

Independent Auditor's Review Report on quarterly and Year-to-date unaudited consolidated financial results of 3i Infotech Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To The Board of Directors 3i Infotech Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of **3i Infotech Limited** ("the Parent"), its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its share of the net profit/(loss) after tax and total comprehensive income/(loss) of its joint venture for the quarter ended December 31, 2021 and for the period from April 1, 2021 to December 31, 2021 ("the statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") read with circular (Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019) issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement 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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. The Statement includes the results of the following entities:

Sr. No.	Subsidiaries reviewed:
1	3i Infotech Consultancy Services Limited



2	3i Infotech BPO Limited
3	Professional Access Software Development Private Limited
4	3i Infotech Inc
5	3i Infotech (Middle East) FZ LLC
6	3i Infotech Asia Pacific Pte Limited
7	3i Infotech SDN BHD
8	3i Infotech (Thailand) Limited
9	3i Infotech Software Solutions LLC
Sr. No.	Subsidiaries not reviewed:
1	3i Infotech Services SDN BHD
2	3i Infotech (UK) Limited
3	3i Infotech (Western Europe) Group Limited
4	3i Infotech (Western Europe) Holdings Limited
5	Rhyme Systems Limited
6	3i Infotech Saudi Arabia LLC
7	3i Infotech Holdings Private Limited
8	3i Infotech (Africa) Limited
9	3i Infotech (South Africa) (Pty) Limited
10	Elegon Infotech Limited
11	3i Infotech (Cyprus) Limited (formerly known as Black-Barret Holdings Limited)
12	3i Infotech Netherlands B.V
13	3i Infotech Nigeria Limited
14	3i Infotech (Canada) INC.
Sr. No.	Joint Venture not reviewed
1	Process Central Limited, Nigeria- Joint Venture

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the branch auditors and other auditors referred to in paragraph 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.



6. Emphasis of Matter

We draw attention to Note No. 9 of the Consolidated Financial Results, which relates to differences in balances of the subsidiary 3i Infotech Saudi Arabia LLC amounting to INR 163 Lakhs due to certain transactions not being considered for consolidation purpose, which the management is in the process of reconciliation.

Our conclusion is not modified in respect of this matter.

7. We have reviewed the interim financial information of 3 subsidiaries included in the statement, whose interim financial information reflects total revenue of Rs. 1,566.50 Lakhs and Rs. 4,170.21 Lakhs, total net profit after tax of Rs. 170.27 Lakhs and Rs. 440.92 Lakhs and total comprehensive income of Rs. 146.92 Lakhs and Rs. 370.88 Lakhs for the quarter ended December 31, 2021 and for the period from April 1, 2021 to December 31, 2021 respectively.

We did not review the interim financial information of 6 subsidiaries included in the statement, whose interim financial information reflects total revenue of Rs. 11,235.68 Lakhs and Rs. 33,176.98 Lakhs, total net profit/(Loss) after tax of Rs. (381.04) Lakhs and Rs. (2,368.02) Lakhs and total comprehensive income of Rs. (385.58) Lakhs and Rs. (2,394.62) Lakhs for the quarter ended December 31, 2021 and for the period from April 1, 2021 to December 31, 2021 respectively. The interim financial information of these subsidiaries has been reviewed by their respective independent auditors. The independent auditors' reports on financial information of these subsidiaries have been furnished to us and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph 4 above.

Certain of these subsidiaries are located outside India whose financial information have been prepared in accordance with the accounting principles generally accepted in their respective countries and which have been reviewed by other auditor's under generally accepted accounting standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. Our conclusion in so far as it relates to the balances and affairs of such subsidiaries and joint ventures located outside India is based on the reports of other auditors and the conversion adjustments prepared by the management of the Company.

We did not review the interim financial information of 14 subsidiaries and 1 Joint venture included in the statement, whose interim financial information reflects total revenue of Rs. 267.49 Lakhs and Rs. 1,534.46 Lakhs, total net profit/(loss) after tax of Rs. 219.73 Lakhs and Rs. (97.85) Lakhs and total comprehensive income/(loss) of Rs. 215.67 Lakhs and Rs. (360.09) Lakhs for the quarter ended December 31, 2021 and for the period April 1, 2021 to December 31, 2021 respectively, 2021. These unaudited financial information have been furnished to us by the Board of Directors and our conclusion on the Consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and a joint



venture is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Board of Directors, these interim Financial Statements are not material to the Group.

