TATA TECHNOLOGIES

ENGINEERING A BETTER WORLD

23rd Annual Report
2016-2017

TATA

TATA TECHNOLOGIES

OUR ETHOS

Engineering A Better World

VISION
To engineer a better world.

MISSION
We help the world to drive, fly, build and farm by enabling our clients to realize better products.

VALUES
Global Mindset
One Team (Us and Our Customers)
Can Do Attitude

CONTENTS

This report and financial statements contained herein have been prepared in accordance with the requirements of the Companies Act, 2013 ("The Act") and the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act. The preparation of financial statements requires management to make estimates and assumptions which affect the reported amounts of income and expenses of the period, assets and liabilities as of the date of the financial statements. The estimates and judgements relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner, the form and substance of transactions.

ENGINEERING A BETTER WORLD

Showcasing how Tata Technologies helps the world to drive, fly, build and farm by enabling our clients to realize better products

THE FOUNDATION OF TATA TECHNOLOGIES IS BUILT ON OUR CORE VALUES, DOMAIN EXPERTISE AND ABILITY TO ADAPT TO CHANGE.

Our success is based on our deep understanding of the product development process and enabling technologies. Tata Technologies is in a unique position to leverage industry trends such as global original equipment manufacturers (OEMs) entering emerging markets like India, emergence of new customers with disruptive technologies, growth of alternative propulsion systems and the digitization of the product realization process.

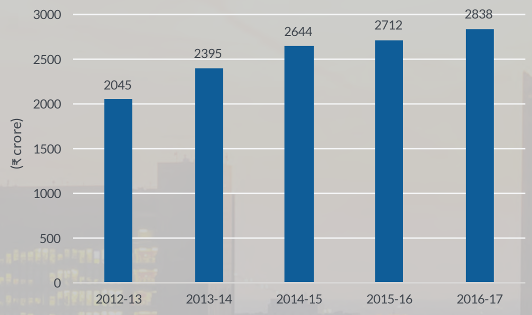
As we move forward, Tata Technologies is focused on fulfilling its mission of helping the world drive, fly, build and farm by enabling its manufacturing clients across automotive, industrial machinery and aerospace verticals create better products and run better businesses. With product development excellence as the reason for being, we tied the theme of this year's Annual Report directly to our vision – to engineer a better world by helping our clients realize better products and improve the quality of lives that are exposed to those products.

In this thematic section, we have highlighted a few examples of customer partnerships, key achievements, our corporate sustainability program and featured the executives who have helped us along the path to engineering a better world.

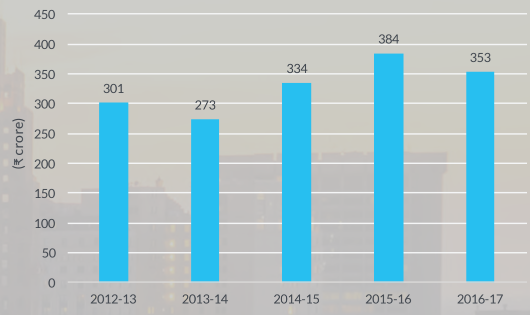
HISTORICAL PERFORMANCE

A look at how Tata Technologies has performed over the last few years

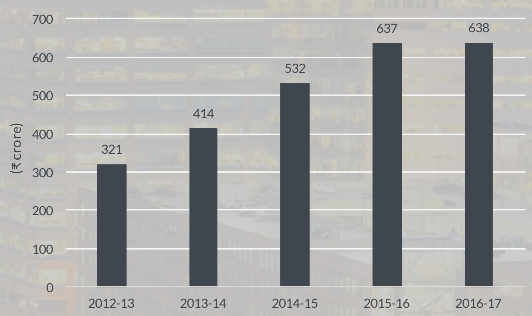
Revenue



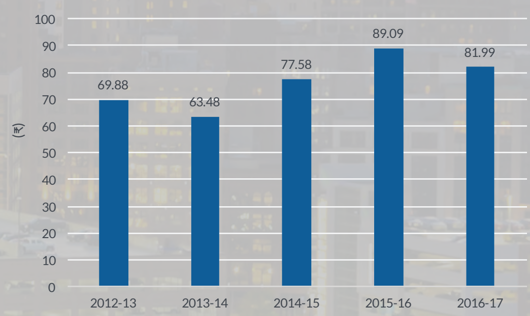
Profit After Tax



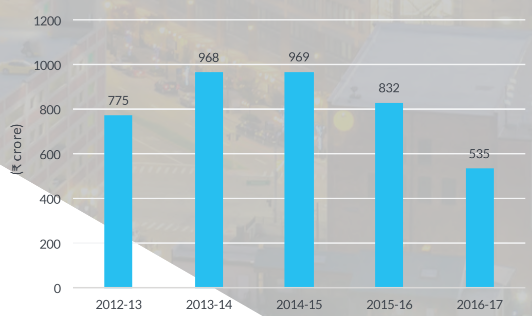
Offshore Revenue



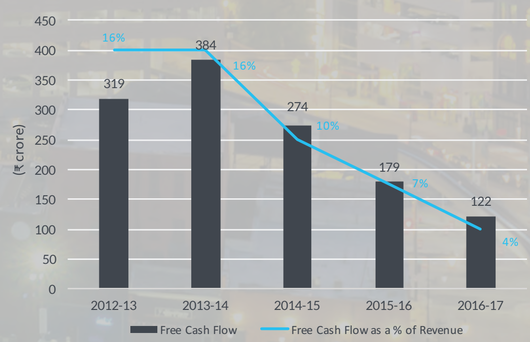
Diluted Earnings Per Share



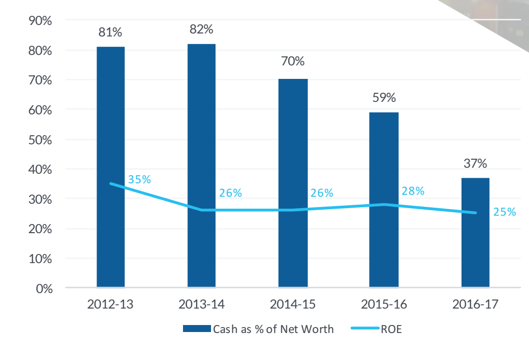
Cash & Cash Equivalents



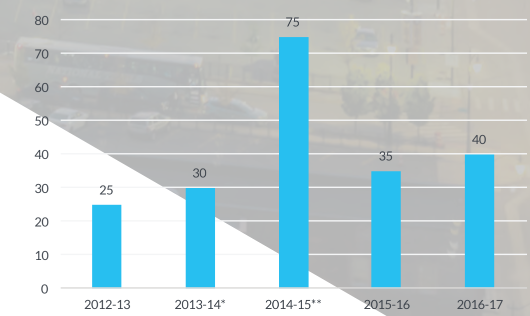
Free Cash Flow



Margin of Safety



Dividend Per Share



*Includes ₹ 5 special dividend **Includes ₹ 45 special dividend

BOARD OF DIRECTORS

The group of individuals elected to act as representatives of the stockholders, establish corporate management related policies and make decisions on major company issues.

S. RAMADORAI
Chairman

P. P. KADLE
Director

C. RAMAKRISHNAN
Director

WARREN HARRIS
Chief Executive Officer
and Managing Director

RAKESH MAKHIJA
Independent Director

FALGUNI NAYAR
Independent Director

PATRICK MCGOLDRICK
Special Board Advisor

LETTER TO SHAREHOLDERS

An introduction from the Chairman of the Board of Directors

DEAR SHAREHOLDERS,

I am pleased to report that Tata Technologies continues to perform on a sustained basis and, despite certain headwinds, it has been able to demonstrate its robust business model with strong, satisfactory results for the year 2016-17. During this period, your company's consolidated revenue was $417.7 million, delivering a currency- and divestment-adjusted growth rate of more than 11 percent, in line with industry benchmarks. We have therefore added $21.12 million to our revenues during fiscal 2016-17, a 6 percent increase over fiscal 2015-16.

Your company's EBITDA was at $78.6 million, with PAT at $52.8 million. This performance came in the backdrop of demonetization-driven slowed economic growth in India, and unfavorable currency exchange impacts due to Brexit. This caused slight year-over-year retrenchment in PAT and EBITDA figures (-2 percent and -9 percent, respectively). Despite this, your company has maintained its profitability with operating and net profit margins at 19 percent and 13 percent respectively.

Despite the headwinds your company faced in fiscal 2017, the business fundamentals that underpin your company's strategy remain solid. As a result, the company remains committed to its comprehensive client-focused global growth, and building domain leadership in the automotive industry, with a diversification push in the aerospace and industrial machinery verticals. Your company continues to focus on strategic clients through partnerships built on trust and mutual benefit. In fiscal 2017, the company made tangible progress in deepening relationships with existing customers while adding new customers that show promising signs of being our growth engines of the future.

Your company remains focused on maintaining its leadership in the three critical market segments of Engineering Services Outsourcing (ESO) with a special focus on cost-effective Engineering, Research and Development (ER&D) talent access through our offshore value proposition; Product Lifecycle Management (PLM) solutions for manufacturing; and Connected IT solutions that support the entire manufacturing enterprise.

You would be aware that Tata Technologies started its journey as the in-house product development team of Tata Motors. The then Chairman of the Tata Group, Mr. Ratan Tata, recognized that if he could make available to the wider industry the creative capacity, practical product development knowledge and cost advantage of the group that engineered and designed Tata Motor's first passenger car, the Indica, it could revolutionize the Engineering Services market. What we are witnessing now is truly a realization of Mr. Tata's vision.

We continue to grow our relationships with the world's largest automotive and aerospace companies, moving up the value chain by offering distinctive capabilities cost effectively. Your company's full vehicle outsourcing proposition is a great example of this. During fiscal year 2017, Tata Technologies expanded its portfolio of full vehicle programs, winning contracts from multiple new customers in Europe and China. The scope of these companies run the gamut, from storied brands that are known around the world to startup companies with radical ideas about the future of transportation. This truly marks the realization of the former Chairman of the Tata Group Sir Ratan Tata's vision for your company – "I would like to see Tata Technologies acclaimed as one of the more innovative and successful design companies in the world. Your participation will be seen the world over as a leader in the field."

I am pleased to report that your company remains consistently in a competitive leadership position, as validated by the industry and analysts, and we continue to be the leading organization of our kind in India. These leadership positions result from your company's unique value proposition that delivers our worldwide clients the very best in product innovation in a repeatable, measurable framework that results in industry-leading product creation.

When it comes to people, your company remains committed to hiring, training and retaining the very best talent in the world. At fiscal year-end, your company's workforce numbered nearly 8,500 up nearly 700 from last year's count of 7,800. Your company's diversity remains a source of competitive strength and a point of great pride, with more than 25 nationalities spread over four continents creating a robust global marketplace of ideas, skills and expertise. In addition, we continue to make investments in people, technology and innovations for the markets we serve; and your company will continue to provide a signature employee experience and grow as an aspirational employer worldwide.

Your company's commitment to corporate sustainability remains stronger than ever, and our dedicated employees have supported public service projects within the communities in which they live and do business worldwide. Our signature Ready Engineer™ program, which gives engineering students the work skills and practical experience they'll need to compete in the professional world, continues to expand in all three of our operational regions (Asia-Pacific, Europe and North America). This innovative program is staffed by dedicated volunteer subject matter experts from Tata Technologies and includes training online via our *i GET IT*® learning system. Under your company's global corporate sustainability program, these worldwide efforts are coordinated, sustainable and make a meaningful contribution in support of environmental and social responsibility, and in the advancement of technical education.

I am pleased to be associated with your company as both its Chairman and a fellow shareholder. I see a bright future ahead as we scale our business, increase our focus on customers and deliver true and meaningful value. I am also pleased to conclude by reporting to all of you that, given our performance, your Board of Directors has approved a dividend payout of ₹ 40 per share. You can be proud that your company has paid dividends every year since its first year of operations.

Thank you for the confidence you continue to place in us.

Very truly yours,

S. Ramadorai

LETTER TO SHAREHOLDERS

Insight from the Chief Executive Officer and Managing Director

DEAR SHAREHOLDERS,

By definition, business transformations are complex, challenging and consuming. They not only require a clear and compelling vision for the future, but also the alignment and day-to-day execution of many individuals and groups over a sustained period. Thus, it can be difficult to assess a transformational journey through the lens of just 12 months, but in fiscal year 2017 Tata Technologies nevertheless made substantial progress:

- We grew our top line to $417.7 million (*without other income), which represents a currency- and divestment-adjusted growth rate of more than 11 percent.
- We grew our services business outside of Tata Motors and Jaguar Land Rover by 38 percent when revenues are normalized to account for currency fluctuations and divestments.
- We entered two new geographies at scale, generating sales in excess of $20 million in both China and Sweden.
- We exited our non-core software business in the UK.
- We opened our state-of-the-art European headquarters, the European Innovation and Development Centre, a clear statement about our commitment to and confidence in scaling our business in this region.

Our durable and balanced performance in fiscal year 2017 – across industries, businesses and geographic regions – was achieved amid a global economic environment that remains volatile and uncertain. Heading into April 2016, few foresaw the tectonic upheavals that would come to dominate news headlines and challenge fundamental notions about world commerce and inexorable forward march of globalization. From India's demonetization campaign to the UK's vote to leave the European Union and the election of a new protectionist administration in the US, none of Tata Technologies' operational geographies were spared disruption. However, despite these challenges we delivered currency- and divestment-adjusted growth in services revenue of 15 percent and expanded the number of $1 million-plus accounts from 20 to 22.

To truly understand Tata Technologies at the beginning of fiscal year 2018 requires an understanding of where we have come from and why we embarked on this journey of

transformation in the first place. It had nothing to do with fixing something that was broken – for the last 10 years, Tata Technologies has posted excellent performance against the overall engineering services outsourcing market. Instead, it was borne of the recognition that fulfilling our potential would require that we capitalize on the world-class capabilities we have cultivated within our largest accounts and systematically bring them to bear with progressive manufacturing companies globally. Moreover, we have also seen that our target industries are entering a period of radical reordering driven by the advent of the connected vehicle, alternate propulsion platforms and the rapid convergence of technologies like Big Data, cloud computing and business analytics. To meet the future needs of our target markets, transformation is not optional, it's a necessity.

I'm proud to report that progress against these needs proceeds apace. Tata Technologies' full-vehicle development capabilities have enabled us to secure multimillion-dollar engagements with established and emerging automotive original equipment manufacturers (OEMs) in both Europe and China. The majority of these wins has been in the battery electric vehicle space, something that can be attributed to rapidly gaining recognition as a leader in lightweight body structure solutions, a prerequisite for any alternative propulsion solution. On the operational strategy side of things, over the last two fiscal years we've exited our commoditized software products business in Europe. While this trimmed $20 million from our top line, it also freed up critical management bandwidth to focus upon building relationships with the kinds of clients that would benefit from our industry-leading "Better Solutions" capabilities. These high-value consultative offerings span all three lines of business (engineering, research and development; product lifecycle management and connected enterprise IT) and represent the future of Tata Technologies. We've also invested heavily in advanced manufacturing solutions, a high-demand domain that involves the complete transition of manufacturing production and processes into the digital realm for greater efficiency, predictability, quality and visibility of plant operations. With its ability to integrate real-time data from an IT system with sensor data gathered from the physical world, the Internet of Things (IoT) has a central role to play in the transition to a digitalized factory.

Recent Tata Technologies digital manufacturing projects include an application for an Asian manufacturer that collects real-time information from a spectrometer and calculates the amount of chemicals required by various cast parts produced in a vehicle foundry. This progressive use of IoT has transformed a process that has seen little innovation over a century, dramatically reducing rejection rates and providing our client with a return on investment within weeks. Viewed together, these examples show that we are generating returns from the bold strategic actions we've taken to drive differentiation and make Tata Technologies one of the manufacturing sector's leading professional service providers.

While there was much to be proud of from a business performance perspective, as a Tata company we don't define success solely on monetary measures. We also consider what we've done to positively impact the communities in which we live and work. And in fiscal 2017 we maintained our global commitment to doing well by doing good – from closing skill gaps, to advancing client sustainability through safe and environmentally friendly products, to reducing the carbon footprint of our offices and facilities. Through Ready Engineer™, Tata Technologies and our partners have now equipped nearly 1,000 engineering students with the skills to secure employment on graduation. We have successfully extended the program to remote colleges in India through the use of technology, helping us scale toward our goal of equipping all Indian engineering students with the basic skills required for sustained professional success. We also helped raise the fortunes of those who needed it most. In the United States, we teamed up with Tata Sons to deliver clean water and fresh, nutritious foods to help 1,000 low-income Flint, Michigan families combat the effects of lead exposure from a contaminated water supply. In India, we launched a drought management program that is helping 250 farmers make more efficient use of scarce water and, in the process, maintain their livelihoods. Although these initiatives don't show up on our balance sheet, they deliver meaningful returns to society and fill our coffers with goodwill.

In closing, I would like to thank every one of the 8,500 Tata Technologies employees around the world for their continued hard work and dedication to our clients and our company. They collectively drive our success and they are the reason we delivered another excellent year. As we enter fiscal 2018, we have strong, ongoing momentum and are well positioned in the markets we serve. With the highly differentiated capabilities we are building and our disciplined management of the business, I am as confident as ever in our ability to continue gaining market share and driving sustainable, profitable growth.

Sincerely,

Warren K. Harris

TATA TECHNOLOGIES

EXECUTIVE LEADERSHIP TEAM

A diverse team of globally recognized executives with a combined 250+ years of business experience in engineering and design, product lifecycle management, manufacturing enterprise IT and innovation

WARREN HARRIS
Chief Executive Officer
and Managing Director

VENKAT SARANU
Chief Financial
Officer

ANUBHAV KAPOOR
General Counsel and
Company Secretary

PAUL TANNER
Chief Transformation
Officer

NICK SALE
Chief Operating Officer –
Europe

SONAL RAMRAKHIANI
Sales President and Chief
Operating Officer –
Americas

SAMIR YAJNIK
Global Delivery President
and Chief Operating
Officer – Asia-Pacific

ANAND BHADE
Sales President –
Asia-Pacific

STEVE HAYWOOD
Executive Vice President –
Global ER&D

ANUPAL BANERJEE
Chief Human Resources
Officer

MOHIT BHISHIKAR
Chief Information
Officer

PAWAN BHAGERIA
President – Tata Motors
Group Strategic Business

CASE STUDY: TRANSFORMATION THROUGH GLOBAL PARTNERSHIP

Illustrating the journey from a single engagement to a global strategic partnership

THE CLIENT WAS LOOKING FOR A RELIABLE PARTNER TO ASSIST WITH IMPROVING EFFICIENCY AND REDUCING OPERATING COSTS ACROSS THEIR ORGANIZATION. THE PARTNERSHIP GREW FROM A PROJECT FOR A SINGLE LINE OF BUSINESS IN NORTH AMERICA TO NUMEROUS GLOBAL ENGAGEMENTS ACROSS BUSINESS SECTORS.

THE COMPANY

The company is an innovative and leading global supplier for the automotive industry. Their products and systems can be found on all major automaker platforms around the world. They employ more than 30,000 people globally with operations in 20 countries.

"I WOULD HIGHLY RECOMMEND TATA TECHNOLOGIES BASED UPON THEIR COMMITMENT TO COLLABORATION, SKILL SETS AND LEADERSHIP. THEY ARE A VALUED PARTNER TO OUR BUSINESS."

– CUSTOMER'S COO –

THE CHALLENGE

- Understanding that the client had never offshored before.
- Increasing the company's overall efficiency, specifically operational and manufacturing productivity.
- Reducing operating and production costs.
- Integrating an effective product lifecycle management (PLM) solution and reduce the amount of duplicate data.
- Getting their engineers trained quickly with measurable results.
- Long project quoting cycles and cumbersome design processes causing missed business opportunities.

THE RESULT

Reduced project quote cycle from seven days to one day

Significant contribution to the increase of net income

Strong partnership across territories and lines of business

Recognized with an award for our partnership

THE SOLUTION

- Introduced offshoring through the use of global engineering centers (GEC) for the development of 2D and 3D drawings.
- Implemented management dashboards to review plant performance and improve efficiency which helped in developing best business practice culture throughout the organization.
- Delivered a customized manufacturing execution system (MES) which has helped with catering the business need and reducing costs. Currently supporting a global rollout of this solution.
- Consulted on the PLM issues and prepared a plan to address the inefficiencies and integration problems.
- Enabled online training for engineers through i GET IT, our proprietary learning management system (LMS), with features that allow managers to track progress and check for understanding.
- Provided an automated knowledge based engineering (KBE) solution to gain process efficiency. This solution reduced the length of project quoting cycles.

CASE STUDY: BACKHOE LOADER VEHICLE DEVELOPMENT

Showcasing our full vehicle development capabilities in the industrial machinery market

THE CLIENT'S PREVIOUS BACKHOE LOADER WAS UNDER PERFORMING SIGNIFICANTLY IN A LUCRATIVE AND FAST GROWING MARKET. THEY SELECTED TATA TECHNOLOGIES BASED ON OUR EXTENSIVE MARKET KNOWLEDGE AND DEPTH OF SPECIALIST DOMAIN EXPERTISE.

THE COMPANY

The company is a leading provider of equipment and services in the construction and earth-moving industries. The company has three manufacturing plants across India and more than 200 other dealers as part of a large distribution network.

THE CHALLENGE

- Developing a complete machine and full system integration.
- Ensuring the product was competitive, with an enhanced aesthetic and a functional appeal in order to increase market share.
- Improving resale value, fuel efficiency, productivity and cabin space.
- Extending operating altitude, temperature and life span.
- Designing mechanisms that allow "Duck-Walk."
- Future-proofing the design for advanced electronics.
- Designing a product for the Indian marketplace.

"NO OTHER ESP [ENGINEERING SERVICE PROVIDER] IS DEVELOPING COMPLETE VEHICLES IN THIS WAY."

– ZINNOV –

THE SOLUTION

Phase 1 – Set Up

- The complete product program was outsourced to Tata Technologies.
- Specialist skills and scalable resources were seamlessly aligned using Tata Technologies' globally distributed execution model.
- Using our own new product introduction (NPI) methodologies, the scope extended from pre-concept to production.

Phase 2 – Analysis

- In-depth analysis of both the competitive environment and current vehicle was performed.
- Analysis of the current vehicle produced by each assembly included advantages and disadvantages (i.e. leakage, cabin space, reducing the number of keys used to operate the vehicle, safety, etc.)
- Full market research of competitors.
- Completed additional engine research to reduce fuel consumption.

THE RESULT

Gained a competitive advantage in target market

Improved productivity

Reduced production costs

Improved fuel economy, reliability and serviceability

CASE STUDY: MID-SIZE SUV PRODUCT DEVELOPMENT PROGRAM

A case study exemplifying our automotive product development program capabilities

THE PROGRAM WAS A MILESTONE FOR THE INDIAN ENGINEERING SERVICES MARKET AS IT WAS THE FIRST TIME A FULL VEHICLE HAD BEEN OUTSOURCED TO THE INDIAN PRIVATE SECTOR. TATA TECHNOLOGIES' UNIQUE GLOBAL DISTRIBUTION MODEL MADE COMPLETION OF A PROGRAM OF THIS CALIBER POSSIBLE.

THE COMPANY

The company is an internationally reputed automotive original equipment manufacturer (OEM) offering world-class premium products in the global market. The company's headquarters are located in the United Kingdom and they employ more than 30,000 people across the world.

THE CHALLENGE

- Developing a new product to replace the company's existing model.
- Taking full external ownership for the vehicle engineering, design and development.
- Identifying the necessary execution model for turnkey program delivery.
- Managing the entire supply chain.
- Increasing passenger capacity without increasing footprint.
- Understanding that the client had never outsourced a program to this degree before.

"THE NEW MODEL PROGRAM BUILD [WAS] THE BEST THEY HAD ENCOUNTERED, INCLUDING INTERNAL PROGRAMS."

– CUSTOMER'S GROUP CHIEF BODY ENGINEERING DIRECTOR –

THE SOLUTION

- Delivered a new mid-size SUV to replace one of the client's previous models.
- The scope was extended from concept to production launch, including engineering management.
- Delivered many of the systems and subsystems including overall program management and the complex challenge of system and zone integration.
- The team managed all of the supply chain contributors and the entire validation and launch process for the vehicle.
- Utilization of Tata Technologies' unique global distribution model to deliver the project.

"EVERYTHING YOU CAN SEE, AND EVERYTHING YOU CAN TOUCH, HAS BEEN EXECUTED BY TATA TECHNOLOGIES."

– CUSTOMER'S CHIEF PROGRAM ENGINEER –

THE RESULT

Body engineering investment was 25 percent less than if done in-house

7-seat layout in a typical 5-seat footprint

The program was delivered on time

The resulting vehicle beat quality targets

KEY ACHIEVEMENTS

Examples illustrating our organizational excellence

T1 PRIMA TRUCK RACING CHAMPIONSHIP

In an exciting race at the 4th annual T1 Prima Truck Racing Championship on March 19 at Buddh International Circuit (Noida), Tata Technologies took second place and became part of a historic win. Our team driver, Nobert Kiss, showcased exemplary performance, extraordinary driving skills and perseverance on the track winning not just the trophy, but the hearts of spectators too.

SAP AWARD FOR CUSTOMER EXCELLENCE (ACE)

As an SAP partner, Tata Technologies received a 2016 SAP ACE in the Adoption of Technology in LOB Functions – Sourcing and B2B Network Adoption category. The award was designed to recognize Indian businesses demonstrating innovative SAP solutions for business transformation. Tata Technologies was one of more than 200 customer project nominations and 20 winners across eight different categories.

CUSTOMER EXPERIENCE AWARDS

The APAC Marketing and Communications team won two awards at the 10th annual Customer Fest Show. The "Best Customer Loyalty Program in the B2B Sector" was awarded for the Insight NPS Program and the "Best Use of Content Marketing to Enhance Customer Experience was award for the Digital Capability Films.

TATA EDGE TOP 5 CONTRIBUTOR

This year, Tata Technologies was recognized as a "Top 5 Contributor to EDGE" based on the cumulative contribution of the company's employees on the Tata EDGE portal. Several members of the Tata Technologies' leadership team received the award at the 2016 Tata Business Excellence Convention.

ASIA INTELLECTUAL PROPERTY (IP) ELITE

Intellectual Asset Management (IAM) identifies organizations from the region that consistently put intellectual property at the heart of their decision making and, as a result, substantially enhance their overall business strategies. The result is the Asia IP Elite – a select club featuring the region's IP value creation trailblazers. This year, the IP team from Tata Technologies' legal department were selected to be part of this elite club.

COOPER STANDARD PASSION FOR PERFORMANCE

Tata Technologies was one of seven suppliers, out of 350, to receive Cooper Standard's 2017 "Passion for Performance" award. Chosen for our quality service, passion for supporting their initiatives, and commitment from the account team and executive management. It is the first time an indirect supplier was given this recognition.

HLS SUPPLIER OF THE YEAR

Tata Technologies was named the 2016 "Supplier of the Year" by HLS, a German customer. We received an overall rating of 1.5 on a 6 point scale (with 1 being high and 6 being low) to receive the award. This is a milestone achievement for our manufacturing engineering domain and a great testament to our onsite and offshore teams.

TATA TECHNOLOGIES

COMING OF AGE: EIDC LAUNCH

Launch of Tata Technologies' new European headquarters, a gateway for our clients

CHAIRMAN EMERITUS RATAN TATA'S VISION FOR TATA TECHNOLOGIES WAS TO "SEE TATA TECHNOLOGIES ACCLAIMED AS ONE OF THE MORE INNOVATIVE AND SUCCESSFUL DESIGN COMPANIES IN THE WORLD."

Tata Technologies has strived to achieve this vision for past 28 years by enabling ambitious manufacturing companies to design and build better products. And the launch of Tata Technologies' new European Headquarters, also known as the European Innovation and Development Centre (EIDC), is an important milestone in this journey and marks the 'coming of age' of Tata Technologies. It's a £20 million investment that reinforces the company's status as a hub for engineering excellence, as well as its commitment to the UK and Europe.

The EIDC launch event on July 12 was well attended by an impressive mix of stakeholders including the board of directors, customers, partners, media, politicians and employees. The day was packed with a number of activities to truly celebrate the launch of this state-of-the-art-facility.

Earlier in the day, an internal event was organized for the employees. It was chaired by Chairman, S. Ramadorai, and the executive leadership team. There was a ceremony held to recognize the efforts of select employees for their sustained contribution to European business, as well as the EIDC project team who worked rigorously to bring the transition to the new office in Warwick to fruition.

"THE OPENING OF THE EIDC TODAY IS A COMING OF AGE FOR TATA TECHNOLOGIES, SHOWCASING OUR COMMITMENT AND CONFIDENCE IN OUR UK OPERATIONS FOR THE LONG TERM ... OUR INVESTMENT IN THE EIDC WILL ENSURE WE CONTINUE TO MEET OUR UK AND INTERNATIONAL CLIENTS' EVOLVING DEMANDS FOR INNOVATION."

The internal event culminated with the arrival of a group of employees cycling to EIDC. On July 11^{th} and 12^{th}, 12 Tata Technologies employees cycled more than 130 miles from the original INCAT office in Watford, traveling across other offices in Stanmore, Hemel, Luton and Coventry, and ending at the EIDC in Warwick. One of our employees, Ivan Sarti, also ran a race against the bike riders.

The main event in the evening started with guided tours of the building to gain a better understanding of the activities undertaken within EIDC, followed by the official ribbon cutting ceremony to mark the launch of EIDC. Dr. Ralf Speth, the CEO of Jaguar Land Rover graced the occasion as our Guest of Honour. To engage the audience, the employees did an impressive showcase of company capabilities in connected cars, industry 4.0, lightweighting, complete program delivery and power systems, along with an insight to EIDC sustainable features. There was a virtual reality zone created to further engage the audience along with drinks, canapés and a light dinner.

There was extensive media coverage of the event across broadcast, national, trade and regional media in the UK and India.

TATA TECHNOLOGIES

STRENGTHENING OUR FOOTPRINT

Acquisition of Swedish engineering and design specialist, Escenda Engineering AB

IN MAY, TATA TECHNOLOGIES ACQUIRED ESCENDA ENGINEERING AB TO BE A 100 PERCENT SUBSIDIARY OF TATA TECHNOLOGIES EUROPE. THE ACQUISITION IS AN ESSENTIAL COMPONENT IN TATA TECHNOLOGIES' CONTINUED GROWTH STRATEGY IN EUROPE AND SIGNIFICANTLY ENHANCES THE COMPANY'S SCALE AND SERVICE OFFERINGS IN SWEDEN AND ACROSS EUROPE.

This deal brings together a world leader in engineering services with a proven leader in the Swedish market, where we have already established a presence and where we believe there is a significant growth opportunity on which to capitalize.

There were three important factors underpinning the decision to acquire Escenda. To start, will the asset provide opportunities by expanding our total addressable market, adding strategic clients, capabilities or geographical footprint? Second, is the organization a consistent financial performer with a business mix that would benefit from the offshore scale? And, third, does it align with our core business and overall purpose?

With Escenda, the answer to these questions was a definitive yes. We are in pursuit of a common mission centered on helping great manufacturing companies develop exceptional products that have an impact on the world. Along with the growth of our full vehicle program proposition, this deal is key to expanding our footprint within Scandinavia, an opportunity-rich geography for companies like ours. The combination of our organizations will make it possible to scale rapidly, while also providing the local market expertise, community roots and leadership essential to Tata Technologies' approach.

Sweden and, more specifically, our current engagement with a leading Swedish automotive OEM, emerged as an attractive fit for expansion during our annual strategy process two years ago because of the high percentage of manufacturing in its GDP and relatively low penetration of offshore engineering service providers.

“THE ACQUISITION OF ESCENDA IS ANOTHER BOOST TO OUR INTERNATIONAL FOOTPRINT AS WELL AS OUR CAPABILITIES IN THE AUTOMOTIVE SECTOR, WHERE WE ALREADY SUPPORT A RANGE OF GLOBAL OEMS. THE DEAL SHOWCASES TATA TECHNOLOGIES' ABILITY, CONFIDENCE AND COMMITMENT TO CONTINUE TO GROW AND ENHANCE OUR INTERNATIONAL OPERATIONS.”

Our assumptions were validated when we won a full vehicle development program in Sweden, which led to Tata Technologies opening an office in Gothenburg last year. In the earlier stages, the program was primarily managed with an expat workforce. However, the leadership recognized from the start that this was not a sustainable long-term model. So, almost immediately, we began looking on potential acquisitions to field a local workforce. With Escenda's offering, financials and existing customer base, they were a clear winner. Escenda with its local talent base, Tata Technologies with its vehicle program management and offshore capabilities, together offer a compelling proposition to other manufacturers in Scandinavia.

Another reason this deal was so attractive is the access to capabilities it represents. The Swedish automotive industry has long been known as the world leader in safety systems and the engineering workforce is unparalleled in experience and expertise in this domain. With an increasing emphasis on both passive and active safety features, and active safety features poised for explosive growth in the next 5-10 years as driverless cars become reality, this acquisition complements our growing capabilities in embedded and electrical systems, two other autonomous-enabling technologies. Escenda takes a holistic approach to safety systems that considers both active and passive measures. This is somewhat unique among engineering services companies – most tend to focus on one or the other. This deep, diverse domain expertise will be an asset for Tata Technologies as automotive consumers become increasingly safety-conscious and manufacturers' safety requirements become more stringent.

With this deal, Tata Technologies welcomes into our global team more than 150 bright and talented individuals. Tata Technologies European leadership joined Escenda's annual all-employees meeting in May to welcome everyone face-to-face and provide Escenda employees with an opportunity to ask questions and learn more about Tata Technologies. As next steps, the integration process was initiated, including several milestones like forming an organizational structure, mapping individuals to respective global 's and integrating common business processes. The full integration is set to be complete by September.

The office consolidation in Sweden will lead to an exit from the current office in Garda, Gothenburg and opening of a new state-of-the-art-facility in Lindholmen Science Park, Gothenburg. The dynamic environment is designed to provide room for inspiration and innovation of the highest standards of modern functionality.

“TATA TECHNOLOGIES IS ALWAYS LOOKING TO EVOLVE, INNOVATE AND ULTIMATELY GROW OUR VALUE PROPOSITION WITH OUR MOST IMPORTANT CUSTOMERS. OUR NEW COLLEAGUES IN EUROPE ARE SOME OF THE WORLD'S FINEST ENGINEERS AND WE ARE UNITED BY A SHARED VISION TO BRING BETTER PRODUCTS TO THE MARKET FOR OUR CUSTOMERS AND FOR THE MILLIONS OF PEOPLE AROUND THE WORLD WHO BENEFIT FROM THEM.”

TATA TECHNOLOGIES

CORPORATE SUSTAINABILITY

To co-create sustainable value for our key stakeholders through engineering and technology innovation

BUSINESSES ARE POWERFUL CONSTITUENTS OF SOCIETY AND THE MOST SUCCESSFUL, RESPECTED, AND DESIRABLE BUSINESSES EXIST TO DO MUCH MORE THAN MAKE MONEY – THEY EXIST TO AFFECT POSITIVE CHANGE IN THE WORLD.

The Tata name has been synonymous with corporate social responsibility (CSR) for more than a century. This commitment to doing well by doing good is illustrated by Tata Sons, the principal investment holding company and promoter of Tata companies (including Tata Technologies), directing 66 percent of its equity to philanthropic trusts that support education, health, economic empowerment, environmental sustainability, arts and culture.

As a Tata company, Tata Technologies proudly champions sustainable, socially responsible business practices and undertakes many philanthropic and community development initiatives throughout the year. Moreover, sustainability is managed as a core pillar of the company's strategy, with oversight by a dedicated subcommittee of the Board of Directors. Every year, this subcommittee conducts a materiality assessment of the environmental, social and governance factors that surround the company with a view to identifying issues that represent high concern to external stakeholders and have the potential to significantly impact the company's performance. The output of the materiality assessment is a set of priorities that the company has embraced in the areas of education, diversity, green workplaces, and ensuring the products that we help our clients engineer positively impact safety, health and the environment.

READY ENGINEER

Demand for engineers continues to rise, but the supply is not keeping pace. And too often engineering graduates are leaving school without the right set of competencies to excel in the professional world.

Over the last several years, Tata Technologies has invested in many programs aimed at developing the students of today into the star technical professionals of tomorrow. This mission was driven by the understanding that although industry and academia are inextricably linked, they are not always aligned. And, in fact, they often operate in isolation of one another.

But what if instead they worked together to develop curriculums and classroom material? What if they partnered to provide students real-world, hands-on exposure to the kind of work they would be doing as professionals, using the latest technology, before they graduate? The implications of these questions form the foundation of Tata Technologies' flagship CSR program, Ready Engineer.

Since its launch, Ready Engineer has helped thousands of students get workforce-ready and accelerate progression during the critical early years of their careers. What's more, many Ready Engineer participants have gone on to join Tata Technologies and are now helping the company deliver projects for clients.

EMPOWERMENT VIA EDUCATION (EVE)

Increasing access to quality education for girls is a key goal of Tata Technologies. To support this, the company partnered with the Lila Poonawala Foundation to offer financial support and mentorship to more than 150 promising students from under-served populations, including low income families, marginalized castes and tribes. The EVE program covers a full four-year undergraduate education.

ESTABLISHMENT OF INDIAN INSTITUTE OF INFORMATION TECHNOLOGY RANCHI (IIIT RANCHI)

As part of the company's mission to stem the engineering skills shortage, Tata Technologies entered a partnership with governmental agencies and other corporations to establish the Indian Institute of Information Technology Ranchi (IIIT Ranchi), located in Jamshedur, Jharkand. IIIT Ranchi is an autonomous, not-for-profit, self-sustaining, teaching and research-led education institution.

SCHOOL AND TEACHING EXCELLENCE PROGRAM (STEP)

Aimed at young and underprivileged children, STEP is an education platform targeted to improve student retention and learning of science and math. With the help of eLearning systems, the program aspires to perpetuate interest and develop an increased aptitude of students towards science and math. Launched in 2014, to date the program has provided nearly 1,000 technology integrated schools across Maharashtra so far benefitting nearly a half million students.

GREEN TECHNOLOGY

As part of the company's effort to embed sustainability in its day-to-day operations and reduce the company's carbon footprint, Tata Technologies has launched an intelligent energy conservation policy across eligible desktop and laptop computers. Starting in October 2016, IT rolled out a system that automatically turns off displays after five minutes of inactivity and turns on hibernate mode after 30 minutes of inactivity. The device restores back to its last active state, without data loss, when the user begins interacting with the system. In addition to this, Tata Technologies continually monitors energy usage and promotes green infrastructure by optimizing natural light, using LED lights, and conducting environmental awareness and stewardship seminars for employees.

SUSTAINABLE TREE PLANTATION

Trees are the longest living organisms on the planet and one of the earth's greatest natural resources. They keep the air clean, reduce noise pollution, improve water quality, help prevent erosion, provide food and building materials, create shade, and contribute to stunning natural landscapes. In fiscal year 2017, Tata Technologies planted and maintained approximately 7,000 saplings of about 14 different species, covering roughly four acres of the Aundh Military Area in Pune.

WATER CONSERVATION, WASTE MANAGEMENT AND ENERGY EFFICIENCY

Tata Technologies continues to demonstrate its commitment to waste minimization by applying and constantly upgrading its recycling technologies across facilities. Key program elements include an eco-friendly sewage treatment plant, drip irrigation system and laundry practices at the Hinjewadi, Pune campus, which recycles approximately 125,000 liters of water daily. This water is used for in-house gardening as well as toilet flushing purposes. The on-campus organic waste compost treatment plant reprocesses 75 kilograms of solid waste per day into manure that is used to fertilize the gardens throughout the Pune campus.

DISASTER RESPONSE PROGRAM

Only .003 percent of water on earth is fresh water available for human consumption. This scarcity is felt acutely in subtropical climates like India, where rising temperatures and changing weather patterns are causing severe droughts. To address this problem, Tata Technologies in fiscal year 2017 launched a program to help small farmers in remote areas of India implement erosion control and rainwater harvesting strategies. A total of 186 hectares of farmland were made more resilient and drought-ready, which benefitted more than 250 farmers.

EMPLOYEE ENGAGEMENT ACTIVITIES (TATA VOLUNTEERING WEEK)

Tata Volunteering Week (TVW) is a Tata group-wide event that encourages Tata employees around the globe to get involved in community welfare. TVW is celebrated across a four-week period twice annually to inspire Tata employees to experience volunteering and eventually pursue it on a regular basis.

During the sixth and seventh edition of TVW, Tata Technologies recorded several exciting activities across the globe ranging from blood donation camps, wellness talks and value education activities at numerous schools to several cleanliness drives, teaching at orphanages, species conservation, traffic safety awareness and more. During fiscal year 2017 alone, more than 5,000 Tata Technologies employees participated in events to support 119 social and environmental causes.

FLINT WATER CRISIS RELIEF

In April 2014, residents of Flint, Michigan were exposed to water with increased lead levels when the water supply was switched from Lake Huron to the Flint River without appropriate corrosion control measures. The crisis gained national attention when it was revealed that children who drank the water had blood lead levels that were significantly higher than when the water came from its prior source and significantly exceeded Federal standards.

Since then, Flint residents have struggled to replace piped water with bottled water for drinking, cooking and bathing. However, even those who have been able to make this change were still exposed to increased levels of lead, which can cause long-term health risks. Medical studies indicate that healthy foods can help to combat these effects.

Tata Technologies, which has its North American headquarters about 50 miles from Flint and some of its employees living in the community, decided to take action. On August 9, 2016, more than 35 of Tata Technologies' employees, family members and friends hosted an all-day food drive for residents of Flint, in partnership with volunteers from the United Way of Genesee County, Michigan. Volunteers gathered to sort, divide and distribute food to residents.

Over 1,000 local families lined up their vehicles throughout the day to receive foods that deter symptoms of lead consumption by reducing absorption including meat, tuna, tomatoes, corn, baked beans, potatoes, peppers, cereal, apples, snacks and bottled water. In addition, both Tata Technologies and United Way volunteers distributed pamphlets that included detailed information surrounding the benefits of healthy nutrition and how to limit lead exposure.

A WINNING PROGRAM

Tata Technologies' Ready Engineer program wins national education award in India

FISCAL YEAR 2017 SAW TATA TECHNOLOGIES TAKE HOME A NATIONAL EDUCATION AWARD IN INDIA.

Handed out at the Associated Chambers of Industry & Commerce of India's annual education summit in February, the award (pictured below) recognizes Tata Technologies' Ready Engineer program, which provides practical, application-based training and mentorship to college and university students pursuing careers in product and manufacturing engineering.

"Ready Engineer embodies Tata values because it's premised on the belief that our responsibility as a company is not just to shareholders, but to the communities in which we live and work," said Anubhav Kapoor, head of corporate social responsibility at Tata Technologies, adding, "giving back is what we do, but it's always nice to see hard work recognized."

Launched in 2010, Ready Engineer helps students connect the dots between academic theory and the real world of automotive engineering. The program includes 40-50 hours of hands-on, classroom training led by Tata Technologies volunteers that highlights the ins and outs of the automotive industry and how computer-aided design technologies are used in the product development process. Every Ready Engineer student is also given a free login for *i GET IT*, Tata Technologies' eLearning platform exclusively for engineers, so they can brush up on their skills outside of the classroom. At the conclusion of the program, students who pass a capstone assessment receive a certificate of completion. But pass or fail, participants nevertheless leave the program better equipped for job interviews and, ultimately, employment.

"Technical knowledge is a prerequisite for engineers, but one of the things we try to emphasize is the importance of softer skills like communication and interpersonal skills," Kapoor said.

To date, more than 800 students have gone through the in-classroom program, with another 2,500 taking part in Distance Ready Engineer (DRE), which uses online tools to extend the curriculum to colleges in smaller population centers where Tata Technologies does not have a presence. The company is currently developing course material for high-demand fields like embedded systems, SAP and product lifecycle management, and plans to expand DRE to several more colleges throughout India in the coming year.

▸ *With upwards of 1,500,000 students earning degrees annually, India is a veritable factory of engineering graduates. This massive pipeline has helped make the country's engineering services outsourcing (ESO) sector the largest in the world. But despite training more engineers suitable for ESO, not all graduates are equipped with the skill sets required to succeed. Studies have found that overall only one in five engineering students in India is fit for employment upon graduation. The number is even less for schools in smaller cities, at only one in 10 graduates. And for product engineering, one of the fastest-growing segments of the ESO market, only 3 percent of new graduates are considered employable.*

Notice

NOTICE IS HEREBY GIVEN THAT THE TWENTY THIRD ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF TATA TECHNOLOGIES LIMITED will be held on **Friday, September 15, 2017 at 11:30 a.m. (IST)** at the Registered Office of the Company situated at Plot No. 25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune - 411057 to transact the following business:-

Ordinary Business

1. To receive, consider and adopt the Standalone Financial Statements of the Company for the year ended March 31, 2017 together with Report of the Directors and Auditors thereon.

2. To receive, consider and adopt the Consolidated Financial Statements of the Company for the year ended March 31, 2017 together with Report of the Auditors thereon.

3. To approve interim dividend of ₹40/- per equity share already paid for the Financial Year 2016-17.

4. To appoint a Director in place of Mr Praveen Kadle (DIN 00016814) who retires by rotation and being eligible, offers himself for re-appointment.

5. Appointment of Statutory Auditors of the Company

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions of the Companies Act, 2013 ("the Act"), if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. BSR & Co. LLP, Chartered Accountants, (Firm Registration No. 101248W) (LLP Registration No. W-100022) be and are hereby appointed as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting ("AGM") till the conclusion of Twenty Eighth AGM of the Company to be held in the year 2022, subject to ratification of their appointment at every AGM if so required under the Act, at such remuneration plus applicable taxes, out of pocket expenses, as may be mutually agreed upon between the Board of Directors of the Company and the Auditors. "

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf."

Special Business

6. Commission to Non-Executive Directors of the Company

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made thereunder, as amended from time to time, a sum not exceeding 1% of the net profits of the Company per annum, calculated in accordance with the provisions of Section 198 of the Act, be paid and distributed amongst the Non-Executive Directors of the Company in such amounts or proportions and in such manner and in all respects as may be decided by the Board of Directors and such payments shall be made with respect to the profits of the Company for the year ended March 31, 2017, for a period from April 01, 2016 to March 31, 2017."

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. The Proxy form as per the format given in the Annual Report booklet should be duly filled, stamped, signed and received by the Company at its Registered office not less than 48 hours before the time for holding the meeting.

3. Members/proxies should bring duly-filled Attendance Slip sent herewith to attend the meeting.

4. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the venue of the AGM.

5. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

6. This notice of AGM has been sent to all the members whose name appeared in the Register of Members and Register of Beneficial Owners as on August 11, 2017.

7. Pursuant to the provisions of Section 108 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015, Members whose names appear on the Register of Members as on Friday, September 08, 2017 ("Cut-off Date") would be only be eligible to vote by electronic means or by means of ballot paper at the AGM. Any recipient of the notice who has no voting rights as on the cut-off date shall treat this notice as intimation only.

8. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, August 25, 2017 to Friday, September 01, 2017, both days inclusive.

9. A person who acquired the shares and became member of the Company after August 11, 2017 and prior to the cut-off date i.e. September 08, 2017 shall be entitled to exercise their votes either electronically i.e. remote e-voting or through the ballot paper at the AGM in the following manner:

   a. Such person may obtain the login Id and password by sending a request to evoting@nsdl.co.in or to the Company at Saurabh.erande@tatatechnologies.com or TSR Darashaw Limited, the Registrar and Transfer Agent of the Company at csg-unit@tsrdarashaw.com; or

   b. Such person may attend the AGM and vote by means of ballot papers to be provided by the Company at the AGM.

10. As per the provisions of the Companies Act, 2013, facility for making nominations is available for Members in respect of shares held by them. Nomination Forms can be obtained from the Company's Registrar and Transfer Agent.

11. Members may please note the contact details of the Company's Registrar and Transfer Agent, M/s TSR Darashaw Limited, as follows:

    TSR Darashaw Limited
    6-10 Haji Moosa Patrawala Industrial Estate,
    20, Dr.E.Moses Road,
    Mahalaxmi, Mumbai-400011
    Tel: +91 22 66568484 Fax: +91 22 66568494
    Email: csg-unit@tsrdarashaw.com
    Website: www.tsrdarashaw.com

12. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, mandates, nominations, change of address, change of name, change in email id etc., to their Depository Participants. Changes intimated to the Depository Participants will be then automatically reflected in the Company's records which will help the Company's Registrar and Transfer Agent to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the Company's Registrar and Transfer Agent.

13. Members attention is particularly drawn to the 'Transfer of Unclaimed/Unpaid dividends to Investor Education and Protection Fund' section under 'General Shareholder Information' in the Corporate Governance Report.

14. The Company has dematerialized its Equity Shares to CDSL & NSDL and Company's ISIN number is INE142M01017. Members, who hold shares in physical form, are requested to dematerialize their shares. A detailed FAQ on Dematerialization is provided elsewhere in the Annual Report.

15. The Company has received a unique user code from Reserve Bank of India to credit the dividend directly to the bank accounts of the Investors. Members, who intend to opt the NECS facility, are requested to fill in the NECS Request Form attached at the end of this Report and send to the Company's Registrar and Transfer Agent. Members holding the shares in electronic form are requested to contact their Depository Participants and give suitable instructions to record their bank account details in their demat account.

16. The Company is concerned about the environment and utilizes natural resources in a sustainable way. Members are requested to register their email address, through written application, with Company's Registrar and Transfer Agent to enable the Company to send notices, annual reports and other communication via email.

17. Copies of the Annual Report 2016-17 are being sent by electronic mode to all the members whose email addresses are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2016-17 are being sent by the permitted mode. The copies are also being sent by electronic mode to employees of the Company.

18. **Voting through electronic means:**
For the purpose of voting through electronic means, the expression-

"Remote e-voting" means the facility of casting votes by a member using an electronic voting system from a place other than venue of a general meeting.

I. According to Section 108 of Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Amended Rules, 2015, e-voting is mandatory for all listed Companies or Companies having Shareholders not less than one thousand.

II. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amended Rules, 2015, the Company is pleased to provide members, facility to exercise their right to vote by utilizing the facility of remote e-voting by electronic means and the business will be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).

III. A member may exercise his vote in respect of the resolutions proposed in the notice of AGM by electronic means ("remote e-voting") and company may pass any resolution by electronic voting system in accordance with the Rule 20 of the Companies (Management and Administration) Amended Rules, 2015.

IV. During the remote e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on a Cut-off Date, may cast their vote electronically.

V. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

(i) Open email and open PDF file. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

(iii) Click on Shareholder - Login

(iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of e-voting opens. Click on e-voting: Active Voting Cycles.

(vii) Select "EVEN" (E-voting Event Number) of Tata Technologies Limited.

(viii) Now you are ready for e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail umeshmaskeri@gmail.com with a copy marked to evoting@nsdl.co.in

(xiii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com

(xiv) In case of any query or grievance relating to e-voting, members may contact Mr Anubhav Kapoor, General Counsel and Company Secretary at the Registered Office of the Company at Telephone No: 020-6652 9090 or through email anubhav.kapoor@tatatechnologies.com

(xv) If you are already registered with NSDL for e-voting then you can use your existing user-Id and password for casting your vote.

VI. The remote e-voting period commences on September 12, 2017 (10:00 a.m. IST) and ends on September 14, 2017 (5:00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date of i.e. Friday, September 08, 2017, may cast their vote electronically. The e-voting module shall also be disabled by NSDL for voting thereafter. Once the vote on a resolution is casted by the shareholder, the shareholder will not be allowed to change it subsequently or the cast the vote again.

VII. The members, who have cast their vote by remote e-voting, may also attend the meeting but shall not be entitled to cast their vote again.

VIII. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on Friday, September 08, 2017.

IX. Since the Company is required to provide facility to the members to exercise their right to vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on Friday, September 08, 2017, may cast their votes by remote e-voting from 10:00 a.m. IST on September 12, 2017 and up to 5:00 p.m. IST on September 14, 2017. In addition to the remote e-voting, company will be providing the facility of ballot papers so as to enable the members attending the meeting who have not cast their vote by remote e-voting to exercise their right at the meeting through ballot papers

X. Mr Umesh Maskeri, Company Secretary in whole time practice (FCS No. 4831 COP No. 12704) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

XI. The Chairman at the AGM, at the end of the discussion on the resolutions on which voting is to be held, allow voting, as provided in clauses (a) to (h) of Rule 21 of the Companies (Management and Administration) Rules, 2014, as applicable, with the assistance of the scrutinizer, by use of ballot or polling papers for all those members who are present at the AGM but have noted casted their votes by availing remote e-voting facility.

XII. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than three (3) days from the conclusion of the meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman or a person authorized by him in writing who shall countersign the same of the Company.

XIII. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.tatatechnologies.com and on the website of NSDL immediately after the results are declared by the Chairman.

XIV. Subject to the receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of the AGM.

XV. A resolution proposed to be considered through voting by electronic means cannot be withdrawn.

By Orders of the Board of Directors

Anubhav Kapoor
General Counsel and Company Secretary
A10847

Date: July 31, 2017
Place: Mumbai
Registered Office:
Tata Technologies Limited
Plot No. 25, Rajiv Gandhi Infotech Park,
Hinjawadi, Pune - 411057

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the Act), sets out all material facts relating to the Special Business mentioned in the accompanying Notice and should be taken as forming part of the Notice.

Item No 5

This explanatory Statement is provided though statutorily not required as per Section 102 of the Act.

M/s Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No. 117366W) (LLP Registration No W-100018), had been the Statutory Auditors of the Company since FY 2006-07 and has completed a term of ten years. As per the provisions of Section 139 of the Act, no Company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years.

In view of the above, it is proposed to appoint BSR & Co. LLP, Chartered Accountants (Firm Registration No.101248 w) (LLP Registration No. W-100022)("BSR"), as the Statutory Auditors of the Company for a period of five years commencing from the conclusion of Twenty Third AGM till the conclusion of Twenty Eighth AGM to be held in the year 2022, subject to ratification of their appointment at each AGM to be held after the Twenty Third AGM, if so required under the Act at such remuneration plus applicable taxes, out of pocket expenses as may be mutually agreed upon between the Board of Directors and the Auditors.

As per the requirement of the Act, BSR have confirmed that the appointment if made would be within the limits specified under Section 141(3)(9) of the Act and they are not disqualified to be appointed as Auditor in terms of the provisions of Section 139 and 141 of the Act and the Rules.

In view of the above and pursuant to the Rule 3 of the Companies (Audit and Auditors) Rules, 2014, BSR being Eligible to act as Auditors of the Company and based on the recommendation of the Audit Committee at its meeting held on May 15, 2017, the Board recommends the Resolution set forth at Item No. 5 for approval by the Members .

No Director, Key Managerial Personnel or their relatives is interested or concerned, financially or otherwise in the stated resolution.

Item No 6

Section 197 of the Companies Act, 2013 permits payment of remuneration to Non-Executive Directors of a Company by way of commission, if the Company authorizes such payment by way of a resolution of members.

Considering the rich experience and expertise brought to the Board by the Non-Executive Directors, it is proposed that, remuneration not exceeding one percent of the net profits of the Company be paid to the Non-Executive Directors. Nomination and Remuneration Committee of the Board had recommended the Payment of Commission in its meeting in August 2016, which was subsequently approved by the Board in November, 2016, subject to the approval of shareholders. Based on the financial results of FY 16-17, the Board has recommended payment of INR Twelve Lacs as commission to each Non-Executive Director for the financial year 2016-17.

Details of sitting fees paid to Non-Executive Directors during the Financial Year 2016-17 is provided in the Corporate Governance Report.

The Board recommends the resolution set forth in Item No. 6 for approval by the Members.

All the Directors of the Company, except the CEO & MD, are concerned or interested in the Resolution at Item No.6 of the Notice, to the extent of commission that may be received by each of them.

Directors' Report

TO THE MEMBERS OF TATA TECHNOLOGIES LIMITED

The Directors are pleased to present their Twenty Third Annual Report on the Business and Operations of your Company and the Audited Statement of Accounts for the year ended March 31, 2017.

1. FINANCIAL RESULTS

The summary of financial results of the Company for the year ended March 31, 2017 is as follows:

(Amount in ₹ Crore)

Particulars	March 31, 2017	March 31, 2016
Income from Operations	1,112.08	1,082.31
Other Income	25.23	24.68
Total Income	**1,137.31**	**1,106.99**
Operating Expenditure	810.41	790.22
Profit before Depreciation, Interest and Taxes	**326.90**	**316.77**
Finance costs	0.99	1.07
Depreciation	51.40	47.69
Profit before exceptional item and tax	**274.51**	**268.01**
Exceptional items	10.62	-
Profit before tax (PBT)	**263.89**	**268.01**
Tax expense	50.46	43.45
Profit after Tax	**213.43**	**224.56**
Other comprehensive income/(loss) for the year	(3.40)	(1.19)
Total comprehensive income/(loss) for the year	**210.03**	**223.37**

Salient features of the financial statements of subsidiaries are provided in Form **AOC-1** as Annexure III to this report.

2. REVIEW OF BUSINESS OPERATIONS

The Company recorded an overall revenue growth of approximately 2.74%. This mainly consists of increase in sale of services from ₹ 917.52 crore in fiscal year 2016 to ₹ 963.89 crore in fiscal year 2017 showing a growth of 5.05% and reduction in sale of products from ₹ 164.79 crore in fiscal year 2016 to ₹ 148.19 crore in fiscal year 2017 showing a de-growth of 10.07%. The operating profit registered an increase of approximately 3.20% over the last year. Profit before taxes (PBT), decreased at a rate of approximately 1.54% on a year-on year basis and Profit after taxes (PAT) decreased by approximately 4.96% during the same period.

The services revenue comprises:

1. **ER & D (Engineering, Research and Development):**
   ER & D delivers complex engineering programs and specialist domain services.

2. **PLM (Product Lifecycle Management):**
   Enables product realization by aligning people and process with technology.

3. **CEIT (Connected Enterprise IT):**
   Enables manufacturing realization through IT tools and technologies.

3. DIVIDEND

The Board declared an interim dividend of ₹ 5/- per equity share for the first, second and third quarter respectively and ₹ 25/- per equity share for the fourth quarter in the financial year 2016-17.

The Board did not recommend any final dividend for FY 2016-17.

4. MATERIAL CHANGES AND COMMITMENTS POST MARCH 31, 2017

Acquisition in Sweden:
Considering the growth opportunities and consolidation of Company's presence in Sweden, Company's subsidiary; Tata Technologies Europe Limited acquired "Escenda Engineering AB" w.e.f. April 28, 2017. Escenda is a Swedish engineering company based in Gothenburg Sweden, founded in 2009 which offers specialist services within product development, supplier business development and innovation development to customers within automotive, industrial engineering, medical and telecom, services within motor sport.

5. BUSINESS OUTLOOK

Your Company is highly focused on delivery of value to its customers, marketing and sales and as such, it is seeing improved order bookings. The Company expects improved growth in revenue, EBITDA and profit after tax in the coming years. Please refer the section on Management Discussion and Analysis for more information.

6. CHANGES IN SHARE CAPITAL

During the year, the following changes have occurred in the authorized and the paid-up equity share capital of the Company:

a) The authorized share capital of the Company remained unchanged at ₹ 60.70 crore, divided into 60,000,000 equity shares of ₹ 10/- each and 700,000 0.01% cumulative non-participative compulsorily convertible preference shares of ₹ 10/- each.

b) 6,688 equity shares were allotted on exercise of the Employee Stock Option during the year. Hence the paid-up Share capital of the company increased from ₹ 43.02 crore to ₹ 43.03 crore.

The Company is committed to employee participation in the future of the Company and has promoted and implemented various stock based incentive and ownership schemes from time to time. The details for the last year are provided in Annexure I to this report.

7. HUMAN RESOURCE MANAGEMENT

The Company employs 8,340 permanent and contractual professionals, as on March 31, 2017. The corresponding total employee strength as on March 31, 2016 was 8,087. This registered an increase in employee strength by 3% during the financial year 2016-17. Our employees serve clients across the globe in Automotive, Aerospace, Construction and Heavy Engineering domains spread over in 25 countries. Our strategy is to deploy a judicious mix of specialists from our key bases in Asia Pacific, North America and Europe and local talent from the countries we operating in. This ensures seamless engagement with our customers, through clear understanding of local cultures for the provision of specialised solutions.

The section on Human Capital under the Management and Discussion Analysis Report provides details on our approach and initiatives on human resources.

8. CORPORATE SUSTAINABILITY

Company's Corporate Social Responsibility vision to co-create sustainable value for its stakeholders through engineering and technology innovation, Company is committed to sustainability and enhancing the quality of education for a better future of our young generation, specifically the quality engineers that are increasingly required in product development across the globe, promoting STEM education, promotion of safety for all, and more worthwhile environment for industries, societies and individuals in the future. The Company is also committed to address different aspects of sustainability through its regular volunteering activities throughout the year. The Company assures to meet the compliance as per Section 135 of Companies Act 2013 & all its rules amended from time to time.

The shareholders are advised to refer the separate section on the Corporate Social Responsibility in this report for more details.

Details of the projects undertaken by the Company during the year are given as Annexure II to this report.

9. QUALITY INITIATIVES AND KNOWLEDGE MANAGEMENT

Your Company continues to use globally recognized Quality standards such as ISO 9001, AS 9100 and ISO 27001 as reference models to establish its Enterprise Quality Management and Information Security framework. The core delivery methodology is further aided by frameworks provided by CMMI and Prince2. These standards provide a firm foundation for your organization's Global Quality Management System (QMS) and Information Security Management System (ISMS).

The QMS and ISMS help deliver the highest quality products, services & processes through a culture of improvement. Customers are assured of consistent quality of service and predictable outcome while being assured of security of their information and intellectual property.

The delivery centers in Pune, Bangalore, Thailand, Romania and projects managed by your company in Tata Motors (Pimpri, Pune) and Thane location continue to maintain their accreditation to relevant Quality standards. Implementation of QMS and ISMS best practices to JK (Hinjawadi, Pune) were initiated this year and this location is on track to achieve formal accreditation to ISO 9001 and ISO 27001.

The Company has incorporated all the improvements that were triggered by the revised quality standards: ISO 9001:2015 and AS 9100 D and is now getting ready to be certified to these new standards.

The Company has provided additional training to nearly one hundred internal auditors to align them to the revised Quality Standards. These auditors partner with the Total Quality Management (TQM) function to assure high levels of compliance with the organization's key processes.

Internal and external quality audits, customer feedback and inputs from process group members have helped in continuously improving the QMS processes and related IT tools. The online project tracking system provides real time visibility of status of projects to Project Managers, Vertical Heads and Line of Business Heads. The key metrics related to cost, quality and time are tracked in the system and used during governance meetings and reviews.

Senior Managers are being trained in the preventive measures that are part of the QMS. This training supports the delivery of high quality projects consistently on time and also helps to mitigate risks arising from increasingly stringent conditions required by the customers, one of the key training interventions is the Tata Technologies Certified Project Management Professional (TTCPMP) workshop. Over four hundred Senior Managers have now gone through this training.

Best practices generated across the organization are captured and reused in relevant areas through the Knowledge Management (KM) system which is enabled through an IT tool. The KM repository has nearly ten thousand artefacts on various practices and disciplines which are available to project teams. KM helps project teams to leverage past learnings and follow best practices established by other teams.

As most offerings of the Company relate to services, process improvements at various levels are incorporated into the QMS and made available through the intranet TQM portal to project teams globally.

10. INFORMATION TECHNOLOGY (IT) INITIATIVES

Company's IT strategy was focused on key areas of (a) IT Operations Excellence (b) Enterprise Applications (c) IT Engineering & Infrastructure and (d) Information Security. Key highlights of each of these areas are listed below. In keeping with its "practice what we preach" philosophy, the Company continues to internally leverage technologies it deploys to its manufacturing customers such as SAP, Oracle, Microsoft, Siemens, Dassault, Qlikview. Each of these technologies have been enhanced with internally developed IP/implementation of best practices and the resulting solutions. Examples of these include WAN Optimization, Engineering Resource Optimization, Infrastructure Management, Dashboards and Analytics & Human Capital Management. Company has implemented robust Office 365 (On-Cloud) framework for better communication and collaboration. IT leaders participated in industry events & received awards in IT and Security domain areas.

Company's IT investments and operations were focused across the following key areas for fiscal year 2017:

IT Operations Excellence: This team scales IT operations across all Company offices globally. This team also manages end user productivity hardware and software tools that are used for individual employee and team collaboration to drive IT-enabled operations excellence.

IT Enterprise Applications: This team designs, implements and supports enterprise applications used globally. Enterprise applications are developed in partnership with the Sales, Delivery, HR, Legal and Finance teams to drive IT-enabled process excellence.

IT engineering and Infrastructure: This team manages Data Centre, both on premise and cloud based. This group also defines, implements and supports software tools used for global product development and data exchange with customers.

Information Security and Compliance: This team strengthens, monitors and ensures compliance across the areas of information security, data security and IT asset management practices across the Company. This ensures that the Company can be a trusted partner and a preferred global engineering services organization to its customers. The team obtains and enforces frameworks such as Information Security Management System (ISMS), IT Asset Management (ITAM), and data security as well as certifications such as ISO 27001 where required.

The Company leveraged its Internal Audit process to periodically assess its IT systems, processes and governance and improve associated areas of improvement. The Company continued to focus on the Governance & Risk Management to help scale the business, deploying a GRMC framework to track and manage compliance checks & risks.

IT Operations Excellence:

Select focuses for this category are listed below:

1. Commissioning & managing delivery centers with state of the art IT facilities
2. Integrating & managing telco and video conference solutions across geos
3. End user compute device standardization and management
4. Improving efficiency by deploying better endpoint management system
5. Deploying latest communication & collaboration tools
6. Optimizing IT operations cost, while providing better experience

The Company had set up new Delivery Centers in Thane, Bristol, Lamington Spa and Sweden to expand the business operations.

Company has implemented robust Office 365 (On-Cloud) framework, so that employee can get more storage space per account, freedom to connect from any device and better connectivity with Skype instant messaging and OneDrive, better collaboration services Social networking with Yammer.

To provide better IT support to employees, the Company upgraded its helpdesk platform to the new F1 helpdesk application. The application serves as a framework as part of a larger initiative to automate and improve other enabling functions for employees such as human resource, finance, etc. The new application allows for issues and requests to be logged through a web portal or mobile application or simply by sending email.

Enterprise Applications:

Select focus areas of this category are listed below:

1. Employee Excellence - Continuous ESS Upgrade to improve employee productivity, Single Sign-On to tighten the security and unified access
2. Sales Excellence - Improved and simplified processes for opportunity management built on Microsoft platform
3. Delivery Excellence - Improved time and leave management systems for greater ease of use, real-time integration and country-specific requirements

IT Engineering & Infrastructure:

Select focus areas for this category are listed below:

1. Partner with anchor customers to deploy collaboration environments
2. Streamline ramp-up for new customer Offshore Delivery Centers
3. Improve data collaboration capabilities by leveraging next-gen tools
4. Reduce operating costs through virtualization/high-performance (HPC) technologies

The Company established high performance computing (HPC) capabilities in its UK and India delivery centers and improved design (CAD/CAE) collaboration efficiencies through a new data exchange mechanism. The Company also expanded its Engineering Resource Optimization value proposition by leveraging it across key customers and enhancing it through ongoing assessments from external agencies. Each of these initiatives were aimed at accelerating ramp up/down of customer offshore delivery centers across the globe and improving design productivity.

Information Security:

The Company maintained ISO 27001:2013 certification across its key delivery centers as part of its ongoing commitment towards data security and compliance. The Company also enhanced its information security management system to protect the information assets of the Company and its customers per business strategies from all threats, whether internal or external, deliberate or accidental. The Company underwent multiple external and internal security assessments as part of new customer acquisition/existing projects governance processes. Security controls such as web filtering, antivirus protection, visitor management systems, CCTV monitoring, etc. were enhanced as part of ongoing updates. Periodic vulnerability assessment and penetration testing on business applications strengthened the security of the Company's business applications.

Technology Absorption

The Company invested in strategic technologies aligned with business goals and customer needs, aimed at improving effectiveness across each of its core customer focus areas: capacity to create, process to create and connected enterprise solutions. State-of-the-art software and hardware technology investments, aimed at delivering business solutions to internal and external stakeholders were made across both existing and new delivery centers. Examples of technology investments include engineering Virtual Desktop Infrastructure (VDI), cloud based CAD/CAE/PLM application deployments, cloud based personal productivity platforms, SAP visualization and end user experience (Fiori) platforms, engineering data exchange, global wide area network technologies, data center modernization, shared services desk cloud platforms, public/private cloud architectures, social networking platforms and green IT related investments. The Company also enhanced its investment and approval policies to ensure effective selection and procurement of new technologies.

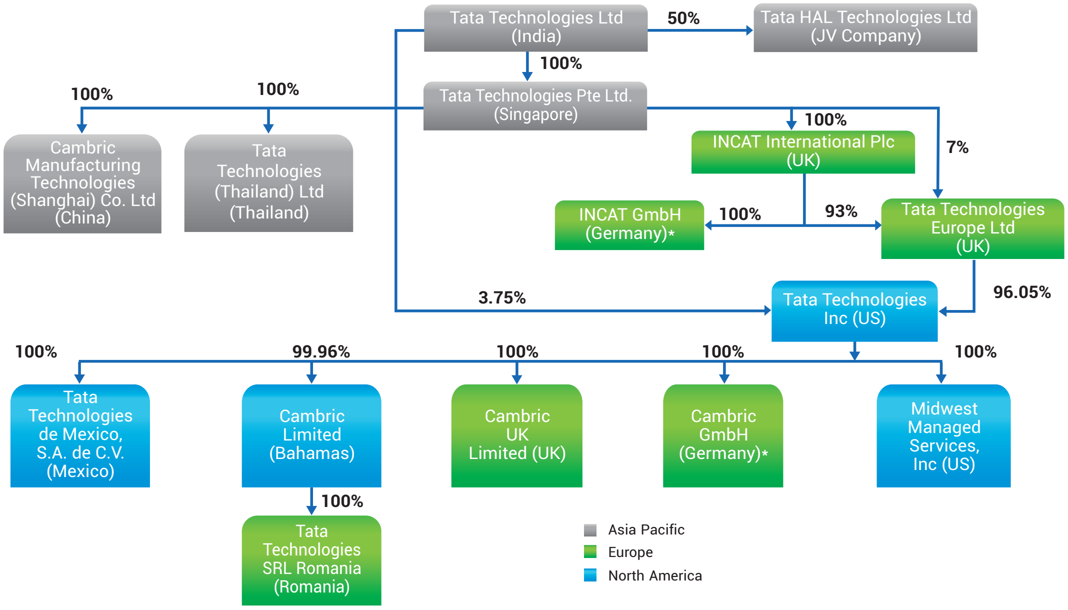
11. SUBSIDIARY COMPANIES AND JOINT VENTURE

The Company had 13 subsidiary companies and one Joint venture Company as on March 31, 2017.

Tata Technologies Europe Limited acquired Escenda Engineering AB w.e.f. April 28, 2017.

During the year, the following changes occurred in the entity structure of the Company.

North Americas: Tata Technologies (Canada) Inc. was dissolved w.e.f. December 13, 2016.



*INCAT GmbH and Cambric GmbH are under liquidation.

Consolidated Results: In accordance with the IND AS 110- Consolidated Financial Statements issued by the Institute of Chartered Accountants of India (ICAI), subsidiaries of the Company and Company's share of profits or losses in the Joint Venture Company have been considered in the Consolidated Financial Statements of the Company, attached in separate section of this report. As may be seen from the consolidated statements, the consolidated revenue was ₹ 2,801.95 crore, an increase of 4.42% against ₹ 2,683.38 crore in the previous year. The profit before tax was ₹ 452.17 crore as against ₹ 463.53 crore in the previous year, recording a decrease of 2.45%. The profit after tax stood at ₹ 352.99 crore as against ₹ 383.56 crore recording a decrease of 7.97%.

The Services/Products business mix was a 84/16 split respectively (₹ 2,361.03 crore for services and ₹ 440.92 crore for products) compared to FY 2016 when the Company recorded ₹ 2,189.58 crore for services and ₹ 493.80 crore for product or a 82/18 mix. The Americas produced ₹ 796.68 crore with Asia Pacific recording ₹ 1,290.28 crore and Europe generating ₹ 1,153.26 crore. The three territories combined produced ₹ 2,801.94 crore top line after reducing inter-company billing, in FY 2017 compared to ₹ 2,682.34 crore for FY 2016.

Joint Venture: Tata HAL Technologies Limited is a 50:50 joint venture between Tata Technologies Limited and Hindustan Aeronautics Limited (HAL), with its corporate office situated at Bangalore, Karnataka. Tata HAL Technologies Limited is in the business of providing engineering and design solutions and services in the domain of aerostructures for the aerospace industry. The Company reported revenue of ₹ 5.05 crore for the FY 2016-2017 as against the revenue of ₹ 8.86 crore in FY 2015-16 a decrease of 43% over the last year. The loss for the year was ₹ 2.91 crore as against profit of ₹ 0.32 crore in FY 2015-16.

The statement containing the salient feature of the financial statement of a Company's subsidiaries and joint venture is enclosed herewith in Form AOC-1.

12. DIRECTORS Re-appointment

In accordance with the requirements of the Companies Act, 2013 and the Articles of Association of the Company, Mr Praveen Kadle (DIN 00016814) will retire at the ensuing AGM and being eligible, seeks re-appointment. The Board recommends and seeks your support in confirming Mr Kadle's re-appointment.

The shareholders are advised to refer to the profile of Mr Kadle under Corporate Governance section of this Annual Report.

13. STATUTORY AUDITORS

M/s Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No. 117366W) (LLP Registration No W-100018), has been the Statutory Auditors of the Company since FY 2006-07 and has completed a term of ten years. As per the provisions of Section 139 of the Companies Act, 2013, no company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years.

Based on the recommendations of the Audit Committee, Board of Directors in its meeting held on May 15, 2017 considered and approved the appointment of M/s. BSR & Co. LLP, Chartered Accountants (Firm Registration No. 101248W) (LLP Registration No. W-100022) as the Statutory Auditors of the Company from conclusion of this AGM till conclusion Twenty Eighth Annual General Meeting at such remuneration plus service tax, out of pocket, travelling and living expenses, etc., as may be mutually agreed upon between the Board of Directors of the Company and the Auditors.

The members are requested to approve the appointment of M/s. BSR & Co. LLP as the Statutory Auditors of the Company for the period of five years commencing from conclusion of this AGM till conclusion Twenty Eighth Annual General Meeting and authorize the Board of Directors to fix their remuneration.

14. INTERNAL AUDITORS

The Company has appointed M/s Ernst & Young LLP, as Internal Auditors of the Company, to conduct the Internal Audit of the Company and its subsidiaries.

15. COMPLIANCE AUDITORS

To strengthen the compliance process of the Company, the Company has implemented a compliance framework which includes a system based compliance tool known as "iComply" across the globe. The Company has appointed M/s Ernst & Young LLP, as Compliance Auditors of the Company, to conduct the Compliance review at all locations where the iComply tool has been implemented.

16. PUBLIC DEPOSITS

Your Company has not accepted any deposits from the public in terms of Section 73 of the Companies Act, 2013 during the year under review. And hence, no amount is outstanding under the head Public Deposits as on March 31, 2017.

17. MANAGEMENT DISCUSSION AND ANALYSIS

The shareholders are advised to refer the separate section on the Management Discussion and Analysis in this report.

18. CORPORATE GOVERNANCE REPORT

The shareholders are advised to refer the separate section on Corporate Governance in this Report.

