TATA TECHNOLOGIES

TATA

A **FUTURE READY** WORLD

24th Annual Report: 2017-18

Engineering a ***better world.***

TATA TECHNOLOGIES

THE FUTURE IS OURS

Tata Technologies' new vision, mission and values reflect our desire to act as a transformative force for good – for people, for society and for the planet. We deliver this transformation by capitalizing on our world-class capabilities (in emerging domains like electric vehicle (EV), lightweighting, connected vehicles and mobility) in a period of unprecedented changes. Ultimately, we aim to be a steadfast beacon in a changing world – engineering not just a better world, but a future-ready one.

MISSION

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

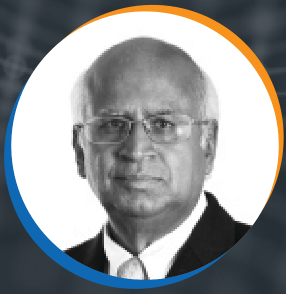
VISION

To engineer a better world

VALUES

- Global Mindset
- One Team with our Customers
- "Can do" Attitude

BOARD OF DIRECTORS



S. RAMADORAI
Chairman

RAKESH MAKHIJA
Independent Director

FALGUNI NAYAR
Independent Director

WARREN HARRIS
Chief Executive Officer
and Managing Director

GUENTER BUTSCHEK
Director

P. B. Balaji
Director

P. P. KADLE
Director

TATA TECHNOLOGIES

LETTER TO SHAREHOLDERS

An introduction from the Chairman of the Board of Directors

DEAR SHAREHOLDERS,

We are emerging from one of the most challenging years in our history – a year when project run-off within a small number of our key accounts undermined growth and consolidated profit margins of your Company. Whilst many companies might have reacted differently, your Company, Tata Technologies met the challenge by acting in line with that Tata Core Value of 'Pioneering' – adapting and innovating to course correct and march ahead in its journey.

We focused on investing in our core businesses, looking ahead to where growth would be strongest: turnkey product development projects (especially in the fast-moving electric vehicle market) and digitizing the manufacturing enterprise. We also took rapid steps to reposition our operations for greater efficiency in a long-term, best-cost structure. These quick actions, along with key growth strategies that we have been pursuing for several years, have positioned us well along the path of recovery.

The completion of full-vehicle programs during fiscal year 2018 (FY18) at major clients like NIO, Volvo and JLR resulted in revenue run-off that was much worse than our most pessimistic forecast scenarios. Although we responded quickly, delays to the start of follow-on projects and our inability to transition costs quickly, negatively impacted profit margins. During FY18, your Company also faced adverse movement of exchange rates. The majority of your Company's revenue is denominated in US Dollars and Pound Sterling, both of which depreciated against the Indian Rupee, putting additional pressure on our financial performance. As a result, reported INR revenues declined by 3.9%, profit before tax (PBT) by 23.8% and profit after tax (PAT) by 30.4%.

Despite last year's financial results falling short of our expectations, I would like to highlight that this is the first time in more than 10 years that the Company has not delivered YoY growth. I continue to be confident in our ability to return the business to industry-leading financial performance in FY19, as the management has set a good foundation for that in FY18.

The experience of the last year demonstrates that your Company needs to be agile and respond to the challenges quickly while also investing in the capacity and competence to achieve its long-term goals and potential. The importance of constantly driving business efficiency in good times and bad cannot be undermined. In this challenging year, your Company has made difficult decisions to close and consolidate facilities, eliminate marginal products and increase shared services in best-cost regions. This focus on profitable returns on our investments is key to Tata Technologies' ability to compete globally. In FY18, the Company also significantly reduced overhead costs in high cost countries and aggressively repositioned assets in anticipation of growth in markets like China and Scandinavia. Our belief in these markets prompted the opening of a new office in Shanghai and the acquisition of Escenda Engineering AB in FY18. During the past year we also spent $1.5 million on a major overhaul of our Order-to-Cash process that will fundamentally improve the productivity of our sales and delivery operations. Your Company has also introduced many improvements in systems and processes to drive the Company further by key operating metrics, improve predictability of results and bring accountability. Your Company has focused on improved operational parameters like people utilization, offshore leveraging, delivery of projects within time and cost to the client, with a view to improve profitability of the Company. We invested heavily in our new European Innovation & Development Centre (EIDC) with 700+ seats and although we have yet to achieve a return, we firmly believe that this state-of-the-art facility will provide the platform for sustained success in the region for many years to come.

Your Company's ability to respond quickly to changing business cycles and conditions, while also investing for the long term, will be critical to our future success. To that end, changes have been made to the leadership team and improvements to the Company systems and processes have been implemented. Your Company brought in a new Chief Financial Officer (CFO), Chief Human Resource Officer (CHRO) and a new Chief Delivery Officer (CDO) during the last year and your Company has already started to see the impact of these changes.

Despite FY18 being a challenging year, I continue to be very excited at the growth opportunities that are available to us within the industries we serve. In the automotive industry, we are seeing the type of disruption that the smartphone industry experienced more than 10 years ago. New technologies, shifting customer preferences and tight product development budgets are at a scale and speed never seen before. Autonomous electric cars – available on demand – will transform how people travel. Tata Technologies is at the forefront of these changes. Your Company's industry-leading lightweighting capabilities have successfully been leveraged in FY18 to secure design and development responsibility for 7 new electric vehicles. Moreover, our ability to integrate the electrical and electronic systems that underpin connected and autonomous cars has enabled your Company to compliment the value that we deliver to our customers via mechanical design services with software and technology services. These capabilities were celebrated by one of our marquee Chinese clients NIO, during the launch of ES8, an all-new Battery Electric Vehicle (BEV). The themes that are disrupting the automotive industry are also impacting the industrial heavy machinery and aerospace verticals, providing further opportunities for Tata Technologies to add value to our customers globally.

We are also addressing the rapidly growing demand for information, networking and connectivity within the manufacturing industry. One of the most exciting trends within manufacturing is the ability to improve decision making via collection and interpretation throughout the product development value chain. Our enterprise IT capabilities now include Internet of Things (IoT) and Data Analytics Services that have been deployed to accelerate product development cycles, improve the productivity of manufacturing plants and drive growth via the analysis of sales data. To further strengthen ourselves in this direction, your Company also started a new Digital Line of Business this year.

Your Company's commitment to corporate sustainability remains strong with its focus upon the key themes of education, innovation incubation and protecting the environment. Our signature Ready Engineer™ program, which gives engineering students the work skills and practical experience they will need to compete in the professional world, continues to expand in all three of our operational regions (Asia-Pacific, Europe and North America). Since its launch in 2010, more than 1800 students have graduated from this program.

Our sustained progress also reflects the leadership of our Board of Directors. These capable individuals provide deep, relevant insight into our global challenges and opportunities. On behalf of our shareholders, I thank them for their commitment and support in making Tata Technologies stronger in a challenging Fy18.

I especially thank C. Ramakrishnan who retired last March after 17 years of service on the board. Mr. Ramakrishnan's counsel has been instrumental in building shareholder value during his tenure and we will miss his contributions. We also welcome our newest board members. Mr. Guenther Butschek brings a strong global perspective from his current position as the Managing Director of Tata Motors and previous roles as the Chief Operating Officer at Airbus and various executive roles at Daimler AG. Similarly, Mr. PB Balaji joins the Board as the Chief Financial Officer of Tata Motors. Before Tata Motors, Mr. Balaji was the Chief Financial Officer of Hindustan Unilever and before that he was the Chief Accountant of the Unilever Group in London.

This year, the Tata Group celebrates its 150th anniversary. The Tata Group's long and illustrious history has seen it develop a presence in over 150 countries and build a market capitalization of almost $ 145 Billion. However most importantly, while doing this, the Group has ensured that the community is at the core of the Group's purpose, and we at Tata Technologies are extremely proud to be part of a global powerhouse that is committed to doing well by doing good. To quote the founder Jamsetji Tata, "In a free enterprise, the community is not just a stakeholder in business, but it is in fact the very purpose of its existence."

I am pleased to be associated with your Company as both its Chairman and a fellow shareholder. I see a better future ahead as we scale our business, increase our focus on customers and deliver true and meaningful value to all the stakeholders.

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 ₹ 30 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,

In 2016 Mary T. Barra, the Chairman and CEO of General Motors, one of the oldest automotive manufacturers in the world, said she believes that, "the auto industry will change more in the next 5 to 10 years than it has in the last 50 years". Our largest industry vertical is moving from vehicles that are standalone, mechanically controlled and petroleum fueled to ones that will be interconnected, electronically controlled and fueled by a wide range of energy sources. Throughout the manufacturing industry, this revolution is being driven by the convergence of connectivity, electrification and changing customer needs. Moreover, what's true of automotive is also true of aerospace and industrial heavy machinery. Many facets of these traditional industries are being disrupted and we at Tata Technologies believe this creates exciting new opportunities for growth and value creation.

To capture the potential of this moment, Tata Technologies is executing a bold agenda. It is reshaping your Company, and we believe it will align Tata Technologies to the underlying changes within the manufacturing industry. In this letter I will describe the actions we have taken and are taking, and the changed Company that is emerging from this transformation. I believe that based on the understanding of our strategy, you will share our confidence in Tata Technologies' prospects—for the near term and beyond.

Positioning Tata Technologies to win has required change. Every company talks about change, but most are focused upon incremental improvement. With our historical dependence upon our "captive" Group relationships, this was a luxury we didn't feel we had. We have refocused the Company with a view of accelerating growth outside of Tata Motors and its subsidiary companies. We want Tata Technologies to be essential to the broad, fast-evolving, global manufacturing market. Over the last 3 years, we have transformed Tata Technologies' client mix, increasing the portion of revenue from "non-captive" clients from 42.8% to 43.9%, an increase of more than 110 basis points during this year. We strengthened our competitiveness through investments in lightweighting and off-vehicle connectivity – essential conditions of the emerging electric vehicle market. In the past year, we established a permanent nexus in Sweden through the acquisition of Escenda, creating an industry leader that we believe will scale our ambitions within the broader Scandinavian market. We also opened a $30 million state-of-the-art European Innovation & Development Centre (EIDC) that we believe will be a magnet for both talent and customers in the West Midlands, the manufacturing heartland of the UK. At the same time, we are investing in disruptive innovation that will drive industrial productivity in the future. We have established a new line of business — Tata Technologies Digital — that is in the early stages of value creation for Tata Technologies' investors. Not only will this business generate new growth directly, but we believe it will digitally enable our traditional lines of service.

In support of this need to transform our Company, we made changes to the leadership team and implemented a new operating structure and approach. Over the last 12 months we have brought in a new Chief Financial Officer (CFO), a new Chief Human Resource Officer (CHRO) and a new Chief Delivery Officer (CDO). Tata Technologies now has a leadership team with the commitment, competencies and innovative thinking needed in today's dynamic environment.

This leadership strengthening is also complemented with our steps to ensure that we are intellectually aligned around fundamental questions such as, why the organization exists, how should we behave to capture potential and what's important right now. That exercise has resulted in a new vision, mission and a core set of values for Tata Technologies that we have recently rolled out to the global organization. We've also taken steps to align any process that involves people - from hiring, to performance management and decision-making – with these foundational principles. We believe that this investment in the "organizational health" of Tata Technologies will accelerate our ability to change, drive productivity and improve employee morale.

However, we must acknowledge that while FY18 was an important year of transformation, our performance did not meet our expectations. Our operating pre-tax income was down by 20.4%. Our revenue in FY18, at $417 million, was flat as reported and down by 2.2% at constant currency. So, while we continue to remix to higher value, we must also address those parts of our business that are holding us back. We have two specific challenges, and we are taking steps to address both. The first involves our over reliance upon large turnkey full-vehicle programs for growth. The revenue run-off associated with the successful completion of these projects has proven to be difficult to backfill. Consequently, we are accelerating the transition of our key accounts to a more balanced mix of business that includes contributions from all our lines of business. The second challenge involves the lack of growth in developed markets like the United States (US) and the United Kingdom (UK). While Tata Technologies' growth in Asia Pacific was strong, product development spending slowed in several of our key US and UK clients. We are therefore intensifying focus on new growth opportunities within these critical regions.

Despite these challenges, we had much to celebrate in FY18. As confirmed by the Zinnov Zones global assessment, we strengthened our global ranking as a

Product Engineering Services (PES) provider – with a leading position in the automotive vertical. Client endorsements include a statement from Lihong Qin, President of NIO, who shared at the launch of their ground breaking all new electric vehicle in Beijing, “Tata Technologies partnered with us when we were a nobody. Whatever NIO is today, could not have happened without the contribution of Tata Technologies". Similarly, Sandeep Singh, managing director of Tata Hitachi Construction Machinery acknowledged at EXCON 2017 in Bengaluru that Tata Technologies provided a turnkey “full-system integration solution" for their new backhoe loader, christened Tata Hitachi Shinrai, an industry first for the construction equipment sector. These client success stories, and many others like them, are due to the ingenuity and passion of Tata Technologies employees from around the world. They are the reason we have been able to transform our Company, and they are our greatest competitive advantage.

