

Walker Chandiook & Co LLP

Walker Chandiook & Co LLP
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Review Report

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To the Board of Directors of AXISCADES Engineering Technologies Limited (formerly known as Axis-IT&T Limited)

1. We have reviewed the accompanying statement of unaudited financial results ("the Statement") of **AXISCADES Engineering Technologies Limited** (formerly known as Axis-IT&T limited) ("the Company") for the quarter ended **30 September 2015** and the year to date results for the period 1 April 2015 to 30 September 2015, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review 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.
3. 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, as notified under the Companies (Accounting Standards) Rules, 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Walker Chandiook & Co LLP
For Walker Chandiook & Co LLP
(Formerly Walker, Chandiook & Co)
Chartered Accountants
Firm Registration No: 001076N/N500013

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

Bengaluru
6 November 2015



AXISCADES Engineering Technologies Limited

(formerly known as Axis-IT&T Limited)

CIN NO : L72200DL 1990 PLC 041275

Regd. Office : A-264, 2nd Floor, Defence Colony, New Delhi - 110 024

Website : www.axiscales.com, Email : info@axiscales.com, Tel : 011 24337881, Fax : 011 41552616

PART I

(₹ Lakhs)

Standalone Unaudited Financial Results for the Period Ended 30 September 2015

Particulars	Three Months Ended			Half year Ended		Year Ended
	30 September 2015 (Unaudited)	30 June 2015 (Unaudited)	30 September 2014 (Unaudited)	30 September 2015 (Unaudited)	30 September 2014 (Unaudited)	31 March 2015 (Audited)
1. a) Income from operations	5,797.58	5,153.99	4,552.77	10,951.57	8,601.19	18,844.76
1. b) Other operating income	58.39	54.43	-	112.82	5.19	-
1. Total income from operations	5,855.97	5,208.42	4,552.77	11,064.39	8,606.38	18,844.76
2. a) Employee benefits expense	3,198.42	2,607.93	2,658.08	5,806.35	5,268.89	10,452.00
2. b) Depreciation and amortisation	227.22	233.60	150.74	460.82	314.84	804.36
2. c) Travelling and conveyance	319.04	299.75	334.77	618.79	585.44	1,443.46
2. d) Other expenses	1,344.12	1,191.19	922.22	2,535.31	1,662.53	4,009.04
2. Total expenditure	5,088.80	4,332.47	4,065.81	9,421.27	7,831.70	16,708.86
3. Profit from operations before other income, finance costs and exceptional items (1-2)	767.17	875.95	486.96	1,643.12	774.68	2,135.90
4. Other income	17.77	16.33	36.88	34.10	51.10	112.36
5. Profit before finance costs and exceptional items (3+4)	784.94	892.28	523.84	1,677.22	825.78	2,248.26
6. Finance costs	45.94	43.89	67.91	89.83	137.16	230.29
7. Profit after finance costs but before exceptional items (5-6)	739.00	848.39	455.93	1,587.39	688.62	2,017.97
8. Exceptional items (Refer note 5)	54.28	-	202.58	54.28	202.58	297.08
9. Profit (+) / loss (-) from ordinary activities before tax (7-8)	684.72	848.39	253.35	1,533.11	486.04	1,720.89
10. Tax expense/(credit)	225.06	302.88	86.18	527.94	168.38	588.52
11. Net profit (+)/loss(-) from ordinary activities after tax (9-10)	459.66	545.51	167.17	1,005.17	317.66	1,132.37
12. Extraordinary item (net of tax expense)	-	-	-	-	-	-
13. Net profit (+)/loss(-) for the period (11-12)	459.66	545.51	167.17	1,005.17	317.66	1,132.37
14. Share of profit/loss of associates	-	-	-	-	-	-
15. Minority interest	-	-	-	-	-	-
16. Net profit (+)/loss(-) for the period (13-14-15)	459.66	545.51	167.17	1,005.17	317.66	1,132.37
17. Paid up equity share capital (Rs. 5/- each)	1,361.01	1,361.01	1,361.01	1,361.01	1,361.01	1,361.01
18. Reserve (excluding revaluation reserves)	-	-	-	-	-	7,447.64
19. Earnings per share (EPS)						
(a) Basic EPS before extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	1.69	2.01	0.63	3.70	1.36	4.49
(b) Basic EPS after extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	1.69	2.01	0.63	3.70	1.36	4.49
(c) Diluted EPS before extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	1.69	2.01	0.63	3.70	1.36	4.49
(d) Diluted EPS after extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	1.69	2.01	0.63	3.70	1.36	4.49



AXISCADES Engineering Technologies Ltd.

Vivek Singh
Director

AXISCADES Engineering Technologies Limited

(formerly known as Axis-IT&T Limited)

CIN NO : L72200DL 1990 PLC 041275

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PART II (₹ Lakhs)

Standalone Unaudited Financial Results for the Period Ended 30 September 2015

Particulars	Three Months Ended			Half year Ended		Year Ended
	30 September 2015 (Unaudited)	30 June 2015 (Unaudited)	30 September 2014 (Unaudited)	30 September 2015 (Unaudited)	30 September 2014 (Unaudited)	31 March 2015 (Audited)
A. Particulars of shareholding						
1. Public shareholding						
- Number of shares	11,115,079	11,115,079	7,852,328	11,115,079	7,852,328	11,115,079
- % age of shareholding	40.88%	40.88%	28.88%	40.88%	28.88%	40.88%
2. Promoters and promoter group shareholding						
a) Pledged / encumbered						
- Number of shares	NIL	NIL	NIL	NIL	NIL	NIL
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)						
- Percentage of shares (as a % of the total share capital of the company)						
b) Non - encumbered						
- Number of shares	16,074,514	16,074,514	19,337,265	16,074,514	19,337,265	16,074,514
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%
- Percentage of shares (as a % of the total share capital of the company)	59.12%	59.12%	71.12%	59.12%	71.12%	59.12%
B. Investor complaints						
Pending at the beginning of the quarter/year	Nil	Nil	Nil	Nil	Nil	Nil
Received during the quarter/year	1	-	1	1	1	1
Disposed during the quarter/year	1	-	1	1	1	1
Remaining unattended at the end of the quarter/year	Nil	Nil	Nil	Nil	Nil	Nil