19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Conservation of Energy: The operations carried out by the Company in all of its locations are such that they are not deemed as energy intensive. However, the Company constantly makes efforts to avoid excessive consumption of energy. Measures were taken to increase awareness about need to conserve power and water. At the Hinjawadi delivery center, solar water heaters are installed in the Guest House and the Wellness Centre. The schedule of switching on/off lights and AHU's was monitored continuously keeping in mind factors of climate, availability of power and working hours. LED lights are being considered as a replacement for CFL wherever possible in all new facilities. The Company remains committed to deploying more efficient energy saving measures. New technologies/options are regularly monitored and efforts will continue to conserve energy.

Technology Absorption: The Company invested in strategic technologies aligned with business goals and customer needs, aimed at improving effectiveness across each of core technology focus areas: Social, Mobility, Analytics and Cloud. State-of-the-art software and hardware technology investments, aimed at delivering business solutions to internal and external stakeholders were made across both existing and new delivery centers. Examples of technology investments include engineering Virtual Desktop Infrastructure (VDI), cloud based personal productivity platforms (O365), In-Memory Computing Platform (SAP HANA) and end user experience (Fiori) platforms, mobile applications for select processes, engineering data exchange, global wide area network technologies, data center modernization, shared services desk cloud platforms, public/private cloud architectures, social networking platforms and green IT related investments.

HPC Cluster facility for CAE simulation projects: The Tata Technologies teams primarily from E&D are delivering very high end simulation projects in CAE and CFD areas. Teams in E&D Pune and VPD UK have recently started working on larger data sets on simulation front. To cater to these needs the company has deployed a new powerful and scalable high performance computing cluster in both UK and Hinjewadi. This hosts best in class processor technology configured to 264 cores with ultrafast Infini Band FDR interconnect between the nodes. This will help the teams deliver CAE projects faster resulting in revenue growth, providing a competitive edge to gain & retain CAE customers.

Data Center Infrastructure: Tata Technologies recently added to its data center facility provisioning for new IT hardware and systems. It has deployed a new technology for High Performance Racks with Energy Efficient Cooling System in Data Centre. This contains the new in rack cooling technology helping save on the cooling costs and eliminates the need for complete data center cooling to server standards. It also employs state of the art safety and security features like automatic door opening for cooling failures as well as automated SMS alerts.

Foreign Exchange Earnings and Outgo: Information pertaining to the foreign exchange earnings and outgo during the year under review, in terms of the Notification 1029 of 31-12-1988 issued by the Department of Company Affairs is as follows:

(Amount in ₹ Crore)

Particulars	2016-17	2015-16
Earnings in foreign currency	403.08	372.43
Expenditure in foreign currency	36.42	29.17

20. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, Form No MGT- 9 - is enclosed as an Annexure IV to this report.

21. BOARD MEETINGS

The Board met seven times during the financial year 2016-17 on April 21, 2016, May 13, 2016, June 29, 2016, July 28, 2016, November 10, 2016, January 25, 2017, and February 10, 2017. The time gap between two meetings was less than 120 days.

22. SECRETARIAL AUDIT

Section 204 of the Companies Act, 2013 inter-alia requires prescribed classes of the Public Company to annex with its Board report, a Secretarial Audit Report given by Company Secretary in Practice, in the prescribed format.

The Board of Directors appointed SVD & Associates, Practicing Company Secretaries as Secretarial Auditor to conduct Secretarial Audit of the Company for Financial Year 2016-17 and their report is annexed to this report (Annexure V). There are no qualifications/ observations in the said Report.

23. LOANS AND INVESTMENTS

Your Company complied with the provisions of Section 186 of the Companies Act, 2013 during the year under review.

24. RELATED PARTY TRANSACTIONS

All the Related Party Transactions entered by the Company in FY 2016-17 were during the ordinary course of business and at Arm's length basis. All such transactions were reviewed and approved by the Audit Committee from time to time.

25. TRANSFER OF AMOUNTS TO RESERVES

Since the Company has not declared the final dividend for FY 2016-17, the Company has not transferred any amount to reserves Account.

26. RISK MANAGEMENT POLICY (MD & A)

Shareholders are requested to refer a separate section on Risk Management in MD & A.

27. QUALIFICATION OF DIRECTORS AND REMUNERATION (Policy for qualification and remuneration to be disclosed)

The Company has adopted the policies with respect to the Qualification and Remuneration of the Directors as on March 31, 2017 and the same is disclosed as Annexure VI of the report.

28. MANAGEMENT OF BUSINESS ETHICS

Tata Technologies has adopted the Tata Code of Conduct (TCOC). The Code of Conduct upholds the highest standards of corporate and personal conduct and is the guiding force on the ethical conduct behind every Tata Company, no matter what business they are in. It establishes the code of ethics that governs all Tata ventures, new and old. The Code of Conduct is communicated to the organization's partners/suppliers through interaction with them. The Company established procedures to deploy TCOC across the organization which promotes and ensures ethical behavior in all stakeholder interactions. The TCOC is disseminated through presentations, circulation of "Code" through various processes such as at the time of employee induction (joining), highlighting the same in posters at strategic locations "Employee Handbook" and a dedicated sections "Management of Business Ethics" on the intranet portal of the Company. To obtain a uniform measurable deployment of the TCOC across all employees and contractors of Tata Technologies, wherever they might exist globally, the Company created a specifically tailored training program on TCOC using 'iGETIT®'. This training program had been added to each employee's 'Learning Path'. The tool not only effectively tracks the number of employees who had undergone the training program but also monitors time taken on the program and each individual's score. All employees are required to digitally re-sign the TCOC on an annual basis.

The Company has a committee on Prevention of Sexual Harassment (POSH) and a Whistle Blower Policy in place. The Whistle Blower Policy was adopted in February 2007 in extension of the Tata Code of Conduct (TCOC) and was updated during the last year. Any actual or potential violation of the Code of Conduct, howsoever insignificant or as such, would be a matter of serious concern for the Company. Whistle Blower Policy has been established to provide a mechanism for employees of the Company to approach the Ethics Counselor/Chairman of the Audit Committee of the Company to report any concerns. The Policy has been communicated to all the employees of the Company.

Possibility of breach of ethical behavior can be reported by various means to the Ethics Counsel such as by post, mail or phone calls. A dedicated email account ethics@tatatechnologies.com is available both at the intranet and internet sites for the stakeholders to report any ethical breach. A response to an e-mail sent to this address will be given within 24 hours.

These are then managed by an established process with required actions implemented through the support functions such as HR, Finance and Legal and learnings shared, as appropriate, throughout the organization and with the wider Tata group.

Results are reported to the Chief Ethics Counselor on a quarterly basis and are reviewed by the Audit Committee. Apart from encouraging people to report ethical violations, the Company is also trying to establish culture to report examples of good ethical behavior of employees to bring in ethical positivity at the workplace. This includes the concept of "Doing the right thing – always" as a behavior within our values.

The Company has also adopted and implemented the Anti-Bribery and Gift, in line with the Tata Code of Conduct and applicable laws, if any.

The organization structure for the Management of Business Ethics (MBE) in the Company comprises:

a. Ethics Committee
b. Chief Ethics Counselor
c. Ethics Counselor and
d. POSH and Ethics Committee

During the last year, Mr Paul Tanner, Chief Transformation Officer was appointed as Ethics Counselor in the Audit Committee meeting held on November 08, 2016 and Mr Sudhir Dalvi, Chief Internal Audit and Risk Management, Tata Motors Limited was appointed as Chief Ethics Counselor in the Audit Committee meeting held on March 10, 2017. The Company received eight complaints during the year. Five of these were investigated as ethics complaints, a sixth of these was investigated under POSH and two were line management issues. All the complaints received were closed.

29. AUDIT COMMITTEE

The Audit Committee comprises three Non-Executive Directors including two Independent Directors, all of whom are financially literate. The Committee is comprised of Ms Falguni Nayar, Chairperson, Mr Rakesh Makhija and Mr Praveen Kadle as members of the Committee. The Committee has adopted a Charter for its functioning. The Committee met 8 times during the year, the details of which are given in the Corporate Governance Report.

During the year under review, the Board has accepted all the recommendations of the Committee.

30. DECLARATION OF INDEPENDENCE

Pursuant to Section 149 (6) of the Companies Act, 2013, the Company has received the declaration of Independence from Ms Falguni Nayar and Mr Rakesh Makhija, Independent Directors.

31. BOARD EVALUATION

The Company has adopted the Tata Group Governance Guidelines in which a due process for evaluation of the Board has been set up.

32. ORDER OF COURT

The Company has not received any significant and material orders, if any, passed by the regulators and courts or tribunal impacting the ongoing status and Company's operations in the future.

33. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act 2013, the Directors, based on the representations received from the Operating Management, confirm that:

i. in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;

ii. they have, in selection of the accounting policies, consulted the Statutory Auditors and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

iii. they have taken proper and sufficient care, to the best of their knowledge and ability, for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;

iv. they have prepared the annual accounts on a going concern basis;

v. they have devised proper systems to endure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

34. ACKNOWLEDGMENTS

Your Directors would like to express their heartfelt gratitude to all the customers, business partners, bankers and auditors for their continued support and association. The Directors also wish to thank the Government and all the statutory authorities for their support and co-operation.

The Directors would also like to place on record their appreciation of the dedicated, individual and collective contribution of all the employees in the overall growth and progress of the Company during the last year.

The Directors, finally, would like to specially thank and place on record their gratitude to all the members of the Company for their faith in the management and continued affiliation with the Company.

On behalf of the Board of Directors

Date: May 15, 2017
Place: Mumbai

S RAMADORAI
Chairman

EMPLOYEE STOCK OWNERSHIPS SCHEMES

a) Tata Technologies Limited Employees Stock Option Plan (TTESOP - 2001)

Tata Technologies Limited Employees Stock Option Plan 2001 (TTESOP Plan 2001) was launched by the Company in the year 2001. The status of the options granted and exercised as well as options forfeited during the financial year ended March 31, 2017 as under:

ESOPs as on March 31, 2017

Number of Options Granted, Forfeited and Exercised	
Options granted as on April 1, 2016	30,114
Further options granted during the financial year 2016-17	Nil
Options exercised during the year	(9,876)
Cashless options exercised during the year	Nil
Options lapsed/forfeited during the year	(500)
Options granted as on March 31, 2017	19,738
Options available for Grant	27,557

b) Stock based incentive schemes by Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust) and Zedra Trust Company (Guernsey) Limited, earlier known as Barclays Wealth Trustees (Guernsey) Limited.

To manage and implement various stock based incentive programs for employees of the Company, the Company has formed Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust) and Barclays Wealth Trustees (Guernsey) Limited, now changed to Zedra Trust Company (Guernsey) Limited for employees of the Company and its subsidiaries. Since shares of the Company are not listed on Stock Exchange, Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust) and Zedra Trust Company (Guernsey) Limited purchases the shares from employees and ex-employees of the Company. The shares so purchased by the Trusts are reissued to the employees through various stock based incentive schemes from time to time.

Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust) has implemented the following stock based incentive programs:

1) Tata Technologies Employee Stock Purchase Program 2008
2) Tata Technologies Employee Stock Purchase Program 2009
3) Share Repurchase Program
4) Tata Technologies Employees Stock Purchase Program- Series III (ESPP- Series III)
5) Employees Stock Purchase Program- Series IV (ESPP – Series IV)
6) Employees Stock Purchase Program- Series V (ESPP – Series V)
7) Employees Stock Purchase Program- Series VI (ESPP – Series VI)

The Schemes implemented by Zedra Trust Company (Guernsey) Limited are:

1) Employee Stock Ownership Program for INCAT Employees 2006
2) Employee Stock Ownership Program for INCAT Key Employees 2007
3) Employee Stock Ownership Program for INCAT General Employees 2007
4) Employee Stock Ownership Program 2009 (ESO 2009)
5) Employee Stock Ownership Program 2010 (ESO 2010)
6) Employee Stock Ownership Program 2012 (ESO 2012)
7) Employee Stock Ownership Program 2015 (ESO 2015)

Status of shares held by both Trusts as on March 31, 2017:

Sl No.	Name of the Trust	No. of Shares
1	Tata Technologies Limited Employees Stock Option Trust	46,986
2	Zedra Trust Company (Guernsey) Limited	883,515

Below is the list of Top ten beneficial shareholders holding shares through Zedra Trust Company (Guernsey) Limited

Sl No.	Name of the beneficial shareholders	No. of Shares
1	Warren Harris	400,000
2	Nicholas Sale	100,000
3	Richard Welford	69,250
4	Patrick McGoldrick	40,000
5	Anand Bhade	24,867
6	Vikas Gujadhur	22,500
7	Brian Horwath	20,000
8	Anish Raghunandan	20,000
9	Stephane Bechot	16,000
10	Lionel Grealou	13,000

Corporate Social Responsibility (CSR) activities

1. **Brief outline of Company's CSR Policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programmes.**

Sustainability is not only a practice but a tradition in the Tata group and is embedded in our corporate DNA. The company's corporate social responsibility (CSR) strategy was inspired by Jamsetji Tata's conviction that, 'In a free enterprise, the community is not just another stakeholder, but is, in fact, the very purpose of its existence'.

Driven by Tata's vision and philosophy, Tata Technologies aimed to go beyond the minimum requirement by law and to engage in meaningful CSR activities guided by its CSR policy developed in the year 2014. Under its CSR policy, Tata Technologies re-affirms its commitment to co-create sustainable value for our key stakeholders through engineering and technology innovation. Our mission is to make a positive impact on the communities where the company does business and on our internal and external stakeholders by enhancing the quality of life, committing to environmental enrichment and fostering innovation.

The CSR Policy is implemented at all the three operational locations and periodically reviewed and monitored by a three tier Governance Structure comprising of i) Tier I – CSR Committee of the Board, ii) Tier II – CSR corporate team along with the invited members and iii) Tier III – Location based teams. The implementation is also reviewed by the Board from time to time.

The CSR policy inter alia covers the following:

- Vision and Philosophy
- Focus areas
- Modalities for budget expenditure
- Implementation scheme
- Monitoring and evaluation method

CSR Policy is stated herein below:
Web link: http://www.tatatechnologies.com/about-us/corporate-sustainability-programs/

Key CSR Projects at Tata Technologies:

Being an industry leader in engineering services, Company's constant endeavour is to push the bar higher through technology and innovation driven CSR activities. Company is committed to sustainability and enhancing the quality of education for a better future of our young generation, specifically the quality engineers that are increasingly required in product development across the globe, promoting STEM education, promotion of safety for all, and more worthwhile environment for industries, societies and individuals in the future.

Broadly, the CSR initiatives are designed based on the below three focus areas which lead to integration of sustainability within the company as well as benefit for the disadvantaged groups of the society.

- Social development by enhancing STEM & engineering education
- Fostering engineering innovation by enhancing Institutional capacities.
- Environmental enrichment by green workspaces and national resource conservation.

Since lack of engineering skill shortage, STEM career for future generation is an established material issue for our industry, company's flagship program 'Ready Engineer' looks at it holistically and aims to enhance the quality of education for students from primary to engineering students to future engineering entrepreneurs through multiple CSR activities, interacting models and diverse partners.

Ready Engineer (RE): The initiative aims to meet the engineering industry's demand for employable engineers and bridge the industry - institute gap through direct intervention. The company thus developed an industry – academia interface that would enable sustainable development of skill sets of engineering graduates. Supported by Tata Technologies 'online learning platform, I GET IT, Ready Engineer in direct as well as distance model is running successfully in 22 engineering colleges benefitting around 4000 students.

Empowerment Via Education (EVE): To encourage education for women in engineering in partnership with Lila Poonawala Foundation. 151 girl students are provided financial and mentorship support to girl students who are academically bright but from low income families, Schedule Casts, Schedule Tribes or deprived section of the society for completing their 4-year fulltime Engineering Degree Courses. This scholarship covers the entire course for an undergraduate program of four years including Training and development needs.

School & Teaching Excellence Program (STEP): STEP is to promote Science, Technology, Engineering and Math education through e-learning systems for students in K12. A total of 950 kits has been installed in schools across Maharashtra benefitting around 5 lakh students.

Establishment of Indian Institute of Information Technology Ranchi (IIIT Ranchi): To address the increasing skill challenge of the Indian IT industry and therefore to develop new knowledge in IT and provide manpower of global standards for IT and allied fields, Tata Technologies in partnership with Central and State Government is funding for the establishment of IIIT Ranchi.

Sustainable Tree Plantation: To increase the green cover in communities where we live, Company has planted and maintained 7000 saplings of 14 varying species green covering a total of 1,75,000 sqft. area.

Disaster Relief Project: To address the extreme drought condition by controlling soil and water erosion (rainwater harvesting) and increase prospects of productivity for affected small and marginal farmers, the dalit and Below Poverty Line (BPL) families. The first-year project implementation has brought a total of 186 ha of land under cultivation and benefitted 261 farmers. Deepening of 1.0 Km of Nalla has created water storage capacity of 4,99,89,053 litters. (50 million liters).

Additionally, company conducts many community development activities all-round the year under its employee engagement schemes. These activities are conducted that benefit school students, local communities lacking cleanliness awareness, charity partners, employees, communities lacking financial digital literacy and NGOs.

2. **The Composition of the CSR Committee:**

The guidance, advice and approval for CSR policy, projects and evaluation comes from our eminent CSR Committee of the Board.

The CSR Committee comprises of the following Board members:

- Mr. Praveen Kadle (Chairman of the Committee)
- Ms. Falguni Nayar (Independent Director, Member of the Committee)
- Mr. Warren Harris (CEO and Managing Director, Member of the Committee)

3. **Average net profit of the Company for last three financial years prior to 2016-17:** ₹ 258.16 crore.

4. **Prescribed CSR Expenditure**

For FY16-17, implementation of Section 135 of the Companies Act 2013, the CSR projects for the company are funded through the CSR budget calculated as 2% average of the net profit for the last three financial years, totalling to INR 5.16 crore.

5. **Details of CSR spent during the financial year:**

Particulars	Amount (₹ Crore)
Total amount to be spent for the financial Year	5.16
Amount unspent, if any	Nil
Manner in which the amount spent during the Financial Year	Please refer to the table 1 below

Table: 1 Manner in which the amount spent for each of the CSR projects during the FY16-17

Sl no	CSR project identified	Project Area	Project Sector	Amount outlay Project wise	Amount spent on the projects ₹ Crore		Cumulative expenditure FY16-17	Amount spent ₹ Crore	
	Project Name	District, State	As per Sch. VII	₹ Crore	Direct Expenditure	Overheads	₹ Crore	Direct	Implementation Agency
1	Sustainable Tree Plantation	Pune, Maharashtra	Sch. VII (iv)	0.08	0.08	-	0.08		0.08
2	Education and Empowerment								
	i Distance Ready Engineer (DRE) + Ready Engineer	Maharashtra, Karnataka, Jharkhand	Sch. VII (ii)	0.58	0.58	-	0.58	0.47	0.11
	ii Contribution to establishment of IIIT Ranchi	Ranchi	Sch. VII (ii)	2.20	2.20	-	2.20	2.20	-
	iii Empowerment via Education (EVE)	Pune, Maharashtra	Sch. VII (ii) (iii)	0.75	0.75	-	0.75	-	0.75
	iv School and Teaching Excellence Program (STEP)	Maharashtra	Sch. VII (ii)	1.15	1.15	-	1.15	-	1.15
3	Disaster Relief	Osmanabad, Maharashtra	Sch. VII (i) (iv)	0.11	0.11	-	0.11	-	0.11
4	Location bases activities (Volunteering)	Pune, Jamshedpur, Bangalore, Lucknow, Thane, Dharwad		0.04	0.04	-	0.04	0.04	-
5	Administrative Overheads-Projects, capacity building cost			0.25	-	0.25	0.25	0.25	-
			TOTAL	5.16	4.91	0.25	5.16	2.96	2.20

Details of Implementing/Partner Organisation:

1. NGO Tree Public Foundation
2. i) Direct Class Room Ready Engineer Program in Vishwakarma Institute of Technology, Pune.
   Distance Ready Engineer: 3 Nodal Colleges - N. K. Orchid College of Engineering and Technology, Solapur; Kolhapur Institute of Technology, Kolhapur; SDM College of Engineering, Dharwad and 18 satellite colleges.
3. ii) NIT Jamshedpur- Mentor College to IIIT Ranchi
   ii) Lila Poona Walla Foundation
   iii) The Poona North Rotary Charitable Trust (TPNRCT), Service by SumConcepts / Tata ClassEdge.
4. NGO Paryay

6. **A responsibility statement of the CSR Committee.**

To continue our journey in creating positive impact, We, the CSR Committee of the Board, intent to review the CSR policy on a timely basis to check the integrity and purpose of the policy and the undertaken CSR projects in accordance with the company's purpose, resources and skills as well as any changes as per the applicable law. The Company has set up vigorous processes to strategize, conceptualize, select partners, implement, monitor and evaluate, measure the impact and aim for continual improvement for all the CSR projects.

We, hereby declare that implementation and monitoring of the projects is in compliance with the CSR policy and processes of the company.

Mr Praveen Kadle
Chairman, CSR Committee

Ms Falguni Nayar
Member, CSR Committee

Mr Warren Harris
Member, CSR Committee

Part A

Form AOC-I

[Pursuant to first proviso to sub section 3 of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of subsidiaries

(Amount in ₹ Crore)

Sr. No.	Name of Subsidiary Company	Country	Reporting Currency	Exchange Rate	Capital	Reserves	Total Assets	Total Liabilities	Investments Other than Investment in Subsidiaries	Turnover	Profit Before Taxation	Provision for taxation	Profit After taxation	Proposed Dividend	% share-holding
1	INCAT International Plc.	U.K.	GBP	80.92	2.07	36.94	40.77	1.76	-	0.05	(0.39)	-	(0.39)	-	100
2	Tata Technologies Inc.	USA	USD	64.85	776.28	(431.39)	452.87	107.98	-	760.17	27.62	11.71	15.91	-	99.81
3	Tata Technologies (Canada) Inc. (Liquidated w.e.f December 13, 2016)	Canada	CAD	48.59	-	-	-	-	-	-	-	-	-	-	99.81
4	Tata Technologies de Mexico, S.A. de C.V.	Mexico	MXN	3.46	1.01	4.62	10.87	5.24	-	22.64	2.14	-	2.14	-	99.81
5	Cambric Limited, Bahamas	Bahamas	USD	64.85	17.51	1.69	21.02	1.82	-	3.31	(0.50)	-	(0.50)	-	99.76
6	Cambric UK Ltd.	U.K.	EURO	69.30	0.00	0.00	0.00	-	-	(0.04)	(3.43)	0.25	(3.68)	-	99.81
7	Cambric GmbH (in process of liquidation)	Germany	EURO	69.30	0.20	1.77	1.96	-	-	0.07	(0.10)	(0.24)	0.14	-	99.81
8	Midwest Managed Services Inc., Utah	USA	USD	64.85	0.00	2.18	2.38	0.20	-	5.40	1.48	-	1.48	-	99.81
9	Tata Technologies SRL, Romania (erstwhile Cambric Consulting SRL was renamed w.e.f February 04, 2015)	Romania	RON	15.16	8.79	9.13	22.20	4.28	-	56.91	4.59	0.37	4.22	-	99.76
10	Cambric Manufacturing Technologies (Shanghai) Co. Ltd.	China	RMB	9.42	3.05	22.51	56.09	30.53	-	134.46	28.72	8.59	20.13	-	100
11	Tata Technologies Europe Limited	UK	GBP	80.92	0.09	573.68	953.75	379.97	-	1,161.98	137.55	28.27	109.28	-	100
12	INCAT GmbH (in process of liquidation)	Germany	EURO	69.30	0.95	14.15	15.61	0.51	-	0.35	0.33	-	0.33	-	100
13	Tata Technologies (Thailand) Limited	Thailand	BAHT	1.89	4.58	2.65	8.82	1.59	-	12.19	0.06	-	0.06	-	100
14	TATA Technologies Pte Ltd.	Singapore	USD	64.85	251.56	473.62	731.03	5.86	-	35.62	(4.04)	(0.10)	(3.94)	-	100

1. Names of the subsidiaries which are yet to commence operations — NIL
2. Names of the subsidiaries which have been liquidated or sold during the year — Tata Technologies (Canada) Inc.

Part B

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Joint Venture

Name of the Joint Venture	Tata HAL Technologies Limited
1. Latest audited Balance Sheet Date	31st March, 2017
2. Shares of Joint Venture held by the company on the year end date No. Amount of Investment in Joint Venture Extend of Holding %	 10,140,000 ₹ 50,700,000 50%
3. Description of how there is significant influence	There is no significant influence.
4. Reason why the joint venture is not consolidated	Not Applicable
5. Networth attributable to Shareholding as per latest audited Balance Sheet	₹ 16,802,941
6. Profit/(Loss) of the year i. Considered in Consolidation ii. Not Considered in Consolidation	₹ (29,110,062) ₹ (14,555,031) -
1. Names of the Joint Venture which are yet to commence operations 2. Names of Joint Venture which have been liquidated or sold during the year	NIL NIL

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on Financial year ended on 31.03.2017
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	U72200PN1994PLC013313
ii	Registration Date	22-August-1994
iii	Name of the Company	Tata Technologies Limited
iv	Category/Sub-category of the Company	Public Company
v	Address of the Registered office & contact details	Plot No. 25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune 411057, India
vi	Whether listed company	No
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	TSR Darashaw Limited 6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Nr. Famous Studio Mahalaxmi, Mumbai 400011 Tel : 91 22 66568484 Fax : 91 22 66568494

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Information Technology Services	NIL	85.49
2	Trading in computer hardware/software	NIL	13.33

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SR No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Tata Motors Limited	L28920MH1945PLC004520	Holding	70.42%	2 (87)
2	Tata Technologies Pte Ltd	198100504W	Subsidiary	100	2 (87)
3	Tata Technologies (Thailand) Ltd	010554812171 Formerly No: 017554824090	Subsidiary	100	2 (87)
4	Tata Technologies Europe Ltd	2016440	Subsidiary	100	2 (87)
5	INCAT International Plc.	2377350	Subsidiary	100	2 (87)
6	INCAT GmbH	HRB 18622	Subsidiary	100	2 (87)
7	Tata Technologies Inc.	476-730	Subsidiary	99.81	2 (87)
8	Tata Technologies de Mexico SA de SV	TTM-990127-V84- New Tax Regn No	Subsidiary	99.81	2 (87)
9	Cambric Limited	Company Number: 57500	Subsidiary	99.76	2 (87)
10	Tata Technologies SRL, Romania	Registration Certificate Number: B1766921	Subsidiary	99.76	2 (87)
11	Cambric GmbH	Entity Registration #: HR B14269	Subsidiary	99.81	2 (87)
12	Cambric UK, Ltd.	Company Number: 06559783	Subsidiary	99.81	2 (87)
13	Midwest Managed Services Inc.	Utah Entity/ File Number: 8513733-0142	Subsidiary	99.81	2 (87)
14	Cambric Manufacturing Technologies (Shanghai) Co. Ltd	Registration Number: 310000400732137	Subsidiary	100	2 (87)
15	Tata HAL Technologies Limited	U93000KA2008PLC046588	Associate	50	2 (87)

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year 1-04-2016				No. of Shares held at the end of the year 31-03-2017				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.or State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	30300600	0	30300600	70.43	30300600	0	30300600	70.42	(0.01)
d) Bank/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL:(A) (1)	**30300600**	**0**	**30300600**	**70.43**	**30300600**	**0**	**30300600**	**70.42**	**(0.01)**
(2) Foreign									
a) NRI- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (A) (2)	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	**30300600**	**0**	**30300600**	**70.43**	**30300600**	**0**	**30300600**	**70.42**	**0.00**
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIS	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B)(1):	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
(2) Non Institutions									
a) Bodies corporates	6440497	2913883	9354380	21.74	6439909	2921883	9361792	21.76	0.01
i) Indian	2693992	38986	2732978	6.35	2693404	46986	2740390	6.37	0.02
ii) Overseas	3746505	2874897	6621402	15.39	3746505	2874897	6621402	15.39	0.00
b) Individuals	1373363	1996295	3369658	7.83	1468854	1900080	3368934	7.83	0.00
i) Individual shareholders holding nominal share capital upto ` 1 lakhs	635206	993020	1628226	3.78	691868	921805	1613673	3.75	(0.03)
ii) Individuals shareholders holding nominal share capital in excess of ` 1 lakhs	738157	1003275	1741432	4.05	776986	978275	1755261	4.08	0.03
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B)(2):	**7813860**	**4910178**	**12724038**	**29.57**	**7908763**	**4821963**	**12730726**	**29.58**	**0.02**
Total Public Shareholding (B)= (B)(1)+(B)(2)	**7813860**	**4910178**	**12724038**	**29.57**	**7908763**	**4821963**	**12730726**	**29.58**	**0.01**
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	**38114460**	**4910178**	**43024638**	**100.00**	**38209363**	**4821963**	**43031326**	**100.00**	**0.00**

(ii)Share Holding of Promoters

Sl No.	Shareholders' Name	Shareholding at the beginning of the year 01.04.2016			Shareholding at the end of the year 31.03.2017			% change in share holding during the year
		No of shares	% of total shares of the company	% of shares pledged' encumbered to total shares	No of shares	% of total shares of the Company	% of shares pledged' encumbered to total shares	
1	Tata Motors Limited	30,300,600	70.43	0	30,300,600	70.42	0	-0.01
		30,300,600	**70.43**	**0**	**30,300,600**	**70.42**	**0**	**-0.01**

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl. No.		**Shareholding at the beginning of the year i.e. 01.04.2016**		**Cumulative Shareholding during the year**	
		No. of Shares	**% of total shares of the Company**	**No. of Shares**	**% of total shares of the Company**
1	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc.) At the end of the year	NO CHANGE IN PROMOTERS' SHAREHOLDING			

iv Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

SI No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year 01.04.2016		Cumulative Shareholding at the end of the year 31.03.2017	
		No.of shares	% of total shares of the Company	No.of shares	% of total shares of the Company
1	Alpha Tc Holdings Pte. Ltd.	3,746,505	8.71	3,746,505	8.71
2	Tata Capital Growth Fund I	1,873,253	4.35	1,873,253	4.35
3	Barclays Wealth Corporate Services (Guernsey) Limited	852,567	1.98	852,567	1.98
4	Sheba Properties Limited	811,992	1.89	811,992	1.89
5	Tata Enterprises Overseas Limited	707,820	1.65	707,820	1.65
6	Walbrook Nominees (No.5) Ltd	689,166	1.60	689,166	1.60
7	Patrick R McGoldrick	560,000	1.30	560,000	1.30
8	MCCC Engineering Establishment	330,178	0.77	330,178	0.77
9	Barclays Wealth Trustees (Guernsey) Ltd	294,807	0.69	294,807	0.69
10	Ratan Naval Tata	100,000	0.23	100,000	0.23

v Shareholding of Directors & Key Managerial Personnel

Sr. No.	For each of the Directors and KMP	Shareholding at the beginning of the year 01.04.2016		Cumulative Shareholding at the end of the year 31.03.2017	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	Directors				
1	Mr S Ramadorai	132,000	0.31	132,000	0.31
2	Mr Praveen Kadle	139,200	0.32	139,200	0.32
3	Mr C Ramakrishnan	44,200	0.10	44,200	0.10
4	Mr Warren Harris	400,000*		400,000*	
	Key Managerial Personnel				
1	Mr Anubhav Kapoor	17,000	0.03	17,000	0.03
2	Mr Saranu Venkateswarlu	2,500	0.01	2,500	0.01

* Holds through Barclays Wealth Trustees (Guernsey) Limited, now known as Zedra Trust Company (Guernsey) Limited

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Amount in ₹ Crore)

Particulars	Secured Loans excluding deposits	Unsecured Loans
Indebtness at the beginning of the financial year		
i) Principal Amount	0.00	99.38
ii) Interest due but not paid	0.00	0.00
iii) Interest accrued but not due	0.00	0.07
Total (i+ii+iii)	**0.00**	**99.45**
Change in Indebtedness during the financial year		
Additions	-	198.80
Reduction	-	200.94
Net Change	-	(2.14)
Indebtedness at the end of the financial year		
i) Principal Amount	0.00	97.28
ii) Interest due but not paid	0.00	0.00
iii) Interest accrued but not due	0.00	0.03
Total (i+ii+iii)	**0.00**	**97.31**

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(Amount in ₹)

Sl.No.	Particulars of Remuneration	Name	Amount Paid
1	**Gross salary**	Mr Warren Harris	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.		2,126,846
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961		-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		-
2	Stock option		-
3	Sweat Equity		-
4	Commission		-
	as % of profit		-
	others (specify)		-
5	Others, please specify		-
	Total (A)		**2,126,846**
	Ceiling as per the Act		**133,955,998**

* Mr Harris also received a remuneration of ₹ 44,138,528 in USA in the capacity of Director of Tata Technologies Inc.

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of Directors	Total Amount (₹)
1	**Independent Directors**		
	(a) Fees for attending Board, its Committee and Independent Directors meetings	Ms Falguni Nayar	4,30,000
		Mr Rakesh Makhija	4,35,000
	(b) Commission	Ms Falguni Nayar	12,00,000
		Mr Rakesh Makhija	12,00,000
	(c) Others, please specify		Nil
	Total (1)		**32,65,000**
2	**Other Non Executive Directors**		
	(a) Fees for attending Board, Committee meetings	Mr S Ramadorai	2,50,000
		Mr Praveen Kadle	2,90,000
		Mr C Ramakrishnan	2,05,000
	(b) Commission	Mr S Ramadorai	12,00,000
		Mr Praveen Kadle	12,00,000
		Mr C Ramakrishnan	12,00,000
	(c) Others, please specify		
	Total (2)		**43,45,000**
	Total (B)= (1+2)		**76,10,000**
	Total Managerial Remuneration		**76,10,000**
	Overall Ceiling as per the Act.		**2,67,91,200**

*Commission for FY 2016-17 will be paid to the Non-Executive Directors subject to approval by the members for of the resolution set forth in the Item No. 6 of the Notice.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amount in ₹)

Sl.No.	Particulars of Remuneration	CFO	COMPANY SECRETARY
1	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	6,870,327	7,204,117
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	18,300	157,284
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission as % of profit	-	-
5	Others, please specify	-	-
	Total	**6,888,627**	**7,361,401**

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

Annexure V - Directors' Report

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2017

[Pursuant to section 204 (1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
TATA TECHNOLOGIES LIMITED
Plot no. 25, Rajiv Gandhi Infotech Park,
Hinjawadi, Pune - 411057,
CIN: U72200PN1994PLC013313

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Tata Technologies Limited** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of:

(i) The Companies Act, 2013 and the rules made thereunder (the Act), so far as they are made applicable;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder **(not applicable to the Company during audit period since the Company is unlisted);**

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of the equity shares held in dematerialized form;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 **(not applicable to the Company during audit period since the Company is unlisted);**

(b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective from 15th May, 2015); **(not applicable to the Company during audit period since the Company is unlisted);**

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(not applicable to the Company during audit period since the Company is unlisted);**

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(not applicable to the Company during audit period);**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(not applicable to the Company during audit period since the Company is unlisted);**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **(not applicable to the Company during audit period);**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(not applicable to the Company during audit period since the Company is unlisted); and**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(not applicable to the Company during audit period since the Company is unlisted);**

(vi) **We further report** that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

(i) Special Economic Zone Act, 2005 and the Rules made thereunder.

(ii) Trade Mark Act 1999 and the Rules made thereunder.

(iii) Information Technology Act, 2000 and the Rules made thereunder.

(iv) Policy relating to Software Technology Parks of India and its Regulations.

(v) The Export and Import Policy of India.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India;

(ii) The Listing Agreements entered into by the Company with Stock Exchange(s), pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **(not applicable to the Company during audit period since the Company is unlisted);**

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Further, in the incidences where, for the purpose of any Board or Committee Meeting, notice, agenda or notes to agenda are circulated with shorter period of less than seven days, all the Directors including Independent Directors have consented to the shorter period of circulation of the same.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company has:

(A) Allotted following Equity Shares, consequent upon the exercise of the options vested in the grantees as per the terms of the Tata Technologies Employee Stock Option Plan (TTESOP 2001):

(i) 3000 Equity Shares of the Company, on 13th May, 2016

(ii) 938 Equity Shares of the Company on 2nd August, 2016

(iii) 500 Equity Shares of the Company on 10th December,2016

Place: Pune
Date: 15.05.2017

For SVD & Associates

sd/-
Sridhar Mudaliar
Partner
FCS No. 6156
C P No. 2664

Note: This report is to be read with letter of even date by the Secretarial Auditors, which is annexed as Annexure A and forms an integral part of this report.

'ANNEXURE A'

To,
The Members,
TATA TECHNOLOGIES LIMITED
Plot No-25, Rajiv Gandhi Infotech Park,
Hinjawadi, Pune - 411057
CIN: U72200PN1994PLC013313

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

Disclaimer

5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Pune
Date: May 15, 2017

For SVD & Associates

sd/-
Sridhar Mudaliar
Partner
FCS No. 6156
C P No. 2664

Remuneration Policy of Tata Technologies Limited For Directors, Key Managerial Personnel and Other employees

The philosophy for remuneration of directors, Key Managerial Personnel ("KMP") and all other employees of Tata Technologies Limited ("the Company") is based on the commitment of fostering a culture of leadership with trust. The remuneration policy is aligned to this philosophy.

This remuneration policy has been prepared pursuant to the provisions of Section 178(3) of the Companies Act, 2013 ("Act"). While formulating this policy, the Nomination and Remuneration Committee ("NRC") has considered the factors laid down under Section 178(4) of the Act, which are as under:

"(a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;

(b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals"

Key principles governing this remuneration policy are as follows:

Remuneration for independent directors and non-independent non- executive directors

- Independent directors ("ID") and non-independent non-executive directors ("NED") may be paid sitting fees (for attending the meetings of the Board and of committees of which they may be members). In addition to the sitting fees, ID may be paid commission within regulatory limits.
- Within the parameters prescribed by law, the payment of sitting fees and commission will be recommended by the NRC and approved by the Board.
- Overall remuneration (sitting fees and commission) should be reasonable and sufficient to attract, retain and motivate directors aligned to the requirements of the Company (taking into consideration the challenges faced by the company and its future growth imperatives).
- Overall remuneration should be reflective of size of the Company, complexity of the sector/ industry/ Company's operations and the Company's capacity to pay the remuneration.
- Overall remuneration practices should be consistent with recognized best practices.
- Quantum of sitting fees may be subject to review on a periodic basis, as required.
- The commission payable to IDs will be recommended by the NRC to the Board based on Company performance, profits, return to investors, shareholder value creation and any other significant qualitative parameters as may be decided by the Board.
- The NRC will recommend to the Board the quantum of commission for each ID based upon the outcome of the evaluation process which is driven by various factors including attendance and time spent in the Board and committee meetings, individual contributions at the meetings and contributions made by IDs other than in meetings.
- In addition to the sitting fees and commission if any, the Company may pay to any director such fair and reasonable expenditure, as may have been incurred by the director while performing his/her role as a director of the Company. This could include reasonable expenditure incurred by the director for attending Board/ Board committee meetings, general meetings, court convened meetings, meetings with shareholders/creditors/ management, site visits, induction and training (organized by the company for directors) and in obtaining professional advice from independent advisors in the furtherance of his/ her duties as a director.

Remuneration for managing director ("MD")/executive directors ("ED")/KMP/rest of the employees

- The extent of overall remuneration to MD/ED/KMP should be sufficient to attract and retain talented and qualified individuals suitable for every role. Hence, remuneration should be:

  (a) Market competitive (market for every role is defined as companies from which the Company attracts talent or companies to which the company loses talent),
  (b) Driven by the role played by the individual,
  (c) Reflective of size of the Company, complexity of the sector/ industry/ Company's operations and the Company's capacity to pay,

(d) Consistent with recognized best practices and
(e) Aligned to any regulatory requirements.

The Company provides retirement benefits as applicable:

(a) The remuneration mix for the MD/ EDs will be as per the contract approved by the shareholders. In case of any change, the same would require the approval of the shareholders.
(b) Basic/ fixed salary is provided to all employees to ensure that there is a steady income in line with their skills and experience.
(c) In addition to the basic/fixed salary, the Company provides employees with certain perquisites, allowances and benefits to enable a certain level of lifestyle and to offer scope for savings and tax optimization, where possible. The Company also provides all employees with a social security net (subject to limits) by covering medical expenses and hospitalization through re-imbursements or insurance cover and accidental death and dismemberment through personal accident insurance.

Excludes employees covered by any long term settlements or specific term contracts. The remuneration for these employees would be driven by the respective long term settlements or contracts.

- In addition to the basic/fixed salary, benefits, perquisites and allowances as provided above, the Company provides MD/EDs such remuneration by way of an annual incentive remuneration/performance linked bonus subject to the achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time by the Board. An indicative list of factors that may be considered for determination of the extent of this component are:

  (a) Company performance on certain defined qualitative and quantitative parameters as may be decided by the Board from time to time,
  (b) Industry benchmarks of remuneration,
  (c) Performance of the individual.

- The Company also provides stock based incentive schemes to the employees from time to time based on the recommendation of the NRC
- The Company provides the rest of the employees a performance linked bonus. The performance linked bonus would be driven by the outcome of the performance appraisal process and the performance of the Company.

Remuneration payable to Director for services rendered in other capacity

The remuneration payable to the Directors shall be inclusive of any remuneration payable for services rendered by such director in any other capacity unless:

a) The services rendered are of a professional nature; and
b) The NRC is of the opinion that the director possesses requisite qualification for the practice of the profession.

Policy implementation

The NRC is responsible for recommending the remuneration policy to the Board. The Board is responsible for approving and overseeing implementation of the remuneration policy.

Board Diversity Policy and Director Attributes - Tata Technologies Limited

1. PURPOSE

In terms of Section 178 of the Companies Act, 2013 ("Act") and the Governance Guidelines on Board Effectiveness issued by Tata Sons Limited and adopted by the Board of Directors, the Nomination and Remuneration Committee ("NRC") of the Board is, inter alia, required to formulate a Policy on Board Diversity and lay down the criteria for determining qualifications, positive attributes and independence of a director.

Diversity in the composition of the Board of Directors has become essential in view of the expansion of business, greater social responsibility, increasing emphasis on Corporate Governance, need for addressing concerns of diverse stakeholders and the necessity for managing risks in the business effectively. A Board composed of appropriately qualified and skilled people, with a broad range of experience relevant to the business, is important for effective corporate governance and sustained commercial success of a Company.

In view of the above, Tata Technologies Limited ("Company") has framed this Policy on Board Diversity and Director Attributes ("Policy") that encourages diversity of thought, experience, knowledge, perspective, age and gender in the Board. The Policy sets out the approach to diversity in the Board of Directors of the Company so as to ensure that the Board has an appropriate blend of functional and industry expertise.

This Policy has been adopted by the Board of Directors of the Company, based on the recommendations of the NRC.

2. OBJECTIVES OF THE POLICY

The Objectives of the Policy include:

i. Board to drive diversity and have an appropriate blend of functional and industry expertise;
ii. While recommending the appointment of a director to, inter alia, consider the manner in which the function and domain expertise of the individual contributes to the overall skill domain mix of the Board;
iii. To help the Company, build a better Board that can draw upon a wide range of perspectives, expertise, knowledge and experience;
iv. To achieve an optimum and balanced Board, with a wide range of attributes;
v. To encourage healthy and open discussion and promote independence of judgement in Board and Committee deliberations; and
vi. To have an optimum mix of Executive, Non-Executive and Independent Directors, including Women Directors.

3. POLICY STATEMENT

To meet the above Objectives:

i. The Board of the Company will ensure that a transparent Board nomination process is in place that encourages diversity of thought, experience, skills, knowledge, perspective, age, nationality, gender, cultural and educational background;
ii. It will be ensured that the Board has an appropriate blend of functional and industry expertise and skills;
iii. The consideration and selection of candidates for appointment to the Board will be based on merit which shall include a review of any candidate's integrity, experience, educational background, industry or related experience and more general experience;
iv. Candidates that bring a diversity of background and opinion from amongst those candidates with the appropriate background and industry or related expertise and experience and having the ability to devote sufficient time to the affairs of the Company, should be considered for appointment to the Board; and
v. While recommending the appointment of a Director, the NRC will consider the criteria as laid down under the Act and applicable Regulations/Guidelines issued by Statutory and Regulatory authorities, as also those issued by Tata Sons Limited, from time to time, and the manner in which the function and domain expertise of the individual will contribute to the overall skill-domain mix of the Board.

4. **MEASURABLE OBJECTIVES**

The NRC will largely rely on the regulatory provisions of the Act (as amended from time to time) and also the Guidelines issued by Tata Sons Limited and review the measurable objectives for achieving diversity against these provisions and recommend the same to the Board for adoption. At any given point of time, the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.

5. **MONITORING AND REPORTING**

The NRC will review the Policy periodically, which will include an assessment of the effectiveness of the Policy. The NRC will discuss any revision that may be required and recommend the same to the Board for approval.

Management Discussion & Analysis

A. Company Overview

Tata Technologies is a global engineering and product development IT services company that is focused upon fulfilling its mission of helping the world drive, fly, build and farm, by enabling manufacturing companies across automotive, industrial heavy machinery and aerospace verticals realize better products and drive efficiencies into their businesses. There are two components to our value proposition – the first one being manage and deliver outsourced engineering services and products for our manufacturing clients and the second one, which is to help our clients identify and deploy technologies that are used to conceptualize, design, validate, build, test, benchmark and realize better products.

The Company uses a globally distributed service delivery model, offering services that are delivered through three lines of business: a. Engineering Research and Development (ER&D) services, b. Product Lifecycle Management (PLM) services and products and c. Connected Enterprise IT (CEIT). Tata Technologies has seventeen global delivery centers: Detroit – Novi & Troy, Chicago (USA), Warwick & Bristol (UK), New Delhi, Blue Ridge Pune, Hinjewadi Pune, Bengaluru & Thane (India), Bangkok (Thailand), Gothenburg (Sweden), Brasov, Craiova & Iasi (Romania), Shanghai (China) and Singapore and has professionals based at client sites in over 25 countries worldwide.

International headquarters are in Singapore, with regional headquarters offices in the United States (Novi, Michigan), India (Pune, Maharashtra) and the UK (Warwick). Founded in 1989, the company has a combined global workforce of nearly 8,300 professionals.

B. Lines of Service – with Product Development at its core.

The manufacturing industry is being challenged by various forces: rising price pressure, volatile input costs, intense competition, and continuous innovation to name a few. Tata Technologies' three synergistic lines of service meet the stringent business requirements of global product development by focusing on helping the manufacturing industry realize better products.

Driven by the current industry trends such as global OEMs entering the emerging markets like India, rise of new customers with disruptive technologies, growth of alternate propulsion systems (eg. electric vehicles) and the digitization of the product realization process, we have focused our efforts on achieving a deep understanding of the product development process and related enabling technologies.

Engineering Research & Development (ER&D)

At Tata Technologies, the Engineering, Research and Development (ER&D) group is the largest part of our business. We specialize in product development, digital manufacturing, teardown and benchmarking, project and program execution, providing clients with the capacity to create and innovate new products from components to systems integration including full machine development programs. Our ER&D group is comprised of thousands of skilled practitioners, designers, engineers, detailers and program managers, the best in the business, available for offshore, nearshore or onsite design and development projects. Through our scale, worldwide presence and depth of domain experience, we have pushed the boundaries of globally distributed engineering, providing our clients with round-the-clock access to resource, knowledge and specialist skills seamlessly and cost-effectively to produce better products in shorter time frames.

Product Lifecycle Management (PLM)

A passion for Product Development and Manufacturing Engineering is at the core of everything Tata Technologies does. Effective use of Product Lifecycle Management (PLM), leveraging best practice processes and technologies, optimizes the product creation process, managing the vast quantities of data that it produces, making these digital assets available to the wider enterprise. PLM acts as the product information backbone for an organization and it is necessary that it covers the complete lifecycle of a product, integrating cross-discipline product development, all the way from capturing product requirements to manufacturing and field service, enabling collaboration and flexible processes across the extended enterprise. Our PLM Services Line of Business is focused on helping companies build better products, define better processes, cut the time to market, thus reducing cost. PLM and Collaboration are intrinsically wound together. PLM is the glue that brings ER&D together for our clients, especially for global engineering teams with extensive supply chains. The collaborative ethos of PLM optimizes the product development process end-to-end and improves ER&D efficiency especially for globally distributed engineering and manufacturing organizations. While providing services, we also continue to remain one of the world's leading independent resellers of PLM technologies. Also, as a PLM consumer, the company draws on insights and best practices developed internally to advance efficiencies within its clients' engineering practices.

Connected Enterprise IT (CEIT)

The CEIT team offers Manufacturing/Enterprise IT solutions to help optimize manufacturers' critical business processes and tie together the ever-increasing amounts of data created throughout the extended enterprise. Our vast experience with product development and manufacturing engineering helps provide enterprise-wide visibility of the key performance indicators for seamless manufacturing execution. Manufacturers gain improved planning and performance through the application and data analytics integrating various applications in the ecosystem. We help manufacturers implement Enterprise Resource Planning, Manufacturing Execution Systems, Supply Chain Management, Customer Relationship Management and Dealer Management Systems. We offer customized Manufacturing Operations Management solutions, that enable informed decision making and identify opportunities for production process improvements. Our practitioners possess deep domain knowledge of complex manufacturing processes, business issues and the technologies required to improve operations efficiency and create value for our customers.

C. Overview & Outlook

Even though most of the markets are showing signs of limited growth, opportunities for innovation and development are still aplenty. The customers' behavior is changing, thanks to increased competition and strict regulations. It is essential for manufacturers to maintain a positive outlook. With focus on expanding into newer sectors, manufacturers can tap in different growth opportunities.

A recent study conducted by KPMG[1] based on a survey of 360 senior executives stated that more than 80 percent of all manufacturers are expected to change the range of products and/or services that they offer over the next two years by expanding current options. An impressive 92 percent stated they expect to enter new geographic markets to drive their organization's growth, with a focus on expanding into emerging markets. It's clear that growth is the key motivator for the upcoming changes, which may reshape the landscape in the not too distant future. Half of the respondents in the study mentioned they will spend about 6 percent of their revenue on R&D over the next two years. This provides Tata Technologies an opportunity to support manufacturers on their quest for better, faster and cost effective product realization.

To change the range of products and/or services, manufacturers are exploring possible expansions into adjacent sectors through mergers and acquisition over the next two years, as highlighted by KPMG. With each new mix of product/s, or merger/acquisition, comes new opportunities for Tata Technologies to lend its wide-range of expertise in product data migration, enterprise IT consolidations, and smart factory upgradations, to name a few.

A recent ER&D industry analysis conducted by Strategy& reported that investment in the sector is projected to remain on track with its growth, as previously mentioned in our 2016 annual report, from $1.4 trillion to $1.7 trillion by 2020. Of this total, offshored ER&D spend to India is projected to grow from $17 billion in 2015 to $32-36 billion by 2020. The spending shift is predicted to move East, with India as a prime candidate for outsourced ER&D. Manufacturers remain focused on advanced research and development of new products to secure a competitive advantage, all this while expanding into other sectors, and adjusting their business model.

Automakers for example, are working to update their business model to benefit from the chance for more revenue through a digital ecosystem for vehicles. Currently, the main source of revenue in the automotive industry are the cars themselves. However, consumer demand for connected vehicles has created an opportunity for automakers to generate higher revenue per vehicle through digital upselling potential over the car's entire lifecycle. KPMG's 2017 Automotive Executive Survey[2] states that 3 out of 4 executives believe that one connected car can generate higher revenues of its entire lifecycle than 10 non-connected cars.

Together, these factors forecast abundant opportunities for Tata Technologies, given the Company's position and recognition in the automotive industry as one of the top service providers.

Manufacturers have set the stage for a massive boost in innovation in the automotive sector. Investing in enhancements for existing products, and/or creating entirely new products and services, manufacturers have recognized the importance of increasing these investments in R&D to secure a competitive advantage in the future.

The KPMG survey identified four focus areas for manufacturers on their quest for new opportunities:

1. **An increasingly aggressive and competitive market**
   An expected limited baseline growth is in the forecast for most markets, except the automotive vertical. Manufacturers plan to make fundamental changes to their business. A majority said, that they would enter new sectors to achieve growth, and/or change the products and services they offer.

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[1] *KPMG: Global Manufacturing Outlook - Competing for growth: How to be a growth leader in industrial manufacturing (page 3)*
[2] *Global Automotive Executive Survey 2017 (page 23)*

2. **Entry into new geographic markets**
Today's manufacturing executives are looking at overseas territories for top and bottom line growth. Manufacturers recognize that they will need to open doors into new markets if they hope to achieve above-average growth. A primary motivation for foreign investments will be to capitalize on lower-cost manufacturing opportunities.

3. **Increased investment in new products and services**
Expect to see a change in the product and service portfolio from manufacturers. The right mix of expansion into new markets, along with products and services, all while responding to evolving customer demand is the challenge manufacturers face.

4. **Leveraging the supply chain for growth**
Bolstering supply chains to ensure growth is a priority. Manufacturers will need to focus on improving their supply chain visibility and flexibility if they hope to reduce risk of partnering new suppliers and creating new value chains.

Manufacturer confidence attributed to growth potential is driving them to place big bets on new products and services through R&D or merger and acquisition efforts. All manufacturers desire greater share of the market as well as expansion in new geographic regions.

Manufacturers must remain conscious of geopolitical turmoil and regional shifts across the globe. Brexit has resulted in currency declines, trade agreement renegotiations, slower growth due to these renegotiations and overall decline in the economy. The demonetization of Indian currency temporarily affected consumption, causing a decline in the country's industrial production output for December 2016. In total, the Index of Industrial Production, published monthly by the Central Statistics Office of India, displayed a decrease of 0.4 percent in December 2016 as compared to the previous year, however, in January 2017, the index rose 2.7 percent.

Outlook on the three Industry verticals for Tata Technologies

1. Aerospace

The global Aerospace and Defense sector (A&D) is forecasted to experience strong growth in 2017. A recent study by Deloitte[3] highlights that the bulk of the growth attributed to the defense subsector is projected to grow 3.2 percent in 2017, as defense spending in the U.S. has returned to growth after many years of defense budget decline. The new administration has increased focus on strengthening the U.S. Military.

The commercial aerospace subsector revenues are predicted to remain flat, with an increase of 0.3 percent after the slowdown in 2016. Operating earnings for the commercial aerospace subsector is expected to grow 20.6 percent.

As mentioned in the previous year's annual report, the demand for passenger air travel has been on a steady increase globally since 1981. Russia is a new addition to the list of countries with an increased demand in air travel, joining India, China, the Middle East and other Asia-Pacific countries. With the added demand from Russia for 2017, the global aerospace supply chain can expect to continue efforts to reduce costs, respond quicker, and invest more in product innovation.

Major macroeconomic and geopolitical trends have created a volatile environment for the aerospace sector. Uncertainty attributed to Brexit and the new U.S. presidential administration are likely to impact the A&D sector.

According to Deloitte's 2017 Global Aerospace and Defense Sector Outlook, revenue growth for the global Aerospace and Defense industry (A&D) is 2.0 percent in 2017, a decline of 0.1 percent compared to 2016. Causing the reduction is a backlog of an all-time high of 13,500 commercial aircraft units. Global GDP growth, lower commodity prices including crude oil, strong passenger travel demand, especially in the Middle East and Asia-Pacific region, will likely drive the commercial aerospace sub-sector growth.

International demand for military and defense products is increasing due to continued regional conflicts. Tensions in Eastern Europe, North Korea, East and South China seas may lead to increases in defense budgets. The United Arab Emirates (UAE), Saudi Arabia, India, South Korea, Japan, China, Russia have already started to increase purchases of next generation military equipment.

Tata Technologies has strong domain experience and expertise in engineering design of structures, systems, interiors and Maintenance Repair and Overhaul (MRO) tooling design and development. Combining this expertise with the wider Tata Group manufacturing capabilities in Aerospace and Defense, provides this consortium an edge over the competition in this sector.

2. Automotive

Global automotive sales for 2017 will grow at a rate of 1.5 percent over 2016 according to the IHS Markit[4] report . Sales are expected to reach 93.5 million units. This is a promising news for Tata Technologies, since automakers will look to us to collaborate, help

[3] *2017 Global aerospace and defense sector outlook Growth prospects remain upbeat (page 1)*
[4] *Global Auto Sales Set to Reach 93.5 Million in 2017, but Risk is Greater than Ever- says IHS Markit*

innovate and deliver high-quality vehicles as they expand their portfolio. Automakers are also looking to expand their offerings of connected and/or autonomous vehicles.

China can expect to continue to be the world's largest car market for the foreseeable future, and its updated forecast for 2017 to 28 million units (up 1.9 percent compared to the previous year).

The IHS Markit analysis reports U.S. auto sales drop 1.0 percent compared to 2016 to 17.4 million units. Uncertainty exists due to policy changes proposed by the president on trade and environmental regulations. Discussion about the United States exiting the North American Free Trade Agreement (NAFTA) has automakers concerned since many of their supply chains are heavily intertwined with Mexico. A glimmer of hope exists for automakers with the possible roll back of EPA fuel standards negotiated in 2012 with the previous presidential administration. Many welcome the possibility of a deadline extension which could ease financial burden on automakers trying to reach fuel efficiency standards by 2025.

Western Europe faces uncertainty due to Brexit, banking fears, and election concerns. The election outcomes in France and Germany could influence consumer confidence, which could result in a decrease in vehicle sales according to the IHS Markit report.

IHS Markit also reports India's demand for light vehicle sales are expected to be 5.9 percent in 2017 and that will be the reason for the increase in auto sales in the country. The Association of South East Asian Nations (ASEAN) car market is forecast to accelerate by 4.6 percent year on year.

At Tata Technologies, our expertise in the fields of Body In White (BIW), Closures, Exterior Trim, Interior, Chassis, Powertrain Integration, Electrical, Active Safety, Telematics, Infotainment and Lightweighting makes us the preferred partner for automotive OEMs and their tiered suppliers. Our deep manufacturing industry knowledge & expertise has enabled us to work with world's most successful & premium automakers like Jaguar Land Rover (JLR) on effective deployment of vehicle programs – including complete end-to-end design and development in both mature and emerging markets.

3. Industrial Heavy Machinery (IHM)

Manufacturers and their customers in the industrial machinery sector are experiencing a business downturn. Drivers of the downturn include depressed commodity prices, stalled investments in mining, construction, oil and gas, and sluggish demand from developing economies due to slower economic growth and a strong U.S. dollar. The importance of achieving higher performance and productivity from their equipment due to the slow market is imperative. According to PwC's Global Construction 2030 report, the volume of construction output will grow by 85 percent to $15.5 trillion worldwide by 2030 in three countries – China, US and India, leading the way and accounting for 57 percent of all global growth.

As per a recent report by India Brand Equity Foundation (IBEF), "Construction equipment industry in India is expected to reach $5 billion by FY 2020 from $3 billion in FY16. While volume sale of construction equipment is expected to grow to 96730 units by 2018 from 76000 units in FY16. Such growth, will lead to increased R&D spend by Industrial Heavy Equipment Manufacturers, an increase in partnerships with technology firms and non-traditional players, acquisitions, divestment and restructuring, which opens opportunities for Tata Technologies to contribute to the IHM manufacturers in their business development efforts and help them stay competitive in the global marketplace. Using the Company's strengths and abilities to provide high-quality, cost effective services, Tata Technologies is strategically positioned, to make the most out of the future market circumstances. Current IHM manufacturers are using several different approaches to launch, and test new technologies combined with external experts and third parties. Tata Technologies' uses industry proven, Systems Engineering approach to product development and has successfully carried out full machine development projects through its delivery centers in Romania and India.

D. Human Capital

Our Human Resource (HR) strategy is planned based on strategic context which incorporates challenges, advantages, objectives, action plans as well as industry standards and listening mechanisms which help assess talent risks and implications internally. These plans are deployed using our HR structure and processes to bring out the best in an employee to outperform while creating and ensuring signature employee experience. This aligns and supports our customers with highly proactive and motivated teams to ensure seamless and high in class delivery of services, promised. These structures and processes are monitored using the global HR Management Information System (MIS), which is a consolidation of results measuring the health of HR processes and systems. As part of our continuous process improvement journey, new processes have been introduced and enhancements done to ensure growth and sustenance.

Talent Acquisition

Annual recruitment plans are part of our annual human resource planning process. Tata Technologies is an equal opportunity employer. We hire from campuses (graduates and apprentices), get them trained on the job and recruit employees with prior experience as well. We hire from campuses in India and the United Kingdom (UK) as well as visit job and career fairs in North America (NA). We also ensure that we have a healthy mix of local hires, send our employees on overseas assignments based on qualification, expertise, skills and to help with cross pollination of ideas as well as new ways of thinking. We hire a sizeable number of employees using internal job postings, referrals, social media, job boards, direct hiring and empanelled agencies and partners. We also invest in training students in campus and internships under the umbrella of our Ready Engineer program. Recruitment of temporary contractors is handled by recruitment agencies enabling flexibility. As part of our continuous process improvement, we have initiated e-Enablement of people management processes like recruitment, on-boarding, skills inventory, learning management and talent management which aims at enhancing employee experience. This is essential and critical for our employee engagement exercise.

Talent Management and Development

To ensure alignment to the changing organization structure, HR function has been reorganized to a matrix structure in the form of Centre of Excellences (COEs) with HR Business Partners aligned to Line of Businesses (LOBs) and regions. Our aim is to nurture and closely track talent and skills for development to address both individual employee aspirations as well as value for our customers. Employee Engagement is at the core of all HR processes with a belief that engaged employees positively impact business and growth and keeping focus on it. Diverse employee engagement programs are rolled out each year. At Tata Technologies, our primary focus is to help enhance capability of our existing employee base through differential learning interventions, catering to different management levels with emphasis on gap analysis and gap fulfilment. Learning and development programs are delivered for both technical and managerial domains with 70-20-10 pedagogy, based on assessment of individual employee needs. To enhance the skills of our dynamic and global workforce, e-Learning is also being leveraged to cater to professionals who believe in "Anytime Anywhere" learning.

Tata Technologies' Strategy Deployment Process drives organizational performance and aligns employee actions by linking the Vision, Mission, Values (VMV) and strategic goals of the organization to those competencies which are most important in achieving the Objectives Goals Strategies and Measures (OGSM) target. The objectives and competencies are embedded in the goals set through the Performance Management System. Assessment of these goals and competencies reinforce the customer and business focus required for achieving the organizational aspirations. Regular meetings and feedback on milestone and project completion, customer reviews, project charters, dashboards help encourage people to stretch, take risks by creating the desire to excel. Periodic reviews are carried out to revalidate and reset objectives as may be required.

Tata Technologies understands the importance of each employee's contribution to the achievement of its vision and mission. We are committed to provide appropriate compensation and benefits through a comprehensive approach to health, well-being, and satisfaction incorporating the needs of a diverse workforce. The benefits provided to employees are regularly benchmarked with our peer groups globally and in respective regions.

Reward and Recognition and Employee Engagement

A well institutionalized Rewards and Recognition program to recognize identify excellence is in place. These initiatives help retain and motivate our people to achieve and exceed their goals. The employee engagement at the organizational level is gauged through a third-party engagement survey conducted at periodic intervals. FY12-13 the engagement score was 46 percent globally. This score moved up in FY14-15 to 52 percent. Based on the Employee Engagement Study, (a) we assess employees' attitude and beliefs about their work activities, quality of work life, company procedures, policies and rewards, (b) assess employee understanding and support of the business goals and strategies of Tata Technologies and identify key drivers of employee engagement, (c) identify the extent to which employees are observing and managers are supporting the desired behaviours throughout the organization (d) reinforce the idea of shared responsibility for improving business results; and (e) learn about different groups of employees, with different needs and/or issues. Post survey, we use the Relative Weight Analysis (RWA) methodology to analyse the survey results to review (i) drivers needed to improve and increase engagement levels, (ii) drivers that should be maintained at current levels to ensure employee engagement (special attention is given that these should not decline) and (iii) drivers that are showing mixed results and are therefore, categorized as low priority. These are then mapped against employee demographics to determine drivers for different groups and segments.

Our Global Initiatives and Investments

The results of our efforts have reflected in maintaining a low annual attrition rate of 13.18 percent in FY17. HR processes are increasingly being associated with measurable metrics to track continuous improvement against performance. An elaborate HR MIS has been designed and deployed for monthly reporting to monitor trends on each of these metrics. These also provide a reference point to establish Service Level Agreements (SLAs) with customers of HR services.

Some reference metrics, tracked through the Global MIS are shown below.

Workforce Demographics

		Actual FY17
Gender	Females	**1156**
	Males	**7184**
Age	20-25	**1054**
	26-35	**4393**
	36-45	**1494**
	46-55	**447**
	56-60	**157**
	Rest	**795**
Average Age (years)		**32.98yrs**
Tenure	0 to 1 year	**1826**
	1 to 3 years	**2451**
	3 to 5 year	**1374**
	5 to 10 year	**1855**
	> 10 year	**834**
Average Tenure (years)		4.3yrs

Attrition Analysis

Attrition Analysis	Actual FY17
Global	13.18%
APAC	12.75%
EU	11.84%
NA	22.00%
ER&D Global	11.54%
CEIT Global	11.96%
PLM Global	18.16%

Training Metrics

Person-days	FY 17
Global	4.08
Asia Pacific	5.23
Europe	0.04
North America	0.05
ER&D Global	5.22
CEIT Global	2.47
PLM Global	4.19
High Performers covered	2409

E. Risk Management

Risk Philosophy

Faced with global volatility and market uncertainties, a company's sustainability and growth are based on risk management capabilities. A risk event that affects business is a significant occurrence in the life of any company, affecting its ability to fulfill its business objectives.

The aim of risk management is to develop a culture and model for identifying, assessing and mitigating risk at all levels and functions of the business by instituting framework, processes and policies suitable to our organization and industry. This will help in creating risk awareness, which ultimately ensures our sustainability in the business and benefits stakeholders and customers. The following are the broad objectives of risk management:

1. **Reduce unacceptable performance inconsistency**
   Evaluate the likelihood and impact of major events and develop responses, to either prevent those events from occurring or to manage and mitigate their impact on the company, if they do occur.

2. **Build confidence of stakeholders**
   Increase transparency of risks and risk management capabilities, and improve the maturity in identifying and managing critical risks.

3. **Strengthen corporate governance**
   Strengthen board oversight, explain risk management roles and responsibilities, set risk management authorities and boundaries, and effectively communicate risk responses in support of key business objectives.

4. **Successfully respond to a changing environment**
   Assist management in evaluating the assumptions underlying the existing business model, the effectiveness of the strategies around executing that model, and in identifying alternative future scenarios. In addition, evaluate the likelihood and severity of those scenarios.

5. **Align strategy and corporate culture**
   Help management to create risk awareness and an open, positive culture with respect to risk. Centralize policy setting and create focus, discipline, and control. Increase accountability for managing risks across the enterprise and facilitate timely identification of changes in an entity's risk profile.

Enterprise Risk Management (ERM) Framework

Definition

ERM is a process, affected by an entity's Board of Directors, management and other personnel, applied in strategy setting and across the enterprise. It is designed to identify potential events that may affect the entity, and manage risks to be within its risk appetite and to provide reasonable assurance regarding the achievement of entity objectives.

The Company has established a formal Enterprise Risk Management (ERM) model and has adopted the recommendations on the Enterprise Risk Management framework provided by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). As services focused company, it is necessary for the Company to manage risks at the individual transaction level and to consider aggregate risks at the customer, industry and geographic levels, where appropriate.

ERM Organization and Process

The executive management team of the Company is responsible for implementing ERM under the direction of the Audit Committee of the Company, and the Audit Committee is responsible for providing periodic updates to the Board of Directors. The Board monitors the overall performance of the Risk Management function.

Risk Management Activities

A disciplined approach to risk is important for our organization to ensure that we are executing and performing in accordance with our strategic objectives. This process is designed to identify potential events that could affect our Company, in case they were to occur. The management has identified the following top 10 risks classified into external and internal risk factors:

External Risk Factors	Internal Risk Factors
1. Revenue Concentration	1. Customer Acquisition
2. Inability to do business with Tata Motors' Competitors	2. Human Resource Management – Demand and supply variation of manpower with key skills
3. Exchange Rate Fluctuations	3. Leadership Bandwidth & Critical Positions
4. Statutory Compliance in Respective Jurisdictions	4. Challenges in Program Management to Deliver Large Projects
	5. Bargaining Power of Suppliers (PLM Products)
	6. Integration and Collaboration

External Risk Factors

1. Revenue Concentration

Around 66 percent of the Company's total revenue comes from its top five customers. The Company faces risks inherent to high revenue concentration.

Risk Management Activities

The Company is taking steps to diversify its client base. To mitigate risk, the Company will take targets for each industry vertical and for non-anchor accounts.

2. Inability to do business with Tata Motors' Competitors

Tata Motors Limited (TML), the parent company, is perceived to be a competitor by many global automotive companies. The Company is mitigating this risk by positioning itself as an established, independent player in the domestic and international markets.

Risk Management Activities

The Company has taken steps to build strong relationships with prospective customers and position itself as independent from the parent company. The Company has also diluted its parent company's ownership through preferential allotment to two private equity funds.

Right from its inception, the Company has strategically kept its business with TML separate from its business with other automakers. The Company continues to focus on growing relationships with non-TML clients and in diversifying into complementary industries.

3. Exchange Rate Fluctuation Risk

The Company is exposed to changes in foreign currency exchange rates, because considerable revenue comes from outside of India and it may have negative impact of currency fluctuations and on operating results.

Risk Management Activities

The Company has a natural hedge- due to its diversified locations across geographies, expenses are incurred in each local currency and met through receipts in the same currency. The Company also has taken appropriate foreign exchange cover and spread revenues across the various geographies. The Company follows a prudent forex policy.

4. Statutory Compliance in Respective Jurisdictions

Risks arising out of the jurisdiction are managed through specific legislative changes where the Company operates.

Risk Management Activities

The Company has implemented an automated compliance system named iComply in India, Singapore, Thailand, UK, France, Germany, USA, Mexico, Canada and Romania. In the past year, the Company has also taken steps towards implementation of iComply in China.

The Company has taken a major initiative to train its support staff based in various locations to comply with all laws in those respective locations. Also, the Company has appointed M/s Ernst & Young to conduct compliance audits in the territories where iComply has been implemented.

Internal Risk Factors

1. Customer Acquisition Risk

In today's competitive business environment, the Company may not be able to predict acquisition of customers and its growth.

Risk Management Activities

The Company has deployed a strategic go-to-market plan and is constantly improving customer acquisition processes. The Company also has nominated executive sponsors for its key accounts. Further, the Customer Relationship Management (CRM) system matured across all territories and countries with process and technology improvements across areas with critical functions as quoting, pre-sales, sales-delivery integration, and visibility to customer billing and payables. Management closely monitors health of sales pipeline, conversions ratios, etc.

2. Human Resource Management – Demand and supply variation of manpower with key skills

The nature of the business requires that the Company hires professionals with skill sets adequate to meet changing customer demand.

On the demand side, considering the high level of attrition in our industry, the Company could face difficulties in attracting and retaining the necessary workforce (with specific key skills) at any given point, which may result in loss of business opportunities.

On the supply side, considering the changing nature of the industry and performance related aspects, the Company may have to undertake operational, performance and productivity efficiency related measures from time to time, which may result in employees leaving the organization.

Risk Management Activities

The Company strives to be an employer of choice through several measures. Employees are constantly apprised of performance through manager evaluations. Employees are connected with senior leadership and the Company's overall strategic vision get disseminated to quarterly briefing sessions in all territories.

These briefing sessions are used to provide updates about the Company and are a forum for discussion.

The Company is also establishing campus-connect initiatives and partnerships with leading institutes inside and outside India, where appropriate. The Company is focused on identifying the competencies required to deliver value and groom professionals along multiple dimensions: technology, domain, leadership and management.

The Company is focusing on maturing its HR processes as per Tata Business Excellence Model (TBEM) at all locations and to reinforce role-based organizational structure to facilitate empowerment, rapid decision-making and assignment of responsibilities. The Company has an effective talent acquisition function to ensure that the proper selection and recruitment process is in place to attract qualified professionals. The Company also has a Learning & Development function, which periodically provides training to its employees to support growing and varied business requirements.

The HR function ensures that the appropriate talent is attracted and retained. Efforts are also taken to increase the level of employee satisfaction.

Apart from the activities and initiatives taken by the HR function, the Marketing and Communications department is also involved in active employee engagement and leadership connect. Various platforms and forums are part of Company's Marketing and Communications team's annual strategy wherein employees are given chance to express ways in which they can change the organization for better.

3. Leadership Bandwidth and Critical Positions

There is a risk that the second line of executive management may not be available at all the times. Permanent and/or long duration unavailability of such key executives may result in adverse impact on the smooth operations of the Company if the relevant succession plan is not in place.

Risk Management Activities

A succession plan is in place for the entire leadership team (short-term in case of an emergency and long term from job rotations and growth perspective). Growth of the next line of leaders is ensured through the Company's learning organization. This is also ensured by getting them to play higher roles in their existing capacity.

4. Challenges in Program Management to deliver large complex projects through a process based framework

The Company delivers a range of high-quality outsourced engineering and IT services including large complex projects to its clients that include uncertainties associated with involvement of multiple stakeholders and project outcomes. This in turn impacts the timelines, cost and quality of project, thereby ultimately affecting the profitability.

Risk Management Activities

Considering the evolution of our offerings and the desire to grow our share of large complex projects including full vehicle programs and outcome based projects, the Company has undertaken a full review of its Opportunity to Cash (O2C) cycle in consultation with a reputed external consultant in FY17. Through the O2C transformation program, the Company benchmarked its Opportunity to Cash processes with the best in class global companies and identified 11 Strategic Projects and 31 sub-projects which will make it future ready and help deliver its projects more effectively, delighting the customers and enhancing the project delivery efficiency. Some of the O2C projects have been implemented and most others are being implemented in FY18. To enhance the maturity of the processes further and build alignment across the Delivery Lines of Business, the Company has also designed the 'Tata Technologies Way' of project management which is turn would help the Company deliver consistent customer experience across projects and ensure better project delivery and governance.

5. Bargaining Power of Suppliers (PLM Products)

In the PLM Product Solutions business, the Company has limited bargaining power with various suppliers of the software products we distribute around the globe.

Risk Management Activities

The Company's risk is not greater than any other channel partner in its competitive landscape. Each of these suppliers is unique, but shares the common attribute of complex, evolving distribution strategies. The nature of their business model generates frequent changes to account coverage, market support, and availability of margins to partners. The Company has a constant focus on mitigating these factors through executive relationships, good partner management practices, and maintaining strong performance in the Company's field operations.

6. Integration and Collaboration

The Company is facing various acquisition-related risks such as assimilation of personnel, alignment of goals and strategies, retention of key leaders, operations and technology.

Risk Management Activities

The Company has taken the approach of identifying a Post-Merger Integration (PMI) Manager, to lead a cross-functional PMI team early in the process, that is responsible for successfully integrating the acquired entity into Tata Technologies. The PMI Manager's role is to act as a conduit between the acquired entity, and its leadership with that of Tata Technologies, thereby aligning goals, strategies, and personnel, and also leading all PMI activities to successful completion. This approach has been adopted for the recent Escenda acquisition, and its benefits are already being seen. This enables the value of acquisitions into a combined company so as to reap the intended ROI.

F. OPERATIONAL PERFORMANCE

The financial statements have been prepared in accordance with Indian Accounting Standard ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015.

