

Oracle Financial Services Software Limited

Unaudited condensed balance sheet as at September 30, 2018

(Amounts in ₹ million)

	September 30, 2018	March 31, 2018
<u>ASSETS</u>		
Non-current assets		
Property, plant and equipment	1,995.20	2,109.81
Capital work-in-progress	9.68	24.48
Investment property	102.00	102.00
Financial assets		
Investments in subsidiaries	7,804.04	7,780.49
Other non-current financial assets	539.22	523.17
Deferred tax assets (net)	850.62	1,053.11
Income tax assets (net)	5,004.83	5,794.41
Other non-current assets	673.41	672.81
	16,979.00	18,060.28
Current assets		
Financial assets		
Trade receivables	4,558.58	6,317.93
Cash and cash equivalents	1,253.56	2,111.89
Other bank balances	11,421.29	16,689.01
Other current financial assets	3,917.10	2,971.79
Other current assets	1,378.20	356.09
	22,528.73	28,446.71
TOTAL	39,507.73	46,506.99
<u>EQUITY AND LIABILITIES</u>		
Equity		
Equity share capital	428.60	427.08
Other equity	32,192.78	37,643.95
Total equity	32,621.38	38,071.03
Non-current liabilities		
Financial liabilities	33.27	31.74
Other non-current liabilities	128.95	133.20
Employee benefit obligations	930.74	888.17
	1,092.96	1,053.11
Current liabilities		
Financial liabilities		
Trade payables		
Payable to micro and small enterprises	-	-
Payable to others	438.21	555.40
Other current financial liabilities	2,661.51	4,319.65
Other current liabilities	1,145.29	906.58
Employee benefit obligations	1,145.93	1,228.95
Income tax liabilities (net)	402.45	372.27
	5,793.39	7,382.85
TOTAL	39,507.73	46,506.99

The accompanying notes form an integral part of the financial statements.

Oracle Financial Services Software Limited

Unaudited condensed statement of profit and loss for the three and six month period ended September 30, 2018

(Amounts in ₹ million, except share data)

	Three month period ended September 30,		Six month period ended September 30,	
	2018	2017	2018	2017
Revenue from operations	8,778.42	10,029.33	18,632.68	20,265.72
Finance income	335.33	99.53	655.75	260.36
Other income, net	94.15	41.55	125.76	60.84
Total income	9,207.90	10,170.41	19,414.19	20,586.92
Expenses				
Employee benefit expenses	3,139.57	4,732.53	6,137.71	9,380.99
Travel related expenses	456.57	561.54	898.70	1,049.49
Professional fees	376.61	448.71	738.71	887.66
Other operating expenses	285.63	183.00	773.60	635.83
Depreciation and amortization	115.04	147.87	237.18	299.42
Total expenses	4,373.42	6,073.65	8,785.90	12,253.39
Profit before tax	4,834.48	4,096.76	10,628.29	8,333.53
Tax expenses				
Current tax	1,662.69	1,052.91	3,501.59	2,334.83
Deferred tax	(50.75)	(28.25)	166.13	(27.05)
Total tax expenses	1,611.94	1,024.66	3,667.72	2,307.78
Profit for the period	3,222.54	3,072.10	6,960.57	6,025.75
Other comprehensive income				
<i>Items that will not be reclassified subsequently to profit or loss</i>				
Actuarial gain (loss) on gratuity fund	18.67	8.38	66.93	2.55
Deferred tax	(6.53)	(2.90)	(23.39)	(0.88)
<i>Items that will be reclassified subsequently to profit or loss</i>				
Exchange differences on translation of foreign operations	(0.93)	(2.92)	2.76	3.49
Total other comprehensive income for the period, net of tax	11.21	2.56	46.30	5.16
Total comprehensive income for the period	3,233.75	3,074.66	7,006.87	6,030.91
Earnings per equity share of par value of ₹ 5 (September 30, 2017 ₹ 5) each (in ₹)				
Basic	37.65	36.01	81.39	70.66
Diluted	37.45	35.89	80.93	70.38
Weighted average number of shares used in computing earnings per share				
Basic	85,598,031	85,301,633	85,516,584	85,282,714
Diluted	86,052,696	85,609,386	86,011,164	85,612,126

The accompanying notes form an integral part of the financial statements.