Notes

- On 1 August 2014, the Company received the approval from the Registrar of Companies, New Delhi to change its name. Subsequent to the approval, the Company is now known as AXISCADES Engineering Technologies Limited ("ACETL"/ "the Company").
- Pursuant to the Scheme of Arrangement ("The Scheme") approved by the Hon'ble High Courts of Karnataka and Delhi, made effective on 24 March 2014, the shareholders of Cades Digtch Private Limited (Cades, erstwhile subsidiary of the Company) were eligible to receive 10 equity shares of par value of ₹ 5 each fully paid up of Axis for 12 equity shares held in Cades of par value of ₹ 10 each fully paid up ("Swap ratio"), the record date being 11 April 2014 as fixed by the Board of Directors of the Company. On 9 July 2014, the Board of Directors of the Company allotted 7,229,112 equity shares of Axis to the shareholders of Cades. The shares have been listed and available for trading with effect from 23 September 2014.
- The Board of Directors of ACETL at its meeting held on 14 August 2015, has approved the acquisition of AXISCADES Aerospace & Technologies Private Limited ("ACATL"), an aerospace, defence and homeland security technologies company by way of a Scheme of Amalgamation of India Aviation Training Institute Private Limited ("IAT") with AXISCADES Engineering Technologies Limited ("ACETL"). ACATL is 100% subsidiary of IAT. Shareholders of IAT (holding company of ACATL) will receive 10 (ten) shares in ACETL for every 45 (forty five) shares held by them in IAT. The transaction is proposed to be completed via a Scheme of Amalgamation. The appointed date of the Scheme is 1 April 2016 and the Scheme is subject to the requisite approval of the shareholders and creditors of ACETL and IAT, the Honourable High Court and the permission and approval of any other statutory or regulatory authorities, as applicable. The Company has filed the draft Scheme of Amalgamation with the Stock Exchanges under clause 24(f) of the Listing Agreement on 3 September 2015. No complaints with this respect have been received from any stakeholder during the specified period and the report as on 13 October 2015 has been submitted to that effect with the Stock Exchanges.
- The Board of Directors of the Company at its meeting held on 30 March 2015, has approved the change in the current location of its Registered Office from "A-264, Defence Colony, New Delhi - 110024" To "Block C, Second Floor, Kiroloskar Business Park, Bengaluru - 560025, Karnataka". The approval of the Ministry of Corporate Affairs (MCA) is currently awaited.

5. Exceptional items comprise of the following:	Three Months Ended			Half year Ended		Year Ended
	30 September 2015 (Unaudited)	30 June 2015 (Unaudited)	30 September 2014 (Unaudited)	30 September 2015 (Unaudited)	30 September 2014 (Unaudited)	31 March 2015 (Audited)
Merger expenses	54.28	-	-	54.28	-	-
Stamp duty remitted pursuant to the Scheme	-	-	202.58	-	202.58	222.94
Provision for diminution in the value of long term investment	-	-	-	-	-	74.14
	54.28	-	202.58	54.28	202.58	297.08

6. Figures of the previous period have been regrouped / recast wherever necessary to make them comparable with those of the current period.

7. The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 06 November 2015 and have been reviewed by the Statutory Auditors.



AXISCADES Engineering Technologies Ltd.

Vivek Nayak
Director

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(₹ Lakhs)

Standalone Statement of Assets and Liabilities			
	Particulars	As at	
		30 September 2015 (Unaudited)	31 March 2015 (Audited)
A	EQUITY AND LIABILITIES		
1	Shareholders' funds		
	Share capital	1,361.01	1,361.01
	Reserves and surplus	8,479.38	7,447.64
	Sub-total - Shareholders' funds	9,840.39	8,808.65
2	Non-current liabilities		
	Long-term borrowings	65.00	95.00
	Long-term provisions	440.85	401.92
	Sub-total - Non-current liabilities	505.85	496.92
3	Current liabilities		
	Short-term borrowings	2,281.46	2,458.74
	Trade payables	1,495.07	1,060.57
	Other current liabilities	2,142.66	1,081.23
	Short-term provisions	229.42	33.17
	Sub-total - Current liabilities	6,148.61	4,633.71
	TOTAL - EQUITY AND LIABILITIES	16,494.85	13,939.28
B	ASSETS		
1	Non-current assets		
	Fixed assets		
	Tangible assets	750.34	465.75
	Intangible assets	1,496.75	1,820.31
	Non-current investments	2,251.51	2,251.51
	Deferred tax assets, net	253.62	223.29
	Long-term loans and advances	1,178.85	1,187.49
	Other non-current assets	213.54	63.17
	Sub-total - Non-current assets	6,144.61	6,011.52
2	Current assets		
	Trade receivables	5,915.64	3,838.87
	Cash and bank balances	1,323.49	1,072.94
	Short-term loans and advances	569.27	599.61
	Other current assets	2,541.84	2,416.34
	Sub-total - Current assets	10,350.24	7,927.76
	TOTAL - ASSETS	16,494.85	13,939.28



AXISCADES Engineering Technologies Ltd.

Vivek Singh
Director