In keeping with our values, while creating long-term shareholder returns through profitable growth across our business segments is our top priority, we also stress the importance of Tata Technologies serving as a good corporate citizen. We are passionate about helping to drive broader initiatives that ready students for the workplace, encourage careers in STEM (science, technology, engineering and math) and help protect the vital resources of our planet.

Consistent with these goals, we established our Ready Engineer™ program in 2010 and, since then, we have actively supported its growth around the world. To date, 1800 students have graduated from this program in India alone. Similarly, and in collaboration with Rotary Club, Tata Technologies provides e-learning kits in schools to inspire young people to consider engineering and manufacturing as a future career. So far, more than 850 schools and 4,00,000 students have taken advantage of this critical resource in the State of Maharashtra. In support of encouraging more diversity in engineering, we launched a scholarship that provides financial support to 151 women through their entire course in engineering in conjunction with the Lila Poonawalla Foundation. Our founder Jamsetji Tata once said that "In a free enterprise, the community is not just another stakeholder in business, but is in fact the very purpose of its existence." Tata Technologies, like all Tata group companies, embraces this philosophy and we live it every day.

I am now more optimistic about the prospects for Tata Technologies - optimistic about our value proposition, about our clients and about the Company we are building together.

On behalf of the Tata Technologies leadership team, I would like to thank all those who contribute to Tata Technologies' success. We truly value your continued support and the confidence you have placed in our Company.

Sincerely,

Warren K. Harris

EXECUTIVE LEADERSHIP TEAM

WARREN HARRIS
Chief Executive Officer
and Managing Director

JK GUPTA
Chief Financial Officer

ASHUTOSH VAIDYA
Chief Delivery Officer

ANUPAL BANERJEE
Chief Human
Resources Officer

SONAL RAMRAKHIANI
President Sales and
Chief Operating Officer
– Americas

ANAND BHADE
President – Asia Pacific Sales
& Global Marketing
& Communications

PAWAN BHAGERIA
President – Tata Motors
Group Strategic Business

ANUBHAV KAPOOR
General Counsel and
Company Secretary

STEVE HAYWOOD
Executive Vice President
– Global ER&D

SANTOSH SINGH
Senior VP & Global Head
Innovation & BE

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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.

Notice

NOTICE IS HEREBY GIVEN THAT THE TWENTY FOURTH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF TATA TECHNOLOGIES LIMITED will be held on Wednesday, June 27, 2018 at 11:00 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, 2018 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, 2018 together with Report of the Auditors thereon.

3. To confirm the payment of interim dividend on equity shares and to declare a final dividend of ₹ 15/- per equity share of the company for the financial year 2017-2018.

4. To appoint a Director in place of Mr S Ramadorai (DIN 00000002) who retires by rotation and being eligible, offers himself for re-appointment.

5. **Appointment of Auditors:**

   To ratify the appointment of the auditors of the Company, and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, pursuant to the recommendations of the Audit Committee of the Board of Directors, and pursuant to the resolution passed by the members at the AGM held on September 15, 2017, 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 to hold office till the conclusion of next AGM be and is hereby ratified at such remuneration plus applicable taxes, 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."

   "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. **Appointment of Mr. Guenter Karl Butschek (DIN 07427375) as a Non-Executive Director**

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

   "RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made thereunder, as amended from time to time, Mr Guenter Karl Butschek (DIN 07427375), who was appointed as an Additional Director of the Company by Board of Directors with effect from March 30, 2018 and who holds office up to the ensuing Annual General of the Company in terms of Section 161 (1) of the Act but who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 (1) of the Companies Act, 2013 signifying his intention to propose his candidature for the office of the Director of the Company, be and is hereby appointed as Non-Executive Director of the Company, whose office is liable to retire by rotation."

7. **Appointment of Mr. Pathamadai Balachandran Balaji (DIN 02762983) as a Non-Executive Director**

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

"RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made thereunder, as amended from time to time, Mr Pathamadai Balachandran Balaji (DIN 02762983), who was appointed as an Additional Director of the Company by Board of Directors with effect from March 30, 2018 and who holds office up to the ensuing Annual General Meeting of the Company in terms of Section 161 (1) of the Act, but who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 (1) of the Companies Act, 2013 signifying his intention to propose his candidature for the office of the Director of the Company, be and is hereby appointed as Non-Executive Director of the Company, whose office is liable to retire by rotation."

8. **Appointment of Ms Falguni Nayar (DIN 00003633) as a Non-Executive Independent Director**

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

"RESOLVED THAT Ms Falguni Nayar (DIN 00003633), whose term of office as Independent Director of the Company ceased on March 30, 2018 and whose appointment as an Additional Director with effect from March 30, 2018 has been approved by the Board pursuant to the recommendation of the Nomination and Remuneration Committee and who holds office up to the ensuing Annual General Meeting of the Company in terms of Section 161 (1) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 (1) of the Companies Act, 2013 signifying his intention to propose her candidature for the office of the Director of the Company, be and is hereby appointed as a Non-Executive Director of the Company categorized as Independent."

"RESOLVED FURTHER THAT that pursuant to the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms Falguni Nayar (DIN 00003633), who was appointed as an Additional Director by the Board of Directors and holds such office up to the ensuing Annual General Meeting of the Company and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for reappointment for a second term under the provisions of the Companies Act, 2013 and rules made there under, be and is hereby re-appointed as an Non-Executive Independent Director of the Company for a second term of 3 (three) years commencing with effect from March 30, 2018 up to March 29, 2021 and the term shall not be subject to retirement by rotation."

9. **Appointment of Mr Rakesh Makhija (DIN 00117692) as a Non-Executive Independent Director**

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

"RESOLVED THAT Mr Rakesh Makhija (DIN 00117692), whose term of office as Independent Director of the Company ceased on March 30, 2018 and whose appointment as an Additional Director with effect from March 30, 2018 has been approved by the Board pursuant to the recommendation of the Nomination and Remuneration Committee and who holds office up to the ensuing Annual General Meeting of the Company in terms of Section 161 (1) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 (1) of the Companies Act, 2013 signifying his intention to propose his candidature for the office of the Director of the Company, be and is hereby appointed as a Non-Executive Director of the Company categorized as Independent."

"RESOLVED FURTHER THAT that pursuant to the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr Rakesh Makhija (DIN 00117692), who was appointed as an Additional Director by the Board of Directors and holds such office up to the ensuing Annual General Meeting of the Company and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for reappointment for a second term under the provisions of the Companies Act, 2013 and rules made there under, be and is hereby re-appointed as an Non-Executive Independent Director of the Company for a second term of 3 (three) years commencing with effect from March 30, 2018 up to March 29, 2021 and the term shall not be subject to retirement by rotation."

10. **Payment of commission to Non-Executive Directors of the Company**

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

"RESOLVED that pursuant to the provisions of section 197 and other applicable provisions, if any, of the Companies Act, 2013 (Act), as amended from time to time, a sum not exceeding one percent per annum of the net profits of the Company calculated in accordance with the provisions of section 198 of the Act, be paid to 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 directed by the Board of Directors and such payments shall be made in respect of the profits of the Company for each year, for a period of five consecutive financial years, commencing from financial year 2017-2018."

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 May 18, 2018.

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 June 20, 2018 ("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 June 13, 2018 to June 20, 2018 (both days inclusive) for payment of final dividend, if declared, for the financial year ended March 31, 2018.

9. A person who acquired the shares and became members of the company after May 18, 2018 and prior to the cut-off date i.e. June 20, 2018 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 anubhav.kapoor@tatatechnologies.com or TSR Darashaw Limited, the Registrar and Transfer Agents 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. Subject to the provisions of the Companies Act, 2013, final dividend as recommended by the Board of Directors, if declared at the meeting, will be paid within a period of 30 days from the date of declaration, to those members whose names appear on the Register of members as on close of business hours on June 12, 2018.

11. 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.

12. 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

13. 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.

14. 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.

15. 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.

16. 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.

17. 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 Agents to enable the Company to send notices, annual reports and other communication via email.

18. Copies of the Annual Report 2017-18 are being sent by electronic mode only 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 are being sent by the permitted mode.

19. **Voting through electronic means:**
    For 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" 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 download 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: 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 June 24, 2018 (10:00 am) and ends on June 26, 2018 (5:00 pm). 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. June 20, 2018, 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 June 20, 2018.

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 June 20, 2018, may cast their votes by remote e-voting from 10.00 a.m. on June 24, 2018 and up to 05.00 p.m. on June 26, 2018. 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, Practicing Company Secretary (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 favor 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 within 48 hrs after the conclusion of AGM. 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.

Registered Office:
Tata Technologies Limited
Plot No. 25, Rajiv Gandhi Infotech Park,
Hinjawadi, Pune - 411057

By Orders of the Board of Directors

Anubhav Kapoor
General Counsel and Company Secretary
A10847

Date: April 20, 2018
Place: Mumbai

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 strictly not required as per section 102 of the Act.

The Members at the Annual General Meeting held on September 15, 2017, 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 to hold the office from the conclusion of Twenty Third Annual General Meeting ("AGM") of the Company till the conclusion of Twenty Eighth AGM of the Company subject to ratification of their appointment at every AGM. Since the auditors are eligible for reappointment, Board recommends the resolution set forth in item No. 5 for the approval of the Members.

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

Item No 6 & 7

Mr C Ramakrishnan in his capacity as Non-Executive Director has resigned from Board with effect from March 29, 2018.

Pursuant to recommendation received from Nomination and Remuneration Committee, Board appointed Mr Guenter Butschek (DIN 07427375) and Mr Pathamadai Balaji (DIN 02762983) as an Additional Directors of the Company w.e.f. March 30, 2018, to hold office in a non-executive capacity, up to the ensuing Annual General Meeting of the Company.

Mr Guenter Butschek is the Chief Executive Officer & Managing Director of Tata Motors Limited. His last assignment was with Airbus Group where he served as Chief Operating Officer of Airbus and Member of the Group Executive Committee. Prior to Airbus, Mr. Butschek worked at Daimler AG, where he gained more than 25 years of experience in international automotive management, holding functions like production, industrialization and procurement. He has rich global experience of growing organizations and in developing new markets. Mr. Butschek, graduated in Business Administration and Economics with a diploma from the University of Cooperative Education Stuttgart, Germany.

Mr P B Balaji has recently taken over as the Group CFO of Tata Motors Group, a $40bn enterprise in the automotive sector. He is delighted to join this exciting business as it turns around the Indian business and as a Board Member of Jaguar Land Rover, help shape the strategy to navigate the business through the multiple disruptions facing the auto industry. Prior to this, he was the VP Finance for South Asia and CFO of HUL, where he handled the financial aspects of a $6bn business.

Balaji started as Management Trainee in Unilever in May 1993 and has had a wide-ranging experience in various aspects of the business over the various stints that he has done in Finance, Supply Chain and Procurement. Balaji is a Mechanical Engineer from IIT Chennai and a PGDM from IIM Kolkatta.

Board recommends the resolution set forth in item No. 6 & 7 for the approval of the Members.

Except Mr Guenter Butschek and Mr P B Balaji, No Director, Key Managerial Personnel or their relatives is interested or concerned, financially or otherwise in the stated resolution.

Item No 8 & 9

Mr Rakesh Makhija and Ms Falguni Nayar were appointed as Non-Executive Independent Directors of the Company in the Annual General Meeting of the Company held on June 26, 2015 for period of three years from March 31, 2015 to March 30, 2018.

As per the Tata Group Governance Guidelines, Mr Makhija and Ms Nayar are eligible to be reappointed as Independent Directors of the Company.

Pursuant to recommendation received from Nomination and Remuneration Committee, Board of Directors has decided to re-appoint Mr Rakesh Makhija and Ms Falguni Nayar as Independent Directors of the Company for a second term commencing with effect from March 30, 2018 to March 29, 2021. The Board and the Nomination and Remuneration Committee are of the opinion that the directors possess requisite skills, experience and knowledge relevant to the Company's business and they will be able to strategically contribute to the growth of the Company in future.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the reappointment of these directors as Independent Directors is now being placed before the Members for their approval.

Except Mr Rakesh Makhija and Ms Falguni Nayar, No Director, Key Managerial Personnel or their relatives is interested or concerned, financially or otherwise in the stated resolution.

Item No 10

At the Annual General Meeting of the Company held on September 15, 2017, the Members had approved of the payment of commission to non-executive Directors of the Company not exceeding one percent per annum of the net profits of the Company for the year ended March 31, 2017, for a period from April 01, 2016 to March 31, 2017. It is proposed to continue with the payment of Commission to Non-Executive Directors of the Company.

