

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, 2020 and for the period from April 1, 2020 to December 31, 2020 ("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. 5 of the Consolidated Financial Results, which relates to differences in balances of the subsidiary 3i Infotech Saudi Arabia LLC amounting to INR 422 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. 1,220.95 Lakhs and Rs. 3,036.12 Lakhs, total net profit after tax of Rs. 59.49 Lakhs and Rs. 205.31 Lakhs and total comprehensive income of Rs. 68.01 Lakhs and Rs. 230.90 Lakhs for the quarter ended December 31, 2020 and for the period from April 1, 2020 to December 31, 2020 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. 17,015.59 Lakhs and Rs. 48,469.44 Lakhs, total net profit after tax of Rs. 561.42 Lakhs and Rs. 2,398.44 Lakhs and total comprehensive income of Rs. 575.06 Lakhs and Rs. 2,402.02 Lakhs for the quarter ended December 31, 2020 and for the period from April 1, 2020 to December 31, 2020 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. 3,967.17 Lakhs and Rs. 8,467.68 Lakhs, total net profit/(loss) after tax of Rs. 345.90 Lakhs and Rs. (568.68) Lakhs and total comprehensive income/(loss) of Rs. 405.69 Lakhs and Rs. (444.23) Lakhs for the quarter ended December 31, 2020 and for the period April 1, 2020 to December 31, 2020 respectively, 2020. 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



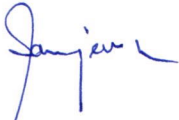
it relates to the amounts and disclosures included in respect of these subsidiaries and a joint venture is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Board of Directors, these interim Financial Statements are 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: 21038755AAAAAO3555



Place: Mumbai

Date: January 28, 2021

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, 2020 and year to date from April 1, 2020 to December 31, 2020 (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.

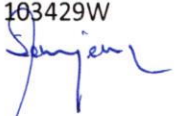


5. Emphasis of Matter

We draw attention to Note No. 5 of the Standalone Financial Results, which relates to differences in balances with the subsidiary 3i Infotech Saudi Arabia LLC amounting to INR 7,405 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: 21038755AAAAAN6682



Place: Mumbai
Date: January 28, 2021

CONSOLIDATED



3i Infotech Limited (CIN: L67120MH1993PLC074411)

Regd. office: Tower # 5, 3rd to 6th Floors, International Infotech Park, Vashi, Navi Mumbai 400 703

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, 2020

(Rupees in Lakhs) Except EPS

Particulars	Quarter Ended			Year to Date		
	(31/12/2020) (Unaudited)	(30/09/2020) (Unaudited)	(31/12/2019) (Unaudited)	(31/12/2020) (Unaudited)	(31/12/2019) (Unaudited)	(31/03/2020) (Audited)
I Revenue from Operations	27,331	25,080	28,734	76,384	86,361	114,132
II Other Income	188	356	1,389	1,025	1,805	1,954
Total Income (I+II) = III	27,519	25,436	30,123	77,409	88,166	116,086
IV Expenses						
(a) Employee benefits expense	17,204	16,304	16,804	50,063	49,206	65,809
(b) Cost of third party products and services	2,535	1,680	3,638	6,450	14,772	17,207
(c) Finance costs (excluding unwinding of discount under Ind AS 109 on Fair Valuation of Preference Share Capital, Foreign Currency Convertible Bonds (FCCBs) and Interest free debts) (See Note 4)	925	995	1,149	2,919	3,590	4,701
(d) Depreciation and amortization expense	498	506	574	1,491	1,653	1,908
(e) Other expenses	2,659	2,750	3,785	7,345	10,135	13,270
Total Expenses (IV)	23,821	22,235	25,950	68,268	79,357	102,896
V Profit / (Loss) before Forex loss / (gain) and Tax (III-IV)	3,698	3,201	4,173	9,141	8,809	13,190
VI Foreign exchange loss/(gain) (net)	(148)	140	(57)	(130)	155	705
VII Profit / (Loss) before Tax (V-VI)	3,846	3,061	4,230	9,271	8,654	12,485
VIII Unwinding of discount under Ind AS 109 on Fair Valuation of Preference Share Capital, Foreign Currency Convertible Bonds (FCCBs) and Interest free debts (See Note 4)	1,166	1,164	1,114	3,491	3,237	4,339
IX Profit / (Loss) before Tax (VII-VIII)	2,680	1,897	3,116	5,780	5,416	8,146
X Tax expense	493	366	396	1,013	1,096	1,343
XI Profit / (Loss) for the period (IX-X)	2,187	1,531	2,720	4,767	4,321	6,803
XII Other Comprehensive Income						
A (i) Other Comprehensive income not to be reclassified to profit and loss	3	(262)	(144)	(106)	(345)	305
(ii) Income tax relating to items that will not be reclassified to profit and loss	(3)	17	20	(9)	26	(7)
XIII Total Comprehensive Income for the period (XI+XII)	2,187	1,286	2,596	4,652	4,002	7,100
Profit for the year attributable to:						
Equity holders of the parent	2,187	1,531	2,746	4,767	4,279	6,761
Non-controlling interests	-	-	(26)	-	42	42
Total comprehensive income for the year attributable to:						
Equity holders of the parent	2,187	1,286	2,622	4,652	3,960	7,058
Non-controlling interests	-	-	(26)	-	42	42
XIV Paid-up equity share capital (Face value of Rs.10 per share)	161,665	161,665	161,664	161,665	161,664	161,665
XV Earnings per equity share (Rs.)						
Basic & Diluted EPS (on Profit for the period)	0.14	0.09	0.17	0.29	0.26	0.42
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)	0.21	0.17	0.24	0.51	0.46	0.69