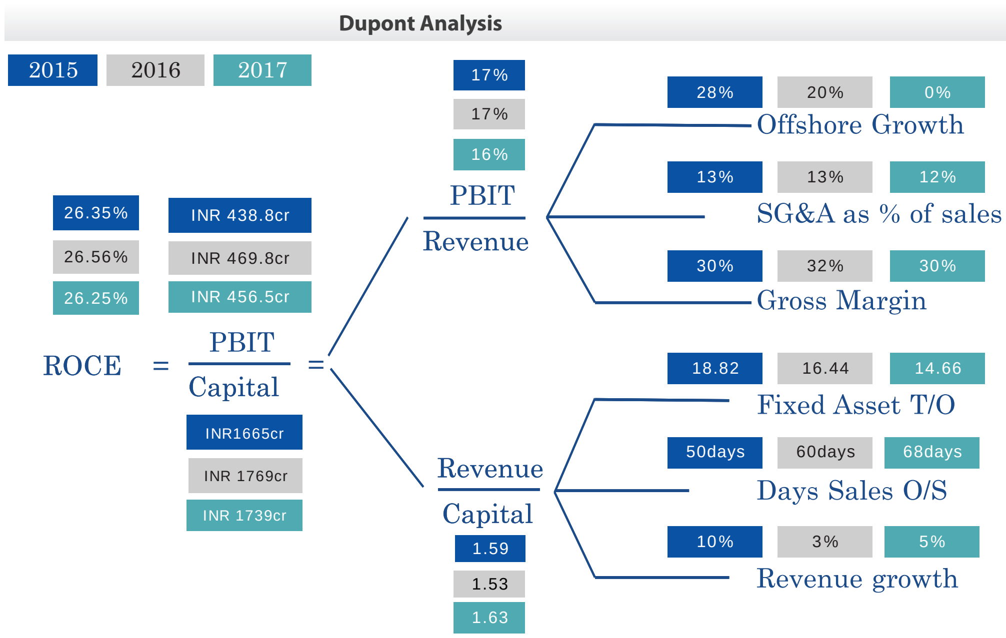
The transition was carried out from Accounting principles generally accepted in India, which was the previous GAAP (referred as "previous GAAP"), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 which was followed upto the year ended March 31, 2016. The date of transition to Ind AS is April 1, 2015.

The financial statements have been prepared in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.
The financial performance of Tata Technologies Limited 'the Company' as per Ind AS is discussed hereunder in two parts:

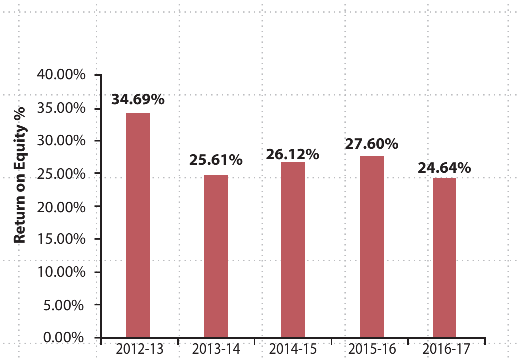
1. Tata Technologies Limited (Unconsolidated) which excludes the performance of subsidiaries of the Company and its share in Joint Venture Company.

2. Tata Technologies Limited (Consolidated) which includes performance of subsidiaries of the Company and its share in profit/loss of Joint Venture Company (Group Companies). The Consolidated Financial Statements bring out comprehensively the performance of the Tata Technologies group and are more relevant for understanding the overall performance of the Tata Technologies group. Significant accounting policies used for the preparation of the Financial Statements are disclosed in the accompanying Notes to Financial Statements, refer Note No. 1 & 2 of Standalone Financial Statements and Note No. 1 & 2 of Consolidated Financial Statements.

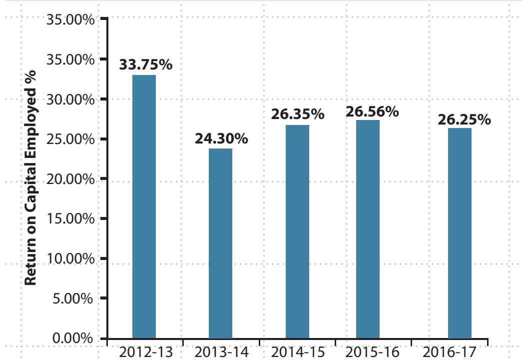
3. The consolidated performance of the Company is reflected in the trend graphics for the last five years.



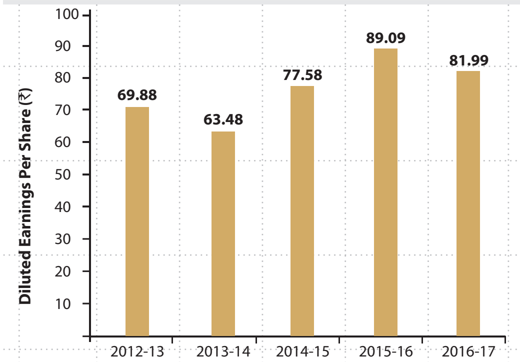
Return on Equity



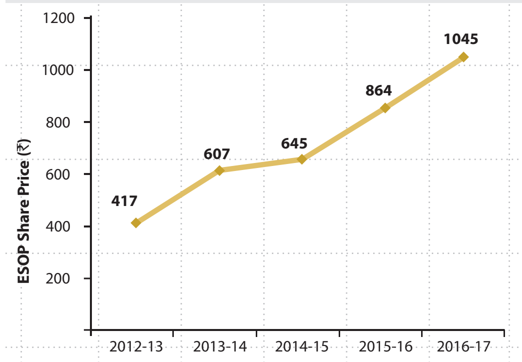
Return on Capital Employed



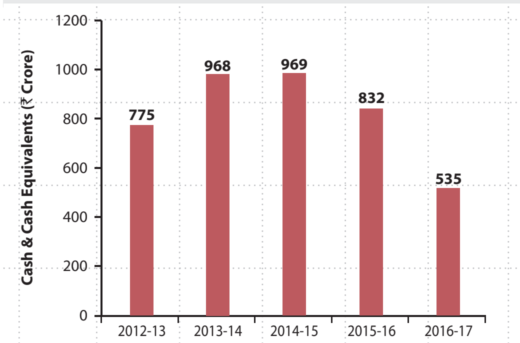
Diluted Earnings Per Share



ESOP Share Price Performance

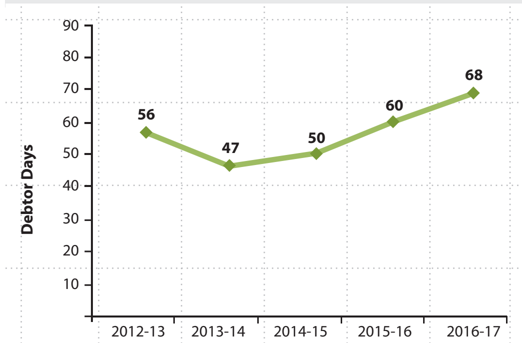


Cash & Cash Equivalents*



*Cash and Cash equivalent includes investments in MFs, NCDs,CCPS,Bills of Exchange, ICDs placed and Deposit with FIs.

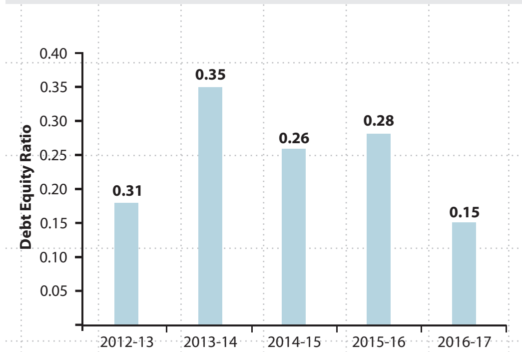
Debtor Days**



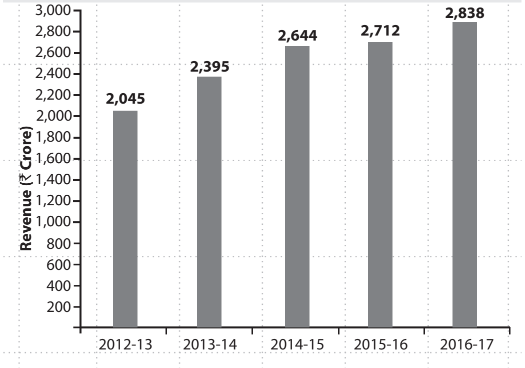
** Debtor Days are computed after considering Provision for Doubtful Debt and Including other income

Fixed Asset Turnover

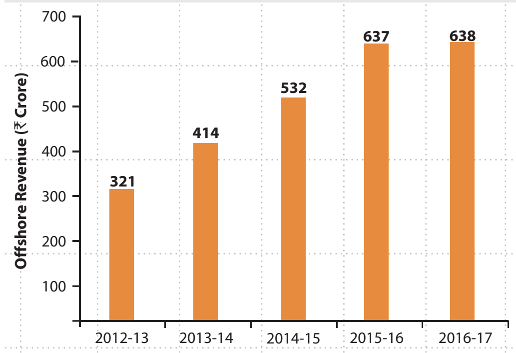
Debt Equity Ratio



Revenue

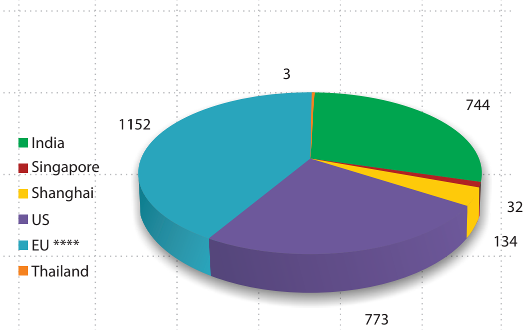


Offshore Revenue***



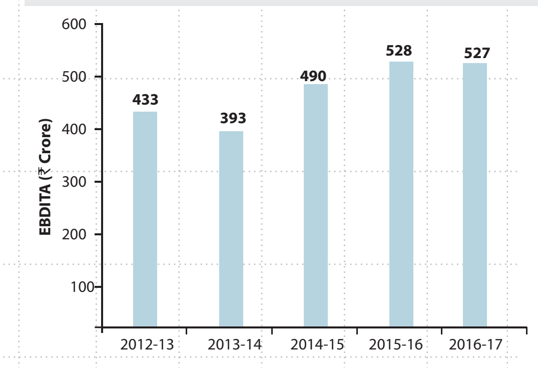
*** Revenue generated by Offshore Delivery Centers

Revenue by Country (₹ Crore)

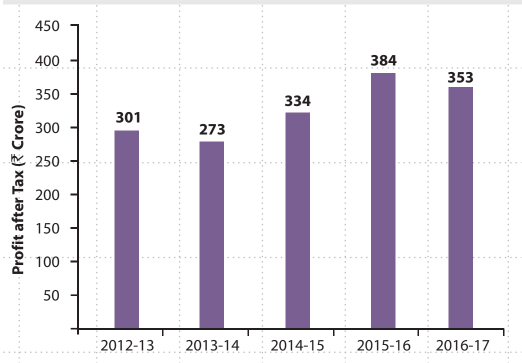


**** EU includes France & German & Sweden Branch operations

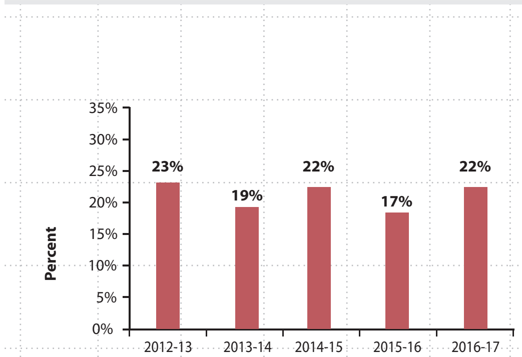
EBITDA



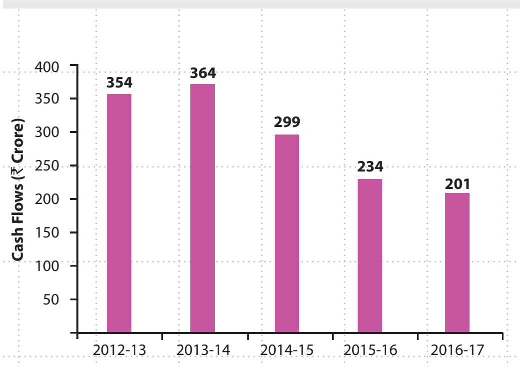
Profit After Tax



Effective Tax Rate



Operating Cash Flows



4. The discussion should be read in conjunction with the financial statements and notes for the year ended March 31, 2017.

The total income of the Company (Unconsolidated) aggregated ₹ 1,137.31 crore in fiscal year 2017 as compared to ₹ 1,106.99 crore in fiscal year 2016, registering a growth of 2.74%.

The Company's earnings before interest, taxes, depreciation, and amortisation (EBITDA) (Unconsolidated) aggregated to ₹ 326.90 crore in fiscal year 2017 as compared to ₹ 316.77 crore in fiscal year 2016, registering a growth of 3.20%.

The Profit before tax (PBT) (Unconsolidated) aggregated to ₹ 263.89 crore in fiscal year 2017 as compared to ₹ 268.01 crore in fiscal year 2016, registering a de-growth of 1.54%.

The Company's (Unconsolidated) net profit from operations after taxes aggregated ₹ 213.43 crore in fiscal year 2017 as compared to ₹ 224.56 crore in fiscal year 2016, registering a de-growth of 4.96%.

In fiscal year 2017, the total income of the Company (Consolidated) aggregated ₹ 2,838.04 crore as compared to ₹ 2,711.74 crore in fiscal year 2016, registering a growth of 4.66%. The Company's earnings before interest, taxes, depreciation and amortisation and exceptional items (EBITDA) (Consolidated) aggregated to ₹ 527.17 crore in fiscal year 2017 as compared to ₹ 528.09 crore in fiscal year 2016, registering a de-growth of 0.17%. The Profit before tax (PBT) (Consolidated) aggregated to ₹ 452.17 crore in fiscal year 2017 as compared to ₹ 463.53 crore in fiscal year 2016, registering a de-growth of 2.45%. The consolidated net profit from operations after taxes aggregated ₹ 352.99 crore in fiscal year 2017 as compared to ₹ 383.56 crore in fiscal year 2016, registering a de-growth of 7.97%.

RESULTS OF OPERATIONS Tata Technologies Limited. (UNCONSOLIDATED)

The Management's Discussion and Analysis given below relates to the financial statements of the Company (Unconsolidated). The discussion should be read in conjunction with the financial statements and related notes for the year ended March 31, 2017.

The following table gives an overview of the financial results of the Company (Unconsolidated):

INCOME

Income from Operations

(Amount in ₹ Crore)

Particulars	2016-17		2015-16		% of Variance
	₹ in crore	% of Income	₹ in crore	% of Income	
INCOME					
Income from Services	**950.73**	**83.59%**	917.50	82.88%	3.62%
Sale of Products	**148.19**	**13.03%**	164.79	14.89%	-10.07%
Commission Income	**0.01**	**0.00%**	0.02	0.00%	-50.00%
Export Incentive	**13.15**	**1.16%**	-	0.00%	100.00%
Other Income	**25.23**	**2.22%**	24.68	2.23%	2.23%
Total Income	**1,137.31**	**100.00%**	1,106.99	100.00%	2.74%
EXPENDITURE					
Cost of Traded Products	**114.50**	**10.07%**	133.22	12.03%	-14.05%
Consultancy fees, Softwares and others	**63.17**	**5.55%**	56.45	5.10%	11.90%
Employee Benefit Expenses	**515.91**	**45.36%**	495.72	44.78%	4.07%
Other Expenses	**116.83**	**10.27%**	104.83	9.47%	11.45%
Total Expenditure	**810.41**	**71.26%**	790.22	71.38%	2.55%
Profit before Finance Charges, Depreciation, exceptional items and Taxes	**326.90**	**28.74%**	316.77	28.62%	3.20%
Finance Cost	**0.99**	**0.09%**	1.07	0.10%	-7.48%
Depreciation and amortization	**51.40**	**4.52%**	47.69	4.31%	7.78%
Profit before exceptional items and tax	**274.51**	**24.14%**	268.01	24.21%	2.43%
Exceptional Items	**10.62**	**0.93%**	-	0.00%	100.00%
Profit before tax (PBT)	**263.89**	**23.20%**	268.01	24.21%	-1.54%
Provision for taxes including deferred tax	**50.46**	**4.44%**	43.45	3.93%	16.13%
Net Profit from Operations after taxes	**213.43**	**18.77%**	224.56	20.29%	-4.96%

The Company's revenue consists mainly of income from services and sale of products. The Company provides services either on time and material basis or fixed price basis. The Company's revenue from services on time and materials contracts is recognized when services are rendered and related costs are incurred i.e. based on certification of time sheets as per the terms of specific contracts. In case of fixed price contracts, revenue is recognized over the life of the contract based on milestones achieved as specified in the contracts. Foreseeable losses on such contracts are recognized when probable. Revenue accrued from the end of the last billing to the balance sheet date is recognised as unbilled revenue. Revenue from rendering Annual Maintenance Services (SAP-ERP) is recognized proportionately over the period in which services are rendered.

Revenue from third party software products and hardware sale is recognized upon delivery.

The Company's (unconsolidated) revenues increased to ₹ 1,112.08 crore in fiscal year 2017, from ₹ 1,082.31 crore in fiscal year 2016, a growth of 2.75%. Revenues from services increased to ₹ 963.89 crore in fiscal year 2017 from ₹ 917.52 crore in fiscal year 2016, a growth of 5.05%. Revenues from sale of products decreased to ₹ 148.19 crore in fiscal year 2017 from ₹ 164.79 crore in fiscal year 2016, a decrease in revenue by 10.07%. The Company has earned ₹ 13.15 crore in fiscal year 2017 on account of export incentives as per Service Exports from India scheme of the Foreign Trade Policy (2015-2020) introduced by the Government of India. As Per the Scheme, a benefit in the form of scrip (license) is given to the service provider for eligible services exported.(₹ NIL in fiscal year 2016). The same has been included under revenue from services.

Other Income

Other Income in fiscal year 2017 increased to ₹ 25.23 crore from ₹ 24.68 crore in fiscal year 2016, a growth of 2.23%. Other Income comprises interest received on inter corporate deposits and deposits with banks, dividends received on investments in units of mutual funds, profit on sale of investments, write-back of provisions no longer required and foreign currency gains(net). Details of major portion of other income are as under:

a) Interest Income on inter corporate deposits, interest on refund of income tax, deposits with the banks and interest income from long term deposits with financial institutions in fiscal year 2017 was ₹ 17.51 crore as compared to interest income of ₹ 14.02 crore in fiscal year 2016.
b) Dividend of ₹ 1.41 crore from investments in units of mutual funds in fiscal year 2017 as compared to ₹ 3.23 crore in fiscal year 2016.
c) Profit on sale of investments ₹ 5.12 crore in fiscal year 2017 as compared to ₹ 2.68 crore in fiscal year 2016.
d) Other non-operating income in fiscal year 2017 was ₹ 1.19 crore as compared to ₹ 3.75 crore in fiscal year 2016.

EXPENDITURE

Cost of Traded Products

Cost of Traded Products represents cost of products traded during the year under reference. Total cost of traded products in fiscal year 2017 was ₹ 114.50 crore, a decrease of 14.05 % over the costs of ₹ 133.22 crore in fiscal year 2016. This decrease is attributable to overall decrease in income from the sale of products. As mentioned earlier, revenues from sale of products decreased to ₹ 148.19 crore in fiscal year 2017 from ₹ 164.79 crore in fiscal year 2016, a decrease of 10.07%.

Consultancy Fees, Softwares and Others

Consultancy fees represents outsourcing charges paid to the third parties towards various jobs outsourced/services received. The cost of softwares represents the purchase cost of softwares for internal use for enhancing the quality of services and also meeting the needs of the customers. Total consultancy fees, softwares and others in fiscal year 2017 was ₹ 63.17 crore, an increase of 11.90% over the total consultancy fees, softwares and other cost of ₹ 56.45 crore in fiscal year 2016. Total consultancy fees, softwares and others as a percentage of total income was 5.55% in fiscal year 2017 (5.10% in fiscal year 2016). This increase is attributable to increase in volume of outsourcing works during fiscal year 2017 as compared to fiscal year 2016.

Employee Benefit Expenses

Employee Benefit Expenses consist of compensation of employees. It includes salaries which have fixed and variable components, contribution to provident fund, superannuation fund and gratuity fund. It also includes expenses incurred on staff welfare. Total employee benefit expenses in fiscal year 2017 was ₹ 515.91 crore, an increase of 4.07% over the total employee costs of ₹ 495.72 crore in fiscal year 2016. Total employee costs as a percentage of total income was 45.36% in fiscal year 2017 (44.78% in fiscal year 2016). This increase is attributable to increase in cost per employee. The number of employees as at March 2017 was 6,199 as against 5,929 during the previous year.

Other Expenses

Other Expenses (other than cost of traded products, consultancy fees, softwares and others and employee benefit expenses, already discussed above) incurred to conduct the Company's operations have gone up from ₹ 104.83 crore in fiscal year 2016 to ₹ 116.83 crore in fiscal year 2017. In terms of total income, it has gone up from 9.47% in fiscal year 2016 to 10.27% in fiscal year 2017. The increase of other expenses from ₹ 31.03 crore in fiscal year 2016 to ₹ 44.51 crore in fiscal year 2017 is primarily due to increase in AMC charges, communication expenses and change in fair value of investments.

Profit before Finance Charges, Depreciation, exceptional items and Taxes

The profit before finance charges, depreciation and amortization, exceptional items and taxes in fiscal year 2017 was ₹ 326.90 crore, an increase of 3.20% from ₹ 316.77 crore in fiscal year 2016. The profit as a percentage of income has gone up from 28.62% in fiscal year 2016 to 28.74% in fiscal year 2017.

Finance Cost

Finance cost decreased marginally from ₹ 1.07 crore in fiscal year 2016 to ₹ 0.99 crore in fiscal year 2017.This was due to decrease of interest and other charges paid on PCFC loans (foreign currency loan) taken from banks.

Depreciation and Amortization

Depreciation and Amortization charges increased from ₹ 47.69 crore in fiscal year 2016 to ₹ 51.40 crore in fiscal year 2017 an increase of 7.78%. In terms of total income the depreciation and amortization charge was 4.52% of total income in fiscal year 2017 (4.31% in fiscal year 2016). This is due to purchase of additional assets worth ₹ 47.37 crore.

Exceptional items

The exceptional items in fiscal year 2017 was ₹ 10.62 crore, an increase of 100% from ₹ NIL in fiscal year 2016. Exceptional items represents the payment of statutory bonus paid to employees for the year FY15-16 in accordance with the notification dated 01.01.2016 of ₹ 5.55 crore and provision made for Impairment of Investment in Joint Venture of ₹ 5.07 crore.

Profit before Taxes

The Profit before Taxes in fiscal year 2017 was ₹ 263.89 crore, a decrease of 1.54% from ₹ 268.01 crore in fiscal year 2016. In terms of total income, the Profit before Taxes has gone down from 24.21% fiscal year 2016 to 23.20% in fiscal year 2017 due to exceptional items mentioned above, slow down of economic growth in India and unfavorable currency exchange impact.

Provision for Taxation

Income tax expense comprises the current tax and the net change in the deferred tax assets and liabilities (including MAT credit entitlement) in the applicable fiscal period. The Company benefits in India from certain tax incentives under section 10AA of the Income Tax Act, 1961, for the IT services exported from designated 'Special Economic Zone Unit". The tax expense increased from ₹ 43.45 crore in fiscal year 2016 to ₹ 50.46 crore in fiscal year 2017. This represented 4.44% of the total income in fiscal year 2017 (3.93% of the total income in fiscal year 2016). The effective tax rate (total tax expenses including deferred tax/profit before tax*100) in fiscal year 2017 increased to 19.12% from 16.21% in fiscal year 2016. The increase is primarily due to one of the SEZ units has completed five years and hence the tax benefit on net income has been reduced to 50%.

Net Profit from operations after taxes

The Company's net profit from operations after taxes registered a de-growth of 4.96% from ₹ 224.56 crore in fiscal year 2016 to ₹ 213.43 crore in fiscal year 2017 on account of unfavorable currency exchange impact and slow down of economic growth in India.

FINANCIAL POSITION - Tata Technologies Limited. (UNCONSOLIDATED)

Non-Current Assets

A summary of Non-Current Assets is as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Property, Plant and Equipment	**77.24**	81.51
Capital work-in-progress	**2.91**	3.44
Other Intangible assets	**59.06**	58.84
Intangible assets under development	**7.71**	-
Financial assets:		
(i) Investments in joint venture	**-**	5.07
(ii) Other investments	**254.00**	228.91
(iii) Other Loans and advances	**9.36**	8.03
Income tax assets (net)	**9.08**	35.97
Deferred tax assets (net)	**22.16**	13.53
Other non-current assets	**7.05**	6.51
Total	**448.57**	441.81

Fixed Assets

Details of Fixed assets are as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Property, Plant and Equipment	**77.24**	81.51
Capital work-in-progress	**2.91**	3.44
Other Intangible assets	**59.06**	58.84
Intangible assets under development	**7.71**	-
Total	**146.92**	143.79

A statement of movement in tangible fixed asset is as follows:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	% of Change
Buildings	**26.72**	24.19	10.46%
Plant & Machinery- owned	**26.86**	25.66	4.68%
Plant & Machinery -leased	**0.43**	0.43	0.00%
Office Equipments	**6.40**	7.01	-8.70%
Computers	**109.24**	96.62	13.06%
Furniture & Fixtures	**13.56**	13.12	3.35%
Vehicles	**1.26**	1.66	-24.10%
Leasehold improvements	**16.10**	15.67	2.74%
Total	**200.57**	184.36	8.79%
Less: Accumulated Depreciation	**123.33**	102.85	19.91%
Net Block	**77.24**	81.51	-5.24%
Add: Capital work in progress	**2.91**	3.44	-15.41%
Net Tangible Assets	**80.15**	84.95	-5.65%

During the year, the Company added ₹ 19.68 crore to the gross block of tangible assets comprising ₹ 2.53 crore Buildings, ₹ 1.57 crore plant & machinery -owned, ₹ 0.61 crore office equipment's, ₹ 13.96 crore computers, ₹ 0.48 crore furniture and fixtures, ₹ 0.10 crore in vehicles and ₹ 0.43 crore leasehold improvements. During March 31, 2016, the Company added ₹ 32.37 crore to gross block of assets of the Company. The major portions of additions during the year were on account of purchase of computers.

During the year, the Company disposed of ₹ 3.47 crore from the gross block of assets comprising ₹ 0.37 crore of plant & machinery - owned, ₹ 1.22 crore office equipment's, ₹ 1.32 crore computers, ₹ 0.04 crore furniture & fixtures, ₹ 0.50 crore vehicles. During the previous year, the Company retired/transferred various assets with gross block of ₹ 6.27 crore.

The Company has a capital commitment towards tangible assets of ₹ 8.83 crore as at March 2017 as compared to ₹ 8.17 crore as at March 31, 2016 tangible assets.

Capital work in progress comprises of the cost of tangible fixed assets that are not ready for their intended use at the reporting date. The capital work in progress as at March 31, 2017 was ₹ 2.91 crore. The major portion of capital work in progress represents assets procured for Thane office. The Thane office will be operational in fiscal year 2018 and therefore the Company will capitalise the said capital cost in fiscal year 2018. Capital work in progress at the end of fiscal year 2016 aggregated ₹ 3.44 crore.

Details of Intangible assets are as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	% of Change
Software Licenses	**198.11**	170.42	16.25%
Total	**198.11**	170.42	16.25%
Less: Accumulated Depreciation	**139.05**	111.58	24.62%
Net Block	**59.06**	58.84	0.37%
Add: Intangible assets under development	**7.71**	-	100.00%
Net Intangible Assets	**66.77**	58.84	13.48%

Intangible assets represents software licenses (other than internally generated).During the year, the Company added ₹ 27.69 crore to the gross block of intangible assets (software licenses) During March 31, 2016 the Company added ₹ 39.29 crore to gross block assets of the Company. The Company has a capital commitment towards intangible assets of ₹ 3.27 crore as at March 31, 2017 as compared to ₹ 4.25 crore as at March 31, 2016 towards intangible assets.

Intangible assets in progress represent costs incurred towards purchase of SAP HANA licenses and cost incurred towards implementation of the O2C project. Intangible assets in progress at the end of fiscal year 2017 aggregated ₹ 7.71 crore (₹ NIL at the end of fiscal year 2016)

Financial Assets

A summary of other non-current assets is as under :

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Financial assets:		
(i) Investments in joint venture	**-**	5.07
(ii) Other investments	**254.00**	228.91
(iii) Other Loans and advances	**9.36**	8.03
Income tax assets (net)	**9.08**	35.97
Deferred tax assets (net)	**22.16**	13.53
Other non-current assets	**7.05**	6.51
Total	**301.65**	298.02

Investment in Joint Venture

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Unquoted Investments (all fully paid):		
Tata HAL Technologies Ltd	**5.07**	5.07
Less: Provision for Impairment in Investment in Joint Venture	**(5.07)**	-
Total	**-**	5.07

The Company has a joint venture with Hindustan Aeronautics Limited., TATA HAL Technologies Limited (THTL) for providing engineering and design solutions and services in the domain of aerostructures for aerospace industry.

Having regard to the future business strategy/plans of the joint venture and considering their current financial position, the Company has recognized a provision for impairment loss of ₹ 5.07 crore for the year ended March 31, 2017, in respect of its investment in joint venture.

Other Investments

A summary of the Company's other investments is given below:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Quoted Investments:		
i) Investment in Mutual funds	**25.09**	-
ii) Investment in Debentures	**5.00**	5.00
Unquoted Investments:		
i) Investments in Equity of Subsidiaries- Carried at cost		
(a) Tata Technologies Inc.	**15.57**	15.57
(b) Tata Technologies Pte Ltd	**203.34**	203.34
(ii) Investment in Preference Shares- Carried at cost	**5.00**	5.00
Total	**254.00**	228.91

Investments are either classified as current or long term based on the management's intention at the time of purchase. During the year, the Company did not make any further investment in its subsidiary companies and joint venture. Investments in bonds, preference shares and mutual funds aggregated ₹ 35.09 crore as on March 31, 2017 (₹ 10.00 crore as on March 31, 2016)

Other Loans and Advances:

A summary of the Company's other term loans and advances is given below:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Security deposits- at amortised cost	**4.48**	3.68
Loans to employees	**0.65**	1.08
Deposits with government and others	**1.44**	1.35
Loans to others	**2.79**	1.92
Total	**9.36**	8.03

As can be seen from the table, other loans and Advances as on March 31, 2017 were ₹ 9.36 crore (₹ 8.03 crore as on March 31, 2016). The same has gone up due to deposits paid for new office premises.

Income Tax Assets (net) (non-current)

Income Tax Assets (net) were ₹ 9.08 crore in fiscal year 2017 (₹ 35.97 crore in fiscal year 2016). Income tax assets (net) (non-current) have decreased as compared to the previous year due to refund received ₹ 14.23 crore and refund receivable of ₹ 20.55 crore which is shown under current tax assets based on Income tax Order.

Deferred tax assets (net)

Deferred tax asset (net) as at March 31, 2017 was ₹ 22.16 crore (₹ 13.53 crore as at March 31, 2016). Details of deferred tax asset have been given in Note no. 8 of the standalone financial statements of the Company.

Other Non-Current assets:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Prepaid expenses	**2.63**	2.19
Prepaid lease payments (land)	**3.34**	3.39
Provision for DBS	**1.08**	0.93
Total	**7.05**	6.51

Other non- current assets as at March 31, 2017 were ₹ 7.05 crore (₹ 6.51 crore as at March 31, 2016). There is no major movement.

Current assets:

A summary of the Company's current assets given below:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
(a) Financial assets:		
(i) Other investments	**185.35**	61.99
(ii) Trade receivables	**219.92**	194.38
(iii) Cash and cash equivalents	**96.87**	83.15
(iv) Other bank balances	**2.29**	2.00
(v) Other Loans and advances	**5.59**	3.98
(vi) Other financial assets	**46.00**	198.48
(b) Current tax assets (net)	**20.55**	-
(c) Other current assets	**18.47**	11.42
Total	**595.04**	555.40

Other Investments

The Company make investment in units of mutual funds which are typically investments in short -term funds to gainfully use the excess cash balance with the Company. Other Investments at the end of the fiscal year 2017 aggregated to ₹ 185.35 crore (₹ 61.99 crore at the end of the fiscal year 2016).

Trade Receivables

Trade receivables are dues in respect of goods sold or services rendered in the normal course of business. A trade receivable is treated as current, if it is likely to be realized within twelve months from the date of Balance Sheet or operating cycle of the business. Trade Receivables as on March 31, 2017 aggregated ₹ 219.92 crore (net of provision for doubtful debts) (₹ 194.38 crore as on March 31, 2016). The Company provides provision for doubtful debts as a percentage of the outstanding debts based on ageing.

Cash and Cash equivalents

The Company's Cash and Bank balance were ₹ 96.87 crore as on March 31, 2017 (₹ 83.15 crore as on March 31, 2016).The main reason for increase is due to increase in short term deposits.

Other bank balances

Other bank balances represent fixed deposits pledged/kept as lien with banks and earmarked balances with banks towards the unpaid dividend. Other bank balances were ₹ 2.29 crore as on March 31, 2017 (₹ 2.00 crore as on March 31, 2016)

Other Loans and Advances(Current)

A summary of other loans and advances of the Company is given below:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Loans and advances to related parties	**4.44**	2.86
Security deposits- at amortised cost	**0.41**	0.46
Loans and advances employees	**0.59**	0.54
Deposits with government and others	**0.15**	0.12
Total	**5.59**	3.98

As can be seen from the above information, other loans and advances as on March 31, 2017 were ₹ 5.59 crore (₹ 3.98 crore as on March 31, 2016). The said amount has gone up as compared to the previous year due to increase in loans and advances to related parties, primarily from subsidiaries of the Company, on account of debit notes raised for reimbursement of expenses.

Other financial assets (Current)

A summary of other financial assets of the Company is given below:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Inter corporate deposits	**-**	153.00
Interest accrued on deposits and investments	**0.35**	0.32
Bills of Exchange	**9.65**	26.11
Derivative designated and ineffective as hedged instrument carried at fair value through P&L		
- Foreign currency forward cover	**1.86**	1.47
Unbilled Revenue	**34.14**	17.58
Total	**46.00**	198.48

Other financial assets as on March 31, 2017 were ₹ 46.00 crore (₹ 198.48 crore as on March 31, 2016). Other financial assets have gone down primarily due to inter corporates deposits. Inter corporate deposits as at March 31, 2017 were ₹ NIL (₹ 153.00 crore as at March 31, 2016).

Current income tax assets

Current income tax assets as at March 31, 2017 were ₹ 20.55 crore (₹ NIL as at March 31, 2016). The same represents the refund to be received from the income tax department for the previous year's.

Other Assets (Current)

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Advances to suppliers and contractors	**2.85**	0.83
Prepaid expenses	**9.24**	8.28
Prepaid lease payments (land)	**0.04**	0.04
Others (VAT, Service tax, other taxes recoverables, etc.)	**6.34**	2.27
Total	**18.47**	11.42

Other current assets as on March 31, 2017 were ₹ 18.47 crore (₹ 11.42 crore as on March 31, 2016) Other current assets have gone up primarily due to increase in the service tax and VAT receivable.

Equity
Equity Share Capital

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Authorized :		
60,000,000 ordinary shares of ₹ 10/- each	**60.00**	60.00
(P.Y. 60,000,000 ordinary shares of ₹ 10/- each)		
700,000 0.01% Cumulative Non-participative Compulsorily convertible Preference Shares of ₹ 10/- each.	**0.70**	0.70
(P.Y. 700,000 0.01% Cumulative Non-participative Compulsorily convertible Preference Shares of ₹ 10/- each)		
Total	**60.70**	60.70
Issued, Subscribed and Fully Paid-up :		
43,031,326 equity shares of ₹ 10/- each	**43.03**	43.02
(as at March 31, 2016: 43,024,638 equity shares of ₹ 10/- each)		
Total	**43.03**	43.02

During the year, the Company did not increase authorized capital of ordinary shares and Cumulative Non Participative Compulsory Convertible Preference Shares. The authorized equity share capital as on March 31, 2017 was ₹ 60 crore, divided into 6 crore equity shares of ₹ 10 each (₹ 60 crore as at March 31, 2016, divided into 6 crore equity shares of ₹ 10 each). The issued, subscribed and fully paid-up share capital as on March 31, 2017 was ₹ 43.03 crore. During the year, the Company has issued equity shares to employees (under the ESOP scheme). Consequently, the issued, subscribed and fully paid up capital of the Company increased by ₹ 0.01 crore as compared to March 31, 2016. Details of options granted, outstanding and vested as at March 31, 2017 are provided in this Annual Report.

Other Equity

A summary of other equity is as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Share Application Money Pending Allotment	**0.40**	0.19
Securities Premium	**350.92**	350.52
Securities Premium identified separately for consolidation adjustment	**23.16**	23.16
General Reserves	**134.65**	134.65
Surplus .i.e. balance in Profit and loss account	**204.52**	172.36
Foreign Currency Translation Reserve	**(0.09)**	-
OCI on Unamortised actuarial gain/losses	**(4.50)**	(1.19)
Total	**709.06**	679.69

Share Application Money

The company has collected share application money of ₹ 0.40 crore as at March 31, 2017 towards the shares exercised by employees under the ESOP scheme. The same has been allotted subsequently.

Securities Premium account

Securities Premium Account as on March 31, 2017 stood at ₹ 350.92 crore. As on March 31, 2016 the balance in this account stood at ₹ 350.52 crore. The additions (net) to the share premium account of ₹ 0.40 crore during the year is primarily on account of premium received on exercise of options under the ESOP Scheme.

Securities Premium identified for consolidation adjustment

During 2010, based on the approval of Shareholders of the Company at the Extra-Ordinary General Meeting held on March 5, 2010 and the Order of the Honourable High Court of Judicature at Mumbai dated April 16, 2010, the Company had utilized balance in the securities premium account to the tune of ₹ 46.66 Crore towards one time charges/cost (including change in accounting policy for provision for doubtful debts) incurred by the Company and its subsidiary companies. The amounts relating to the Company amounting to ₹ 17.32 Crore had been adjusted to the Securities Premium Account. An amount of ₹ 29.34 Crore equivalent to the total amount of adjustments relating to the subsidiaries had been identified and segregated from the balance in the Securities Premium Account for adjustment on consolidation. Of this total adjustment made ₹ 1.58 Crore and ₹ 16.58 Crore related to provision for doubtful debts of the Company and its subsidiary companies respectively on account of change in accounting with regard to provision for doubtful debts.

During the year ended March 31, 2017, the Company and its subsidiary companies have received amounts aggregating to ₹ Nil (₹ 0.01 Crore for the year ended March 31, 2016) against the balances adjusted in the Securities Premium Account as above. Consequently, no excess provisions for doubtful debts on account of the said collections have been written back to the Securities Premium Account. Since realisation of doubtful debts provided for the adjustments above upto March 31, 2017 amounted to ₹ 6.18 Crore (₹ 6.18 Crore as on March 31, 2016) relating to the subsidiaries. Accordingly, balance amount of ₹ 23.16 Crore relating to the subsidiaries is continued to be disclosed separately as securities premium account for adjustment on consolidation.

General Reserve

The balance in general reserve account is ₹ 134.65 Crore as at March 31, 2017 (₹ 134.65 crore as at March31, 2016). During the year, no amount was transferred to general reserve.

Surplus in Profit and Loss account

The total surplus in profit and loss accounts increased to ₹ 204.52 crore as at March 31, 2017 from ₹ 172.36 crore as of the March 31, 2016, due to profit for the year.

Foreign currency Translation Reserve

The financial statements of Japan branch has been translated into its immediate parent company's currency and the same has been on the following basis:

All income and expenses items are converted at the average rate of exchange applicable for the year. All assets and liabilities are translated at the closing rate as on the balance sheet date. The resulting exchange differences on account of translation at the year-end are transferred to translation reserve. As a result, Translation Reserve Account as on March 31, 2017 stood at ₹ (0.09) crore (₹ Nil as on March 31, 2016).

Other Comprehensive Income

Actuarial gain or loss represents the adjustments to actuarial assumptions used to value the company's defined benefit plans. This is affected by the discount rates used to calculate the present value of defined benefit payments and the expected rate of return on plan assets. The changes to the actuarial assumptions (net of tax) are routed through other comprehensive income under IND AS. As a result, the balance in OCI on unamortised actuarial gain/(losses) stood at ₹ (4.50) crore as on March 31, 2017 as against ₹ (1.19) crore as on March 31, 2016.

Non-Current Liabilities

A summary of Non-Current Liabilities is as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
(a) Financial Liabilities		
(i) Trade payables	**0.10**	0.41
(ii) Other financial liabilities	**2.93**	1.94
(b) Provisions	**21.93**	15.31
Total	**24.96**	17.66

Trade Payables (Non-current)

Trade payables are dues in respect of goods purchased or services received in the normal course of business. Trade Payable shown under non-current liabilities represents amount payable to certain creditors after one year. Trade payables were ₹ 0.10 crore as at March 31, 2017 (₹ 0.41 crore as at March 31, 2016)

Other financial liabilities (Non-current)

Other financial liabilities represents amount payable towards retention bonus to certain employees which are due after one year.

Other financial liabilities were ₹ 2.93 crore as at March 31, 2017 (₹ 1.94 crore as at March 31, 2016)

Provisions (Non-current)

Long term provisions represents provision made towards certain non-funded employee benefits- such as bhavishya kalyan yojana, medicare, leave encashment etc. Provision for employee benefits has been made based on an independent actuarial valuation as on the balance sheet date. Long term provisions were ₹ 21.93 crore as at March 31, 2017 (₹ 15.31 crore as at March 31, 2016)

Current Liabilities

A summary of Current Liabilities is as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
(a) Financial Liabilities		
(i) Borrowings	**97.28**	99.37
(ii) Trade payables	**134.57**	136.36
(iii) Other financial liabilities	**7.24**	6.62
(b) Provisions	**1.15**	1.56
(c) Current tax liabilities (net)	**14.04**	3.65
(d) Other current liabilities	**12.28**	9.28
Total	**266.56**	256.84

A liability is classified as Current when any of the following is satisfied

a) It is expected to be settled in the Company's normal operating cycle

b) It is held primarily for the purpose of being traded

c) It is due to be settled within twelve months after the reporting date or

d) The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date

As reported elsewhere in this discussion, all other liabilities are classified as non-current liabilities

Short Term Borrowings from banks (Unsecured)

Short term borrowings represent unsecured pre and post shipment loan taken from a bank. The Company has not provided any security towards the said loans. Short term borrowings were ₹ 97.28 crore as at March 31, 2017 (₹ 99.37 crore at March 31, 2016)

Trade Payable (current)

Trade payables are dues in respect of goods purchased or services received (including from employees, professionals and others under contract) in the normal course of business. Trade Payables in respect of dues to creditors other than micro and small enterprises were ₹ 130.90 crore as at March 31, 2017 (₹ 134.30 crore as at March 31, 2016). Trade Payables in respect of dues to micro and small enterprises were ₹ 3.67crore as at March 31, 2017 (₹ 2.06 crore as at March 31, 2016)

Other Financial Liabilities

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Interest accrued but not due on borrowings	**0.03**	0.07
Unpaid dividends	**1.98**	1.69
Provision for employee benefits	**4.68**	3.79
Retention Bonus payable	**0.16**	0.04
Derivative designated and ineffective as hedged instrument carried at fair value through P&L		
-Foreign currency forward cover	**0.39**	1.03
Total	**7.24**	6.62

Other financial liabilities as at the end of the fiscal year 2017 aggregated ₹ 7.24 crore (₹ 6.62 crore as at March 31, 2016) Major portion of other financial liabilities represents provision for employee benefits which represents liability payable towards Gratuity trust based on the actuarial valuation.

Short Term Provisions (Current)

Short term provisions represents provisions made towards employee benefits (current portion). Current portion of provision for employee benefits has been made based on an independent actuarial valuation as on the balance sheet date. Short term provisions as at March 31, 2017 were ₹ 1.15 crore (₹ 1.56 crore as at March 31, 2016)

Current income tax liabilities (net) (current)

Income tax liabilities (net) represent estimated income tax liabilities. The provision for tax liabilities (net of advance tax) was ₹ 14.04 crore as at March 31, 2017 (₹ 3.65 crore as at March 31, 2016)

Other current liabilities (current)

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Statutory remittances (withholding taxes, Service Tax, Provident Fund, VAT, etc.)	**11.41**	8.93
Advance and Progress payments	**0.36**	0.35
Income received in advance	**0.51**	-
Total	**12.28**	9.28

Other current liabilities as at March 31, 2017 aggregated ₹ 12.28 crore (₹ 9.28 crore as at March 31, 2016) Major portion of other financial liabilities represents statutory dues payable. There is an increase in the statutory dues on account of increase in TDS on salary and professional fees by ₹ 1.45 crore.

Cash Flow (Unconsolidated)

Cash Flow from Operating Activities

(Amount in ₹ Crore)

Particulars	2016 - 2017	2015 - 2016	Increase/ (Decrease)
Net Profit after Taxation	**213.43**	224.56	(11.13)
Depreciation and amortization	**51.40**	47.69	3.71
Disallowance of TDS Abroad	**0.27**	0.30	(0.03)
Provision for income tax	**57.34**	56.58	0.76
Provision for deferred tax	**(6.88)**	(13.13)	6.25
Dividend income on investments	**(1.41)**	(3.23)	1.82
(Profit)/Loss on sale of investments (net)	**(5.12)**	(2.68)	(2.44)
(Profit)/Loss on sale of tangible and intangible fixed assets	**(0.28)**	(0.01)	(0.27)
Interest income	**(17.51)**	(14.02)	(3.49)
Finance costs	**0.99**	1.07	(0.08)
Unrealised exchange loss / (gain)	**(1.89)**	(0.67)	(1.22)
Effect of exchange differences on translation of foreign currency cash & cash equivalent	**1.12**	(2.47)	3.59
Allowance for doubtful debts (Net)	**(0.02)**	1.75	(1.77)
Change in fair value of investments	**3.28**	(0.99)	4.27
Provision for Impairment in Investment in Joint Venture	**5.07**	-	5.07
Operating profit before Working Capital Changes	**299.79**	294.75	5.04
Effects of working capital changes	**(31.42)**	(74.04)	42.62
Income Taxes paid (net)	**(40.88)**	(56.17)	15.29
Net cash flow (used in)/generated from operating activities	**227.49**	164.54	62.95

As can be seen from the above table, in fiscal year 2017, the Company generated net cash of ₹ 227.49 crore (₹ 164.54 crore in fiscal year 2016) from operating activities. Apart from profit after taxes of ₹ 213.43 crore (₹ 224.56 crore in fiscal year 2016), the net cash generated includes adjustments for non-cash items like depreciation of ₹ 51.40 crore (₹ 47.69 crore in fiscal year 2016), provision for income tax ₹ 57.34 crore (₹ 56.58 crore in fiscal year 2016) and provision for deferred tax ₹ (6.88) crore (₹ (13.13) crore in fiscal year 2016) and changes in working capital (₹ 31.42) in fiscal year 2017 (₹ 74.04) in fiscal year 2016)

Cash Flow from Investing Activities

(Amount in ₹ Crore)

Particulars	2016 - 2017	2015 - 2016	Increase/ (Decrease)
Dividend Received	**0.42**	0.83	(0.41)
Income from sale of Investment	**5.12**	2.68	2.44
Other Bank Balances	**(0.29)**	(0.33)	0.04
Interest Received Bank Deposit and others	**5.89**	2.46	3.43
Inter Corporate Deposits Placed	**(1,104.00)**	(1,198.80)	94.80
Inter Corporate Deposits Refunded	**1,257.00**	1,242.30	14.70
Loans to others	**(0.87)**	5.02	(5.89)
Interest received from Intercorporate Deposit / Bonds	**11.31**	11.28	0.03
Purchase of Mutual Fund	**(210.35)**	(169.90)	(40.45)
Sale of Mutual funds	**59.65**	385.70	(326.05)
Proceeds from sale of Tangible and Intangible Fixed Assets	**0.31**	0.07	0.24
Payment for Purchase of Tangible and Intangible Fixed Assets	**(57.15)**	(59.70)	2.55
Net cash flow (used in)/generated from investing activities	**(32.96)**	221.61	(254.57)

As can be seen from the above information, in fiscal year 2017, the Company used in net cash of ₹ 32.96 crore from investing activities (₹ 221.61 crore generated in in fiscal year 2016). The net cash used in is mainly due to net cash used payment for purchase of fixed asset ₹ 57.15 crore (₹ 59.70 crore in fiscal year 2016), purchase of mutual funds (net) ₹ 150.70 crore (₹ 215.80 crore generated in fiscal year 2016) and refund of intercorporate deposits received ₹ 153.00 crore (₹ 43.50 crore in fiscal year 2016)

Cash Flow from Financing Activities

(Amount in ₹ Crore)

Particulars	2016 - 2017	2015 - 2016	Increase/ (Decrease)
Share application money received pending allotment	**0.40**	0.19	0.21
Proceeds from issue of shares including Securities peremium	**0.22**	-	0.22
Interest Paid	**(1.04)**	(1.03)	(0.01)
Dividends Paid (including Dividend Tax)	**(180.98)**	(388.06)	207.08
Proceeds from Short Term borrowings	**202.74**	199.36	3.38
Repayment of Short Term borrowings	**(200.94)**	(193.18)	(7.76)
Repayment of Long Term borrowings	**-**	(0.05)	0.05
Net cash flow (used in)/generated from financing activities	(179.60)	(382.77)	203.17

As can be seen from the above information, in fiscal year 2017, the Company used in ₹ 179.60 crore on financing activities (₹ 382.77 crore used in in fiscal year 2016).

Cash and cash equivalents (including liquid investments)

Cash and cash equivalents as on March 31, 2017 amounted to ₹ 329.25 crore (₹ 336.25 crore as at March 31, 2016). Cash and cash equivalents include investments in preferences shares, bonds, mutual funds, inter corporate deposits, deposits with financial institutions and bills of exchanges.

Tata Technologies Limited. (CONSOLIDATED)

The Management Discussion and Analysis below relates to the consolidated financial statements of the Company (includes the results of its subsidiaries and the Company's share profit/loss in Joint Venture Company). The Discussion should be read in conjunction with the financial statements and related Notes to the Consolidated Accounts of the Company for the year ended March 31, 2017.

(Amount in ₹ Crore)

Particulars	2016-17		2015-16		% of Variance
	₹ in crore	% of Income	₹ in crore	% of Income	
INCOME					
Income from Services	**2,347.06**	**82.70%**	2,185.73	80.60%	7.38%
Sale of Products	**440.92**	**15.54%**	493.80	18.21%	-10.71%
Export Incentive	**13.15**	**0.46%**	-	0.00%	100.00%
Commission Income	**0.82**	**0.03%**	3.85	0.14%	-78.70%
Revenue from Operations	**2,801.95**	**98.73%**	2,683.38	98.95%	4.42%
Other Income	**36.09**	**1.27%**	28.36	1.05%	27.26%
Total Income	**2,838.04**	**100.00%**	2,711.74	100.00%	4.66%
EXPENDITURE					
Cost of Traded Products	**320.48**	**11.29%**	371.66	13.71%	-13.77%
Consultancy fees, Softwares and others	**455.64**	**16.05%**	389.72	14.38%	16.91%
Employee Benefit Expenses	**1,283.25**	**45.22%**	1,196.25	44.11%	7.27%
Other Expenses	**251.50**	**8.86%**	226.02	8.33%	11.27%
Total Expenditure	**2,310.87**	**81.42%**	2,183.65	80.53%	5.83%
Profit before Finance Charges, Depreciation, exceptional items and Taxes	**527.17**	**18.58%**	528.09	19.47%	-0.17%
Finance Cost	**4.31**	**0.15%**	6.20	0.23%	-30.48%
Depreciation and amortization	**62.84**	**2.21%**	58.53	2.16%	7.36%
Profit before exceptional items and tax	**460.02**	**16.21%**	463.36	17.09%	-0.72%
Exceptional items	**6.39**	**0.23%**	-	0.00%	100.00%
Share of (profit)/loss of joint ventures	**1.46**	**0.05%**	(0.17)	-0.01%	-958.82%
Profit before Taxes (PBT)	**452.17**	**15.93%**	463.53	17.09%	-2.45%
Provision for taxes including deferred tax	**99.18**	**3.49%**	79.97	2.95%	24.02%
Net Profit from Operations after taxes	**352.99**	**12.45%**	383.56	14.14%	-7.97%

INCOME

Income from Operations

The Company's revenue increased in fiscal year 2017 to ₹ 2,801.95 crore from ₹ 2,683.38 crore in fiscal year 2016, registering a growth of 4.42%.Services revenue was 83.19% of total income (80.74% in fiscal year 2016) and increased by 7.83% from ₹ 2,189.58 crore in fiscal year 2016 to ₹ 2,361.03 crore in fiscal year 2017. Consolidated revenues from sale of products decreased by 10.71% from ₹ 493.80 crore in fiscal year 2016 to ₹ 440.92 crore in fiscal year 2017. Commission income on sale of products decreased to ₹ 0.82 crore in fiscal year 2017 from ₹ 3.85 crore in fiscal year 2016. The Company has earned ₹ 13.15 crore in fiscal year 2017 on account of export incentives as per Service Exports from India scheme of the Foreign Trade Policy (2015-2020) introduced by the Government of India. As per the Scheme, a benefit in the form of scrip (license) is given to the service provider for eligible services exported (₹ NIL in fiscal year 2016). This scheme was introduced effective 2015-16 the benefit of which has been ripped in FY 2016-17.

Revenue by Segments:

(Amount in ₹ Crore)

Particulars	2016-2017	% of Revenue	2015 - 2016	% of Revenue
India	**707.79**	**25.26%**	710.91	26.49%
USA	**740.20**	**26.42%**	747.14	27.84%
UK	**951.90**	**33.97%**	1,039.37	38.73%
Rest of Europe	**193.51**	**6.91%**	63.06	2.35%
Rest of the World	**208.55**	**7.43%**	122.90	4.58%
Total	**2,801.95**	**100.00%**	2,683.38	100.00%

Other Income

Consolidated 'Other Income' in fiscal year 2017 increased to ₹ 36.09 crore from ₹ 28.36 crore in fiscal year 2016. In terms of total income, 'other Income' has gone up from 1.05% in fiscal year 2016 to 1.27% in fiscal year 2017. The increase is mainly due to sale consideration received ₹ 4.39 crore on disinvestment of product business in UK.

EXPENDITURE

Cost of Traded Products

Cost of Traded Products represents cost of products traded during the year under reference. Total cost of traded products in fiscal year 2017 was ₹ 320.48 crore, a decrease of 13.77 % over the costs of ₹ 371.66 crore in fiscal year 2016. This decrease is attributable to overall decrease in income from the sale of products. As mentioned earlier, revenues from sale of products decreased by 10.71% from ₹ 493.80 crore in fiscal year 2016 to ₹ 440.92 crore in fiscal year 2017.

Consultancy Fees, Softwares and Others

Consultancy fees represents outsourcing charges paid to the third parties towards various jobs outsourced/services received. The cost of softwares represents the purchase cost of softwares for internal use for enhancing the quality of services and also meeting the needs of the customers. Total consultancy fees, softwares and others in fiscal year 2017 was ₹ 455.64 crore, an increase of 16.91 % over the total consultancy fees, softwares and other cost of ₹ 389.72 crore in fiscal year 2016. Total consultancy fees, softwares and others as a percentage of total income was 16.05% in fiscal year 2017 (14.38% in fiscal year 2016). The increase in consultancy fees, software and others was due to increase of business in the Sweden branch and China subsidiary.

Employee Benefit Expenses

The consolidated total employee benefit expenses for fiscal year 2017 was ₹ 1,283.25 crore, an increase of 7.27 % over ₹ 1,196.25 crore in fiscal year 2016. Employee costs as a percentage of total income was 45.22 % in fiscal year 2017 (44.11% in fiscal year 2016). This increase is attributable to yearly increments & exchange impact on Salaries payable other than in rupees. The number of employees as at March 31, 2017 was 8,340 (8,087 as at March 31, 2016).

Other expenses

Other Expenses increased from ₹ 226.02 crore in fiscal year 2016 to ₹ 251.50 crore in fiscal year 2017. The increase is primarily due to increase in Rent from ₹ 33.53 crore in fiscal year 2016 to ₹ 41.02 crore in fiscal year 2017, Traveling and Conveyance from ₹ 66.57 crore in fiscal year 2016 to ₹ 75.04 crore in fiscal year 2017, AMC charges from ₹ 23.81 crore in fiscal year 2016 to ₹ 31.00 crore in fiscal year 2017. In terms of total income, other expenses were 8.33 % in fiscal year 2016 and 8.86% in fiscal year 2017.

Profit before Finance cost, Depreciation and amortization, exceptional items and Taxes

The profit before finance cost, depreciation and amortization, exceptional items and taxes in fiscal year 2017 was ₹ 527.17 crore, a decrease of 0.17% from ₹ 528.09 crore in fiscal year 2016. The profit as a percentage of total income was 18.58% in fiscal year 2017 (19.47% in fiscal year 2016).

Finance Cost

Finance cost decreased from ₹ 6.20 crore in fiscal year 2016 to ₹ 4.31 crore in fiscal year 2017. In terms of percentage of total income, finance cost has gone down from 0.23% in fiscal year 2016 to 0.15% in fiscal year 2017. The finance cost has mainly gone down due to repayment of loan by GBP 8 mn (equivalent to ₹ 64.73 crore) by Tata Technologies Europe limited and lesser utilisation of working capital loan by Tata Technologies Inc. during the year.

Depreciation and amortization

Depreciation and amortization charge increased from ₹ 58.53 crore in fiscal year 2016 to ₹ 62.84 crore in fiscal year 2017, an increase of 7.36%. In terms of total income, the depreciation and amortization charge was 2.16% in fiscal year 2016 and 2.21% in fiscal year 2017. This was due to purchase of additional assets amounting to ₹ 87.62 crore during the year under reference.

Exceptional items

The exceptional items in fiscal year 2017 were ₹ 6.39 crore, an increase of 100% from ₹ NIL in fiscal year 2016. Exceptional items represent the payment of statutory bonus paid to employees for the year FY15-16 in accordance with the notification dated 01.01.2016 of ₹ 5.55 crore and provision made for Impairment in Investment in Joint Venture of ₹ 0.84 crore.

Profit before Taxes

The Profit before Taxes in fiscal year 2017 was ₹ 452.17 Crore, a decrease of 2.45% from ₹ 463.53 Crore in fiscal year 2016. In terms of total income, the profit has gone down from 17.09% in fiscal year 2016 to 15.93% in fiscal year 2017, due to unfavourable currency exchange impact and slow down of economic growth.

Provision for Taxation

Income tax expense comprises tax on income from operations in India and foreign tax jurisdictions. Income tax payable in India is determined in accordance with the provisions of the Income Tax Act, 1961. Tax expenses relating to overseas operations are determined in accordance with tax laws applicable in countries where such operations are carried out. The Company's consolidated tax expense in fiscal year 2017 increased to ₹ 99.18 crore from ₹ 79.97 crore in fiscal year 2016. This represented 3.49% of the total income in fiscal year 2017 (2.95% in fiscal year 2016). The effective tax rate (total tax expenses including deferred tax/profit before tax*100) in fiscal year 2017 increased to 21.93% from 17.25% in fiscal year 2016. The increase is primarily due to one of the SEZ units has completed 5 years and hence the tax benefit on net income has been reduced to 50%.

Net Profit after taxes from operations

The Company's net profit after taxes from operations (Consolidated) registered a de-growth of 7.97% from ₹ 383.56 crore in fiscal year 2016 to ₹ 352.99 crore in fiscal year 2017. Net profit margin on the total income has gone down from 14.14% in fiscal year 2016 to 12.45 % in fiscal year 2017, a decrease in net profit margin by 1.69% due to unfavorable currency exchange impact and slow down of economic growth.

FINANCIAL POSITION - Tata Technologies Limited. (CONSOLIDATED)

Non-Current Assets

A summary of non- current Assets is an under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Property, Plant and Equipment	**117.02**	93.95
Capital work-in-progress	**3.00**	5.25
Goodwill on consolidation	**411.76**	479.06
Goodwill on acquisition	**168.24**	171.87
Other Intangible assets	**66.15**	65.72
Intangible assets under development	**7.43**	-
Financial assets:		
(i) Investments in joint venture	**-**	2.30
(ii) Other investments	**35.09**	10.00
(iii) Other Loans and advances	**56.33**	43.52
Deferred tax assets (net)	**26.82**	21.02
Income tax assets (net)	**9.27**	37.33
Other non-current assets	**7.05**	6.51
Total	**908.16**	936.53

Fixed assets

Details of Fixed Assets are as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Property, Plant and Equipment	**117.02**	93.95
Capital work-in-progress	**3.00**	5.25
Other Intangible assets	**66.15**	65.72
Intangible assets under development	**7.43**	-
Total	**193.60**	164.92

A statement of movement in tangible assets is as follows:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	% of Change
Buildings	**26.72**	24.19	10.46%
Plant & Machinery- owned	**42.32**	25.69	64.73%
Plant & Machinery -leased	**0.61**	0.61	0.00%
Computers	**154.75**	136.89	13.05%
Furniture & Fixtures	**28.13**	29.02	-3.07%
Vehicles	**2.81**	3.24	-13.27%
Leasehold improvements	**34.33**	24.21	41.80%
Total	**289.67**	243.85	18.79%
Less: Accumulated Depreciation	**172.65**	149.90	15.18%
Net Block	**117.02**	93.95	24.56%
Add: Capital work in progress	**3.00**	5.25	-42.86%
Net Tangible Assets	**120.02**	99.20	20.99%

Addition to the Gross Block of tangible assets as at March 31, 2017 amounted to ₹ 55.90 crore (₹ 56.97 crore as at March 31, 2016). Details of additions as at March 31, 2017 were as under:

(a) Freehold land ₹ Nil (₹ 16.70 crore as March 31, 2016)
(b) Buildings ₹ 2.53 crore (₹ 0.72 crore as at March 31, 2016)
(c) Plant and machinery-owned ₹ 17.00 crore (₹ 4.24 crore as at March 31, 2016)
(d) Plant and machinery leased ₹ 0.03 crore (₹ NIL as at March 31, 2016)
(e) Computers ₹ 23.74 crore (₹ 25.88 crore as at March 31, 2016)
(f) Furniture and fixtures ₹ 1.91 crore (₹ 5.18 crore as at March 31, 2016)
(g) Vehicles ₹ 0.10 crore (₹ NIL as at March 31, 2016) and
(h) Lease hold improvements ₹ 10.59 crore (₹ 4.25 crore as at March 31,2016)

During the year there were disposal of ₹ 4.97 crore as at March 31, 2017. (₹ 27.60 crore as at March 31, 2016)

Capital work-in-progress was ₹ 3 crore as on March 31, 2017 (₹ 5.25 crore as on March 31, 2016).

The Company has a capital commitment towards tangible assets of ₹ 8.83 crore as at March 31, 2017 as compared to ₹ 8.17 crore as at March 31, 2016.

Details of Intangible assets are as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	% of Change
Software Licenses	**239.83**	210.76	13.79%
Copyrights	**1.60**	1.41	13.48%
Total	**241.43**	212.17	13.79%
Less: Accumulated Depreciation	**175.28**	146.45	19.69%
Net Block	**66.15**	65.72	0.65%
Add: Intangible assets under development	**7.43**	-	100.00%
Net Intangible Assets	**73.58**	65.72	11.96%

Intangible assets primarily represent cost of software licenses (other than internally generated). During the year, the Company added ₹ 31.72 crore to the gross block of intangible assets (software licenses). During March 31, 2016 the Company added ₹ 44.66 crore to gross block assets of the Company.

The Company has a capital commitment of ₹ 3.27 crore as at March 31, 2017 as compared to ₹ 4.25 crore as at March 31, 2016 towards intangible assets.

Intangible assets in progress represent costs incurred towards purchase of SAP HANA licenses and cost incurred towards implementation of the O2C project. Intangible assets in progress at the end of fiscal year 2017 aggregated ₹ 7.43 crore (₹ NIL at the end of fiscal year 2016).

Goodwill on Consolidation and acquisition

Goodwill on consolidation and acquisition as at March 31, 2017 was ₹ 580.00 crore (₹ 650.93 crore as at March 31, 2016). This amount is appearing on account of INCAT/Cambric acquisition. For the purpose of consolidation, the said amount has been translated. Consequently, on account of translation impact there is a movement in this account in fiscal year 2017 as compared to fiscal year 2016. Goodwill is tested for impairment. The management does not foresee any risk of impairment on the carrying value of goodwill as at March 31, 2017. Details of the movement have been provided in the note no. 4 of consolidated financial statements.

Financial assets (Non-current)

A summary of other financial asset is as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Financial assets:		
(i) Investments in joint venture	**-**	2.30
(ii) Other investments	**35.09**	10.00
(iii) Other Loans and advances	**56.33**	43.52
Deferred tax assets (net)	**26.82**	21.02
Income tax assets (net)	**9.27**	37.33
Other non-current assets	**7.05**	6.51
Total	**134.56**	120.68

Investment in Joint Venture

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Unquoted Investments (all fully paid):		
Tata HAL Technologies Ltd	**0.84**	2.30
Less: Additional loss provision on an estimated basis	**(0.84)**	-
Total	**-**	2.30

As reported elsewhere in this report, the Company has a joint venture with Hindustan Aeronautics Limited, TATA HAL Technologies Limited (THTL) for providing engineering and design solutions and services in the domain of aerostructures for aerospace industry.

Having regard to the future business strategy/plans of the joint venture and considering their current financial position, the Company has recognized a provision for impairment loss of ₹ 0.84 crore for the year ended March 31, 2017, in respect of its investment in joint venture.

Other Investments (Non-current)
Unsecured (Considered good)

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Quoted Investments:		
i) Investment in Mutual funds	**25.09**	-
ii) Investment in Debentures	**5.00**	5.00
Unquoted Investments:		
(i) Investment in Preference Shares- Carried at cost	**5.00**	5.00
Total	**35.09**	10.00

During the year, the Company invested in bonds and units of mutual funds. These are typically investments in long -term funds/bonds to gainfully use the excess cash balance with the Company. Investments in bonds, preference shares and mutual funds aggregated ₹ 35.09 crore as on March 31, 2017 (₹ 10.00 crore as on March 31, 2016).

Other Loans and Advances (Non-current)
A summary of Other Loans and Advances is given below:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Security deposits- at amortised cost	**5.94**	4.87
Loans to employees	**4.77**	2.89
Deposits with government and others	**2.03**	1.96
Loans to others	**43.59**	33.80
Total	**56.33**	43.52

As can be seen from the above table, there is an increase in the loans to others by ₹ 9.79 crore on account of additional loan given to Barclays ESOP Trust. Hence the amount has gone up as compared to previous year.

Deferred Tax Asset (Net) (Non-current)
Deferred tax asset (net) as at March 31, 2017 was ₹ 26.82 crore (₹ 21.02 crore as at March 31, 2016). Details of deferred tax asset have been given in Note no. 9 of the consolidated financial statements of the Company.

Income Tax Assets (net) (Non-current)

Income tax assets (net) were ₹ 9.27 crore as at March 31, 2017 (₹ 37.33 crore as at March, 31 2016). Income tax assets (net) have decreased as compared to the previous year due to refund received ₹ 14.23 crore and refund receivable of ₹ 20.55 crore which is shown under current tax assets based on income tax order.

Other non-current assets

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Prepaid expenses	**2.63**	2.19
Prepaid lease payments (land)	**3.34**	3.39
Provision for DBS	**1.08**	0.93
Total	**7.05**	6.51

Other non- current assets as at March 31, 2017 were ₹ 7.05 crore (₹ 6.51 crore as at March 31, 2016). There was no material movement as compared to the previous year.

Current Assets

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
(a) Inventories (Traded)	**0.02**	-
(b) Financial assets:		
(i) Other investments	**185.35**	61.99
(ii) Trade receivables	**525.96**	445.72
(iii) Cash and cash equivalents	**200.88**	447.27
(iv) Other bank balances	**103.90**	133.25
(v) Other Loans and advances	**2.50**	8.12
(vi) Other financial assets	**156.52**	220.15
(c) Current tax assets (net)	**45.53**	12.86
(b) Other current assets	**31.62**	27.91
Total	**1,252.28**	1,357.27

Inventories

The Company had inventories of ₹ 0.02 crore as at March 31, 2017 (₹ NIL as at March 31, 2016). The inventory constitutes hardware and software products.

Other Investments

The Company make investment in units of mutual funds which are typically investments in short -term funds to gainfully use the excess cash balance with the Company. Other Investments at the end of the fiscal year 2017 aggregated to ₹ 185.35 crore (₹ 61.99 crore at the end of the fiscal year 2016)

Trade Receivables

Trade receivables as at March 31, 2017 aggregated ₹ 525.96 crore (net of expected credit loss allowance) (₹ 445.72 crore as at March 31, 2016). As a percentage of total income, sundry debtors were at 18.53% as at March 31, 2017 as compared to 16.44% as at March 31, 2016. The Company provides provision for doubtful debts as a percentage of the outstanding debts based on ageing. The cumulative provision towards expected credit loss allowance as on March 31, 2017 stood at ₹ 8.89 crore (₹ 9.24 crore as at March 31, 2016)

Cash and cash equivalents

Cash and cash equivalents were ₹ 200.88 crore as at March 31,2017 (₹ 447.27 crore as at March 31, 2016). The cash and cash equivalents includes balances with banks and fixed deposits kept with banks for less than 3 months. During the year, the cash has been utilised for repayment of loan availed by the subsidiaries.

Other Bank Balances

Other bank balances include bank deposits for a period more than 3 months and earmarked balances with banks towards the unpaid dividend. Other bank balances were ₹ 103.90 crore as at March 31, 2017 (₹ 133.25 crore as at March 31, 2016)

Other Loans and Advances (Current)

A summary of other loans and advances of the Company is given below:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Loans and advances to related parties	**0.47**	0.91
Security deposits- at amortised cost	**0.78**	1.61
Loans and advances employees	**0.64**	5.34
Deposits with government and others	**0.61**	0.26
Total	**2.50**	8.12

Other loans and advances were ₹ 2.50 crore as at March 31, 2017 (₹ 8.12 crore as at March 31, 2016). The decrease in other loans and advances was due to repayment of loans by employees.

Other Financial Assets (Current)

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Inter corporate deposits	-	153.00
Interest accrued on deposits and investments	**1.96**	2.68
Bills of Exchange	**9.65**	26.11
Derivative designated and ineffective as hedged instrument carried at fair value through P&L		
- Foreign currency forward cover	**2.79**	1.47
Unbilled Revenue	**142.12**	36.89
Total	**156.52**	220.15

Other financial assets as on March 31, 2017 were ₹ 156.52 crore (₹ 220.15 crore as at March 31, 2016). Other financial assets have gone down due to decrease in inter-corporate deposits by ₹ 153.00 crore and increase in unbilled revenue by ₹ 105.23 crore as compared to March 31, 2016. However, subsequently material amount was billed as per milestone agreed with the customers.

Current Income Tax Assets

Current Income Tax as on March 31, 2017 were ₹ 45.53 crore (₹ 12.86 crore as at March 31, 2016). There is an increase in current income tax assets due to refund to be received from income tax department amounting to ₹ 20.55 crore pertaining to previous years.

Other current Assets

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Advances to suppliers and contractors	**4.26**	2.82
Prepaid expenses	**20.29**	21.75
Prepaid lease payments (land)	**0.04**	0.04
Others (VAT, Service tax, other taxes recoverables, etc.)	**7.03**	3.30
Total	**31.62**	27.91

Other current assets were ₹ 31.62 crore as at March 31, 2017 (₹ 27.91 crore as at March 31, 2016). The same has gone up due to service tax and VAT receivable as compared to previous year.

Equity

Equity Share Capital

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Authorized :		
60,000,000 ordinary shares of ₹ 10/- each (P.Y. 60,000,000 ordinary shares of ₹ 10/- each)	**60.00**	60.00
700,000 0.01% Cumulative Non-participative Compulsorily convertible Preference Shares of ₹ 10/- each. (P.Y. 700,000 0.01% Cumulative Non-participative Compulsorily convertible Preference Shares of ₹ 10/- each)	**0.70**	0.70
Total	**60.70**	60.70
Issued, Subscribed and Paid-up :		
43,031,326 equity shares of ₹ 10/- each (as at March 31, 2016: 43,024,638 equity shares of ₹ 10/- each)	**43.03**	43.02
Total	**43.03**	43.02

As reported elsewhere in this report, during the year, the Company did not increase authorized capital of ordinary shares and Cumulative Non-Participative Compulsory Convertible Preference Shares. The authorized equity share capital as on March 31, 2017 was ₹ 60 crore, divided into 6 crore equity shares of ₹ 10 each (₹ 60 crore as at March 31, 2016, divided into 6 crore equity shares of ₹ 10 each) The issued, subscribed and paid-up share capital as on March 31, 2017 was ₹ 43.03 crore. During the year, the Company has issued equity shares to employees (under the ESOP scheme) Consequently, the issued, subscribed and paid up capital of the Company increased by ₹ 0.01 crore as compared to March 31, 2016. Details of options granted, outstanding and vested as at March 31, 2017 are provided in this Annual Report.

Other Equity

A summary other equity is given below:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Share application money pending allotment	**0.40**	0.19
Securities Premium	**350.92**	350.52
General Reserves	**135.07**	134.83
Legal Reserve	**1.05**	1.05
Surplus i.e. balance in Profit and loss account	**949.17**	777.69
Foreign Currency Translation Reserve	**(12.70)**	96.16
OCI on Unamortised actuarial gain/losses	**(4.50)**	(1.19)
Total	**1,419.41**	1,359.25

Share Application Money

The company has collected share application money of ₹ 0.40 crore as at March 31, 2017 towards the shares exercised by employees under the ESOP scheme. The same are yet to be allotted subsequently.

Securities Premium account

Securities Premium Account as on March 31, 2017 stood at ₹ 350.92 crore. As on March 31, 2016 the balance in this account stood at ₹ 350.52 crore. The additions (net) to the share premium account of ₹ 0.40 crore during the year is primarily on account of premium received on exercise of options under the ESOP Scheme.

General Reserve

The balance is general reserve account is ₹ 135.07 crore as at March 31, 2017 (₹ 134.83 crore as at March 31, 2016) ₹ 0.24 crore were transferred to general reserve out of the profits on declaration of dividend by Tata Technologies (Thailand) limited to its holding company.

Surplus in Profit and Loss account

The total surplus in profit and loss accounts increased to ₹ 949.17 crore at as March 31, 2017 from ₹ 777.69 crore as of the March 31, 2016, due to profit for the year.

Foreign currency translation reserve

For the purpose of consolidation, the financial statements of foreign subsidiaries have been translated into its immediate parent company's currency and the same has been on the following basis:

All income and expenses items are converted at the average rate of exchange applicable for the year. All assets and liabilities are translated at the closing rate as on the balance sheet date. The resulting exchange differences on account of translation at the year-end are transferred to translation reserve. As a result, Translation Reserve Account as on March 31, 2017 stood at ₹ (12.70) crore. As on March 31, 2016 the balance in this account stood at ₹ 96.16 crore. This has decreased as compared to previous year due to exchange fluctuations.