Accordingly, it is proposed that in terms of section 197 of the Act, the Non-Executive Directors be paid, for each of the five consecutive financial years commencing from financial year 2017-18 remuneration not exceeding one percent per annum of the net profits of the Company computed in accordance with the provisions of the Act subject to approval of the shareholders. This remuneration will be distributed amongst all or some of the Directors in accordance with the directions given by the Board.

Upon recommendation of the Nomination and Remuneration Committee and subject to the approval of shareholders, Board decided to pay commission of rupees ten lacs each to Mr S Ramadorai, Ms Falguni Nayar and Mr Rakesh Makhija and rupees five lacs to Mr C Ramakrishnan, based on the financial results of FY 2017-18 .

All the Directors of the Company except Mr P B Balaji, Mr Gunter Butschek and Mr Warren Harris are concerned or interested in the resolution at Item No 10 of the Notice to the extent of the remuneration that may be received by each of them.

Directors' Report

TO THE MEMBERS OF TATA TECHNOLOGIES LIMITED

The Directors present the Annual Report of Tata Technologies Limited (the Company) along with the audited financial statements for the financial year ended March 31, 2018. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

1. FINANCIAL RESULTS

The summary of the financial results of the Company for year ended March 31, 2018 is as follows:

(Amount in ₹ Crore)

Particulars	Standalone		Consolidated	
	2017 - 18	2016 - 17	2017 - 18	2016 - 17
Income from Operations	1,124.96	1,112.08	2,691.48	2,801.95
Other Income	24.58	21.93	85.67	30.37
Total Income	**1,149.54**	**1,134.01**	**2,777.15**	**2,832.32**
Operating Expenditure	861.97	807.11	2,356.16	2,305.30
Profit before Depreciation, Interest and Taxes	**287.57**	**326.90**	**420.99**	**527.02**
Interest	2.22	0.99	4.70	4.31
Depreciation	50.40	51.40	71.43	62.84
Profit before exceptional item and tax	**234.95**	**274.51**	**344.86**	**459.87**
Exceptional items	-	10.62	8.33	8.25
Share of (profit)/loss of joint ventures	-	-	-	1.46
Profit before tax (PBT)	**234.95**	**263.89**	**336.53**	**450.16**
Tax expense	57.48	50.46	90.72	99.18
Profit after Tax	**177.47**	**213.43**	**245.81**	**350.98**
Other comprehensive income/(loss) for the year	(1.51)	(3.40)	96.66	(112.18)
Total comprehensive income/(loss) for the year	**175.96**	**210.03**	**342.47**	**238.80**

(The Company consolidated accounts of 2 trusts set-up by the Company to administer ESOP schemes as per the requirement of IND AS 110 from 2017-18 onwards. The previous year figures have also been updated for comparison purposes)

2. OPERATING RESULTS & BUSINESS PERFORMANCE

The Company recorded an overall growth of 1.16% in operating revenue in 2017-18 on a standalone basis. This mainly consists of growth of 0.90% in sale of services to ₹ 972.59 crore and growth of 2.81% in sale of products to ₹ 152.37 crore. However, operating revenue on consolidated basis registered a decline of 3.94% to ₹ 2,691.48 crore in 2017-18. The decline in consolidated operating revenue was primarily due to 4.96% decline in services revenue from ₹ 2,360.21 crore in 2016-17 to ₹ 2,243.19 crore in 2017-18, while revenue from products increased by 1.48% from ₹ 441.74 crore in 2016-17 to ₹ 448.29 crore in 2017-18.

The Profit before Tax (PBT) decreased by 10.97% on a standalone basis and 25.24% on a consolidated basis. Similarly Profit after Tax (PAT) decreased by 16.85% on standalone basis and 29.96% on consolidated basis.

The Members are advised to refer the separate section on the Management Discussion and Analysis in this report for detailed understanding of the operating results and business performance.

3. DIVIDEND

Your Directors are pleased to recommend for approval of the Members a final dividend of ₹ 15 per share for the financial year 2017-18. The Board declared an interim dividend of ₹ 15/- per share for the third quarter ended December 31, 2017 of the financial year 2017-18.

If the shareholders approve the proposed final dividend at the ensuing Annual General Meeting, the total dividend for the financial year 2017-18 will be ₹30/- per share compared to ₹40 per share for the financial year 2016-17.

4. HUMAN RESOURCE DEVELOPMENT

The Company's HR strategy is based on strategic pillars – Talent, Leadership & Culture. Our strategy is to deploy a judicious mix of specialists & local talent from our key locations in APAC, North America and Europe. This ensures seamless engagement with our customers, through clear understanding of local cultures for the provision of specialised solutions. Our employees serve clients across the globe in Automotive, Aerospace, Construction and Heavy Engineering domains spread over in 25 countries. With focus on fostering Diversity and Inclusion to promote gender diversity in the Company, the women workforce now stands at 14% of total workforce. Our attrition rate during 2017-18 was 13.58% which is lower than the industry average. The Members are advised to refer to relevant section of Management Discussion and Analysis for details of our Human Resource strategy.

5. BUSINESS EXCELLENCE & QUALITY INITIATIVES

Your Company continues to be guided by the philosophy of business excellence to achieve sustainable growth using the Tata Business Excellence Model (TBEM).

The Company continues to sustain its commitment to the highest levels of quality, superior service management, robust information security practices. The Company continues to use the globally recognized standards; ISO 9001, AS 9100 and ISO 27001 to establish its enterprise level Quality Management System (QMS) and Information Security Management System (ISMS). Additionally, our delivery centers in Pune (Hinjawadi and SEZ Blue Ridge) have achieved accreditation to the revised standard; AS 9100 D in FY 17-18. QMS is continually enhanced for emerging service offerings, new delivery methodologies, industry best practices and latest technologies. The core delivery methodology is further aided by frameworks provided by CMMI and Prince2.

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.

Our customer-centricity, process rigor, and focus on delivery excellence have resulted in consistent improvements in customer satisfaction levels in the periodic surveys conducted by us followed by rigorous action planning.

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 6, 00, 00,000 equity shares of ₹10/- each and 7, 00,000 0.01% cumulative non-participative compulsorily convertible preference shares of ₹10/- each.

b) Paid up share capital of the Company increased from ₹ 43.03 crore to ₹ 43.04 crore due to issue of additional 6,188 shares under ESOP Scheme. However, out of shares issued and outstanding, 940,501 shares are held by ESOP Trusts, hence net share capital as on March 31, 2018 is ₹42.10 crore after consolidation of accounts of ESOP Trusts.

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. CORPORATE SOCIAL RESPONSIBILITY

Company's Corporate Social Responsibility vision is to co-create sustainable value for its stakeholders by leveraging its engineering and technology know-how and thereby promoting Innovation. To this end, company is committed to enhancing the quality of education for a better future of our younger generation, specifically engineers that are increasingly required in product development across the globe, promotion of 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 community development 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 subsequent amendments.

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.

8. INFORMATION TECHNOLOGY (IT) INITIATIVES

Tata Technologies has invested in state-of-the-art software and hardware technologies in alignment with business goals and customer needs, with the prime focus on delivering world class business solutions to the stakeholders. These investments have stemmed from the pressing need of the hour to keep the organization abreast with the latest technologies by enhancing and upgrading the digital eco-system.

The Organization continued to augment and enhance the Virtual Desktop Infrastructure setup for engineering users to improve network and information security. It has also deployed unified communication technology as part of enhanced collaboration platform. The deployment of hyper converged infrastructure has resulted in better performance and high availability computing for enterprise applications hosted on hybrid cloud.

As part of O2C (Opportunity to Cash) – a transformational program to standardize, streamline and improve the core processes and systems, the Organization has invested on Salesforce for Sales Excellence, IPMS for Delivery Excellence and SAP Concur to refine travel and expense management. Upgrade to SAP HANA has resulted in better performance of SAP platform.

The Organization has defined an Information Security roadmap to address latest threats and risks. Deployment of NexGen antivirus, virtual patching for servers, certifying a delivery centre for ISO 27001:2013 and monthly governance for critical accounts are some of the initiatives taken up last year. The end goal is to have an integrated security enterprise architecture which can cut down on complexity and, of course, increase security effectiveness.

9. SUBSIDIARY COMPANIES AND JOINT VENTURE

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

Europe: Cambric UK Limited dissolved w.e.f. May 23, 2017.

North America: Midwest Managed Services merged into Tata Technologies Inc. w.e.f. February 28, 2018.

The Company had twelve subsidiary companies and one Joint Venture Company as on March 31, 2018.

Consolidated Results: In accordance with the IND AS 110- Consolidated Financial Statements subsidiaries of the Company and Company's share of profits or losses in the in 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 ₹ 2,691.48 crore, an decrease of 3.9% against ₹ 2,801.95 crore in the previous year. The profit before tax was ₹ 336.53 crore as against ₹ 450.16 crore in the previous year, recording a decrease of 25.2%. The profit after tax stood at ₹ 245.81 crore as against ₹ 350.98 crore decrease of 30.0%.

The Services/Products business mix was a 83/17 split respectively (₹ 2,243.19 crore for services and ₹ 448.29 crore for products) compared to 2016-17 when the Company recorded ₹ 2,360.21 crore for services and ₹ 441.74 crore for product or a 84/16 mix. The Americas produced ₹ 700.97 crore with Asia Pacific recording ₹ 947.97 crore and Europe generating ₹ 1,042.54 crore. The three territories combined produced ₹ 2,691.48 crore top line after reducing inter-company billing, in 2017-18 compared to ₹ 2,801.95 crore for 2016-17.

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 ₹ 5.84 crore for the FY 2017-2018 as against the revenue of ₹ 5.05 crore in FY 2016-17 an increase of 15.64% over the last year. The loss for the year was ₹ 1.44 crore as against loss of ₹ 2.91 crore in FY 2016-17.

The statement containing the salient features of the financial statement of a Company's subsidiaries and associate company is enclosed in Form AOC – 1 as Annexure III.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr C Ramakrishnan in his capacity as Non-Executive Director has resigned from Board with effect from March 29, 2018. The Directors placed on records their appreciation of the invaluable services of Mr. C Ramakrishnan as Non-Executive Director.

Pursuant to recommendation received from Nomination and Remuneration Committee, Board appointed Mr Guenter Butschek (DIN 07427375) and Mr Pathamadai Balaji (DIN 02762983) as an Additional Directors of the Company w.e.f. March 30, 2018, to hold office in a non-executive capacity, up to the conclusion the ensuing Annual General Meeting of the Company. Brief profiles of both the Directors are stated in the explanatory statement of the Notice and Corporate Governance report.

In accordance with the requirements of the Companies Act, 2013 and the Articles of Association, Mr S Ramadorai (DIN 00000002) will retire at the ensuing AGM and being eligible, seeks re-appointment. The Board recommends and seeks your support in confirming Mr Ramadorai's reappointment.

Mr Rakesh Makhija and Ms Falguni Nayar were appointed as Non-Executive Independent Directors of the Company in the Annual General Meeting of the Company held on June 26, 2015 for period of three years from March 31, 2015 to March 30, 2018. Upon recommendation of the Nomination and Remuneration Committee, Board decided to reappoint Ms Nayar and Mr Makhija for a period of three years effective from March 30, 2018 to March 29, 2021 subject to approval of the members at the ensuing Annual General Meeting.

Mr Saranu Venkateswarlu resigned from the position of Chief Financial Officer w.e.f. August 31, 2017. Board appointed Mr Jitander Kumar Gupta as Chief Financial Officer (CFO) of the Company w.e.f. September 01, 2017. Mr Gupta joined as CFO from Tata Consultancy Services (TCS). He brings almost 38 years of deep functional experience across multiple industries (Engineering, Steel, Entertainment and IT). He has spent the last 15 years as CFO with CMC Limited (now merged with TCS) playing a key role in the transformation of CMC from PSU to one of the best performing mid cap companies. Prior to CMC, Mr Gupta has had stints with the Zee Network, Steel Authority of India and Jay Engineering Works. He is an MBA from FMS Delhi, an LLB from the University of Delhi and a gold medal winning Cost and Management Accountant (CMA) from the ICAI. He has been conferred with "Most Influential CFOs of India" award by CIMA in 2015 and 2016.

11. STATUTORY AUDITORS

M/s. BSR & Co. LLP, Chartered Accountants, (Firm Registration No. 101248W) (LLP Registration No. W-100022) were appointed as the statutory auditors of the Company to hold office from the conclusion of Twenty Third Annual General Meeting ("AGM") held on September 15, 2017, till the conclusion of Twenty Eighth AGM subject to ratification of their appointment at every AGM. Since the auditors are eligible for reappointment, Board recommends the resolution set forth in Item No. 5 for the approval of the Members.

