	4,896.09	7,263.63
	Other financial liabilities	9,698.97	10,325.24
	Provisions	1,116.50	1,057.88
	Deferred tax liabilities (net)	-	1.10
	Other non-current liabilities	27.82	27.82
	Total Non-current liabilities	15,739.38	18,675.67
E	Current liabilities		
	Financial liabilities		
	Borrowings	8,254.01	6,515.21
	Trade payables	3,534.31	5,003.93
	Other financial liabilities	15,552.17	12,647.40
	Provisions	771.80	822.97
	Current tax liability, net	306.00	86.51
	Other current liabilities	4,082.17	2,487.58
	Total Current liabilities	32,500.46	27,563.60
	Total equity and liabilities (C+D+E)	77,096.93	75,755.91



For AXISCADES Engineering Technologies Limited

[Signature]
Director