Oracle Financial Services Software Limited

Unaudited condensed statement of changes in equity for the six month period ended September 30, 2018

(a) Six month period ended September 30, 2018

(Amounts in ₹ million, except share data)

Particulars	Equity share capital		Other equity								Total equity attributable to equity share holders of the Company
	Number of shares	Share Capital	Share application money pending allotment	Securities premium	General reserve	Employee stock options outstanding	Contribution from Ultimate Holding Company	Retained earnings	Other comprehensive income		
									Foreign currency translation reserve	Remeasurement of defined benefit obligation	
Balance as of April 1, 2018	85,416,893	427.08	1.91	13,663.54	10,145.19	1,899.06	28.91	11,895.87	9.47	-	38,071.03
<i>Changes in equity for the six month period ended September 30, 2018</i>											
Adjustment on adoption of Ind AS 115 'Revenue from Contracts with Customers'	-	-	-	-	-	-	-	26.26	-	-	26.26
Application money received for exercised options	-	-	656.80	-	-	-	-	-	-	-	656.80
Shares issued for exercised options	304,078	1.52	(658.52)	657.00	-	-	-	-	-	-	-
Stock compensation charge	-	-	-	-	-	275.31	6.37	-	-	-	281.68
Forfeiture of options	-	-	-	-	-	(18.98)	-	18.98	-	-	-
Stock compensation related to options exercised	-	-	-	590.86	-	(590.86)	-	-	-	-	-
Profit for the period	-	-	-	-	-	-	-	6,960.57	-	-	6,960.57
Final equity dividend	-	-	-	-	-	-	-	(11,132.87)	-	-	(11,132.87)
Dividend distribution tax	-	-	-	-	-	-	-	(2,288.39)	-	-	(2,288.39)
Actuarial gain (loss) on gratuity fund including deferred tax thereon	-	-	-	-	-	-	-	-	-	43.54	43.54
Exchange differences on translation of foreign operations	-	-	-	-	-	-	-	-	2.76	-	2.76
Actuarial gain (loss) on gratuity fund including deferred tax thereon transferred to retained earnings	-	-	-	-	-	-	-	43.54	-	(43.54)	-
Balance as of September 30, 2018	85,720,971	428.60	0.19	14,911.40	10,145.19	1,564.53	35.28	5,523.96	12.23	-	32,621.38

(b) Six month period ended September 30, 2017

(Amounts in ₹ million, except share data)

Particulars	Equity share capital		Other equity								Total equity attributable to equity share holders of the Company
	Number of shares	Share Capital	Share application money pending allotment	Securities premium	General reserve	Employee stock options outstanding	Contribution from Ultimate Holding Company	Retained earnings	Other comprehensive income		
									Foreign currency translation reserve	Remeasurement of defined benefit obligation	
Balance as of April 1, 2017	85,106,406	425.53	26.16	12,528.56	10,145.19	1,835.05	-	1,793.01	5.70	-	26,759.20
<i>Changes in equity for the six month period ended September 30, 2017</i>											
Application money received for exercised options	-	-	376.57	-	-	-	-	-	-	-	376.57
Shares issued for exercised options	202,642	1.02	(399.96)	398.94	-	-	-	-	-	-	-
Stock compensation charge	-	-	-	-	-	345.39	-	-	-	-	345.39
Forfeiture of options	-	-	-	-	-	(16.72)	-	16.72	-	-	-
Stock compensation related to options exercised	-	-	-	336.30	-	(336.30)	-	-	-	-	-
Profit for the period	-	-	-	-	-	-	-	6,025.75	-	-	6,025.75
Interim equity dividend	-	-	-	-	-	-	-	(27.30)	-	-	(27.30)
Dividend distribution tax	-	-	-	-	-	-	-	(5.56)	-	-	(5.56)
Actuarial gain (loss) on gratuity fund including deferred tax thereon	-	-	-	-	-	-	-	-	-	1.67	1.67
Exchange differences on translation of foreign operations	-	-	-	-	-	-	-	-	3.49	-	3.49
Actuarial gain (loss) on gratuity fund including deferred tax thereon transferred to retained earnings	-	-	-	-	-	-	-	1.67	-	(1.67)	-
Balance as of September 30, 2017	85,309,048	426.55	2.77	13,263.80	10,145.19	1,827.42	-	7,804.29	9.19	-	33,479.21