12. 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.

13. COMPLIANCE AUDITORS

To strengthen the compliance process of the Company, the Company has implemented a system based compliance tool known as "iComply" in India, Europe, Thailand, Singapore, United States of America, Romania, Mexico and China. 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.

14. 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, 2018.

15. MANAGEMENT DISCUSSION AND ANALYSIS

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

16. CORPORATE GOVERNANCE REPORT

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

17. TECHNOLOGY ABSORPTION

The Company has undertaking an Opportunity to Cash (O2C) initiative to adopt new age technologies and process to help run and control business process better. It brings new age technology like cloud computing, mobility and collaboration platforms to considerably improve current processes like project management, competency development, performance management, customer relationship management and Business Analytics & Intelligence to new level. This will offer seamless integration of business process and better management and control over the business operations. These investments also lead to improving operational excellence and lend a competitive edge to the company going forwards.

The company continues to invest in state-of-the-art hardware and software like High Performance Computing (HPC) for CAE / CFD, new age cooling technology in its data centers leading to energy efficiencies.

The Organization continued to augment and enhance the Virtual Desktop Infrastructure setup for engineering users to improve network and information security. It has also deployed unified communication technology as part of enhanced collaboration platform. The deployment of hyper converged infrastructure has resulted in better performance and high availability computing for enterprise applications hosted on hybrid cloud.

The Organization has defined an Information Security roadmap to address latest threats and risks. Deployment of NexGen antivirus, virtual patching for servers, certifying a delivery centre for ISO 27001:2013 and monthly governance for critical accounts are some of the initiatives taken up last year. The end goal is to have an integrated security enterprise architecture which can cut down on complexity and, of course, increase security effectiveness.

The company has focused on research in Vehicle Light-weighting to further the '5R Methodology' developed inhouse. Newer materials, Structures & joining techniques help achieve a fine balance of cost and performance.

Subject Matter Experts in this domain have presented our capabilities at the Global Automotive Light-weighting Materials (GALM) conference.

While Light-weighting methodology has helped conventional OEMs achieve more efficient vehicles and reduced carbon-footprint, the latest beneficiaries of the Methodology are the Electric Vehicles. EVs have managed a longer range per charge and better performance. Coupled with the research in Internet of Things (IoT), Embedded Electronics and System Integration, the company has proven their value proposition in the EV segment

The research and development activities over the last few years have yielded good results with the Company being granted 4 Patents and 3 Trademarks in the last financial year.

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	2017-18	2016-17
Earnings in foreign currency	428.72	403.07
Expenditure in foreign currency	53.95	36.42

18. 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, extract of annual return is enclosed in Form No MGT – 9, as Annexure IV to this report.

19. BOARD MEETINGS

The Board met ten times during the financial year 2017-18 on April 07, 2017, May 15, 2017, June 13, 2017, July 11, 2017, July 31, 2017, September 15, 2017, October 23, 2017, December 12, 2017, January 25, 2018, and February 16, 2018. The time gap between two meetings was less than 120 days.

20. 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 M/s SVD & Associates, Practicing Company Secretaries, as Secretarial Auditors to conduct Secretarial Audit of the Company for Financial Year 2017-18 and their report is annexed to this report (Annexure V). There are no qualifications/ observations in the said Report.

21. LOANS AND INVESTMENTS

Details of loans and investments made by the Company are separately covered under Balance sheet section of this Annual Report.

22. RELATED PARTY TRANSACTIONS

All the Related party Transactions entered by the Company in FY 2017-18 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.

23. RISK MANAGEMENT POLICY (MD & A)

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

24. 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, 2018 and the same is disclosed as Annexure VI of the report.

25. MANAGEMENT OF BUSINESS ETHICS

Company has adopted the Tata Code of Conduct (TCOC) that upholds the highest standards of corporate and personal conduct and is the guiding force on the ethical conduct behind every Tata Company. The Company has established procedures to deploy TCOC across the organization that promote and ensure ethical behavior in all stakeholder interactions including organization's partners/suppliers. To obtain a measurable uniform deployment of the TCOC globally across all employees and contractors of Tata Technologies, the Company created a bespoke training program on TCOC using 'iGETIT®' and added it to each workforce member's mandatory "Learning Path' tracking the number of employees who have undergone the program with their individual score performance.

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 Ethic Committee

In additional to the TCOC, the Company has in place a Whistle Blower Policy to provide a mechanism for employees of the Company to approach the Ethics Counselor/Chairman of the Company's Audit Committee 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. 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. The Company has also adopted a Global Anti-Bribery and Gift policy, in line with the Tata Code of Conduct and applicable laws, if any. The Company received seventeen complaints during the year. Fourteen of these were investigated as Ethics/TCOC complaints, two of these were investigated under POSH and one was a line management issue. Out of the seventeen complaints, nine complaints were closed and eight are 'In Progress'.

26. AUDIT COMMITTEE

The Audit Committee comprises of 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 9 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.

27. 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.

28. 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.

29. 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.

30. COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

Company has complied with the applicable secretarial standards. For more details, shareholders are advised to refer to the Secretarial Audit Report annexed to this report as Annexure V.

31. 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.

32. ACKNOWLEDGMENTS

The Directors express their earnest gratitude to all the customers, business partners, bankers and auditors for their continued support and association with your company. They also wish to thank the Government and all the statutory authorities for their support and co-operation and place on record their appreciation of the dedicated, individual and collective contribution of all the employees in the overall progress of the Company during the last year.

The Directors 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: April 20, 2018
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, 2018 as under:

ESOPs as on March 31, 2018

Number of Options Granted, Forfeited and Exercised	
Options granted as on April 1, 2017	19,738
Further options granted during the financial year 2017-18	Nil
Options exercised during the year	(6188)
Cashless options exercised during the year	Nil
Options lapsed/forfeited during the year	Nil
Options granted as on March 31, 2018	13,550
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

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 Zedra Trust Company (Guernsey) Limited. Since shares of the Company are not listed on Stock Exchange; TTESOP Trust and Zedra Trust Company (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.

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, 2018:

Sl No.	Name of the Trust	No. of Shares
1	Tata Technologies Limited Employees Stock Option Trust	49,486
2	Zedra Trust Company (Guernsey) Limited	891,015

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.**

Tata Technologies is committed to integrating environmental, social and ethical principles into the core business, thereby enhancing long-term stakeholder value. The company's CSR programmes aim to be relevant to local and national contexts, keep disadvantaged communities as the focus, be based on globally-agreed sustainable development principles and be implemented in partnership with governments, NGOs and other relevant stakeholder.

The CSR policy inter alia covers the following:

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

Web link to CSR Policy: http://www.tatatechnologies.com/about-us/corporate-sustainability-programs/

Key CSR Projects at Tata Technologies:

1. **School & Teaching Excellence Program:** This program looks at kindling the curiosity of students in Science, Technology, Engineering and Math (STEM) subjects in government schools across the state of Maharashtra by providing them the academic course content in a digital (A/V) format. In collaboration with Rotary Club, Tata Technologies provides the E-learning kits in schools to inspire young people to consider engineering and manufacturing as a future career.

2. **Distance Ready Engineer:** 'Partnering with communities to strengthen engineering and technical education' has been identified as a strategic objective that aims to meet the engineering industry's demand for employable engineers. Ready Engineer™ is a program to bridge the industry institution gap and train engineering students with technical and soft skills that is required by the industry in product development domain.

3. **Empowerment Via Education:** In partnership with Lila Poonawala Foundation, this program encourages education for women in engineering. 151 girl students are sponsored with full scholarship (INR. 50 thousand/engineer/year) for the entire course of engineering along with industry domain training as well as soft skills training.

4. **Indian Institute of Information Technologies, 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 National Institute of Technology, Jamshedpur is supporting Indian Government and Jharkhand State Government to establish one out of 20 Indian Institute of Information Technologies in Ranchi, a city in the state Jharkhand.

   Disaster Relief Project: In Partnership with NGO Paryay, the project strengthens the water conservation structure in the villages, (watershed project) and increase prospects of productivity for affected small and marginal farmers, the dalit and Below Poverty Line (BPL) families.

   In two years of project implementation in village Tandulwadi, 1.5 Km of Nalla (Canal) was deepened that created water storage capacity of 6,500,000 liters (6.5 million liters). In addition, 65 wells and borewells got recharged and soil moisture improved in the adjoining areas. As a result of this initiative, it has brought a total of 186 ha of land under cultivation and benefit to a total 168 families.

   Additionally, company conducts many community development activities all-round the year under its employee engagement schemes.

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

The CSR Committee comprises of the following Board members:

- Mr P. P. 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 2017-18:** ₹ 263.66 Crore.

4. **Prescribed CSR Expenditure**

   For FY17-18, 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, totaling to ₹ 5.27 Crore.

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

Particulars	Amount (₹ Crore)
Total amount to be spent for the financial Year	5.27
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 FY17-18

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.	**Education and Empowerment**								
	i Distance Ready Engineer (DRE) + Ready Engineer	Maharashtra, Karnataka	Sch. VII (ii)	0.53	0.53		0.53	0.03	0.50
	ii Indian Institute of Information Technologies, (IIIT), Ranchi	Ranchi, Jharkhand	Sch. VII (ii)	2.5	2.5		2.5	2.5	
	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	1		1		1
2	**Disaster Relief Project**	Osmanabad, Maharashtra	Sch. VII (i) (iv)	0.15	0.15		0.15		0.15
3	**Location bases activities (Volunteering)**	Pune, Jamshedpur, Bangalore, Lucknow, Thane, Dharwad		0.09	0.09		0.09	0.09	
4	**Administrative Overheads-Projects, capacity building cost**				0.26		0.26	0.26	0.26
			TOTAL	**5.28**	**5.02**	**0.26**	**5.28**	**2.88**	**2.40**

Details of Implementing/Partner Organisation:

1. i) Direct Class Room Ready Engineer Program in Vishwakarma Institute of Technology, Pune.
   Distance Ready Engineer: 4. Nodal Colleges - N. K. Orchid College of Engineering and Technology, Solapur; Kolhapur Institute of Technology, Kolhapur; SDM College of Engineering, Dharwad, R.V. College of Engineering, Bangalore and 26 satellite colleges, Aspiring Minds, National Programme on Technology Enhanced Learning, KrackIn Technologies, Cocubes Technologies
   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.
2. 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.

P. P. Kadle
Chairman, CSR Committee

Falguni Nayar
Member, CSR Committee

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.	UK	GBP	92.28	2.07	42.14	46.15	1.94	-	0.16	(0.26)	-	(0.26)	-	100
2	Tata Technologies Inc. (Including Midwest Managed Services Inc.which got merged into Tata Technologies Inc. w.e.f. Feb 28, 2018)	USA	USD	65.18	780.20	(426.46)	449.45	95.70	-	676.93	14.82	9.98	4.84	-	99.81
3	Tata Technologies de Mexico, S.A. de C.V.	Mexico	MXN	3.56	1.01	5.33	11.88	5.54	-	19.80	0.53	-	0.53	-	99.81
4	Cambric Limited, Bahamas	Bahamas	USD	65.18	17.60	1.47	19.31	0.24	-	1.78	(0.22)	-	(0.22)	-	100
5	Cambric UK Limited (Dissolved w.e.f. May 23, 2017)	UK	EURO	80.81	-	-	-	-	-	-	-	-	-	-	100
6	Cambric GmbH (in process of liquidation)	Germany	EURO	80.81	0.20	1.76	1.96	0.00	-	0.08	(0.10)	0.21	(0.31)	-	100
7	Tata Technolgies SRL, Romania (erstwhile Cambric Consulting SRL was renamed w.e.f February 4, 2015)	Romania	RON	17.23	8.84	18.20	35.20	8.16	-	65.03	8.55	2.00	6.55	-	100
8	Tata Manufacturing Technologies Consulting (Shanghai) Limited	China	RMB	9.42	3.05	35.85	77.55	38.66	-	111.97	13.72	3.48	10.24	-	100
9	Tata Technologies Europe Limited	UK	GBP	92.28	0.09	718.09	1,081.19	363.01	-	979.64	75.77	17.13	58.63	-	100
10	Escenda Engineering AB (Tata Technologies Europe Limited acquired 100% stake in the company w.e.f. May 1, 2017)	Sweden	SEK	7.82	0.17	(0.34)	86.94	87.11	-	132.96	(10.91)	(0.05)	(10.86)	-	100
11	INCAT GmbH (in process of liquidation)	Germany	EURO	80.81	0.95	17.17	18.38	0.26	-	0.30	0.30	(0.18)	0.47	-	100
12	Tata Technologies (Thailand) Limited	Thailand	BAHT	2.08	4.58	5.52	17.15	7.05	-	21.46	2.48	0.41	2.07	-	100
13	TATA Technologies Pte Ltd.	Singapore	USD	65.18	251.56	474.61	747.14	20.97	-	43.49	(2.60)	0.18	(2.79)	-	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 — Cambric UK Limited