Our conclusion on the Consolidated Financial Results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Financial Results/financial information certified by the Board of Directors.

For GMJ & Co
Chartered Accountants
FRN:103429W



Sanjeev Maheshwari
Partner

M. N.38755

UDIN: 22038755AAYSCO4392



Place: Mumbai

Date: February 09, 2022

Independent Auditor's Review Report on Quarterly and Year to Date Unaudited Standalone Financial Results of 3i Infotech Limited pursuant to the regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To The Board of Directors 3i Infotech Ltd

1. We have reviewed the accompanying statement of unaudited standalone financial results of **3i Infotech Limited** ("the Company") for the quarter ended December 31, 2021 and year to date from April 1, 2021 to December 31, 2021 (the "Statement"), being submitted by the company pursuant to requirement of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations") read with circular (Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019) issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.
2. This statement is the responsibility of the Company's Management and has been approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 'Interim Financial Reporting' prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.
3. We conducted our review of the Statement 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 financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedure 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.
4. 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 Indian Accounting Standards prescribed under section 133 of Companies Act 2013 read with rules issued thereunder and other recognized accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of



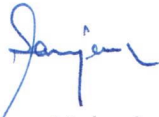
the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. Emphasis of Matter

We draw attention to Note No. 9 of the Standalone Financial Results, which relates to differences in balances with the subsidiary 3i Infotech Saudi Arabia LLC amounting to INR 8,085 Lakhs, relating to various previous financial years, for which the company is in the process of obtaining approvals for compliances.

Our conclusion is not modified in respect of this matter.

For GMJ & Co
Chartered Accountants
FRN: 103429W



Sanjeev Maheshwari
Partner

M.No. 038755

UDIN: 22038755AAYUYD2350



Place: Mumbai

Date: February 09, 2022

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3i Infotech Limited (CIN: L67120MH1993PLC074411)

Regd. office: Tower # 5, International Infotech Park, Vashi Station Complex, Navi Mumbai 400703, Maharashtra, India.

Email: investors@3i-infotech.com

Website: www.3i-infotech.com

Tel No.: 022-7123 8000

Statement of Unaudited Consolidated Financial Results for the quarter and nine months ended December 31, 2021