Unaudited condensed statement of changes in equity for the six month period ended September 30, 2018 (continued)

(c) Year ended March 31, 2018

(Amounts in ₹ million, except share data)

Particulars	Equity share capital		Other equity							Total equity attributable to equity share holders of the Company	
	Number of shares	Share Capital	Share application money pending allotment	Securities premium	General reserve	Employee stock options outstanding	Contribution from Ultimate Holding Company	Retained earnings	Other comprehensive income		
									Foreign currency translation reserve		Remeasurement of defined benefit obligation
Balance as of April 1, 2017	85,106,406	425.53	26.16	12,528.56	10,145.19	1,835.05	-	1,793.01	5.70	-	26,759.20
<i>Changes in equity for the year ended March 31, 2018</i>											
Application money received for exercised options	-	-	587.91	-	-	-	-	-	-	-	587.91
Shares issued for exercised options	310,487	1.55	(612.16)	610.61	-	-	-	-	-	-	-
Stock compensation charge	-	-	-	-	-	635.18	28.91	-	-	-	664.09
Forfeiture of options	-	-	-	-	-	(46.80)	-	46.80	-	-	-
Stock compensation related to options exercised	-	-	-	524.37	-	(524.37)	-	-	-	-	-
Profit for the year	-	-	-	-	-	-	-	10,059.90	-	-	10,059.90
Interim equity dividend	-	-	-	-	-	-	-	(27.30)	-	-	(27.30)
Dividend distribution tax	-	-	-	-	-	-	-	(5.56)	-	-	(5.56)
Actuarial gain (loss) on gratuity fund including deferred tax thereon	-	-	-	-	-	-	-	-	-	29.02	29.02
Exchange differences on translation of foreign operations	-	-	-	-	-	-	-	-	3.77	-	3.77
Actuarial gain (loss) on gratuity fund including deferred tax thereon transferred to retained earnings	-	-	-	-	-	-	-	29.02	-	(29.02)	-
Balance as of March 31, 2018	85,416,893	427.08	1.91	13,663.54	10,145.19	1,899.06	28.91	11,895.87	9.47	-	38,071.03

The accompanying notes form an integral part of the financial statements.

Oracle Financial Services Software Limited

Notes annexed to and forming part of the unaudited condensed financial statements for the three and six month period ended September 30, 2018

Note 1: Corporate information

Oracle Financial Services Software Limited (the 'Company') was incorporated in India with limited liability on September 27, 1989. The Company is domiciled in India and has its registered office at Mumbai, Maharashtra, India. The Company is a subsidiary of Oracle Global (Mauritius) Limited holding 73.55% (March 31, 2018 – 73.82%) ownership interest in the Company as at September 30, 2018.

The Company is principally engaged in the business of providing information technology solutions to the financial services industry worldwide. The Company has a suite of banking products, which caters to the transaction processing and compliance needs of corporate, retail, investment banking, treasury operations and data warehousing.

The unaudited condensed standalone financial statements for the three and six month period ended September 30, 2018 were approved by the Company's Board of Directors and authorized for issue on November 2, 2018.

Note 2: Accounting policies

These interim standalone financial statements have been prepared in accordance with Ind AS 34 - Interim Financial Reporting as prescribed under Section 133 of the Companies Act, 2013 (the 'Act') read with relevant rules of the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

The Company has followed the same accounting policies and methods of computation in preparing the interim financial statements as were followed for the year ended March 31, 2018 except policies detailed below.