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	March 31, 2018
2. Shares of Joint Venture held by the company on the year end date No. Amount of Investment in Joint Venture ₹ in crores Extend of Holding %	 10,140,000 5.07 50%
3. Description of how there is significant influence	There is no significant influence.
4. Reason why the joint venture is not consolidated	Provision for impairment was made to the extent of Investment in Joint Venture in FY 2016-17 and hence not considered for consolidation.
5. Networth attributable to Shareholding as per latest audited Balance Sheet ₹ in crores	0.12
6. Profit/(Loss) of the year ₹ in crores i. Considered in Consolidation ₹ in crores ii. Not Considered in Consolidation ₹ in crores	(1.43) - (0.71)

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on Financial year ended on 31.03.2018
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	85.22
2	Trading in computer hardware/software	NIL	13.45

III PARTICULARS OF HOLDING , SUBSIDIARY & 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	70.41%	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	99.96	2 (87)
10	Tata Technologies SRL, Romania	Registration Certificate Number: B1766921	Subsidiary	100	2 (87)
11	Cambric GmbH	Entity Registration #: HR B14269	Subsidiary	100	2 (87)
12	Tata Manufacturing Technologies (Shanghai) Co., Ltd	Registration Number: 310000400732137	Subsidiary	100	2 (87)
13	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 beging of the year 01-04-2017				No. of Shares held at the end of the year 31-03-2018				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	0	0	0	0.00	0	0	0	0.00	0.00
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	70.42	30300600	0	30300600	70.41	-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**	**70.42**	**30300600**	**0**	**30300600**	**70.41**	**-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**	**70.42**	**30300600**	**0**	**30300600**	**70.41**	**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	**6439909**	**2921883**	**9361792**	**21.76**	**6467071**	**2924383**	**9391454**	**21.82**	**0.07**
i) Indian	2693404	46986	2740390	6.37	2720566	49486	2770052	6.44	0.07
ii) Overseas	3746505	2874897	6621402	15.39	3746505	2874897	6621402	15.39	0.00
b) Individuals	0	0	0	0.00	0	0	0	0.00	0.00
i) Individual shareholders holding nominal share capital upto ₹ 1 lakhs	691868	921805	1613673	3.75	746616	846700	1593316	3.70	-0.05
ii) Individuals shareholders holding nominal share capital in excess of ₹ 1 lakhs	776986	978275	1755261	4.08	788869	963275	1752144	4.07	-0.01
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B)(2):	**7908763**	**4821963**	**12730726**	**29.58**	**8002556**	**4734358**	**12736914**	**29.59**	**0.08**
Total Public Shareholding (B)= (B)(1)+(B)(2)	7908763	4821963	12730726	29.58	8002556	4734358	12736914	29.59	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)	**38209363**	**4821963**	**43031326**	**100.00**	**38303156**	**4734358**	**43037514**	**100.00**	**0.00**

Share Holding of Promoters

Sl No.	Shareholders' Name	Shareholding at the beginning of the year 01.04.2017			Shareholding at the end of the year 31.03.2018			% 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	70.42	0	30,300,600	70.41	0	-0.01
		30,300,600	**70.42**	**0**	**30,300,600**	**70.41**	**0**	**-0.01**

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

Sl. No.		**Shareholding at the beginning of the year i.e. 01.04.2017**		**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			

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

Sl No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year 01.04.2017		Cumulative Shareholding at the end of the year 31.03.2018	
		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	Zedra Corporate Services (Guernsey) Limited*	1,541,733	3.58	1,541,733	3.58
4	Tata Motors Finance Limited	811,992	1.89	811,992	1.89
5	Tata Enterprises Overseas Limited	707,820	1.64	707,820	1.64
6	Patrick R McGoldrick	560,000	1.30	560,000	1.30
7	Mccc Engineering Establishment	330,178	0.77	330,178	0.77
8	Zedra Trust Company (Guernsey) Limited	294,807	0.69	294,807	0.69
9	Ratan Naval Tata	100,000	0.23	100,000	0.23
10	Farrokh Kaikhushru Kavarana	75,000	0.17	75,000	0.17

* Shares held under the folio of Barclays Wealth Corporate Services (Guernsey) Limited and Walbrook Nominees (No 5) Ltd are now reflected under the folio of Zedra Corporate Services (Guernsey) Limited due to transmission of shares.

Shareholding of Directors & Key Managerial Personnel

Sr. No.	For each of the Directors and KMP	Shareholding at the beginning of the year 01.04.2017		Cumulative Shareholding at the end of the year 31.03.2018	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	Directors				
1	S Ramadorai	132,000	0.31	132,000	0.31
2	Praveen Kadle	139,200	0.32	139,200	0.32
3	C Ramakrishnan#	44,200	0.10	44,200	0.10
4	Warren Harris	4,00,000*		4,00,000*	
	Key Managerial Personnel				
1	Anubhav Kapoor	17,000	0.04	15,000	0.03
2	Saranu Venkateswarlu**	2,500	0.01	2500	0.01
3	Jitander Kumar Gupta##	Nil	Nil	Nil	Nil

\# Mr C Ramakrishnan resigned from the Board of the Company w.e.f. March 29, 2018.
* Holds through Zedra Trust Company (Guernsey) Limited.
** Mr Saranu Venkateswarlu resigned from the position of Chief Financial Officer w.e.f. August 31, 2017.
\## Mr Jitander Kumar Gupta was appointed as Chief Financial Officer w.e.f. September 01, 2017.

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	Nil	97.28
ii) Interest due but not paid	Nil	-
iii) Interest accrued but not due	Nil	0.03
Total (i+ii+iii)	Nil	97.31
Change in Indebtedness during the financial year		
Additions	Nil	150.41
Reduction	Nil	247.72
Net Change	Nil	(97.31)
Indebtedness at the end of the financial year	Nil	0.00
i) Principal Amount		-
ii) Interest due but not paid		-
iii) Interest accrued but not due		-
Total (i+ii+iii)	Nil	**0.00**

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.		934,292
	(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)		**934,292.00**
	Ceiling as per the Act		**114,628,456**

* Mr Harris also received a remuneration of ₹ 33,350,952 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	Falguni Nayar	6,40,000
		Rakesh Makhija	6,85,000
	(b) Commission		
	(c) Others, please specify		-
	Total (1)		**13,25,000**
2	**Other Non Executive Directors**	S Ramadorai	4,75,000
	(a) Fee for attending board committee meetings	Praveen Kadle	5,15,000
		C Ramakrishnan	3,95,000
	(b) Commission	S Ramadorai	10,00,000
		C Ramakrishnan	5,00,000
		Falguni Nayar	10,00,000
		Rakesh Makhija	10,00,000
	(c) Others, please specify.		-
	Total (2)		**48,85,000**
	Total (B)=(1+2)		**62,10,000**
	Total Managerial Remuneration		**62,10,000**
	Overall Cieling as per the Act.		**229,25,691**

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

(Amount in ₹)

Sl.No.	Particulars of Remuneration	CFO (Venkat S) upto 31.08.2017	CFO (JK Gupta) w.e.f 01.09.2017	Company Secretary
1	**Gross Salary**			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	9,631,779	6,804,700	5,846,498
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	102,000	86,214
	(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	**9,631,779**	**6,906,700**	**5,932,712**

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)	Appeall made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NIL		
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, 2018

[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, 2018** 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, 2018 according to the provisions of:

(i) The Companies Act, 2013, the Companies Amendment Act, 2017 (the Act) 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.
(vi) The Indian Copyright Act, 1957 and the Rules made thereunder.
(vii) The Patents Act, 1970 and the Rules made thereunder.

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. Since the term of appointment of existing two Independent Directors on the Board ceased w.e.f. 30th March, 2018, the Company has appointed them as Additional Directors categorized as Independent Directors w.e.f. 30th March, 2018 and this appointment is subject to approval of shareholders by way of special resolution. 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.

1. We further report that during the audit period, The Company has allotted 6188 Equity Shares on 15th May 2017, 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).
2. One of the shareholder of the Company viz. Tata Motors Limited proposed to sell its shareholding and the necessary approvals for the same were received including the approval from Competition Commission of India (CCI). However the deal could not be carried out.

Place: Pune
Date: April 20, 2018

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: April 20, 2018

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. INDUSTRY OVERVIEW & TRENDS

Outlook for the Software and Services revenue from exports from India is expected to continue to grow at a steady rate as per NASSCOM guidance 2018 with Digital and ER&D related revenues leading the growth at 30% and 13% respectively. This will be enabled by the revenues shifting from European and American regions towards East where India and China are the first choice of outsourcing owing to the availability of skills and localized product development knowledge to contribute towards emerging market expansion business

We also observe the following key product and technology trends in manufacturing industry and its customer preferences.

- **Go Green:** Core competency built in Light-weighting and development of alternate propulsion system vehicles
- **Connected Products:** Investment in IoT (Internet of Things) domain to support growing demand in connected products to its customers using product designs and customer relationship IT environment.
- **Localized products for geographically diverse markets:** Programs and solutions suited for the local market like frugal engineering for emerging markets, Light weighting for Electric Vehicles (EVs)
- **Reduced Time-To-Market:** Scalable workforce solutions to provide engineering skills on demand and solutions that enable our customers to launch products faster than competition.
- **Provide Flexible Capacity:** Globally distributed industry focused delivery centers, Balanced Onsite-Offsite-Offshore workforce presence

B. OPPORTUNITIES & THREATS

Opportunities

a. **New and emerging markets and OEMs:** China, Sweden, SEA. Existing OEM are planning entry into emerging markets and redesigning new platforms to adapt new technologies. Market is also witnessing significant entry of new OEMs who are designing products based on new technologies to power and connect the vehicles.

b. **Digital:** The Company sees large opportunity to service digital and IT related projects as forward integration of product design and manufacturing services.

c. **New technology providers:** The Company can see further opportunity of growth by partnering with new technology providers and help them integrate into automotive and IHM products design.

Threats

a. **Technology Changes:** The company serves customers in Technology domains that are undergoing a rapid innovation and climate-based changes and upgradation. This may be a potential threat due to workforce skill obsolescence. The company is investing in R&D and Technology upgradation to stay ahead of this change which we expect to help us partner with customers in designing and manufacturing products and offering opportunity to grow.

b. **Protectionism:** The Company's business requires consultants to travel across geographies for project deliveries. Legislations around immigration and Visa Rules have been volatile in the recent past and pose a threat to seamless project delivery.

C. COMPANY OVERVIEW & FOCUS AREAS

Overview

Tata Technologies is a global engineering and product development IT services company focused upon fulfilling its mission of helping the world drive, fly, build and farm by enabling its manufacturing clients across automotive, industrial machinery and aerospace verticals realize better products and drive efficiencies in their businesses. There are two components to our value proposition – the first one being the outsourced engineering services and products for our manufacturing clients and the second one is helping our clients identify and deploy technologies that are used to conceive, design, build and realize better products. The value proposition is delivered to customer with via 3 stages of engagement viz. Tata Technologies has invested diligently in the product and technology trends developing in the recent times. Also, the company has increased presence in the growing Asian markets like China and Japan, establishing engagements with established and emerging OEMs. Special focus is on alternative propulsion technology embracing clients who can leverage the company's competency in above lines of businesses in general and Light-weighting, Connected Products and Digital technologies in particular.

Focus Areas

The service offerings are delivered through three lines of business.

1. **Engineering, Research and Development (ER&D) services:** Design, Validation & Testing and Digital Manufacturing services of products primarily in automotive, aerospace and industrial machinery sector.

2. **Product Lifecycle Management (PLM) services and products:** Digitization of product database for smart knowledge management throughout product life cycle.

3. **Connected Enterprise IT (CEIT) services:** IT value offerings to improve organization efficiency in ERP, CRM, Analytics and connected enterprises.

Development around manufacturing industry is at the core of everything we do, providing product design and development, manufacturing engineering, product & process validation, production launch and continuous improvement services.

D. DISCUSSIONS ON CONSOLIDATED FINANCIAL RESULTS:

The consolidated financial performance of Tata Technologies includes performance of subsidiaries of the Company, 2 trusts set-up by the Company to administer Employee Stock Option Scheme (ESOP) and the Company's share in profit/loss of Joint Venture Company. In view of Global nature of operations of the Company carried out through network of subsidiaries and JVs, the analysis of Consolidated Financial Statements is more relevant for understanding the overall performance of the Company.