3i Infotech Limited (CIN: L67120MH1993PLC074411)

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Unaudited Consolidated Segment Information for the quarter and nine months ended December 31, 2020

Particulars	Quarter Ended			Year to Date		(Rupees in Lakhs)
	(31/12/2020) (Unaudited)	(30/09/2020) (Unaudited)	(31/12/2019) (Unaudited)	(31/12/2020) (Unaudited)	(31/12/2019) (Unaudited)	Year Ended (31/03/2020) (Audited)
1 Segment Revenue						
a IT Solutions	25,900	23,860	27,260	72,664	82,061	108,361
b Transaction Services	1,431	1,220	1,474	3,720	4,300	5,771
Total Net Sales/Income From Operations (a+b)	27,331	25,080	28,734	76,384	86,361	114,132
2 Segment Results (Gross Profit)						
a IT Solutions	7,914	7,230	7,840	21,171	21,500	30,159
b Transaction Services	314	170	298	605	929	1,296
Total	8,228	7,400	8,138	21,776	22,429	31,455
Less:						
(i) Operating, Selling and Other expenses	3,295	3,054	3,631	9,250	10,183	13,610
(ii) Finance cost (including unwinding of discount under Ind AS 109) (See Note 4)	2,091	2,159	2,263	6,410	6,827	9,040
(iii) Depreciation & Amortization	498	506	574	1,491	1,653	1,908
(iv) Foreign Exchange loss/(gain)	(148)	140	(57)	(130)	155	705
Add:						
(v) Un-allocable income	188	356	1,389	1,025	1,805	1,954
Total Profit Before Tax	2,680	1,897	3,116	5,780	5,416	8,146

The 3i Infotech Group (the "Group") undertakes sale of 'IT Solutions' (software products & 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.



Notes:

- The consolidated financial results of the Company for the quarter and nine months ended December 31, 2020 have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on January 28, 2021.
- The draft Scheme of Arrangement between the Company and its Shareholders was duly approved by equity shareholders of the Company with the requisite majority at their meeting held on Tuesday, July 21, 2020 through video conferencing or other audio visual means. Thereafter, the Company filed a petition with the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) seeking sanction/approval of the Scheme. During the quarter, NCLT admitted the petition pursuant to its order dated October 27, 2020. The petition is now fixed for final hearing and disposal on February 2, 2021.
- During the quarter, the Board of Directors of the Company approved the sale and transfer of A) the Product Business carried on by the Company and its subsidiaries in India and across the world along with the respective assets and liabilities (including employees, contracts, intellectual property, records, etc.) to Azentio Software Private Limited, India, Azentio Software Private Limited, Singapore ("Azentio Singapore") and Azentio Singapore's subsidiaries in the relevant jurisdictions (collectively "Azentio"), as a going concern and on a "slump sale" (as defined under section 2(42C) of the Income Tax Act, 1961) basis, on an "as is where is" basis, without values being assigned to individual assets and liabilities; and B) the Company's intellectual property rights relating solely to the Product Business outside India, on an "as is where is" basis to Azentio Singapore, subject to receipt of requisite approvals ("Transaction") for an aggregate consideration of INR 1,000,20,00,000 (Indian Rupees One Thousand crores twenty lakhs), subject to adjustments, if any, at their meeting held on December 28, 2020 and executed inter alia a business transfer agreement. The Company has, thereafter, issued a notice of postal ballot dated January 12, 2021 to its shareholders seeking their approval for the Transaction.
- As required under Ind AS 109, there has been an additional charge of interest (notional) on financial instruments, viz. Preference Shares, Foreign Currency Convertible Bonds (FCCBs) and interest free debts, which has been shown as a separate line item, viz. (Item no. VIII) in the Financial Results.
- The books of accounts of 3i Infotech Saudi Arabia LLC reflect debit balances /credit balances net amounting to INR 4.22 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.
- Estimation of uncertainties relating to the global health pandemic from 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.
- Figures for the previous periods have been regrouped/rearranged wherever necessary to conform to the presentation of the current period.
- The results for the quarter ended December 31, 2020 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).
- The disclosures in respect of standalone financials are as under -

Particulars	Quarter Ended			Year to Date		(Rupees in Lakhs)
	(31/12/2020) (Unaudited)	(30/09/2020) (Unaudited)	(31/12/2019) (Unaudited)	(31/12/2020) (Unaudited)	(31/12/2019) (Unaudited)	(31/03/2020) (Audited)
Net Sales/Income from Operations	8,672	8,633	9,160	25,464	24,679	33,827
Profit / (Loss) before unwinding of discount under Ind AS 109 and Tax	2,539	844	3,530	6,369	7,212	14,934
Profit / (Loss) Before Tax	1,977	277	3,000	4,665	5,614	12,796
Profit (Loss) for the period	1,989	258	3,000	4,651	5,614	12,789
Total comprehensive income for the period	1,907	(44)	2,939	4,383	5,423	12,931

Navi Mumbai
January 28, 2021

By order of the Board
for 3i Infotech Limited

R. Umashankar Iyer
Managing Director and Global CEO



STANDALONE



3i Infotech Limited (CIN: L67120MH1993PLC074411)

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Tel No. 022-7123 8000

Statement of Standalone Unaudited Financial Results for the quarter and nine months ended December 31, 2020