Other Comprehensive Income

Actuarial gain or loss represents the adjustments to actuarial assumptions used to value the company's defined benefit plans. This is affected by the discount rates used to calculate the present value of defined benefit payments and the expected rate of return on plan assets. The changes to the actuarial assumptions (net of tax) are routed through other comprehensive income under IND AS. As a result, the balance in OCI on unamortised actuarial gain/(losses) stood at ₹ (4.50) crore as on March 31, 2017 as against ₹ (1.19) crore as on March 31, 2016.

Non-Current Liabilities

A summary of Non-Current Liabilities is as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
(a) Financial Liabilities		
(i) Borrowings	**0.05**	79.56
(ii) Trade payables	**0.10**	0.41
(iii) Other financial liabilities	**2.93**	1.94
(b) Provisions	**21.93**	15.31
(c) Deferred tax liabilities (net)	**-**	3.93
(d) Other liabilities	**0.03**	-
Total	**25.04**	101.15

Borrowings

Long term borrowings as at March 31, 2017 were ₹ 0.05 crore (₹ 79.56 crore as at March 31, 2016). The decrease is due to repayment of loan from Bank of America.

Trade Payables

Trade payables are dues in respect of goods purchased or services received in the normal course of business. Trade Payable shown under non-current liabilities represents amount payable to certain creditors after one year. Trade payables were ₹ 0.10 crore as at March 31, 2017 (₹ 0.41 crore as at March 31, 2016)

Other financial liabilities (Non-current)

Other financial liabilities represent amount payable towards retention bonus to certain employees which are due after one year. Other financial liabilities were ₹ 2.93 crore as at March 31, 2017 (₹ 1.94 crore as at March 31, 2016)

Provisions (Non-current)

Long term provisions primarily represent provisions made towards certain employee benefits (non- funded) such as bhavishya kalyan yojana, medicare, leave encashment etc. Long term provisions as at March 31, 2017 were ₹ 21.93 crore (₹ 15.31 crore as at March 31, 2016). The said amount has been accounted based on an independent actuarial valuation as at the end of the year.

Deferred Tax Liabilities (Net) (Non-current)

Note No. 9 of consolidated financial statements bring out the deferred tax balances. The deferred tax assets and liabilities are offset, tax jurisdiction wise. The deferred tax liability (net) was ₹ NIL as at March 31, 2017 (₹ 3.93 crore as at March 31, 2016)

Other liabilities (Non-current)

Other liabilities were ₹ 0.03 crore as at March 31, 2017 (₹ NIL as at March 31, 2016). The same represents the income received in advance for more than 12 months.

Current liabilities

A summary of current Liabilities is given below:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
(a) Financial Liabilities		
(i) Borrowings	**149.98**	236.87
(ii) Trade payables	**288.20**	305.71
(iii) Other financial liabilities	**74.72**	86.17
(b) Provisions	**3.95**	4.73
(c) Current tax liabilities (net)	**51.27**	37.39
(d) Other current liabilities	**104.84**	119.51
Total	**672.96**	790.38

Borrowings (Current)

Short term borrowings from banks represent secured and unsecured loans taken from banks by way of pre and post shipment loans and cash credit borrowings. Short term borrowings from banks were ₹ 149.98 crore as at March 31, 2017 (₹ 236.87 crore at March 31, 2016). The decrease is due to repayment of cash credit facility taken from banks.

Trade Payable (Current)

Trade payables are dues in respect of goods purchased or services received (including from employees, professionals and others under contract) in the normal course of business. Trade Payable in respect of dues to creditors other than micro and small enterprises were ₹ 284.53 crore as at March 31, 2017 (₹ 303.65 crore as at March 31, 2016). Trade Payables in respect of dues to micro and small enterprises were ₹ 3.67 crore as at March 31, 2017 (₹ 2.06 crore as at March 31, 2016).

Other Financial Liabilities (Current)

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Interest accrued but not due on borrowings	**0.03**	0.07
Current maturities of long term debt	**67.43**	79.56
Unpaid dividends	**1.98**	1.68
Provision for employee benefits	**4.68**	3.79
Retention Bonus payable	**0.16**	0.04
Derivative designated and ineffective as hedged instrument carried at fair value through P&L		
- Foreign currency forward cover	**0.44**	1.03
Total	**74.72**	86.17

Other financial liabilities mainly represent current maturities of long term debts and provision for employee benefits. Other financial liabilities as at March 31, 2017 were ₹ 74.72 crore (₹ 86.17 crore as at March 31, 2016). The said amount has gone down primarily due to decrease in current maturities of long term debts as compared to March 31, 2016 on account of exchange fluctuation.

Provisions (Current)

Short term provisions represent provisions made towards employee benefits (current portion). Short term provisions as at March 31, 2017 was ₹ 3.95 crore (₹ 4.73 crore as at March 31, 2016)

Current tax Liability (Net) (Current)

Current Tax liabilities (net) as at March 31, 2017, was ₹ 51.27 crore (₹ 37.39 as on March 31, 2016). Income tax provisions/liabilities have been made based on the applicable tax laws.

Other liabilities (Current)

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016
Statutory remittances (withholding taxes, Service Tax, Provident Fund, VAT, etc.)	**53.89**	44.38
Advance and Progress payments	**2.32**	3.30
Income received in advance	**48.63**	71.83
Total	**104.84**	119.51

Other liabilities as at March 31, 2017 aggregated ₹ 104.84 crore (₹ 119.51crore as at March 31, 2016). Major portion of other liabilities represents statutory dues payable and income received in advance.

Cash Flow from Operations (Consolidated)

(Amount in ₹ Crore)

Particulars	2016 - 2017	2015 - 2016	Increase/ (Decrease)
Net Profit after Taxation	**352.98**	383.56	(30.58)
Depreciation and amortization	**62.84**	58.53	4.31
Disallowance of TDS Abroad	**0.27**	0.30	(0.03)
Provision for income tax	**107.64**	85.92	21.72
Provision for deferred tax	**(8.46)**	(5.95)	(2.51)
Dividend income on investments	**(1.41)**	(3.23)	1.82
(Profit)/Loss on sale of investments (net)	**(5.12)**	(2.68)	(2.44)
(Profit)/Loss on sale of tangible and intangible fixed assets	**(0.30)**	(0.01)	(0.29)
Interest income	**(21.41)**	(18.77)	(2.64)
Finance costs	**4.32**	6.20	(1.89)
Unrealised exchange loss / (gain)	**(1.52)**	0.61	(2.13)
Effect of exchange differences on translation of foreign currency cash & cash equivalent	**(1.82)**	(4.21)	2.39
Allowance for doubtful debts (Net)	**(0.03)**	1.68	(1.71)
Change in fair value of investments	**3.28**	(1.00)	4.28
Investments in joint venture	**0.84**	(0.17)	1.01
Provision for Impairment in Investment in Joint Venture	**1.46**	-	1.46
Bad debts written off	**0.07**	-	0.07
Operating profit before Working Capital Changes	**493.63**	500.78	(7.15)
Effects of working capital changes	**(196.07)**	(175.29)	(20.77)
Income Taxes paid (net)	**(96.47)**	(91.32)	(5.15)
Net cash flow (used in)/generated from operating activities	**201.09**	234.17	(33.08)

As can be seen from the above table, in fiscal year 2017, the Company generated net cash of ₹ 201.09 crore (₹ 234.17 crore in fiscal year 2016) from operating activities.

Cash Flow from Investing Activities (Consolidated)

(Amount in ₹ Crore)

Particulars	2016 - 2017	2015 - 2016	Increase/ (Decrease)
Proceeds from sale of tangible and intangible fixed assets	**0.33**	17.15	(16.82)
Dividend Received	**0.42**	0.83	(0.41)
Income from sale of Investment	**5.12**	2.68	2.44
Other Bank Balances	**29.35**	31.52	(2.17)
Interest Received Bank Deposit and others	**10.52**	6.85	3.67
Payment for purchase of tangible and intangible fixed assets	**(95.29)**	(91.46)	(3.83)
Inter Corporate Deposits Placed	**(1,104.00)**	(1,198.80)	94.80
Inter Corporate Deposits Refunded	**1,257.00**	1,242.30	14.70
Loans to others	**(9.79)**	8.33	(18.12)
Interest received from Intercorporate Deposit / Bonds	**11.31**	11.29	0.02
Purchase of Mutual Fund	**(210.35)**	(169.90)	(40.45)
Sale of Mutual funds	**59.65**	385.70	(326.05)
Net cash flow (used in)/generated from investing activities	**(45.73)**	246.49	(292.22)

In fiscal year 2017, the Company used in net cash of ₹ 45.73 crore on investment activities (₹ 246.49 crore cash generated in fiscal year 2016). The net cash used in is mainly due to net cash used for payment of purchase of mutual funds (net) ₹ 150.70 crore (₹ 215.80 crore generated in fiscal year 2016) and refund of intercorporate deposits ₹ 153.00 crore (₹ 43.50 crore in fiscal year 2016)

Consolidated Cash Flow from financing activities

(Amount in ₹ Crore)

Particulars	2016 - 2017	2015 - 2016	Increase/ (Decrease)
Share application money received pending allotment	**0.40**	0.19	0.21
Proceeds from issue of shares including Securities premium	**0.22**	-	0.22
Interest Paid	**(4.35)**	(6.16)	1.81
Dividends Paid (including Dividend Tax)	**(180.95)**	(388.06)	207.11
Proceeds from Short Term borrowings	**312.98**	683.60	(370.62)
Repayment of Short Term borrowings	**(383.73)**	(579.66)	195.93
Repayment of Long Term borrowings	**(67.41)**	(79.59)	12.18
Net cash flow (used in)/generated from financing activities	**(322.84)**	(369.68)	46.84

In fiscal year 2017, the Company used in ₹ 322.84 crore on financing activities (₹ 369.68 crore in fiscal year 2016) As can be seen from the above, the significant item of cash used in financing activities was on account payment of divided ₹ 180.95 crore (₹ 388.06 crore in fiscal year 2016).

Cash and cash equivalents (including liquid investments)

Cash and cash equivalents as on March 31, 2017 amounted to ₹ 534.87 crore (₹ 831.62 crore as at March 31, 2016). Cash and cash equivalents include investments in preference shares, bonds, mutual funds, inter corporate deposits, deposits with financial institutions and bills of exchanges.

Corporate Governance Report

1. PHILOSOPHY

Corporate governance at Tata Technologies reflects its value system encompassing its culture, policies and relationships with its stakeholders.

Corporate governance is about maximizing shareholder value legally, ethically and sustainably. The goal of corporate governance at Tata Technologies, is to ensure fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large. Integrity and transparency are key to our corporate governance practices to ensure that we gain and retain the trust of our stakeholders always.

The Board of Directors ("the Board") has adopted the Tata Group Guidelines on 'Board Effectiveness' to help fulfil its corporate governance responsibility towards stakeholders. These guidelines provide for the composition and role of the Board and ensure that the Board will have the necessary authority and processes in place to review and evaluate the Company's operations. Further, these guidelines allow the Board to make decisions that are independent of the Management. It is ensured that the Company evolves and follows not just the stated corporate governance guidelines, but also global best practices.

The Company has adopted a Tata Code of Conduct for its employees including the Managing Director. In addition, the Company has adopted a Code of Conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Companies Act, 2013 ("the Act").

Strong leadership and effective corporate governance practices are the Company's hallmark inherited from the Tata culture.

2. BOARD OF DIRECTORS

The Board of Directors ("the Board") is at the core of our corporate governance practice and oversees how the Management serves and protects the long-term interests of all our stakeholders. We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of corporate governance.

The Board is primarily responsible to provide and evaluate the strategic direction of the Company, management policies and their effectiveness. The Board's responsibilities further include overseeing the functioning of the Company's top management, monitoring legal compliance and management of the risks related to the Company's operations.

Currently, Board comprises of six members, 1 of them is Executive Director, 3 Non-Executive Directors, 2 Independent Directors including Women Director. Non-Executive Directors represent various fields with expertise in their respective areas and their positive contribution helps Company to define effective strategies for future growth. The Managing Director along with Executive Leadership Team in turn implements and monitors the operational strategies, plans, systems and processes to enable the Company to achieve the goals set by the Board.

The calendar of the Board/Committee meetings for the whole year is finalized in advance at the start of the year in consultation with all the Board members. The relevant background materials and information on the agenda items are distributed to the Board members in advance of meetings. All the Committees of the Board report to the Board. The draft and signed minutes of their meetings are placed and circulated to the Board In compliance with the provisions of the Companies Act, 2013 and Secretarial Standards issued by ICSI. The Board meets the members of the senior management of the Company from time to time. A summary of the minutes of subsidiary meetings is being placed before every quarterly Board Meeting of the Company as a good governance practice.

The Board met seven times during the financial year 2016-17 on April 21, 2016, May 13, 2016, June 29, 2016, July 28, 2016, November 10, 2016, January 25, 2017, and February 10, 2017. The time gap between two meetings was less than 120 days. The quorum of the meeting is either two members or one-third of the members of the Board, whichever is higher. The attendance of the Directors of the Board meetings held during the year is as follows:

Name	Designation	No. of Board Meetings	
		Held	Attended
S Ramadorai	Non-Executive Chairman	7	7
Praveen Kadle	Non-Executive Director	7	5
C Ramakrishnan	Non-Executive Director	7	5
Falguni Nayar	Non-Executive Independent Director	7	6
Rakesh Makhija	Non-Executive Independent Director	7	7
Warren Harris	CEO & Managing Director	7	7

Mr Praveen Kadle is liable to retire at the ensuing Annual General Meeting and offers himself for reappointment. Attention of the Members is invited to the relevant item in the Notice of the Annual General Meeting seeking the approval on his reappointment.

None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company.

None of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all companies in which one is a Director. Chairmanship/Membership of Board Committees for this includes only Audit and Shareholders' Grievance Committees. Necessary disclosures regarding Committee positions in other public companies as at March 31, 2017 have been made by the Directors.

Independent Directors met one time during the financial year 2016-17 on March 10, 2017. The meeting was held without the attendance of non-independent directors and members of the Company. The Independent directors reviewed the performance of the Board as whole, the performance of the Chairperson of the Company taking into account the views of executive directors and non-executive directors. Both the directors were present for the meeting.

INFORMATION REGARDING DIRECTORS OF THE COMPANY:

Ramadorai Subramanian, 72, has been in public service since February 2011 having recently completed a 5 year term in the area of Skill Development. During his tenure as the Chairman of National Skill Development Agency (NSDA) and the National Skill Development Corporation (NSDC) his approach was to standardize the skilling effort, ensure quality and commonality of outcomes by leveraging technology and create an inclusive environment to co-operate, collaborate & co-exist. He strongly believes that empowering youth with the right skills can define the future of the country. Mr. Ramadorai is currently the Chairman of the Advisory Board at Tata STRIVE, which is the Tata Group's CSR skill development initiative that aims to address the pressing national need of skilling youth for employment, entrepreneurship and community enterprise.

In addition to the above positions, he continues to be Chairman of AirAsia (India), Tata Advanced Systems Limited and Tata Technologies Limited. Recently, in March 2016, he retired as the Chairman of the Bombay Stock Exchange (BSE Limited) after having served for a period of 6 years on the board. He continues to be an Independent Director on the Boards of Hindustan Unilever Limited, Asian Paints Limited and Piramal Enterprises Limited.

Mr. Ramadorai took over as the CEO of Tata Consultancy Services (TCS) in 1996 when the company's revenues were at $ 155 million and since then led the company through some of its most exciting phases, including its going public in 2004. In October 2009, he retired as CEO, leaving a $ 6 billion global IT services company to his successor. He was then appointed as the Vice Chairman and held office until he retired in October 2014, after an association of over 4 decades with the company.

Given his keen passion to work for the social sector and community initiatives, he also serves as the Chairman on the Council of Management at the National Institute of Advanced Studies (NIAS) and the Chairman of the Governing Board at the Tata Institute of Social Sciences (TISS). He is also the President of the Society for Rehabilitation of Crippled Children (SRCC)-which is building a super speciality children's hospital in Mumbai.

In recognition of Ramadorai's commitment and dedication to the IT industry he was awarded the Padma Bhushan (India's third highest civilian honour) in January 2006. In April 2009, he was awarded the CBE (Commander of the Order of the British Empire) by

Her Majesty Queen Elizabeth II for his contribution to the Indo-British economic relations. In 2016, he was also awarded The Economic Times - Lifetime Achievement Award for his glorious contribution to Tata Consultancy Services.

His academic credentials include a Bachelor's degree in Physics from Delhi University (India), a Bachelor of Engineering degree in Electronics and Telecommunications from the Indian Institute of Science, Bangalore (India) and a Masters degree in Computer Science from the University of California - UCLA (USA). In 1993, Ramadorai attended the Sloan School of Management's highly acclaimed Senior Executive Development Program.

Ramadorai is a well-recognized global leader and technocrat who has participated in the Indian IT journey from a mere idea in 1960's to a mature industry today. Ramadorai captured this exciting journey in a wonderfully personalized book titled 'The TCS Story... and beyond' which was published in 2011 and remained on top of the charts for several months.

Among his many interests, Ramadorai is also passionate about photography and Indian classical music.

Other Directorships:

Public Companies: Hindustan Unilever Limited, Piramal Enterprises Limited, Asian Paints Limited, Tata Advanced Systems Limited, Tata Lockheed Martin Aero structures Limited, Tata Sikorsky Aerospace Limited, Tata Boeing Aerospace Limited and Air Asia (India) Limited.

Private Companies: DSP BlackRock Investment Managers Pvt. Ltd.

Non-Profit making Companies/other entities: Breach Candy Hospital Trust, Vision Foundation of India, Tata Institute of social Sciences, Anwesha Trust, Tata Strive (Tata Community Initiatives Trust), Council on Energy, Environment and Water Society for the Rehabilitation of Crippled Children, Childline India Foundation, Advisory Group for the HSBC Skills for Life Club of Rome, India Chapter Computer Society of India, Confederation Indian Industry, Sahapedia, Indo American Chamber of Commerce, National Council of Applied Economic Research's Skills Advisory Council, TAG of the Government of Telanagana, Council of the Management of National Institute of Advanced Studies, Bengaluru, I Hear Foundation, Axis Bank Foundation, Conservation Wildlands Trust, IIIT Guwahati, IIIT Myanmar, MIT Sloan European Middle Eastern, South Asian Afriacn Executive Board, Harvard Business School India Advisory Board, Indian National Academy of Engineering, NASSCOM, The Institute of Electrical and Electronics Engineers, Junoon Theatre Foundation and Junoon Theatres Innovators Private Limited, The Nature Conservancy, British Asian Trust Indian Advisory Council, Consulate of Uruguay, Doha Bank.

Memberships and Chairmanships of Audit Committee in other Public Companies: Hindustan Unilever Limited.

Mr Ramadorai held 132,000 equity shares of the Company as on March 31, 2017 constituting 0.31% of the paid-up capital of the Company. No new stock options were granted to and exercised by him during the year ended March 31, 2017.

Warren Harris, 54, has been with Tata Technologies and its predecessor companies for more than 25 years. His roles have evolved from engineer to a number of technical management positions worldwide.

In 1998, Mr Harris was named CEO of INCAT (acquired by Tata Technologies) and served on its Board of Directors. He managed a worldwide expansion initiative, overseeing a merger that established the Company as a major force in the U.S. In 2003, he launched a joint venture in Japan that became the foundation of Tata Technologies' expansion in the Asia-Pacific region. Mr. Harris also led the 2013 acquisition of Cambric Corporation, which solidified Tata Technologies' position in the industrial machinery engineering services market as well as added an Eastern European delivery center to the Company's growing global footprint.

Mr Harris is a recognized authority on global manufacturing. His expertise has been leveraged by media organizations such as The Economist, BusinessWeek, Business Standard, Economic Times, Times of India, Crain's Detroit Business, Automotive News, The Detroit Free Press, Gannett News Service and Automotive Engineering International among others. He also has contributed his insights to the book, "Globality - Competing with everyone from everywhere for everything."

In addition, he has presented to the National Academy of Sciences, Cambridge University, and The Center for Automotive Research, the Society of Automotive Engineers; as well as at international forums hosted by Frost & Sullivan, McKinsey & Company and The Economist.

Mr. Harris holds a Bachelor of Engineering Degree (Honors), earned in 1986 from the University of Wales Institute of Science and Technology. He is a member of the Institute of Mechanical Engineers and is a Chartered Engineer. In October 2011, Mr. Harris graduated from the Harvard Business School Advanced Management Program. In 2013, Mr. Harris was appointed to the Board of Overseers of the Malcom Baldrige National Quality Award. Mr. Harris is Chairman of the North America Tata Network Forum, a platform for dialogue between the leaders of Tata Group's North American businesses.

Mr. Harris held 4,00,000 equity shares of the Company through Barclays Wealth Trustees (Guernsey) Limited now known as Zedra Trust Company (Guernsey) Limited.

Other Directorships:

Public Companies: Nil

Foreign Companies: Tata Technologies Europe Limited, INCAT International Plc., Tata Technologies Inc., Tata Technologies de Mexico SA de SV, Cambric Limited, Cambric GmbH, Cambric UK Limited, Midwest Managed Services.

Praveen Kadle, 60, is the founding Managing Director and CEO of Tata Capital, a leading non-banking finance Company ("NBFC"), and a member of its Board of Directors. Tata Capital, founded in 2007, is Tata's foray into the financial services space covering products and services ranging from retail and commercial lending, distribution and broking and wealth management to investment banking and private equity. A subsidiary of Tata Sons Limited, the Company has an asset book of over USD 6.5 Bn and Private Equity Asset under management aggregating to USD 1 Bn.

Mr Kadle has held various leadership positions at the Tata Group in the last 25 years. Prior to Tata Capital, he played a key role at Tata Motors as the Executive Director Finance & Corporate Affairs, through a challenging phase as it transitioned from an Indian commercial vehicle manufacturer to a global auto maker. During his tenure at Tata Motors (1996-2007), Mr Kadle was a part of the senior leadership team that managed cross-border acquisitions like Daewoo Truck Company of South Korea, Incat Technologies and Jaguar-Land Rover, both from UK. Mr. Kadle was also instrumental in setting up and guiding the operations of Tata Technologies and TELCON (a Tata Motors - Hitachi JV) which have become market leaders in the engineering design space and the construction equipment business respectively in India. Prior to Tata Motors, Mr. Kadle was the Chief Financial Officer of Tata's Joint Venture with IBM in India.

Mr Kadle is a Board member on various Tata and non-Tata companies. He contributes to many industry and economic bodies, both domestic and international, including a position on the Advisory Board of Japan's Institute for Indian Economic Studies (IIES). Additionally, he is also actively involved with various Public Charitable institutions, notably as the Board Member and Honorary Treasurer of Child Rights and You (CRY).

Mr. Kadle was awarded the prestigious 'Indian Business Leader of the Year 2015' by Horasis - The Global Visions Community, an independent international organization. He is the recipient of many awards, including 'Best Performing CFO in the Auto & Auto Ancillaries sector for 2006' in India by CNBC-TV18; 'Best CFO of the year 2005' in India by Business Today; 'CFO of the year 2004' by IMA. He was also inducted as a Founding member to the CFO Hall of Fame in India.

Mr. Kadle is an Honours graduate in Commerce and Accountancy from the University of Mumbai and is a member of the Institute of Chartered Accountants of India, Cost and Works Accountants of India and Company Secretaries of India.

Outside of his professional interests, he is a classical music aficionado, an ardent cricket enthusiast and an avid supporter of art and culture.

OTHER DIRECTORSHIPS:

Public Companies: Tata Capital Limited, Tata Capital Financial Services Limited, Tata Capital Housing Finance Limited, Tata Securities Limited, Tata Autocomp Systems Limited, International Paper APPM Limited, Tata Cleantech Capital Limited, Tata Water Oil Co. (India) Limited and Tata Business Support Services Limited.

Private Companies: International Asset Reconstruction Company Private Limited.

Limited Liability Partnerships: Designated partner at Shivakrtih Realtors LLP.

Foreign Companies: INCAT International Plc, UK, Tata Technologies Inc. USA, Tata Technologies Pte Limited, Singapore, Tata Capital Pte Limited, Singapore, Tata Capital Markets Pte. Limited, Singapore, Tata Capital Advisors Pte Limited, Singapore, Tata Technologies Europe Limited, UK, Tata Capital Plc., UK. and TitanX Holding AB.

Memberships of Audit Committee in other Public Companies: International Paper APPM Limited.

Mr Kadle held 139,200 equity shares of the Company as on March 31, 2017, constituting 0.32% of the paid-up capital of the Company. No new stock options were granted to and exercised by him during the year ended March 31, 2017.

Ramakrishnan Chandrasekaran, 62, now Group Chief Financial Officer at Tata Motors Limited, joined Tata Motors Limited in 1980 and has managed several responsibilities, including in the areas of Accounts, Corporate Treasury and Management Reporting. Following a two-year company-wide IT project responsibility covering R&D, Manufacturing, Sourcing and Sales & Service, he joined the Tata Group Chairman's Office for more than 7 years before being appointed as the Chief Financial Officer of Tata Motors Limited. As the Chief Financial Officer of Tata Motors Limited, he is responsible for Finance, Accounts, Taxation, Business Planning, Investor Relations, Treasury and I.T. He holds a Bachelor's degree in Commerce and is a Chartered Accountant and a Cost Accountant.

He was awarded the Indian Industries Best CFO Award on CNBC TV18 CFO awards held in October 2010 and was also conferred with the CFO of the year for India award, by Asset Triple A Transaction Banking Awards 2011.

The Institute of Chartered Accountants of India (ICAI) has conferred Mr. C. Ramakrishnan with the prestigious Business Achiever Award 2011, in the industry category. This award is the highest honour from the Institute to Chartered Accountants for contributions and achievements beyond Finance in business strategy and growth.

In April 2012, he was conferred with the Business Today - Yes Bank India's Best CFO of the year 2011-12 and was also presented with the Best Transformation Agent Award in the large companies' category.

On September 6, 2013, he was appointed on the Academic Advisory Committee of Birla Institute of Management Technology.

Other Directorships:

Public Companies: Tata Motors Finance Limited and Tata Motors Finance Solutions Limited.

Private Companies: Tata Cummins Private Limited.

Foreign Companies: TML Holdings Pte Limited, Singapore, Tata Motors (Thailand) Limited, Thailand, Tata Daewoo Commercial Vehicle Company Limited, South Korea, Tata Motors (SA) (Proprietary) Limited, South Africa and Jaguar Land Rover Automotive PLC, U.K.

Memberships and Chairmanships of Audit Committee in other Public and or Private Companies: Tata Cummins Private Limited, Tata Motors Finance Limited, Jaguar Land rover Automotive Plc. U.K, Tata Motors Finance Solutions Limited.

Mr Ramakrishnan held 44,200 equity shares of the Company as on March 31, 2017, constituting 0.10% of the paid-up capital of the Company. No new stock options were granted to and exercised by him during the year ended March 31, 2017.

Falguni Nayar, 54, spent over 19 years with Kotak Mahindra Bank with the last 6 years as Managing Director and CEO of Kotak Investment Bank. She is currently the founder and CEO of Nykaa.com, a premier online beauty and wellness retailer. With over 400 brands and 45,000 products, Nykaa.com offers a comprehensive selection of makeup, skincare, hair care, fragrances, bath and body and luxury products. Nykaa is committed to helping contemporary Indian women and men make beauty and wellness choices best suited to their needs and stage of life, whether it is products, advice, content, tools and services. Nykaa.com has sold 2 million products to date, with over 5 million visitors to the site every month.

Falguni has received many accolades through her career including the FICCI Ladies Organization (FLO) award for top woman achiever in the field of Banking in 2008 and Business Today award recognizing her as top 25 women in Business in 2009 and 2011. Prior to joining the Kotak Mahindra Bank, Falguni worked as a consultant with A. F. Ferguson & Co.

She holds a Master's degree in Management from the Indian Institute of Management, Ahmedabad, where she majored in Finance. She graduated with a Bachelor of Commerce degree from Sydenham College of Commerce and Economics.

Other Directorships:

Public Companies: Endurance Technologies Limited, Tata Motors Limited, ACC Limited, Dabur India Limited, Aviva life Insurance Company India Limited, Kotak Securities Limited and Tata Marcopolo Motors Limited and L & T Infrastructure Finance Company Limited.

Private Companies: Heritage View Developers Private Limited, FSN E-Commerce Ventures Private Limited, Valleyview Probuild Private Limited, Sea View Probuild Private Limited, Sealink View Probuild Private Limited, Golf Land Developers Private Limited, FSN Brands Marketing Private Limited and Nykaa E-Retail Private Limited.

Memberships and Chairmanships of Audit Committee in other Public Companies: Aviva Life Insurance Company India Limited, Tata Motors Limited Tata Marcopolo Motors Limited and Kotak Securities Limited.

Ms Nayar do not hold any equity shares of the Company as on March 31, 2017. No new stock options were granted to and exercised by her during the year ended March 31, 2017.

Rakesh Makhija, 65, is a chemical engineer from the Indian Institute of Technology, New Delhi. During his career spanning over four decades, he has been an active participant and contributor to the industrial and technology sectors, both internationally and in India.

Rakesh has held a number of top management positions within the SKF Group. He was the President for the Industrial Market (Strategic Industries) and a member of the Group Executive Committee, a position that he held till December 2014 in Sweden. Prior to this, he was President of SKF Asia, based in Shanghai, with overall responsibility for China and India. He started in this position in 2010 when he also became a member of SKF Group Management. He was the Managing Director of SKF India from 2002 till 2009. Under his leadership, SKF India more than tripled its sales and was recognized through numerous industry awards for market leadership, amongst them the prestigious 'CNBC Business Leader Award for Talent Management' in 2007.

Prior to joining SKF, Rakesh held a number of senior management positions within Tata Honeywell and Honeywell International, the global Industrial and Aerospace company. He was appointed as the Chief Executive Officer and Managing Director of Tata Honeywell in June 1997. In April 2000, he was appointed Country Manager and Managing Director of Honeywell International, with responsibilities for driving the company's growth in South Asia.

Prior to Honeywell, Rakesh worked with Kinetics Technology International BV (now Technip), a process engineering and contracting company in the Netherlands for over eight years.

Other Directorships:

Public Companies: Tata Marcopolo Motors Limited, A. TREDS Limited, SKF India Limited, TML Drivelines Limited, Axis Bank Limited, Trelanoak Limited and Elecon Engineering Company Limited.

Memberships and Chairmanships of Audit Committee in other Public Companies: TML Drivelines Limited, SKF India Limited, Axis Bank Limited and A. TREDS Limited.

Mr Makhija do not hold any equity shares of the Company as on March 31, 2017. No new stock options were granted to and exercised by him during the year ended March 31, 2017.

3. AUDIT COMMITTEE

The Audit Committee comprises three Non-Executive Directors including Independent Directors and all of whom are financially literate and have the ability to read and understand the financial statements. The Audit Committee met Eight (8) times during the year 2016-17, on May 06, 2016, May 13, 2016, July 07, 2016, July 28, 2016, November 08, 2016, November 22, 2016, January 25, 2017 and March 10, 2017. Members of the Audit Committee and the number of meetings attended by each Member for the financial year 2016-17 are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Falguni Nayar	Non-Executive Chairperson	8	7
Rakesh Makhija	Non-Executive Independent Director	8	8
Praveen Kadle	Non-Executive Director	8	7

The representatives of Internal Auditors, M/s Ernst & Young LLP attended seven meetings, whereas representatives of Statutory Auditors of the Company, M/s Deloitte Haskins & Sells LLP attended eight meetings.

Chief Financial Officer of the Company attended all the meetings. The Chief Internal Auditor of Tata Motors Ltd attended all the meetings personally or through representative.

The Company Secretary acts as the Secretary to the Committee Meetings. The quorum of the meetings is either two members or one third of the members of the Committee, whichever is higher.

An Audit Committee Charter has formally been adopted for the Audit Committee outlining its responsibilities in detail. The role of the Audit Committee includes in brief the following:

- To review financial statements before submission to the Board
- To review reports of the Internal Auditor and recommend to the Board
- To decide on the scope of the Internal Auditors work including the examination of major items of expenditure
- To meet Statutory and Internal Auditors periodically and discuss their findings, suggestions and other related matters
- To review the weaknesses in internal control system, if any, reported by the Internal and Statutory Auditors and report to the Board the recommendations relating thereto
- To act as a link between the Statutory and Internal Auditors and the Board of Directors
- To recommend a change in the Auditors if in the opinion of the Committee the Auditors have failed to discharge their duties adequately
- To establish and review accounting policies
- To ensure resources are conserved and tendencies for extravagance are avoided
- To review the Company's arrangements for Vigil Mechanism
- To discuss with the management, the Company's policies with respect to risk assessment and risk management including Company's major financial risk exposures
- To review the statement of significant related party transactions submitted by the management including review of 'significant' criteria/thresholds decided by the management

NON-EXECUTIVE DIRECTORS' REMUNERATION:

To acknowledge the contribution of the Non-Executive Directors towards the growth of the organization, the Company revised the payment of sitting fees from ₹ 15,000/- per meeting to ₹ 35,000/- per Board meeting and ₹ 25,000/- per Committee meeting with effect from the Board meeting held on November 10, 2016. The details of the sitting fees paid to the Non-Executive Directors is as under.

Name	Amount in ₹
S Ramadorai	2,50,000
Praveen Kadle	2,90,000
C Ramakrishnan	2,05,000
Falguni Nayar	4,30,000
Rakesh Makhija	4,35,000
Total	**16,10,000**

Only sitting fees have been paid to the Non-Executive Directors during the year. Commission for FY 2016-17 will be paid to the Non-Executive Directors subject to approval of the resolution set forth in the Item No 6 of the Notice by the members.

4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee met Five (5) times during the financial year 2016-17, on May 13, 2016, June 29, 2016, August 24, 2016, November 10, 2016 and January 25, 2017. Members of the Nomination and Remuneration Committee and number of meetings attended by each member in the financial year 2016-17 are as follows:

Name	Designation	No. of Meetings	
		Held	Participated
Rakesh Makhija	Non-Executive Chairman	5	5
Falguni Nayar	Non-Executive Director	5	4
S Ramadorai	Non-Executive Director	5	5
C Ramakrishnan	Non-Executive Director	5	4

Powers of the Nomination and Remuneration Committee as per the adopted charter :

1) Identify persons qualified to become directors and who may be appointed in the senior management of the Company and recommend to the Board their appointment and removal

2) While recommending appointment of Executive Directors, consider a balance between functional and business unit representation

3) While recommending the appointment of Independent Directors, consider the manner in which the function and domain expertise of the individual contributes to the overall skill-domain mix of the Board. Independent Directors ideally should be thought/practice leaders in their respective functions/domains

4) Carry out evaluation of every directors' performance

5) Formulate the criteria for determining qualifications, positive attributes, independence of a director and recommend to the Board a policy, relating to the remuneration for directors, key managerial persons and other employees

6) Deciding upon the remuneration of the managing director of the Company

7) Supervising and administering the Employee Stock Option Plan and ensuring that suitable policies and systems are in place to comply with the guidelines issued by the Securities and Exchange Board of India or any other appropriate authority in connection with the said Scheme

8) Support the Board to carry out the periodic review of the various Board Committees

9) To ensure an effective familiarization program for new Directors

10) To support Directors as may be required, to continually update their skills and knowledge and their familiarity with the Company and its business

11) While formulating the Policy, the Committee should ensure that:

 i) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

 ii) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

iii) Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

12) Apart from the above, the Committee have the following powers and responsibilities:

a) To finalize and approve the Letter of Offer and/or such other documents for private placement of shares to employees of Company's subsidiaries

b) To determine which employees of the Subsidiaries will be permitted to participate in the said offer

c) To determine the allotment of shares and to allot shares under the said offer

d) Obtain and determine an annual valuation of the shares from an independent accounting firm and

e) To take all such actions or determine such matters as may be necessary from time to time in relation the said offer of shares and to give effect to such offer

13) To recommend to the Audit Committee appointment of Ethics Counselor of the Company and a member from the Non-Governmental Organization on the "Internal Complaints Committee" of the Company.

The quorum of the meetings is either two members or one third of the members of the Committee, whichever is higher.

5. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee met two (2) times during the year 2016-17, on July 07, 2016 and November 22, 2016. Members of the Corporate Social Responsibility Committee and number of meetings attended by each Director for the financial year 2016-17 are as follows:

Name	Designation	No. of Meetings	
		Held	Participated
Praveen Kadle	Non-Executive Chairman	2	2
Falguni Nayar	Non-Executive Independent Director	2	2
Mr Warren Harris	CEO & Managing Director	2	2

6. STAKEHOLDER RELATIONSHIP COMMITTEE

The Committee has the overall responsibility to consider and resolve the grievances of security holders of the Company. Mr C Ramakrishnan and Mr Warren Harris are the members of the Committee. Roles and responsibility of the Committee are as under:

1) Supervise and ensure efficient share transfers, share transmissions and share transpositions, to approve the issue duplicate share certificates to the shareholders holding the shares in physical form

2) Address shareholder complaints non-receipt of notice, annual report, non-receipt of dividend etc.

3) Review of service standards and investor service initiatives undertaken by the Company

4) Address all matters relating to Registrar and Transfer Agent including appointment of the new Registrar and Transfer Agent in place of the existing one

5) Consider the matters pertaining to Depositories for dematerialization of shares of the Company and other matters related thereto entrusted by the Board from time to time.

7. SUBSIDIARY/JOINT VENTURE COMPANIES

The Company as on March 31, 2017 had 13 subsidiaries and 1 Joint venture. The details are mentioned elsewhere in the Annual Report. The minutes and resolutions of all the subsidiaries are periodically placed before the Board of Directors of the Company as a good Corporate Governance practice. The attention of the Board is drawn to all significant transactions and arrangements entered into by the subsidiary companies. The following Board/Shareholders meetings of subsidiary companies held and circular resolution passed during the year:

The updates of major decisions of the subsidiary companies and Joint Venture are regularly presented before the Board. Following are the key points of subsidiaries which are regularly taken up in the Board meetings:

- Nomination of Directors on Board of each subsidiary
- Minutes of all the meeting of subsidiaries held between two Board meetings
- Major dealings of subsidiaries' investment, fixed assets, loans etc.
- Compliance by subsidiaries with applicable laws of the country; and
- Business plan of each subsidiary and its periodic update to the Company's Board

Name of the Subsidiary Company	Tata Technologies Pte Ltd, Singapore	Tata Technologies (Thailand) Ltd, Thailand	Tata Technologies Europe Ltd, UK	INCAT International Plc., UK	INCAT GmbH, Germany	Tata Technologies Inc., USA
Dates of Board meetings held during the year/ circular resolution	April 29, 2016 June 01, 2016 Sept 14, 2016 October 19, 2016 November 14, 2016 March 03, 2017	May 03, 2016, Sept 19, 2016 Dec 21, 2016	April 21, 2016 June 07, 2016 November 02, 2016 November 15, 2016 December 22, 2016 February 13, 2017	April 29, 2016, June 07, 2016, November 15, 2016	Not held	July 07, 2016, June 25, 2016 Sept 23, 2016 October 03, 2016 November 16, 2016
Dates of shareholders meetings/ circular resolutions	June 07, 2016	June 01, 2016	Not held	Not held	Not held	October 03, 2016

Name of the Subsidiary Company	Tata Technologies (Canada) Inc., Canada	Tata Technologies de Mexico SA de CV, Mexico	Cambric GmbH	Tata Technologies SRL, Romania	Cambric Manufacturing Technologies (Shanghai) Co. Ltd, China
Dates of Board meetings held/ circular resolutions passed during the year	Not held	August 29, 2016	Not held	Not held	Not held
Dates of shareholder meetings/ circular resolutions	August 30, 2016 December 08, 2016	August 29, 2016	October 03, 2016	Not held	Not held

Name of the Subsidiary Company	Cambric Limited, Bahamas	Cambric UK Limited	Midwest Managed Services Inc., USA	Tata HAL Technologies Limited (JV)
Dates of Board meetings held/ circular resolutions passed during the year	Aug 12, 2016	January 20, 2017	Not held	July 20, 2016 November 03, 2016 February 21, 2017
Dates of shareholder meetings/ circular resolutions	Not held	Not held	November 03, 2016	July 20, 2016

8. **GENERAL BODY MEETINGS**

The details of the General Meetings held in the last three years are as follows:

Financial year	AGM/EGM	Venue	Time	Date
2015-16	22nd AGM	25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune -411057	3.30 p.m.	June 29, 2016
2014-15	21st AGM	25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune -411057	3.00 p.m.	June 26, 2015
2014-15	EGM	25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune -411057	11.00 a.m.	December 06, 2014
2013-14	20th AGM	25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune -411057	11.30 a.m.	June 28, 2014

The details of Special Resolutions passed in the General Meetings in the last three years are as follows:

AGM/EGM	Date	Special Resolutions
AGM	June 26, 2015	Appointment of Ms Falguni Nayar as a Non-Executive Independent Director
AGM	June 28, 2014	i. Borrowings ii. Grant of Loan to Tata Technologies Limited Employees Stock Option Trust
EGM	December 06, 2014	Appointment of Mr Warren Harris as the Chief Executive Officer and Managing Director of the Company

Attendance of the Directors at the last AGM held on June 29, 2016:

Name of the Director	Attendance at the last AGM
S Ramadorai	Yes
Praveen Kadle	Yes
C Ramakrishnan	No
Falguni Nayar	Yes
Rakesh Makhija	No
Warren Harris	Yes

9. DISCLOSURES

9.1 Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the Directors or Management or their relatives, etc. that may have potential conflict with the interests of the Company at large:

The particulars of transactions between the Company and the 'Related Parties' are mentioned at Note 25 (vi) b Related Party Disclosures for the year ended March 31, 2017 of Notes to Accounts mentioned elsewhere in the Annual Report. None of these transactions are likely to have any conflict with the Company's interest.

9.2 Details of the non-compliance by the Company, penalties or strictures imposed on the Company by any statutory authority on any matter related to the capital markets during the past three years - NIL.

9.3 The Certification by the Managing Director (CEO) and Chief Financial Officer (CFO), to the Board, on the true and fair view of the Financial Statements for the year ended March 31, 2017 is annexed hereto.

10. GENERAL SHAREHOLDER INFORMATION

10.1 Registrar and Share Transfer Agents: Investors are requested to take note of the contact details of the Registrars and Share Transfer Agents of the Company, M/s TSR Darashaw Ltd:

TSR Darashaw Ltd
6-10 Haji Moosa Patrawala Industrial Estate,
20, Dr. E. Moses Road, Mahalaxmi, Mumbai- 400011
Tel: +91 22 66568484
Fax: +91 22 66568494
Email: csg-unit@tsrdarashaw.com
Website: www.tsrdarashaw.com

10.2 Share Transfer System: The share transfers received for transferring physical share certificates are processed by the Registrar and Transfer Agents of the Company. The Board ratifies and approves such transfers on a periodical basis.

10.3 Dematerialization of Shares: The Company has dematerialized its Equity Shares with CDSL and NSDL and the Company's ISIN is INE142M01017. The share transfers of dematerialized shares can be made through your Depository Participant.

10.4 Investors Complaints: A total of 384 investor complaints/queries were received during the year 2016-17. 0 correspondences were outstanding on March 31, 2017. The number of investors' Complaints/Communication has been reduced by more than 50% since last year.

10.5 Transfer of unclaimed / unpaid dividends to Investor Education and Protection Fund: Pursuant to the provisions of Section 205A and 205C of the Companies Act, 1956, (Section 124 under Companies Act, 2013 is not yet notified) the dividend which remains unclaimed/unpaid for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government

Unclaimed Dividend	Status	Whether it can be claimed	Can be claimed from
Up to financial Years 2009-10	Transferred to IEPF of the Central Government	No	Not Applicable
For the Financial Years 2010-11	Lying in respective Unpaid and thereafter Dividend Accounts	Yes	The Company's R&T Agent TSR Darashaw Limited, address of which is provided above.

The due dates for transfer to IEPF of the dividend remaining unclaimed since 2008-09 are provided hereunder:

Date of dividend declaration	Last date for claiming payment from TSR Darashaw Ltd
21/07/2010	20/07/2017
21/01/2011	20/01/2018
27/07/2011	26/07/2018
17/08/2011	16/08/2018
31/10/2011	30/10/2018
23/01/2012	22/01/2019
22/06/2012	21/06/2019
18/07/2012	17/07/2019
26/10/2012	25/10/2019
05/02/2013	04/02/2020
25/06/2013	24/06/2020
22/07/2013	21/07/2020
28/10/2013	27/10/2020
27/01/2014	26/01/2021
28/06/2014	27/06/2021
30/07/2014	29/07/2021
30/01/2015	29/01/2022

10.6 Shareholding Pattern as on March 31, 2017:

Category	No. of Shareholders	No. of Shares	% of the Paid-up Capital
Tata Motors Limited	1	30,300,600	70.42
Other Tata Entities	5	7,469,748	17.36
Directors	3	315,400	0.73
Employees/Associates/Others	2,061	4,945,578	11.49
Total	**2,070**	**43,031,326**	**100.00**

10.7 Distribution of Shareholding as on March 31, 2017:

Range of Shares	Shareholders		Share	
	Number	%	Number	%
1 - 100	456	22.02	25,725	0.05
101 - 500	807	38.99	218,744	0.51
501 - 1000	420	20.29	316,763	0.74
1001 – 5000	292	14.11	718,250	1.67
5001 – 10000	49	2.37	348,771	0.81
Above 10000	46	2.22	41,403,073	96.22
Total	**2,070**	**100.00**	**43,031,326**	**100.00**

10.8 Dematerialization of Shares as on March 31, 2017: The Company's shares are dematerialized through both the Depositories in India viz. National Securities Depository Ltd (NSDL) and Central Depository Services (India) Ltd (CDSL).

Particulars of shares	Shares of ₹ 10/- each		Shareholders	
	Number	% to total	Number	% to total
Dematerialized form				
NSDL	32,321,686	75.11	655	31.64
CDSL	5,887,677	13.68	273	13.19
Sub-total	38,209,363	88.79	928	44.83
Physical Form	4,821,963	11.21	1,142	55.17
Total	**43,031,326**	**100.00**	**2,070**	**100.00**

10.9 How to manage your shares effectively: The Company's foremost objective is to mitigate / avoid risks relating to shares and related matters, the following are the Company's recommendations to its Members:

i. **Dematerialize your Shares:** Members are requested to convert their physical holdings into electronic holdings. Holding shares in electronic form helps to achieve immediate transfer of shares. No stamp duty is payable on transfer of shares held in electronic form and risks associated with physical certificates such as forged transfers, fake certificates and bad deliveries are avoided.

ii. **Consolidate your Multiple Folios:** Members are requested to consolidate their shareholding held under multiple folios. This facilitates one-stop tracking of all corporate benefits on the shares and would reduce time and efforts required to monitor multiple folios.

iii. **Confidentiality of Security Details:** Folio Nos/DP ID/Client ID should not be disclosed to any unknown persons. Signed blank transfer deeds, delivery instruction slips should not be given to any unknown persons.

iv. **Update your Address and bank details:** To receive all communication and corporate actions promptly, please update your address, bank details, email id etc., with the Company or Share Transfer Agent or DP, as the case may be.

v. **Quote you Folio Number/s:** Always quote your folio number/s for any communication in regard to your shares with the Company or Share Transfer Agents, this will ensure speedy and effective processing.

vi. **Prevention of Frauds:** There is a possibility of fraudulent transactions relating to folios which lie dormant, where the Member is either deceased or has gone abroad. Hence, we urge you to exercise diligence and notify the Company of any change in address, stay abroad or demise of any Member, as and when required.

vii. **Monitor holdings regularly:** Do not leave your demat account unchecked for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified.

10.10 Frequently asked Questions: Members are requested to refer the detailed FAQ on general shareholder queries and Dematerialization given elsewhere in this Report.

ADDRESS FOR CORRESPONDENCE:
The correspondence to be addressed to the Corporate Registered Office at:

Tata Technologies Ltd
Plot No. 25, Rajiv Gandhi Infotech Park,
Hinjawadi, Pune - 411 057, India.
Tel: +91 20 6652 9090
Fax: + 91 20 6652 9035
Email: corporate@tatatechnologies.com
Website: www.tatatechnologies.com

COMPANY SECRETARY
Anubhav Kapoor
General Counsel and Company Secretary
Tata Technologies Ltd.
Plot No. 25, Rajiv Gandhi Infotech Park,
Hinjawadi, Pune - 411 057, India
Tel: + 91 20 6652 9090
Fax: + 91 20 6652 9035
Email: anubhav.kapoor@tatatechnologies.com

ANNUAL DECLARATION BY THE CEO ON ADHERENCE TO THE TATA CODE OF CONDUCT & THE ANTI-BRIBERY POLICY AND GIFT POLICY

I confirm that Tata Technologies Limited has adopted the Tata Code of Conduct and the same is available on the Company's website www.tatatechnologies.com.

I also confirm that, all the Directors and the Senior Management Personnel of Tata Technologies Limited have affirmed compliance to the Tata Code of Conduct, as applicable to them for the Financial Year ended March 31, 2017.

Sd/-
Warren Harris
CEO & Managing Director

Date: May 15, 2017
Place: Mumbai

CEO AND CFO CERTIFICATE

We, Warren Harris, Chief Executive Officer (CEO) and Managing Director, and Saranu Venkateswarlu, Chief Financial Officer (CFO) hereby certify that the financial statements of the Company and its subsidiaries/Joint ventures for the year ended on March 31, 2017 do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading to the best of our knowledge and belief.

Sd/-
Warren Harris
CEO & Managing Director

Sd/-
S Venkat
Chief Financial Officer

Date: May 15, 2017
Place: Mumbai

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF TATA TECHNOLOGIES LIMITED

Report on the Standalone Ind AS Financial Statements
We have audited the accompanying standalone Ind AS financial statements of Tata Technologies Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Ind AS Financial Statements
The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility
Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.

e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements, refer Note 33 to the standalone Ind AS financial statements.

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

   iv. The Company has provided requisite disclosures in the standalone Ind AS financial statements as regards its holding and dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated the 8th November, 2016 of the Ministry of Finance, during the period from 8th November 2016 to 30th December 2016. Based on audit procedures performed and the representations provided to us by the management we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the Management, refer Note 34.3 to the standalone Ind AS financial statements.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

Sunil S Kothari
Partner
(Membership No. 208238)

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Date: May 15, 2017
Place: Mumbai

Report on Internal Financial Controls Over Financial Reporting

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Tata Technologies Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion
In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Sunil S Kothari
Partner
(Membership No. 208238)

Date: May 15, 2017
Place: Mumbai

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) In respect of immovable properties of land and buildings that have been taken on lease and disclosed as fixed asset / other assets in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.

(ii) As explained to us, the inventories (traded) were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification. Further, the Company does not have any inventory as at the reporting date.

(iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act and hence reporting under clause 3(iii) of the Order is not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans, made investments or provided guarantees and hence reporting under clause 3(iv) of the Order is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits under the provisions of section 73 to 76 and any other relevant provisions of the Act and hence reporting under clause 3(v) of the Order is not applicable.

(vi Having regard to the nature of the Company's business / activities, reporting under clause 3(vi) of the Order is not applicable.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues applicable to it to the appropriate authorities. As explained to us, the provisions of Employees State Insurance Act, 1948 is not applicable to the Company for the year ended March 31, 2017.

(b) There were no undisputed amounts payable in respect of Provident Fund, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2017 for a period of more than six months from the date they became payable.

(c) Details of dues of Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, and Value Added Tax which have not been deposited as on March 31, 2017 on account of disputes are given below:

Name of Statue	Nature of Dues	Period to which the amount relates	Forum where Dispute is pending	Amount involved (₹ in crore)	Amount Unpaid (₹ in crore)
Income tax Act, 1961	Income Tax	2006-07	Income Tax Appellate Tribunal	0.28	0.13
Central Sales Tax, 1956	Sales Tax	1997-98	Deputy Commissioner of Sales Tax (Appeals)	0.03	0.03
		1998-99	Deputy Commissioner of Sales Tax (Appeals)	0.50	0.45
		2003-04	Deputy Commissioner of Sales Tax (Appeals)	0.003	0.003
		2004-05	Joint Commissioner of Sales tax (Appeals)	21.28	21.03
Finance Act, 1994 (Service Tax Provisions)	Service tax	2006-08	Commissioner (Appeals)	5.31	5.31

.(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions and banks. The Company has not taken any loans or borrowings from the government and has not issued any debentures.

(ix) In our opinion and according to the information and explanations given to us, money raised by way of term loans have been applied by the Company during the year for the purposes for which they were raised. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments).

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 and 177 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc, as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3(xiv) of the Order is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Act are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Sunil S Kothari
Partner
(Membership No. 208238)

Date: May 15, 2017
Place: Mumbai

Standalone Balance Sheet

(Amount in ₹ Crore)

Particulars	Note No.	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
I. ASSETS				
(1) Non-current Assets				
(a) Property, Plant and Equipment	3	**77.24**	81.51	71.75
(b) Capital work-in-progress		**2.91**	3.44	3.94
(c) Other Intangible assets	4	**59.06**	58.84	44.69
(d) Intangible assets under development		**7.71**	-	3.71
(e) Financial assets:				
(i) Investments in joint venture	5	**-**	5.07	5.07
(ii) Other investments	6	**254.00**	228.91	240.03
(iii) Other Loans and advances	7	**9.36**	8.03	12.48
(f) Income tax assets (net)		**9.08**	35.97	33.18
(g) Deferred tax assets (net)	8	**22.16**	13.53	-
(h) Other non-current assets	9	**7.05**	6.51	6.05
Total Non-current Assets		**448.57**	441.81	420.90
(2) Current Assets				
(a) Inventories (Traded)		**-**	-	0.75
(b) Financial assets:				
(i) Other investments	6	**185.35**	61.99	263.20
(ii) Trade receivables	10	**219.92**	194.38	126.09
(iii) Cash and cash equivalents	11	**96.87**	83.15	77.30
(iv) Other bank balances	12	**2.29**	2.00	1.67
(v) Other Loans and advances	7	**5.59**	3.98	16.85
(vi) Other financial assets	13	**46.00**	198.48	208.70
(c) Current tax assets (net)		**20.55**	-	-
(d) Other current assets	9	**18.47**	11.42	11.01
Total Current Assets		**595.04**	555.40	705.57
Total Assets		**1,043.61**	997.21	1,126.47
II. EQUITY AND LIABILITIES				
(1) Equity				
(a) Equity Share capital	14	**43.03**	43.02	43.02
(b) Other Equity		**709.06**	679.69	844.50
Total Equity		**752.09**	722.71	887.52
Liabilities				
(2) Non-current Liabilities				
(a) Financial liabilities:				
(i) Borrowings	15	**-**	-	-
(ii) Trade payables	16	**0.10**	0.41	0.61
(iii) Other financial liabilities	18	**2.93**	1.94	0.99
(b) Provisions	17	**21.93**	15.31	14.85
(c) Deferred tax liabilities (Net)	8	**-**	-	0.24
Total Non-current Liabilities		**24.96**	17.66	16.69

(Amount in ₹ Crore)

Particulars	Note No.	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(3) Current Liabilities				
(a) Financial liabilities:				
(i) Borrowings	15	**97.28**	99.37	93.75
(ii) Trade payables	16	**134.57**	136.36	114.03
(iii) Other financial liabilities	18	**7.24**	6.62	6.43
(b) Provisions	17	**1.15**	1.56	1.64
(c) Current tax liabilities (net)		**14.04**	3.65	0.14
(d) Other current liabilities	19	**12.28**	9.28	6.27
Total Current Liabilities		**266.56**	256.84	222.26
Total Liabilities		**291.52**	274.50	238.95
Total Equity and Liabilities		**1,043.61**	997.21	1,126.47

Notes forming part of Standalone Financial Statements 1-35

For and on behalf of the Board

In terms of our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Sunil S Kothari
Partner

Date: May 15 , 2017
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

C Ramakrishnan
Director
DIN: 00020076

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

S Venkateswarlu
Chief Financial Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: May 15 , 2017
Place: Mumbai

Standalone Statement of Profit and Loss

(Amount in ₹ Crore)

Particulars	Note No.	For the year ended March 31, 2017	For the year ended March 31, 2016
I. Revenue from operations	20	**1,112.08**	1,082.31
II. Other income	21	**25.23**	24.68
III. Total Income (I + II)		**1,137.31**	1,106.99
IV. Expenses :			
(a) Cost of traded products		**114.50**	133.22
(b) Consultancy fees, softwares and others	22	**63.17**	56.45
(c) Employee benefits expense	23	**515.91**	495.72
(d) Finance costs	24	**0.99**	1.07
(e) Depreciation and amortisation expense	3 & 4	**51.40**	47.69
(f) Other expenses	25	**116.83**	104.83
Total expenses (IV)		**862.80**	838.98
V. Profit before exceptional items and tax (III-IV)		**274.51**	268.01
VI. Exceptional Items			
-Retrospective statutory benefits expense	34.4 (a)	**5.55**	-
-Provision for Impairment in Investment in Joint Venture	34.4 (b), 5 (i)	**5.07**	-
VII. Profit before tax (V-VI)		**263.89**	268.01
VIII. Tax Expense :			
(a) Current tax		**57.34**	56.58
(b) Deferred tax		**(6.88)**	(13.13)
	8	**50.46**	43.45
IX Profit after Tax (VII-VIII)		**213.43**	224.56
X. Other comprehensive income:			
(i) Items that will not be reclassified to profit and loss:			
Remeasurement gains and (losses) on defined benefit obligations (net)	29	**(5.06)**	(1.83)
(ii) Income tax relating to items that will not be reclassified to profit and loss	8	**1.75**	0.64
(iii) Exchange differences on translation of foreign operations of a branch		**(0.09)**	-
XI. Other comprehensive income for the year		**(3.40)**	(1.19)
XII. Total comprehensive income for the year (IX+XI)		**210.03**	223.37
XIII. Earnings Per Equity Share : (Refer Note 28)			
(a) Basic (in ₹)		**49.60**	52.19
(b) Diluted (in ₹)		**49.58**	52.16

Notes forming part of Standalone Financial Statements 1-35

For and on behalf of the Board

In terms of our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Sunil S Kothari
Partner

Date: May 15 , 2017
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

C Ramakrishnan
Director
DIN: 00020076

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

S Venkateswarlu
Chief Financial Officer

Anubhav Kapoor
General Counsel & Company Secretary

Date: May 15 , 2017
Place: Mumbai

Standalone Cash Flow Statement

(Amount in ₹ Crore)

Particulars	For the year ended	
	March 31, 2017	March 31, 2016
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit after taxation	**213.43**	224.56
Depreciation and amortisation	**51.40**	47.69
Disallowance of TDS abroad	**0.27**	0.30
Provision for income tax	**57.34**	56.58
Provision for deferred tax	**(6.88)**	(13.13)
Dividend income on investments	**(1.41)**	(3.23)
(Profit)/Loss on sale of investments (net)	**(5.12)**	(2.68)
(Profit)/Loss on sale of tangible and intangible fixed assets	**(0.28)**	(0.01)
Interest income	**(17.51)**	(14.02)
Finance costs	**0.99**	1.07
Unrealised exchange loss / (gain)	**(1.89)**	(0.67)
Effect of exchange differences on translation of foreign currency cash & cash equivalent	**1.12**	(2.47)
Allowance for doubtful debts (Net)	**(0.02)**	1.75
Change in fair value of investments	**3.28**	(0.99)
Provision for Impairment in Investment in Joint Venture	**5.07**	-
Operating profit before working capital changes	**299.79**	294.75
Adjustments for (Increase) / Decrease in operating assets and liabilities		
Trade receivables	**(27.82)**	(69.88)
Inventories	**-**	0.75
Other current assets	**(7.05)**	(0.43)
Other financial assets	**(0.49)**	(33.27)
Short term loans and advances	**(1.32)**	12.87
Long term loans and advances	**(0.46)**	(0.57)
Other Non current Assets	**(0.54)**	(0.45)
Trade payables	**0.75**	14.36
Other financial liabilities	**1.37**	1.02
Other current liabilities	**2.48**	3.01
Income received in advance	**0.51**	-
Short term provision	**(0.41)**	(0.08)
Long term provision	**1.56**	(1.37)
CASH (USED IN) / GENERATED FROM OPERATIONS	**268.37**	220.71
Income taxes paid (net)	**(40.88)**	(56.17)
NET CASH FLOW (USED IN)/GENERATED FROM OPERATING ACTIVITIES	**227.49**	164.54
B. CASH FLOW FROM INVESTING ACTIVITIES		
Dividend received	**0.42**	0.83
Income from sale of investments	**5.12**	2.68
Other Bank Balances	**(0.29)**	(0.33)
Interest received on bank deposit and others	**5.89**	2.46
Inter corporate deposits placed	**(1,104.00)**	(1,198.80)
Inter corporate deposits refunded	**1,257.00**	1,242.30
Loans to others	**(0.87)**	5.02
Interest received from inter corporate deposits / bonds	**11.31**	11.28
Purchase of mutual funds	**(210.35)**	(169.90)
Sale of mutual funds	**59.65**	385.70
Proceeds from sale of tangible and intangible fixed assets	**0.31**	0.07
Payment for purchase of tangible and intangible fixed assets	**(57.15)**	(59.70)
NET CASH FLOW (USED IN)/GENERATED FROM INVESTING ACTIVITIES	**(32.96)**	221.61

(Amount in ₹ Crore)

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
C. CASH FLOW FROM FINANCING ACTIVITIES		
Share application money received pending allotment	**0.40**	0.19
Proceeds from issue of shares including Securities premium	**0.22**	-
Interest paid	**(1.04)**	(1.03)
Dividends paid (including Dividend Tax)	**(180.98)**	(388.06)
Proceeds from short term borrowings	**202.74**	199.36
Repayment of short term borrowings	**(200.94)**	(193.18)
Repayment of long term borrowings	**-**	(0.05)
NET CASH FLOW (USED IN)/GENERATED FROM FINANCING ACTIVITIES	**(179.60)**	(382.77)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS	**14.93**	3.38
Cash & Bank balances at the close of the year (Refer Note 11) #	**96.87**	83.15
Cash & Bank balances at the beginning of the year (Refer Note 11) #	**83.15**	77.30
Less: Effect of exchange rate changes on cash and cash equivalents	**1.12**	(2.47)
Add: Translation adjustment on reserves of foreign branch	**(0.09)**	-
	14.93	3.38
# Cash & Bank balances comprise :		
a) Cash and Cash Equivalents		
Cash on hand	**0.01**	0.02
Cheques, drafts on hand / funds in transit	**3.54**	1.32
Current account with banks	**60.57**	81.81
Bank deposits less than 3 months maturity	**32.75**	-
	96.87	83.15

Notes forming part of Standalone Financial Statements 1-35

For and on behalf of the Board

In terms of our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Sunil S Kothari
Partner

Date: May 15 , 2017
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

C Ramakrishnan
Director
DIN: 00020076

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

S Venkateswarlu
Chief Financial
Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: May 15 , 2017
Place: Mumbai

Notes forming part of the Standalone Financial Statements

Statement of changes in equity

(Amount in ₹ Crore)

Other Equity	Share application money pending allotment	Reserves and Surplus				Items of other comprehensive income		Total equity
		Securities Premium Reserve (Refer Note (i))	Securities Premium identified seperately for consolidation adjustment (Refer Note (i))	General reserve	Retained earnings	Foreign Currency Translation Reserve	OCI on Unamortised actuarial gain/losses	
Balance as at April 1, 2014	-	350.50	23.16	90.65	253.39	-	-	717.70
Capital reduction	-	0.01	-	-	-	-	-	0.01
Income for the year	-	-	-	-	202.94	-	-	202.94
Total comprehensive income/(loss) for the year	-	350.51	23.16	90.65	456.33	-	-	920.65
Dividend paid (including dividend tax)	-	-	-	-	(76.15)	-	-	(76.15)
Transfer to general reserve	-	-	-	21.00	(21.00)	-	-	-
Balance as at March 31, 2015	-	350.51	23.16	111.65	359.18	-	-	844.50
Balance as at April 1, 2015	-	350.51	23.16	111.65	359.18	-	-	844.50
Capital reduction	-	0.01	-	-	-	-	-	0.01
Income for the year	-	-	-	-	224.56	-	-	224.56
Other comprehensive income /(loss) for the year	-	-	-	-	-	-	(1.19)	(1.19)
Total comprehensive income/(loss) for the year	-	350.52	23.16	111.65	583.74	-	(1.19)	1,067.88
Dividend paid (including dividend tax)	-	-	-	-	(388.38)	-	-	(388.38)
Issue of equity shares under employee share option plan	0.19	-	-	-	-	-	-	0.19
Transfer to general reserve	-	-	-	23.00	(23.00)	-	-	-
Balance as at March 31, 2016	0.19	350.52	23.16	134.65	172.36	-	(1.19)	679.69
	-							
Balance as at April 1, 2016	0.19	350.52	23.16	134.65	172.36	-	(1.19)	679.69
Issue of equity shares under employee share option plan	(0.19)	-	-	-	-	-	-	(0.19)
Income for the year	-	-	-	-	213.43	-	-	213.43
Other comprehensive income /(loss) for the year	-	-	-	-	-	(0.09)	(3.31)	(3.40)
Total comprehensive income/(loss) for the year	-	350.52	23.16	134.65	385.79	(0.09)	(4.50)	889.53
Dividend paid (including dividend tax)	-	-	-	-	(181.27)	-	-	(181.27)
Issue of equity shares under employee share option plan (net)	0.40	0.40	-	-	-	-	-	0.80
Transfer to general reserve	-	-	-	-	-	-	-	-
Balance as at March 31 2017	0.40	350.92	23.16	134.65	204.52	(0.09)	(4.50)	709.06

(i) Securities Premium Account as on April 1, 2015 stood at ₹ 350.51 crore. As on March 31, 2016 the balance in this account stood at ₹ 350.52 crore. The additions (net) to the share premium account of ₹ 0.0054 crore during the years on account of collections against provisions for doubtful debts which were adjusted against securities premium in earlier years.

During 2010, based on the approval of Shareholders of the Company at the Extra-Ordinary General Meeting held on March 5, 2010 and the Order of the Honourable High Court of Judicature at Mumbai dated April 16, 2010, the Company had utilized balance in the securities premium account to the tune of ₹ 46.66 Crore towards one time charges/cost (including change in accounting policy for provision for doubtful debts) incurred by the Company and its subsidiary companies. The amounts relating to the Company amounting to ₹ 17.32 Crore had been adjusted to the Securities Premium Account. An amount of ₹ 29.34 Crore equivalent to the total amount of adjustments relating to the subsidiaries had been identified and segregated from the balance in the Securities Premium Account for adjustment on consolidation. Of this total adjustment made ₹ 1.58 crore and ₹ 16.58 crore related to provision for doubtful debts of the Company and its subsidiary companies respectively on account of change in accounting with regard to provision for doubtful debts.

During the year ended March 31, 2017, the Company and its subsidiary companies have received amounts aggregating to ₹ NIL (₹ 0.01 Crore for the year ended March 31, 2016) against the balances adjusted in the Securities Premium Account as above. Consequently, such excess provisions for doubtful debts on account of the said collections have been written back to the Securities Premium Account. Since realisation of doubtful debts provided for the adjustments above upto March 31, 2017 amounted to ₹ 6.18 Crore (₹ 6.18 Crore as on March 31, 2016) relating to the subsidiaries. Accordingly, balance amount of ₹ 23.16 Crore relating to the subsidiaries is continued to be disclosed separately as securities premium account for adjustment on consolidation.

Notes forming part of Standalone Financial Statements 1-35

For and on behalf of the Board

In terms of our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Sunil S Kothari
Partner

Date: May 15, 2017
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

C Ramakrishnan
Director
DIN: 00020076

Warren Harris
Managing Director
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Falguni Nayar
Director
DIN: 00003633

Rakesh Makhija
Director
DIN: 00117692

S Venkateswarlu
Chief Financial Officer

Anubhav Kapoor
General Counsel & Company Secretary

Date: May 15 , 2017
Place: Mumbai

Notes forming part of the Standalone Financial Statements

Company overview and Significant Accounting Policies

1. Company overview

TATA Technologies Limited ("TTL or the Company ") was incorporated on August 22, 1994 as a Private Limited Company in the name of Core Software Systems Private Limited. The name of the Company was subsequently changed to Tata Technologies (India) Limited. On February 8, 2001, the Company changed its name from Tata Technologies (India) Limited to Tata Technologies Limited. The Company's range of services includes IT Consultancy, SAP implementation and maintenance, providing networking solutions, CAD/CAM engineering & design consultancy. The Company is headquartered in Pune, India. The Company has five offices located at Mumbai, Lucknow, Jamshedpur, Bangalore, Chennai and one branch office located in Japan that enables it to provide high quality, cost-effective services to clients.

The Company is the subsidiary of Tata Motors Limited (which is the Holding Company).

Significant Accounting Policies

2. Statement of compliance

The standalone financial statements have been prepared in accordance with Indian Accounting Standard ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015.

The transition was carried out from Accounting principles generally accepted in India, which was the previous GAAP (referred as "previous GAAP"), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 which was followed upto the year ended March 31, 2016. These are the Company's first Ind AS financial statements. The date of transition to Ind AS is April 1, 2015.

These financial statements have been prepared in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

In preparing these financial statements, the Company has applied following exemptions and exceptions in accordance with Ind AS 101 'First Time Adoption of Indian Accounting Standards':

Property, plant and equipment and intangibles
The Company has applied the exemption as provided in Ind AS 101 by continuing with the carrying value of all of its property, plant and equipment and intangible assets recognised as of April 1, 2015 measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Past Business combinations
Business combinations prior to April 1, 2015 have been accounted in accordance with Indian GAAP. Goodwill arising from business combination has been stated at the carrying amount under Previous GAAP. Intangible assets which were subsumed in goodwill under Previous GAAP, have not been recognized in the opening statement of financial position as at April 1, 2015, since these did not qualify for recognition in the separate statement of financial position of the acquired entities.

Investments in subsidiaries, joint ventures
The Company has applied the exemption as provided in Ind AS 101 relating to deemed cost of an investment in a subsidiary and joint venture. The aggregate carrying cost of those investments as per previous GAAP has been considered as deemed cost.

Estimates exception
Upon an assessment of the estimates made under previous GAAP, the Company has concluded that there was no necessity to revise such estimates under Ind AS.

De-recognition of financial assets and financial liabilities

The Company has applied the de-recognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2015 (the transition date).

Classification of debt instruments

The Company has determined that classification of debt instruments in terms of whether they meet the amortized cost criteria or the fair value through profit or loss criteria based on facts and circumstances that existed as of the transition date.

Determining whether an arrangement contain a lease

The Company has applied Appendix C of Ind AS – 17 'Determining whether an Arrangement contains a Lease' to determine whether an arrangement existing at the transition date contains a lease on the basis of facts and circumstances existing at that date.

Impairment of financial assets

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognized in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there have been significant increase in credit risk since the initial recognition, as permitted by Ind AS 101.

Assessment of embedded derivatives

The Company has assessed whether an embedded derivative is required to be separated from the host contract and accounted for as a derivative on the basis of the conditions that existed on the later of the date when it first became a party to the contract and the date when there was a change in the terms of the contract that significantly modifies the cash flows that otherwise would be required under the contract.

2.1. Basis of preparation of financial statements

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis, except for certain financial instruments which are measured at fair value and the provisions of the Companies Act, 2013 ('Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standard) Amendment Rules, 2016.Historical Cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.2. Foreign currency transaction and translation

Foreign-currency denominated monetary assets and liabilities are re-instated at exchange rates at the balance sheet date. The gains or losses resulting from such translations are included in the statement of profit and loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. The functional currency of the Company and its foreign branch is the Indian Rupee.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit/loss for the year in which the transaction is settled and is charged to the statement of Profit & Loss. Revenue, expense and cash-flow items denominated in foreign currencies are re-instated using the exchange rate in effect on the date of the transaction.

2.3. Critical accounting estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the year. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed below. Accounting estimates could change from year to year. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the year in which changes are made.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

i) Note 3 – Useful lives of Property, plant and equipment
ii) Note 6 – Impairement (if any) of investment in joint venture
iii) Note 8 – Recoverability/recognition of deferred tax assets and income taxes
iv) Note 10 – Expected credit loss
v) Note 13 & 20- Revenue Recognition and unbilled revenue (to the extent of projects where revenue is recognised on percentage completion method)
vi) Note 29 – Assets and obligations relating to employee benefits

2.4. Revenue recognition

Revenue is measured at fair value of consideration received or receivable.

Revenue from services on time and materials contracts is recognized when services are rendered and related costs are incurred i.e. based on certification of time sheets as per the terms of specific contracts. Revenues from fixed price contracts are recognized when collectability of the resulting receivable is reasonably assured or percentage of completion method depending on terms of the contract. The percentage of completion is determined on the degree of the cost incurred. Foreseeable losses on such contracts are recognized when probable. Revenue accrued from the end of the last billing to the balance sheet date is recognised as unbilled revenue.

Revenue from rendering Annual Maintenance Services (SAP-ERP) is recognized proportionately over the period in which services are rendered.

Revenue from third party software products and hardware sale is recognized upon delivery.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend from investments is recognized when the right to receive the payment is established and when no significant uncertainty as to measurability or collectability exists.

Export entitlements are recognized in the Statement of Profit & Loss when the right to receive credit as per the terms of the entitlement and certainty of its realization is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

2.5. Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. The Company depreciates property, plant and equipment over their estimated useful lives using the straight-line method. The estimated useful lives of assets are as follows:

Type of Asset	Useful Life
Lease hold improvements	Lower of Lease period or useful life
Buildings	15 to 25 years
Plant and machinery	1 to 21 years
Computer equipment's	1 to 4 years
Vehicles	3 to 11 years
Furniture & fixtures	1 to 21 years
Software	1 to 4 years

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end with the effect of any changes in the estimate accounted for on a prospective basis.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the statement of profit and loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the statement of profit and loss.

2.6. Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment, if any. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. Amortization methods and useful lives are reviewed periodically including at each financial year end.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in net profit in the statement of profit and loss.

Software not exceeding ₹ 25,000 is charged off to the statement of profit and loss.

2.7. Research and development cost

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognized as an intangible asset when the Company can demonstrate:
- technical feasibility of completing the intangible asset so that it will be available for use or sale;
- its intention to complete the asset;
- its ability to use or sell the asset;
- how the asset will generate probable future economic benefits and
- the availability of adequate resources to complete the development.

2.8. Financial instruments

i) Classification, initial recognition and measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets other than equity instruments are classified into categories: financial assets at fair value through profit or loss and held at amortised cost. Financial assets that are equity instruments are classified as fair value through profit or loss or fair value through other comprehensive income. Financial liabilities are classified into financial liabilities at fair value through profit or loss and other financial liabilities.

Financial instruments are recognized on the balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Initially, a financial instrument is recognized at its fair value. Transaction costs directly attributable to the acquisition or issue of financial instruments which are recognized in determining the carrying amount are not classified as at fair value through profit or loss. Subsequently, financial instruments are measured according to the category in which they are classified.

Financial assets carried at amortised cost: Financial assets that have contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is to hold such assets in order to collect such contractual cash flows are classified in this category. Subsequently, these are measured at amortized cost using the effective interest method less any impairment losses through statement of profit and loss.

These include trade receivables, finance receivables, balances with banks, short-term deposits with banks, other financial assets and investments with fixed or determinable payments.

Financial assets (other than equity investments) at fair value through other comprehensive income: Financial assets (other than equity investments) that have contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is achieved by both collecting such contractual cash flows and selling such assets are classified in this category. Subsequently, these are measured at fair value and changes therein, other than impairment losses are recognized directly in other comprehensive income, net of applicable deferred income taxes. When the financial asset is derecognized, the cumulative gain or loss in equity is transferred to the income statement.