Result of Operations (CONSOLIDATED)

INCOME

Revenue from Operations

The Company earned total operating revenue of ₹ 2,691.48 crore in 2017-18 compared to ₹ 2,801.95 crore in 2016-17, registering a decline of 3.9%. The decline is primarily due to decline of 5.0% in services revenue partially offset by 1.5% increase in product revenue as shown below:

(Amount in ₹ Crore)

Particulars	2017-18		2016-17		Variance %
	₹ in crore	% of Income	₹ in crore	% of Income	
Services Revenue	2,243.19	83.3%	2,360.21	84.2%	-5.0%
Product Revenue	448.29	16.7%	441.74	15.8%	1.5%
Total Revenue	**2,691.48**	**100.0%**	**2,801.95**	**100.0%**	**-3.9%**

The Company suffered headwinds from adverse movement in exchange rates of major currencies as average rate US$/INR declined by 3.9% in 2017-18 compared to 2016-17, while average exchange rate of GBP/INR declined by 2.5% during the same period, resulting in adverse impact of ₹ 48.75 crore on operating revenue of the Company in 2017-18. The Company gets significant revenue in foreign currencies as detailed below:

(Amount in ₹ Crore)

Currency Mix of Revenue	2017-18		2016-17		Variance %
	₹ in crore	% of Income	₹ in crore	% of Income	
GB Pound	883.23	32.8%	956.21	34.1%	-7.6%
US Dollar	700.35	26.0%	772.74	27.6%	-9.4%
Indian Rupees	796.13	29.6%	721.83	25.8%	10.3%
Other Currencies	311.77	11.6%	351.17	12.5%	-11.2%
Total	**2,691.48**	**100%**	**2,801.95**	**100%**	**-3.9%**

The Company suffered decline in revenue in Europe and North America territories partially offset by 6.8% growth in revenue in Asia Pacific regions, as detailed below:

(Amount in ₹ Crore)

Geography Mix of Revenue	2017-18		2016-17		Variance %
	₹ in crore	% of Income	₹ in crore	% of Income	
Asia Pacific (including India)	947.97	35.2%	887.27	31.7%	6.8%
UK and Europe	1,042.54	38.7%	1,142.14	40.8%	-8.7%
North America	700.97	26.1%	772.54	27.5%	-9.3%
Total	**2,691.48**	**100.0%**	**2,801.95**	**100.0%**	**-3.9%**

The decline in European revenue is primarily due to completion of vehicle programs with its key clients and delayed start of new programs due to client product plan changes and budgetary approval delays. During this period your company has build strategic partnership to work on the future project plans and build plan to renew services contracts.

The decline in North America revenue is primarily due to completion of vehicle program and delayed new start, change of product plan with key clients and softness in staffing deployments.

The growth in APAC Revenue is primarily driven by strong revenue growth in India in key accounts for its IT solutions to digitize businesses, manufacturing projects and growth in educational product sales.

Other Income

The Other Income in 2017-18 increased to ₹ 85.67 crore from ₹ 30.37 crore in 2016-17 as detailed below:

(Amount in ₹ Crore)

Particulars	2017-18	2016-17	Variance %
Interest Income	12.64	21.18	-40.3%
Research and Development Expenditure Credit	60.09	-	-
Foreign currency gain/ (loss) (Net)	9.84	-3.65	-369.6%
Others	3.10	12.84	-75.9%
Total	**85.67**	**30.37**	**182.1%**

As can be seen, the increase in other income is primarily on account of Research and Development Expenditure Credit (RDEC) of ₹ 60.09 crore, as per eligibility under UK laws. The Company used to claim it every alternate year, while the Company opted for claiming it every year from this year onwards. The reduction in interest income in 2017-18 is due to reduction of average Investable fund due to repayment of loans. The interest income in 2016-17 included interest of ₹ 5.34 crore on Income Tax refund. Others in 2016-17 included capital gain from sale of product business in UK amounting to ₹ 4.88 crore.

EXPENDITURE

Purchase of Traded Products

Total cost of traded products in 2017-18 was ₹ 336.41 crore, an increase of 5.0% over ₹ 320.48 crore in 2016-17, in line with 1.5% increase in revenue from sales of products, resulting in decline in product margin from traded products from 27.5% to 25.0%. The Company experienced margin contraction primarily in North America territory.

(Amount in ₹ Crore)

Particulars	2017-18	2016-17	Variance %
Sale of Products	448.29	441.74	1.5%
Purchases of traded products	336.41	320.48	5.0%
Margin	111.88	121.26	-7.7%
Margin %	25.0%	27.5%	

Outsourcing and consultancy charges

Outsourcing and consultancy charges declined by 4.7% to ₹ 389.37 crore in line with 5.0% decline in services revenue as can be seen from the table below:

(Amount in ₹ Crore)

Particulars	2017-18	2016-17	Variance %
Sale of Services	2,243.19	2,360.21	-5.0%
Outsourcing and consultancy charges	389.37	408.50	-4.7%
% to sale of services	17.4%	17.3%	

Employee Benefit Expenses

The employee benefit expenses in 2017-18 was ₹ 1,323.25 crore compared to ₹ 1,283.25 crore in 2016-17, resulting in an increase of 3.1 %. Employee costs as a percentage of revenue from operations increased from 45.8% in 2016-17 to 49.2% in 2017-18. This increase is primarily on account of impact of average annual salary hike of 4.1% partially offset by reduction in average employee count by 1.0%.

Other expenses

Other Expenses in 2017-18 was ₹ 307.13 crore compared with ₹ 293.07 crore in 2016-17, an increase of 4.8%. Other income as percentage of revenue from operation increased from 10.5% in 2016-17 to 11.4% in 2017-18, as detailed below:

(Amount in ₹ Crore)

Particulars	2017-18	2016-17	Variance
Rent	49.94	41.02	21.7%
Travelling & conveyance	64.17	75.04	-14.5%
Software - Internal Use & AMC	63.62	54.77	16.2%
Professional fees	24.52	22.45	9.2%
Allowances for doubtful debts (net)	4.08	-0.03	-
Communication expenses	17.95	16.88	6.3%
Office expenses	14.34	16.44	-12.8%
Repairs & maintenance	12.92	12.74	1.4%
Staff recruitment expenses	8.92	10.61	-15.9%
Power & fuel	7.84	8.04	-2.5%
Others	38.83	35.11	10.6%
Total	**307.13**	**293.07**	**4.8%**

The changes are primarily driven by:

- Rent expenses increased by ₹ 8.92 crore primarily due to hiring of new premises (EIDC) in UK and facility in Sweden due to Escenda acquisition.
- Travelling and conveyance have decreased by ₹ 10.87 crore primarily due to focus on optimizing travel cost by leveraging new communication technologies.

- Software AMC cost increased by ₹ 8.85 crore primarily due to addition of new software during the year and also due to full year maintenance charge for the software purchased during previous year.
- Allowances for doubtful debts has been provided against overdue debts over 180 days as per the Company policy.

Finance Cost

Finance cost increased from ₹ 4.31 crore in 2016-17 to ₹ 4.70 crore in 2017-18, primarily on account of incremental borrowings for acquisition of Escenda. In terms of percentage of total income, it has remain flat at around 0.2%.

Depreciation and amortization

Depreciation and amortization charge increased from ₹ 62.84 crore in 2016-17 to ₹ 71.43 crore in 2017-18, an increase of 13.7%. In terms of total income, the depreciation and amortization charge increased from 2.2% in 2016-17 to 2.6% in 2017-18.

(Amount in ₹ Crore)

Particulars	2017-18	2016-17	Variance %
Depreciation	37.62	31.94	17.8%
Amortization	33.81	30.90	9.4%
Total	**71.43**	**62.84**	**13.7%**

The increase in depreciation is primarily due to addition to gross block by ₹ 33.85 crore during the year.

The increase in amortization is primarily due to amortization of ₹ 1.42 crore on value of intangibles in the form of customer relationship acquired through business combination during 2017-18 and increase in amortization of software license by ₹ 1.48 crore.

Exceptional items

The exceptional items of ₹ 8.33 crore in 2017-18 primarily consists of the deferred consideration paid to Escenda owners and the consultancy charges incurred towards Escenda acquisition.

Exceptional items of ₹ 8.25 crore for 2016-17 primarily consists of the payment of statutory bonus to employees for the year 2015-16 in accordance with the notification dated 01.01.2016 amounting to ₹ 5.55 crore and provision made for impairment in Investment in Joint Venture amounting to ₹ 0.84 crore.

Profit before Taxes

As a result of the foregoing, the Profit before Taxes (PBT) in 2017-18 decreased by 25.2% to ₹ 336.53 crore, compared to ₹ 450.16 crore in 2017-18. As a percentage of total income, PBT went down from 15.9% in 2016-17 to 12.1% in 2017-18.

Provision for Taxation

The Company made a total tax provision of ₹ 90.72 crore in 2017-18 compared to ₹ 99.18 crore in 2016-17, resulting in a reduction of 8.5%. The effective tax cost in 2017-18 increased to 27.0% from 22.0% in 2016-17. The effective tax rate to company went up in all 3 major territories that the Company operates in as under:

- The effective tax rate in UK and Europe went up from 20.6% to 26.3% primarily on account of disallowance of expenses relating to acquisition of Escenda and losses in Sweden operations. Losses in Sweden operations will be available for set-off against future profits.
- The effective tax rate in North America went up from 46.5% to 52.8% primarily due to introduction of transition tax, devaluation of deferred tax assets carried forward from earlier years due to reduction in corporate tax rates, partially offset by benefit of reduction in US tax rate w.e.f. January, 2018. Most of these adverse impacts are one time.
- The effective tax rate in India went up from 19.1% to 24.5% primarily due to reduction in tax exempt income from SEZ due to adverse exchange rate movements and inflation related increases in Rupee denominated costs.

Profit after Taxes

As a result, the Profit after Taxes (PAT) in 2017-18 decreased by 30.0% to ₹ 245.81 crore in 2017-18 from ₹ 350.98 crore 2016-17. PAT margin as a percentage to total income declined from 12.4% in 2016-17 to 8.9 % in 2017-18.

FINANCIAL POSITION

NON-CURRENT ASSETS

Property, plant and equipment

The net value of Property, plant and equipment increased from ₹ 117.02 crore to ₹ 119.09 crore, primarily on account of new capital expenditure of ₹ 33.85 crore, as reduced by depreciation charge during the year. Details of Capital expenditure during 2017-18 are given below:

(Amount in ₹ Crore)

Particulars	2017-18
Computers	16.27
Furniture & Fixtures	10.78
Lease Hold Improvements	2.91
Plant & Machinery	2.26
Others	1.63
Total	**33.85**

Capital work-in-progress was ₹ 0.11 crore as on March 31, 2018 against ₹ 3.00 crore as on March 31, 2017, due to increased capitalization during 2017-18.

Intangible assets primarily represent cost of software licenses (other than internally generated) and value of customer relationship acquired through business combinations. During the year, the Company added ₹ 43.23 crore to the gross block of intangible assets.

During 2017-18, the Company acquired Escenda Engineering AB, through its subsidiary Tata Technologies Europe Limited (TTEL). Apart from the net worth acquired, the payment made for acquisition includes ₹ 22.31 crore towards intangibles in the form of customer contracts and related relationship.

Intangible assets under development represent costs incurred towards purchase of SAP HANA licenses and cost incurred towards implementation of the O2C project. Intangible assets under development at the end of 2017-18 aggregated ₹ 12.54 crore as compared to ₹ 7.43 crore at the end 2016-17.

Goodwill on Consolidation and acquisition

Goodwill on consolidation as at March 31, 2018 was ₹ 656.20 crore as compared to ₹ 580.00 crore as at March 31, 2017. The increase is primarily on account of acquisition of Escenda and translation impact as detailed below:

Particulars	₹ Crore
Opening Goodwill	580.00
Goodwill on acquisition of Escenda business	20.54
Translation impact	55.66
Goodwill as at March 31, 2018	656.20

Goodwill is tested for impairment at the end of year. The management does not foresee any risk of impairment on the carrying value of goodwill as at March 31, 2018.

Investment in Joint Venture

The Company had 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.

Company had reviewed current financial situation and future business strategy in joint Aero projects and decided to recognize provision for impairment loss of ₹ 0.84 crores in 2016-17 in respect of its investment in joint venture

Financial assets (Non-current)

Other Investments

During the year, the Company invested in units of mutual funds. These are typically investments in long-term funds/bonds to gainfully use the surplus cash balance with the Company. Investments in bonds, preference shares and mutual funds aggregated ₹ 36.79 crore as on March 31, 2018 as compared to ₹ 35.09 crore as on March 31, 2017.

Loans

The Company had outstanding loans of ₹11.05 crore at the end of 2017-18 compared to ₹ 10.71 crore at the end of 2016-17. The increase is primarily on account of additional loans given to employees.

Other Bank Balances

Other Bank balances represent the deposit kept with bank towards the EDLI Scheme (₹ 0.05 crore) and ESCROW deposits payable to Escenda owners (₹ 3.20 crore), payable on meeting certain conditions.