(Rupees in Lakhs) Except EPS

	Particulars	Quarter Ended			Year to Date		Year Ended
		31-12-2021	30-09-2021	31-12-2020	31-12-2021	31-12-2020	31-03-2021
		(Unaudited)	(Unaudited)	(Unaudited- Restated)	(Unaudited)	(Unaudited- Restated)	(Audited)
I	Revenue from Operations	16,570	17,582	15,785	50,138	45,945	60,862
II	Other Income	426	617	188	1,370	1,025	2,359
III	Total Income (I+II)	16,996	18,199	15,973	51,508	46,970	63,221
IV	Expenses						
(a)	Employee benefits expense	14,023	13,842	12,160	40,205	35,775	49,639
(b)	Cost of third party products and services	1,473	1,951	1,651	4,867	3,631	5,706
(c)	Finance costs (excluding unwinding of discount under Ind AS 109 on Fair Valuation of Preference Share Capital, FCCBs and Interest free debts) (See Note 4)	172	224	925	556	2,919	3,804
(d)	Depreciation and amortization expense*	356	311	430	957	1,204	1,542
(e)	Other expenses	1,965	3,618	838	7,637	3,442	9,015
	Total Expenses (IV)	17,989	19,946	16,004	54,222	46,971	69,706
V	Profit / (Loss) before Forex loss / (gain) and Tax (III-IV)	(993)	(1,747)	(31)	(2,714)	(1)	(6,485)
VI	Foreign exchange loss/(gain) (net)	(76)	176	(148)	148	(131)	(199)
VII	Profit / (Loss) before Tax (V-VI)	(917)	(1,923)	117	(2,862)	130	(6,286)
VIII	Unwinding of discount under Ind AS 109 on Fair Valuation of Preference Share Capital, FCCBs and Interest free debts (See Note 4)	65	98	1,166	256	3,490	4,669
IX	Profit / (Loss) before Exceptional Items and Tax (VII-VIII)	(882)	(2,021)	(1,049)	(3,118)	(3,360)	(10,955)
X	Exceptional Item - Expense / (Income)	970	199	-	1,734	-	(39,038)
XI	Profit / (Loss) before Tax (IX-X)	(1,952)	(2,220)	(1,049)	(4,852)	(3,360)	28,083
XII	Tax expense	311	89	493	508	1,014	2,306
XIII	Profit / (Loss) for the period (XI-XII)	(2,263)	(2,309)	(1,542)	(5,360)	(4,374)	25,777
XIV	Profit/(loss) for the year from Discontinued Operations	-	-	3,729	-	9,141	13,339
XV	Other Comprehensive Income						
	A.(i) Other Comprehensive income not to be reclassified to profit and loss	(279)	(728)	3	(1,150)	(106)	(443)
	(ii) Income tax relating to items that will not be reclassified to profit and loss.	9	5	(3)	25	(9)	46
XVI	Total Comprehensive income for the period (XIII+XIV+XV)	(2,533)	(3,032)	2,187	(6,485)	4,652	38,719
	Profit for the year attributable to:						
	Equity holders of the parent	(2,263)	(2,309)	2,187	(5,360)	4,767	39,116
	Non-controlling interests	-	-	-	-	-	-
	Total comprehensive income for the year attributable to:						
	Equity holders of the parent	(2,533)	(3,032)	2,187	(6,485)	4,652	38,719
	Non-controlling interests	-	-	-	-	-	-
XVII	Paid-up equity share capital (Face value of Rs.10 per share)	16,544	16,167	1,61,665	16,544	1,61,665	1,61,665
XVIII	Earnings per equity share (Rs.)						
	Basic & Diluted EPS (on Profit for the period-Continuing Operations)	(1.37)	(1.43)	(0.10)	(3.32)	(0.27)	1.59
	Basic & Diluted EPS (on Profit for the period-Discontinued Operations)	-	-	0.23	-	0.57	0.83
	The below EPS is calculated on Profit for the period before unwinding of discount under Ind AS 109 (See Note 4)						
	Basic & Diluted EPS (on Profit for the period before unwinding of discount under Ind AS 109)	(1.33)	(1.37)	(0.02)	(3.16)	(0.05)	1.88



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Notes:

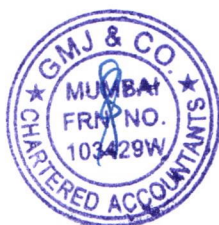
- 1 The consolidated financial results of the Company for the quarter and nine months ended December 31, 2021 have been reviewed by the Audit Committee and approved by the Board of Directors of the Company (the "Board") at their meetings held on February 9, 2022.
- 2 The figures of the third quarter are the balancing figures between unaudited figures for the nine months and unaudited figures published for half year ended of the financial year.
- 3 As required under Ind AS 109, there has been an additional charge of interest (notional) on financial instruments, viz. FCCBs, which has been shown as a separate line item; viz. (item VIII) in the Financial Results.
- 4 The Board, at its meeting held on August 10, 2021, had fixed Tuesday, August 31, 2021 as the Record Date for the purpose of determining the shareholders whose shares will be reduced and consolidated pursuant to the Scheme of Arrangement between the Company and its Shareholders under sections 230 to 232 of the Companies Act, 2013 ("Scheme") sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) vide order pronounced on April 26, 2021. The Company had earlier received the certified copy of the NCLT order sanctioning the Scheme on June 10, 2021, and filed the same with the Registrar of Companies on June 15, 2021 to make the Scheme effective. The ISIN of equity shares of the Company was temporarily suspended for trading by the stock exchanges from August 30, 2021 to October 21, 2021 for facilitating implementation of the Scheme. Accordingly, the entire issued, subscribed and paid up equity share capital of the Company as on the Record Date was reduced to 16,16,65,487 fully paid-up equity shares of face value INR 10 each on September 7, 2021 when the Company finished giving effect of the Scheme on the equity share capital of the Company. Equity shares constituting the post-Scheme equity capital of the Company were allowed to trade again by the stock exchanges from October 22, 2021.
- 5 As informed in the Company's intimation to stock exchanges dated March 31, 2021, the Company had completed the slump sale of the global software products business of the Company (including its worldwide subsidiaries other than the sale of such business of its subsidiaries in Saudi Arabia and Thailand, the completion of which is to occur separately subject to regulatory approvals) on a going concern basis to Azentio Software Private Limited (and its affiliates) ("Buyer"), pursuant to inter alia the business transfer agreement dated December 28, 2020 executed between the Company and the Buyer. During the quarter, the Company has, on November 12, 2021, completed the slump sale of the software products business of its subsidiary in Saudi Arabia on a going concern basis to the Buyer. Completion of sale of software product business of its subsidiary in Thailand will occur separately subject to statutory approvals. The Company has receivables from and payables to the Buyer for various transactions such as part consideration receivable, debtors collection, receivable for services provided to the Buyer, shared premises, etc. The reconciliation and closure of all the transactions is still going on. The impact of such reconciliation will not have material impact on the financial results of the Company.
- 6 During the quarter, pursuant to approval of the Reserve Bank of India and the holders of foreign currency convertible bonds of the Company ("Bonds"), the Board, at its meeting held on October 25, 2021, approved the change in terms of redemption of outstanding Bonds and fixed November 2, 2021 as the date from which the amendments in terms of Bonds for facilitating early redemption would come into effect and December 2, 2021 as the date of early redemption of outstanding Bonds. Accordingly, all outstanding Bonds having principal amount of USD 1.27 crores stand redeemed in full before maturity. Consequent to this early redemption, the IndAS 109 entries in the books of accounts have been unwinded. This has resulted in an exceptional book loss of INR 10.66 crores, which has been disclosed under exceptional items in the current quarter.
- 7 During the quarter, on November 15, 2021, the Company has completed redemption of the balance outstanding Class B Preference Shares amounting to Rs. 2.50 crores for the one Class B Preference Shareholder to whom payment remained to be done earlier in May 2021 on such terms as agreed between the Preference Shareholders and the Company. These preference shares could not be redeemed earlier on account of the orders of the Debts Recovery Tribunal dated April 15, 2021 and May 11, 2021. With this redemption, all preference shares issued by the Company stand duly redeemed.
- 8 During the quarter, upon exercise of stock options under Employee Stock Option Scheme 2007 and Employee Stock Option Scheme 2018, the Company has allotted in aggregate 37,70,730 (Thirty seven lakhs seventy thousand seven hundred thirty) equity shares to its eligible employees.
- 9 The books of accounts of 3i Infotech Saudi Arabia LLC reflect debit balances/ credit balances net amounting to INR 1.63 crores. This net difference represents entries passed in previous financial years in various accounts based on local accounting and compliance requirements which has not been incorporated in the above consolidated results. The Company is in the process of reconciling the differences.
- 10 Estimation of uncertainties relating to the global health pandemic from COVID-19 (COVID-19):
The Group has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues, goodwill and intangible assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Group, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts and consensus estimates from market sources on the expected future performance of the Group. The Group has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered.
- 11 Figures for the previous period have been regrouped/rearranged wherever necessary to conform to the presentation of the current period.
- 12 The results for the quarter ended December 31, 2021 are available on BSE Limited's website (www.bseindia.com), National Stock Exchange of India Limited's website (www.nseindia.com) and on the Company's website (www.3i-infotech.com).
- 13 The disclosure in respect of standalone financials are as under:

Particulars	Quarter Ended			(Rupees in Lakhs)
	31-12-2021	30-09-2021	31-12-2020	Year Ended
	(Unaudited)	(Unaudited)	(Unaudited- Restated)	31-03-2021 (Audited)
Net Sales/Income from Operations	4,686	5,807	5,234	20,777
Profit/(Loss) before unwinding of discount under IndAS109 & Tax	(1,628)	(1,567)	1,285	(22)
Profit / (Loss) Before Tax	(1,110)	(1,091)	723	(2,310)
Profit (Loss) for the period	(2,177)	(1,242)	734	25,404
Total comprehensive income for the period	(2,415)	(1,715)	1,907	32,161

By order of the Board
for 3i Infotech Limited

Navi Mumbai
February 09, 2022

Thompson Gnanam
Managing Director & Global CEO



CONSOLIDATED



3i Infotech Limited (CIN: L67120MH1993PLC074411)

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Unaudited Consolidated Segment Information for the quarter and nine months ended December 31, 2021

(Rupees in Lakhs)

	Particulars	Quarter Ended			Year to Date		Year Ended
		31-12-2021	30-09-2021	31-12-2020	31-12-2021	31-12-2020	31-03-2021
		(Unaudited)	(Unaudited)	(Unaudited- Restated)	(Unaudited)	(Unaudited- Restated)	(Audited)
1	Segment Revenue						
	IT Solutions	14,765	15,984	14,357	45,284	42,228	55,593
	Transaction Services	1,805	1,598	1,428	4,854	3,717	5,269
	Total Net Sales/Income From Operations (a+b)	16,570	17,582	15,785	50,138	45,945	60,862
2	Segment Results (Gross Profit)						
	IT Solutions	(163)	1,213	2,366	3,339	6,598	8,005
	Transaction Services	181	107	314	610	606	940
	Total	18	1,320	2,680	3,949	7,204	8,945
Less:							
(i)	Operating, Selling and Other expenses	909	3,149	1,544	6,520	4,107	12,443
(ii)	Finance cost (including unwinding of discount under Ind AS 109) (See Note 4)	237	322	2,091	812	6,409	8,473
(iii)	Depreciation & Amortization	356	311	430	957	1,204	1,542
(iv)	Foreign Exchange loss/(gain)	(76)	176	(148)	148	(131)	(199)
Add:							
(v)	Un-allocable income	426	617	188	1,370	1,025	2,359
(vi)	Exceptional Item	(970)	(199)	-	(1,734)	-	39,038
	Total Profit Before Tax	(1,952)	(2,220)	(1,049)	(4,852)	(3,360)	28,083

The 3i Infotech Group (the "Group") undertakes sale of 'IT Solutions' (software services, software development, consulting and IT infrastructure services) and 'Transaction Services' (IT enabled services). These businesses have been considered as "Primary segments". The segment results have been arrived at before allocating certain expenses which are un-allocable in nature and are disclosed as "Selling and other expenses". Considering the nature of the Group's businesses, the assets and liabilities cannot be identified with any specific business segment and hence, the figures for capital employed have not been disclosed.



STANDALONE



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Statement of Standalone Unaudited Financial Results for the quarter and nine months ended December 31, 2021