Equity investments at fair value through other comprehensive income (OCI): On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This selection is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

Financial assets at fair value through profit or loss: A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognised in a business combination which is subsequently measured at fair value through profit and loss. For trade payables maturing within one year from the balance sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

These include borrowings, trade payables and other financial liabilities.

ii) **Determination of fair value:**

The fair value of a financial instrument on initial recognition is normally the transaction price (fair value of the consideration given or received). Subsequent to initial recognition, the Company determines the fair value of financial instruments that are quoted in active markets using the quoted bid prices (financial assets held) or quoted ask prices (financial liabilities held) and using valuation techniques for other instruments. Valuation techniques include discounted cash flow method and other valuation models.

iii) Derecognition of financial assets and financial liabilities:

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the financial asset expires or it transfers the financial asset and such transfer qualifies for derecognition under IND AS 109.

Financial liabilities (or a part of financial liabilities) are derecognized when these are extinguished, that is when the obligation is discharged, cancelled or has expired.

iv) Impairment of financial assets:

The Company recognizes a loss allowance for Expected Credit Losses (ECL) on a financial asset that is held at amortized cost or carried at fair value through other comprehensive income.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

Financial assets held at amortized cost: Loss allowance in respect of financial assets other than finance receivables is measured at an amount equal to life time expected losses and is calculated as the difference between their carrying amount and the present value of the expected future cash flows discounted at the original effective interest rate.

Loss allowance for finance receivables is measured at an amount equal to twelve month expected losses if credit risk on such assets has not increased significantly since initial recognition. An allowance equal to life time expected losses is provided if credit risk has increased significantly from the date of initial recognition. Credit risk is determined to have increased significantly when a finance receivable contract becomes thirty days past due. Such impairment loss is recognized in the income statement. If the amount of an impairment loss decreases in a subsequent period, and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed. The reversal is recognized in the income statement.

Financial assets carried at fair value through other comprehensive income: If financial asset carried at fair value through other comprehensive income is impaired, the difference between the financial asset's acquisition cost (net of any principal repayments and amortization) and the current fair value, less any previous impairment loss recognized in the income statement, is reclassified from equity to income statement. If, in a subsequent period, the fair value of a debt instrument classified as available-for-sale increases and the increase can be objectively related to an event occurring after the impairment loss was recognized, the impairment loss is reversed. The reversal is recognized in the income statement. Reversal of impairment loss on equity investments classified as available-for-sale is not recognized in the income statement. Increase in their fair value after impairment is recognized in other comprehensive income.

Impairment loss on equity investments carried at cost is not reversed

a. **Derivative financial instruments**

The Company holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank or a financial institution.

i. **Financial assets or financial liabilities, at fair value through profit or loss.**

This category has derivative financial assets or liabilities which are not designated as a qualifying hedge.

Although the Company believes that these derivatives constitute hedges from an economic perspective, they may not qualify for hedge accounting under Ind AS 109, Financial Instruments. Any derivative that is either not designated a hedge, or is so designated but is ineffective as per Ind AS 109, is categorized as a financial asset or financial liability, at fair value through profit or loss.

Derivatives not designated as hedges are recognized initially at fair value and attributable transaction costs are recognized in net profit in the statement of profit and loss when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting exchange gains or losses are included in other income. Assets / liabilities in this category are presented as current assets / current liabilities if they are either held for trading or are expected to be realized within 12 months after the balance sheet date.

2.9. Impairment-Non Financial assets

Intangible assets and property, plant and equipment

At each balance sheet date, the Company assesses whether there is any indication that any property, plant and equipment and intangible assets with finite lives may be impaired. If any such impairment exists the recoverable amount of an asset is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Intangible assets with indefinite useful lives and intangible assets not yet available for use, are tested for impairment annually at each balance sheet date, or earlier, if there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the income statement.

As at March 31, 2017, none of the Company's property, plant and equipment and intangible assets were considered impaired.

2.10. Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable than an outflow of resources will be required to settle the obligation, in respect of which the reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are determined at present value based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

2.11. Earnings per equity share

Basic earnings per share has been computed by dividing net income by the weighted average number of shares outstanding during the year. Diluted earnings per share has been computed using the weighted average number of shares and dilutive potential shares, except where the result would be anti-dilutive.

2.12. Inventories (Traded)

Inventories are valued at the lower of cost and net realizable value. Cost of inventories are ascertained on a first in first out basis. Net realizable value is the estimated selling price in the ordinary course of business less estimated cost of completion and selling expenses.

2.13. Taxation

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the income statement except when they relate to items that are recognized outside profit or loss (whether in other comprehensive income or directly in equity), in which case tax is also recognized outside profit or loss, or where they arise from the initial accounting for business combination.

Current income taxes are determined based on respective taxable income of each taxable entity and tax rules applicable for respective tax jurisdictions.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as a deferred tax asset if there is convincing evidence that the Company will pay normal income tax.

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilized business loss and depreciation carry-forwards and tax credits. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilized.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

2.14. Employee benefits (Defined benefits plan and Defined contribution plans)

a. Provident fund

Eligible employees of the Company receive benefits from a provident fund, which is a defined contribution plan. Both, the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The Company contributes a portion to the Tata Technologies (India) Limited Employees Provident Fund (PF Trust). PF Trust invests in specific designated instruments as permitted by Indian law. The remaining portion is contributed to the government administered pension fund. The rate at which the annual interest is payable to the beneficiaries by the PF Trust is being administered by the government. The Company has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate.

b. Superannuation

The Company has two superannuation plans, a defined benefit plan and a defined contribution plan. An eligible employee on April 1, 1996 could elect to be a member of either plan.

Employees who are members of the defined benefit superannuation plan are entitled to benefits depending on the years of service and salary drawn. The monthly pension benefits after retirement range from 0.75% to 2% of the annual basic salary for each year of service. The Company account for superannuation benefits payable in future under the plan based on an estimated basis for the period end and on an independent actuarial valuation as on the Balance Sheet date.

With effect from April 1, 2003, this plan was amended and benefits earned by covered employees have been protected as at March 31, 2003. Employees covered by this plan are prospectively entitled to benefits computed on a basis that ensures that the annual cost of providing the pension benefits would not exceed 15% of salary.

Separate irrevocable trusts are maintained for employees covered and entitled to benefits. The Company contribute upto 15% of the eligible employees' basic salary to the trust every year. Such contributions are recognized as an expense when incurred. The Company has no further obligation beyond this contribution.

c. Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump-sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company makes annual contributions to gratuity funds established as trusts. The Company account for the liability for gratuity benefits payable in the future based on an estimated basis for the period end and on an independent actuarial valuation under Projected Unit Cost method as on the Balance Sheet date.

Re-measurements, comprising actuarial gains and losses, the effect of changes to asset ceiling (if applicable) and the return on plan assets (excluding net interest), is recognized in other comprehensive income in the period in which they occur. Re-measurements recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in the Statement of Profit or Loss in the period of plan amendment.

Costs comprising service cost (including current and past service cost and gains and losses on curtailments and settlements) and net interest expense or income is recognized in profit or loss.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

d. Bhavishya Kalyan Yojana (BKY)

Bhavishya Kalyan Yojana is an unfunded defined benefit plan for employees of the Company. The benefits of the plan include pension in certain cases, payable up to the date of normal superannuation had the employee been in service, to an eligible employee at the time of death or permanent disablement, while in service, either as a result of an injury or as certified by the appropriate authority. The monthly payment to dependents of the deceased / disabled employee under the plan equals 50% of the basic salary drawn at the time of death or accident or a specified amount, whichever is greater. The Company account for the liability for BKY benefits payable in the future based on an estimated basis for the period end and on an independent actuarial valuation under Projected Unit Cost method as on the Balance Sheet date.

Re-measurements, comprising actuarial gains and losses, the effect of changes to asset ceiling (if applicable) and the return on plan assets (excluding net interest), is recognized in other comprehensive income in the period in which they occur. Re-measurements recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in the Statement of Profit or Loss in the period of plan amendment.

Costs comprising service cost (including current and past service cost and gains and losses on curtailments and settlements) and net interest expense or income is recognized in profit or loss.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

e. Compensated absences

The Company provides for the encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment. The liability is provided based on number of days of unutilized leave at each balance sheet date based on an estimated basis for the period end and on an independent actuarial valuation under Projected Unit Cost method at the year end.

Re-measurements, comprising actuarial gains and losses, the effect of changes to asset ceiling (if applicable) and the return on plan assets (excluding net interest), is recognized in other comprehensive income in the period in which they occur. Re-measurements recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in the Statement of Profit or Loss in the period of plan amendment.

Costs comprising service cost (including current and past service cost and gains and losses on curtailments and settlements) and net interest expense or income is recognized in profit or loss.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

f. Post-retirement medicare scheme

Under this unfunded scheme, employees of the Company receive medical benefits subject to certain limits on amounts of benefits, periods after retirement and types of benefits, depending on their grade and location at the time of retirement. Employees separated from the Company as part of an Early Separation Scheme, on medical grounds or due to permanent disablement are also covered under the scheme. The Company account for the liability for post-retirement medical scheme based on an estimated basis for the period end and on an independent actuarial valuation under Projected Unit Cost method at the year end.

Re-measurements, comprising actuarial gains and losses, the effect of changes to asset ceiling (if applicable) and the return on plan assets (excluding net interest), is recognized in other comprehensive income in the period in which they occur. Re-measurements recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in the Statement of Profit or Loss in the period of plan amendment.

Costs comprising service cost (including current and past service cost and gains and losses on curtailments and settlements) and net interest expense or income is recognized in profit or loss.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

2.15. Employee Stock Options \ Employee Stock Purchase Program

In accordance with the Employee Stock Option Scheme and Employee Stock Purchase Scheme Guidelines, 1999 issued by Securities and Exchange Board of India (SEBI), the Company introduced Employee Stock Option Plan 2001(TTESOP 2001) in 2000-01. As per the Plan, the options were granted at fair value as determined by an independent valuer as on the date of the grant and hence no compensation cost has been recognized.

The Company has also introduced Employee Stock Purchase Program offering to select employees, to purchase shares of the Company held by 'Tata Technologies Limited – Employee Stock Option Trust'. As per the plan the shares are offered at the fair value as determined by an independent valuer and hence no compensation cost has been recognized.

2.16. Dividends

Dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors as per Ind AS 10.

2.17. Leases

At the inception of a lease, the lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

Assets taken on finance lease
Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership are classified as finance lease. Such leases are capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Assets taken on operating lease
Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating lease. Operating lease payments are recognised on a straight line basis over the lease term, unless the lease agreement explicitly states that increase is on account of inflation in the statement of profit and loss.

2.18. Exceptional items

Exceptional items are material and non-recurring in nature. Exceptional items are disclosed separately in the financial statements where it is necessary to do so to provide better understanding of financial performance of the Company for the year.

2.19. Recent Accounting Pronouncements

Standards issued but not yet effective
In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of cash flows' and Ind AS 102, 'Share-based payment.' These amendments are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7, 'Statement of cash flows' and IFRS 2, 'Share-based payment,' respectively. The amendments are applicable to the Company from April 1, 2017.

Amendment to Ind AS 7:
The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

It clarifies that the fair value of cash-settled awards is determined on a basis consistent with that used for equity-settled awards. Market-based performance conditions and non-vesting conditions are reflected in the 'fair values', but non-market performance conditions and service vesting conditions are reflected in the estimate of the number of awards expected to vest. Also, the amendment clarifies that if the terms and conditions of a cash-settled share-based payment transaction are modified with the result that it becomes an equity-settled share-based payment transaction, the transaction is accounted for as such from the date of the modification. Further, the amendment requires the award that include a net settlement feature in respect of withholding taxes to be treated as equity-settled in its entirety. The cash payment to the tax authority is treated as if it was part of an equity settlement.

The Company is evaluating the requirements of the amendment and the impact on the financial statements is being evaluated.

Notes forming part of the Standalone Financial Statements

3 (i) Property, plant and equipment

(Amount in ₹ Crore)

Property, plant and equipment	Owned Assets							Taken on lease	Total
	Buildings	Plant and equipment	Office equipments	Computers	Furniture and fixtures	Vehicles	Leasehold Improvements	Plant and equipment	
Cost/Deemed Cost as of April 1, 2015	23.47	21.47	4.91	83.99	10.49	1.95	11.55	0.43	158.26
Additions	0.72	4.22	2.16	18.39	2.76		4.12	-	32.37
Disposal	-	(0.03)	(0.06)	(5.76)	(0.13)	(0.29)	-	-	(6.27)
Cost/Deemed Cost as of March 31, 2016	24.19	25.66	7.01	96.62	13.12	1.66	15.67	0.43	184.36
Accumulated depreciation as of April 1, 2015	9.37	8.63	2.66	56.22	4.43	1.19	3.58	0.43	86.51
Depreciation for the year	1.21	1.96	1.10	14.67	1.68	0.37	1.56	-	22.55
Disposal	-	(0.02)	(0.06)	(5.75)	(0.13)	(0.25)	-	-	(6.21)
Accumulated depreciation as of March 31, 2016	10.58	10.57	3.70	65.14	5.98	1.31	5.14	0.43	102.85
Net carrying amount as of March 31, 2016	13.61	15.09	3.31	31.48	7.14	0.35	10.53	-	81.51
Cost/Deemed Cost as of April 1, 2016	24.19	25.66	7.01	96.62	13.12	1.66	15.67	0.43	184.36
Additions	2.53	1.57	0.61	13.96	0.48	0.10	0.43	-	19.68
Disposal	-	(0.37)	(1.22)	(1.34)	(0.04)	(0.50)	-	-	(3.47)
Cost/Deemed Cost as of March 31 2017	26.72	26.86	6.40	109.24	13.56	1.26	16.10	0.43	200.57
Accumulated depreciation as of April 1, 2016	10.58	10.57	3.70	65.14	5.98	1.31	5.14	0.43	102.85
Depreciation for the year	1.21	2.11	1.20	16.44	0.84	0.29	1.84	-	23.93
Disposal	-	(0.37)	(1.22)	(1.32)	(0.04)	(0.50)	-	-	(3.45)
Accumulated depreciation as of March 31 2017	11.79	12.31	3.68	80.26	6.78	1.10	6.98	0.43	123.33
Net carrying amount as of March 31 2017	14.93	14.55	2.72	28.98	6.78	0.16	9.12	-	77.24

(ii) Capital Commitment : The estimated amount of contracts remaining to be executed on capital account, and not provided for is ₹ 8.83 Crore as at March 31, 2017 (₹ 8.17 Crore as at March 31, 2016, ₹ 20.10 Crore as at April 1, 2015).

(iii) Leasehold Land on the date of transition to IND AS have been reclassified to other current/non current assets. Refer Note 35.6 (b)

Notes forming part of the Standalone Financial Statements

3 (iv)Leases

The Company has taken office premises, plant and equipment and computers under operating and finance leases. The following is the summary of future minimum lease rental payments under non-cancellable operating leases and finance leases entered into by the Company:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	April 1, 2015		
	Operating	Operating	Operating	Finance	
	Minimum Lease Payments	Minimum Lease Payments	Minimum Lease Payments	Minimum Lease Payments	Present value of minimum lease payments
Not later than one year	**7.09**	6.38	3.92	0.05	0.05
Later than one year but not later than five years	**4.29**	7.07	5.58	-	-
Later than five years	**3.17**	3.21	3.26	-	-
Total minimum lease commitments	**14.55**	16.66	12.76	0.05	0.05
Less: future finance charges	-	-	-	-	-
Present value of minimum lease payments	**14.55**	16.66	12.76	0.05	0.05
Included in the financial statements as:					
Other financial liabilities - current (refer note 18)	-	-	-	-	0.05
Long-term debt	-	-	-	-	-
	-	-	-	-	0.05

Total operating lease rent expenses were ₹ 14.38 crore for the year ended March 31, 2017 and ₹ 13.17 crore for the year ended March 31, 2016.

4 (i) Other Intangible assets
(Other than internally generated)

(Amount in ₹ Crore)

Intangible assets	Software Licenses	Total
Cost as of April 1, 2015	131.13	131.13
Additions	39.29	39.29
Disposal	-	-
Cost as of March 31, 2016	170.42	170.42
Accumulated amortisation as of April 1, 2015	86.44	86.44
Amortization for the year	25.14	25.14
Disposal	-	-
Accumulated amortisation as of March 31, 2016	111.58	111.58
Net carrying amount as of March 31, 2016	58.84	58.84
Cost as of April 1, 2016	170.42	170.42
Additions	27.69	27.69
Disposal	-	-
Cost as of March 31 2017	198.11	198.11
Accumulated amortisation as of April 1, 2016	111.58	111.58
Amortization for the year	27.47	27.47
Disposal	-	-
Accumulated amortisation as of March 31 2017	139.05	139.05
Net carrying amount as of March 31 2017	59.06	59.06

(ii) Capital Commitment : The estimated amount of contracts remaining to be executed on capital account, and not provided for is ₹ 3.27 Crore as at March 31, 2017 (₹ 4.25 Crore as at March 31, 2016, as at April 1, 2015 : ₹ 8.53 Crore).

5 Investments in Joint Ventures

(Amount in ₹ Crore)

	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Quantity	Amount	Quantity	Amount	Quantity	Amount
(i) Unquoted Investments (all fully paid):						
Tata HAL Technologies Ltd	**5,070,000**	**5.07**	5,070,000	5.07	5,070,000	5.07
Less: Provision for Impairment in Investment in Joint Venture* (Refer Note 34.4 (b))		**(5.07)**		-		-
Total Aggregate Unquoted Investments		-		5.07		5.07

(ii) Details of the Company's joint venture as at March 31, 2017 are as follows:

(% of holding)

Name of joint venture	Principal place of the business	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
TATA HAL Technologies Ltd (THTL)	India	50%	50%	50%

The Company has a joint venture (JV) with Hindustan Aeronautics Ltd., THTL for providing engineering and design solutions and services in the domain of aero structures for aerospace industry.

*Having regard to the future business strategy/plans of the joint venture and considering their current financial position, the Company has recognized a provision for impairment loss of ₹ 5.07 crore for the year ended March 31, 2017, in respect of its investment in joint venture.

Notes forming part of the Standalone Financial Statements

6 Other Investments

(Amount in ₹ Crore)

Particulars	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Quantity	Amount	Quantity	Amount	Quantity	Amount
NON-CURRENT						
Quoted Investments:						
i) Investment in Mutual funds						
Birla Sun Life Fixed Term Plan - Series JY (1099 Days) Direct Plan - Growth	-	-	-	-	5,000,000	5.56
ICICI Prudential Fixed Maturity Plan Series 72 - (366 Days) - Plan K - Direct Plan - Growth	-	-	-	-	5,000,000	5.56
ICICI Prudential Fixed Maturity Plan Sr 80-1227 Days Plan Q Direct Plan Cumulative	5,000,000	5.03	-	-	-	-
Reliance Fixed Horizon Fund - XXXIII - Series 6- Direct Growth Plan	5,000,000	5.01	-	-	-	-
DSP BlackRock FMP - Series 205 - 37M- Direct Growth	5,000,000	5.03	-	-	-	-
IDFC Fixed Term Plan Series 131-Direct- Growth	5,000,000	5.01	-	-	-	-
Kotak FMP Series 202 - 1144 Days- Direct Plan-Growth	5,000,000	5.01	-	-	-	-
ii) Investment in Debentures- Carried at cost (See Note-1 below)						
Tata Motors Finance Limited	100	5.00	100	5.00	100	5.00
Unquoted Investments:						
i) Investments in Equity of Subsidiaries- Carried at cost (See Note-3 below)						
(a) Tata Technologies Inc.- (3.75% Holding)	150,000	15.57	150,000	15.57	150,000	15.57
(b) Tata Technologies Pte Ltd, Singapore, a 100% subsidiary company	86,463,759	203.34	86,463,759	203.34	86,463,759	203.34
ii) Investment in Preference Shares- Carried at cost (See Note-2 below)						
Tata Capital Limited	33,333	5.00	33,333	5.00	33,333	5.00
Total Non-current Investments		254.00		228.91		240.03
OTHER INVESTMENTS						
CURRENT						
Quoted Investments:						
Investments in Mutual Funds						
Reliance Yearly Interval Fund-Series1-Direct Plan-Growth- UIAG	-	-	4,596,180	6.05	4,596,180	5.57
ICICI Prudential Fixed Maturity Plan Series 72 - (366 Days) - Plan K - Direct Plan - Growth	-	-	5,000,000	6.04	-	-
Birla Sun Life Fixed Term Plan - Series JY (1099 Days) Direct Plan - Growth	-	-	5,000,000	6.03	-	-
		-		18.12		5.57
Unquoted Investments:						
Birla Sun Life Cash Plus - Direct - Growth	-	-	-	-	445,536	10.01
Reliance Short Term Fund - Direct Monthly Dividend Plan	-	-	2,902,877	3.23	2,769,849	3.05
IDFC Cash Fund - Direct - Growth	-	-	-	-	76,513	13.01
L & T Liquid Fund - Direct - Growth	-	-	-	-	78,239	15.01
Kotak Liquid Scheme Plan A - Direct - Growth	-	-	-	-	29,956	8.51
HDFC Short Term Opportunities Fund - Direct Plan Fortnightly dividend	-	-	8,892,808	9.06	6,944,872	7.08
Birla Sun Life Short Term Fund - Monthly Dividend -Direct Plan	-	-	9,062,578	10.67	7,692,594	9.10
Kotak Bond Short Term Plan - Direct Monthly Dividend Reinvestment	-	-	-	-	3,954,670	4.06
Tata Short Term Bond Fund- Direct Plan-Fortnightly Dividend	-	-	6,732,109	9.70	5,438,986	7.57
Axis Short Term Fund - Direct Monthly Dividend -STDM	-	-	9,422,669	9.61	7,896,247	8.08
Invesco India Short Term Fund- Direct Plan Monthly Dividend (Earlier known as Religare Invesco Short Term Fund - Monthly Dividend)	-	-	8,637	1.60	8,229	1.52

Notes forming part of the Standalone Financial Statements

(Amount in ₹ Crore)

Particulars	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Quantity	Amount	Quantity	Amount	Quantity	Amount
SBI Magnum Insta Cash Fund Liquid Floater	-	-	-	-	42,137	10.08
Axis Banking Debt Fund	-	-	-	-	156,694	20.12
UTI Banking & PSU Debt Fund	-	-	-	-	4,545,579	5.04
TATA Money Market Fund Direct Plan-Growth	-	-	-	-	45,387	10.01
ICICI Prudential Money Market Fund-Direct Plan-Growth	-	-	-	-	1,035,578	20.04
IDFC Money Manager Fund-Treasury Plan-Growth	-	-	-	-	9,053,202	20.09
HDFC Floating Rate Income Fund-Short Term Plan-Direct Plan-Wholesale-Growth	-	-	-	-	4,186,010	10.04
Birla Sun Life Saving Fund-Direct Plan-Growth	-	-	-	-	558,520	15.06
SBI Ultra Short Term Debt Fund-Direct Plan-Growth	-	-	-	-	83,785	15.06
ICICI Prudential Flexible Income-Direct Plan-Growth	-	-	-	-	571,256	15.05
Reliance Liquid Fund Treasury Plan Direct Growth	-	-	-	-	58,668	20.01
IDFC Cash Fund -Direct Plan -Growth	101,291	20.01	-	-	-	-
DSP BlackRock Liquidity Fund - Direct Plan - Growth	64,524	15.01	-	-	-	-
Kotak Floater Short Term-Direct-Growth	58,095	15.51	-	-	-	-
L&T Liquid Fund - Direct Plan - Growth	67,294	15.01	-	-	-	-
TATA Money Market Fund Direct Plan-Growth	58,561	15.01	-	-	-	-
ICICI Prudential Money Market Fund-Direct Plan-Growth	667,040	15.01	-	-	-	-
UTI Money Market Fund Institutional Plan-Direct-Growth	80,941	14.77	-	-	-	-
Axis Liquid Fund-Direct-Growth	83,268	15.02	-	-	-	-
IDFC Ultra Short Term Fund-Direct-Growth	6,478,698	15.00	-	-	-	-
Reliance Money Manager Fund-Direct Growth Plan Growth Option	65,890	15.00	-	-	51,966	10.03
ICICI Prudential Flexible Income-Direct Plan-Growth	479,887	15.00	-	-	-	-
Axis Treasury Advantage Fund-Direct-Growth	81,252	15.00	-	-	-	-
		185.35		43.87		257.63
Total Current Investments		185.35		61.99		263.20
Aggregate book value of quoted investments		30.09		23.12		21.69
Aggregate market value of quoted investments		30.09		23.12		21.69
Aggregate book value of unquoted investments		409.26		267.78		481.54
Categorywise other investments-as per Ind AS 109 classification						
(a) Investments - measured at Fair Value Through Profit & Loss		210.44		61.99		274.32
(b) Investments - measured at cost		228.91		228.91		228.91
		439.35		290.90		503.23
Investments - measured at FVTPL:						
(a) Mutual funds		210.44		61.99		274.32
		210.44		61.99		274.32
Investments - measured at cost:						
(a) Unquoted equity shares		218.91		218.91		218.91
(b) Quoted Debentures		5.00		5.00		5.00
(c) Unquoted Preference Shares		5.00		5.00		5.00
		228.91		228.91		228.91

Notes:

1 The debentures carry interest at 11% per annum payable annually and mature in September, 2021.

2 The Preference shares bears dividend at 12.5% per annum payable annually and mature in September, 2019.

Notes forming part of the Standalone Financial Statements

3 Details of subsidaries

Name of the Subsidiary Company	Country of Incorporation	% of holding either directly or through subsidiary as at		
		March 31, 2017	March 31, 2016	April 1, 2015
Direct Subsidiary				
1 TATA Technologies Pte. Ltd.	Singapore	**100**	100	100
Indirect Subsidiaries				
2 Tata Technologies (Thailand) Limited	Thailand	**100**	100	100
3 Cambric Manufacturing Technologies (Shanghai) Co. Ltd. (named changed to Tata Manufacturing Technologies Consulting (Shanghai) Limited effective April 1, 2017)	China	**100**	100	100
4 INCAT International Plc.	UK	**100**	100	100
5 Tata Technologies Europe Limited	UK	**100**	100	100
6 INCAT GmbH (in process of liquidation)	Germany	**100**	100	100
7 Tata Technologies Inc. ** ###	USA	**99.81**	99.81	99.81
8 Tata Technologies (Canada) Inc. ** (Liquidated w.e.f December 13, 2016)	Canada	**-**	99.81	99.81
9 Tata Technologies de Mexico, S.A. de C.V **	Mexico	**99.81**	99.81	99.81
10 Cambric Holdings Inc. ## **	Delaware, USA	**-**	-	99.81
11 Cambric Corporation, Delaware ## **	Delaware, USA	**-**	-	99.81
12 Cambric Limited, Bahama ## **	Bahama, USA	**99.81**	99.81	99.81
13 Cambric UK Ltd. ## **	UK	**99.81**	99.81	99.81
14 Cambric Managed Services, Utah ## ** (Dissolved w.e.f. September 29, 2014)	Utah, USA	**-**	-	99.81
15 Cambric GmbH (in process of liquidation) ## **	Germany	**99.81**	99.81	99.81
16 Midwest Managed Services, Utah ## **	Utah, USA	**99.81**	99.81	99.81
17 Tata Technolgies SRL, Romania ## ** (erstwhile Cambric Consulting SRL was renamed w.e.f February 4, 2015)	Romania	**99.81**	99.81	99.81

**For these subsidiaries though the holding is 99.81%, the indirect voting power is 100%.

Due to acquisition of Cambric Holdings Inc., these subsidiaries have become indirect subsidiaries of the Company w.e.f. May 01, 2013. Effective from January 1, 2015, Cambric Corporation Delaware has been merged with Cambric Holdings Inc., which inturn has been merged with Tata Technologies Inc.

###Became subsidiary of Tata Technologies Europe Limited w.e.f. March 20, 2015

Notes forming part of the Standalone Financial Statements

7 Other Loans and Advances

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON-CURRENT			
(a) Security deposits- at amortised cost	**4.48**	3.68	3.29
(b) Loans to employees	**0.65**	1.08	0.90
(c) Deposits with government and others	**1.44**	1.35	1.35
(d) Loans to others	**2.79**	1.92	6.94
Total	**9.36**	8.03	12.48
CURRENT			
(a) Loans and advances to related parties (See note 31 (ii))	**4.44**	2.86	16.37
(b) Security deposits- at amortised cost	**0.41**	0.46	0.02
(c) Loans and advances employees	**0.59**	0.54	0.43
Less : Expected Credit Loss	**-**	-	(0.04)
(d) Deposits with government and others	**0.15**	0.12	0.07
Total	**5.59**	3.98	16.85

8 Income tax

(Amount in ₹ Crore)

The reconciliation of tax expense reported:	Year ended March 31, 2017	Year ended March 31, 2016
Profit before tax	**263.89**	268.01
Tax expense at tax rates applicable	**91.33**	91.81
Dividend from Mutual Funds	**(0.49)**	(1.12)
Effect of Expenses that are not deductible in determining taxable profit	**2.08**	1.77
Effect of Concessions (Deduction U/s 10 AA)	**(45.43)**	(51.10)
Leave encashment & Retention Bonus	**0.36**	-
Deferred Tax Asset on Change in Fair Value of Investment	**(1.14)**	0.36
Deferred Tax Liability on MTM on Derivatives	**0.36**	(0.18)
Lease Rental/Interest Income	**(0.02)**	(0.03)
Deferred Tax on OCI on unamortised actuarial Gain/Losses	**-**	0.63
Impact of change in statutory tax rates	**-**	(0.03)
Others	**3.41**	1.34
Tax expense reported	**50.46**	43.45
Current tax	**57.34**	56.58
Deferred tax	**(6.88)**	(13.13)
Total	**50.46**	43.45

Notes forming part of the Standalone Financial Statements

8 (i)

(Amount in ₹ Crore)

Significant components of deferred tax assets and liabilities for the year ended March 31, 2016:	Opening balance	Recognized in the statement of profit or loss	Recognized in/ reclassified from other comprehensive income	Closing balance
Deferred tax assets:				
Expenses deductible in future years:				
- Provisions, allowances for doubtful receivables and others	1.12	0.54	-	1.66
Compensated absences and retirement benefits	4.30	(0.38)	0.64	4.56
Minimum alternate tax carry-forward	5.02	12.44	-	17.46
OCI on unamortised actuarial Gain/Loss	1.56	-	-	1.56
Total deferred tax assets	12.00	12.60	0.64	25.24
Deferred tax liabilities:				
Property, plant and equipment	10.38	(0.69)	-	9.69
Gain/Loss on Change in Fair Value of Investments	0.83	0.36	-	1.19
Derivative financial instruments	0.34	(0.18)	-	0.16
Others	0.69	(0.02)	-	0.67
Total deferred tax liabilities	12.24	(0.53)	-	11.71
Net Deferred tax assets/(liabilities)	(0.24)	13.13	0.64	13.53

(Amount in ₹ Crore)

Significant components of deferred tax assets and liabilities for the year ended March 31, 2017:	Opening balance	Recognized in the statement of profit or loss	Recognized in/ reclassified from other comprehensive income	Closing balance
Deferred tax assets:				
Expenses deductible in future years:				
- Provisions, allowances for doubtful receivables and others	1.66	-	-	1.66
Compensated absences and retirement benefits	4.56	0.94	1.75	7.25
Minimum alternate tax carry-forward	17.46	4.82	-	22.28
OCI on unamortised actuarial Gain/Loss	1.56	-	-	1.56
Total deferred tax assets	25.24	5.76	1.75	32.75
Deferred tax liabilities:				
Property, plant and equipment	9.69	(1.09)	-	8.60
Gain/Loss on Change in Fair Value of Investments	1.19	(1.14)	-	0.05
Derivative financial instruments	0.16	0.36	-	0.52
Others	0.67	0.75	-	1.42
Total deferred tax liabilities	11.71	(1.12)	-	10.59
Net Deferred tax assets/(liabilities)	13.53	6.88	1.75	22.16

Notes forming part of the Standalone Financial Statements

9 Other Assets

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON-CURRENT			
(a) Prepaid expenses	**2.63**	2.19	1.63
(b) Prepaid lease payments (land)	**3.34**	3.39	3.43
(c) Prepaid DBS	**1.08**	0.93	0.99
Total	**7.05**	6.51	6.05
CURRENT			
(a) Advances to suppliers and contractors	**2.85**	0.83	1.79
(b) Prepaid expenses	**9.24**	8.28	7.27
(c) Prepaid lease payments (land)	**0.04**	0.04	0.04
(d) Others (VAT, Service tax, other taxes recoverables, etc.)	**6.34**	2.27	1.91
Total	**18.47**	11.42	11.01

10 Trade Receivables

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
TRADE RECEIVABLES			
(Unsecured, considered good unless otherwise stated)			
Considered good	**219.92**	194.38	126.09
Considered doubtful	**2.88**	2.90	1.15
	222.80	197.28	127.24
Less : Expected credit loss allowance	**2.88**	2.90	1.15
	219.92	194.38	126.09

As on 31st March 2017, the Company discounted Trade Receivables with an aggregate carrying amount of ₹ 113.99 Crore (₹ 148.78 Crore as of March 31, 2016) to the bank for cash proceeds. The same is reduced from Trade Receivables balance. The bills discounted are without recourse to the Company.

The average credit period on sales of goods and services is 30-60 days.

Before accepting any new Customer, it is ensured that the Credit limit is in order to the customers and all the required approvals are obtained as per the policy. Credit Limits are reviewed from time to time based on the operations in the customer account.

Further, customers which represents more than 5% of Gross Trade Receivables are as follows, also refer note 31 (ii):

1. Tata Motors Limited- ₹ 55.55 crore (as at March 31, 2016 ₹ 50.35 crore, as at April 1, 2015 ₹ 29.81 crore)
2. Tata Technologies Europe Limited- ₹ 75.77 crore (as at March 31, 2016 ₹ 55.13 crore, as at April 1, 2015 ₹ 41.02 crore)
3. Tata Manufacturing Technologies (Shanghai) Limited - ₹ 11.45 crore (as at March 31, 2016 ₹ 7.64 crore, as at April 1, 2015 ₹ 1.02 crore)

Notes forming part of the Standalone Financial Statements

The company provides a loss allowance on case to case basis at the end of each reporting period. An impairment analysis is performed at each reporting date on an individual basis for major customers. In addition, a larger number of customers that are outstanding for upto 180 days are assessed for impairment collectively.

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Within the credit period	**164.07**	147.43	101.69
1-30 days past due	**36.12**	23.37	16.43
31-60 days past due	**3.48**	4.59	2.57
61-90 days past due	**9.00**	13.48	2.47
91-180 days past due	**4.23**	4.28	2.52
181-365 days past due	**3.33**	1.90	0.59
366 days past due	**2.57**	2.23	0.97
	222.80	197.28	127.24

Movement in the expected credit loss allowance

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Balance at the beginning of the year	**2.90**	1.15	1.77
Movement in expected credit allowance on trade receivables	**-**	1.76	(0.62)
Reversal of provisions for debts paid	**(0.02)**	(0.01)	(0.00)
Balance at the end of the year	**2.88**	2.90	1.15

11 Cash And Cash Equivalents

For the purpose of statement of cash flows, cash and cash equivalents include the cash on hand and in banks. Cash and cash equivalents at the end of the reporting period as shown in the statement of cash flows can be reconciled to the related items in the balance sheet as follows:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(a) Cash on hand	**0.01**	0.02	0.02
(b) Cheques, drafts on hand/funds in transit (Refer note 11 (ii)& (iii))	**3.54**	1.32	3.22
(c) Current account with banks (Refer note 11 (i))	**60.57**	81.81	74.06
(d) Bank deposits less than 3 months maturity	**32.75**	-	-
	96.87	83.15	77.30
Notes :			
(i) In foreign currencies	**51.88**	80.44	67.75
(ii) Cheques, drafts on hand	**0.17**	0.07	0.94
(iii) Remittances in transit	**3.37**	1.25	2.28

Notes forming part of the Standalone Financial Statements

12 Other Bank Balances

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(with more than 3 months but less than 12 months maturity)			
(a) Earmarked balance with banks	**1.98**	1.69	1.37
	1.98	1.69	1.37
(with more than 12 months maturity)			
(a) Pledged/lien with banks (Refer note 12 (i))	**0.31**	0.31	0.30
	0.31	0.31	0.30
	2.29	2.00	1.67

Notes :
(i) Mainly consists of Deposits kept with Bank with respect to Bank Guarantee

13 Other Financial Assets

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(a) Inter corporate deposits (Refer Note 31 (ii))	-	153.00	196.50
(b) Interest accrued on deposits and investments	**0.35**	0.32	0.30
(c) Bills of Exchange	**9.65**	26.11	4.87
(d) Derivative designated and ineffective as hedged instrument carried at fair value through P&L			
- Foreign currency forward cover	**1.86**	1.47	1.23
(e) Unbilled revenue	**34.14**	17.58	5.80
	46.00	198.48	208.70

14 Equity Share Capital

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Equity Share Capital			
(a) Authorised:			
(i) 60,000,000 equity shares of ₹ 10/- each	**60.00**	60.00	60.00
(as at March 31, 2016: 60,000,000 equity shares of ₹ 10/- each)			
(as at April 1, 2015: 60,000,000 equity shares of ₹ 10/- each)			
(ii) 700,000 0.01% Cumulative Non-participative			
Compulsorily convertible Preference Shares of ₹ 10/- each	**0.70**	0.70	0.70
(as at March 31, 2016: 700,000)			
(as at April 1, 2015: 700,000)			
Total	**60.70**	60.70	60.70
(b) Issued, Subscribed and Fully paid up capital:			
43,031,326 equity shares of ₹ 10/- each	**43.03**	43.02	43.02
(as at March 31, 2016: 43,024,638 equity shares of ₹ 10/- each)			
(as at April 1, 2015: 43,024,638 equity shares of ₹ 10/- each)			
Total	**43.03**	43.02	43.02

Notes forming part of the Standalone Financial Statements

(c) The movement of number of shares and share capital

Particulars	No. of Shares	Amount in ₹ Crore
Equity shares		
Number of shares as at April 1, 2015	43,024,638	43.02
Add: Shares issued under ESOP scheme	-	-
Number of shares as at March 31, 2016	43,024,638	43.02
Add: Shares issued under ESOP scheme	6,688	0.01
Number of shares as at March 31, 2017	43,031,326	43.03

(d) Rights, preferences and restrictions attached to shares :

(i) Ordinary shares :

The Company has only one class of shares having par value of 10/- per share. Each holder of equity share is entitled to one vote per share and in the event of liquidation, has rights proportionate to their shareholdings over the residual assets after paying out all the liabilities.

(e) Shares in the Company held by each shareholder holding more than 5% shares(including shares held by the Holding Company, it's subsidiaries and associates)

Particulars	As at March 31, 2017		As at March 31, 2016	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity shares				
(a) Tata Motors Limited (Holding Company)	**30,300,600**	**70.42**	30,300,600	70.43
(b) Alpha TC Holdings Pte Ltd.	**3,746,505**	**8.71**	3,746,505	8.71
	34,047,105	**79.13**	34,047,105	79.14

(f) Information regarding issue of shares in the last five years:

(i) The Company has not issued any shares without payment being received in cash.

(ii) The Company has not issued any bonus shares.

(iii) The Company has not undertaken any buy-back of shares.

(g) Equity shares of ₹ 10/- each allocated towards employee stock options granted/available for grant as at March 31, 2017 - 47,295 shares (60,171 shares as at March 31, 2016; 60,171 shares as at April 1, 2015).

Option activity during the year under the plan is given as below

Number of options granted, exercised and forfeited	As at March 31, 2017	As at March 31, 2016
Options granted, beginning of the year	**30,114**	33,301
Granted during the year	**-**	-
Exercised during the year	**(9,876)**	(3,000)
Expired during the year	**-**	-
Forfeited during the year	**(500)**	(187)
Option exercisable at the year end	**19,738**	30,114
Weighted average share price at the date of exercise	**₹ 645**	₹ 645

Notes forming part of the Standalone Financial Statements

During the previous year, the Compensation Committee of the Board of Directors, Company had granted 30,000 options to the eligible employees. The options vested over 4-5 years and are exercisable during a maximum period of 11 years from the date of vesting. In terms of the ESOP plan, the options were granted at the exercise price equivalent to the fair value of the underlying shares. The Company has accounted the above options at fair value.

The fair value of the stock option is calculated through the use of option pricing models, requiring subjective assumptions which greatly affect the calculated values. The said fair value of the options have been calculated using Black-Scholes option pricing model, considering the expected term of the options to be 4 & 5 years, an expected dividend rate of 3.88% on the underlying equity shares, a risk free rate of 7.81% and volatility in the share price of 37.5% since the company being closely held and its shares not being freely traded. The Company's calculations are based on a single option valuation approach, and forfeitures are recognized as they occur.

(h) Stock based incentive schemes by Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust).

To manage and implement various stock based incentive programs for employees of the Company, the Company has formed Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust) for employees of the Company and its subsidiaries. Since shares of the Company are not listed on Stock Exchange, Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust) purchase the shares from employees and ex-employees of the Company. The shares so purchased by the Trusts are reissued to the employees through various stock based incentive schemes from time to time. Price for shares allocated under the above mentioned schemes is determined on the basis of latest audited balance sheet. Further, no employee was allocated more than 1% of the issued capital of the Company.

(i) Shares Allocated under stock based incentive schemes of Tata Technologies Limited Employees Stock Option Trust

(Amount in ₹ Crore)

Sr. No	Scheme Name	No. of Shares Allocated	Price Per share ₹	Money Realised by the Trust
1	Employees Stock Purchase Program 2008	290,500	145	42,122,500
2	Employees Stock Purchase Program 2009	18,800	196	3,684,800
3	Employees Stock Purchase Program -Series III	52,251	196	10,241,196
4	Employees Stock Purchase Program -Series IV	47,600	223	10,614,800
5	Employees Stock Purchase Program -Series V	22,500	417	9,382,500
6	Employees Stock Purchase Program -Series VI	81,400	645	52,503,000

(j) Status of shares held by Trust as on March 31, 2017

Name of the Trust	No. of Shares
Tata Technologies Limited Employees Stock Option Trust	46,986

15 Borrowings

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON-CURRENT			
Unsecured:			
(i) Term loans:			
(a) from banks	**-**	-	-
	-	-	-
CURRENT			
Unsecured:			
(i) Term loans:			
(a) from banks	**97.28**	99.37	93.75
	97.28	99.37	93.75

Notes forming part of the Standalone Financial Statements

Note:
Above represents pre/post packing credit facility availed by the company. The current weighted average effective interest rate on the loan is about 1.08% per annum (As at March 31, 2016: about 1.07% per annum; as at April 1, 2015: about 1.01% per annum)

16 Trade Payables

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON CURRENT			
Trade payables			
(a) Total outstanding dues of creditors other than micro enterprises and small enterprises	**0.10**	0.41	0.61
(b) Total outstanding dues of micro enterprises and small enterprises*	**-**	-	-
	0.10	0.41	0.61
CURRENT			
Trade payables			
(a) Total outstanding dues of creditors other than micro enterprises and small enterprises	**130.90**	134.30	110.60
(b) Total outstanding dues of micro enterprises and small enterprises*	**3.67**	2.06	3.43
	134.57	136.36	114.03

Note:
The average credit period on purchases of good and services ranges from 30 to 60 Days.

*Amount outstanding to suppliers covered under Micro, Small and Medium Enterprises Development Act, 2006 shown above has been determined to the extent of confirmation received from suppliers and on the basis of information available with the Company. This has been relied upon by the auditors. There are no overdue amounts to supplier.

17 Provisions

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON CURRENT			
(a) Provision for employee benefits (Refer Note 29)	**21.93**	15.31	14.85
	21.93	15.31	14.85
CURRENT			
(a) Provision for employee benefits (Refer Note 29)	**1.15**	1.56	1.64
	1.15	1.56	1.64

Note:
The provision for employee benefits includes annual leave and vested long service leave entitlements accrued and compensation claims made by employees. For further disclosures, refer note 29.

Notes forming part of the Standalone Financial Statements

18 Other Financial Liabilities

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON-CURRENT			
(a) Retention Bonus payable	**2.93**	1.94	0.99
Total	**2.93**	1.94	0.99
CURRENT			
(a) Interest accrued but not due on borrowings	**0.03**	0.07	0.04
(b) Current maturities of finance lease obligations (Refer Note 3(iv))	-	-	0.05
(c) Unpaid dividends	**1.98**	1.69	1.37
(d) Provision for employee benefits (Refer Note 29)	**4.68**	3.79	3.76
(e) Retention Bonus payable	**0.16**	0.04	1.19
(f) Derivative designated and ineffective as hedged instrument carried at fair value through P&L			
- Foreign currency forward cover	**0.39**	1.03	0.02
Total	**7.24**	6.62	6.43

19 Other Current Liabilities

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(a) Statutory remittances (withholding taxes, Service Tax, Provident Fund, VAT, etc.)	**11.41**	8.93	4.84
(b) Advance and Progress payments	**0.36**	0.35	1.43
(c) Income received in advance	**0.51**	-	-
Total	**12.28**	9.28	6.27

20 Revenue From Operations

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
(a) Sale of products	**148.19**	164.79
(b) Sale of services	**950.73**	917.50
(c) Export Incentive	**13.15**	-
(d) Commission income	**0.01**	0.02
	1,112.08	1,082.31

Notes forming part of the Standalone Financial Statements

21 Other Income

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
(a) Interest income		
Interest income earned on financial assets that are not designated as at fair value through profit and loss		
(i) Interest income-others	**16.96**	13.47
(ii) Interest income-Long term investments	**0.55**	0.55
(b) Dividend income		
All dividends from investments designated as at FVTPL		
(i) Dividend income - Other current investments	**0.99**	2.40
(ii) Dividend income - Non current investments	**0.42**	0.83
(c) Other gains and losses		
(i) Profit on sale of investments (net)	**5.12**	2.68
(ii) Change in fair value of investments	**-**	1.00
(d) Other non-operating income		
(i) Foreign currency gain (net)	**0.17**	2.73
(ii) Doubtful debts written back	**0.02**	-
(iii) Other non-operating income	**1.00**	1.02
	25.23	24.68

22 Consultancy Fees, Softwares and Others

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
(a) Outsourcing charges	**45.38**	44.44
(b) Software-internal use	**8.38**	6.12
(c) Professional fees*	**9.41**	5.89
	63.17	56.45

* Professional fees include ₹ 0.60 Crore (Previous year. ₹ Nil) for commission payable to directors, which is subject to approval in ensuing annual general meeting.

23 Employee Benefit Expense (Refer Note 29)

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
(a) Salaries and wages	**467.62**	450.51
(b) Contribution to provident fund	**15.90**	14.80
(c) Contribution to superannuation scheme	**4.08**	4.39
(d) Contribution to gratuity fund	**4.25**	3.95
(e) Staff welfare expenses	**24.06**	22.07
	515.91	495.72

Notes forming part of the Standalone Financial Statements

24 Finance Costs

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Interest Expense		
(a) Interest on short term borrowings	0.99	1.07
	0.99	1.07

25 Other Expenses

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
(a) Repairs & maintenance		
- Buildings	0.51	0.42
- Plant & machinery	1.39	2.18
- Others	6.94	6.31
(b) Rent	14.38	13.17
(c) Rates and taxes	0.88	0.59
(d) Insurance	0.27	0.33
(e) Advertisement and publicity	0.04	-
(f) Business promotion expenses	2.52	2.80
(g) Office expenses	5.78	5.49
(h) Travelling & conveyance	19.40	19.46
(i) Power & fuel	6.99	8.36
(j) Water charges	0.54	0.66
(k) Auditors remuneration**	1.01	0.57
(l) Staff training and seminar expenses	2.32	3.11
(m) Staff recruitment expenses	2.12	1.68
(n) AMC charges	30.43	22.14
(o) Communication expenses	10.80	8.88
(p) Allowances for doubtful debts	-	1.75
(q) Change in fair value of investments	3.28	0.01
(r) CSR Expenditure	5.16	5.14
(s) Miscellaneous expenses	2.07	1.78
	116.83	104.83

26 Payment to auditors

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
i) For statutory audit, including quarterly audits	0.57	0.35
ii) For Tax audit	0.05	0.04
iii) For other attest services	0.39	0.16
iv) For reimbursement of expenses	0.00	0.02
	1.01	0.57

Notes forming part of the Standalone Financial Statements

27 Segments Reporting

Ind AS 108 establishes standards for the way that business enterprises report information about operating segments and related disclosures about products and services, geographic areas, and major customers. The Company's operations predominantly relate to providing end-to-end engineering & designing solutions. Based on the "management approach" as defined in IndAS108, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments. Accordingly, information has been presented both along business segments and geographic segments. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments, and areas set out in the significant accounting policies.

The complete operations of the Company have been treated as single segment "Information technology services". Further, business segments of the Company are primarily enterprises in Automobile, Industrial Heavy Machinery (IHM) & Aerospace.

Geographic segment is based on business sourced from that geographic region and delivered from both on-site and off-shore locations. North America comprises the United States of America, Canada (up to December 13, 2016) and Mexico, Rest of Europe includes continental Europe (both the east and the west), and the Rest of the World comprising all other places except those mentioned above and India.

Assets and liabilities used in the Company's business are not identified to any of the reportable segments, as these are used interchangeably between segments. Management believes that it is currently not practicable to provide segment disclosures relating to total assets and liabilities since a meaningful segregation of the available data is onerous.

Geographical information on revenue and business segment revenue information is collated based on location of individual customers invoiced or in relation to which the revenue is otherwise recognized.

Geographic Segments
Year ended March 31, 2017 & March 31, 2016:

(Amount in ₹ Crore)

Particulars	India	UK	NA	Rest of Europe	Rest of the World	Total
Revenues	**708.17**	**222.52**	**89.37**	**51.31**	**40.71**	**1,112.08**
	711.13	256.18	70.13	15.06	29.81	1,082.31
Identifiable operating expenses	**484.85**	**134.21**	**51.30**	**35.87**	**24.38**	**730.61**
	512.73	132.43	38.00	12.10	17.22	712.48
Allocated expenses	**20.93**	**11.38**	**4.57**	**2.62**	**5.01**	**44.51**
	24.45	16.26	4.45	0.96	1.80	47.92
Segmental operating income	**202.39**	**76.93**	**33.50**	**12.82**	**11.32**	**336.96**
	173.95	107.49	27.68	2.00	10.79	321.91
Unallocable expenses						**86.70**
						77.51
Other Income (Net)						**24.25**
						23.61
Net profit before exceptional items and tax						**274.51**
						268.01
Exceptional Items						**10.62**
						-
Net profit before tax						**263.89**
						268.01
Tax expense						**50.46**
						43.45
Net profit after taxes						**213.43**
						224.56

Also, Refer Note 10 & Note 31(ii)

Notes forming part of the Standalone Financial Statements

28 Earning per Share

Particulars		Year ended March 31, 2017	Year ended March 31, 2016
(a) Profit after tax	₹ Crore	**213.43**	224.56
(b) The weighted average number of Ordinary Shares for Basic EPS	Nos.	**43,031,326**	43,024,638
(c) The nominal value per Ordinary Share	₹	**10.00**	10.00
(d) Earnings Per Share (Basic)	₹	**49.60**	52.19
(e) Profit after tax for Diluted EPS	₹ Crore	**213.43**	224.56
(f) The weighted average number of Ordinary Shares for Basic EPS	Nos.	**43,031,326**	43,024,638
(g) Add: Adjustment for Employee Stock Options	Nos.	**19,738**	30,114
(h) The weighted average number of Ordinary Shares for Diluted EPS	Nos.	**43,051,064**	43,054,752
(i) Earnings Per Shares (Diluted)	₹	**49.58**	52.16

29 Defined contribution plans

The Company's contribution to defined contribution plan aggregated ₹ 19.99 crore (Previous Year ₹. 19.25 crore) for the year ended March 31, 2017 has been recognized in the statement of Profit and Loss.

Defined benefit plans / long term compensated absences:

The principal assumptions used for the purposes of the actuarial valuations were as follows.

(Amount in ₹ Crore)

Particulars	Gratuity (Funded)			Bhavishya Kalyan Yojana (BKY)(Unfunded)			Superannuation (Partly Funded)			Post Retirement Medicare Scheme (Unfunded)			Compensated Absence (Unfunded)		
	Valuation as at			Valuation as at			Valuation as at			Valuation as at			Valuation as at		
	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-17	31-Mar-16	01-Apr-15
Discount rate(s)	**7.5%**	8%	8%	**7.5%**	8%	8%	**6.75%**	6.75%	6.75%	**7.3%**	8.00%	8.00%	**7.5%**	8.00%	8.00%
Expected rate(s) of salary increase	**4%-5.5%**	5%-6.2%	5%-6.2%	**4%-5.5%**	5%-6.2%	5%-6.2%	**-**	-	-	**-**	-	-	**4%-5.5%**	5%-6.2%	5%-6.2%

Notes forming part of the Standalone Financial Statements

Amounts recognised in standalone statement of profit and loss in respect of these defined benefit plans are as follows.

(Amount in ₹ Crore)

Particulars	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY) (Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16
Service cost:										
Current service cost	**4.10**	3.88	**0.44**	0.42	**0.18**	0.20	**0.50**	0.47	**1.75**	1.58
Past service cost and (gain)/loss from settlements	-	-	-	-	-	-	-	-	-	-
Net interest expense	**0.15**	0.07	**0.27**	0.22	**(0.07)**	(0.07)	**0.51**	0.54	**0.32**	0.47
Components of defined benefit costs recognised in profit or loss	**4.25**	3.95	**0.71**	0.64	**0.11**	0.13	**1.01**	1.01	**2.07**	2.05
Remeasurement on the net defined benefit liability:										
Return on plan assets (excluding amounts included in net interest expense)	**(0.92)**	(0.31)	-	-	**0.03**	-	-	-	-	-
Actuarial (gains) / losses arising from changes in demographic assumptions.	**(1.81)**	-	**0.85**	-	-	-	**2.17**	-	-	-
Actuarial (gains) / losses arising from changes in financial assumptions	**1.73**	-	**0.26**	-	-	-	**1.16**	0.56	**-**	-
Actuarial (gains) / losses arising from experience adjustments	**1.51**	2.24	**0.07**	0.13	**(0.16)**	0.79	**0.17**	(0.91)	**-**	-
Others										
Actuarial (gains) / loss due to Experience on DBO	-	-	-	-	**-**	(0.67)	-	-	-	-
Adjustments for restrictions on the defined benefit asset	-	-	-	-	-	-	-	-	-	-
Components of defined benefit costs recognised in other comprehensive income	**0.51**	1.93	**1.18**	0.13	**(0.13)**	0.12	**3.50**	(0.35)	**-**	-
Total	**4.77**	5.88	**1.89**	0.77	**(0.02)**	0.25	**4.51**	0.66	**2.07**	2.05

The current service cost and the net interest expense for the Year are included in the 'Employee benefits expense' line item in the standalone statement of profit and loss.

The remeasurement of the net defined benefit liability is included in other comprehensive income.

The amount included in the standalone balance sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:

(Amount in ₹ Crore)

Particulars	Gratuity (Funded)			Bhavishya Kalyan Yojana (BKY)(Unfunded)			Superannuation (Partly Funded)			Post Retirement Medicare Scheme (Unfunded)			Compensated Absence (Unfunded)		
	As at			As at			As at			As at			As at		
	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-17	31-Mar-16	01-Apr-15
Present value of funded defined benefit obligation	**(37.83)**	(33.14)	(34.41)	**(5.21)**	(3.41)	(2.77)	**(6.34)**	(7.33)	(6.83)	**(10.80)**	(6.56)	(6.76)	**(7.07)**	(6.90)	(6.96)
Fair value of plan assets	**33.15**	29.35	30.66	**-**	-	-	**7.42**	8.25	7.82	**-**	-		**-**	-	
Funded status	**(4.68)**	(3.79)	(3.75)	**(5.21)**	(3.41)	(2.77)	**1.08**	0.92	0.99	**(10.80)**	(6.56)	(6.76)	**(7.07)**	(6.90)	(6.96)
Restrictions on asset recognised	**-**	-	-	**-**	-	-	**-**	-	-	**-**	-	-	**-**	-	-
Others	**-**	-	-	**-**	-	-	**-**	-	-	**-**	-	-	**-**	-	-
Net liability arising from defined benefit obligation	**(4.68)**	(3.79)	(3.75)	**(5.21)**	(3.41)	(2.77)	**1.08**	0.92	0.99	**(10.80)**	(6.56)	(6.76)	**(7.07)**	(6.90)	(6.96)

Notes forming part of the Standalone Financial Statements

Movements in the present value of the defined benefit obligation are as follows.

(Amount in ₹ Crore)

Particulars	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY) (Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16
Opening defined benefit obligation	**33.14**	34.41	**3.41**	2.78	**7.33**	6.83	**6.56**	6.76	**6.90**	6.95
Current service cost	**4.10**	3.88	**0.70**	0.42	**0.18**	0.20	**0.50**	0.47	**1.75**	1.58
Interest cost	**2.52**	2.57	**-**	0.22	**0.45**	0.43	**0.52**	0.54	**0.48**	0.47
Remeasurement (gains)/losses: Actuarial gains and losses arising from changes in demographic assumptions	**(1.81)**	-	**0.85**	-	-	-	**2.17**	-	-	-
Actuarial gains and losses arising from changes in financial assumptions	**1.73**	-	**0.26**	-	-	-	**1.16**	0.56	-	-
Actuarial gains and losses arising from experience adjustments	**1.51**	2.24	**0.07**	0.13	**(0.16)**	0.79	**0.17**	(0.91)	**-**	-
Others	-	-	-	-	-	-	**-**	-	**(0.16)**	0.09
Past service cost, including losses/(gains) on curtailments	-	-	-	-	-	-	**-**	-	**-**	-
Liabilities extinguished on settlements	-	-	-	-	-	-	-	-	-	-
Liabilities assumed in a business combination	-	-	-	-	-	-	-	-	-	-
Exchange differences on foreign plans	-	-	-	-	-	-	-	-	-	-
Benefits paid	**(3.36)**	(4.56)	**(0.08)**	(0.07)	**(1.46)**	(0.92)	**(0.28)**	(0.13)	**(1.90)**	(2.06)
Others	-	-	-	-	-	-	-	-	-	-
Transfer between subsidiaries	**-**	(5.40)	**-**	(0.07)	-	-	**-**	(0.73)	**-**	(0.13)
Closing defined benefit obligation	**37.83**	33.14	**5.21**	3.41	**6.34**	7.33	**10.80**	6.56	**7.07**	6.90

Movements in the fair value of the plan assets are as follows.

(Amount in ₹ Crore)

Particulars	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY)(Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16
Opening fair value of plan assets	**29.35**	30.66	-	-	**8.25**	7.82	-	-	-	-
Interest income	**2.37**	2.50	-	-	**0.51**	0.50	-	-	-	-
Remeasurement gain (loss): Return on plan assets (excluding amounts included in net interest expense)	**0.92**	0.31	-	-	**(0.02)**	0.67	-	-	-	-
Others	-	-	-	-	-	-	-	-	-	-
Contributions from the employer	**3.88**	5.84	**0.08**	0.07	**0.14**	0.18	**0.28**	0.13	**1.90**	2.06
Contributions from plan participants	-	-	-	-	-	-	-	-	-	-
Assets distributed on settlements	-	-	-	-	-	-	-	-	-	-
Assets acquired in a business combination	-	-	-	-	-	-	-	-	-	-
Exchange differences on foreign plans	-	-	-	-	-	-	-	-	-	-
Benefits paid	**(3.37)**	(4.56)	**(0.08)**	(0.07)	**(1.46)**	(0.92)	**(0.28)**	(0.13)	**(1.90)**	(2.06)
Other	-	-	-	-	-	-	-	-	-	-
Transfer between subsidiaries	-	(5.40)	-	-	-	-	-	-	-	-
Closing fair value of plan assets	**33.15**	29.35	**-**	-	**7.42**	8.25	**-**	-	**-**	-

The major categories of plan assets as percentage of total plan assets:

Debt securities	100.00%	100.00%	N/A	N/A	100.00%	100.00%	N/A	N/A	N/A	N/A
Balances with banks	0.00%	0.00%	N/A	N/A	0.00%	0.00%	N/A	N/A	N/A	N/A

Not Applicable (N/A)

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The Company expects to contribute ₹ 3.61 Crore to the gratuity trusts during FY 2018.

The table below outlines the effect on the service cost, the interest cost and the defined benefit obligation in the event of a decrease/increase of 1% in the assumed rate of discount rate, salary escalation and health care cost:

(Amount in ₹ Crore)

Assumption	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY)(Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)	
	Discount Rate	Salary Escalation Rate	Discount Rate	Salary Escalation Rate	Discount Rate	Salary Escalation Rate	Discount Rate	Medical Cost
Change in Assumption								
Increase by 1%	8.50%	Defined above	8.50%	Defined above	7.75%	Defined above	8.50%	6.00%
Decrease by 1%	6.50%	Defined above	6.50%	Defined above	5.75%	Defined above	6.30%	5.00%
Impact on defined benefit obligation								
Increase by 1%	-2.97	3.36	-0.49	0.24	-0.03	N.A.	-1.68	1.77
Decrease by 1%	3.46	-2.94	0.56	-0.22	0.03	N.A.	2.16	-1.44
Impact on service cost and interest cost								
Increase by 1%	-1.04	1.24	-0.14	0.11	-0.02	N.A.	-0.43	0.55
Decrease by 1%	1.16	-1.07	0.17	-0.10	0.01	N.A.	0.56	-0.44

Maturity profile of defined benefit obligation:

Particulars	Gratuity (Funded)	Bhavishya Kalyan Yojana (BKY)(Unfunded)	Superannuation (Partly Funded)	Post Retirement Medicare Scheme (Unfunded)	Compensated Absence (Unfunded)
	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore
Within 1 Year	3.61	0.19	0.51	0.16	0.85
1-2 years	4.69	0.27	0.24	0.17	0.83
2-3 years	4.44	0.34	0.13	0.18	0.68
3-4 years	5.07	0.42	0.30	0.18	0.67
4-5 years	5.25	0.50	0.12	0.20	0.56
5-10 years	27.51	3.55	0.26	1.23	2.35

Employee benefit plans

The plans typically expose the company to the actuarial risks such as: investments risk, interest risks, longevity risk and salary risk

Investment risk	The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting Year on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yields at the end of the reporting Year on high quality corporate bonds when there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

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No other post-retirement benefits are provided to these employees.

In respect of the plan in India, the actuarial valuation of the plan assets and the present value of the defined benefit obligation are carried out for March 31, 2017 by Willis Towers Watson, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, are measured using the projected unit credit method.

The fair value of plan assets are majorly balance mix of investments in government securities and other debt instruments. The Trust activities are managed by mix of professional employees representing management and employees.

30.1 Capital Management

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Company.

The Company determines the amount of capital required on the basis of annual operating plans and long-term product and other strategic investment plans. The funding requirements are met through long-term/short-term borrowings. The Company's policy is aimed at combination of short-term and long-term borrowings.

The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

Gearing Ratio:

The Gearing ratio at the end of the reporting period are as follows:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Debt*	**97.31**	99.44	93.84
Cash and bank balances	**(96.87)**	(83.15)	(77.30)
Net Debt	**0.44**	16.29	16.54
Total Equity	**752.09**	722.71	887.52
Net debt to equity ratio	**0.06%**	2.25%	1.86%

*Debt is defined as short-term borrowings including interest accrued thereon

30.2 Categories of financial instruments

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Financial assets			
Measured at fair value through profit or loss (FVTPL)			
(a) Mandatorily measured:			
Equity investments	**210.44**	61.99	274.32
(b) Designated as at FVTPL	**1.86**	1.47	1.23
Measured at cost			
(a) Cash and bank balances	**99.16**	85.15	78.97
(b) Other financial assets at cost	**507.92**	637.38	596.87
Financial liabilities			
Measured at fair value through profit or loss (FVTPL)	**0.39**	1.03	0.02
Measured at cost	**241.73**	243.67	215.79
30.3 Financial assets designated as at FVTPL			
Carrying amount of financial assets designated as at FVTPL	**210.44**	61.99	274.32

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30.3 (a) Fair Value Hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities
Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices)
Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2017.

(Amount in ₹ Crore)

Particluars	As at March 31, 2017	Fair value measurement at end of reporting year		
		Level 1	Level 2	Level 3
Financial Assets				
Investments in FMP (Refer Note 6)	**25.09**	25.09	-	-
Investments in Liquid Mutual Funds (Refer Note 6)*	**185.35**	185.35	-	-
Total investments measured at fair value	**210.44**	210.44	-	-
Derivative Financial instrument-				
Foreign currency forward contracts (Refer Note 13)	**1.86**	1.86	-	-
Financial Liabilities				
Derivative Financial instrument-				
Foreign currency forward contracts (Refer Note 18)	**0.39**	0.39	-	-

*Based on Net Asset Value (NAV) as published daily by respective Fund Houses.

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2016.

(Amount in ₹ Crore)

Particluars	As at March 31, 2016	Fair value measurement at end of reporting year		
		Level 1	Level 2	Level 3
Financial Assets				
Investments in FMP (Refer Note 6)	**18.12**	18.12	-	-
Investments in Liquid Mutual Funds (Refer Note 6)*	**43.87**	43.87	-	-
Total investments measured at fair value	**61.99**	61.99	-	-
Derivative Financial instrument-				
Foreign currency forward contracts (Refer Note 13)	**1.47**	1.47	-	-
Financial Liabilities				
Derivative Financial instrument-				
Foreign currency forward contracts (Refer Note 18)	**1.03**	1.03	-	-

*Based on Net Asset Value (NAV) as published daily by respective Fund Houses.

Notes forming part of the Standalone Financial Statements

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of April 1, 2015.

(Amount in ₹ Crore)

Particluars	As at April 1, 2015	Fair value measurement at end of reporting year		
		Level 1	Level 2	Level 3
Financial Assets				
Investments in FMP (Refer Note 6)	**16.69**	16.69	-	-
Investments in Liquid Mutual Funds (Refer Note 6)*	**257.63**	257.63	-	-
Total investments measured at fair value	**274.32**	274.32	-	-
Derivative Financial instrument-				
Foreign currency forward contracts (Refer Note 13)	**1.23**	1.23	-	-
Financial Liabilities				
Derivative Financial instrument-				
Foreign currency forward contracts (Refer Note 18)	**0.02**	0.02	-	-

*Based on Net Asset Value (NAV) as published daily by respective Fund Houses.

Investment carried at cost as stated in Note 6 are not included above.

30.4 Financial risk management

In the course of its business, the Company is exposed primarily to fluctuations in foreign currency exchange rates, interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments.
The Company has a risk management policy which not only covers the foreign exchange risks but also other risks associated with the financial assets and liabilities such as interest rate risks and credit risks. The risk management policy is approved by the board of directors. The risk management framework aims to:
Create a stable business planning environment by reducing the impact of currency and interest rate fluctuations on the Company's business plan.
Achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

30.5 Market risk

Market risk is the risk of any loss in future earnings, in realizable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

30.6 Foreign currency exchange rate risk

The fluctuation in foreign currency exchange rates may have potential impact on the income statement and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the respective consolidated entities.

Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar, Great Britain Pounds, Euro and Swedish Krona, against the respective functional currencies of Tata Technologies Limited and its subsidiaries.

The Company, as per its risk management policy, uses foreign exchange and other derivative instruments .

The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in accordance with its risk management policies.

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For further details with respect to Foreign Currency Risk (other than risk arising from derivatives) disclosed at Note 32.

30.7 Derivative instruments outstanding as at March 31, 2017, March 31, 2016 & April 1, 2015 are as follows:

Particulars	As At	Bought/sold		Amount in Crore	Amount in ₹ Crore
Forward Exchange contracts	**March 31, 2017**	**Sold**	**GBP/USD**	**GBP 0.82**	**66.35**
		Sold	**EUR/USD**	**EUR 0.08**	**5.47**
		Sold	**USD/INR**	**USD 0.91**	**58.69**
		Sold	**SEK/USD**	**SEK 2.03**	**14.74**
		Sold	**CNH/USD**	**CNY 0.88**	**8.25**
	March 31, 2016	Sold	GBP/USD	GBP 0.85	80.66
		Sold	GBP/INR	GBP 0.05	4.77
		Sold	EUR/USD	EUR 0.05	4.07
		Sold	USD/INR	USD 0.35	23.19
	April 1, 2015	Sold	GBP/USD	GBP 0.55	50.85
		Sold	USD/INR	USD 0.67	41.87

The table below analyses the derivative financial instruments into relevant maturity groupings based on the remaining period as of the balance sheet date:

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Not later than one month	**61.73**	42.64	34.00
Later than one month and not later than three months	**90.05**	68.92	58.72
Later than three months and not later than one year	**1.73**	1.13	-
	153.51	112.69	92.72

30.8. Interest rate risk

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Company's cash flows as well as costs. The Company is subject to variable interest rates on some of its interest bearing liabilities.

The Company's interest rate exposure is mainly related to debt obligations. The Company also uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations like short term non-convertible bonds and short term loans.

Current exposure include short term packing credit with less than 6 months maturity period, wherein sensitivity impact is not material.

30.9. Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits

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that are reviewed and approved by the risk management committee annually. Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable and, where appropriate, credit guarantee insurance cover is purchased. Tata Motors Limited, is the largest customer of the Company (Refer note 10).

30.10 Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements.

The Company has obtained fund and non-fund based working capital lines from various banks.The Company invests its surplus funds in bank fixed deposit and liquid and liquid plus schemes of mutual funds, which carry no/low mark to market risks.