Other Financial Assets

Other financial assets represent deposit pledged with banks ₹ 0.04 crore unchanged from last year.

Deferred Tax Asset (Net)

Deferred tax asset (net) as at March 31, 2018 was ₹ 12.78 crore as compared to ₹ 26.83 crore as at March 31, 2017. Reduction is primarily due to utilization of MAT credit entitlements in India. Details of deferred tax asset have been given in Note no. 9 (iii) of the consolidated financial statements of the Company.

Income Tax Assets (net)

Income tax assets (net) remained almost unchanged at ₹ 9.32 crore as at March 31, 2018 as compared to ₹ 9.27 crore as at March 31, 2017.

Other non-current assets

Other non- current assets as at March 31, 2018 are ₹ 26.68 crore compared to ₹ 9.08 crore as at March 31, 2017. The increase is primarily on account of Research and Development Expenditure Credit receivable in TTEL amounting to ₹ 19.47 crore. The same has been recognized based on the legislation enacted to allow UK companies to elect for the Research and Development Expenditure Credit (RDEC) on qualifying expenditure incurred since 1 April 2013.

CURRENT ASSETS

Inventories (Traded)

Inventories represent software/hardware items which are not yet delivered to the customer, which are ₹ 1.25 crore as at March 31, 2018 compared to ₹ 0.02 crore as at March 31, 2017.

Other Investments

The Company makes investment in units of mutual funds which are typically investments in short-term funds to gainfully use the short term surplus cash balance with the Company. Other Investments as at March 31, 2018 aggregated to NIL compared to ₹ 185.35 crore as at March 31, 2017. The Company liquidated these short-term investments to repay all loans, payment of dividend and placement of ICD's with Tata Motors yielding better returns.

Trade Receivables

Trade receivables as at March 31, 2018 aggregated ₹ 605.05 crore (net of provision for doubtful debts) as compared to ₹ 525.96 crore as at March 31, 2017. As a result, trade receivable level (DSO days) increased from 69 day as at the end of 2016-17 to 82 days as at the end of 2017-18. The Company had unbilled revenue (net of unearned revenue and income received in advance) of ₹ 66.42 crore as on March 31, 2018 compared to ₹ 91.17 crore as on March 31, 2017. As a result, level of net unbilled revenue decreased from 12 days to 9 days. Hence, level of trade receivables (including net unbilled revenue) increased from 81 days to 91 days.

The cumulative provision towards bad and doubtful debts as on March 31, 2018 stood at ₹ 13.05 crore compared to ₹ 8.89 crore as at March 31, 2017.The Company follows Global Revenue Management policy for providing for bad & doubtful debts. As per the policy, 50% of the amount to be provided for Debts overdue for a period greater than 180 days and less than 364 days and 100% of the amount to be provided for Debts overdue for a period greater than 364 days. This policy has been tested on the requirement of IND AS 109 (Expected Credit Loss (ECL) and found to be sufficient.

Cash and cash equivalents

Cash and cash equivalents as at March 31,2018 are ₹ 243.79 crore as compared to ₹ 201.74 crore as at March 31, 2017. The cash and cash equivalents include balances with banks and fixed deposits kept with banks for less than 3 months.

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 as at March 31, 2018 are ₹ 13.02 crore as compared to ₹ 103.86 crore as at March 31, 2017.

Loans

Loans are ₹ 86.40 crore as at March 31,2018 as compared to ₹ 8.64 crore as at March 31, 2017. Loans have increased primarily on account of increase in inter-corporate deposits kept with Tata Motors by ₹ 77.50 crore as at March 31, 2018 as compared to NIL as at March 31, 2017.

Other Financial Assets

Other financial assets as on March 31, 2018 are ₹ 166.92 crore as compared to ₹ 156.99 crore as at March 31, 2017. Other financial assets have gone up due to increase in unbilled revenue by ₹ 12.18 crore.

Current Income Tax Assets

Current Income Tax as on March 31, 2018 are ₹ 31.05 crore as compared to ₹ 45.53 crore as at March 31, 2017.

Other current Assets

Other current assets are ₹ 90.51 crore as at March 31, 2018 as compared to ₹ 32.41 crore as at March 31, 2017. The increase in other current assets is primarily due to increase in Research and Development Expenditure Credit Receivable by ₹ 41.60 crore and prepaid expenses by ₹ 13.97 crore.

(Amount in ₹ Crore)

Particulars	As at March 31, 2018	As at March 31, 2017	Variance %
Advances to Supplies & Contractors	12.12	4.44	173.0%
Prepaid Expenses	34.26	20.29	68.9%
Research & Development Expenditure Credit Receivable	41.60	-	-
Others	2.53	7.68	-67.1%
Total	**90.51**	**32.41**	**179.3%**

EQUITY

Equity Share Capital

Paid up share capital of the Company increased from ₹ 43.03 crore to ₹ 43.04 crore during 2017-18 due to issue of additional 6,188 shares under ESOP Scheme. However, out of shares issued and outstanding, 940,501 shares are held by ESOP Trusts, hence net share capital as on March 31, 2018 is ₹ 42.10 crore after consolidation of accounts of ESOP Trusts as per IND AS 110.

Other Equity

Share Application Money

The company has collected share application money of ₹ 0.40 crore as at March 31, 2018 towards the options exercised by employees under the ESOP scheme. The same are yet to be allotted.

Securities Premium account

Securities Premium Account as on March 31, 2018 stood at ₹ 292.33 crore, compared to ₹ 299.60 crore as on March 31, 2017. The reduction is primarily on account of exchange variation amounting to ₹ 7.66 crore in the valuation of shares held by foreign ESOP trust, partially offset by addition of ₹ 0.39 crore during the year on account of premium received on exercise of options under the ESOP Scheme.

Retained earnings

Retained earnings of the Company increased from ₹ 960.04 crore as on March 31, 2017 to ₹ 1,000.10 crore, primarily on account of profit after tax as reduced by dividend distribution during the year.

Other comprehensive income

Other comprehensive income increased by ₹ 96.66 crore primarily on account of exchange differential on translation of operations on foreign entities.

NON-CURRENT LIABILITIES

Non -Current liabilities as on March 31, 2018 stood at ₹ 25.48 crore as compared to ₹ 25.04 crore as on March 31, 2017. The details of the same are listed in the table below.

(Amount in ₹ Crore)

Particulars	As at March 31, 2018	As at March 31, 2017	Variance %
Borrowings	-	0.05	-
Trade payables	0.14	0.10	40.0%
Other financial liabilities	0.88	2.93	-70.0%
Provisions	24.46	21.93	11.5%
Other non-current Liabilities	-	0.03	-
Total	**25.48**	**25.04**	**1.8%**

CURRENT LIABILITIES

Borrowings

Short term borrowings from banks are ₹ 67.37 crore as at March 31, 2018 compared to ₹ 149.98 crore at March 31, 2017. The Company repaid all its loans during the year except for ₹ 67.37 crore borrowed to finance acquisition of Escenda.

Trade Payable

Trade Payable as at March 31, 2018 increased to ₹ 316.57 crore as compared to ₹ 284.21 crore as at March 31, 2017. Trade payables amounted to 11.8% of revenue from operations as on March 31, 2018 compared to 10.1% as on March 31, 2017.

Other Financial Liabilities

Other financial liabilities as at March 31, 2018 are ₹ 26.21 crore as compared to ₹ 84.80 crore as at March 31, 2017. The decline is primarily due to repayment of loan from Bank of America during 2017-18.

Provisions

Short term provisions as at March 31, 2018 are ₹ 11.92 crore as compared to ₹ 3.95 crore as at March 31, 2017. The increase in provisions is primarily due business combination of Escenda amounting to ₹ 7.28 crore.

Current tax Liabilities (Net)

Current Tax liabilities (net) as at March 31, 2018, are ₹ 49.37 crore as compared to ₹ 51.27 as on March 31, 2017.

Other liabilities

Other liabilities as at March 31, 2018 are ₹ 155.76 crore as compared to ₹ 104.84 crore as at March 31, 2017. The increase in current liabilities in primarily on account of increase in unearned revenue by ₹ 36.93 crore and statutory liabilities by ₹ 13.99 crore.

E. RISK MANAGEMENT

Risk Management is a key leadership focus area given that Tata Technologies is a services-focused organization spread globally. The company's approach towards Risk management can be divided into two broad categories of risks - enterprise risks and operational risks. The Enterprise Risk management process is managed through CFT chaired by CFO and is guided by the Board Audit Committee. The Enterprise risks are evaluated annually using appropriate Risk Priority Number (RPN) score for prioritization, mitigation and tracking its movement. Key risks and associated actions are detailed below:

Risk	Impact	Actions
Customer Acquisition Risk	Inability to accurately predict the customer acquisition or growth due to dynamic business environment	The company is continuously improving its Customer Relationship Management (CRM) processes and platforms and driving adoption of best practices for better sales-delivery integration, bid response and pre-sales. Health of the sales pipeline and conversion ratios are closely monitored

Risk	Impact	Actions
HR - Key Skill Shortage	Skill relevance of the standing workforce and availability of skills in the market with changing nature of business	The Company has an effective talent acquisition function to ensure that the proper selection and recruitment process is in place to attract qualified professionals. Employees are constantly apprised of performance through manager evaluations and provided with an opportunity to upgrade skills in line with market demand
Credit Risk	Engagements with emerging new technology companies, the risk of bad debts may increase	The Company is strengthening the customer credit rating and evaluation process to mitigate the said risks. Better leadership connect, and business intelligence is also helping risk mitigation actions.
Large Program Management	Risk in terms of meeting deadlines and quality due to complexity of interdependent tasks	The Company has been investing in the Large Program Management capabilities to enrich the offerings in the Vehicle Program domain
Revenue Concentration	Around 60 percent of the Company's total revenue comes from its top five customers	The company has been actively focusing cross-selling and customer band shift. Core competencies being built around Lightweighting, Frugal Engineering and offerings associated with IoT, CRM and Electric Vehicle being enhanced
Currency Volatility	Volatility in the currency exchange rates result in transaction and translation exposure as compared to plan	This is mitigated by various hedging policies and practices followed by the company
Statutory & Regulatory Compliances	Risks arising out of the jurisdiction of specific legislative changes where the Company operates	The company has implemented a compliance system for tracking, reviewing and improving compliance to legal and regulatory standards. E&Y is appointed as global legal and statutory partner and KPMG is appointed as global financial auditing partner to review the process deployment.
Leadership Bandwidth	Insufficient Leadership Bandwidth in critical positions	The Company has a succession planning process in place
Cyber Security	The company may be exposed to cyber threats that may affect internal or customer's physical or information assets.	The ISMS security practices have been strengthened. IT team creates awareness & continuously monitors IT infrastructure for any risks or intrusions and takes immediate preventive actions. Vulnerability Assessment and Potential Threat (VAPT) is conducted.
Cost Escalation	Continuous escalation in Employee as well as Operation Expenses lead to margin pressures.	Costs are monitored closely and mitigated through focus on productivity, span of control & utilization improvement and offshore leverage

F. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Tata Technologies has in place adequate system of internal control commensurate with its size, complexity and nature of business operations. These have been designed to provide reasonable assurances with regard to recording and providing reliable financial and operational information, complying with applicable statute, safeguarding assets from unauthorized use, executing transactions with proper authorizations and ensuring compliance with corporate policies. Tata Technologies has well defined delegation of powers with authority limits for approving revenue as well as expenditure and processing payments. Processes for formulating and reviewing annual and long term plans have been laid down by the Board. The Company uses state of art ERP system to record data for accounting, consolidating and management information systems and connects to different locations for efficient exchange of information. The Internal Auditor (M/s Ernst &Young) conducts audits globally, across all major entities and helps the Company to benchmark itself to best in class process and practices. The report is presented to the Audit Committee which guides the management to take necessary corrective/preventive actions. The members of the Board disclose materially significant related party transactions/matters affecting Tata Technologies, with its promoters, the directors or their relatives, etc. that may have potential conflict of interest. All such disclosures are tabled at Board meetings, read and taken on record. Every quarter, based on the independent report on related party transaction, the Audit Committee approve all such transactions. The Managing Director and Senior Management also sign an affirmation to the Board and the shareholders to their adherence to the TCOC annually, and any exceptions are reported and approved as per company policies. The independence of the Board and its committees is fundamental to its stewardship and effectiveness. Compliance Auditors and the Internal Auditors report directly to the Chairman of Audit Committee. Nomination and Remuneration Committee of the Board meets every year to review and approve the key performance indicators and goals of ELT members in alignment with the overall organizational strategy. The performance expectations and targets set by the Board are cascaded down to the ELT and the extended leadership team members using strategy cascade and PMS process.