Revenue recognition

Effective April 1, 2018, the Company has adopted Ind AS 115 'Revenue from Contracts with Customers' retrospectively with the cumulative effect recognised at the date of initial application. The standard is applied only to contracts that are not completed as of April 1, 2018 and the comparative information is not restated in the financial statements. The cumulative effect of applying Ind AS 115 primarily relates to capitalisation of incremental cost associated with contracts and has been adjusted to the opening balance of retained earnings resulting in an increase of ₹ 26.26 million, net of tax. The adoption of Ind AS 115 did not have a material impact on the statement of profit and loss for three and six month period ended September 30, 2018.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration that the Company expects to receive in exchange for those products or services.

In arrangements for software development and related services along with maintenance services, the Company has applied the guidance as per Ind AS 115, 'Revenue from Contracts with Customers', by applying revenue recognition criteria for each distinct performance obligations. For allocating the transaction price, the Company has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. For software licenses, the Company is using a residual approach for estimating the standalone selling price of software license as the pricing is highly variable. For software development and related services, the performance obligations are satisfied as and when the services are rendered since the customer generally obtains control of the work as it progresses.

Revenue from licenses where the customer obtains a "right to use" the licenses is recognized at the time the license is made available to the customer. Where the license is required to be substantially customized as part of the implementation service the entire arrangement fee for license and implementation is considered to be a single performance obligation and the revenue is recognized using the percentage-of-completion method as the implementation is performed.

Oracle Financial Services Software Limited

Notes annexed to and forming part of the unaudited condensed financial statements for the three and six month period ended September 30, 2018

Revenue from fixed price contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized by reference to the stage of completion. Stage of completion is measured by reference to labour hours incurred to date as a percentage of total estimated labour hours for each contract. When the contract outcome cannot be measured reliably, revenue is recognised only to the extent that the expenses incurred are eligible to be recovered.

Revenue from contracts on time and material basis is recognized as services are performed.

Product maintenance revenue is recognised rateably over the period of the contract.

The Company accounts for modifications to existing contracts by assessing whether the services added are distinct and whether the pricing is at the standalone selling price. Services added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract if the additional services are priced at the standalone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the standalone selling price.

The Company presents revenues net of indirect taxes in its statement of profit and loss.

Revenue in excess of billing is classified as contract asset i.e. unbilled revenue while billing in excess of revenue is classified as contract liability i.e. deferred revenue. Contract assets are classified as unbilled receivables when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Unbilled revenues are classified as non-financial asset if the contractual right to consideration is dependent on completion of contractual milestones.

Deferred contract costs are incremental costs of obtaining a contract which are recognized as assets and amortized over the term of the contract.

Appendix B to Ind AS 21 Foreign Currency Transactions and Advance Considerations

Effective April 1, 2018, the Company has adopted Appendix B to Ind AS 21 “Foreign Currency Transactions and Advance Considerations” prospectively and the comparative information is not restated in the financial statements. The date of the transaction for the purpose of determining the exchange rate to be used on initial recognition of the related asset or liability, expense or income, is when the Company has received or paid advance consideration in foreign currency. The adoption of Appendix B to Ind AS 21, did not have a material impact on the statement of profit and loss for three and six month period ended September 30, 2018.

Note 3: Capital commitments against property, plant and equipment

Particulars	(Amounts in ₹ million)	
	September 30, 2018	March 31, 2018
Contracts remaining to be executed on capital account not provided for (net of advances).	240.23	235.24

Note 4: Revenue from operations for the six month period ended September 30, 2018 includes ₹ 617.84 million pertaining to earlier periods which has been recognised as the certainty of collection from the customer was established in the current period.

Note 5: With effect from April 1, 2018, the Company has amended its commercial arrangements with its subsidiary companies without modifying the substance of the arrangements and functions undertaken by the Company and its subsidiary companies. Consequently, there is a reduction in the revenue earned and the expenditure incurred by the Company in the current period and they are not comparable with the previous periods.