The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

The table below provides details regarding the contractual maturities of financial liabilities, including estimated interest payments as at March 31, 2017:

(Amount in ₹ Crore)

Financial Liabilities	Carrying amount	Due in 1st Year	Due in 2nd Year	Due in 3rd to 5th Year	Total contractual cash flows
(a) Trade payables	134.67	134.57	0.10	-	134.67
	(136.77)	(136.36)	(0.41)	(-)	(136.77)
(b) Borrowings and interest thereon	97.31	97.31	-	-	97.31
	(99.44)	(99.44)	(-)	(-)	(99.44)
(c) Derivative liabilities	0.39	0.39	-	-	0.39
	(1.03)	(1.03)	(-)	(-)	(1.03)
(d) Other financial liabilities	9.75	9.75	-	-	9.75
	(7.46)	(7.46)	(-)	(-)	(7.46)
Total	242.12	242.02	0.10	-	242.12
	(244.70)	(244.29)	(0.41)	(-)	(244.70)

Previous year's figures are shown in the brackets

Additional information to the Standalone Financial Statements

31. Related Party Disclosures for the year ended March 31, 2017

(i) Related party and their relationship

1	Parent Company		Tata Motors Limited
2	Subsidiary		Tata Technologies Pte.Limited, Singapore
3	Indirect Subsidiaries	1	Tata Technologies (Thailand) Limited
		2	INCAT International Plc.
		3	Tata Technologies Europe Limited
		4	INCAT GmbH (under liquidation)
		5	Tata Technologies Inc (Subsidiary of Tata Technologies Europe Limited w.e.f March 20, 2015)
		6	Tata Technologies de Mexico, S.A. de C.V.
		7	Tata Technologies (Canada) Inc. (Liquidated w.e.f December 13, 2016)
		8	Cambric Holdings Inc. (Merged into Tata Technologies Inc w.e.f January 1, 2015)
		9	Cambric Corporation, Delaware (Merged into Tata Technologies Inc w.e.f January 1, 2015)
		10	Cambric Limited, Bahama
		11	Cambric UK Ltd.
		12	Cambric Managed Services Inc, Utah (Dissolved w.e.f September 29, 2014)
		13	Cambric GmbH
		14	Midwest Managed Services, Utah
		15	Tata Technologies SRL, Romania (erstwhile Cambric Consulting SRL was renamed w.e.f February 4, 2015)
		16	Tata Manufacturing Technologies (Shanghai) Limited (Renamed Cambric Manufacturing Technologies (Shanghai) Company Limited w.e.f. February 22, 2017)
4	Fellow subsidiaries	1	Concorde Motors (India) Limited
		2	TAL Manufacturing Solutions Limited
		3	Tata Motors European Technical Centre PLC
		4	Tata Motors Insurance Broking and Advisory Services Limited
		5	Tata Motors Finance Limited
		6	TML Holdings Pte. Limited
		7	TML Distribution Company Limited
		8	Tata Hispano Motors Carrocera S.A.
		9	Tata Hispano Motors Carrocerries Maghreb SA
		10	TML Drivelines Limited
		11	Trilix S.r.l.
		12	Tata Precision Industries Pte. Limited
		13	Tata Marcopolo Motors Limited
		14	Tata Daewoo Commercial Vehicle Company Limited
		15	Tata Daewoo Commercial Vehicle Sales and Distribution Company Limited
		16	Tata Motors (Thailand) Limited
		17	Tata Motors (SA) (Proprietary) Limited
		18	PT Tata Motors Indonesia
		19	PT Tata Motors Distribusi Indonesia
		20	TMNL Motor Services Nigeria Limited
		21	Jaguar Land Rover Automotive Pic
		22	Jaguar Land Rover Limited
		23	Jaguar Land Rover Austria GmbH
		24	Jaguar Land Rover Japan Limited
		25	JLR Nominee Company Limited
		26	Jaguar Land Rover Deutschland GmbH
		27	Jaguar Land Rover North America LLC
		28	Jaguar Land Rover Nederland BV
		29	Jaguar Land Rover Portugal - Veiculos e Pepas, Lda.
		30	Jaguar Land Rover Australia Pty Limited
		31	Jaguar Land Rover Italia Spa

		32	Jaguar Land Rover Korea Company Limited
		33	Jaguar Land Rover (China) Investment Co. Limited (Renamed from Jaguar Land Rover Automotive Trading (Shanghai) Company Limited w.e.f. November 1, 2016)
		34	Jaguar Land Rover Canada ULC
		35	Jaguar Land Rover France, SAS
		36	Jaguar Land Rover (South Africa) (Pty) Limited
		37	Jaguar e Land Rover Brasil Industria e Comercio de Veiculos LTDA
		38	Limited Liability Company "Jaguar Land Rover" (Russia)
		39	Jaguar Land Rover (South Africa) Holdings Limited
		40	Jaguar Land Rover India Limited
		41	Jaguar Land Rover Espana SL
		42	Jaguar Land Rover Belux NV
		43	Jaguar Land Rover Holdings Limited
		44	Jaguar Cars South Africa (Pty) Limited
		45	The Jaguar Collection Limited
		46	Jaguar Cars Limited
		47	Land Rover Exports Limited
		48	Land Rover Ireland Limited
		49	The Daimler Motor Company Limited
		50	Daimler Transport Vehicles Limited
		51	S.S. Cars Limited
		52	The Lanchester Motor Company Limited
		53	Shanghai Jaguar Land Rover Automotive Services Company Limited
		54	Jaguar Land Rover Pension Trustees Limited
		55	JQPFPUmit edr(Apptied for striking off Name from the Register- September 21, 2016, dissolved w.e.f. December 27, 2016)
		56	Silkplan-Urorted-(App//ecf for striking off Name from the Register - September 21, 2016 and dissolved on January 17, 2017)
		57	Jaguar Land Rover Slovakia s.r.o
		58	Jaguar Land Rover Singapore Pte. Ltd.
		59	Jaguar Racing Limited
		60	InMotion Ventures Limited
		61	InMotion Ventures 1 Limited (Incorporated w.e.f. October 25, 2016)
		62	InMotion Ventures 2 Limited (Incorporated w.e.f. October 25, 2016)
		63	InMotion Ventures 3 Limited (Incorporated w.e.f. October 25, 2016)
		64	Jaguar Land Rover Colombia S.A.S (Incorporated w.e.f. August 22, 2016)
		65	Tata Motors Finance Solutions Limited
		66	Sheba Properties Limited (Direct subsidiary of TML sold to TMFL on March 31, 2016)
5	Joint Venture		TATA HAL Technologies Limited
6	Associates and Joint Venture of Parent Company	1	Tata Sons Limited
		2	Jaguar Cars Finance Limited
		3	Automobile Corporation of Goa Limited
		4	Nita Company Limited
		5	Tata Hitachi Construction Machinery Company Private Limited
		6	Tata Precision Industries (India) Limited
		7	Tata AutoComp Systems Limited
		8	Serviplem S.A.U. (Declared voluntary liquidation w.e.f. Feb 21, 2017)
		9	Inner Mongolia north Baryval Engineering Special Vehicle Co. Ltd. (Investment stake sold-off by Serviplem S.A.U. w.e.f. Feb 15, 2017)
		10	Automotive Skill Training Foundation (Section 25 Company)
		11	Automotive Stampings and Assemblies Limited
		12	Nanjing Tata Autocomp Systems Limited
		13	TACO Engineering (UK) Limited
		14	TACO Engineering Services GmbH
		15	TACO Holdings (Mauritius) Limited
		16	TACO Kunststoffechnik GmbH (excluded from consolidation by TACO from 01.07.2009) (under liquidation w.e.f. 01.07.2009)

Additional information to the Standalone Financial Statements

17 TACO Grundstuckverwaltungs GmbH (excluded from consolidation by TACO from 01.07.2009) (under liquidation w.e.f. 01.07.2009)
18 Ryhpez Holding (Sweden) AB (w.e.f. 08.08.2016)
19 TitanX Holding AB (w.e.f. 29.12.2016)
20 TitanX Engine Cooling Holding AB (w.e.f. 29.12.2016)
21 TitanX Engine Cooling Inc. (w.e.f. 29.12.2016)
22 TitanX Engine Cooling Kunshan Co. Ltd. (w.e.f. 29.12.2016)
23 TitanX Engine Cooling AB (w.e.f. 29.12.2016)
24 TitanX RefrigeracSo de Motores LTDA (w.e.f. 29.12.2016)
25 Tata Ficosa Automotive Systems Private Limited (Tata Ficosa Automotive Systems Limited)
26 Tata AutoComp GY Batteries Private Limited (formerly Tata AutoComp GY Batteries Limited)
27 Tata Autocomp Hendrickson Suspensions Private Limited (formerly Taco Hendrickson Suspensions Private Limited)
28 Air International TTR Thermal Systems Limited
29 Tata Autocomp Katcon Exhaust System Private Limited (formerly Katcon India Private Limited) (w.e.f. 19.05.2015)
30 TM Automotive Seating Systems Private Limited (w.e.f. 14.05.2015)
31 Tata Toyo Radiator Limited
32 TACO Sasken Automotive Electronics Limited (excluded from consolidation by TACO from 01.10.2010) (under liquidation w.e.f. 30.09.2010)
33 Tata Cummins Private Limited
34 Fiat India Automobiles Private Limited
35 Chery Jaguar Land Rover Automotive Company Limited
36 Chery Jaguar Land Rover Auto Sales Company Limited (100% Subsidiaries of Chery Jaguar Land Rover Automotive Company Limited)
37 Spark44 (JV) Limited
38 Spark44 Pty. Ltd. (Sydney)
39 Spark44 GMBH (Frankfurt)
40 Spark44 LLC (LA & NYC)
41 Spark44 Limited (Shanghai)
42 Spark44 Middle East DMCC (Dubai)
43 Spark44 Demand Creation Partners Limited (Mumbai)
44 Spark44 Limited (London & Birmingham)
45 Spark44 Pte Ltd (Singapore)
46 Spark44 Communication SL (Madrid)
47 Spark44 SRL (Rome)
48 Spark44 Limited (Seoul)
49 Spark44 KK (Tokyo)
50 Spark44 Canada Inc (Toronto)
51 Spark44 South Africa (Pty) Limited (Incorporated w.e.f. August 25, 2015) _
52 JT Special Vehicles Pvt. Limited (Incorporated as a JV with effect from July 13, 2016 with Jayem Automotives Pvt. Limited)
53 Ewart Investments Limited
54 Tata Limited
55 Tata AIA Life Insurance Company Limited
56 Tata AIG General Insurance Company Limited
57 Indian Rotorcraft Limited
58 Panatone Finvest Limited
59 TS Investments Limited
60 Tata SIA Airlines Limited
61 Infiniti Retail Limited
62 Tata Incorporated {w.e.f. 22.09.2015)
63 Tata Business Support Services Limited
64 TBSS Healthcare TPA Services Limited (merged with Tata Business Support Services Limited w.e.f. 23.03.2017)
65 Global Information Services Private Limited (formerly Global Information Services Limited) (ceased to be an associate and is a subsidiary w.e.f. 13.05.2016) (merged with Tata Business Support Services Limited w.e.f. 23.03.2017)

Additional information to the Standalone Financial Statements

66 Tata Investment Corporation Limited
67 Simto Investment Company Limited
68 Tata Asset Management Limited
69 Tata Asset Management (Mauritius) Private Limited
70 Tata Pension Management Limited
71 Tata Consulting Engineers Limited
72 Ecofirst Services Limited
73 TCE QSTP-LLC (in liquidation)
74 Tata International AG, Zuq
75 Tata AG, Zug
76 TRIF Investment Management Limited
77 Tata Petrodyne Limited
78 Belida B.V.
79 Dian Energy B.V.
80 Merangin B.V.
81 Meruap B.V.
82 Tata Advanced Systems Limited
83 Aurora Integrated Systems Private Limited
84 HELA Systems Private Limited
85 Nova Integrated Systems Limited
86 TASEC Limited (formerly AVAN A Integrated Systems Limited)
87 TASL Aerostructures Private Limited
88 Tata Lockheed Martin Aerostructures Limited
89 Tata Sikorsky Aerospace Limited (formerly Tata Aerospace Systems Limited)
90 Tata Boeing Aerospace Limited (formerly Tata Aerospace Limited) (w.e.f. 06.11.2015)
91 Tata Capital Limited
92 India Collections Management Limited (Amalgamated with Tata Capital Ltd. w.e.f. May 16, 2016, appointed date April 1, 2015)
93 Tata Capital Advisors Pte. Limited
94 Tata Capital Financial Services Limited
95 Tata Capital Forex Limited (formerly TT Holdings & Services Limited)
96 TATA Capital General Partners LLP
97 Tata Capital Growth Fund 1
98 Tata Capital Healthcare General Partners LLP
99 Tata Capital Housing Finance Limited
100 Tata Capital Markets Pte. Limited
101 Tata Capital Pic
102 Tata Capital Pte. Limited
103 Tata Cleantech Capital Limited
104 Tata Infrastructure Capital Limited (Amalgamated with Tata Capital Ltd. w.e.f. May 16, 2016, appointed date April 1, 2015)
105 Tata Opportunities General Partners LLP
106 Tata Securities Limited
107 TC Travel and Services Limited
108 Tata Housing Development Company Limited
109 Apex Realty Private Limited
110 Ardent Properties Private Limited
111 Concept Developers & Leasing Limited (formerly Concept Marketing and Advertising Limited)
112 Gurgaon Infratech Private Limited (Merged with Tata Housing Development Co. Ltd. pursuant to the order dated April 29, 2016 of the Hon'ble High Court of Judicature at Mumbai w.e.f. April 1, 2014)
113 HLT Residency Private Limited
114 Kriday Realty Private Limited
115 Landscape Structures Private Limited (Merged with Tata Housing Development Co. Ltd. pursuant to the order dated April 29, 2016 of the Hon'ble High Court of Judicature at Mumbai w.e.f. April 1, 2014)
116 North Bombay Real Estate Private Limited
117 One-Colombo Project (Private) Limited

Additional information to the Standalone Financial Statements

118 Promont Hillside Private Limited
119 Smart Value Homes (Boisar) Private Limited (formerly Niyati Sales Private Limited)
120 Tata Value Homes Limited (formerly Smart Value Homes Limited)
121 THDC Management Services Limited (formerly THDC Facility Management Limited)
122 World-One (Sri Lanka) Projects Pte. Ltd.
123 World-One Development Company Pte. Limited
124 Synergizers Sustainable Foundation (incorporated under Section 25 of the Companies Act, 1956)
125 Tata Realty and Infrastructure Limited
126 Acme Living Solutions Private Limited
127 Arrow Infraestate Private Limited
128 Gurgaon Construct Well Private Limited
129 Gurgaon Realtech Limited
130 HV Farms Private Limited
131 TRIF Gurgaon Housing Projects Private Limited
132 TRIL Amritsar Projects Limited (w.e.f. 20.01.2015) (formerly TRIF Amritsar Projects Limited)
133 TRIL Constructions Limited
134 Wellkept Facility Mangement Services Private Limited (formerly TRIL Hospitality Private Limited)
135 TRIL Roads Private Limited
136 TRIL Urban Transport Private Limited
137 TRIL Infopark Limited
138 Hampi Expressways Private Limited (w.e.f. 23.04.2015)
139 TRIF Real Estate And Development Limited (w.e.f. 23.06.2015)
140 Dharamshala Ropeway Limited (w.e.f. 09.06.2015)
141 Manali Ropeways Private Limited (w.e.f. 19.10.2015)
142 International Infrabuild Private Limited (w.e.f. 31.03.2016)
143 Uchit Expressways Private Limited (w.e.f. 10.10.2016)
144 TRPL Roadways Private Limited (w.e.f. 03.11.2016)
145 Peepul Tree Properties Limited (merged with Albrecht Builder Private Limited pursuant to the order dated 08.01.2016 of the Hon'ble High Court of Judicature at Mumbai. Effective Date: 10.02.2016. Appointed Date: 19.03.2015)
146 Mara Builder Private Limited (merged with Tata Realty and Infrastructure Limited pursuant to the order dated 26.02.2016 of the Hon'ble High Court of Judicature at Mumbai. Effective Date: 22.03.2016. Appointed Date:01.07.2015)
147 TRIF Kochi Project Private Limited (w.e.f. 23.06.2015) (merged with Tata Realty and Infrastructure Limited pursuant to the order dated 26.02.2016 of the Hon'ble High Court of Judicature at Mumbai. Effective Date: 31.03.2016. Appointed Date:01.07.2015)
148 Valary Developers Private Limited (merged with Tata Realty and Infrastructure Limited pursuant to the order dated 26.02.2016 of the Hon'ble High Court of Judicature at Mumbai. Effective Date: 31.03.2016. Appointed Date:01.07.2015)
149 Tata Consultancy Services Limited
150 Alti HR S.A.S.
151 Alti Infrastructures Systemes & Reseaux S.A.S.
152 Alti NV
153 Alti S.A.
154 Alti Switzerland S.A.
155 APTOnline Limited (formerly APOnline Limited)
156 C-Edge Technologies Limited
157 CMC Americas Inc.
158 CMC eBiz Inc.
159 Diligenta Limited
160 MahaOnline Limited
161 MGDC S.C.
162 MP Online Limited
163 Planaxis Technologies Inc.
164 PT Tata Consultancy Services Indonesia
165 Tata America International Corporation

Additional information to the Standalone Financial Statements

166 Tata Consultancy Services (Africa) (PTY) Ltd.
167 Tata Consultancy Services (China) Co., Ltd.
168 Tata Consultancy Services (Philippines) Inc.
169 Tata Consultancy Services (South Africa) (PTY) Ltd.
170 Tata Consultancy Services (Thailand) Limited
171 Tata Consultancy Services Argentina S.A.
172 Tata Consultancy Services Asia Pacific Pte Ltd.
173 Tata Consultancy Services Belgium S.A.
174 Tata Consultancy Services Canada Inc.
175 Tata Consultancy Services Chile S.A.
176 Tata Consultancy Services Danmark ApS
177 Tata Consultancy Services De Espana S.A.
178 Tata Consultancy Services De Mexico S.A.,De C.V.
179 Tata Consultancy Services Deutschland GmbH
180 Tata Consultancy Services Do Brasil Ltda
181 Tata Consultancy Services France S.A.S.
182 Tata Consultancy Services Luxembourg S.A.
183 Tata Consultancy Services Malaysia Sdn Bhd
184 Tata Consultancy Services Netherlands BV
185 Tata Consultancy Services Osterreich GmbH
186 Tata Consultancy Services Portugal Unipessoal Limitada
187 Tata Consultancy Services Qatar S.S.C.
188 Tata Consultancy Services Sverige AB
189 Tata Consultancy Services Switzerland Ltd.
190 TCS e-Serve America, Inc.
191 TCS Financial Solutions (Beijing) Co., Ltd.
192 TCS Financial Solutions Australia Holdings Pty Limited
193 TCS Financial Solutions Australia Pty Limited
194 TCS FNS Pty Limited
195 TCS Iberoamerica SA
196 TCS Inversiones Chile Limitada
197 TCS Italia SRL
198 TCS Solution Center S.A.
199 TCS Uruguay S. A.
200 Teamlink
201 TESCOM (France) Software Systems Testinq S.A.R.L.
202 TCS e-Serve International Limited
203 Tata Consultancy Services Japan, Ltd.
204 TCS Foundation
205 Tata Consultancy Services Saudi Arabia (w.e.f. 02.07.2015)
206 Technology Outsourcing S.A.C. (w.e.f 30.10.2015)
207 WTI Advanced Technology Limited (Amalgamated with Tata Consultancy Services Limited pursuant to the order dated 27.03.2015 of the Hon'ble High Court of Judicature at Bombay. Effective Date: 01.04.2015. Appointed Date: 01.04.2014)
208 CMC Limited (Amalgamated with Tata Consultancy Services Limited pursuant to the order dated 14.08.2015 of the Hon'ble High Court of Judicature at Bombay and the order dated 20.07.2015 of the Hon'ble High Court of Judicature at Hyderabad. Effective Date: 01.10.2015. Appointed Date: 01.04.2015)
209 MS CJV Investments Corporation (dissolved w.e.f. 24.01.2017)
210 Diligenta 2 Limited (dissolved w.e.f. 14.03.2017)
211 PT Financial Network Services (liquidated w.e.f. 16.03.2017)
212 Tata Trustee Company Limited
213 e-Nxt Financials Limited (merged with Tata Business Support Services Limited vide its Order dated 08.05.2015, the Appointed date i.e. 01.04.2014, Effective date: 01.07,2015)
214 Tata Sky Limited
215 ACTVE Digital Services Private Limited
216 Tata Sky Broadband Private Limited (formerly Quickest Broadband Private Limited) (w.e.f.
217 Advinus Therapeutics Limited

Additional information to the Standalone Financial Statements

218 Advinus Therapeutics Inc.
219 Advinus Canada Incorporated (ceased w.e.f. 31.08.2015)
220 Niskalp Infrastructure Services Limited (formerly Niskalp Enerqy Limited)
221 India Emerging Companies Investment Limited
222 Inshaallah Investments Limited
223 Tata Industries Limited
224 Apex Investment (Mauritius) Holding Private Limited
225 Tata Advanced Materials Limited
226 Tata Interactive Systems AG
227 Tata Interactive Systems GmbH
228 Tata Unistore Limited (formerly Tata Industrial Services Limited)
229 Landmark E-tail Limited (w.e.f. 12.06.2015)
230 Inzpera Healthsciences Limited (w.e.f. 22.06.16)
231 Qubit Investments Pte Limited (w.e.f. 19.07.2016)
232 Tata Autocomp Systems Limited (Included above as a Direct Associate of Tata Motors Limited)
233 Tata International Limited
234 Alliance Motors Ghana Limited
235 Bachi Shoes Limited
236 Blackwood Hodge Zimbabwe (Private) Limited
237 Calsea Footwear Private Limited
238 Cometal, S.A.R.L.
239 Euro Shoe Components Limited
240 Monroa Portugal, Comercio E Servipos, Unipessoal LDA
241 Move On Componentes E Calcado, S.A.
242 Move On Retail Spain, S.L.
243 M'Pumalanga Mining Resources SA
244 Pamodzi Hotels Pic
245 TAH Pharmaceuticals Limited
246 TAHL (Mauritius) Mining Projects Limited
247 Tata Africa (Cote D'Ivoire) SARL
248 Tata Africa Holdings (Ghana) Limited
249 TATA Africa Holdings (Kenya) Limited
250 Tata Africa Holdings (SA) (Proprietary) Limited
251 Tata Africa Holdings (Tanzania) Limited
252 Tata Africa Services (Nigeria) Limited
253 Tata Africa Steel Processors (Proprietary) Limited
254 Tata Automobile Corporation (SA) (Proprietary) Limited
255 Tata De Mocambique, Limitada
256 Tata Holdings Mocambique Limitada
257 Tata International Metals (Americas) Limited (formerly Tata Steel International (North America) Limited)
258 Tata International Metals (Asia) Limited (formerly Tata Steel International (Hongkong) Limited
259 Tata International Metals (UK) Limited (formerly Tata Steel International (UK) Limited)
260 Tata International Singapore Pte Limited
261 Tata International Trading Brasil Ltda
262 Tata South East Asia (Cambodia) Limited
263 Tata South-East Asia Limited
264 Tata Uganda Limited
265 Tata West Asia FZE
266 Tata Zambia Limited
267 Tata Zimbabwe (Private) Limited
268 TIL Leather Mauritius Limited
269 Tata International West Asia DMCC
270 Motor-Hub East Africa Limited (w.e.f. 29.05.2015)
271 Tata International Vietnam Company Limited (w.e.f. 09.06.2016)

Additional information to the Standalone Financial Statements

		272	Tata Africa (Senegal) S.A.R.L. (merged entity w.e.f 30.06.2016 pursuant to the merger with Tata International Unitech Senegal)
		273	Tata International Canada Limited (w.e.f. 17.11.2016)
		274	Newshelf 1369 Pty Ltd. (w.e.f. 01.10.2016)
		275	Drive India Enterprise Solutions Limited (ceased w.e.f. 01.09.2015)
		276	Industrial Steels Limited (ceased w.e.f. 05.01.2016)
		277	TAHL (Mauritius) Power Projects Limited (ceased w.e.f. 14.04.2016)
		278	Tata International Unitech Senegal (formerly Unitech Motors S.A) (merged with Tata Africa (Senegal) S.A.R.L. w.e.f 30.06.2016)
		279	Taj Air Limited
		280	Taj Air Metrojet Aviation Limited
		281	AirAsia (India) Limited
		282	Strategic Energy Technology Systems Private Limited
		283	Tata Teleservices Limited
		284	A & T Road Construction Management and Operation Private Limited
		285	Pune Solapur Expressways Private Limited
		286	TRIL IT4 Private Limited (formerly Albrecht Builder Private Limited)
		287	Mikodo Realtors Private Limited (w.e.f. 07.09.2016)
		288	MIA Infrastructure Private Limited
		289	Industrial Minerals and Chemical Company Private Limited (w.e.f. 31.03.2017)
		290	Nectar Loyalty Management India Limited (ceased w.e.f. 22.08.2016)
		291	Arvind and Smart Value Homes LLP
		292	Casa Decor Private Limited (ceased w.e.f. 31.03.2016)
		293	Princeton Infrastructure Private Limited
		294	Sohna City LLP
		295	Technopolis Knowledge Park Limited
		296	HL Promoters Private Limited
		297	Kolkata-One Excelton Private Limited
		298	Sector 113 Gatevida Developers Private Limited (formerly Lemon Tree Land & Developers Private
		299	Promont Hilltop Private Limited
		300	Smart Value Homes (Peenya Project) Private Limited (formerly Smart Value Homes (Boisar Project) Private Limited)
		301	Smart Value Homes (New Project) LLP
		302	One Bangalore Luxury Projects LLP (w.e.f. 09.10.2015)
		303	Tata International DLT Private Limited
		304	Tata Precision Industries (India) Limited
		305	Tata International Wolverine Brands Limited
		306	Tata International GST AutoLeather Limited
		307	Rite Brand Retail Private Limited (ceased w.e.f. 29.03.2016)
7	Key Management Personnel	1	Mr. Warren Harris, Managing Director
		2	Mr Anubhav Kapoor, Company Secretary
		3	Mr. Venkateswarlu S, Chief Financial Officer

Additional information to the Standalone Financial Statements

31 (ii) Transactions with related parties

(Amount in ₹ Crore)

Particulars	Parent Company	Fellow subsidiaries	Subsidaries	Joint Venture	Associates & Joint Venture of Parent company	Key Management Personnel	Total
Purchase of products	**-** (-)	**-** (-)	**0.10** (0.17)	**-** (-)	**0.55** (1.45)	**-** (-)	**0.65** (1.62)
Sale of products	**47.64** (59.58)	**1.81** (1.70)	**1.27** (3.34)	**0.39** (0.49)	**7.24** (9.38)	**-** (-)	**58.35** (74.49)
Services received	**1.44** (1.36)	**0.88** (1.38)	**7.00** (11.15)	**1.36** (0.94)	**6.54** (14.39)	**-** (-)	**17.22** (29.22)
Services rendered	**463.04** (464.34)	**20.71** (18.73)	**391.55** (357.42)	**-** (0.10)	**17.75** (26.51)	**-** (-)	**893.05** (867.10)
Finance placed (including loans, equity & ICD)	**1,074.00** (1,168.80)	**-** (-)	**-** (-)	**-** (-)	**30.00** (30.00)	**-** (-)	**1,104.00** (1,198.80)
Finance received back (including loans, equity & ICD)	**1,197.00** (1,147.30)	**-** (-)	**-** (-)	**-** (-)	**60.00** (50.00)	**-** (-)	**1,257.00** (1,197.30)
Dividend paid	**106.05** (181.80)	**2.84** (4.87)	**-** (-)	**-** (-)	**19.67** (33.72)	**1.47** (3.78)	**130.03** (224.17)
Interest paid / (received)(net)	**(8.56)** (-10.21)	**(0.55)** (-0.55)	**-** (-)	**-** (-)	**(2.51)** (-2.76)	**-** (-)	**(11.62)** (-13.52)
Remuneration	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**1.64** (1.18)	**1.64** (1.18)
Amount receivable (Including Unbilled Revenue)	**69.05** (52.49)	**3.52** (6.22)	**121.07** (95.18)	**-** (-)	**7.40** (41.83)	**-** (-)	**201.04** (195.72)
Amount payable	**0.64** (3.86)	**0.00** (-)	**6.03** (6.18)	**0.29** (-)	**4.38** (3.50)	**-** (-)	**11.34** (13.54)
Amount receivable (in respect of advances, loans, Equity, ICD, Bonds)	**-** (123.00)	**5.29** (5.29)	**-** (-)	**-** (-)	**-** (30.00)	**-** (-)	**5.29** (158.29)

The above transactions are excluding reimbursement of expenses
Previous year's figures are shown in the brackets

Disclosure of material transactions:
Purchase of Goods:
Tata Consultancy Services: ₹ 0.55 crore (March 31, 2016 ₹ 0.57 crore)
Tata Technologies Inc. Limited: ₹ 0.10 crore (March 31, 2016 ₹ 0.17 crore)
Services received:
Tata Technologies Thailand Limited: ₹ 3.45 crore (March 31, 2016 ₹ 5.66 crore)
Tata Capital Forex Limited: ₹ 3.14 crore (March 31, 2016 ₹ 1.54 crore)
Tata Technologies Inc.: ₹ 2.75 crore (March 31, 2016 ₹ 4.99 crore)
Tata Sons Limited: ₹ 2.01 crore (March 31, 2016 ₹ 1.91 crore)
Services rendered:
Tata Technologies Europe Limited ₹ 268.47 crore (March 31, 2016 ₹ 266.66 crore)
Interest received:
Tata Housing Development Company Limited: ₹ 2.41 crore (March 31, 2016 ₹ 2.76 crore)

Notes forming part of the Standalone Financial Statements

(Amount in ₹ Crore)

Consideration of key management personnel*	Year ended March 31, 2017	Year ended March 31, 2016
Short term benefits	**0.52**	0.40
Post employment benefits	**0.49**	0.38
Total	**1.01**	0.78

*Includes provision for encashable leave and gratuity for certain key management personnels on estimate basis as a separate actuarial valuation is not available

32 Foreign exchange currency exposures not covered by derivative instruments as at March 31, 2017:

(Amount in ₹ Crore)

Particulars	Currency	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
		Amount in Foreign Currency	Equivalent amount in INR	Amount in Foreign Currency	Equivalent amount in INR	Amount in Foreign Currency	Equivalent amount in INR
Financials Assets:							
Trade Receivables & Unbilled Revenue	EUR	**0.02**	**1.05**	-	-	0.04	2.37
	CAD	**0.01**	**0.37**	0.00	0.18	0.00	0.04
	GBP	**0.00**	**0.00**	-	-	0.01	1.34
	THB	**0.12**	**0.22**	-	-	0.00	0.00
	USD	**-**	**-**	-	-	0.51	32.12
	ZAR	**0.00**	**0.02**	0.01	0.04	0.02	0.08
	CNY	**0.34**	**3.20**	1.14	11.66	0.10	1.02
	SGD	**0.01**	**0.25**	0.02	0.84	0.01	0.26
	NZD	**-**	**-**	0.00	0.00	-	-
	SEK	**1.03**	**7.46**	0.05	0.42	-	-
Current account with Bank (including cheques in hand/money in transit)	USD	**0.10**	**6.37**	0.71	47.14	1.01	62.93
	EUR	**0.01**	**0.98**	-	-	0.00	0.29
	GBP	**0.01**	**1.04**	0.05	5.21	0.07	6.81
Total			**20.97**		65.48		107.26
Financials Liabilities:							
Unsecured Loan	USD	**0.04**	**2.46**	0.22	14.64	1.50	93.75
Trade Payables	EUR	**0.00**	**0.10**	0.00	0.22	0.00	0.22
	GBP	**0.03**	**2.76**	0.00	0.10	0.00	0.03
	THB	**0.57**	**1.08**	0.84	1.58	0.00	0.02
	USD	**0.06**	**4.13**	0.08	5.51	0.89	1.71
	SEK	**0.08**	**0.56**	-	-	0.08	5.23
	CNY	**0.02**	**0.19**	-	-	-	-
Total			**11.29**		22.04		100.96

10% appreciation/depreciation of the respective foreign currencies with respect to functional currency of the Company would result in decrease/increase in the Company's net income before tax by approximately ₹ 2.10 crore as at March 31, 2017 (₹ 6.55 crore as at March 31, 2016 , ₹ 10.73 crore as at April 1, 2015) and ₹ 1.13 crore as at March 31,2017 (₹ 2.20 crore as at March 31, 2016, ₹ 10.10 crore as at April 1, 2015) for financial assets and financial liabilities respectively.

Notes forming part of the Standalone Financial Statements

33 Contingent Liabilities

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(a) Bonus related to retrospective period (Refer Note 34.4 (a))	**7.82**	14.28	-
(b) Income Tax demands disputed in appeals	**2.76**	2.05	2.05
(c) Sales Tax demands disputed in appeals	**21.81**	21.81	21.81
(d) Service Tax demands disputed in appeals	**5.40**	5.31	9.50

As on March 31, 2017, the company's management does not expect any outflow in respect of these pending litigations related to direct and indirect tax matters stated above.

34.1 Subsequent events

The Board of Directors at its meeting held on May 15, 2017 have recommended an interim dividend of ₹ 25/- per share. The interim dividend will result in total payout of ₹ 129.50 crore including dividend distribution tax thereon.

34.2 Information regarding earnings and expenditure in foreign currency

(Amount in ₹ Crore)

Particulars	2016-2017		2015-2016	
Earnings in foreign currency				
Services & Products	**403.67**		372.43	
Less: Exports to Japan branch (eliminated)	**0.60**	**403.07**	-	372.43
Commission		**0.01**		-
Sub Total		**403.08**		372.43
CIF Value of imports		-		-
Capital Goods		**11.00**		10.99
Revenue Items (Inventories)		**3.66**		1.53
Sub Total		**14.66**		12.52
Expenditure in foreign currency:				
Travel / Training Expenses		**5.01**		3.69
Software Services		**15.25**		11.85
Interest		**0.77**		0.86
Other Expenses		**0.73**		0.25
Sub Total		**21.76**		16.65

Notes forming part of the Standalone Financial Statements

34.3 Disclosure on Specified Bank Notes (SBN)

During the year, the Company had specified bank notes or other denomination note as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from November 8, 2016 to December 30, 2016, the denomination wise SBNs and other notes as per the notification is given below:

(Amount in ₹ Crore)

Particulars	SBN's In ₹ *	Other Denomination notes in ₹	Total
Closing Cash on Hand as on November 8,2016	**188,000**	139,817	327,817
(+)Permitted Receipts	-	402,932	402,932
(-)Permitted Payments	-	322,512	322,512
(-)Amount deposited in Banks	**188,000**	-	188,000
Closing Cash on Hand as on December 30,2016	-	220,237	220,237

*For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016.

34.4 Exceptional items includes:

a. Statutory bonus at the revised rates pertaining to period retrospective to the notification dated on 01.01.2016 (i.e. from 01.04.2014 to 31.12.2015) was not provided pending similar cases contesting retrospective applicability of the said notification in various Honourable High Courts. During November 2016, considering the industry practices, the management after internal deliberations decided to and has paid the incremental bonus covering the fiscal year of the said notification i.e. from 01.04.2015 to 31.12.2015 aggregating to ₹ 5.55 crore, which has been presented as exceptional items. The incremental bonus for the FY 2014-15 is continued as contingent liability pending similar cases contesting retrospective applicability of the said notification in various Honourable High Courts.

b. Having regard to the future business strategy/plans of the joint venture and considering their current financial position, the Company has recognized a provision for impairment loss of ₹ 5.07 crore for the year ended March 31, 2017, in respect of its investment in joint venture.

34.5 The financial statements for the year ended March 31, 2017 were approved by the Board of Directors and authorise for issue on May 15, 2017.

Notes forming part of the Standalone Financial Statements

35 First time IND AS adoption Reconciliations

35.1 Effect of Ind AS adoption on the standalone balance sheet as at March 31, 2016 and April 1, 2015

(Amount in ₹ Crore)

Particulars	Notes	As at 31/03/2016 (End of last period presented under previous GAAP)			As at 01/04/2015 (Date of transition)		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
Non-Current Assets							
Property, plant and equipment	b	84.95	(3.44)	81.51	75.23	(3.48)	71.75
Capital work-in-progress		3.44	-	3.44	3.16	0.78	3.94
Other intangible assets		58.84	-	58.84	44.69	-	44.69
Intangible assets under development		-	-	-	3.71	-	3.71
Financial assets							
(i) Investments							
a) Investments in joint ventures		5.07	-	5.07	5.07	-	5.07
b) Other investments	g	228.91	-	228.91	238.91	1.12	240.03
(ii) Other Loans & Advances	c,d	27.74	(19.71)	8.03	19.92	(7.44)	12.48
(iii) Other financial assets		-	-	-	-	-	-
Deferred tax assets (Net)	f	-	13.53	13.53	-	-	-
Current tax assets (net)		35.97	-	35.97	33.18	-	33.18
Other non-current assets	c,d,f	0.93	5.58	6.51	0.99	5.06	6.05
Total Non-Current Assets		**445.85**	**(4.04)**	**441.81**	**424.86**	**(3.96)**	**420.90**
Current Assets							
Inventories		-	-	-	0.75	-	0.75
Financial assets			-			-	
(i) Other Investments	g	58.47	3.52	61.99	261.87	1.33	263.20
(ii) Trade receivables		194.38	-	194.38	126.09	-	126.09
(iii) Cash and cash equivalents		85.15	-	83.15	78.97	-	77.30
(iv) Bank balances other than (iii) above			-	2.00		-	1.67
(v) Other Loans & Advances	d	156.98	(153.00)	3.98	213.35	(196.50)	16.85
(vi) Other financial assets	d	-	198.48	198.48	-	208.70	208.70
Current tax assets (Net)		-	-	-	-	-	-
Other current assets	b,d	55.86	(44.44)	11.42	23.13	(12.12)	11.01
Total current assets		**550.84**	**4.56**	**555.40**	**704.16**	**1.41**	**705.57**
Total assets		**996.69**	**0.52**	**997.21**	**1,129.02**	**(2.55)**	**1,126.47**
Equity							
Equity share capital		43.02	-	43.02	43.02	-	43.02
Other equity	b,c,e,f,g,i	573.88	105.81	679.69	532.49	312.01	844.50
Total equity (shareholders' funds under previous GAAP)		**616.90**	**105.81**	**722.71**	**575.51**	**312.01**	**887.52**
Share application money pending allotment	k	0.19	(0.19)	-	-	-	-
Non-current liabilities							
Financial liabilities							
(i) Borrowings		-	-	-	-	-	-
(ii) Trade Payables	d	2.35	(1.94)	0.41	1.60	(0.99)	0.61
(iii) Other Financial Liabilities	d	-	1.94	1.94		0.99	0.99
Provisions		15.31	-	15.31	14.85	-	14.85
Deferred tax liabilities (Net)	f	2.61	(2.61)	-	4.09	(3.85)	0.24
Total non-current liabilities		**20.27**	**(2.61)**	**17.66**	**20.54**	**(3.85)**	**16.69**
Current liabilities							
Financial liabilities							
(i) Borrowings		99.37	-	99.37	93.75	-	93.75
(ii) Trade payables	d,g	136.36	-	136.36	115.25	(1.22)	114.03
(iii) Other financial liabilities	d	-	6.62	6.62	-	6.43	6.43
Provisions	a	105.13	(103.57)	1.56	312.34	(310.70)	1.64
Current tax liabilities (Net)		3.65	-	3.65	0.14	-	0.14
Other current liabilities	d	14.82	(5.54)	9.28	11.49	(5.22)	6.27
Total current liabilities		**359.33**	**(102.49)**	**256.84**	**532.97**	**(310.71)**	**222.26**
Total Liabilities		**379.60**	**(105.10)**	**274.50**	**553.51**	**(314.56)**	**238.95**
Total Equity and Liabilities		**996.69**	**0.52**	**997.21**	**1,129.02**	**(2.55)**	**1,126.47**

Notes forming part of the Standalone Financial Statements

35.2 Reconciliation of the standalone total equity as at March 31, 2016 and April 1, 2015

(Amount in ₹ Crore)

Particulars	Notes	As at 31/3/2016 (End of last period presented under previous GAAP)	As at 01/04/2015 (Date of transition)
Total equity (shareholders' funds) under previous GAAP		616.90	575.51
Fair valuation of investments under Ind AS (net of tax)	g	2.25	1.62
Dividends not recognised as liability until declared under Ind AS	a	103.57	310.70
Measurement of financial assets (net of tax)	c	(0.05)	-
Time value of options and forward element of forward contracts designated in a hedging relationship (net of tax)	i	(0.15)	(0.31)
Share Application Money shown as Equity as per Ind AS	k	0.19	-
Total adjustment to equity		105.81	312.01
Total equity under Ind AS		722.71	887.52

35.3 Effect of Ind AS adoption on the standalone statement of profit and loss for the year ended March 31, 2016

(Amount in ₹ Crore)

Particulars	Notes	Year ended 31/03/2016		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS
Revenue from operations		1,082.31	-	1,082.31
Other income	c, i	23.48	1.20	24.68
Total Income (A)		**1,105.79**	**1.20**	**1,106.99**
Expenses :				
(a) Cost of traded products		133.22	-	133.22
(b) Consultancy fees, softwares and others		56.45	-	56.45
(c) Employee benefits expense	e	497.54	(1.82)	495.72
(d) Finance costs		1.07	-	1.07
(e) Depreciation and amortisation expense	b	47.73	(0.04)	47.69
(f) Other expenses	b,c	104.49	0.34	104.83
Total expenses (B)		**840.50**	**(1.52)**	**838.98**
Profit before tax (A-B)		**265.29**	**2.72**	**268.01**
Tax Expense :				
(a) Current tax		56.58	-	56.58
(b) Deferred tax	f	(13.92)	0.79	(13.13)
		42.66	0.79	43.45
Profit after Tax		**222.63**	**1.93**	**224.56**
Other Comprehensive Income (OCI)				
(i) Items that will not be reclassified to profit and loss: Remeasurement gains and (losses) on defined benefit obligations (net)	e	-	(1.83)	(1.83)
(ii) Income tax relating to items that will not be reclassified to profit and loss:		-	0.64	0.64
Other comprehensive income for the period		**-**	**(1.19)**	**(1.19)**
Total comprehensive income for the period		**222.63**	**0.74**	**223.37**

Notes forming part of the Standalone Financial Statements

Note 35.4 Reconciliation of the standalone total comprehensive income for the year ended March 31, 2016

(Amount in ₹ Crore)

Particulars	Note	Year ended March 31, 2016
Profit as per previous GAAP		222.63
Adjustments:		
Fair valuation of investments as per Ind AS (Net of Tax)	g	0.66
Time value of options and forward element of forward contracts designated in a hedging relationship (Net of Tax)	i	0.13
Remeasurement of defined benefit obligation recognised in other comprehensive income under Ind AS (Net of Tax)	e	1.19
Depreciation with respect to Leasehold Land (Net of Tax)	b	0.04
Depreciation with respect to Leasehold Land transferred to Rent (Net of Tax)	b	(0.04)
Measurement of financial asset at Fair Value (Net of Tax)	c	(0.05)
Total effect of transition to Ind AS		**1.93**
Other comprehensive for the year	e	(1.19)
Total comprehensive income for the year		**223.37**

35.5 Reconciliation of Cash Flow Statement

There were no significant reconciliations items between cash flows prepared under Indian GAAP and those prepared under Ind AS.

35.6 Notes to the reconciliations

a) Under previous GAAP, dividends on equity shares recommended by the board of directors after the end of the reporting period but before the financial statements were approved for issue were recognised in the financial statements as a liability. Under Ind AS, such dividends are recognised when declared by the members in a general meeting. The effect of this change is an increase in total equity as at March 31, 2016 of ₹ 103.57 crore (₹ 310.70 Crore as at April 1, 2015), but does not affect the profit for the year ended.

b) Under previous GAAP, Leasehold Land was considered as a tangible fixed asset. As per Ind AS, It is treated as Non-current Asset; since land has an indefinite economic life. The effect of this change is decrease in Property, Plant and Equipment by ₹ 3.44 crore as at March 31, 2016 (₹ 3.48 crore as at April 1, 2015) and increase in 'Other non-current assets' by ₹ 3.40 crore as at March 31, 2016 (₹ 3.44 crore as at April 1, 2015) and 'Other current assets' by ₹ 0.04 crore as at March 31, 2016 (₹ 0.04 crore as at April 1, 2015) but does not affect profit before tax and total profit for the year ended.

c) Under previous GAAP, Noncurrent portion of Security Deposits was measured at cost. In accordance with Ind AS 109, these deposit are valued at present value, by discounting the cost at the rates applicable for Government Bonds for specified tenure of the deposit. Prepaid expenses are then amortised by charging to Rent expenses & addition is made to Security Deposit by accruing Interest Income gradually. Therefore, there is an increase in Other Income (net of tax) by ₹ 0.16 Crore for the year ended March 31, 2016. Also, there is increase in Other expenses (net of tax) by (₹ 0.21 Crore) for the year ended March 31, 2016.

d) Under previous GAAP, there was no concept of Financial and Non Financial Assets/Liabilities. However, in Ind AS, financial assets and liabilities are disclosed separately. Accordingly,
- interest accrued but not due on borrowings' and 'Unclaimed / unpaid dividends' were regrouped from 'Other current liabilities' to 'Other financial liabilities'.
- Noncurrent portion of Retention Bonus payable were regrouped from Trade Payables in GAAP was transferred to 'Other financial liabilities'.
- Bills of exchange on hand, Unbilled Revenue and interest accrued on deposits and investments has been regrouped from 'Other Current Assets' to 'Other financial assets'
- Noncurrent portion of Prepaid Expenses, Deposits with government and others were regrouped from 'Long term loans and advances' to 'Other non-current assets'.

Notes forming part of the Standalone Financial Statements

- Intercorporate deposits were regrouped from 'Short term loans and advances' to 'Other financial assets'.

e) Under previous GAAP, actuarial gains or losses were recognised in profit or loss. Under Ind AS, the actuarial gains and losses form part of remeasurement of the net defined benefit liability / asset which is recognised in other comprehensive income. Consequently, the tax effect of the same has also been recognised in other comprehensive income under Ind AS instead of statement of profit or loss. Accordingly, there is an increase in Profit (net of tax) by ₹ 1.20 crore for the year ended March 31, 2016.

f) Consequently, to the adjustments on adopting Ind AS, deferred tax on such adjustments has been recognised. The net effect of these changes is decrease in the profits for the year ended March 31,2016 by ₹ 0.79 crore. Also, Minimum Alternate Tax (MAT) grouped under Deferred Tax as per Ind AS.

g) Under previous GAAP, investments in Mutual Funds were measured at lower of cost or fair value. Under Ind AS, these financial assets have been classified as FVTPL on the date of transition. The fair value changes are recognised in profit or loss. On transitioning to Ind AS, these financial assets have been measured at their fair values which is higher than cost as per previous GAAP, resulting in an increase in carrying amount of Investments by ₹ 3.52 crore as at March 31,2016 and by ₹ 1.33 crore as at April 1, 2015 for Current Portion and by ₹ Nil as at March 31,2016 and ₹ 1.12 crore as at April 1,2015 for Non Current Portion. The corresponding deferred taxes have also been recognised as at March 31, 2016 (₹ 1.17 crore) and also as at April 1, 2015 (₹ 0.83 crore). Because of such adjustments, there is an increase in Profit (net of tax) by ₹ 0.66 crore for the year ended March 31, 2016.

h) Under previous GAAP, there was no concept of other comprehensive income. Under Ind AS, specified items of income, expense, gains, or losses are required to be presented in other comprehensive income.

i) Under previous GAAP, for designated hedging relationships, the Company recognised the movements in the time value of options and the forward element of forward contracts in profit or loss in the period in which they arose. Under Ind AS, such forward contracts are valued at marked to market. Gain/Loss on this is accounted in Profit & Loss. Accordingly, there is increase in Profit (net of tax) by ₹ 0.13 crore for the year ended March 31, 2016.

j) Under previous GAAP, earmarked balances with Banks was forming part of Cash and Bank Balances. In Ind AS, it is considered to be part of 'Other Bank Balance' and not part of 'Cash and Cash equivalents'.

k) Under previous GAAP, Share application money pending allotment was shown under Equity. As per Ind AS, it is regrouped under 'Other Equity'.

Independent Auditors' Report

TO THE MEMBERS OF TATA TECHNOLOGIES LIMITED

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of Tata Technologies Limited (hereinafter referred to as "the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its joint venture, comprising the Consolidated Balance Sheet as at 31st March, 2017, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Parent's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and statement of changes in equity of the Group including its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its joint venture and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Parent, as aforesaid.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Parent's preparation of the consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Parent's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraphs (a) and (b) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate financial statements/ financial information of the subsidiaries and its joint venture referred to below in the Other Matters paragraph, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its joint venture as at 31st March, 2017, and their consolidated profit, consolidated total comprehensive income, their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

Other Matters

(a) We did not audit the financial statements / financial information of 5 subsidiaries, whose financial statements/ financial information reflect total assets of ₹ 1,370.74 crore as at 31st March, 2017, total revenues of ₹ 1,344.21 crore and net cash outflows amounting to ₹ 209.98 crore for the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and its joint venture is based solely on the reports of the other auditors.

Our opinion on the consolidated Ind AS financial statements above, and our report on Other Legal and Regulatory Requirements below, 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.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of the on separate financial statements and the other financial information of its joint venture incorporated in India, referred in the Other Matters paragraph above we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books, returns and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

(d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the Parent company as on 31st March, 2017 taken on record by the Board of Directors of the Parent company and the reports of the statutory auditors of its joint venture incorporated in India, none of the directors of the Parent company and its joint venture incorporated in India is disqualified as on 31st March 2017 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A", which is based on the auditors' report of the Parent company and its joint venture incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Parent's and its joint venture incorporated in India internal financial controls over financial reporting.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its joint venture, refer Note 31 to the consolidated Ind AS financial statements.

ii. The Group and its joint venture did not have any material foreseeable losses on long¬term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent and its joint venture incorporated in India.

iv. The Parent Company and its joint venture incorporated in India has provided requisite disclosures in the consolidated Ind AS financial statements as regards the holding and dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated the 8th November, 2016 of the Ministry of Finance, during the period from 8th November 2016 to 30th December 2016. Based on audit procedures performed and the representations provided to us by the management we report that the disclosures are in accordance with the books of account maintained by the Parent Company and its joint venture incorporated in India and as produced to us by the Management, refer Note 34.3 to the consolidated Ind AS financial statements.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Sunil S Kothari
Partner
(Membership No. 208238)

Mumbai, May 15, 2017

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2017, we have audited the internal financial controls over financial reporting of Tata Technologies Limited (hereinafter referred to as "Parent") and its joint venture, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent and its joint venture, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent and its joint venture, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditor of the joint venture, which is company incorporated in India, in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent and its joint venture, which are companies incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Parent and its joint venture, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 1 joint venture, which is company incorporated in India, is based solely on the corresponding report of the auditors of such company incorporated in India.

Our opinion is not modified in respect of the above matters.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm Registration No. 117366W/W-100018)

Sunil S Kothari
Partner
(Membership No. 208238)

Mumbai, May 15, 2017

Consolidated Balance Sheet

(Amount in ₹ Crore)

Particulars	Note No.	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
I. ASSETS				
(1) Non-current Assets				
(a) Property, Plant and Equipment	3	**117.02**	93.95	82.40
(b) Capital work-in-progress		**3.00**	5.25	3.94
(c) Goodwill on consolidation	4 (a)	**411.76**	479.06	461.21
(d) Goodwill on acquisition	4 (b)	**168.24**	171.87	162.14
(e) Other Intangible assets	5	**66.15**	65.72	50.47
(f) Intangible assets under development		**7.43**	-	3.71
(g) Financial assets:				
(i) Investments in joint ventures	6	**-**	2.30	2.13
(ii) Other investments	7	**35.09**	10.00	21.12
(iii) Other Loans and advances	8	**56.33**	43.52	50.82
(h) Deferred tax assets (net)	9	**26.82**	21.02	15.28
(i) Income tax assets (net)		**9.27**	37.33	33.40
(j) Other non-current assets	10	**7.05**	6.51	5.07
Total Non-current Assets		**908.16**	936.53	891.69
(2) Current Assets				
(a) Inventories (Traded)		**0.02**	-	0.75
(b) Financial assets:				
(i) Other investments	7	**185.35**	61.99	263.20
(ii) Trade receivables	11	**525.96**	445.72	361.65
(iii) Cash and cash equivalents	12	**200.88**	447.27	320.33
(iv) Other bank balances	13	**103.90**	133.25	164.77
(v) Other Loans and advances	8	**2.50**	8.12	4.77
(vi) Other financial assets	14	**156.52**	220.15	233.16
(c) Current tax assets (net)		**45.53**	12.86	2.51
(d) Other current assets	10	**31.62**	27.91	42.32
Total Current Assets		**1,252.28**	1,357.27	1,393.46
Total assets		**2,160.44**	2,293.80	2,285.15
II. EQUITY AND LIABILITIES				
(1) Equity				
(a) Equity Share capital	15	**43.03**	43.02	43.02
(b) Other Equity		**1,419.41**	1,359.25	1,334.14
Total Equity		**1,462.44**	1,402.27	1,377.16
Liabilities				
(2) Non-current Liabilities				
(a) Financial Liabilities:				
(i) Borrowings	16	**0.05**	79.56	154.14
(ii) Trade payables	17	**0.10**	0.41	0.61
(iii) Other financial liabilities	18	**2.93**	1.94	0.99
(b) Provisions	19	**21.93**	15.31	14.85
(c) Deferred tax liabilities (net)	9	**-**	3.93	5.38
(d) Other liabilities	20	**0.03**	-	-
Total Non-current liabilities		**25.04**	101.15	175.97
(3) Current Liabilities				
(a) Financial Liabilities:				
(i) Borrowings	16	**149.98**	236.87	131.24
(ii) Trade payables	17	**288.20**	305.71	352.78
(iii) Other financial liabilities	18	**74.72**	86.17	83.43
(b) Provisions	19	**3.95**	4.73	5.51
(c) Current tax liabilities (net)		**51.27**	37.39	39.48
(d) Other liabilities	20	**104.96**	119.51	119.58
Total Current Liabilities		**672.96**	790.38	732.02
Total Liabilities		**698.00**	891.53	907.99
Total Equity and Liabilities		**2,160.44**	2,293.80	2,285.15

Notes forming part of Consolidated Financial Statements 1-40

For and on behalf of the Board

In terms of our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Sunil S Kothari
Partner

Date: May 15, 2017
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

C Ramakrishnan
Director
DIN: 00020076

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

S Venkateswarlu
Chief Financial Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: May15, 2017
Place: Mumbai

Statement of Consolidated Profit and Loss

(Amount in ₹ Crore)

Particulars	Note No.	For the year ended March 31, 2017	For the year ended March 31, 2016
I. Revenue from operations	21	**2,801.95**	2,683.38
II. Other income	22	**36.09**	28.36
III. Total Revenue (I + II)		**2,838.04**	2,711.74
IV. Expenses :			
(a) Cost of traded products	23	**320.48**	371.66
(b) Consultancy fees, softwares and others	24	**455.64**	389.72
(c) Employee benefits expense	25	**1,283.25**	1,196.25
(d) Finance costs	26	**4.31**	6.20
(e) Depreciation and amortisation expense	3 & 5	**62.84**	58.53
(f) Other expenses	27	**251.50**	226.02
Total Expenses		**2,378.02**	2,248.38
V. Profit before Exceptional items and tax (III-IV)		**460.02**	463.36
VI. Exceptional Items			
-Retrospective statutory benefits expense	39.2 (a)	**5.55**	-
-Provision for Impairment in Investment in Joint Venture	39.2 (b), 6(iv)	**0.84**	-
VII. Share of (profit)/loss of joint ventures		**1.46**	(0.17)
VIII. Profit before tax (V-VI-VII)		**452.17**	463.53
IX. Tax Expense :			
(a) Current tax		**107.64**	85.92
(b) Deferred Tax		**(8.46)**	(5.95)
	9	**99.18**	79.97
X. Profit for the year (VIII - IX)		**352.99**	383.56
XI. Other comprehensive income:			
(i) Items that will not be reclassified to profit and loss: Remeasurement gains and (losses) on defined benefit obligations (net)	32	**(5.06)**	(1.83)
(ii) Income tax relating to items that will not be reclassified to profit and loss:		**1.75**	0.64
(iii) Exchange differences on translation of foreign operations		**(108.86)**	30.94
XII. Other comprehensive income for the year		**(112.17)**	29.75
XIII. Total comprehensive income for the year (X+XII)		**240.82**	413.31
XIV. Earnings per equity share: (Refer Note 30)			
Ordinary shares:			
(i) Basic (₹)		**82.03**	89.15
(ii) Diluted (₹)		**81.99**	89.09
Notes forming part of Consolidated Financial Statements	1-40		

For and on behalf of the Board

In terms of our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Sunil S Kothari
Partner

Date: May15, 2017
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

C Ramakrishnan
Director
DIN: 00020076

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

S Venkateswarlu
Chief Financial Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: May 15, 2017
Place: Mumbai

Consolidated Cash Flow Statement

(Amount in ₹ Crore)

Particulars	For the Year ended	
	March 31, 2017	March 31, 2016
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit after taxation	**352.98**	383.56
Depreciation and amortisation	**62.84**	58.53
Disallowance of TDS abroad	**0.27**	0.30
Provision for income tax	**107.64**	85.92
Provision for deferred tax	**(8.46)**	(5.95)
Dividend income on investments	**(1.41)**	(3.23)
(Profit)/Loss on sale of investments	**(5.12)**	(2.68)
(Profit) / Loss on sale tangible and intangible fixed assets	**(0.30)**	(0.01)
Interest income	**(21.41)**	(18.77)
Finance cost	**4.32**	6.20
Unrealised exchange loss / (gain)	**(1.52)**	0.61
Effect of exchange differences on translation of foreign currency cash & cash equivalent	**(1.82)**	(4.21)
Allowances for doubtful debts (Net)	**(0.03)**	1.68
Change in fair value of investments	**3.28**	(1.00)
Investments in joint venture	**0.84**	(0.17)
Provision for Impairment in Investment in Joint Venture	**1.46**	-
Bad debts written off	**0.07**	-
Operating profit before working capital changes	**493.63**	500.78
Inventories	**(0.02)**	0.75
Trade receivables	**(112.46)**	(71.22)
Other Financial Assets	**(92.28)**	(30.11)
Other current assets	**(3.87)**	16.09
Long Term loans and advances	**(2.74)**	(0.78)
Short Term loans and advances	**4.18**	(3.07)
Other Non current assets	**(2.26)**	(13.87)
Trade payables	**15.41**	(69.06)
Other financial liabilities non current	**0.99**	0.95
Other financial liabilities current	**0.42**	(0.11)
Other liabilities	**(4.51)**	(2.54)
Short term provision	**(0.48)**	(0.78)
Long term provision	**1.55**	(1.54)
CASH GENERATED FROM OPERATIONS	**297.56**	325.49
Income taxes paid (net)	**(96.47)**	(91.32)
NET CASH FLOW GENERATED FROM OPERATING ACTIVITIES	**201.09**	234.17
B CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from sale of tangible and intangible fixed assets	**0.33**	17.15
Dividend received	**0.42**	0.83
Income from sale of investment	**5.12**	2.68
Interest received on bank deposit and others	**10.52**	6.85
Other Bank Balances	**29.35**	31.52
Payment for purchase of tangible and intangible fixed assets	**(95.29)**	(91.46)
Inter corporate deposits placed	**(1,104.00)**	(1,198.80)
Inter corporate deposits refunded	**1,257.00**	1,242.30
Loans to others	**(9.79)**	8.33
Interest received from inter corporate deposit/bonds	**11.31**	11.29
Purchase of mutual funds	**(210.35)**	(169.90)
Sale of mutual funds	**59.65**	385.70
NET CASH FLOW (USED IN)/GENERATED FROM INVESTING ACTIVITIES	**(45.73)**	**246.49**
C CASH FLOW FROM FINANCING ACTIVITIES		
Share application money received pending allotment	**0.40**	0.19
Proceeds from issue of shares including securities premium	**0.22**	-
Interest paid	**(4.35)**	(6.16)
Dividends paid (including dividend tax)	**(180.95)**	(388.06)
Proceeds from short term borrowings	**312.98**	683.60
Repayment of short term borrowings	**(383.73)**	(579.66)
Repayment of long term borrowings	**(67.41)**	(79.59)
NET CASH FLOW (USED IN)/GENERATED FROM FINANCING ACTIVITIES	**(322.84)**	(369.68)

Consolidated Cash Flow Statement

(Amount in ₹ Crore)

Particulars	Note No.	For the Year ended March 31, 2017	For the Year ended March 31, 2016
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS		**(167.48)**	110.98
Cash & Bank balances at the close of the period (Refer Note 12) #		**200.88**	447.27
Cash & Bank balances at the beginning of the period (Refer Note 12) #		**447.27**	320.33
Less: Effect of exchange rate changes on cash and cash equivalents		**(1.82)**	(4.21)
Add: Translation adjustment on cash & bank balances of foreign subsidiaries		**(54.82)**	16.37
Add: Translation adjustment on reserves of foreign subsidiaries		**(25.91)**	(4.62)
		(167.48)	110.98
# Cash & Bank balances comprise :			
a) Cash and Cash Equivalents			
Cash on hand		**0.03**	0.04
Cheques, drafts on hand / funds in transit		**3.54**	1.32
Current account with banks		**148.66**	445.91
Bank deposits less than 3 months maturity		**48.65**	-
		200.88	447.27

Notes forming part of Consolidated Financial Statements 1-40

For and on behalf of the Board

In terms of our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Sunil S Kothari
Partner

Date: May 15, 2017
Place: Mumbai

S Ramadorai Chairman
DIN : 00000002

C Ramakrishnan
Director
DIN : 00020076

S Venkateswarlu
Chief Financial Officer

Mumbai, May 15, 2017

P P Kadle
Director
DIN : 00016814

Warren Harris
Managing Director
DIN : 02098548

Anubhav Kapoor
General Counsel &
Company Secretary

Rakesh Makhija
Director
DIN : 00117692

Falguni Nayar
Director
DIN : 00003633

Notes forming part of Consolidated Financial Statements

Consolidated Changes in equity

(Amount in ₹ Crore)

Other Equity	Reserves and Surplus						Items of Other Comprehensive Income		Total
	Share application money pending allotment	Others	Securities Premium (Reserve) Refer Note(i)	General reserve	Legal reserve	Retained earnings	Foreign Currency Translation Reserve	OCI on Unamortised actuarial gain losses	
Balance as at April 1, 2014	**-**	**0.63**	**350.50**	**90.83**	**0.33**	**567.46**	**127.92**	**-**	**1,137.67**
Capital reduction	-	-	0.01	-	-	-	-	-	0.01
Income for the year	-	-	-	-	-	335.83	-	-	335.83
Transfer to Legal Reserve	-	-	-	-	0.11	-	-	-	0.11
Other comprehensive income /(loss) for the year	-	(0.63)	-	-	-	-	(62.70)	-	(63.33)
Total comprehensive income/(loss) for the year	**-**	**-**	**350.51**	**90.83**	**0.44**	**903.29**	**65.22**	**-**	**1,410.29**
Dividend paid (including dividend tax)	-	-	-	-	-	(76.15)	-	-	(76.15)
Transfer to General reserve	-	-	-	21.00	-	(21.00)	-	-	-
Balance as at March 31, 2015	**-**	**-**	**350.51**	**111.83**	**0.44**	**806.14**	**65.22**	**-**	**1,334.14**
Balance as at April 1, 2015	**-**	**-**	**350.51**	**111.83**	**0.44**	**806.14**	**65.22**	**-**	**1,334.14**
Income for the year	0.19	-	-	-	-	383.56	-	-	383.75
Capital reduction			0.01						0.01
Other comprehensive income /(loss) for the year	-	-	-	-	-	-	30.94	(1.19)	29.75
Total comprehensive income/(loss) for the year	**0.19**	**-**	**350.52**	**111.83**	**0.44**	**1,189.70**	**96.16**	**(1.19)**	**1,747.65**
Dividend paid (including dividend tax)	-	-	-	-	-	(388.40)	-	-	(388.40)
Transfer to General reserve	-	-	-	23.00	0.61	(23.61)	-	-	-
Balance as at March 31, 2016	**0.19**	**-**	**350.52**	**134.83**	**1.05**	**777.69**	**96.16**	**(1.19)**	**1,359.25**
Balance as at April 1, 2016	**0.19**	**-**	**350.52**	**134.83**	**1.05**	**777.69**	**96.16**	**(1.19)**	**1,359.25**
Income for the year	-	-	-	-	-	352.99	-	-	352.99
Issue of equity shares under employee share option plan	(0.19)		-	-	-	-	-	-	(0.19)
Other comprehensive income /(loss) for the year	-	-	-	-	-	-	(108.86)	(3.31)	(112.17)
Total comprehensive income/(loss) for the year	**-**	**-**	**350.52**	**134.83**	**1.05**	**1,130.68**	**(12.70)**	**(4.50)**	**1,599.88**
Dividend paid (including dividend tax)	-	-	-	-	-	(181.27)	-	-	(181.27)
Issue of equity shares under employee share option pending allotment	0.40	-	0.40	-	-	-	-	-	0.80
Transfer to General reserve	-	-	-	0.24	-	(0.24)	-	-	-
Balance as at March 31, 2017	**0.40**	**-**	**350.92**	**135.07**	**1.05**	**949.17**	**(12.70)**	**(4.50)**	**1,419.41**

Note:

(i) During 2010, based on the approval of Shareholders of the Company at the Extra-Ordinary General Meeting held on March 5, 2010 and the Order of the Honourable High Court of Judicature at Mumbai dated April 16, 2010, the Company had utilized balance in the securities premium account to the tune of ₹ 46.66 Crore towards one time charges/cost (including change in accounting policy for provision for doubtful debts/ECL) incurred by the Company and its subsidiary companies. The amounts relating to the Company amounting to ₹ 17.32 Crore had been adjusted to the Securities Premium Account.

During the year ended March 31, 2017, the Company and its subsidiary companies have received amounts aggregating to ₹ NIL (₹ 0.01 crore for the year ended March 31, 2016) against the balances adjusted in the Securities Premium Account as above. Consequently, such excess provisions for doubtful debts on account of the said collections have been written back to the Securities Premium Account.

Notes forming part of Consolidated Financial Statements 1-40

For and on behalf of the Board

In terms of our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

Sunil S Kothari
Partner

Mumbai, May 15, 2017

S Ramadorai
Chairman
DIN : 00000002

C Ramakrishnan
Director
DIN : 00020076

S Venkateswarlu
Chief Financial Officer

Mumbai, May 15, 2017

P P Kadle
Director
DIN : 00016814

Warren Harris
Managing Director
DIN : 02098548

Anubhav Kapoor
General Counsel &
Company Secretary

Rakesh Makhija
Director
DIN : 00117692

Falguni Nayar
Director
DIN : 00003633

Notes forming part of Consolidated Financial Statements

Company overview and Significant Accounting Policies

1. Company overview

TATA Technologies Limited ("TTL or the Company ") was incorporated on August 22, 1994 as a Private Limited Company in the name of Core Software Systems Private Limited. The name of the Company was subsequently changed to Tata Technologies (India) Limited. On February 8, 2001, the Company changed its name from Tata Technologies (India) Limited to Tata Technologies Limited. The Company's range of services includes IT Consultancy, SAP implementation and maintenance, providing networking solutions, CAD/CAM engineering & design consultancy. The Company is headquartered in Pune, India. The Company has five offices located at Mumbai, Lucknow, Jamshedpur, Bangalore, Chennai and one branch office located in Japan that enables it to provide high quality, cost-effective services to clients.

The Company provides Engineering and Design services (E&D) and Product Lifecycle Management (PLM) products and services, primarily to manufacturers and their suppliers in the international automotive, aerospace and engineering markets. The offshore capabilities of the Company in the field of engineering automation services combined with the high-end onshore strengths of subsidiaries are expected to offer a strong and seamless onshore/offshore delivery capability to the international customers in the automotive, aerospace and engineering industries.

TTL together with its subsidiaries and joint venture is herein after referred to as the "Group".

During October 2005, the Company incorporated a wholly owned subsidiary in Thailand to cater the need of automotive companies in Thailand and South East Asian countries. Also during October 2005 the Company acquired, through its subsidiary, 100% equity of INCAT International Plc., UK which had various subsidiaries in US, Europe, Japan and Singapore. A reorganization of various entities under INCAT was undertaken, to have a single representative legal entity in each country in which the Company operates, to improve operational efficiency. The Company now has a global presence, through its subsidiaries, in US, UK, Germany, Mexico, Canada, Singapore, South Korea, Netherlands, Thailand, China and Sweden.

In December, 2005, the Company acquired 100% stake in Tata Technologies Pte Ltd. a Singapore based Company.

In October 2006, the Company sold its 100% equity stake in Tata Technologies (Thailand) Ltd. to its wholly owned subsidiary viz. Tata Technologies Pte Ltd., Singapore at a value determined by an independent valuer.

During May 2013, the Group acquired US based engineering services company – Cambric Holdings Inc. The Group has also set up a wholly owned subsidiary in China in March 2014.

Tata Technologies Limited is a subsidiary of Tata Motors Limited (which is the holding company).

2. Significant Accounting Policies

2.1. Statement of compliance

The Consolidated financial statements have been prepared in accordance with Indian Accounting Standard ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015.

The transition was carried out from Accounting principles generally accepted in India, which was the previous GAAP (referred as "previous GAAP"), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 which was followed upto the year ended March 31, 2016. These are the Company's Ind AS financial statements. The date of transition to Ind AS is April 1, 2015.

These consolidated financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

In preparing these consolidated financial statements, the Company has applied following exemptions and exceptions in accordance with Ind AS 101 -'First Time Adoption of Indian Accounting Standards'.

Property, plant and equipment and intangibles

The Company has applied the exemption as provided in Ind AS 101 by continuing with the carrying value of all of its property, plant and equipment and intangible assets recognised as of April 1, 2015 measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Past Business combinations

Business combinations prior to April 1, 2015 have been accounted in accordance with Indian GAAP. Goodwill arising from business combination has been stated at the carrying amount under Previous GAAP. Intangible assets which were subsumed in goodwill under Previous GAAP, have not been recognized in the opening statement of financial position as at April 1, 2015, since these did not qualify for recognition in the separate statement of financial position of the acquired entities.

Estimates exception

Upon an assessment of the estimates made under previous GAAP, the Company has concluded that there was no necessity to revise such estimates under Ind AS.

De-recognition of financial assets and financial liabilities

The Company has applied the de-recognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2015 (the transition date).

Classification of debt instruments

The Company has determined that classification of debt instruments in terms of whether they meet the amortized cost criteria or the fair value through profit or loss criteria based on facts and circumstances that existed as of the transition date.

Determining whether an arrangement contain a lease

The Company has applied Appendix C of Ind AS – 17 'Determining whether an Arrangement contains a Lease' to determine whether an arrangement existing at the transition date contains a lease on the basis of facts and circumstances existing at that date.

Impairment of financial assets

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognized in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there has been significant increase in credit risk since the initial recognition, as permitted by Ind AS 101.

Assessment of embedded derivatives

The Company has assessed whether an embedded derivative is required to be separated from the host contract and accounted for as a derivative on the basis of the conditions that existed on the later of the date when it first became a party to the contract and the date when there was a change in the terms of the contract that significantly modifies the cash flows that otherwise would be required under the contract.

2.2. Basis of preparation of financial statements

The consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis, except for certain financial instruments which are measured at fair value and the provisions of the Companies Act, 2013 ('Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standard) Amendment Rules, 2016. Historical cost is generally based on the fair value of the consideration given in exchange of goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.3. Basis of consolidation

Subsidiaries

The Company consolidates all entities which are controlled by it.
The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over the entity.

Subsidiaries are consolidated from the date control commences until the date control ceases.
The results of subsidiaries acquired, or sold, during the year are consolidated from the effective date of acquisition and up to the effective date of disposal, as appropriate.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All inter-company transactions, balances and income and expenses are eliminated in full on consolidation.

Changes in the Company's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Company's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

Investment in Joint venture

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. The results, assets and liabilities of a joint venture are incorporated in these financial statements using the equity method of accounting as described below.

Equity method of accounting

An interest in a joint venture is accounted for using the equity method from the date in which the investee becomes a joint venture and is recognized initially at cost. The consolidated financial statements include the Company's share of profits or losses and equity movements of equity accounted investees, from the date joint control commences until the date joint control ceases. When the Company's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest (including any long-term investments in the nature of net investments) is reduced to nil and the recognition of further losses is discontinued except to the extent that the Company has an obligation or has made payments on behalf of the investee.

When the Company transacts with a joint venture of the Company, unrealized profits and losses are eliminated to the extent of the Company's interest in its joint venture.

2.4. Foreign currency

Functional currency

The functional currency of the Company and its foreign branch is the Indian Rupee whereas the functional currency of foreign subsidiaries is the currency of their countries of domicile, other than for Tata Technologies Pte Ltd Singapore for which functional currency is USD. These financial statements are presented in Indian rupees (rounded off to crore; one crore equals ten million).

Transactions and translations

Foreign-currency denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates at the balance sheet date. The gains or losses resulting from such translations are included in the statement of profit and loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the year in which the transaction is settled and is charged to the statement of Profit & Loss. Revenue, expense and cash-flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

The translation of financial statements of the foreign subsidiaries to the functional currency of the company is performed for assets and liabilities using the exchange rate in effect at the balance sheet date and for revenue, expense and cash-flow items using the average exchange rate for the respective year. The gains or losses resulting from such translation are included in currency translation reserves under other components of equity. When a subsidiary is disposed off, in full, the relevant amount is transferred to net profit in the statement of profit and loss. However, when a change in the parent's ownership does not result in loss of control of a subsidiary, such changes are recorded through equity.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the exchange rate in effect at the balance sheet date.

2.5. Critical accounting estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the year. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed below. Accounting estimates could change from year to year. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the year in which changes are made.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

i) Note 3 – Useful lives of Property, plant and equipment
ii) Note 4 – Impairment (if any) of goodwill
iii) Note 6 – Impairment (if any) of equity accounted joint venture
iv) Note 9 – Recoverability/recognition of deferred tax assets and income taxes
v) Note 11 – Expected credit loss
vi) Note 14 & 21 - Revenue Recognition and unbilled revenue (to the extent of projects where revenue is recognised on percentage completion method)
vii) Note 34 – Assets and obligations relating to employee benefits

2.6. Revenue recognition

Revenue is measured at fair value of consideration received or receivable.

Revenue from services on time and materials contracts is recognized when services are rendered and related costs are incurred i.e. based on certification of time sheets as per the terms of specific contracts. Revenues from fixed price contracts are recognized when collectability of the resulting receivable is reasonably assured or percentage of completion method depending on terms of the contract. The percentage of completion is determined on the degree of the cost incurred. Foreseeable losses on such contracts are recognized when probable. Revenue accrued from the end of the last billing to the balance sheet date is recognised as unbilled revenue.

Revenue from rendering Annual Maintenance Services (SAP-ERP) is recognized proportionately over the period in which services are rendered.

Revenue from third party software products and hardware sale is recognized upon delivery.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend from investments is recognized when the right to receive the payment is established and when no significant uncertainty as to measurability or collectability exists.

Export entitlements are recognized in the Statement of Profit & Loss when the right to receive credit as per the terms of the entitlement and certainty of its realization is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Commission Income on sale of PLM products is recognized upon delivery of products by the vendor to the end user.

The company presents revenues net of value-added taxes in its statement of profit and loss.

2.7. Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. The Group depreciates property, plant and equipment over their estimated useful lives using the straight-line method. The estimated useful lives of assets are as follows:

Type of Asset	Useful life
Lease hold improvements	Lower of Lease period or useful life
Buildings	15 to 25 years
Plant and machinery	1 to 21 years
Computer equipment's	1 to 4 years
Vehicles	3 to 11 years
Furniture & fixtures	1 to 21 years
Software	1 to 4 years

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end with the effect of any changes in the estimates accounted for on a prospective basis.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in net profit in the statement of profit and loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in net profit in the statement of profit and loss.

2.8. Business combination

The Company accounts for its business combinations under acquisition method of accounting, under the provisions of IND AS 103, Business Combinations Acquisition related costs are recognised in profit or loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognised as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve.

The interest of non-controlling shareholders (if any) is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries.

Business combinations between entities under common control is accounted for at carrying value.

Transaction costs that the Group incurs in connection with a business combination such as finder's fees, legal fees, due diligence fees, and other professional and consulting fees are expensed as incurred.

2.9. Goodwill

Goodwill represents the cost of business acquisition in excess of the Group's interest in the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. When the net fair value of the identifiable assets, liabilities and contingent liabilities acquired exceeds the cost of business acquisition, a gain is recognized immediately in net profit in the statement of comprehensive income. Goodwill is measured at cost less accumulated impairment losses.

2.10. Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment, if any. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. Amortization methods and useful lives are reviewed periodically including at each financial year end.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in net profit in the statement of profit and loss.

Software not exceeding ₹ 25,000 is charged off to the statement of profit and loss.

2.11. Research and development cost

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognized as an intangible asset when the Company can demonstrate:

- technical feasibility of completing the intangible asset so that it will be available for use or sale;
- its intention to complete the asset;
- its ability to use or sell the asset;
- how the asset will generate probable future economic benefits and
- the availability of adequate resources to complete the development.

2.12. Financial instruments

i) Classification, initial recognition and measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets other than equity instruments are classified into categories: financial assets at fair value through profit or loss and held at amortised cost. Financial assets that are equity instruments are classified as fair value through profit or loss or fair value through other comprehensive income. Financial liabilities are classified into financial liabilities at fair value through profit or loss and other financial liabilities.

Financial instruments are recognized on the balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Initially, a financial instrument is recognized at its fair value. Transaction costs directly attributable to the acquisition or issue of financial instruments which are recognized in determining the carrying amount are not classified as at fair value through profit or loss. Subsequently, financial instruments are measured according to the category in which they are classified.

Financial assets carried at amortised cost: Financial assets that have contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is to hold such assets in order to collect such contractual cash flows are classified in this category. Subsequently, these are measured at amortized cost using the effective interest method less any impairment losses through statement of profit and loss.

These include trade receivables, finance receivables, balances with banks, short-term deposits with banks, other financial assets and investments with fixed or determinable payments.

Financial assets (other than equity investments) at fair value through other comprehensive income: Financial assets (other than equity investments) that have contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding and that are held within a business model whose objective is achieved by both collecting such contractual cash flows and selling such assets are classified in this category. Subsequently, these are measured at fair value and changes therein, are recognized directly in other comprehensive income, net of applicable deferred income taxes. When the financial asset is derecognized, the cumulative gain or loss in equity is transferred to the income statement.

Equity investments at fair value through other comprehensive income (OCI): These include financial assets that are equity instruments and are designated as such upon initial recognition. Subsequently, these are measured at fair value and changes therein, other than impairment losses are recognized directly in other comprehensive income, net of applicable deferred income taxes.

Dividends from these equity securities are recognized in the income statement when the right to receive payment has been established.

When the equity investment is derecognized, the cumulative gain or loss in equity is transferred to retained earnings
Financial assets at fair value through profit or loss: A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognised in a business combination which is subsequently measured at fair value through profit and loss. For trade payables maturing within one year from the balance sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

These include borrowings, trade payables and other financial liabilities.

ii) Determination of fair value:

The fair value of a financial instrument on initial recognition is normally the transaction price (fair value of the consideration given or received). Subsequent to initial recognition, the Company determines the fair value of financial instruments that are quoted in active markets using the quoted bid prices (financial assets held) or quoted ask prices (financial liabilities held) and using valuation techniques for other instruments. Valuation techniques include discounted cash flow method and other valuation models.

iii) Derecognition of financial assets and financial liabilities:

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the financial asset expires or it transfers the financial asset transfer qualifies for derecognition under IND AS 109.

Financial liabilities (or a part of financial liabilities) are derecognized when these are extinguished, that is when the obligation is discharged, cancelled or has expired.

iv) Impairment of financial assets:

The Company recognizes a loss allowance for Expected Credit Losses (ECL) on a financial asset that is held at amortized cost or carried at fair value through other comprehensive income.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Group estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

Financial assets held at amortized cost: Loss allowance in respect of financial assets other than finance receivables is measured at an amount equal to life time expected losses and is calculated as the difference between their carrying amount and the present value of the expected future cash flows discounted at the original effective interest rate.

Loss allowance for finance receivables is measured at an amount equal to twelve month expected losses if credit risk on such assets has not increased significantly since initial recognition. An allowance equal to life time expected losses is provided if credit risk has increased significantly from the date of initial recognition. Credit risk is determined to have increased significantly when a finance receivable contract becomes thirty days past due. Such impairment loss is recognized in the income statement. If the amount of an impairment loss decreases in a subsequent period, and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed. The reversal is recognized in the income statement.

Financial assets carried at fair value through other comprehensive income: On initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

a. Derivative financial instruments

The Group holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank or a financial institution.

i. Financial assets or financial liabilities, at fair value through profit or loss.

This category has derivative financial assets or liabilities which are not designated as a qualifying hedge.

Although the Group believes that these derivatives constitute hedges from an economic perspective, they may not qualify for hedge accounting under Ind AS 109, Financial Instruments. Any derivative that is either not designated a hedge, or is so designated but is ineffective as per Ind AS 109, is categorized as a financial asset or financial liability, at fair value through profit or loss.