(Rupees in Lakhs) Except EPS

	Particulars	Quarter Ended			Year to Date		Year Ended
		31-12-2021	30-09-2021	31-12-2020	31-12-2021	31-12-2020	31-03-2021
		(Unaudited)	(Unaudited)	(Unaudited- Restated)	(Unaudited)	(Unaudited- Restated)	(Audited)
I	Revenue from Operations	4,686	5,807	5,234	15,803	15,555	20,777
II	Other Income (excluding unwinding of discount under Ind AS 109 on Fair Valuation of Investment in Preference Shares) (See Note 4)	327	469	272	1,169	1,097	2,010
III	Total Income (I+II)	5,013	6,276	5,506	16,972	16,652	22,787
IV	Expenses						
(a)	Employee benefits expense	3,042	2,797	1,423	8,108	5,098	8,841
(b)	Cost of third party products and services	1,807	2,069	1,114	5,509	3,746	5,441
(c)	Finance costs (excluding unwinding of discount under Ind AS 109 on Fair Valuation of Preference share Capital, FCCBs and Interest free debts) (See Note 4)	223	215	942	632	2,910	3,746
(d)	Depreciation and amortization expense	316	268	372	829	1,019	1,281
(e)	Other expenses	941	2,014	117	3,485	1,145	1,793
	Total Expenses (IV)	6,329	7,363	3,968	18,563	13,918	21,102
V	Profit / (Loss) before Forex loss / (gain) and Tax (III-IV)	(1,316)	(1,087)	1,538	(1,591)	2,734	1,685
VI	Foreign exchange loss/(gain) (net)	312	480	253	(712)	1,076	1,707
VII	Profit / (Loss) before Tax (V-VI)	(1,628)	(1,567)	1,285	(879)	1,658	(22)
VIII	Unwinding of discount under Ind AS 109 expenses / (income) (net) on Fair Valuation of Investment in Preference Shares, Preference Share Capital, FCCBs and interest free debts (See Note 4)	(518)	(476)	562	(1,465)	1,704	2,288
IX	Profit / (Loss) before Exceptional Items and Tax (VII-VIII)	(1,110)	(1,091)	723	586	(46)	(2,310)
X	Exceptional Item - Expense / (Income)	1,067	151	-	1,830	-	(27,729)
XI	Profit / (Loss) before Tax (IX-X)	(2,177)	(1,242)	723	(1,244)	(46)	25,419
XII	Tax expense	-	-	(11)	-	14	15
XIII	Profit / (Loss) for the period (XI-XII)	(2,177)	(1,242)	734	(1,244)	(60)	25,404
XIV	Profit/(loss) for the year from Discontinued Operations	-	-	1,254	-	4,710	7,037
XV	Other Comprehensive Income						
A.(i)	Other Comprehensive income not to be reclassified to profit and loss	(238)	(473)	(81)	(766)	(268)	(280)
(ii)	Income tax relating to items that will not be reclassified to profit and loss.	-	-	-	-	-	-
XVI	Total Comprehensive income for the period (XIII+XIV+XV)	(2,415)	(1,715)	1,907	(2,010)	4,382	32,161
XVII	Paid-up equity share capital (Face value of Rs.10 per share)	16,544	16,167	1,61,665	16,544	1,61,665	1,61,665
XVIII	Earnings per equity share (Rs.)						
	Basic & Diluted EPS (on Profit for the period-Continuing Operations)	(1.32)	(0.77)	0.05	(0.77)	(0.00)	1.57
	Basic & Diluted EPS (on Profit for the period-Discontinued Operations)	-	-	0.08	-	0.29	0.44
	The below EPS is calculated on Profit for the period before unwinding of discount under Ind AS 109 (See Note 4)						
	Basic & Diluted EPS (on Profit for the period before unwinding of discount under Ind AS 109)	(1.63)	(1.06)	0.08	(1.68)	0.10	1.71



STANDALONE

Notes:

- 1 The standalone financial results of the Company for the quarter and nine months ended December 31, 2021 have been reviewed by the Audit Committee and approved by the Board of Directors of the Company (the "Board") at their meetings held on February 9, 2022.
- 2 The figures of the third quarter are the balancing figures between unaudited figures for the nine months and unaudited figures published for half year ended of the financial year.
- 3 As required under Ind AS 109, there has been a net additional income/expense (notional) on financial instruments; viz. Preference shares; FCCBs; interest free debts and Investment in Preference Shares, which has been shown as a separate line item; viz. (item VIII) in the Financial Results.
- 4 The Board, at its meeting held on August 10, 2021, had fixed Tuesday, August 31, 2021 as the Record Date for the purpose of determining the shareholders whose shares will be reduced and consolidated pursuant to the Scheme of Arrangement between the Company and its Shareholders under sections 230 to 232 of the Companies Act, 2013 ("Scheme") sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) vide order pronounced on April 26, 2021. The Company had earlier received the certified copy of the NCLT order sanctioning the Scheme on June 10, 2021, and filed the same with the Registrar of Companies on June 15, 2021 to make the Scheme effective. The ISIN of equity shares of the Company was temporarily suspended for trading by the stock exchanges from August 30, 2021 to October 21, 2021 for facilitating implementation of the Scheme. Accordingly, the entire issued, subscribed and paid up equity share capital of the Company as on the Record Date was reduced to 16,16,65,487 fully paid-up equity shares of face value INR 10 each on September 7, 2021 when the Company finished giving effect of the Scheme on the equity share capital of the Company. Equity shares constituting the post-Scheme equity capital of the Company were allowed to trade again by the stock exchanges from October 22, 2021.
- 5 As informed in the Company's intimation to stock exchanges dated March 31, 2021, the Company had completed the slump sale of the global software products business of the Company (including its worldwide subsidiaries other than the sale of such business of its subsidiaries in Saudi Arabia and Thailand, the completion of which is to occur separately subject to regulatory approvals) on a going concern basis to Azentio Software Private Limited (and its affiliates) ("Buyer"), pursuant to inter alia the business transfer agreement dated December 28, 2020 executed between the Company and the Buyer. During the quarter, the Company has, on November 12, 2021, completed the slump sale of the software products business of its subsidiary in Saudi Arabia on a going concern basis to the Buyer. Completion of sale of software product business of its subsidiary in Thailand will occur separately subject to statutory approvals. The Company has receivables from and payables to the Buyer for various transactions such as part consideration receivable, debtors collection, receivable for services provided to the Buyer, shared premises, etc. The reconciliation and closure of all the transactions is still going on. The impact of such reconciliation will not have material impact on the financial results of the Company.
- 6 During the quarter, pursuant to approval of the Reserve Bank of India and the holders of foreign currency convertible bonds of the Company ("Bonds"), the Board, at its meeting held on October 25, 2021, approved the change in terms of redemption of outstanding Bonds and fixed November 2, 2021 as the date from which the amendments in terms of Bonds for facilitating early redemption would come into effect and December 2, 2021 as the date of early redemption of outstanding Bonds. Accordingly, all outstanding Bonds having principal amount of USD 1.27 crores stand redeemed in full before maturity. Consequent to this early redemption, the IndAS 109 entries in the books of accounts have been unwinded. This has resulted in an exceptional book loss of INR 10.66 crores, which has been disclosed under exceptional items in the current quarter.
- 7 During the quarter, on November 15, 2021, the Company has completed redemption of the balance outstanding Class B Preference Shares amounting to Rs. 2.50 crores for the one Class B Preference Shareholder to whom payment remained to be done earlier in May 2021 on such terms as agreed between the Preference Shareholders and the Company. These preference shares could not be redeemed earlier on account of the orders of the Debts Recovery Tribunal dated April 15, 2021 and May 11, 2021. With this redemption, all preference shares issued by the Company stand duly redeemed.
- 8 During the quarter, upon exercise of stock options under Employee Stock Option Scheme 2007 and Employee Stock Option Scheme 2018, the Company has allotted in aggregate 37,70,730 (Thirty seven lakhs seventy thousand seven hundred thirty) equity shares to its eligible employees.
- 9 The books of accounts of the parent and subsidiaries reflect debit balances/ credit balances of the counter entity. In case of 3i Infotech Limited, the parent and 3i Infotech Saudi Arabia LLC a subsidiary there is a difference in the balances reflected to the tune of INR 80.85 crores. This net difference represents entries passed in previous financial years in various accounts based on local accounting and compliance requirements. The Company is in the process of obtaining required approvals to pass the necessary accounting entries to eliminate the differences.
- 10 Estimation of uncertainties relating to the global health pandemic from COVID-19 (COVID-19):
The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues, goodwill and intangible assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts and consensus estimates from market sources on the expected future performance of the Company. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered.
- 11 Figures for the previous period have been regrouped/rearranged wherever necessary to conform to the presentation of the current period.
- 12 The results for the quarter ended December 31, 2021 are available on BSE Limited's website (www.bseindia.com), National Stock Exchange of India Limited's website (www.nseindia.com) and on the Company's website (www.3i-infotech.com).

**By order of the Board
for 3i Infotech Limited**

Navi Mumbai
February 09, 2022

**Thompson Gnanam
Managing Director & Global CEO**