Oracle Financial Services Software Limited

Notes annexed to and forming part of the unaudited condensed financial statements for the three and six month period ended September 30, 2018

Note 6: Segment information

The Company is organized by business segment and geographically. For management purposes the Company is primarily organized on a worldwide basis into two business segments:

- a) Product licenses and related activities ('Products') and
- b) IT solutions and consulting services ('Services')

Segment revenue and expense:

Revenue is generated through licensing of software products as well as by providing software solutions to the customers including consulting services. The income and expenses which are not directly attributable to a business segment are shown as unallocable income and expenses.

Segment assets and liabilities:

Segment assets include all operating assets used by a segment and consist principally of trade receivables, net of allowances, unbilled revenue, deposits for premises and property, plant and equipment. Segment liabilities primarily include trade payables, deferred revenues, advance from customer, employee benefit obligations and other current liabilities. While most of such assets and liabilities can be directly attributed to individual segments, the carrying amount of certain assets and liabilities used jointly by two or more segments is allocated to the segment on a reasonable basis. Assets and liabilities that cannot be allocated between the segments are shown as part of unallocable assets and liabilities.

Three month period ended September 30, 2018			(Amounts in ₹ million)
Particulars	Products	Services	Total
Revenue from operations	7,726.51	1,051.91	8,778.42
Segment result	4,249.58	379.95	4,629.53
Unallocable expenses			(224.53)
Finance income			335.33
Other income, net			94.15
Profit before tax			4,834.48
Tax expenses			(1,611.94)
Profit for the period			3,222.54

Three month period ended September 30, 2017			(Amounts in ₹ million)
Particulars	Products	Services	Total
Revenue from operations	8,712.06	1,317.27	10,029.33
Segment result	3,896.10	139.19	4,035.29
Unallocable expenses			(79.61)
Finance income			99.53
Other income, net			41.55
Profit before tax			4,096.76
Tax expenses			(1,024.66)
Profit for the period			3,072.10

Six month period ended September 30, 2018			(Amounts in ₹ million)
Particulars	Products	Services	Total
Revenue from operations	16,647.25	1,985.43	18,632.68
Segment result	9,669.22	615.44	10,284.66
Unallocable expenses			(437.88)
Finance income			655.75
Other income, net			125.76
Profit before tax			10,628.29
Tax expenses			(3,667.72)
Profit for the period			6,960.57

Six month period ended September 30, 2017			(Amounts in ₹ million)
Particulars	Products	Services	Total
Revenue from operations	17,640.55	2,625.17	20,265.72
Segment result	8,222.04	229.50	8,451.54
Unallocable expenses			(439.21)
Finance income			260.36
Other income, net			60.84
Profit before tax			8,333.53
Tax expenses			(2,307.78)
Profit for the period			6,025.75

Oracle Financial Services Software Limited

Notes annexed to and forming part of the unaudited condensed financial statements for the three and six month period ended September 30, 2018

Other information

Three month period ended September 30, 2018				(Amounts in ₹ million)
Particulars	Products	Services	Unallocable	Total
Capital expenditure by segment				
Property, plant and equipment	36.29	6.16	0.02	42.47
Depreciation and amortization	90.68	20.70	3.66	115.04
Other non cash expenses	7.15	3.93	0.02	11.10
Segment assets	10,002.86	1,915.37	27,589.50	39,507.73
Segment liabilities	5,440.93	778.49	666.93	6,886.35
Equity	-	-	32,621.38	32,621.38

Three month period ended September 30, 2017				(Amounts in ₹ million)
Particulars	Products	Services	Unallocable	Total
Capital expenditure by segment				
Property, plant and equipment	46.41	7.80	1.71	55.92
Depreciation and amortization	115.26	27.34	5.27	147.87
Other non cash expenses	(14.47)	0.28	(196.71)	(210.90)
Segment assets	14,208.60	2,248.43	25,077.42	41,534.45
Segment liabilities	6,296.40	1,092.88	665.96	8,055.24
Equity	-	-	33,479.21	33,479.21

Six month period ended September 30, 2018				(Amounts in ₹ million)
Particulars	Products	Services	Unallocable	Total
Capital expenditure by segment				
Property, plant and equipment	100.32	19.53	3.28	123.13
Depreciation and amortization	189.24	40.62	7.32	237.18
Other non cash expenses	147.28	25.41	0.05	172.74
Segment assets	10,002.86	1,915.37	27,589.50	39,507.73
Segment liabilities	5,440.93	778.49	666.93	6,886.35
Equity	-	-	32,621.38	32,621.38