Derivatives not designated as hedges are recognized initially at fair value and attributable transaction costs are recognized in net profit in the statement of profit and loss when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting exchange gains or losses are included in other income. Assets / liabilities in this category are presented as current assets / current liabilities if they are either held for trading or are expected to be realized within 12 months after the balance sheet date.

2.13. Impairment-Non financial assets

I. Goodwill

Goodwill is tested for impairment on an annual basis and whenever there is an indication that goodwill may be impaired, relying on a number of factors including operating results, business plans and future cash flows. For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the Group's cash generating unit (CGU) expected to benefit from the synergies arising from the business combination. A CGU is the smallest identifiable Group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or Group of assets. Impairment occurs when the carrying amount of a CGU including the goodwill, exceeds the estimated recoverable amount of the CGU. The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. Value-in-use is the present value of future cash flows expected to be derived from the CGU.

Total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to the other assets of the CGU pro-rata on the basis of the carrying amount of each asset in the CGU. An impairment loss on goodwill is recognized in net profit in the statement of profit and loss and is not reversed in the subsequent period.

ii. Intangible assets (other than goodwill) and property, plant and equipment

At each balance sheet date, the Company assesses whether there is any indication that any property, plant and equipment and intangible assets with finite lives may be impaired. If any such impairment exists the recoverable amount of an asset is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Intangible assets with indefinite useful lives and intangible assets not yet available for use, are tested for impairment annually at each balance sheet date, or earlier, if there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the income statement.

As at March 31, 2017, none of the Company's property, plant and equipment and intangible assets were considered impaired.

2.14. Provisions and contingent liabilities

A provision is recognised when the Group has a present obligation as a result of past event and it is probable than an outflow of resources will be required to settle the obligation, in respect of which the reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are determined at present value based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

2.15. Earnings per equity share

Basic earnings per share has been computed by dividing net income by the weighted average number of shares outstanding during the year. Diluted earnings per share has been computed using the weighted average number of shares and dilutive potential shares, except where the result would be anti-dilutive.

2.16. Inventories (Traded)

Inventories are valued at the lower of cost and net realizable value. Cost of inventories are ascertained on a first in first out basis. Net realizable value is the estimated selling price in the ordinary course of business less estimated cost of completion and selling expenses.

2.17. Taxation

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income taxes

The current income tax expense includes income taxes payable by the Company, its overseas branches and its subsidiaries in India and overseas. The current tax payable by the Company and its subsidiaries in India is Indian income tax payable for their worldwide income after taking credit for tax relief available for export operations in Special Economic Zones (SEZs).

Current income tax payable by overseas branches of the Company is computed in accordance with the tax laws applicable in the jurisdiction in which the respective branch operates. the taxes paid are generally available for set off against the Indian income tax liability of the Company's worldwide income.

The current income tax expense for overseas subsidiaries has been computed based on the tax laws applicable to each subsidiary in the respective jurisdiction in which it operates.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intends to settle the asset and liability on a net basis.

Deferred income taxes

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred income tax liabilities are recognised for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

For operations carried out in SEZs, deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

2.18. Employee benefits (Defined benefits plan and Defined contribution plans)

a. Provident fund

Eligible employees of TTL receive benefits from a provident fund, which is a defined contribution plan. Both, the eligible employee and the company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The company contributes a portion to the Tata Technologies (India) Limited Employees Provident Fund (PF Trust). PF Trust invests in specific designated instruments as permitted by Indian law. The remaining portion is contributed to the government administered pension fund. The rate at which the annual interest is payable to the beneficiaries by the PF Trust is being administered by the government. The company has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate.

b. Superannuation

TTL has two superannuation plans, a defined benefit plan and a defined contribution plan. An eligible employee on April 1, 1996 could elect to be a member of either plan.

Employees who are members of the defined benefit superannuation plan are entitled to benefits depending on the years of service and salary drawn. The monthly pension benefits after retirement range from 0.75% to 2% of the annual basic salary for each year of service. TTL account for superannuation benefits payable in future under the plan based on an estimated basis for the period end and on an independent actuarial valuation under Projected Unit Cost method as on the Balance Sheet date.

With effect from April 1, 2003, this plan was amended and benefits earned by covered employees have been protected as at March 31, 2003. Employees covered by this plan are prospectively entitled to benefits computed on a basis that ensures that the annual cost of providing the pension benefits would not exceed 15% of salary.

Separate irrevocable trusts are maintained for employees covered and entitled to benefits. TTL contribute up to 15% of the eligible employees' basic salary to the trust every year. Such contributions are recognized as an expense when incurred. TTL has no further obligation beyond this contribution.

c. Gratuity

TTL has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump-sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. TTL makes annual contributions to gratuity funds established as trusts. TTL account for the liability for gratuity benefits payable in the future based on an estimated basis for the period end and on an independent actuarial valuation under Projected Unit Cost method as on the Balance Sheet date.

Re-measurements, comprising actuarial gains and losses, the effect of changes to asset ceiling (if applicable) and the return on plan assets (excluding net interest), is recognized in other comprehensive income in the period in which they occur. Re-measurements recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in the Statement of Profit or Loss in the period of plan amendment.

Costs comprising service cost (including current and past service cost and gains and losses on curtailments and settlements) and net interest expense or income is recognized in profit or loss.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

d. **Bhavishya Kalyan Yojana (BKY)**

Bhavishya Kalyan Yojana is an unfunded defined benefit plan for employees of TTL. The benefits of the plan include pension in certain cases, payable up to the date of normal superannuation had the employee been in service, to an eligible employee at the time of death or permanent disablement, while in service, either as a result of an injury or as certified by the appropriate authority. The monthly payment to dependents of the deceased / disabled employee under the plan equals 50% of the basic salary drawn at the time of death or accident or a specified amount, whichever is greater. TTL account for the liability for BKY benefits payable in the future based on an estimated basis for the period end and on an independent actuarial valuation under Projected Unit Cost method as on the Balance Sheet date.

Re-measurements, comprising actuarial gains and losses, the effect of changes to asset ceiling (if applicable) and the return on plan assets (excluding net interest), is recognized in other comprehensive income in the period in which they occur. Re-measurements recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in the Statement of Profit or Loss in the period of plan amendment.

Costs comprising service cost (including current and past service cost and gains and losses on curtailments and settlements) and net interest expense or income is recognized in profit or loss.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

e. **Compensated absences**

The Group provides for the encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment. The liability is provided based on number of days of unutilized leave at each balance sheet date based on an estimated basis for the period end and on an independent actuarial valuation under Projected Unit Cost method as on the Balance Sheet date.

Re-measurements, comprising actuarial gains and losses, the effect of changes to asset ceiling (if applicable) and the return on plan assets (excluding net interest), is recognized in other comprehensive income in the period in which they occur. Re-measurements recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in the Statement of Profit or Loss in the period of plan amendment.

Costs comprising service cost (including current and past service cost and gains and losses on curtailments and settlements) and net interest expense or income is recognized in profit or loss.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

f. **Post-retirement medicare scheme**

Under this unfunded scheme, employees of TTL receive medical benefits subject to certain limits on amounts of benefits, periods after retirement and types of benefits, depending on their grade and location at the time of retirement. Employees separated from the Company as part of an Early Separation Scheme, on medical grounds or due to permanent disablement are also covered under the scheme. TTL account for the liability for post-retirement medical scheme based on an estimated basis for the period end and on an independent actuarial valuation under Projected Unit Cost method as on the Balance Sheet date.

Re-measurements, comprising actuarial gains and losses, the effect of changes to asset ceiling (if applicable) and the return on plan assets (excluding net interest), is recognized in other comprehensive income in the period in which they occur. Re-measurements recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in the Statement of Profit or Loss in the period of plan amendment.

Costs comprising service cost (including current and past service cost and gains and losses on curtailments and settlements) and net interest expense or income is recognized in profit or loss.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

2.19. Employee Stock Options / Employee Stock Purchase Program

In accordance with the Employee Stock Option Scheme and Employee Stock Purchase Scheme Guidelines, 1999 issued by Securities and Exchange Board of India (SEBI), the Company introduced Employee Stock Option Plan 2001 (TTESOP 2001) in 2000-01. As per the Plan, the options were granted at fair value as determined by an independent valuer as on the date of the grant and hence no compensation cost has been recognized.

The Company has also introduced Employee Stock Purchase Program offering to select employees, to purchase shares of the Company held by 'Tata Technologies Limited – Employee Stock Option Trust'. As per the plan the shares are offered at the fair value as determined by an independent valuer and hence no compensation cost has been recognized.

2.20. Dividends

Dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the company's Board of Directors as per Ind AS 10.

2.21. Leases

At the inception of a lease, the lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

Assets taken on finance lease

Assets taken on lease by the Group in its capacity as lessee, where the Group has substantially all the risks and rewards of ownership are classified as finance lease. Such leases are capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Assets taken on operating lease

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating lease. Operating lease payments are recognised on a straight line basis over the lease term, unless the lease agreement explicitly states that increase is on account of inflation in the statement of profit and loss.

2.22 Exceptional items

Exceptional items are material and non-recurring in nature. Exceptional items are disclosed separately in the financial statements where it is necessary to do so to provide better understanding of financial performance of the Company for the year.

2.23 Recent Accounting Pronouncements

Standards issued but not yet effective

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of cash flows' and Ind AS 102, 'Share-based payment.' These amendments are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7, 'Statement of cash flows' and IFRS 2, 'Share-based payment,' respectively. The amendments are applicable to the company from April 1, 2017.

Amendment to Ind AS 7:

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The company is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

Amendment to Ind AS 102:

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

It clarifies that the fair value of cash-settled awards is determined on a basis consistent with that used for equity-settled awards. Market-based performance conditions and non-vesting conditions are reflected in the 'fair values', but non-market performance conditions and service vesting conditions are reflected in the estimate of the number of awards expected to vest. Also, the amendment clarifies that if the terms and conditions of a cash-settled share-based payment transaction are modified with the result that it becomes an equity-settled share-based payment transaction, the transaction is accounted for as such from the date of the modification. Further, the amendment requires the award that include a net settlement feature in respect of withholding taxes to be treated as equity-settled in its entirety. The cash payment to the tax authority is treated as if it was part of an equity settlement.

The company is evaluating the requirements of the amendment and the impact on the financial statements is being evaluated.

Notes to consolidated financial statements

3 Property, plant and equipment

(Amount in ₹ Crore)

(i) Particulars	Freehold Land	Buildings	Plant & Machinery and Equipments Owned	Plant & Machinery and Equipments Leased	Computers	Furniture and fixtures	Vehicles	Leasehold Improvements	Total
Cost/Deemed cost as of April 1, 2015	-	23.47	21.47	0.60	118.01	25.30	3.44	19.65	211.94
Additions	16.70	0.72	4.24	-	25.88	5.18	-	4.25	56.97
Currency translation differences	-	-	-	0.01	1.62	0.47	0.09	0.35	2.54
Disposal	(16.70)	-	(0.02)	-	(8.62)	(1.93)	(0.29)	(0.04)	(27.60)
Cost/Deemed cost as of March 31, 2016	**-**	**24.19**	**25.69**	**0.61**	**136.89**	**29.02**	**3.24**	**24.21**	**243.85**
Accumulated depreciation as of April 1, 2015	-	9.37	8.63	0.54	82.98	15.39	1.74	10.89	129.54
Depreciation for the year	-	1.21	1.96	0.03	19.36	3.51	0.58	2.20	28.85
Currency translation differences	-	-	0.02	-	1.26	0.33	0.04	0.33	1.98
Disposal	-	-	(0.02)	-	(8.36)	(1.80)	(0.25)	(0.04)	(10.47)
Accumulated depreciation as of March 31, 2016	**-**	**10.58**	**10.59**	**0.57**	**95.24**	**17.43**	**2.11**	**13.38**	**149.90**
Net carrying amount as of March 31, 2016	**-**	**13.61**	**15.10**	**0.04**	**41.65**	**11.59**	**1.13**	**10.83**	**93.95**
Cost/Deemed cost as of April 1, 2016	**-**	**24.19**	**25.69**	**0.61**	**136.89**	**29.02**	**3.24**	**24.21**	**243.85**
Additions	-	2.53	17.00	0.03	23.74	1.91	0.10	10.59	55.90
Currency translation differences	-	-	-	(0.03)	(3.65)	(0.93)	(0.03)	(0.47)	(5.11)
Disposal	-	-	(0.37)	-	(2.23)	(1.87)	(0.50)	-	(4.97)
Cost/Deemed cost as of March 31, 2017	**-**	**26.72**	**42.32**	**0.61**	**154.75**	**28.13**	**2.81**	**34.33**	**289.67**
Accumulated depreciation as of April 1, 2016	**-**	**10.58**	**10.59**	**0.57**	**95.24**	**17.43**	**2.11**	**13.38**	**149.90**
Depreciation for the year	-	1.21	2.26	0.03	23.11	2.75	0.49	2.09	31.94
Currency translation differences	-	-	(0.03)	(0.02)	(2.85)	(0.86)	(0.04)	(0.48)	(4.28)
Disposal	-	-	(0.36)	-	(2.19)	(1.87)	(0.49)	-	(4.91)
Accumulated depreciation as of March 31, 2017	**-**	**11.79**	**12.46**	**0.58**	**113.31**	**17.45**	**2.07**	**14.99**	**172.65**
Net carrying amount as of March 31, 2017	**-**	**14.93**	**29.86**	**0.03**	**41.44**	**10.68**	**0.74**	**19.34**	**117.02**

(ii) Capital Commitment : The estimated amount of contracts remaining to be executed on capital account, and not provided for is ₹ 8.83 Crore as at March 31, 2017 (₹ 8.17 Crore as at March 31, 2016; as at April 1, 2015 : ₹ 20.10 Crore).

(iii) Leasehold Land on the date of transition to IND AS have been reclassified to other current/non current assets. Refer Note 40.5 (b)

Notes to consolidated financial statements

3 (iv) Leases

The Company has taken land, buildings, plant and equipment, computers and furniture and fixtures under operating and finance leases. The following is the summary of future minimum lease rental payments under non-cancellable operating leases and finance leases entered into by the Company:

(Amount in ₹ Crore)

Particulars	March 31, 2017	March 31, 2016	April 1, 2015		
	Operating	Operating	Operating	Finance	
	Minimum Lease Payments	Minimum Lease Payments	Minimum Lease Payments	Minimum Lease Payments	Present value of minimum lease payments
Not later than one year	**33.71**	21.45	34.37	0.05	-
Later than one year but not later than five years	**72.34**	77.38	17.43	-	-
Later than five years	**105.35**	128.95	4.06	-	-
Total minimum lease commitments	**211.40**	227.78	55.86	0.05	-
Less: future finance charges	**-**	-	-	-	-
Present value of minimum lease payments	**211.40**	227.78	55.86	0.05	-
Included in the financial statements as:					
Other financial liabilities - current (refer note 18)					0.05
					0.05

Total operating lease rent expenses were ₹ 41.02 crore for the year ended March 31, 2017; ₹ 33.53 crore for year ended March 31, 2016.

4 Goodwill

(a) Goodwill on consolidation

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
As at the beginning of the year	**479.06**	461.21	461.21
Translation difference	**(67.30)**	17.85	-
Balance as at the end of the year	**411.76**	479.06	461.21

(b) Goodwill on acquisition

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
As at the beginning of the year	**171.87**	162.14	162.14
Translation difference	**(3.63)**	9.73	-
Balance as at the end of the year	**168.24**	171.87	162.14

As at March 31, 2017, goodwill of ₹. 580.00 crore (₹ 650.93 crore as at March 31,2016; ₹ 623.35 crore as at April 1, 2015) has been allocated to a single cash generating unit – information technology services. The recoverable amount of the cash generating unit has been determined based on value in use. Value in use has been determined based on future cash flows, after considering current economic conditions and trends, estimated future operating results, growth rates and anticipated future economic conditions. As at March 31, 2017, the estimated cash flows for a period of 5 years were developed using internal forecasts, and a pretax discount rate of about 12%. The cash flows beyond 5 years have been extrapolated assuming 2% growth rates. The management believes that any reasonably possible change in the key assumptions would not cause the carrying amount to exceed the recoverable amount of the cash generating unit.

Notes to consolidated financial statements

5. Other Intangible Assets

(Amount in ₹ Crore)

(i) Other Intangible Asset	Copyrights	Software Licenses	Total
Cost as of April 1, 2015	1.04	166.55	167.59
Additions	0.31	44.35	44.66
Currency translation differences	0.06	1.80	1.86
Disposal	-	(1.94)	(1.94)
Cost as of March 31, 2016	**1.41**	**210.76**	**212.17**
Accumulated depreciation as of April 1, 2015	**0.20**	**116.92**	**117.12**
Depreciation for the year	0.12	29.56	29.68
Currency translation differences	0.01	1.58	1.59
Disposal	-	(1.94)	(1.94)
Accumulated depreciation as of March 31, 2016	**0.33**	**146.12**	**146.45**
Net carrying amount as of March 31, 2016	**1.08**	**64.64**	**65.72**
Cost as of April 1, 2016	**1.41**	**210.76**	**212.17**
Additions	0.22	31.50	31.72
Currency translation differences	(0.03)	(2.43)	(2.46)
Disposal	-	-	-
Cost as of March 31, 2017	**1.60**	**239.83**	**241.43**
Accumulated depreciation as of April 1, 2016	**0.33**	**146.12**	**146.45**
Depreciation for the year	0.15	30.75	30.90
Currency translation differences	(0.01)	(2.06)	(2.07)
Disposal	-	-	-
Accumulated depreciation as of March 31, 2017	**0.47**	**174.81**	**175.28**
Net carrying amount as of March 31, 2017	**1.13**	**65.02**	**66.15**

(ii) Capital Commitment : The estimated amount of contracts remaining to be executed on capital account, and not provided for is ₹ 3.27 Crore as at March 31, 2017 (₹ 4.25 Crore as at March 31, 2016, as at April 1, 2015 : ₹ 8.53 Crore).

6. Investment In Joint Ventures

(i) Details of the Company's material joint venture as at March 31, 2017 are as follows

Name of joint venture	Principal place of the business	% of holding		
		March 31, 2017	March 31, 2016	April 1, 2015
TATA HAL Technologies Limited (THTL)	India	**50%**	50%	50%

The Company has a joint venture with Hindustan Aeronautics Ltd., TATA HAL Technologies Ltd (THTL) for providing engineering and design solutions and services in the domain of aerostructures for aerospace industry.The summarized financial information in respect of THTL that is accounted for using the equity method is set forth below.

Notes to consolidated financial statements

(ii) Summarised financial information of the company in respect of the Company's material joint venture is set out below

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Current assets	**4.08**	5.94	4.27
Non-current assets	**0.79**	1.11	1.66
Current liabilities	**2.89**	2.22	1.44
Non-current liabilities	**0.30**	0.23	0.23
The above amounts of assets and liabilities include the following:			
Cash and cash equivalents	**0.59**	1.58	0.33
Non-current financial liabilities (excluding trade and other payables and provisions)	**0.30**	0.22	0.23
Share of net assets of material joint venture	**0.84**	**2.30**	**2.13**
Less: Additional loss provision on an estimated basis (Refer Note 39.2 (b))	**(0.84)**	-	-
Carrying amount of the Company's interest in joint venture	**-**	2.30	2.13

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
Revenue	**5.05**	8.86
Net income/(loss)	**(2.91)**	0.32
Total comprehensive income for the year	**(2.91)**	0.32
The above net income includes the following:		
Depreciation and amortization	**0.18**	0.36
Interest income	**0.04**	0.02
Interest expense (net)	**0.17**	0.12
Total	**0.39**	0.50

(iii) Reconciliation of above summarized financial information to the carrying amount of the interest in the joint venture recognized in the consolidated financial statements

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Net assets of the joint venture	**0.84**	2.30	2.13
Proportion of the Company's interest in joint venture	**0.84**	2.30	2.13
Carrying amount of the Company's interest in joint venture	**-**	2.30	2.13

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
Summary of Company's share of profit/(loss) in equity accounted investees:	**(1.46)**	0.17

(iv) Having regard to the future business strategy/plans of the joint venture and considering their current financial position, the Company has recognized a provision for impairment loss of ₹ 0.84 crore for the year ended March 31, 2017, in respect of its investment in joint venture.

Notes to consolidated financial statements

7 Other Investments

(Amount in ₹ Crore)

	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Quantity	Amount	Quantity	Amount	Quantity	Amount
NON-CURRENT						
Quoted Investments:						
i) Investments in mutual funds						
Birla Sun Life Fixed Term Plan - Series JY (1099 Days) Direct Plan - Growth	-	-	-	-	5,000,000	5.56
ICICI Prudential Fixed Maturity Plan Series 72 - (366 Days) - Plan K - Direct Plan - Growth	-	-	-	-	5,000,000	5.56
ICICI Prudential Fixed Maturity Plan Sr 80-1227 Days Plan Q Direct Plan Cumulative	**5,000,000**	**5.03**	-	-	-	-
Reliance Fixed Horizon Fund - XXXIII - Series 6- Direct Growth Plan	**5,000,000**	**5.01**	-	-	-	-
DSP BlackRock FMP - Series 205 - 37M- Direct Growth	**5,000,000**	**5.03**	-	-	-	-
IDFC Fixed Term Plan Series 131-Direct- Growth	**5,000,000**	**5.01**	-	-	-	-
Kotak FMP Series 202 - 1144 Days- Direct Plan-Growth	**5,000,000**	**5.01**	-	-	-	-
ii) Investment in Debentures-Carried at cost (See Note-1 below)						
Tata Motors Finance Limited	**100.00**	**5.00**	100.00	5.00	100.00	5.00
100 (P.Y. 100) 11% Non Convertible Debentures of ₹ 0.05 Crore each fully paid						
Unquoted Investments:						
i) Investment in Preference Shares- Carried at cost (See Note-2 below)						
Tata Capital Limited						
33,333 (P.Y. 33,333) Cumulative redeemable non participating Preference shares of ₹ 1,500 each fully paid	**33,333**	**5.00**	33,333	5.00	33,333	5.00
Total Non-current Investments		**35.09**		10.00		21.12
Other Investments- Current						
Current						
Quoted Investments:						
i) Investments in Mutual Funds						
Reliance Yearly Interval Fund-Series1-Direct Plan-Growth	-	-	4,596,180	6.05	4,596,180	5.57
Birla Sun Life Fixed Term Plan - Series JY (1099 Days) Direct Plan - Growth	-	-	5,000,000	6.03	-	-
ICICI Prudential Fixed Maturity Plan Series 72 - (366 Days) - Plan K - Direct Plan - Growth	-	-	5,000,000	6.04	-	-
				18.12		5.57
Unquoted Investments:						
Birla Sun Life Cash Plus - Direct - Growth	-	-	-	-	445,536	10.01
Reliance Short Term Fund - Direct Monthly Dividend Plan	-	-	2,902,877	3.23	2,769,849	3.05
IDFC Cash Fund - Direct - Growth	-	-	-	-	76,513	13.01
L & T Liquid Fund - Direct - Growth	-	-	-	-	78,239	15.01
Kotak Liquid Scheme Plan A - Direct - Growth	-	-	-	-	29,956	8.51
HDFC Short Term Opportunities Fund - Direct Plan Fortnightly dividend	-	-	8,892,808	9.06	6,944,872	7.08
Birla Sun Life Short Term Fund - Monthly Dividend -Direct Plan	-	-	9,062,578	10.67	7,692,594	9.10
Kotak Bond Short Term Plan - Direct Monthly Dividend Reinvestment	-	-	-	-	3,954,670	4.06
Tata Short Term Bond Fund- Direct Plan-Fortnightly Dividend	-	-	6,732,109	9.70	5,438,986	7.57
Axis Short Term Fund - Direct Monthly Dividend -STDM	-	-	9,422,669	9.61	7,896,247	8.08

Notes to consolidated financial statements

(Amount in ₹ Crore)

Particulars	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Quantity	Amount	Quantity	Amount	Quantity	Amount
Invesco India Short Term Fund Direct Plan Monthly Dividend (Earlier known as Religare Invesco Short Term Fund-Monthly Dividend)	-	-	8,637	1.60	8,229	1.52
SBI Magnum Insta Cash Fund Liquid Floater	-	-	-	-	42,137	10.08
Axis Banking Debt Fund	-	-	-	-	156,694	20.12
UTI Banking & PSU Debt Fund	-	-	-	-	4,545,579	5.04
TATA Money Market Fund Direct Plan-Growth	-	-	-	-	45,387	10.01
ICICI Prudential Money Market Fund-Direct Plan-Growth	-	-	-	-	1,035,578	20.04
IDFC Money Manager Fund-Treasury Plan-Growth	-	-	-	-	9,053,202	20.09
Reliance Money Manager Fund-Direct Growth Plan Growth Option	-	-	-	-	51,966	10.03
HDFC Floating Rate Income Fund-Short Term Plan-Direct Plan-Wholesale-Growth	-	-	-	-	4,186,010	10.04
Birla Sun Life Saving Fund-Direct Plan-Growth	-	-	-	-	558,520	15.06
SBI Ultra Short Term Debt Fund-Direct Plan-Growth	-	-	-	-	83,785	15.06
ICICI Prudential Flexible Income-Direct Plan-Growth	-	-	-	-	571,256	15.05
Reliance Liquid Fund Treasury Plan Direct Growth	-	-	-	-	58,668	20.01
IDFC Cash Fund -Direct Plan -Growth	**101,291**	**20.01**	-	-	-	-
DSP BlackRock Liquidity Fund - Direct Plan - Growth	**64,524**	**15.01**	-	-	-	-
Kotak Floater Short Term-Direct-Growth	**58,095**	**15.51**	-	-	-	-
L&T Liquid Fund - Direct Plan - Growth	**67,294**	**15.01**	-	-	-	-
TATA Money Market Fund Direct Plan-Growth	**58,561**	**15.01**	-	-	-	-
ICICI Prudential Money Market Fund-Direct Plan-Growth	**667,040**	**15.01**	-	-	-	-
UTI Money Market Fund Institutional Plan-Direct-Growth	**80,941**	**14.77**	-	-	-	-
Axis Liquid Fund-Direct-Growth	**83,268**	**15.02**	-	-	-	-
IDFC Ultra Short Term Fund-Direct-Growth	**6,478,698**	**15.00**	-	-	-	-
Reliance Money Manager Fund-Direct Growth Plan Growth Option	**65,890**	**15.00**	-	-	-	-
ICICI Prudential Flexible Income-Direct Plan-Growth	**479,887**	**15.00**	-	-	-	-
Axis Treasury Advantage Fund-Direct-Growth	**81,252**	**15.00**	-	-	-	-
		185.35		43.87		257.63
Total Current Investments		**185.35**		61.99		263.20
Aggregate book value of quoted investments		**30.09**		23.12		21.69
Aggregate market value of quoted investments		**30.09**		23.12		21.69
Aggregate book value of unquoted investments		**190.33**		48.87		262.63
Categorywise other investments-as per Ind AS 109 classification						
(a) Investments - measured at Fair Value through Profit & Loss		**210.44**		61.99		274.32
(b) Investments - measured at cost		**10.00**		10.00		10.00
Total		**220.44**		71.99		284.32
Investments - measured at Fair Value through Profit & Loss:						
(a) Mutual Funds		**210.44**		61.99		274.32
Total		**210.44**		61.99		274.32
Investments - measured at cost:						
(a) Quoted Debentures		**5.00**		5.00		5.00
(b) Unquoted Preference share		**5.00**		5.00		5.00
Total		**10.00**		10.00		10.00

Notes to consolidated financial statements

Note

1 The debentures carry interest at 11% per annum payable annually and mature in September, 2021.

2 The Preference shares bears dividend at 12.5% per annum payable annually and mature in September, 2019.

8 Other Loans and Advances

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON-CURRENT			
Unsecured (Considered good)			
(a) Security deposits- at amortised cost	**5.94**	4.87	4.10
(b) Loans and advances to employees	**4.77**	2.89	2.66
(c) Deposits with government and others	**2.03**	1.96	1.92
(d) Loans to others	**43.59**	33.80	42.14
Total	**56.33**	43.52	50.82
CURRENT			
(a) Loans and advances to related parties (Refer Note 36(b))	**0.47**	0.91	1.04
(b) Security deposits- at amortised cost	**0.78**	1.61	1.17
(c) Loans and advances to employees	**0.64**	5.34	1.87
Less : Expected credit loss	**-**	-	(0.04)
(d) Deposits with government and others	**0.61**	0.26	0.73
Total	**2.50**	8.12	4.77

(Amount in ₹ Crore)

9 Significant components of deferred tax assets and liabilities for the year ended March 31, 2016:	**Opening balance**	**Recognized in profit or loss**	**Recognized in/ reclassified from other comprehensive income**	**Currency Translation impact**	**Closing balance**
Deferred tax assets:					
Depreciation carry forwards	3.61	-	-	-	3.61
Expenses deductible in future years	2.13	-	-	-	2.13
Provisions, allowances for doubtful receivables and others	0.42	0.60	-	-	1.02
Compensated absences and retirement benefits	5.16	(0.44)	0.64	-	5.36
Minimum alternate tax carry-forward	5.02	12.44	-	-	17.46
Others	5.59	0.20	-	0.07	5.86
Total deferred tax assets	**21.93**	**12.80**	**0.64**	**0.07**	**35.44**
Deferred tax liabilities:					
Property, plant and equipment	10.38	(0.69)	-	-	9.69
Gain/Loss on Change in Fair Value of Investments (MTM on Investments)	0.83	0.36	-	-	1.19
Derivative financial instruments	0.33	(0.18)	-	-	0.15
Others	0.49	7.36	-	(0.53)	7.32
Total deferred tax liabilities	**12.03**	**6.85**	**-**	**(0.53)**	**18.35**
Net assets/(liabilities)	**9.90**	**5.95**	**0.64**	**0.60**	**17.09**

Notes to consolidated financial statements

(Amount in ₹ Crore)

Significant components of deferred tax assets and liabilities for the year ended March 31, 2017:	Opening balance	Recognized in statement of profit or loss	Recognized in/reclassified from other comprehensive income	Currency Translation impact	Closing balance
Deferred tax assets:					
Depreciation carry forwards	3.61	(0.10)	-	(0.06)	3.45
Expenses deductible in future years	2.13	-	-	-	2.13
Provisions, allowances for doubtful receivables and others	1.02	0.07	-	(0.08)	1.01
Compensated absences and retirement benefits	5.36	1.16	1.75	(0.35)	7.91
Minimum alternate tax carry-forward	17.46	4.82	-	-	22.28
Others	5.86	(2.10)	-	(0.02)	3.74
Total deferred tax assets	**35.44**	**3.85**	**1.75**	**(0.51)**	**40.53**
Deferred tax liabilities:					
Property, plant and equipment	9.69	(1.09)	-	-	8.60
Gain/Loss on Change in Fair Value of Investments (MTM on Investments)	1.19	(1.13)	-	-	0.06
Derivative financial instruments	0.15	0.37	-	-	0.52
Others	7.32	(2.76)	-	(0.03)	4.53
Total deferred tax liabilities	**18.35**	**(4.61)**	**-**	**(0.03)**	**13.71**
Net assets/(liabilities)	**17.09**	**8.46**	**1.75**	**(0.48)**	**26.82**

The Components of deferred tax assets (DTA)/deferred tax liabilities (DTL) referred above have been aggregated based on the nature of items across various tax jurisdictions. For the purpose of balance sheet disclosures such aggregation has not been made. The break up of the same is as follows:

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Deferred tax liabilities	**-**	3.93	5.38
Deferred tax assets	**26.82**	21.02	15.28
Deferred Tax (Assets)/Liabilities (Net)	**(26.82)**	(17.09)	(9.90)

9 (i) Income tax

(Amount in ₹ Crore)

The reconciliation of tax expense reported:	Year ended March 31, 2017	Year ended March 31, 2016
Profit before tax	**452.77**	463.53
Tax expense at tax rates applicable to individual entities	**134.06**	136.18
Dividend from mutual funds	**(0.49)**	(1.12)
Effect of Expenses that are not deductible in determining taxable profit	**5.56**	2.94
Effect of Concessions (Deduction U/s 10 AA)	**(45.43)**	(51.10)
Deferred Tax Asset on Change in Fair Value of Investment	**(1.13)**	0.36
Deferred Tax Liability on MTM on Derivatives	**0.36**	(0.18)
Lease Rental/Interest Income	**(0.02)**	(0.02)
Deferred Tax on OCI on unamortised actuarial Gain/Losses	**-**	0.63
Others	**6.27**	(7.72)
Tax expense reported	**99.18**	79.97
Current tax	**107.64**	85.92
Deferred tax	**(8.46)**	(5.95)
Tax expense reported	**99.18**	79.97

Notes to consolidated financial statements

10 Other Assets

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Non current			
(a) Prepaid expenses	**2.63**	2.19	1.64
(b) Prepaid lease payments (land)	**3.34**	3.39	3.43
(c) Prepaid DBS	**1.08**	0.93	-
Total	**7.05**	6.51	5.07
CURRENT			
(a) Advances to suppliers and contractors	**4.26**	2.82	5.72
(b) Prepaid expenses	**20.29**	21.75	33.68
(c) Prepaid lease payments (land)	**0.04**	0.04	0.04
(d) Others (VAT, Service tax, other taxes recoverables etc.)	**7.03**	3.30	2.88
Total	**31.62**	27.91	42.32

11 Trade Receivables

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(Unsecured, considered good unless otherwise stated)			
Considered good	**525.96**	445.72	361.65
Considered doubtful	**8.89**	9.24	7.20
	534.85	454.96	368.85
Less : Expected credit loss allowance	**8.89**	9.24	7.20
	525.96	**445.72**	**361.65**

As on March 31, 2017, the Company discounted Trade Receivables with an aggregate carrying amount of ₹ 113.99 crore (₹ 148.78 crore as of March 31, 2016) to the bank for cash proceeds. The same is reduced from Trade Receivables balance. The bills discounted are without recourse to the Company.

Further, as on March 31, 2017, the Company discounted Trade Receivables with an aggregate carrying amount of ₹ 52.70 crore (₹ 71.25 crore as on March 31, 2016) to the bank for cash proceeds of ₹ 52.70 crore. The same is shown under short term borrowings (refer note 16) since the significant risks and rewards pertaining to these trade receivables have not been transferred.

The average credit period on sales of goods and services is 30-60 days.
Before accepting any new Customer, it is ensured that the Credit limit is in order to the customers and all the required approvals are obtained as per the policy. Credit Limits are reviewed from time to time based on the operations in the customer account.

Further, customers which represents more than 5% of Gross Trade Receivables are as follows, also refer note 36 (b):
1. Jaguar Land Rover Limited ₹ 91.59 crore (as at March 31, 2016 ₹ 117.29 crore, as at April 1, 2015 ₹ 94.00 crore)
2. Volvo Car Corporation Ltd ₹ 29.71 crore (as at March 31, 2016 ₹ 1.54 crore, as at April 1,2015 ₹ 0.21 crore)
3. Tata Motors Limited ₹ 55.55 crore (as at March 31, 2016 ₹ 50.35 crore, as at April 1, 2015 ₹ 29.81 crore)
4. NextEV Corporation Limited ₹ 35.03 crore (as at March 31, 2016 ₹ 11.75 crore, as at April 1, 2015 ₹ NIL)

The company provides a loss allowance on case to case basis at the end of each reporting period. An impairment analysis is performed at each reporting date on an individual basis for major customers. In addition, a larger number of customers that are outstanding for upto 180 days are assessed for impairment collectively.

Notes to consolidated financial statements

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Ageing of receivables			
Within the credit period	**352.18**	340.94	325.81
Overdue upto 3 months	**145.17**	89.26	24.15
Overdue for more than 3 months and upto 6 months	**19.94**	13.56	10.45
Overdue for more than 6 months and upto 1 year	**5.18**	4.83	3.92
Overdue for more than 1 year	**12.38**	6.37	4.52
	534.85	454.96	368.85

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Movement in the expected credit loss allowance			
Balance at the beginning of the year	**9.24**	7.20	10.68
Movement in expected credit allowance on trade receivables	**0.64**	1.67	(3.52)
Exchange fluctuation	**(0.32)**	0.37	0.04
Reversal of provisions for debts paid	**(0.67)**	-	-
Balance at the end of the year	**8.89**	**9.24**	**7.20**

12 Cash and Cash Equivalents

For the purpose of statement of cash flows, cash and cash equivalents include the cash on hand and in banks. Cash and cash equivalents at the end of the reporting period as shown in the statement of cash flows can be reconciled to the related items in the balance sheet as follows:

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(a) Cash on hand	**0.03**	0.04	0.04
(b) Cheques, drafts on hand/funds in transit (Refer note 12(ii) & (iii))	**3.54**	1.32	3.39
(c) Current account with banks (Refer note 12(i))	**148.66**	445.91	307.84
(d) Bank deposits less than 3 months maturity	**48.65**	-	9.06
Cash and cash equivalents as per cash flows	**200.88**	**447.27**	**320.33**

Notes :

(i) In foreign currencies	65.53	131.79	115.90
(ii) Cheques, drafts on hand	0.17	1.25	1.11
(iii) Remittances in transit	3.37	0.07	2.28

Notes to consolidated financial statements

13 Other Bank Balances

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(with more than 3 months but less than 12 months maturity)			
(a) Earmarked balance with banks	**1.98**	1.69	1.37
(b) Bank deposits	**101.61**	131.18	163.10
	103.59	132.87	164.47
(with more than 12 months maturity)			
(a) Pledged/lien with banks (Refer note 13(i))	**0.31**	0.31	0.30
(b) Bank deposits	**-**	0.07	-
	0.31	0.38	0.30
	103.90	133.25	164.77

Notes :

(i) Mainly consists of Deposits kept with Bank with respect to Bank Guarantee.

14 Other Financial Assets

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(a) Inter corporate deposits (Refer Note 36(b))	**-**	153.00	196.50
(b) Interest accrued on deposits and investments	**1.96**	2.68	2.30
(c) Bills of Exchange	**9.65**	26.11	4.88
(d) Derivative designated and ineffective as hedged instrument carried at fair value through Profit and Loss			
- Foreign currency forward cover	**2.79**	1.47	1.23
(e) Unbilled revenue	**142.12**	36.89	28.25
	156.52	220.15	233.16

Notes to consolidated financial statements

15 Equity Share Capital

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
(a) Authorised :			
(i) 60,000,000 equity shares of ₹ 10/- each (as at March 31, 2016: 60,000,000 equity shares of ₹ 10/- each) (as at April 1, 2015: 60,000,000 equity shares of ₹ 10/- each)	**60.00**	60.00	60.00
(ii) 700,000 0.01% Cumulative Non-participative Compulsorily convertible Preference Shares of ₹ 10/- each (P.Y. 700,000 0.01% Cumulative Non-participative Compulsorily (as at March 31, 2016: 700,000) (as at April 1, 2015: 700,000)	**0.70**	0.70	0.70
Total	**60.70**	60.70	60.70
(b) Issued, Subscribed and Fully paid up capital:			
43,031,326 equity shares of ₹ 10/- each (43,024,638 equity shares of ₹ 10/- each as at March 31, 2016, 43,024,638 equity shares of ₹ 10/- each as at April 1, 2015)	**43.03**	43.02	43.02
	43.03	43.02	43.02

(c) The movement of number of shares and share capital

Particulars	No. of Shares	(Amount in ₹ Crore)
Equity shares	**43,024,638**	43.02
Number of shares as at April 1, 2015		
Add: Shares issued under ESOP scheme	**-**	-
Number of shares as at March 31, 2016	**43,024,638**	43.02
Add: Shares issued under ESOP scheme	**6,688**	0.01
Number of shares as at March 31, 2017	**43,031,326**	43.03

Notes forming part of Consolidated Financial Statements

(d) Rights, preferences and restrictions attached to shares

(i) Ordinary Shares

The Company has only one class of shares having par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share and in the event of liquidation, has rights proportionate to their shareholdings over the residual assets after paying out all the liabilities

(e) Shares in the Company held by each shareholder holding more than 5% shares (including shares held by the Holding Company, it's subsidiaries and associates)

Particulars	As at March 31, 2017 No. of Shares	% Holding	As at March 31, 2016 No. of Shares	% Holding
Equity Shares				
(a) Tata Motors Limited (Parent Company)	**30,300,600**	**70.42%**	30,300,600	70.43%
(b) Alpha TC Holdings Pte Ltd.	**3,746,505**	**8.71%**	3,746,505	8.71%
	34,047,105	**79.13%**	34,047,105	79.14%

(f) Information regarding issue of shares in the last five years

(a) The Company has not issued any shares without payment being received in cash.

(b) The Company has not issued any bonus shares.

(c) The Company has not undertaken any buy-back of shares.

(g) Equity shares of ₹ 10/- each allocated towards employee stock options granted/available for grant as at March 31, 2017 -47,295 shares (March 31, 2016 - 60,171 shares; 60,171 shares as at April 1, 2015).

(h) Option activity during the year/period under the plan is given as below

Number of options granted, exercised and forfeited	Year ended March 31, 2017	Year ended March 31, 2016
Options granted, beginning of the year	**30,114**	33,301
Granted during the year	**-**	-
Exercised during the year	**(9,876)**	(3,000)
Expired during the year	**-**	-
Forfeited during the year	**(500)**	(187)
Option exercisable at the year	**19,738**	30,114
Weighted average share price at the date of exercise	**₹ 645**	₹ 645

During the previous year, the Compensation Committee of the Board of Directors, Company had granted 30,000 options to the eligible employees. The options vested over 4-5 years and are exercisable during a maximum period of 11 years from the date of vesting. In terms of the ESOP plan, the options were granted at the exercise price equivalent to the fair value of the underlying shares. The Company has accounted the above options at fair value.

The fair value of the stock option is calculated through the use of option pricing models, requiring subjective assumptions which greatly affect the calculated values. The said fair value of the options have been calculated using Black-Scholes option pricing model, considering the expected term of the options to be 4 & 5 years, an expected dividend rate of 3.88% on the underlying equity shares, a risk free rate of 7.81% and volatility in the share price of 37.5% since the company being closely held and its shares not being freely traded. The Company's calculations are based on a single option valuation approach, and forfeitures are recognized as they occur.

Notes forming part of Consolidated Financial Statements

(i) Stock based incentive schemes by Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust).

To manage and implement various stock based incentive programs for employees of the Company, the Company has formed Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust) and Barclays Wealth Trustees (Guernsey) Limited for employees of the Company and its subsidiaries. Since shares of the Company are not listed on Stock Exchange, Tata Technologies Limited Employees Stock Option Trust (TTESOP Trust) and Barclays Wealth Trustees (Guernsey) Limited purchase the shares from employees and ex-employees of the Company. The shares so purchased by the Trusts are reissued to the employees through various stock based incentive schemes from time to time. Price for shares allocated under the above mentioned schemes is determined on the basis of latest audited balance sheet. Further, no employee was allocated more than 1% of the issued capital of the Company.

(j) Shares Allocated under stock based incentive schemes of Tata Technologies Limited Employees Stock Option Trust

(Amount in ₹)

Sr. No	Scheme Name	No. of Shares Allocated	Price Per share ₹	Money Realised by the Trust
1	Employees Stock Purchase Program 2008	290,500	145	42,122,500
2	Employees Stock Purchase Program 2009	18,800	196	3,684,800
3	Employees Stock Purchase Program -Series III	52,251	196	10,241,196
4	Employees Stock Purchase Program -Series IV	47,600	223	10,614,800
5	Employees Stock Purchase Program -Series V	22,500	417	9,382,500
6	Employees Stock Purchase Program -Series VI	81,400	645	52,503,000

Shares Allocated under stock based incentive schemes of Barclays Wealth Trustees (Guernsey) Limited

(Amount in ₹)

Sr. No	Scheme Name	No. of Shares Allocated	Price Per share ₹	Money Realised by the Trust
1	Employees Stock Ownership Program for INCAT Employees 2006	217,165	135	29,317,275
2	Employees Stock Ownership Program for INCAT Key Employees 2007	600,000	135	81,000,000
3	Employees Stock Ownership Program for INCAT General Employees 2007	148,066	145	21,469,570
4	Employees Stock Ownership Program 2009	88,067	196	17,261,132
5	Employees Stock Ownership Program 2010	709,000	223	158,107,000
6	Employees Stock Ownership Program 2012	60,000	417	25,020,000
7	Employees Stock Ownership Program 2015	70,000	645	45,150,000

(k) Status of shares held by both Trust as on March 31, 2017

Name of the Trust	No. of Shares
Tata Technologies Limited Employees Stock Option Trust	46,986
Barclays Wealth Trustees (Guernsey) Limited	883,515

Notes forming part of Consolidated Financial Statements

16 Borrowings

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON-CURRENT			
Unsecured:			
(i)Term Loans			
From Banks	**0.05**	79.56	154.14
	0.05	79.56	154.14
Total	**0.05**	79.56	154.14
Terms of Repayment			
Term loans from Banks are repayable in equated quarterly installments upto March 2018			
Note:			
(i) The current weighted average effective interest rate on the loan is about 1.69% per annum (as at March 31, 2016: about 2.74% per annum; as at April 1, 2015: about 3.59% per annum)			
CURRENT			
Secured			
Loans repayable on demand	-	39.75	37.50
	-	39.75	37.50
Unsecured			
Loans repayable on demand	**149.98**	197.12	93.74
	149.98	197.12	93.74
Total	**149.98**	236.87	131.24

Nature of Security

The loan of USD 4,000,000/- as at March 31, 2016 was taken from Chase commercial Bank. The same was repayable on call basis.The loan carried interest rate at Libor+1.75%. [Secured by hypothecation of book debts/accounts receivable and movable fixed assets (excluding certain vehicle)]

Note:

The above unsecured borrowings include pre/post packing credit facilities availed by the Company and factoring arrangements.

Notes forming part of Consolidated Financial Statements

17 Trade Payables

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON CURRENT			
Trade payables			
(a) Total outstanding dues of creditors other than micro enterprises and small enterprises	**0.10**	0.41	0.61
(b) Total outstanding dues of micro enterprises and small enterprises *	**-**	-	-
Total	**0.10**	0.41	0.61
CURRENT			
Trade payables			
(a) Total outstanding dues of creditors other than micro enterprises and small enterprises	**284.53**	303.65	349.35
(b) Total outstanding dues of micro enterprises and small enterprises *	**3.67**	2.06	3.43
Total	**288.20**	305.71	352.78

Note:

The average credit period on purchases of goods and services ranges from 30 to 75 Days.

*Amount outstanding to suppliers covered under Micro, Small and Medium Enterprises Development Act, 2006 shown above has been determined to the extent of confirmation received from suppliers and on the basis of information available with the Company. This has been relied upon by the auditors. There are no overdue amounts to supplier.

18 Other Financial Liabilities

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON-CURRENT			
(a) Retention Bonus payable	**2.93**	1.94	0.99
Total	**2.93**	1.94	0.99
CURRENT			
(a) Interest accrued but not due on borrowings	**0.03**	0.07	0.04
(b) Current maturities of long term debt (Refer Note 16(i))	**67.43**	79.56	77.01
(c) Current maturities of finance lease obligations	**-**	-	0.05
(d) Unpaid dividends	**1.98**	1.68	1.36
(e) Derivative designated and ineffective as hedged instrument carried at fair value through Profit and Loss			
- Foreign currency forward cover	**0.44**	1.03	0.02
(f) Provision for employee benefits (Refer Note 32)	**4.68**	3.79	3.76
(g) Retention Bonus payable	**0.16**	0.04	1.19
Total	**74.72**	86.17	83.43

Notes forming part of Consolidated Financial Statements

19 Provisions

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON CURRENT			
(a) Provision for Employee Benefits (Refer Note 32)	**21.93**	15.31	14.85
Total	**21.93**	15.31	14.85
CURRENT			
(a) Provision for Employee benefits (Refer Note 32)	**3.95**	4.73	5.51
Total	**3.95**	4.73	5.51

Note:

(i) The provision for employee benefits includes annual leave and vested long service leave entitlements accrued and compensation claims made by employees. For further disclosures, refer note 32.

20 Other Liabilities

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
NON CURRENT			
(a) Income received in advance	**0.03**	-	-
Total	**0.03**	-	-
CURRENT			
(a) Income received in advance	**48.63**	71.83	64.63
(b) Statutory remittances (withholding taxes, Service Tax, Provident Fund, VAT, etc.)	**53.89**	44.38	51.58
(c) Advance and progress payments	**2.32**	3.30	3.37
Total	**104.84**	119.51	119.58

21 Revenue From Operations

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
(a) Sale of products	**440.92**	493.80
(b) Sale of services	**2,347.06**	2,185.73
(c) Export Incentive	**13.15**	-
(d) Commission income	**0.82**	3.85
Total	**2,801.95**	2,683.38

Notes forming part of Consolidated financial statements

22 Other Income

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
(a) Interest Income		
Interest income earned on financial assets that are not designated as at fair value through profit and loss		
(i) Interest income-others	**20.86**	18.22
(ii) Interest income-Long term investments	**0.55**	0.55
(b) Dividend income		
All dividends from investments designated as at FVTPL		
(i) Dividend income - Other current investments	**0.99**	2.40
(ii) Dividend income - Non current investments	**0.42**	0.83
(c) Other gains and losses		
(i) Profit on sale of investments (Net)	**5.12**	2.68
(ii) Change in fair value of investments	**-**	1.00
(d) Other non-operating income		
(i) Doubtful debts written back	**0.03**	-
(ii) Other non-operating income	**8.12**	2.68
Total	**36.09**	**28.36**

23 Cost Of Traded Products

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
(a) Purchase of products	**320.50**	371.66
(b) (Increase)/Decrease in stock in trade	**(0.02)**	-
Total	**320.48**	371.66

24 Consultancy Fees, Softwares And Others

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
(a) Outsourcing charges	**408.50**	354.36
(b) Software-internal use	**23.77**	17.55
(c) Professional fees	**22.45**	17.41
(d) Training costs	**0.92**	0.40
Total	**455.64**	389.72

* Professional fees include ₹ 0.60 crore (Previous Year ₹ NIL) for commission payable to directors which is subject to approval in ensuing annul general meeting.

Notes forming part of Consolidated financial statements

25 Employee Benefit Expense (refer Note 32)

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
(a) Salaries and wages	**1,208.48**	1,129.84
(b) Contribution to Provident Fund	**15.90**	14.78
(c) Contribution to Superannuation Scheme	**4.33**	4.54
(d) Contribution to Gratuity Fund	**4.25**	3.95
(e) Social Security and other benefit plans for Overseas employees	**19.90**	15.44
(f) Staff welfare Expenses	**30.39**	27.70
Total	**1,283.25**	1,196.25

26 Finance Costs

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
(a) Interest on short term borrowings	**2.68**	2.94
(b) Interest on long term borrowings	**1.63**	3.26
Total	**4.31**	6.20

27 Other Expenses

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
(a) Repairs & maintenance		
- Buildings	**4.03**	5.21
- Plant & Machinery	**1.71**	3.33
- Others	**7.00**	6.36
(b) Rent	**41.02**	33.53
(c) Rates and taxes	**4.51**	6.58
(d) Insurance	**4.84**	4.12
(e) Overseas marketing expenses	**1.93**	1.95
(f) Advertisement and publicity	**0.35**	0.60
(g) Business promotion expenses	**2.52**	2.82
(h) Office expenses	**16.44**	14.74
(i) Travelling & conveyance	**75.04**	66.57
(j) Power & fuel	**8.04**	9.23
(k) Water charges	**2.05**	2.00
(l) Auditors remuneration (Refer Note 28)	**2.94**	2.35
(m) Staff training and seminar expenses	**3.52**	4.23
(n) Staff recruitment expenses	**10.61**	6.62
(o) Commission to others	**-**	0.01
(p) Foreign currency loss	**0.98**	0.99
(q) Reclassification of Translation Reserve on liquidation of subsidiary	**1.86**	-
(r) AMC charges	**31.00**	23.81
(s) Communication expenses	**16.88**	16.41
(t) Bad debts written off	**0.07**	0.31
(u) Allowances for doubtful debts	**-**	1.68

Notes forming part of Consolidated financial statements

(Amount in ₹ Crore)

	Year ended March 31, 2017	Year ended March 31, 2016
(v) Change in fair value of investments	**3.28**	-
(w) CSR Expenditure	**4.77**	3.32
(x) Miscellaneous expenses	**6.11**	9.25
Total	**251.50**	226.02

28 Payment To Auditors

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
For Holding Company		
i) For statutory audit, including quarterly audits	**0.57**	0.35
ii) For Tax audit	**0.05**	0.04
iii) For other attest services	**0.39**	0.16
iv) Reimbursement of out-of-pocket expenses	**-**	0.02
Sub-Total	**1.01**	0.57
For Subsidiaries & Joint venture		
i) For services as auditors, including quarterly audits	**1.44**	1.29
ii) For other attest services	**0.49**	0.47
iii) Reimbursement of out-of-pocket expenses	**-**	0.02
Sub-Total	**1.93**	1.78
Total	**2.94**	2.35

29 Segment Reporting

Ind AS 108 establishes standards for the way that business enterprises report information about operating segments and related disclosures about products and services, geographic areas, and major customers. The Group's operations predominantly relate to providing end-to-end engineering & designing solutions. Based on the "management approach" as defined in IndAS108, the Chief Operating Decision Maker (CODM) evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments. Accordingly, information has been presented both along business segments and geographic segments. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments, and areas set out in the significant accounting policies.

The complete operations of the Group have been treated as single segment "Information technology services". Further, business segments of the Group are primarily enterprises in Automobile, Industrial Heavy Machinery (IHM) & Aerospace.

Geographic segment is based on business sourced from that geographic region and delivered from both on-site and off-shore locations. North America comprises the United States of America, Canada (upto December 13, 2016) and Mexico, Rest of Europe includes continental Europe (both the east and the west), and the Rest of the World comprising all other places except those mentioned above and India.

Assets and liabilities used in the Group's business are not identified to any of the reportable segments, as these are used interchangeably between segments. Management believes that it is currently not practicable to provide segment disclosures relating to total assets and liabilities since a meaningful segregation of the available data is onerous.

Geographical information on revenue and business segment revenue information is collated based on location of individual customers invoiced or in relation to which the revenue is otherwise recognized.

Notes forming part of Consolidated financial statements

Geographic Segments

Year ended March 31, 2017 & *March 31, 2016*

(Amount in ₹ Crore)

Particulars	India	UK	NA	Rest of Europe	Rest of the World	Total
Revenues	**707.79**	**951.90**	**740.20**	**193.51**	**208.55**	**2,801.95**
	710.91	*1,039.37*	*747.14*	*63.06*	*122.90*	*2,683.38*
Identifiable operating expenses	**484.93**	**662.76**	**666.36**	**150.91**	**146.61**	**2,111.57**
	504.84	*710.68*	*655.07*	*47.15*	*70.07*	*1,987.81*
Allocated expenses	**21.11**	**79.11**	**4.80**	**16.06**	**20.41**	**141.49**
	30.10	*77.39*	*6.08*	*11.35*	*17.50*	*142.42*
Segmental operating income	**201.75**	**210.03**	**69.04**	**26.54**	**41.53**	**548.89**
	175.97	*251.30*	*85.99*	*4.56*	*35.33*	*553.15*
Unallocable expenses						**120.05**
						111.95
Other Income (net)						**31.78**
						22.16
Net Profit before Exceptional items and tax						**460.62**
						463.36
Exceptional Items						6.39
						-
Share of (profit)/loss of joint venture						**1.46**
						(0.17)
Net profit before taxes						**452.77**
						463.53
Tax expense						**99.18**
						79.97
Net profit after taxes						**352.99**
						383.56

Also, Refer Note 11 & Note 36

30 Earning Per Share

(Amount in ₹ Crore)

			Year ended	
			March 31, 2017	March 31, 2016
(a)	Profit for the year	₹ Crore	**352.99**	383.56
(b)	The weighted average number of Ordinary Shares for Basic EPS	Nos.	**43,031,326**	43,024,638
(c)	The nominal value per Ordinary Share	₹	**10.00**	10.00
(d)	Earnings Per Share (Basic)	₹	**82.03**	89.15
(e)	Profit for the year	₹ Crore	**352.99**	383.56
(f)	The weighted average number of Ordinary Shares for Basic EPS	Nos.	**43,031,326**	43,024,638
(g)	Add: Adjustment for Employee Stock Options (Refer Note 15 (h))	Nos.	**19,738**	30,114
(h)	The weighted average number of Ordinary Shares for Diluted EPS	Nos.	**43,051,064**	43,054,752
(i)	Earnings Per Shares (Diluted)	₹	**81.99**	89.09

Notes forming part of Consolidated financial statements

31 Contingent Liabilities

(Amount in ₹ Crore)

Particulars	As on March 31, 2017	As on March 31, 2016	As on April 1, 2015
(a) Bonus related to retrospective period (Refer Note 39.2 (a))	**7.82**	14.28	-
(b) Income Tax demands disputed in appeals	**2.76**	2.05	2.05
(c) Sales Tax demands disputed in appeals	**21.81**	21.81	21.81
(d) Service Tax demands disputed in appeals	**5.40**	5.31	9.50

As on March 31, 2017, the company's management does not expect any outflow in respect of these pending litigations related to direct and indirect tax matters stated above.

32 Employee Benefit Plans

32.1 Defined contribution plans

The Company's contribution to defined contribution plan aggregated ₹ 39.66 crore (P.Y. ₹ 34.93 crore) for the year ended March 31, 2017 has been recognized in the statement of Profit and Loss.

32.2 Defined benefits plans / long term compensated absences:

The principal assumptions used for the purposes of the actuarial valuations were as follows.

(Amount in ₹ Crore)

	Gratuity (Funded)			Bhavishya Kalyan Yojana (BKY)(Unfunded)			Superannuation (Partly Funded)			Post Retirement Medicare Scheme (Unfunded)			Compensated Absence (Unfunded)		
	Valuation as at			Valuation as at			Valuation as at			Valuation as at			Valuation as at		
	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-16	31-Mar-16	01-Apr-15	31-Mar-16	31-Mar-16	01-Apr-15	31-Mar-17	31-Mar-16	01-Apr-15	31-Mar-16	31-Mar-16	01-Apr-15
Discount rate(s)	7.5%	8%	8%	7.5%	8%	8%	6.75%	6.75%	6.75%	7.3%	8.00%	8.00%	7.5%	8.00%	8.00%
Expected rate(s) of salary increase	4%-5.5%	5%-6.2%	5%-6.2%	4%-5.5%	5%-6.2%	5%-6.2%	-	-	-	-	-	-	4%-5.5%	5%-6.2%	5%-6.2%

Notes forming part of Consolidated financial statements

Amounts recognised in consolidated statement of profit and loss in respect of these defined benefit plans are as follows.

	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY)(Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16
	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore
Service cost:										
Current service cost	4.10	3.88	0.44	0.42	0.18	0.20	0.50	0.47	1.75	1.58
Past service cost and (gain)/loss from settlements	-	-	-	-	-	-	-	-	-	-
Net interest expense	0.15	0.07	0.27	0.22	(0.07)	(0.07)	0.51	0.54	0.32	0.47
Components of defined benefit costs recognised in profit or loss	**4.25**	**3.95**	**0.71**	**0.64**	**0.11**	**0.13**	**1.01**	**1.01**	**2.07**	**2.05**
Remeasurement on the net defined benefit liability:										
Return on plan assets (excluding amounts included in net interest expense)	(0.92)	(0.31)	-	-	0.03	-	-	-	-	-
Actuarial (gains) / losses arising from changes in demographic assumptions.	(1.81)	-	0.85	-	-	-	2.17	-	-	-
Actuarial (gains) / losses arising from changes in financial assumptions	1.73	-	0.26	-	-	-	1.16	0.56	-	-
Actuarial (gains) / losses arising from experience adjustments	1.51	2.24	0.07	0.13	(0.16)	0.79	0.17	(0.91)	-	-
Others	-	-	-	-	-	-	-	-	-	-
Actuarial (gains) / loss due to Experience on DBO	-	-	-	-	-	(0.67)	-	-	-	-
Adjustments for restrictions on the defined benefit asset	-	-	-	-	-	-	-	-	-	-
Components of defined benefit costs recognised in other comprehensive income	0.51	1.93	1.18	0.13	(0.13)	0.12	3.50	(0.35)	-	-
Total	**4.77**	**5.88**	**1.89**	**0.77**	**(0.02)**	**0.25**	**4.51**	**0.66**	**2.07**	**2.05**

The current service cost and the net interest expense for the period are included in the 'Employee benefits expense' line item in the consolidated statement of profit and loss.

The remeasurement of the net defined benefit liability is included in other comprehensive income.

Notes forming part of Consolidated financial statements

The amount included in the consolidated balance sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:

	Gratuity (Funded)			Bhavishya Kalyan Yojana (BKY)(Unfunded)			Superannuation (Partly Funded)			Post Retirement Medicare Scheme (Unfunded)			Compensated Absence (Unfunded)		
	As at 31-Mar-17	As at 31-Mar-16	As at 01-Apr-15	As at 31-Mar-16	As at 31-Mar-16	As at 01-Apr-15	As at 31-Mar-16	As at 31-Mar-16	As at 01-Apr-15	As at 31-Mar-17	As at 31-Mar-16	As at 01-Apr-15	As at 31-Mar-16	As at 31-Mar-16	As at 1-Apr-15
	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore
Present value of funded defined benefit obligation	(37.83)	(33.14)	(34.41)	(5.21)	(3.41)	(2.77)	(6.34)	(7.33)	(6.83)	(10.80)	(6.56)	(6.76)	(7.07)	(6.90)	(6.96)
Fair value of plan assets	33.15	29.35	30.66	-	-	-	7.42	8.25	7.82	-	-	-	-	-	-
Funded status	**(4.68)**	**(3.80)**	**(3.75)**	**(5.21)**	**(3.41)**	**(2.77)**	**1.08**	**0.92**	**0.99**	**(10.80)**	**(6.56)**	**(6.76)**	**(7.07)**	**(6.90)**	**(6.96)**
Restrictions on asset recognised	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Net liability arising from defined benefit obligation	**(4.68)**	**(3.80)**	**(3.75)**	**(5.21)**	**(3.41)**	**(2.77)**	**1.08**	**0.92**	**0.99**	**(10.80)**	**(6.56)**	**(6.76)**	**(7.07)**	**(6.90)**	**(6.96)**

Movements in the present value of the defined benefit obligation are as follows.

(Amount in ₹ Crore)

	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY)(Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16
Opening defined benefit obligation	33.14	34.41	3.41	2.78	7.33	6.83	6.56	6.76	6.90	6.95
Current service cost	4.10	3.88	0.70	0.42	0.18	0.20	0.50	0.47	1.75	1.58
Interest cost	2.52	2.57	-	0.22	0.45	0.43	0.52	0.54	0.48	0.47
Remeasurement (gains)/losses: Actuarial gains and losses arising from changes in demographic assumptions	(1.81)	-	0.85	-	-	-	2.17	-	-	-
Actuarial gains and losses arising from changes in financial assumptions	1.73	-	0.26	-	-	-	1.16	0.56	-	-
Actuarial gains and losses arising from experience adjustments	1.51	2.24	0.07	0.13	(0.16)	0.79	0.17	(0.91)	-	-
Others	-	-	-	-	-	-	-	-	-0.16	0.09
Past service cost, including losses/(gains) on curtailments	-	-	-	-	-	-	-	-	-	-
Liabilities extinguished on settlements	-	-	-	-	-	-	-	-	-	-
Liabilities assumed in a business combination	-	-	-	-	-	-	-	-	-	-
Exchange differences on foreign plans	-	-	-	-	-	-	-	-	-	-
Benefits paid	(3.36)	(4.56)	(0.08)	(0.07)	(1.46)	(0.92)	(0.28)	(0.13)	(1.90)	(2.06)
Others	-	-	-	-	-	-	-	-	-	-
Transfer between subsidiaries	-	(5.40)	-	(0.07)	-	-	-	(0.73)	-	(0.13)
Closing defined benefit obligation	**37.83**	**33.14**	**5.21**	**3.41**	**6.34**	**7.33**	**10.80**	**6.56**	**7.07**	**6.90**

Notes forming part of Consolidated financial statements

Movements in the present value of the defined benefit obligation are as follows.

(Amount in ₹ Crore)

	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY)(Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16	Year Ended 31-Mar-17	Year Ended 31-Mar-16
Opening fair value of plan assets	29.35	30.66	-	-	8.25	7.82	-	-	-	-
Interest income	2.37	2.50	-	-	0.51	0.50	-	-	-	-
Remeasurement gain (loss): Return on plan assets (excluding amounts included in net interest expense)	0.92	0.31	-	-	(0.03)	0.67	-	-	-	-
Others	-	-	-	-	-	-	-	-	-	-
Contributions from the employer	3.88	5.84	0.08	0.07	0.14	0.18	0.28	0.13	1.90	2.06
Contributions from plan participants	-	-	-	-	-	-	-	-	-	-
Assets distributed on settlements	-	-	-	-	-	-	-	-	-	-
Assets acquired in a business combination	-	-	-	-	-	-	-	-	-	-
Exchange differences on foreign plans	-	-	-	-	-	-	-	-	-	-
Benefits paid	(3.37)	(4.56)	(0.08)	(0.07)	(1.46)	(0.92)	(0.28)	(0.13)	(1.90)	(2.06)
Other	-	-	-	-	-	-	-	-	-	-
Transfer between subsidiaries	-	(5.40)	-	-	-	-	-	-	-	-
Closing fair value of plan assets	**33.15**	**29.35**	**-**	**-**	**7.42**	**8.25**	**-**	**-**	**-**	**-**

Other benefits relating to the subsidiaries / Joint Venture:

Compensated Absences and Gratuity - Charged to Statement of Profit & Loss during the period - ₹ 0.46 Crore (2015-16 ₹ 0.14 Crore) liabilities outstanding as at the period end ₹ 2.78 Crore (2015-16 ₹ 3.29 crore)

The major categories of plan assets as percentage of total plan assets:

	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY)(Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
Debt securities	100.00%	100.00%	N/A	N/A	100.00%	100.00%	N/A	N/A	N/A	N/A
Balances with banks	0.00%	0.00%	N/A	N/A	0.00%	0.00%	N/A	N/A	N/A	N/A

Not Applicable (N/A)

The Company expects to contribute ₹. 3.61 Crore to the gratuity trusts during FY 2018.

The table below outlines the effect on the service cost, the interest cost and the defined benefit obligation in the event of a decrease/increase of 1% in the assumed rate of discount rate, salary escalation and health care cost:

Assumption	Discount Rate	Salary Escalation Rate	Discount Rate	Salary Escalation Rate	Discount Rate	Salary Escalation Rate	Discount Rate	Medical Cost
Change in Assumption								
Increase by 1%	8.50%	Defined above	8.50%	Defined above	7.75%	Defined above	8.50%	6.00%
Decrease by 1%	6.50%	Defined above	6.50%	Defined above	5.75%	Defined above	6.30%	5.00%
Impact on defined benefit obligation								
Increase by 1%	-2.97	3.36	-0.49	0.24	-0.03	N.A.	-1.68	1.77
Decrease by 1%	3.46	-2.94	0.56	-0.22	0.03	N.A.	2.16	-1.44
Impact on service cost and interest cost								
Increase by 1%	-1.04	1.24	-0.14	0.11	-0.02	N.A.	-0.43	0.55
Decrease by 1%	1.16	-1.07	0.17	-0.10	0.01	N.A.	0.56	-0.44

Notes forming part of Consolidated financial statements

Maturity profile of defined benefit obligation:

	Gratuity (Funded)	Bhavishya Kalyan Yojana (BKY)(Unfunded)	Superannuation (Partly Funded)	Post Retirement Medicare Scheme (Unfunded)	Compensated Absence (Unfunded)
	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore	Amount in ₹ Crore
Within 1 Year	3.61	0.19	0.51	0.16	0.85
1-2 years	4.69	0.27	0.24	0.17	0.83
2-3 years	4.44	0.34	0.13	0.18	0.68
3-4 years	5.07	0.42	0.30	0.18	0.67
4-5 years	5.25	0.50	0.12	0.20	0.56
5-10 years	27.51	3.55	0.26	1.23	2.35

Employee benefit plans

The plans typically expose the company to the actuarial risks such as: investments risk, interest risks, longevity risk and salary risk

Investment risk	The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yields at the end of the reporting period on high quality corporate bonds when there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

No other post-retirement benefits are provided to these employees.

In respect of the plan in India, the actuarial valuation of the plan assets and the present value of the defined benefit obligation are carried out for March 31, 2017 by Willis Towers Watson, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, are measured using the projected unit credit method.

The fair value of plan assets is majorly balance mix of investments in government securities and other debt instruments. The Trust activities are managed by mix of professional employees representing management and employees.

Notes forming part of Consolidated financial statements

33 Capital Management

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Company.

The Company determines the amount of capital required on the basis of annual operating plans and long-term
product and other strategic investment plans. The funding requirements are met through long-term/short-term borrowings. The Company's policy is aimed at combination of short-term and long-term borrowings.

The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

Gearing Ratio

The Gearing ratio at the end of the reporting period are as follows:

(Amount in ₹ Crore)

Summary of the capital of the Company:	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Debt*	**217.49**	396.06	362.48
Cash and bank balances	**200.88**	447.27	320.33
Net Debt	**418.37**	843.33	682.81
Total Equity	**1,462.44**	1,402.27	1,377.16
Net debt to equity ratio	**28.61%**	60.14%	49.58%

*Debt is defined as long-term and short-term borrowings including interest accrued on borrowings

34 Categories Of Financial Instruments

(Amount in ₹ Crore)

Summary of the capital of the Company:	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Financial assets			
Measured at fair value through profit or loss (FVTPL)			
(a) Mandatorily measured:			
(i) Equity investments	**210.44**	61.99	274.32
(b) Derivative instruments designated as at FVTPL	**2.79**	1.47	1.23
Measured at cost			
(a) Cash and bank balances	**304.78**	580.52	485.10
(b) Other financial assets at cost	**748.52**	728.34	661.31
Financial liabilities			
Measured at fair value through profit or loss (FVTPL)			
Derivative instruments designated as at FVTPL	**0.44**	1.03	0.02
Measured at cost	**515.55**	709.63	723.17
34.1 Financial assets designated as at FVTPL			
Carrying amount of financial assets designated as at FVTPL	**210.44**	61.99	274.32

34.2 Fair Value Hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (ie prices) or indirectly (ie derived from prices)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

Notes forming part of Consolidated financial statements

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2017.

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	Fair value measurement at end of reporting year		
		Level 1	Level 2	Level 3
Financial Assets				
Investments in FMP (Refer Note 7)	**25.09**	25.09	-	-
Investments in Liquid Mutual Funds (Refer Note 7) *	**185.35**	185.35	-	-
Total investments measured at fair value	**210.44**			
Derivative Financial instrument- Foreign currency forward contracts (Refer Note 14)	**2.79**	2.79	-	-
Financial Liabilities				
Derivative Financial instrument- Foreign currency forward contracts (Refer Note 18)	**0.44**	0.44	-	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2016.

(Amount in ₹ Crore)

Particulars	As at March 31, 2016	Fair value measurement at end of reporting year		
		Level 1	Level 2	Level 3
Financial Assets				
Investments in FMP (Refer Note 7)	**18.12**	18.12	-	-
Investments in Liquid Mutual Funds (Refer Note 7) *	**43.87**	43.87	-	-
Total investments measured at fair value	**61.99**			
Derivative Financial instrument- Foreign currency forward contracts (Refer Note 14)	**1.47**	1.47	-	-
Financial Liabilities				
Derivative Financial instrument- Foreign currency forward contracts (Refer Note 18)	**1.03**	1.03	-	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of April 1, 2015.

(Amount in ₹ Crore)

Particulars	As at April 1, 2015	Fair value measurement at end of reporting year		
		Level 1	Level 2	Level 3
Financial Assets				
Investments in FMP (Refer Note 7)	**16.69**	16.69	-	-
Investments in Liquid Mutual Funds (Refer Note 7) *	**257.63**	257.63	-	-
Total investments measured at fair value	**274.32**			
Derivative Financial instrument- Foreign currency forward contracts (Refer Note 14)	**1.23**	1.23	-	-
Financial Liabilities				
Derivative Financial instrument- Foreign currency forward contracts (Refer Note 18)	**0.02**	0.02	-	-

Investment carried at cost as stated in Note 7 are not included above.

* Based on Net Asset Value (NAV) as published daily by respective Fund Houses.

Notes forming part of Consolidated financial statements

35.1 Financial risk management

In the course of its business, the Company is exposed primarily to fluctuations in foreign currency exchange rates, interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments.

The Company has a risk management policy which not only covers the foreign exchange risks but also other risks associated with the financial assets and liabilities such as interest rate risks and credit risks. The risk management policy is approved by the board of directors. The risk management framework aims to:
Create a stable business planning environment by reducing the impact of currency and interest rate fluctuations on the Company's business plan.
Achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

35.2 Market risk

Market risk is the risk of any loss in future earnings, in realizable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

35.3 Foreign currency exchange rate risk:

The fluctuation in foreign currency exchange rates may have potential impact on the income statement and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the respective consolidated entities.

Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar, Great Britain Pounds, Euro and Swedish Krona, against the respective functional currencies of Tata Technologies Limited and its subsidiaries.

The Company, as per its risk management policy, uses foreign exchange and other derivative instruments primarily to hedge foreign exchange and interest rate exposure. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in accordance with its risk management policies. For further details with respect to Foreign Currency Risk (other than risk arising from derivatives) disclosed at Note 35.5.

Furthermore, any movement in the functional currencies of the various operations of the Company against major foreign currencies may impact the Company's revenues from its international operations. Any weakening of the functional currency may impact the Company's cost of imports and cost of borrowings and consequently may increase the cost of financing the Company's capital expenditures.