(Rupees in Lakhs) Except EPS

Particulars	Quarter Ended			Year to Date		Year Ended
	(31/12/2020) (Unaudited)	(30/09/2020) (Unaudited)	(31/12/2019) (Unaudited)	(31/12/2020) (Unaudited)	(31/12/2019) (Unaudited)	(31/03/2020) (Audited)
I Revenue from Operations	8,672	8,633	9,160	25,464	24,679	33,827
II Other Income (excluding unwinding of discount under Ind AS 109 on Fair Valuation of Investment in Preference Shares) (See Note 4)	272	324	519	1,098	1,060	1,272
Total Income (I+II) = III	8,944	8,957	9,679	26,562	25,739	35,099
IV Expenses						
(a) Employee benefits expense	2,892	2,924	3,520	9,306	10,048	12,869
(b) Cost of third party products and services	963	945	1,169	3,145	3,255	4,372
(c) Finance costs (excluding unwinding of discount under Ind AS 109 on Fair Valuation of Preference share Capital, Foreign Currency Convertible Bonds (FCCBs) and interest free debts) (See Note 4)	942	997	1,109	2,910	3,370	4,435
(d) Depreciation and amortization expense	433	435	434	1,285	1,229	1,631
(e) Other expenses	922	988	1,475	2,471	3,173	3,799
Total Expenses (IV)	6,152	6,289	7,707	19,117	21,075	27,106
V Profit / (Loss) before Forex loss / (gain) and Tax (III-IV)	2,792	2,668	1,972	7,445	4,664	7,992
VI Foreign exchange loss/(gain) (net)	253	1,824	(1,558)	1,076	(2,548)	(6,942)
VII Profit / (Loss) before Tax (V-VI)	2,539	844	3,530	6,369	7,212	14,934
VIII Unwinding of discount under Ind AS 109 expenses / (income) (net) on Fair Valuation of Investment in Preference Shares, Preference Share Capital, Foreign Currency Convertible Bonds (FCCBs) and interest free debts (See Note 4)	562	567	530	1,704	1,598	2,138
IX Profit / (Loss) before Tax (VII-VIII)	1,977	277	3,000	4,665	5,614	12,796
X Tax expense	(12)	19	-	14	-	7
XI Profit / (Loss) for the period (IX-X)	1,989	258	3,000	4,651	5,614	12,789
XII Other Comprehensive Income						
A. (i) Other Comprehensive Income not to be reclassified to profit and loss	(82)	(302)	(61)	(268)	(191)	141
(ii) Income tax relating to items that will not be reclassified to profit and loss	-	-	-	-	-	-
XIII Total Comprehensive Income for the period (XI+XII)	1,907	(44)	2,939	4,383	5,423	12,931
XIV Paid-up equity share capital (Face value of Rs.10 per share)	161,665	161,665	161,664	161,665	161,664	161,665
XV Earnings per equity share (Rs.)						
Basic & Diluted EPS (on Profit for the period)	0.12	0.02	0.19	0.29	0.35	0.79
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)	0.16	0.05	0.22	0.39	0.45	0.92



Notes:

- 1 The standalone financial results of the Company for the quarter and nine months ended December 31, 2020 have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on January 28, 2021.
- 2 The draft Scheme of Arrangement between the Company and its Shareholders was duly approved by equity shareholders of the Company with the requisite majority at their meeting held on Tuesday, July 21, 2020 through video conferencing or other audio visual means. Thereafter, the Company filed a petition with the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) seeking sanction/approval of the Scheme. During the quarter, NCLT admitted the petition pursuant to its order dated October 27, 2020. The petition is now fixed for final hearing and disposal on February 2, 2021.
- 3 During the quarter, the Board of Directors of the Company approved the sale and transfer of A] the Product Business carried on by the Company and its subsidiaries in India and across the world along with the respective assets and liabilities (including employees, contracts, intellectual property, records, etc.) to Azentio Software Private Limited, India, Azentio Software Private Limited, Singapore ("Azentio Singapore") and Azentio Singapore's subsidiaries in the relevant jurisdictions (collectively "Azentio"), as a going concern and on a "slump sale" (as defined under section 2(42C) of the Income Tax Act, 1961) basis, on an "as is where is" basis, without values being assigned to individual assets and liabilities; and B] the Company's intellectual property rights relating solely to the Product Business outside India, on an "as is where is" basis to Azentio Singapore, subject to receipt of requisite approvals ("Transaction") for an aggregate consideration of INR 1,000,20,00,000 (Indian Rupees One Thousand crores twenty lakhs), subject to adjustments, if any, at their meeting held on December 28, 2020 and executed inter alia a business transfer agreement. The Company has, thereafter, issued a notice of postal ballot dated January 12, 2021 to its shareholders seeking their approval for the Transaction.
- 4 As required under Ind AS 109, there has been a net additional income/expense (notional) on financial instruments; viz. Preference Shares; Foreign Currency Convertible Bonds (FCCBs); interest free debts and Investment in Preference Shares, which has been shown as a separate line item; viz. (Item no. VIII) in the Financial Results.
- 5 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 74.05 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.
- 6 Estimation of uncertainties relating to the global health pandemic from 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.
- 7 Figures for the previous periods have been regrouped/rearranged wherever necessary to conform to the presentation of the current period.
- 8 The results for the quarter ended December 31, 2020 are available on the 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

Padmanabha Iyer
Managing Director and Global CEO



Navi Mumbai
January 28, 2021