Six month period ended September 30, 2017				(Amounts in ₹ million)
Particulars	Products	Services	Unallocable	Total
Capital expenditure by segment				
Property, plant and equipment	95.34	18.78	3.94	118.06
Depreciation and amortization	235.48	54.37	9.57	299.42
Other non cash expenses	(43.64)	(4.86)	(196.71)	(245.21)
Segment assets	14,208.60	2,248.43	25,077.42	41,534.45
Segment liabilities	6,296.40	1,092.88	665.96	8,055.24
Equity	-	-	33,479.21	33,479.21

Note 7: Other operating expenses for the three and six month period ended September 30, 2017 includes ₹ 196.75 million towards reversal of provision for diminution in value of investment in ISP Internet Mauritius Company along with reversal of provision for loss in fair value of loan given to ISP Internet Mauritius Company.

Oracle Financial Services Software Limited

Notes annexed to and forming part of the unaudited condensed financial statements for the three and six month period ended September 30, 2018

Note 8: Disaggregate revenue information

The table below presents disaggregated revenues from contracts with customers by geography, streams and type of contract for each of our business segments.

Three month period ended September 30, 2018

Particulars	(Amounts in ₹ million)		
	Products	Services	Total
Revenues by geography			
India	567.32	0.28	567.60
Outside India			
Americas			
United States of America	1,312.66	690.16	2,002.82
Rest of America	491.74	16.93	508.67
Europe	1,233.24	198.32	1,431.56
Asia Pacific	2,174.72	108.92	2,283.64
Middle East and Africa	1,946.83	37.30	1,984.13
	7,726.51	1,051.91	8,778.42

Revenues by streams and type of contract

License fees	827.27	-	827.27
Maintenance fees	2,920.04	-	2,920.04
Consulting fees			-
Fixed price	2,368.24	258.74	2,626.98
Time and material basis	1,610.96	793.17	2,404.13
	7,726.51	1,051.91	8,778.42

Six month period ended September 30, 2018

Particulars	(Amounts in ₹ million)		
	Products	Services	Total
Revenues by geography			
India	1,428.88	18.59	1,447.47
Outside India			
Americas			
United States of America	2,686.60	1,237.17	3,923.77
Rest of America	982.18	43.76	1,025.94
Europe	2,505.73	397.55	2,903.28
Asia Pacific	4,521.52	205.09	4,726.61
Middle East and Africa	4,522.34	83.27	4,605.61
	16,647.25	1,985.43	18,632.68

Revenues by streams and type of contract

License fees	2,406.13	-	2,406.13
Maintenance fees	5,767.36	-	5,767.36
Consulting fees			-
Fixed price	5,039.46	554.24	5,593.70
Time and material basis	3,434.30	1,431.19	4,865.49
	16,647.25	1,985.43	18,632.68

Oracle Financial Services Software Limited

Unaudited condensed statement of cash flow for the six month period ended September 30, 2018

	(Amounts in ₹ million)	
	Six month period ended September 30,	
	2018	2017
Net cash provided by operating activities	6,084.20	2,101.47
Net cash provided by (used in) investing activities	5,784.37	(4,240.37)
Net cash (used in) financing activities	(12,764.56)	(16,890.02)
Net (decrease) in cash and cash equivalents	(895.99)	(19,028.92)
Cash and cash equivalents at beginning of the period	2,111.89	20,990.75
Effect of exchange difference on cash and bank balances	37.66	24.46
Cash and cash equivalents at end of the period	1,253.56	1,986.29
Component of cash and cash equivalents		
Balances with banks:		
In current accounts	938.32	1,010.47
In deposit accounts with original maturity of less than three months	200.07	850.26
In unclaimed dividend account*	115.17	125.56
Total cash and cash equivalents	1,253.56	1,986.29

* These balances will be utilized only towards the respective unpaid dividend.