Notes forming part of Consolidated financial statements

35.4 The Company uses forward exchange contracts to hedge its exposure in foreign currency. The information on derivative instruments is as follows:

Derivative instruments outstanding as at March 31, 2017:

	As At	Bought/sold		Amount in Crore	Amount in ₹ Crore
Forward Exchange contracts	March 31, 2017	Sold	GBP/USD	GBP 0.82	66.35
		Sold	EUR/USD	EUR 0.08	5.47
		Sold	USD/INR	USD 0.91	58.69
		Sold	SEK/USD	SEK 2.03	14.74
		Sold	CNY/USD	CNY 0.88	8.25
		Sold	GBP/SEK	GBP 0.35	27.92
		Sold	CNY/GBP	CNY 0.67	6.32
		Sold	SEK/GBP	SEK 5.77	41.80
		Sold	USD/GBP	USD 0.24	15.72
	March 31, 2016	Sold	GBP/USD	GBP 0.85	80.66
		Sold	GBP/INR	GBP 0.05	4.77
		Sold	USD/INR	USD 0.35	23.19
		Sold	EUR/USD	EUR 0.05	4.07
		Sold	USD/GBP	USD 0.34	22.19
	April 1, 2015	Sold	GBP/USD	GBP 0.55	50.85
		Sold	USD/INR	USD 0.67	41.87

The table below analyzes the derivative financial instruments into relevant maturity groupings based on the remaining period as of the balance sheet date:

(Amount in ₹ Crore)

	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Not later than one month	**83.26**	42.64	34.00
Later than one month and not later than three months	**160.27**	68.92	58.72
Later than three months and not later than one year	**1.73**	23.32	-
	245.26	134.88	92.72

Notes forming part of Consolidated financial statements

35.5 Foreign exchange currency exposures not covered by derivative instruments as at March 31, 2017

(Amount in ₹ Crore)

Particulars	Currency	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
		Amount in Foreign Currency	Equivalent amount in INR	Amount in Foreign Currency	Equivalent amount in INR	Amount in Foreign Currency	Equivalent amount in INR
Financial Assets: Trade Receivables and unbilled revenue	EUR	**0.51**	**35.11**	0.37	27.65	0.30	20.12
	GBP	**0.78**	**63.33**	0.01	1.34	0.03	2.32
	USD	**0.17**	**10.88**	0.21	13.89	0.93	58.12
	SGD	**0.05**	**2.53**	0.08	4.02	0.02	1.07
	RON	**0.00**	**0.04**	0.00	0.07	-	-
	CAD	**0.02**	**0.80**	0.01	0.31	0.20	9.80
	CNY	**0.35**	**3.28**	3.48	35.68	0.10	1.02
	NZD	**-**	**-**	0.00	0.00	-	-
	ZAR	**0.00**	**0.02**	0.01	0.04	0.02	0.08
	SEK	**3.64**	**26.39**	0.18	1.49	-	-
Current account with Bank (including cheques in hand/money in transit)	USD	**0.22**	**14.52**	1.01	66.97	1.26	78.58
	EUR	**0.07**	**4.82**	0.11	8.26	0.18	12.41
	GBP	**0.03**	**2.15**	0.17	16.17	0.16	14.57
	SGD	**0.03**	**1.24**	0.19	9.36	0.19	8.61
	AUD	**-**	**-**	0.00	0.03	0.00	0.03
	CAD	**-**	**-**	0.00	0.00	0.00	0.06
	NZD	**-**	**-**	0.00	0.00	-	-
	CNY	**0.00**	**0.00**	-	-	-	-
	INR	**-**	**-**	1.65	1.65	1.65	1.65
Total			**165.12**		**186.95**		**208.44**
Financial Liabilities: Trade Payables	EUR	**0.15**	**10.51**	0.11	8.59	0.22	14.54
	SGD	**0.00**	**0.14**	0.01	0.72	0.01	0.25
	INR	**0.53**	**0.53**	0.66	0.66	0.46	0.46
	USD	**0.14**	**9.33**	0.22	14.69	0.23	14.26
	SEK	**0.21**	**1.51**	0.09	0.73	-	-
	GBP	**0.04**	**3.24**	0.01	0.60	0.00	0.12
	THB	**0.57**	**1.08**	0.85	1.59	0.89	1.71
	CAD	**0.01**	**0.37**	0.00	0.18	-	-
	NZD	**-**	**-**	0.00	0.00	-	-
	RON	**-**	**-**	-	-	0.28	4.18
	CNY	**0.04**	**0.40**	-	-	-	-
Unsecured Loan	USD	**0.04**	**2.46**	0.22	14.64	1.50	93.75
Total			**29.57**		**42.41**		**129.26**

* The above balances are before considering intra-company balances elimination on consolidation.

10% appreciation/depreciation of the respective foreign currencies with respect to functional currency of the Company would result in decrease/increase in the Company's net income before tax by approximately ₹ 16.51 crore as at March 31, 2017 (₹ 18.70 crore as at March 31, 2016, ₹ 20.84 crore as at April 1, 2015) and ₹ 2.96 crore as at March 31, 2017 (₹ 4.24 crore as at March 31, 2016, ₹ 12.93 crore as at April 31, 2015) for financial assets and financial liabilities respectively.

Notes forming part of Consolidated financial statements

35.6 Interest rate risk

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Company's cash flows as well as costs.

The Company is subject to variable interest rates on some of its interest bearing liabilities. The Company's interest rate exposure is mainly related to debt obligations. The Company also uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations like short term non-convertible bonds and short term loans.

Current exposure includes short term packing credits/long term loans wherein sensitivity impact is not material.

35.7 Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable and, where appropriate, credit guarantee insurance cover is purchased.

Tata Motors Limited, Volvo Car Corporation Ltd and Jaguar Land Rover are the largest customer of the Company (Refer note 11).

35.8 Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements.

The Company has obtained fund and non-fund based working capital lines from various banks. The Company invests its surplus funds in bank fixed deposit and liquid and liquid plus schemes of mutual funds, which carry no/low mark to market risks.
The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

The table below provides details regarding the contractual maturities of financial liabilities, including estimated interest payments as at March 31, 2017:

(Amount in ₹ Crore)

Financial liabilities	Carrying amount	Due in 1st Year	Due in 2nd Year	Due in 3rd to 5th Year	Total contractual cash flows
(a) Trade payables	288.30	288.20	0.10	-	288.30
	(306.12)	(305.71)	(0.41)	(-)	(306.12)
(b) Borrowings and interest thereon	150.06	150.01	0.05	-	150.06
	(316.50)	(236.94)	(79.56)	(-)	(316.50)
(c) Derivative liabilities	0.44	0.44	-	-	0.44
	(1.03)	(1.03)	(-)	(-)	(1.03)
(d) Other financial liabilities	77.18	77.18	-	-	77.18
	(87.01)	(87.01)	(-)	(-)	(87.01)
Total	**515.98**	**515.83**	**0.15**	**-**	**515.98**
	(710.66)	**(630.69)**	**(79.97)**	**(-)**	**(710.66)**

Notes forming part of Consolidated financial statements

36 Related Party Disclosures for the year ended March 31, 2017

a) Related party and their relationship

1 Parent Company		Tata Motors Limited
2 Fellow subsidiaries	1	Concorde Motors (India) Limited
	2	TAL Manufacturing Solutions Limited
	3	Tata Motors European Technical Centre PLC
	4	Tata Motors Insurance Broking and Advisory Services Limited
	5	Tata Motors Finance Limited
	6	TML Holdings Pte. Limited
	7	TML Distribution Company Limited
	8	Tata Hispano Motors Carrocera S.A.
	9	Tata Hispano Motors Carrocerries Maghreb SA
	10	TML Drivelines Limited
	11	Trilix S.r.l.
	12	Tata Precision Industries Pte. Limited
	13	Tata Marcopolo Motors Limited
	14	Tata Daewoo Commercial Vehicle Company Limited
	15	Tata Daewoo Commercial Vehicle Sales and Distribution Company Limited
	16	Tata Motors (Thailand) Limited
	17	Tata Motors (SA) (Proprietary) Limited
	18	PT Tata Motors Indonesia
	19	PT Tata Motors Distribusi Indonesia
	20	TMNL Motor Services Nigeria Limited
	21	Jaguar Land Rover Automotive Pic
	22	Jaguar Land Rover Limited
	23	Jaguar Land Rover Austria GmbH
	24	Jaguar Land Rover Japan Limited
	25	JLR Nominee Company Limited
	26	Jaguar Land Rover Deutschland GmbH
	27	Jaguar Land Rover North America LLC
	28	Jaguar Land Rover Nederland BV
	29	Jaguar Land Rover Portugal - Veiculos e Pepas, Lda.
	30	Jaguar Land Rover Australia Pty Limited
	31	Jaguar Land Rover Italia Spa
	32	Jaguar Land Rover Korea Company Limited
	33	Jaguar Land Rover (China) Investment Co. Limited (Renamed from Jaguar Land Rover tomotive Trading (Shanghai) Company Limited w.e.f. November 1, 2016)
	34	Jaguar Land Rover Canada ULC
	35	Jaguar Land Rover France, SAS
	36	Jaguar Land Rover (South Africa) (Pty) Limited
	37	Jaguar e Land Rover Brasil Industria e Comercio de Veiculos LTDA
	38	Limited Liability Company "Jaguar Land Rover" (Russia)
	39	Jaguar Land Rover (South Africa) Holdings Limited
	40	Jaguar Land Rover India Limited
	41	Jaguar Land Rover Espana SL
	42	Jaguar Land Rover Belux NV
	43	Jaguar Land Rover Holdings Limited
	44	Jaguar Cars South Africa (Pty) Limited
	45	The Jaguar Collection Limited
	46	Jaguar Cars Limited

Notes forming part of Consolidated financial statements

	47	Land Rover Exports Limited
	48	Land Rover Ireland Limited
	49	The Daimler Motor Company Limited
	50	Daimler Transport Vehicles Limited
	51	S.S. Cars Limited
	52	The Lanchester Motor Company Limited
	53	Shanghai Jaguar Land Rover Automotive Services Company Limited
	54	Jaguar Land Rover Pension Trustees Limited
	55	JQPFPUmit edr(Apptied for striking off Name from the Register- September 21, 2016, dissolved w.e.f. December 27, 2016)
	56	Silkplan-Urorted-(App//ecf for striking off Name from the Register - September 21, 2016 and dissolved on January 17, 2017)
	57	Jaguar Land Rover Slovakia s.r.o
	58	Jaguar Land Rover Singapore Pte. Ltd.
	59	Jaguar Racing Limited
	60	InMotion Ventures Limited
	61	InMotion Ventures 1 Limited (Incorporated w.e.f. October 25, 2016)
	62	InMotion Ventures 2 Limited (Incorporated w.e.f. October 25, 2016)
	63	InMotion Ventures 3 Limited (Incorporated w.e.f. October 25, 2016)
	64	Jaguar Land Rover Colombia S.A.S (Incorporated w.e.f. August 22, 2016)
	65	Tata Motors Finance Solutions Limited
	66	Sheba Properties Limited (Direct subsidiary of TML sold to TMFL on March 31, 2016)
3 Joint Venture		Tata HAL Technologies Limited
4 Associates and Joint Venture of Parent Company	1	Tata Sons Limited
	2	Jaguar Cars Finance Limited
	3	Automobile Corporation of Goa Limited
	4	Nita Company Limited
	5	Tata Hitachi Construction Machinery Company Private Limited
	6	Tata Precision Industries (India) Limited
	7	Tata AutoComp Systems Limited
	8	Serviplem S.A.U. (Declared voluntary liquidation w.e.f. Feb 21, 2017)
	9	Inner Mongolia north Baryval Engineering Special Vehicle Co. Ltd. (Investment stake sold-off by Serviplem S.A.U. w.e.f. Feb 15, 2017)
	10	Automotive Skill Training Foundation (Section 25 Company)
	11	Automotive Stampings and Assemblies Limited
	12	Nanjing Tata Autocomp Systems Limited
	13	TACO Engineering (UK) Limited
	14	TACO Engineering Services GmbH
	15	TACO Holdings (Mauritius) Limited
	16	TACO Kunststoffechnik GmbH (excluded from consolidation by TACO from 01.07.2009) (under liquidation w.e.f. 01.07.2009)
	17	TACO Grundstuckverwaltungs GmbH (excluded from consolidation by TACO from 01.07.2009) (under liquidation w.e.f. 01.07.2009)
	18	Ryhpez Holding (Sweden) AB (w.e.f. 08.08.2016)
	19	TitanX Holding AB (w.e.f. 29.12.2016)
	20	TitanX Engine Cooling Holding AB (w.e.f. 29.12.2016)
	21	TitanX Engine Cooling Inc. (w.e.f. 29.12.2016)
	22	TitanX Engine Cooling Kunshan Co. Ltd. (w.e.f. 29.12.2016)
	23	TitanX Engine Cooling AB (w.e.f. 29.12.2016)
	24	TitanX RefrigeracSo de Motores LTDA (w.e.f. 29.12.2016)

Notes forming part of Consolidated financial statements

25 Tata Ficosa Automotive Systems Private Limited (Tata Ficosa Automotive Systems Limited)
26 Tata AutoComp GY Batteries Private Limited (formerly Tata AutoComp GY Batteries Limited)
27 Tata Autocomp Hendrickson Suspensions Private Limited (formerly Taco Hendrickson Suspensions Private Limited)
28 Air International TTR Thermal Systems Limited
29 Tata Autocomp Katcon Exhaust System Private Limited (formerly Katcon India Private Limited) (w.e.f. 19.05.2015)
30 TM Automotive Seating Systems Private Limited (w.e.f. 14.05.2015)
31 Tata Toyo Radiator Limited
32 TACO Sasken Automotive Electronics Limited (excluded from consolidation by TACO from 01.10.2010) (under liquidation w.e.f. 30.09.2010)
33 Tata Cummins Private Limited
34 Fiat India Automobiles Private Limited
35 Chery Jaguar Land Rover Automotive Company Limited
36 Chery Jaguar Land Rover Auto Sales Company Limited (100% Subsidiaries of Chery Jaguar Land Rover Automotive Company Limited)
37 Spark44 (JV) Limited
38 Spark44 Pty. Ltd. (Sydney)
39 Spark44 GMBH (Frankfurt)
40 Spark44 LLC (LA & NYC)
41 Spark44 Limited (Shanghai)
42 Spark44 Middle East DMCC (Dubai)
43 Spark44 Demand Creation Partners Limited (Mumbai)
44 Spark44 Limited (London & Birmingham)
45 Spark44 Pte Ltd (Singapore)
46 Spark44 Communication SL (Madrid)
47 Spark44 SRL (Rome)
48 Spark44 Limited (Seoul)
49 Spark44 KK (Tokyo)
50 Spark44 Canada Inc (Toronto)
51 Spark44 South Africa (Pty) Limited (Incorporated w.e.f. August 25, 2015) _
52 JT Special Vehicles Pvt. Limited (Incorporated as a JV with effect from July 13, 2016 with Jayem Automotives Pvt. Limited)
53 Ewart Investments Limited
54 Tata Limited
55 Tata AIA Life Insurance Company Limited
56 Tata AIG General Insurance Company Limited
57 Indian Rotorcraft Limited
58 Panatone Finvest Limited
59 TS Investments Limited
60 Tata SIA Airlines Limited
61 Infiniti Retail Limited
62 Tata Incorporated (w.e.f. 22.09.2015)
63 Tata Business Support Services Limited
64 TBSS Healthcare TPA Services Limited (merged with Tata Business Support Services Limited w.e.f. 23.03.2017)
65 Global Information Services Private Limited (formerly Global Information Services Limited) (ceased to be an associate and is a subsidiary w.e.f. 13.05.2016) (merged with Tata Business Support Services Limited w.e.f. 23.03.2017)
66 Tata Investment Corporation Limited
67 Simto Investment Company Limited

Notes forming part of Consolidated financial statements

68	Tata Asset Management Limited
69	Tata Asset Management (Mauritius) Private Limited
70	Tata Pension Management Limited
71	Tata Consulting Engineers Limited
72	Ecofirst Services Limited
73	TCE QSTP-LLC (in liquidation)
74	Tata International AG, Zuq
75	Tata AG, Zug
76	TRIF Investment Management Limited
77	Tata Petrodyne Limited
78	Belida B.V.
79	Dian Energy B.V.
80	Merangin B.V.
81	Meruap B.V.
82	Tata Advanced Systems Limited
83	Aurora Integrated Systems Private Limited
84	HELA Systems Private Limited
85	Nova Integrated Systems Limited
86	TASEC Limited (formerly AVAN A Integrated Systems Limited)
87	TASL Aerostructures Private Limited
88	Tata Lockheed Martin Aerostructures Limited
89	Tata Sikorsky Aerospace Limited (formerly Tata Aerospace Systems Limited)
90	Tata Boeing Aerospace Limited (formerly Tata Aerospace Limited) (w.e.f. 06.11.2015)
91	Tata Capital Limited
92	India Collections Management Limited (Amalgamated with Tata Capital Ltd. w.e.f. May 16, 2016, appointed date April 1, 2015)
93	Tata Capital Advisors Pte. Limited
94	Tata Capital Financial Services Limited
95	Tata Capital Forex Limited (formerly TT Holdings & Services Limited)
96	TATA Capital General Partners LLP
97	Tata Capital Growth Fund 1
98	Tata Capital Healthcare General Partners LLP
99	Tata Capital Housing Finance Limited
100	Tata Capital Markets Pte. Limited
101	Tata Capital Pic
102	Tata Capital Pte. Limited
103	Tata Cleantech Capital Limited
104	Tata Infrastructure Capital Limited (Amalgamated with Tata Capital Ltd. w.e.f. May 16, 2016, appointed date April 1, 2015)
105	Tata Opportunities General Partners LLP
106	Tata Securities Limited
107	TC Travel and Services Limited
108	Tata Housing Development Company Limited
109	Apex Realty Private Limited
110	Ardent Properties Private Limited
111	Concept Developers & Leasing Limited (formerly Concept Marketing and Advertising Limited)
112	Gurgaon Infratech Private Limited (Merged with Tata Housing Development Co. Ltd. pursuant to the order dated April 29, 2016 of the Hon'ble High Court of Judicature at Mumbai w.e.f. April 1, 2014)
113	HLT Residency Private Limited
114	Kriday Realty Private Limited
115	Landscape Structures Private Limited (Merged with Tata Housing Development Co. Ltd. pursuant to the order dated April 29, 2016 of the Hon'ble High Court of Judicature at Mumbai w.e.f. April 1, 2014)

Notes forming part of Consolidated financial statements

116	North Bombay Real Estate Private Limited
117	One-Colombo Project (Private) Limited
118	Promont Hillside Private Limited
119	Smart Value Homes (Boisar) Private Limited (formerly Niyati Sales Private Limited)
120	Tata Value Homes Limited (formerly Smart Value Homes Limited)
121	THDC Management Services Limited (formerly THDC Facility Management Limited)
122	World-One (Sri Lanka) Projects Pte. Ltd.
123	World-One Development Company Pte. Limited
124	Synergizers Sustainable Foundation (incorporated under Section 25 of the Companies Act, 1956)
125	Tata Realty and Infrastructure Limited
126	Acme Living Solutions Private Limited
127	Arrow Infraestate Private Limited
128	Gurgaon Construct Well Private Limited
129	Gurgaon Realtech Limited
130	HV Farms Private Limited
131	TRIF Gurgaon Housing Projects Private Limited
132	TRIL Amritsar Projects Limited (w.e.f. 20.01.2015) (formerly TRIF Amritsar Projects Limited)
133	TRIL Constructions Limited
134	Wellkept Facility Mangement Services Private Limited (formerly TRIL Hospitality Private Limited)
135	TRIL Roads Private Limited
136	TRIL Urban Transport Private Limited
137	TRIL Infopark Limited
138	Hampi Expressways Private Limited (w.e.f. 23.04.2015)
139	TRIF Real Estate And Development Limited (w.e.f. 23.06.2015)
140	Dharamshala Ropeway Limited (w.e.f. 09.06.2015)
141	Manali Ropeways Private Limited (w.e.f. 19.10.2015)
142	International Infrabuild Private Limited (w.e.f. 31.03.2016)
143	Uchit Expressways Private Limited (w.e.f. 10.10.2016)
144	TRPL Roadways Private Limited (w.e.f. 03.11.2016)
145	Peepul Tree Properties Limited (merged with Albrecht Builder Private Limited pursuant to the order dated 08.01.2016 of the Hon'ble High Court of Judicature at Mumbai. Effective Date: 10.02.2016. Appointed Date: 19.03.2015)
146	Mara Builder Private Limited (merged with Tata Realty and Infrastructure Limited pursuant to the order dated 26.02.2016 of the Hon'ble High Court of Judicature at Mumbai. Effective Date: 22.03.2016. Appointed Date:01.07.2015)
147	TRIF Kochi Project Private Limited (w.e.f. 23.06.2015) (merged with Tata Realty and frastructure Limited pursuant to the order dated 26.02.2016 of the Hon'ble High Court of icature at Mumbai. Effective Date: 31.03.2016. Appointed Date:01.07.2015)
148	Valary Developers Private Limited (merged with Tata Realty and Infrastructure Limited pursuant to the order dated 26.02.2016 of the Hon'ble High Court of Judicature at Mumbai. Effective Date: 31.03.2016. Appointed Date:01.07.2015)
149	Tata Consultancy Services Limited
150	Alti HR S.A.S.
151	Alti Infrastructures Systemes & Reseaux S.A.S.
152	Alti NV
153	Alti S.A.
154	Alti Switzerland S.A.
155	APTOnline Limited (formerly APOnline Limited)
156	C-Edge Technologies Limited
157	CMC Americas Inc.
158	CMC eBiz Inc.

Notes forming part of Consolidated financial statements

159	Diligenta Limited
160	MahaOnline Limited
161	MGDC S.C.
162	MP Online Limited
163	Planaxis Technologies Inc.
164	PT Tata Consultancy Services Indonesia
165	Tata America International Corporation
166	Tata Consultancy Services (Africa) (PTY) Ltd.
167	Tata Consultancy Services (China) Co., Ltd.
168	Tata Consultancy Services (Philippines) Inc.
169	Tata Consultancy Services (South Africa) (PTY) Ltd.
170	Tata Consultancy Services (Thailand) Limited
171	Tata Consultancy Services Argentina S.A.
172	Tata Consultancy Services Asia Pacific Pte Ltd.
173	Tata Consultancy Services Belgium S.A.
174	Tata Consultancy Services Canada Inc.
175	Tata Consultancy Services Chile S.A.
176	Tata Consultancy Services Danmark ApS
177	Tata Consultancy Services De Espana S.A.
178	Tata Consultancy Services De Mexico S.A.,De C.V.
179	Tata Consultancy Services Deutschland GmbH
180	Tata Consultancy Services Do Brasil Ltda
181	Tata Consultancy Services France S.A.S.
182	Tata Consultancy Services Luxembourg S.A.
183	Tata Consultancy Services Malaysia Sdn Bhd
184	Tata Consultancy Services Netherlands BV
185	Tata Consultancy Services Osterreich GmbH
186	Tata Consultancy Services Portugal Unipessoal Limitada
187	Tata Consultancy Services Qatar S.S.C.
188	Tata Consultancy Services Sverige AB
189	Tata Consultancy Services Switzerland Ltd.
190	TCS e-Serve America, Inc.
191	TCS Financial Solutions (Beijing) Co., Ltd.
192	TCS Financial Solutions Australia Holdings Pty Limited
193	TCS Financial Solutions Australia Pty Limited
194	TCS FNS Pty Limited
195	TCS Iberoamerica SA
196	TCS Inversiones Chile Limitada
197	TCS Italia SRL
198	TCS Solution Center S.A.
199	TCS Uruguay S. A.
200	Teamlink
201	TESCOM (France) Software Systems Testinq S.A.R.L.
202	TCS e-Serve International Limited
203	Tata Consultancy Services Japan, Ltd.
204	TCS Foundation
205	Tata Consultancy Services Saudi Arabia (w.e.f. 02.07.2015)
206	Technology Outsourcing S.A.C. (w.e.f 30.10.2015)
207	WTI Advanced Technology Limited (Amalgamated with Tata Consultancy Services Limited pursuant to the order dated 27.03.2015 of the Hon'ble High Court Judicature at Bombay. Effective Date: 01.04.2015. Appointed Date: 01.04.2014)
208	CMC Limited (Amalgamated with Tata Consultancy Services Limited pursuant to the order dated 14.08.2015 of the Hon'ble High Court of Judicature at Bombay and the order dated

20.07.2015 of the Hon'ble High Court of Judicature at Hyderabad. Effective Date: 01.10.2015. Appointed Date: 01.04.2015)

209 MS CJV Investments Corporation (dissolved w.e.f. 24.01.2017)
210 Diligenta 2 Limited (dissolved w.e.f. 14.03.2017)
211 PT Financial Network Services (liquidated w.e.f. 16.03.2017)
212 Tata Trustee Company Limited
213 e-Nxt Financials Limited (merged with Tata Business Support Services Limited vide its Order dated 08.05.2015, the Appointed date i.e. 01.04.2014, Effective date: 01.07,2015)
214 Tata Sky Limited
215 ACTVE Digital Services Private Limited
216 Tata Sky Broadband Private Limited (formerly Quickest Broadband Private Limited) (w.e.f.
217 Advinus Therapeutics Limited
218 Advinus Therapeutics Inc.
219 Advinus Canada Incorporated (ceased w.e.f. 31.08.2015)
220 Niskalp Infrastructure Services Limited (formerly Niskalp Enerqy Limited)
221 India Emerging Companies Investment Limited
222 Inshaallah Investments Limited
223 Tata Industries Limited
224 Apex Investment (Mauritius) Holding Private Limited
225 Tata Advanced Materials Limited
226 Tata Interactive Systems AG
227 Tata Interactive Systems GmbH
228 Tata Unistore Limited (formerly Tata Industrial Services Limited)
229 Landmark E-tail Limited (w.e.f. 12.06.2015)
230 Inzpera Healthsciences Limited (w.e.f. 22.06.16)
231 Qubit Investments Pte Limited (w.e.f. 19.07.2016)
232 Tata Autocomp Systems Limited (Included above as a Direct Associate of Tata Motors Limited)
233 Tata International Limited
234 Alliance Motors Ghana Limited
235 Bachi Shoes Limited
236 Blackwood Hodge Zimbabwe (Private) Limited
237 Calsea Footwear Private Limited
238 Cometal, S.A.R.L.
239 Euro Shoe Components Limited
240 Monroa Portugal, Comercio E Servipos, Unipessoal LDA
241 Move On Componentes E Calcado, S.A.
242 Move On Retail Spain, S.L.
243 M'Pumalanga Mining Resources SA
244 Pamodzi Hotels Pic
245 TAH Pharmaceuticals Limited
246 TAHL (Mauritius) Mining Projects Limited
247 Tata Africa (Cote D'Ivoire) SARL
248 Tata Africa Holdings (Ghana) Limited
249 TATA Africa Holdings (Kenya) Limited
250 Tata Africa Holdings (SA) (Proprietary) Limited
251 Tata Africa Holdings (Tanzania) Limited
252 Tata Africa Services (Nigeria) Limited
253 Tata Africa Steel Processors (Proprietary) Limited
254 Tata Automobile Corporation (SA) (Proprietary) Limited
255 Tata De Mocambique, Limitada
256 Tata Holdings Mocambique Limitada
257 Tata International Metals (Americas) Limited (formerly Tata Steel International (North America) Limited)

Notes forming part of Consolidated financial statements

258	Tata International Metals (Asia) Limited (formerly Tata Steel International (Hongkong) Limited
259	Tata International Metals (UK) Limited (formerly Tata Steel International (UK) Limited)
260	Tata International Singapore Pte Limited
261	Tata International Trading Brasil Ltda
262	Tata South East Asia (Cambodia) Limited
263	Tata South-East Asia Limited
264	Tata Uganda Limited
265	Tata West Asia FZE
266	Tata Zambia Limited
267	Tata Zimbabwe (Private) Limited
268	TIL Leather Mauritius Limited
269	Tata International West Asia DMCC
270	Motor-Hub East Africa Limited (w.e.f. 29.05.2015)
271	Tata International Vietnam Company Limited (w.e.f. 09.06.2016)
272	Tata Africa (Senegal) S.A.R.L. (merged entity w.e.f 30.06.2016 pursuant to the merger with Tata International Unitech Senegal)
273	Tata International Canada Limited (w.e.f. 17.11.2016)
274	Newshelf 1369 Pty Ltd. (w.e.f. 01.10.2016)
275	Drive India Enterprise Solutions Limited (ceased w.e.f. 01.09.2015)
276	Industrial Steels Limited (ceased w.e.f. 05.01.2016)
277	TAHL (Mauritius) Power Projects Limited (ceased w.e.f. 14.04.2016)
278	Tata International Unitech Senegal (formerly Unitech Motors S.A) (merged with Tata Africa (Senegal) S.A.R.L. w.e.f 30.06.2016)
279	Taj Air Limited
280	Taj Air Metrojet Aviation Limited
281	AirAsia (India) Limited
282	Strategic Energy Technology Systems Private Limited
283	Tata Teleservices Limited
284	A & T Road Construction Management and Operation Private Limited
285	Pune Solapur Expressways Private Limited
286	TRIL IT4 Private Limited (formerly Albrecht Builder Private Limited)
287	Mikodo Realtors Private Limited (w.e.f. 07.09.2016)
288	MIA Infrastructure Private Limited
289	Industrial Minerals and Chemical Company Private Limited (w.e.f. 31.03.2017)
290	Nectar Loyalty Management India Limited (ceased w.e.f. 22.08.2016)
291	Arvind and Smart Value Homes LLP
292	Casa Decor Private Limited (ceased w.e.f. 31.03.2016)
293	Princeton Infrastructure Private Limited
294	Sohna City LLP
295	Technopolis Knowledge Park Limited
296	HL Promoters Private Limited
297	Kolkata-One Excelton Private Limited
298	Sector 113 Gatevida Developers Private Limited (formerly Lemon Tree Land & Developers Private
299	Promont Hilltop Private Limited
300	Smart Value Homes (Peenya Project) Private Limited (formerly Smart Value Homes (Boisar Project) Private Limited)
301	Smart Value Homes (New Project) LLP
302	One Bangalore Luxury Projects LLP (w.e.f. 09.10.2015)
303	Tata International DLT Private Limited
304	Tata Precision Industries (India) Limited
305	Tata International Wolverine Brands Limited
306	Tata International GST AutoLeather Limited
307	Rite Brand Retail Private Limited (ceased w.e.f. 29.03.2016)

Notes forming part of Consolidated financial statements

5	Key Management Personnel of the Company	1	Mr. Warren Harris, Managing Director
		2	Mr. S Venkateswarlu, Chief Financial Officer
		3	Mr. Anubhav Kapoor, Company Secretary
6	Key Management Personnel in subsidiary companies & Joint Venture	1	Mr. Fernando Oviedo
		2	Mr. Ramesh Indhewat (upto 30 June, 2016)
		3	Mr. Rajarajan Shanmugam
		4	Mr. Timothy Hayes (upto July 25, 2015)

b) Transactions with related parties

(Amount in ₹ Crore)

Particulars	Parent Company	Fellow subsidiaries	Joint Venture	Associates & Subsidiaries of the Parent Company	Key Management Personnel **	Total
Purchase of products	**-**	**-**	**-**	**0.55**	**-**	**0.55**
	(-)	(-)	(-)	(1.45)	(-)	(1.45)
Sale of products	**47.64**	**2.71**	**0.20**	**7.24**	**-**	**57.79**
	(59.58)	(3.51)	(0.24)	(9.26)	(-)	(72.59)
Services received	**1.44**	**0.88**	**1.41**	**12.00**	**-**	**15.73**
	(1.36)	(1.38)	(1.34)	(18.53)	(-)	(22.61)
Services rendered	**463.04**	**843.48**	**-**	**121.54**	**-**	**1,428.06**
	(464.34)	(990.99)	(0.05)	(101.03)	(-)	(1,556.41)
Finance placed (including loans, equity & ICD)	**1,074.00**	**-**	**-**	**30.00**	**-**	**1,104.00**
	(1,168.80)	(-)	(-)	(-)	(-)	(1,168.80)
Finance received back (including loans,equity & ICD)	**1,197.00**	**-**	**-**	**60.00**	**-**	**1,257.00**
	(1,147.30)	(-)	(-)	(-)	(-)	(1,147.30)
Dividend paid	**106.05**	**2.84**	**-**	**19.67**	**1.47**	**130.03**
	(227.25)	(7.31)	(-)	(50.58)	(3.78)	(288.92)
Interest paid / (received)(net)	**(8.56)**	**(0.55)**	**-**	**(2.51)**	**-**	**(11.62)**
	(-10.21)	(-0.55)	(-)	(-2.76)	(-)	(-13.52)
Remuneration	**-**	**-**	**-**	**-**	**7.91**	**7.91**
	(-)	(-)	(-)	(-)	(8.67)	(8.67)
Amount receivable including unbilled revenue	**69.05**	**109.69**	**-**	**40.04**	**-**	**218.78**
	(52.49)	(206.15)	(0.16)	(37.49)	(-)	(296.29)
Amount payable	**0.64**	**0.00**	**0.16**	**9.06**	**0.45**	**10.29**
	(2.44)	(15.36)	(0.62)	(7.64)	(0.97)	(27.03)
Amount receivable (in respect of loans and bonds)	**-**	**5.29**	**-**	**-**	**-**	**5.29**
	(123.00)	(5.29)	(-)	(30.00)	(-)	(158.29)

The above transactions are excluding reimbursement of expenses
* Previous year's figures are shown in the brackets
** Includes transactions with the key management personnel in subsidiary companies and joint venture.

Notes forming part of Consolidated financial statements

Disclosure of material transactions:
Purchase of Goods:
Tata Consultancy Services: ₹ 0.55 crore (March 31, 2016 ₹ 0.57 Crore)
Services received:
Tata Sons Limited: ₹ 6.52 crore (March 31, 2016 ₹ 6.05 crore)
Tata Capital Forex Limited: ₹ 3.14 crore (March 31, 2016 ₹ 1.54 crore)
Services Rendered:
Jaguar Land Rover Limited ₹ 810.01 crore (March 31, 2016 ₹ 947.56 crore)
Interest received:
Tata Housing Development Company Limited: ₹ 2.51 crore (March 31, 2016 ₹ 2.76 crore)

(Amount in ₹ Crore)

Consideration of key management personnel	Year ended March 31, 2017	Year ended March 31, 2016
Short term benefits	**0.52**	0.40
Post employment benefits	**0.49**	0.38

Notes:
1. Consideration of benefits payables to Key Managerial Management Personnel are in respect of holding company.
2. Includes provision for encashable leave and gratuity for certain key management personnel on estimate basis as a separate actuarial valuation is not available

Notes forming part of Consolidated financial statements

37. Details of subsidiaries

The following subsidiary companies are considered in the consolidated financial statements

	Name of the Subsidiary Company	Country of Incorporation	% of holding either directly or through subsidiary as at		
			March 31, 2017	March 31, 2016	April1, 2015
	Direct Subsidiary				
1	Tata Technologies Pte. Ltd.	Singapore	**100**	100	100
	Indirect Subsidiaries				
2	Tata Technologies (Thailand) Limited	Thailand	**100**	100	100
3	Cambric Manufacturing Technologies (Shanghai) Co. Ltd. (named changed to Tata Manufacturing Technologies Consulting (Shanghai) Limited effective April 1, 2017)	China	**100**	100	100
4	INCAT International Plc.	UK	**100**	100	100
5	Tata Technologies Europe Limited	UK	**100**	100	100
6	INCAT GmbH (in process of liquidation)	Germany	**100**	100	100
7	Tata Technologies Inc. ** ###	USA	**99.81**	99.81	99.81
8	Tata Technologies (Canada) Inc. ** (Liquidated w.e.f December 13, 2016)	Canada	**-**	99.81	99.81
9	Tata Technologies de Mexico, S.A. de C.V **	Mexico	**99.81**	99.81	99.81
10	Cambric Holdings Inc. ## **	Delaware, USA	**-**	-	99.81
11	Cambric Corporation, Delaware ## **	Delaware, USA	**-**	-	99.81
12	Cambric Limited, Bahama ## **	Bahama, USA	99.81	99.81	99.81
13	Cambric UK Ltd. ## **	UK	99.81	99.81	99.81
14	Cambric Managed Services, Utah ## ** (Dissolved w.e.f. September 29, 2014)	Utah, USA	-	-	99.81
15	Cambric GmbH (in process of liquidation) ## **	Germany	99.81	99.81	99.81
16	Midwest Managed Services, Utah ## **	Utah, USA	99.81	99.81	99.81
17	Tata Technologies SRL, Romania ## ** (erstwhile Cambric Consulting SRL was renamed w.e.f. February 4, 2015)	Romania	99.81	99.81	99.81

Notes forming part of Consolidated financial statements

** For these subsidiaries though the holding is 99.81 %, the indirect voting power is 100%.

Due to acquisition of Cambric Holdings Inc., these subsidiaries have become indirect subsidiaries of the Company w.e.f. May 01, 2013.

Effective from January 1, 2015 Cambric Corporation Delaware has been merged with Cambric Holdings Inc., which in turn has been merged with Tata Technologies Inc.

Became subsidiary of Tata Technologies Europe Limited w.e.f. March 20, 2015

38. Disclosure on Specified Bank Notes (SBN)

During the year, the Company had specified bank notes or other denomination note as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from November 8, 2016 to December 30, 2016, the denomination wise SBNs and other notes as per the notification is given below:

(Amount in ₹ Crore)

	SBN's in ₹ *	Other Denomination notes in ₹	Total
Closing Cash on Hand as on November 8, 2016	193,500	147,237	340,737
(+)Permitted Receipts	-	442,932	442,932
(-)Permitted Payments	-	349,999	349,999
(-)Amount deposited in Banks	193,500	-	193,500
Closing Cash on Hand as on December 30, 2016	**-**	**240,170**	**240,170**

*For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016.
The above disclosure pertains to the holding company and its joint venture incorporated in India.

39.1 Subsequent events

1. The Board of Directors at its meeting held on May 15, 2017 have recommended an interim dividend of ₹ 25/- per share. The interim dividend will result in total payout of ₹ 129.50 crore including dividend distribution tax thereon.

2. Tata Technologies Europe Limited (indirect subsidiary of Tata Technologies Limited) signed Share purchase agreement on April 19, 2017 for the acquisition of Sweden-based engineering services company - Escenda Holding AB ('Escenda') for a consideration of SEK 82 million (equivalent approx. USD 10 mio). Escenda is a Sweden-based company which is into business of product development, energy solutions, interaction design and other engineering services for the automotive industry. Post acquisition Escenda Holding AB will become wholly owned subsidiary of Tata Technologies Europe Limited and will be consolidated with Tata Technologies Limited. Subject to completion of closing formalities, the acquisition will be effective in F.Y. 2017-2018.

39.2 Exceptional items include

a. Statutory bonus at the revised rates pertaining to period retrospective to the notification dated on 01.01.2016 (i.e. from 01.04.2014 to 31.12.2015) was not provided pending similar cases contesting retrospective applicability of the said notification in various Honourable High Courts. During November 2016, considering the industry practices, the management after internal deliberations decided to and has paid the incremental bonus covering the fiscal year of the said notification i.e. from 01.04.2015 to 31.12.2015 aggregating to ₹ 5.55 crore, which has been presented as exceptional items. The incremental bonus for the FY 2014-15 is continued as contingent liability pending similar cases contesting retrospective applicability of the said notification in various Honourable High Courts.

b. Having regard to the future business strategy/plans of the joint venture and considering their current financial position, the Company has recognized a provision for impairment loss of ₹ 0.84 crore for the year ended March 31, 2017, in respect of its investment in joint venture.

Notes forming part of Consolidated financial statements

39.3 Additional information pursuant to para 2 of general instructions for the preparation of Consolidated Financial Statements

Sr. No	Name of the entity in the group	Net Assets, i.e., total assets minus total liabilities		Share in (profit) or loss		Share in other comprehensive income		Share in total comprehensive income	
		As % of Consolidated net assets	₹. Cr.	As % of consolidated (profit) or loss	₹. Cr.	As % of consolidated other comprehensive income	₹. Cr.	"As % of total comprehensive income"	₹. Cr.
	Parent Company								
	Tata Technologies Limited	51.43%	(752.12)	60.47%	(213.41)	3.02%	3.39	87.23%	(210.08)
	Direct and Indirect Subsidiaries - Foreign								
1	Tata Technologies Pte. Ltd.	49.59%	(725.17)	-1.12%	3.94	13.67%	15.34	-8.00%	19.28
2	Tata Technologies (Thailand) Limited	0.49%	(7.23)	0.02%	(0.06)	0.07%	0.08	-0.01%	0.02
3	Cambric Manufacturing Technologies (Shanghai) Co. Ltd. (named changed to Tata Manufacturing Technologies Consulting (Shanghai) Limited effective April 1, 2017)	1.75%	(25.56)	5.70%	(20.13)	1.45%	1.63	7.68%	(18.50)
4	INCAT International Plc.	2.67%	(39.01)	-0.11%	0.39	6.27%	7.03	-3.08%	7.41
5	Tata Technologies Europe Limited	39.23%	(573.78)	30.95%	(109.26)	97.72%	109.62	-0.14%	0.36
6	INCAT GmbH (in process of liquidation)	1.03%	(15.10)	0.09%	(0.33)	1.17%	1.31	-0.41%	0.99
7	Tata Technologies Inc.	23.58%	(344.89)	4.51%	(15.91)	6.60%	7.40	3.53%	(8.51)
8	Tata Technologies (Canada) Inc. (Liquidated w.e.f December 13, 2016)	0.00%	-	0.00%	-	-1.57%	(1.77)	0.73%	(1.77)
9	Tata Technologies de Mexico, S.A. de C.V	0.38%	(5.62)	0.61%	(2.14)	0.18%	0.20	0.81%	(1.94)
10	Cambric Limited, Bahama	1.31%	(19.20)	-0.14%	0.50	0.00%	-	-0.21%	0.50
11	Cambric UK Ltd.	0.00%	(0.00)	-1.04%	3.68	0.22%	0.25	-1.63%	3.93
12	Cambric Managed Services, Utah (Dissolved w.e.f. September 29, 2014)	0.00%	-	0.00%	-	0.00%	-	0.00%	-
13	Cambric GmbH (in process of liquidation)	0.13%	(1.96)	0.04%	(0.14)	0.10%	0.12	0.01%	(0.02)
14	Midwest Managed Services, Utah	0.15%	(2.18)	0.42%	(1.48)	0.00%	-	0.61%	(1.48)
15	Tata Technologies SRL, Romania ## (erstwhile Cambric Consulting SRL was renamed w.e.f February 4, 2015)	1.23%	(17.93)	1.19%	(4.22)	1.23%	1.37	1.18%	(2.84)
	Joint Ventures(investment as per the equity method) - Indian								
1	Tata HAL Technologies Ltd	0.06%	(0.84)	-0.41%	1.46	0.00%	-	-0.60%	1.46
	Consolidation Adjustment	-73.04%	1,068.15	-1.18%	4.18	-30.13%	(33.80)	12.30%	(29.62)
						-			
	Total	**100.00%**	**(1,462.44)**	**100.00%**	**(352.99)**	**100.00%**	**112.17**	**100.00%**	**(240.82)**

39.4 The financial statements for the year ended March 31, 2017 were approved by the Board of Directors and authorise for issue on May 15, 2017.

Notes to the Consolidated financial statements

40. First-time Ind AS adoption reconciliations

40.1 Effect of Ind AS adoption on the consolidated balance sheet as at March 31, 2016 and April 1, 2015

(Amount in ₹ Crore)

	Notes	As at April 1, 2015 (Date of transition)			As at March 31, 2016 (End of last period presented under previous GAAP)		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
Non-current assets							
Property, plant and equipment	b	86.01	(3.61)	82.40	97.45	(3.50)	93.95
Goodwill		623.35	-	623.35	650.93	-	650.93
Capital work-in-progress		3.16	0.78	3.94	5.26	(0.01)	5.25
Other intangible assets		50.63	(0.16)	50.47	65.78	(0.06)	65.72
Intangible assets under development		3.71	-	3.71	-	-	-
Financial assets							
(i) Investments							
a) Investments in joint ventures	l	-	2.13	2.13	-	2.30	2.30
b) Other investments	g	20.00	1.12	21.12	10.00	-	10.00
(ii) Other Loans and Advances	c,d	52.27	(1.45)	50.82	45.64	(2.12)	43.52
Deferred tax assets (Net)	f,j	10.26	5.02	15.28	3.57	17.45	21.02
Income tax assets (net)		33.65	(0.25)	33.40	37.53	(0.20)	37.33
Other non-current assets	c,d	6.19	(1.12)	5.07	18.67	(12.16)	6.51
Total non-current assets		**889.23**	**2.46**	**891.69**	**934.83**	**1.70**	**936.53**
Current assets							
Inventories		0.75	-	0.75	-	-	-
Financial assets							
(i) Investments	g	261.87	1.33	263.20	58.47	3.52	61.99
(ii) Trade receivables		363.42	(1.77)	361.65	447.11	(1.39)	445.72
(iii) Cash and cash equivalents		320.43	(0.10)	320.33	447.91	(0.64)	447.27
(iv) Bank balances other than (iii) above	j	164.90	(0.13)	164.77	133.46	(0.21)	133.25
(v) Other Loans and advances	d	4.80	(0.03)	4.77	8.20	(0.08)	8.12
(vi) Other financial assets	d	231.46	1.70	233.16	218.68	1.47	220.15
Current tax assets (Net)		2.51	-	2.51	12.86	-	12.86
Other current assets	d	44.11	(1.79)	42.32	28.43	(0.52)	27.91
Total current assets		**1,394.25**	**(0.79)**	**1,393.46**	**1,355.12**	**2.15**	**1,357.27**
Total assets		**2,283.48**	**1.67**	**2,285.15**	**2,289.95**	**3.85**	**2,293.80**
Equity							
Equity share capital		43.02	-	43.02	43.02	-	43.02
Other equity	b,c,e,f,g,i	1,022.14	312.00	1,334.14	1,253.66	105.59	1,359.25
Equity attributable to owners of the Company		1,065.16	312.00	1,377.16	1,296.68	105.59	1,402.27
Total equity		**1,065.16**	**312.00**	**1,377.16**	**1,296.68**	**105.59**	**1,402.27**
Non-current liabilities							
Financial liabilities							
(i) Borrowings		154.14	-	154.14	79.56	-	79.56
(ii) Trade Payables	d	0.60	0.01	0.61	0.41	-	0.41
(iii) Other Financial Liabilities	d	0.99	-	0.99	1.94	-	1.94
Provisions		14.96	(0.11)	14.85	15.42	(0.11)	15.31
Deferred tax liabilities (Net)	f	4.22	1.16	5.38	2.61	1.32	3.93

Notes to the Consolidated financial statements

(Amount in ₹ Crore)

	Notes	As at April 1, 2015 (Date of transition)			As at March 31, 2016 (End of last period presented under previous GAAP)		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
Total non-current liabilities		**174.91**	**1.06**	**175.97**	**99.94**	**1.21**	**101.15**
Current liabilities							
Financial liabilities							
(i) Borrowings		131.24	-	131.24	236.87	-	236.87
(ii) Trade payables	d	354.59	(1.81)	352.78	306.02	(0.31)	305.71
(iii) Other financial liabilities	d	82.22	1.21	83.43	85.11	1.06	86.17
Provisions	d	5.52	(0.01)	5.51	4.75	(0.02)	4.73
Current tax liabilities (Net)		39.48	-	39.48	37.39	-	37.39
Other liabilities	a,d	430.36	(310.78)	119.58	223.19	(103.68)	119.51
Total current liabilities		**1,043.41**	**(311.39)**	**732.02**	**893.33**	**(102.95)**	**790.38**
Total liabilities		**1,218.32**	**(310.33)**	**907.99**	**993.27**	**(101.74)**	**891.53**
Total equity and liabilities		**2,283.48**	**1.67**	**2,285.15**	**2,289.95**	**3.85**	**2,293.80**

40.2 Reconciliation of total equity as at March 31, 2016 and April 1, 2015

(Amount in ₹ Crore)

	Notes	As at March 31, 2016 (End of last period presented under previous GAAP)	As at April 1, 2015 (Date of transition)
Total equity (shareholders' funds) under previous GAAP		**1,296.49**	**1,065.16**
Time value of options and forward element of forward contracts	i	(0.18)	(0.31)
Fair valuation of investments under Ind AS (net of tax)	g	2.25	1.61
Measurement of financial assets (net of tax)	c	(0.05)	-
Share Application Money shown as Equity as per Ind AS	k	0.19	-
Dividends not recognised as liability until declared under Ind AS	a	103.57	310.70
Total adjustment to equity		**105.78**	**312.00**
Total equity under Ind AS		**1,402.27**	**1,377.16**

Notes to the Consolidated financial statements

40.3 Effect of Ind AS adoption on the consolidated statement of profit and loss for the year ended March 31, 2016

(Amount in ₹ Crore)

Name of the Subsidiary Company	Notes	Year ended March 31, 2016		
		Previous GAAP	**Effect of transition to Ind AS**	**As per Ind AS**
Revenue from operations		2,686.20	(2.82)	2,683.38
Other income	c,i	27.40	0.96	28.36
Total Income (A)		**2,713.60**	**(1.86)**	**2,711.74**
Expenses :				
(a) Cost of traded products		372.48	(0.82)	371.66
(b) Consultancy fees, softwares and others		388.36	1.36	389.72
(c) Employee benefits expense	e	1,200.51	(4.26)	1,196.25
(d) Finance costs		6.25	(0.05)	6.20
(e) Depreciation and amortisation expense	b	58.75	(0.22)	58.53
(f) Other expenses	b, c	226.36	(0.34)	226.02
Total expenses (B)		**2,252.71**	**(4.33)**	**2,248.38**
Share of (profit)/loss of an associate and a joint venture (C)		-	(0.17)	(0.17)
Profit before tax (A-B-C)		**460.89**	**2.64**	**463.53**
Tax Expense :				
(a) Current tax		85.97	(0.05)	85.92
(b) Deferred tax	f	(6.74)	0.79	(5.95)
		79.23	0.74	79.97
Profit after Tax		**381.66**	**1.90**	**383.56**
Other Comprehensive Income				
(i) Items that will not be reclassified to profit and loss:				
(a) Remeasurement gains and (losses) on defined benefit obligations (net)	e	-	(1.83)	(1.83)
(ii) Income tax relating to items that will not be reclassified to profit and loss		-	0.64	0.64
(iii) Exchange differences on translation of foreign operations		-	30.94	30.94
Other comprehensive income for the year		**-**	**29.75**	**29.75**
Total comprehensive income for the year		381.66	31.65	413.31

Notes to the Consolidated financial statements

40.4 Reconciliation of total comprehensive income for the year ended March 31, 2016

(Amount in ₹ Crore)

	Notes	Year ended March 31, 2016
Profit as per previous GAAP		**381.66**
Adjustments:		
Fair valuation of investments as per Ind AS (net of Tax)	g	0.63
Measurement of financial asset at Fair Value (net of tax)	c	(0.05)
Time value of options and forward element of forward contracts	i	0.13
Remeasurement of defined benefit obligation recognised in other comprehensive income under Ind AS	e	1.19
Depreciation with respect to Leasehold Land	b	0.04
Depreciation with respect to Leasehold Land transferred to Rent	b	(0.04)
Total effect of transition to Ind AS		**(1.90)**
Remeasurement gains and (losses) on defined benefit obligations (net)	e	(1.19)
Total comprehensive income for the year		**382.37**

40.5 Notes to the reconciliations

a) Under previous GAAP, dividends on equity shares recommended by the board of directors after the end of the reporting period but before the financial statements were approved for issue were recognised in the financial statements as a liability. Under Ind AS, such dividends are recognised when declared by the members in a general meeting. The effect of this change is an increase in total equity as at March 31, 2016 of ₹ 103.57 crore (₹ 310.70 crore as at April 1, 2015), but does not affect the profit for the year ended March 31, 2016.

b) Under previous GAAP, Leasehold Land was considered as a tangible fixed asset. As per Ind AS, It is treated as Non-current Asset; since land has an indefinite economic life. The effect of this change is decrease in Property, Plant and Equipment by ₹ 3.44 crore as at March 31, 2016 (₹ 3.48 crore as at April 1, 2015) and increase in 'Other non-current assets' by ₹ 3.40 crore as at March 31, 2016 (₹ 3.44 crore as at April 1, 2015) and 'Other current assets' by ₹ 0.04 crore as at March 31, 2016 (₹ 0.04 crore as at April 1, 2015) but does not affect profit before tax and total profit for the year ended.

c) Under previous GAAP, noncurrent portion of Security Deposits was measured at cost. In accordance with Ind AS 109, these deposits are valued at present value, by discounting the cost at the rates applicable for Government Bonds for specified tenure of the deposit. Prepaid expenses are then amortised by charging to Rent expenses & addition is made to Security Deposit by accruing Interest Income gradually. Therefore, there is an increase in Other Income (net of tax) by ₹ 0.16 crore for the year ended March 31, 2016. Also, there is increase in Other expenses (net of tax) by (₹ 0.21 crore) for the year ended March 31, 2016.

d) Under previous GAAP, there was no concept of Financial and Non Financial Assets/Liabilities. However, in Ind AS, financial assets and liabilities are disclosed separately. Accordingly,
- interest accrued but not due on borrowings' and 'Unclaimed / unpaid dividends' were regrouped from 'Other current liabilities' to 'Other financial liabilities'.
- Noncurrent portion of Retention Bonus payable were regrouped from Trade Payables in GAAP was transferred to 'Other financial liabilities'.
- Bills of exchange on hand, Unbilled Revenue and interest accrued on deposits and investments has been regrouped from 'Other Current Assets' to 'Other financial assets'
- Noncurrent portion of Prepaid Expenses, Deposits with government and others were regrouped from 'Long term loans and advances' to 'Other non-current assets'.
- Intercorporate deposits were regrouped from 'Short term loans and advances' to 'Other financial assets'."

e) Under previous GAAP, actuarial gains or losses were recognised in profit or loss. Under Ind AS, the actuarial gains and losses form part of remeasurement of the net defined benefit liability / asset which is recognised in other comprehensive income. Consequently, the tax effect of the same has also been recognised in other comprehensive income under Ind AS instead of statement of profit or loss. Accordingly, there is an increase in Profit (net of tax) by ₹ 1.20 crore for the year ended March 31, 2016.

Notes to the Consolidated financial statements

f) Consequently, to the adjustments on adopting Ind AS, deferred tax on such adjustments has been recognised. The net effect of these changes is increase in the profits for the year ended March 31, 2016 ₹. 0.74 Crore. Minimum Alternate Tax (MAT) grouped under deferred tax as per Ind AS.

g) Under previous GAAP, investments in Mutual Funds were measured at lower of cost or fair value. Under Ind AS, these financial assets have been classified as FVTPL on the date of transition. The fair value changes are recognised in profit or loss. On transitioning to Ind AS, these financial assets have been measured at their fair values which is higher than cost as per previous GAAP, resulting in an increase in carrying amount of Investments by ₹ 3.52 crore as at March 31, 2016 and by ₹ 1.33 crore as at April 1, 2015 for Current Portion and by ₹ Nil as at March 31, 2016 and ₹ 1.12 crore as at March 31,2015 for Non current portion. The corresponding deferred taxes have also been recognised as at March 31, 2016 (₹ 1.19 crore) and also for the year ended March 31, 2015 (₹ 0.83 crore). Accordingly, there is an increase in Profit (net of tax) by ₹ 0.63 crore for the year ended March 31, 2016.

h) Under previous GAAP, there was no concept of other comprehensive income. Under Ind AS, specified items of income, expense, gains, or losses are required to be presented in other comprehensive income.

i) Under previous GAAP, for designated hedging relationships, the Company recognised the movements in the time value of options and the forward element of forward contracts in profit or loss in the period in which they arose. Under Ind AS, such forward contracts are valued at marked to market. Gain/Loss on this is accounted in Profit & Loss. Accordingly, there is increase in Profit (net of tax) by ₹ 0.13 crore for the year ended March 31, 2016.

j) Under previous GAAP, earmarked balances with Banks was forming part of Cash and Cash equivalents. In Ind AS, it is considered to be part of 'Other Bank Balance' and not part of 'Cash and Cash equivalents'.

k) Under previous GAAP, share application money pending allotment was shown under Equity. As per Ind AS, it is regrouped under 'Other Equity'.

l) Under previous GAAP proportionate consolidation was done. As per Ind AS equity method accounting is followed.

Frequently Asked Questions by Investors:

1. **Procedure for notifying the change in address**

   The investor must send a request letter to TSR Darashaw Ltd (TSRDL), mentioning the new address and the pin code along with all the folio numbers, duly signed by the first shareholder, as per the specimen signature registered with TSRDL. TSRDL will then advise about the documents to be submitted for registering the address change.

   A computerized acknowledgment will be sent to the Investor's new address confirming the updation of the change in the records.

   In case of dematerialized holdings, the Investor must write to his/her Depository Participant immediately and ensure that he or she receives a confirmation of them having noted the Investors' new address.

2. **Procedure for notifying change of name**

   Investors notifying the change of name should follow the following procedure:

   A. **Individuals**

   Please submit the following to TSRDL:

   1. Consequent to marriage/divorce/attaining majority, please send an attested copy of the marriage certificate/divorce decree/birth certificate or school leaving certificate as the case may be, duly attested by a Notary Public/Bank Manager under his official seal stating full name, address & registration no. (in case of Notary Public) and full name, designation & name and address of bank (in case of Bank Manager).
   2. Prescribed form, available at the office of TSRDL (can also be downloaded from TSRDL website), duly completed and signed by the holder(s). The signature of the Investor whose name is to be changed should be attested by his/her Bank Manager under his/her official seal stating his/her full name, designation and name and address of Bank. The other holders, if any, should sign as per the specimen signature(s) registered with TSRDL.
   3. Self-attested copy of the PAN card of the holder(s).
   4. Share Certificates in original for necessary endorsements thereon.

   B. **Corporate**

   For securities held in physical form, please write to TSRDL enclosing an original or certified copy of the Certificate of Incorporation on Change of Name along with the Share Certificates in original for the necessary endorsements thereon.

3. **What should one do in case he/she does not receive the dividend?**

   The investor should write to TSRDL on plain paper, mentioning his/her Folio number (all Folio Numbers in case more than one folio), duly signed by the Investor (by all shareholders in case of joint shareholding), as per the specimen signatures recorded with TSRDL. TSRDL will then verify the status of the dividend. In case the Dividend Warrant has been returned to TSRDL or the dividend warrant has not been duly sent, the warrant will be sent to the Investors address as recorded with TSRDL provided the amount has not been transferred to the Investor Education and Protection Fund. In case there is a change in address to be registered, please refer to instructions under the "Procedure for change of address".

4. **Procedure for renewing a time barred dividend warrant/cheque/dividend**

   The investor should send the outdated instrument to TSRDL to enable issue of a fresh instrument. The fresh instrument will be mailed to the address as recorded with TSRDL, if the amount reflects an outstanding status in the records of TSRDL, provided the amount has not been transferred to the Investor Education and Protection Fund. In case there is a change in address to be registered, please refer to instruction under "Procedure for change of address".

5. **Procedure for transfer of Shares**

   Transferee(s) need to send the Share Certificate(s) along with the share transfer deed in the prescribed Form 7B, duly filled in, executed and affixed with share transfer stamps, to TSRDL. For Shares, stamp duty @ 0.25% of the consideration of the transfer should be affixed on the transfer deed at the specified place on the back of the form. In case the number of stamps to be affixed exceeds the space provided in the form, extra sheets may be attached to the form on which the stamps can be affixed. Share transfer stamps are available at the offices of the Government Treasury. The transfer deed can also be franked instead of affixing the share transfer stamps. The prescribed Form 7B can be obtained from any Stock Exchange at Re 1/- per form. For securities held in electronic form, the Investor must contact his/her Depository Participant.

6. Procedure for transmission of Shares

For transmission of securities in case of legal heir/executor in respect of the sole shareholder who is deceased, please submit the following to TSRDL:

1. An attested copy of the death certificate of the deceased holder along with attested copy of Succession Certificate or Probate of Will or Letter of Administration obtained in respect of the sole holding. Attestation on the above documents should be done by a Notary Public under his official seal stating full name, address & registration no.
2. Relevant certificates for the securities to be transmitted.
3. Prescribed transmission form available with TSRDL duly completed and signed by the legal heir(s)/ executor(s) whose signature(s) should be verified by his/her/their Bank Manager under his/her official seal stating his full name, designation with name & address of bank.
4. Self certified copy of the PAN Card of the legal heir(s)/executor(s). In case the Investor does not have any such form of Legal Representation, he/she are requested to write to TSRDL for further advice. For securities held in electronic form, the Investor must contact his/her Depository Participant.

7. Procedure for obtaining duplicate Share Certificate(s) in case of loss/misplacement of original Share Certificate(s)

The shareholder must immediately inform TSRDL by sending a letter regarding loss of certificates, giving details of folio number and distinctive numbers, duly signed by the first holder as per the specimen signature registered with TSRDL. It is advisable to lodge a complaint with the local Police Station. The Investor must send to TSRDL, an acknowledged copy of the Complaint/FIR for advice on the further course of action.

The investor should state:

- Name of the Company in which he/she holds securities.
- The full name and address, as recorded with TSRDL.
- The distinctive number(s) of the certificate(s) that is/are missing.

8. Procedure for notifying change in bank account details

The investor must send a request letter to TSR Darashaw Limited, mentioning the New Account number which is to be notified, duly signed by the shareholder (by all shareholders in case of joint shareholding), as per the specimen signatures recorded with TSRDL. The shareholder must also attach a copy of the passbook with the changed bank account details, duly attested by the Bank Manager.

9. Procedure for splitting or consolidation of Share Certificates

The shareholder must send a request letter to TSR Darashaw Limited along with the Share Certificates (*provided they are under the same folio in case of consolidation), duly signed by the shareholder (by all shareholders in case of joint shareholding), as per the specimen signature recorded with TSRDL. The Share Certificates, after splitting or consolidation, will be sent by TSRDL to the shareholders at their registered address.

*In case of consolidation of Share Certificates having different Folios, please follow the procedure for consolidation of folios to facilitate consolidation of Share Certificate.

10. Procedure for amalgamation/consolidation of Folios

In case the shareholder has more than one folio registered with same address and identical names which are in same order, the shareholder must send a request letter to TSR Darashaw Limited along with the certificates pertaining to the folio having the smaller holdings duly signed by the shareholder (by all shareholders in case of joint shareholding), as per the specimen signature recorded with TSRDL. Do not send the certificates pertaining to the larger holdings, in which account the multiple folios are being amalgamated. The prescribed form for amalgamation can be obtained from TSRDL or downloaded from their website. For securities held in electronic form, the Investor must contact his/her Depository Participant.

11. **Procedure for "Nomination" for shares**

Shareholders who hold the shares singly in physical form and wish to make or change the nomination in respect of the shares held by them as permitted under section 109A of the Act, may submit an application to TSR Darashaw Limited (TSRDL) in the prescribed Form 2B. The said form can be obtained from TSRDL or downloaded from their website.

For securities held in electronic form, the Investor must contact his/her Depository Participant.

12. **Procedure for transposition/change in order of name for holdings**

The request for change in the order of names of registered holders should be made in the prescribed Transposition form available at the offices of TSRDL (can also be downloaded from TSRDL website). The form is to be signed by all the joint holders as per the specimen signature recorded with TSRDL, and submitted along with the certificates and self-certified copies of the PAN Cards of all the holders.

Note: Investors can transpose full or part of the holdings.

For securities held in electronic form, the Investor must contact his/her Depository Participant.

13. **Receipt of Annual Report through email**

Shareholders can receive Annual Reports through email. Shareholders are requested to update their email ids with TSRDL or their respective Depository Participants. Shareholders are also requested to dematerialize their shares and update their email ids with their Depository Participants.

14. **In case of non-receipt of Annual Report**

The shareholder can contact the Secretarial Department of the Company to enquire on the status of dispatch of the Annual Reports. The investor can also find the latest Annual Report of the Company on the website of the Company under the "Investors Relations" section.

15. **Sale of shares by employees to the Tata Technologies Employee Stock Option Trust**

Any employee who wants to sell his/her shares can sell to the shares to the Tata Technologies Limited Employee Stock Option Trust by writing to the Trust at "ttesoptrust@tatatechnologies.com" stating the reason for the sale of the shares. The Trust will then purchase the shares from the employee subject to the approval of the Stock Allotment Committee. After approval of the Committee, the Trust will then inform the employee about the further documents to be submitted and steps to be taken for the sale of shares.

Frequently Asked Questions on Dematerialization:

1. **What is Demat and what are its benefits?**

Dematerialization ('Demat' in short form) signifies conversion of a share certificate from its present physical form to electronic form for the same number of holding.

It offers scope for paperless trading through state-of-the-art technology, whereby share transactions and transfers are processed electronically without involving any share certificate or transfer deed after the share certificates have been converted from physical form to electronic form.

Demat attempts to avoid the time consuming and complex process of getting shares transferred in the name of buyers as well its inherent problems of bad deliveries, delay in processing/fraudulent interception in postal transit, etc.

Dematerialization of shares is optional and an Investor can still hold shares in physical form. The Depositories Act, 1996 has been enacted to regulate the matters related and incidental to the operation of Depositories and demat operations. Two Depositories are in operation - National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL).

Following are the benefits of demat:

1. Elimination of bad deliveries
2. Elimination of all risk associated with physical certificates
3. No stamp duty on transfers
4. Immediate transfer/trading of securities
5. Faster settlement cycle
6. Faster disbursement of non-cash corporate benefits like rights, bonus etc.
7. SMS alert facility
8. Periodic status reports and information available on internet
9. Ease related to change of address of investor
10. Elimination of problems related to transmission of demat shares
11. Ease in portfolio monitoring
12. Ease in pledging the shares

2. How does the Depository System operate?

The operations in the Depository System involve the participation of a Depository, Depository Participants, Company/Registrars and Investors. The Company is also called the Issuer. A Depository (NSDL and CDSL) is an organization like a Central Bank, i.e. Reserve Bank where the securities belonging to the Investor are held in electronic form, through Depository participants. A Depository Participant is the agent of the Depository and is the medium through which the shares are held in the electronic form. They are also the representatives of the Investor, providing the link between the Investor and the Company through the Depository. To draw analogy, the Depository system functions very much like the banking system. A bank holds funds in accounts whereas; a Depository holds securities in accounts for its clients. A bank transfers funds between accounts whereas; a Depository transfers securities between accounts. In both systems, the transfer of funds or securities happens without the actual handling of funds or securities. Both the banks and the Depository are accountable for safe keeping of funds and securities respectively.

3. How to demat ones shares?

First, the Investor will have to open an account with a Depository Participant (DP) and get a unique Client ID number. Thereafter, he/she will have to fill up a Dematerialization Request Form (DRF) provided by the DP and surrender the physical shares, which is to be dematerialized to the DP.

The DP upon receipt of the shares and the DRF will send an electronic request to the Company's Registrar and Share Transfer Agent through the Depository for confirmation of demat. Each request will bear a unique transaction number.

The DP will simultaneously surrender the DRF and the shares to the Company's Registrar and Share Transfer Agent with a covering letter requesting the Registrar and Share Transfer Agent of the Company to confirm demat. The Company's Registrar and Share Transfer Agent after necessary verification of the documents received from the DP will confirm demat to the Depository.

This confirmation will be passed on from the Depository to the DP, which holds the Investors' account.

After receiving this confirmation from the Depository, the DP will credit the account with the shares so dematerialized. The DP will hold the shares in the dematerialized form thereafter on the Investor's behalf and the Investor will become the beneficial owner of these dematerialized shares.

4. Can the dematerialized shares be converted back into physical form?

If the Investor is holding shares in electronic form, he/she will still have the option to convert their holding to physical form by submitting a Rematerialization Request Form (RRF) through their DP in the same manner as Dematerialization. Upon receipt of such request from the DP, the Company will issue share certificates for the number of shares so rematerialized.

5. What are the charges to be paid to demat one's physical shares? Will the Company pay for it or does the Investor have to pay for it?

The charges differ from DP to DP and therefore the Investor will have to contact his/her DP for the same. The charges for demat have to be borne by the Investor.

6. Can the share purchased in physical form be directly given to the DP for dematerialization?

Prior to dematerialization of the shares, they have to be registered in favor of the Investor. Hence, the Investor has to necessarily lodge the share certificates with a duly executed transfer deed with the Company's Registrar and Share Transfer Agent.

7. How will the Investor get dividends on dematerialized shares? Will the shareholder get the Annual Report after dematerialization of the shares and would the Investor be able to attend the AGM?

The Depository Participants will give the list of demat account holders and the number of shares held by them in electronic form on the Record date to the Company (Beneficiary Persons, known as Benpos in short). On the basis of Benpos, the Company will issue dividend warrants in favor of the demat account holders.

The rights of the shareholders holding shares in demat form are at par with the holders in physical form. Hence the Investor will be eligible to get the Annual Report and will have the right to attend the AGM as a shareholder.

8. What are the chances of any fraud/disputes in using a demat account? Whom should the Investor approach in such cases?

Common risk factors applicable to trading in physical shares like mismatch in signatures, loss in postal transit etc., are absent since the dematerialized shares are traded script less.

However, in the unlikely event of any other dispute, the concerned Depository Custodian viz. NSDL/CSDL or SEBI would have to be approached for resolving such issues.

9. Can the Investor pledge his/her shares in demat form for the purpose of availing any funding/loan arrangement with the bankers?

Yes. The Investor will have to contact his/her DP for this.

Frequently Asked Questions on e-voting:

1. I know about voting by 'Postal ballot'. What is e-Voting?

e-Voting is voting through an electronic system where shareholders can vote on resolutions of companies requiring voting through Postal Ballot as per extant rules and regulations without having the necessity of sending their votes through post. Ministry of Corporate Affairs has authorised NSDL for setting up an electronic platform to facilitate shareholders to cast vote in electronic form. Accordingly, NSDL has set-up an electronic infrastructure to facilitate shareholders to cast votes in electronic form through internet.

2. How will I benefit from the e-Voting system?

i. Ease of operation. With User ID and password, you can login to e-voting system (https://www.evoting.nsdl.com) of NSDL through internet and cast your vote from your residence, office etc.

ii. Sufficient time to vote till the end of voting cycle.

iii. Elimination of postal ballots getting lost in-transit.

iv. Paperless mode of casting vote.

3. **Does the e-voting system of NSDL facilitate e-voting for only demat account holders of NSDL?**

   The e-voting system of NSDL facilitates voting from all shareholders i.e., shareholders holding shares in physical and demat mode.

4. **How do I register for e-voting facility?**

   There is no pre-registration related activity required at your end. The registration details viz., User ID and password will be sent by the Issuer / R&T Agent /NSDL in the following mode:

   I. In case email address of the Sole / First Holder is available with the Issuer/R&T Agent :

   i. NSDL will generate User ID & password and send the same at the email address provided by issuer/R & T Agent.

   ii. Using the User ID and password, you will login to the e-Voting system (https://www.evoting.nsdl.com) of NSDL.

   II. Others (where email address of the Sole / First Holder is not available with the Issuer/R&T Agent)

   i. NSDL will generate User ID and password and provide it to the Issuer/R&T Agent.

   ii. The Issuer/R&T Agent will dispatch the User ID and password in a PIN mailer at the address of the Sole/First Holder.

   iii. Using the User ID and password, you will login to e-Voting system (https://www.evoting.nsdl.com) of NSDL.

5. **If there are demat accounts / shares certificates held by joint holders. In such a case who will cast the vote in e-voting system?**

   As, only one of the several joint holders is entitled to exercise voting power, in case of e-voting only first holder is recognized for the purpose of sending user ID & password for e-voting. Accordingly, the vote casted using the User ID and password sent to first holder is recognized on behalf of all the joint holders, as the shareholder who casts the vote through the e-voting services of NSDL is doing so on behalf of all joint holders.

6. **Is there any charge for using e-voting system of NSDL?**

   No. Currently, NSDL does not levy any charge on the shareholders for using the e-voting system.

7. **Is there any User manual to understand the login and voting process?**

   Yes. You can download the User manual from (https://www.evoting.nsdl.com).

8. **Will proxy be able to cast vote in e-voting system?**

   e-voting system brings flexibility, convenience and ease of operation for the shareholder to cast vote through internet. Thus, eliminating the need to appoint a proxy.

9. **Once I cast my vote on e-voting system, can I modify my vote before the closing of e-voting cycle?**

   No. Vote once casted will be considered final and cannot be modified.

10. **Voting on selective resolutions is permitted in Postal Ballot. Is the same available in the e-voting system as well?**

    Yes. Since a shareholder can decide to vote only on some of the resolutions put to vote, the same can also be done in e-voting system as well.

11. **Can I reuse the password received for the first time by me for e-voting?**

    No. The e-voting system will force the user to change the password during the first login.

12. **How will the results be made available at the end of the voting period?**

    The Scrutinizer will collate the votes downloaded from e-voting system and votes received through other means to declare the final results for the resolutions placed for voting by the Issuer.

13. **How will I know if e-voting website is secured?**

If you are visiting the website with a secure connection, you will be able to identify the website through the site's certificate. A secure or encrypted website address will begin with HTTPS rather than HTTP, and you will see a lock icon in the Address bar. Secure connections use certificates to identify the website and to encrypt your connection so that it will be more difficult for a hacker to view. You can also click the lock icon in the Address bar to see more information about the secured website.

14. **What is the Procedure for e-voting?**

In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

i. Open email and open PDF file. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.

ii. Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

iii. Click on Shareholder – Login

iv. Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

v. Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

vi. Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.

vii. Select "EVEN" of Tata Technologies Limited.

viii. Now you are ready for e-voting as Cast Vote page opens.

ix. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

x. Upon confirmation, the message "Vote cast successfully" will be displayed.

xi. Once you have voted on the resolution, you will not be allowed to modify your vote.

xii. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail evoting@nsdl.co.in with a copy marked to evoting@nsdl.co.in.

xiii. If you are already registered with NSDL for e-voting then you can use your existing user-Id and password for casting your vote.

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TATA TECHNOLOGIES

Tata Technologies Limited

Registered Office : Plot No. 25, Rajiv Gandhi Infotech Park | Hinjawadi | Pune 411 057

Folio No

Dear Sir,

Re: Recording Bank details for payment of dividend

I, the first/sole holder, have read your letter refer to the letter dated ...., received from Tata Technologies regarding the captioned subject.

The details of my bank account are given in the form appended below, to which you may electronically credit the payment due to me.

I hereby declare that the particulars given below are correct & complete and also undertake to inform any subsequent changes therein.

I am also enclosing a photocopy of blank cancelled cheque of my bank account.

(Signature of the first named holder)

1. Ref. Folio No. : ______________________________

2. Name : ______________________________

3. Particulars of the Bank : ______________________________

   a. Name of the Bank ______________________________

   b. Branch Address ______________________________

   c. 9 digit MICR Code No : | | | | | | | | | |

   d. IFSC code : | | | | | | | | | | | |

   d. Account Type (please tick) : Saving ☐ Current ☐ Cash Credit ☐

   e. CBS A/c No. : | | | | | | | | | | | | | | |

   f. Email Address : .... Telephone No. : ....

(please attach a photocopy of your blank cancelled cheque)

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TATA TECHNOLOGIES

Tata Technologies Limited

Registered Office : Plot No. 25, Rajiv Gandhi Infotech Park | Hinjawadi | Pune 411 057

Attendance Slip

Name:

Address:

Folio No:

I hereby record my presence at the TWENTY-THIRD ANNUAL GENERAL MEETING of the Company at Plot No. 25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune 411 057, at 11:30 a.m. on Friday, September 15, 2017

SIGNATURE

NOTES:

1. Member/Proxyholder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand over the same duly signed, at the entrance.
2. Member/Proxyholder desiring to attend the meeting should bring his/her copy of the Annual Report for reference at the meeting.

TATA

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TATA TECHNOLOGIES

Tata Technologies Limited

Registered Office : Plot No. 25, Rajiv Gandhi Infotech Park | Hinjawadi | Pune 411 057

Form No. MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : U72200PN1994PLC013313

Name of the Company : **Tata Technologies Limited**

Registered office : Plot No. 25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune 411057

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being member(s) of ___________ shares of the above named Company, hereby appoint:

1. Name ______________________________
   Address ______________________________
   ____
   E-mail Id ______________________________
   Signature ______________ or failing him

2. Name ______________________________
   Address ______________________________
   ____
   E-mail Id ______________________________
   Signature ______________ or failing him

3. Name ______________________________
   Address ______________________________
   ____
   E-mail Id ______________________________
   Signature ______________

TATA

TATA TECHNOLOGIES

Tata Technologies Limited

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Third Annual General Meeting of the Company, to be held on Friday, September 15, 2017 at 11:30 a.m. at Plot No. 25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune 411057 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. *in favour / *against
2. *in favour / *against
3. *in favour / *against
4. *in favour / *against
5. *in favour / *against
6. *in favour / *against

***Strike out whichever is not applicable**

Signed this ____________________ day of ____________________ 2017

____

Signature of shareholder

Affix
1 Rupee
Revenue
Stamp

____

Signature of Proxy holder(s)

NOTE: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

TATA

Notes

TATA TECHNOLOGIES

Tata Technologies Limited
25 Rajiv Gandhi Infotech Park
Hinjawadi Pune 411 057 India
corporate@tatatechnologies.com
www.tatatechnologies.com