G. HUMAN CAPITAL

The Company's HR strategy is based on strategic pillars – Talent, Leadership & Culture which incorporates challenges, advantages, objectives and action plans as well as industry standards and listening mechanisms internally which help assess talent risks and implications. The Company's focus on building a high-performance workforce is enabled through measurement of performance against objectives which is linked to the overall organizations strategic goals, its vision mission and values and the assessment through a robust Performance Management System. A more frequent review that moves from a bi annual process to a self-service mode which allows for quarterly reviews, helps reinforce the customer & business focus necessary to address strategic challenges and successfully execute the objectives of the organization.

Talent Management: The Company employs a healthy mix of local hires, employees on assignment, qualification, skills, languages help bring expertise, cross pollination of ideas as well as novel ways of thinking. A sizeable number of employees are hired using internal job postings, referrals, social media, job boards, and empaneled agencies and partners. The Company invests in training students in campus and internships under the umbrella of Ready Engineer program. The Company encourages its workforce to stay abreast with required competencies in terms of technical and domain capabilities. This approach helps to stay competitive and ahead of the race and provides an opportunity to be first in the market and present unique offerings to our clients.

Leadership Building: There is a well-defined Leadership development framework, which ensures we develop managerial and leadership competencies in our workforce. Our leadership program catalogue caters to all audience ranging from Individual contributor to senior management team members

Building Culture: With inherent focus on building cultural, the company has recently refreshed its Vision-Mission-Values. Value immersion programs with real life example case studies espousing demonstrated values ensure these are inculcated by employees.

Employee Engagement: Employee engagement is considered a core of business growth and is gauged through surveys periodically. Communication is vital and various communication & listening tools are employed for positive reinforcement of key messages and receiving feedback which drive key interventions

The Company employed 8488 professionals (including 1041 contractors) as on March 31, 2018, as compared to 8340 (including 1090 contractors) as on March 31, 2017. With focus on fostering Diversity and Inclusion to promote gender diversity in the Company, the women workforce now stands at 14% of total workforce. The attrition rate stands at 13.6% which is lower than the industry average

H. CAUTIONARY STATEMENT:

Statements in the "Management Discussion and Analysis" describing the Company's objectives, projections, estimates and expectations or predictions may be 'forward looking statement' within the meaning of applicable Securities Laws and Regulations. Actual results could differ substantially and materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions effecting demand/supply and price conditions in the domestic and price conditions in the domestic and overseas markets in which the company operates, changes in the government regulations, tax laws and other statutes and other incidental factors

I. **Performance Summary** - Trend Analysis – Consolidated

(Amount in ₹ Crore)

Particulars	2017-18	2016-17	2015-16	2014-15	2013-14
Revenue					
Services	2,243.19	2,360.21	2,185.73	2,019.35	1,799.21
Products	448.29	441.74	497.65	574.85	545.24
Revenue from Operations	2,691.48	2,801.95	2,683.38	2,594.20	2,344.45
Profitability					
EBITDA	335.32	496.65	499.73	439.94	343.06
Profit Before Tax	336.53	450.16	463.53	429.76	337.57
Profit for the Year	245.81	350.98	383.56	334.07	273.22
Capital Accounts					
Net Worth	1,550.48	1,421.03	1,402.27	1,065.16	1,180.64
Debt	67.37	217.46	395.99	362.4	410.57
Earnings per Share					
EPS - Diluted	₹ 58.37	₹ 83.33	₹ 89.09	₹ 77.58	₹ 63.48

J. **Ratio Analysis – Consolidated**

(Amount in ₹ Crore)

Particulars	Unit	2017-18	2016-17	2015-16	2014-15	2013-14
Financial Performance						
Services / Revenue from operations	%	83.3%	84.2%	81.5%	77.8%	76.7%
Products / Revenue from operations	%	16.7%	15.8%	18.5%	22.2%	23.3%
EBITDA / Revenue from operations	%	12.5%	17.7%	18.6%	17.0%	14.6%
Profit Before Tax / Total Revenue	%	12.1%	15.9%	17.1%	16.3%	14.1%
Tax / Profit Before Tax	%	27.0%	22.0%	17.3%	22.3%	19.1%
Profit for the year / Total Revenue	%	8.9%	12.4%	14.1%	12.6%	11.4%
Growth Rates						
Services Revenue	%	-5.0%	8.0%	8.2%	12.2%	19.0%
Product Revenue	%	1.5%	-11.2%	-13.4%	5.4%	12.8%
EBITDA	%	-32.5%	-0.6%	13.6%	28.2%	-10.4%
Profit Before Tax	%	-25.2%	-2.9%	7.9%	27.3%	-14.0%
Profit for the year	%	-30.0%	-8.5%	14.8%	22.3%	-9.1%
Balance Sheet Ratios						
Debt – Equity Ratio	%	0.04	0.15	0.28	0.26	0.35
Return on Equity (ROE)	%	16.54%	24.86%	27.60%	26.12%	25.61%
Return on Capital Employed (ROCE)	%	20.96%	26.45%	26.56%	26.35%	24.30%
DSO Days – Debtors (including accrued debtors)	Days	93	82	57	47	46
Per Share Information						
Dividend per share	₹	30	40	35	75	30

Corporate Governance Report

1. PHILOSOPHY

Corporate Governance philosophy stems from our belief that corporate governance is an integral element in improving efficiency and growth as well as enhancing investor confidence.

The company believes in sustainable corporate growth that emanates from the top leadership down through the organization to the various stakeholders which is reflected in its sound financial system, enhanced market reputation and improved efficiency.

We believe that our company shall go beyond adherence to regulatory framework. Our corporate structure, business, operations and disclosure practices have been strictly aligned to our Corporate Governance Philosophy. Transparency, accountability, fairness and intensive communication with stakeholders are integral to our functioning. We believe in system driven performance and performance-oriented systems. We accord highest priority to these systems and protect the interests of all our shareholders, particularly the minority shareholders.

We have tried to blend growth and efficiency with governance and ethics. Our Board of Directors, guided by the mission statement, formulate strategies and policies having focus on optimizing value for various stakeholders like consumers, shareholders and the society at large.

Though the Company is not listed and the statutory guidelines on Corporate Governance are not applicable, the Company has voluntarily opted for adoption of various Corporate Governance measures. There have been continuous efforts made to improve and increase the Corporate Governance measures in the recent years, which include among others improved Board reporting, building a strong ethics culture with increased focus on implementation of the Tata Code of Conduct, adoption of Anti-Bribery Policy, Gift Policy, Legal Compliances and Audits and commitment to Corporate Sustainability.

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.

We believe that our Board needs to have an appropriate mix of executive, non-executive and independent directors to maintain its independence and separate its functions of governance and management. As on March 31, 2018, our Board comprised of Seven members, one of them is Executive Director, four Non-Executive Directors, two Independent Directors including one 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 Management 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 from time to time. 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 as a good governance practice.

The Board met ten times during the financial year 2017-18 on April 07, 2017, May 15, 2017, June 13, 2017, July 11, 2017, July 31, 2017, September 15, 2017, October 23, 2017, December 12, 2017, January 25, 2018, and February 16, 2018. 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	10	10
Praveen Kadle	Non-Executive Director	10	9
C Ramakrishnan	Non-Executive Director	10	7
Falguni Nayar	Non-Executive Independent Director	10	8
Rakesh Makhija	Non-Executive Independent Director	10	10
Warren Harris	CEO & Managing Director	10	10

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, 2018 have been made by the Directors.

Independent Directors met one time during the financial year 2017-18 on March 19, 2018. 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:

S Ramadorai, 73, 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.

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 Bachelors degree in Physics from Delhi University (India), a Bachelor of Engineering degree in Electronics and Telecommunications from the Indian Institute of Science, Bengaluru (India) and a Master's 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 Ltd, Piramal Enterprises Ltd, Asian Paints Ltd, Tata Advanced Systems Ltd, Tata Lockheed Martin Aerostructures Ltd, Tata Sikorsky Aerospace Ltd, Tata Boeing Aerospace Ltd, Air Asia (India) Ltd,

Private Companies: DSP BlackRock Investment Managers Pvt Ltd,

Non-Profit Companies/other entities: Breach Candy Hospital Trust, BRITISH Asian India Foundation, Institute for policy research studies, Tata Institute of social sciences, Council of the Management of National Institute of Advanced Studies, Childline India Foundation, Society for the Rehabilitation of Crippled Children, Council on Energy, Environment and Water, Tata Strive, Anwesha Trust, Vision Foundation of India, I Hear Foundation, Axis Bank Foundation, Conservation of Wildlands Trust, Indian Institute of Information Technology, Guwahati, MIIT, Harvard Business School India Advisory Board, Doha Bank, Club of Rome, India Chapter, Computer Society of India, CII, Indian National Academy of Engineering, NASSCOM, The Junoon Theatre Foundation and Junoon Theatre Innovators Pvt Ltd, Sahapedia, Advisory Group for the HSBC skills for life, Nature Conservancy, The British Asian Trust Indian Advisory Council, Consulate of Uruguay, TAG of the Government of Telagana, Institute of Chinese Studies, Krea University.

Warren Harris, 55, 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.

Other Directorships:

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

Praveen Kadle, 61, is the Founding Managing Director and CEO of Tata Capital from 2007 which includes NBFC and a Housing Finance Company which currently has an asset book of approx. ₹ 54,000 crores with 60% Retail book and 40% Corporate Book approximately USD 9 B and Private Equity business of multiple funds with assets under management currently aggregating to ₹ 6,700 crores (USD 1 billion)

Mr Kadle was the CEO and Executive Director of Garware Wall Ropes Limited from 1985 to 1991. Mr Kalde led various restructuring / turnaround exercises, including major acquisitions like Daewoo Truck Company of South Korea, Jaguar-Land Rover of UK by Tata Motors, INCAT Technologies of UK by Tata Technologies and TitanX of Sweden by Tata AutoComp Systems.

He is recipient of various prestigious awards viz. Best CFO in 2004, 2005, 2006, 2007, awarded the Global Indian Business Leader by Horasis, Switzerland in 2015 and was conferred the 'Asia Pacific Entrepreneurship Award' (APEA) in the Financial Services category in 2017.

Mr Kadle is an honors graduate in Commerce and Accountancy from the University of Mumbai and Member of the Institute of Chartered Accountants of India, Cost and Works Accountants of India and Member of the 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.

Private Companies: International Asset Reconstruction Company Private Limited.

Limited Liability Partnerships: Designated partner at Shivakrtih Realtors LLP.

Guenter Butschek, 57, is the Chief Executive Officer & Managing Director of Tata Motors Limited. Mr. Butschek's last assignment was with Airbus Group where he served as Chief Operating Officer of Airbus and Member of the Group Executive Committee. Prior to Airbus, Mr. Butschek worked at Daimler AG, where he gained more than 25 years of experience in international automotive management, holding functions like production, industrialization and procurement. He has rich global experience of growing organizations and in developing new markets.

Mr. Butschek graduated in Business Administration and Economics with a diploma from the University of Cooperative Education Stuttgart, Germany.

Other Directorships:

Public Companies: Tata Motors Limited, TML Holdings Ltd, Tata Daewoo Commercial Vehicles Co Ltd

Private Companies: Tata Cummins Private Ltd

Foreign Companies: Tata Motors European Technical Centre Plc

P B Balaji, 48, has recently taken over as the Group CFO of Tata Motors Group, a $40bn enterprise in the automotive sector. He is delighted to join this exciting business as it turns around the Indian business and as a Board Member of Jaguar Land Rover, help shape the strategy to navigate the business through the multiple disruptions facing the auto industry.

Prior to this, he was the VP Finance for South Asia and CFO of HUL, where he handled the financial aspects of a $6bn business.

Balaji started as Management Trainee in Unilever in May 1993 and has had a wide-ranging experience in various aspects of the business over the various stints that he has done in Finance, Supply Chain and Procurement.

Balaji is a Mechanical Engineer from IIT Chennai and a PGDM from IIM Kolkatta.

Falguni Nayar, 55, started Nykaa.com in 2012 with the vision of making the best of beauty products easily available across India. Derived from the sanskrit word Nayaka meaning 'one in the spotlight' Nykaa endeavours to empower women to make the best choices for themselves through curation and education. Today Nykaa is India's leading beauty retailer with over 700 brands and 80,000 products along with robust content through videos, blog and dynamic social media engagement.

The former Managing Director of Kotak Mahindra Capital Company, India's leading investment bank, Falguni has received many accolades throughout her career. Recognising her contribution to the Indian beauty industry, Falguni was awarded the 'Women Ahead' award at the ET Start Up Awards 2017. She was also named the 'Beauty Game Changer' at the Vogue India Beauty Awards 2017. Other accolades include the FICCI Ladies Organization (FLO) award for the top woman achiever in the field of banking and the Business Today award recognizing her as one of the top 25 women in business. She was a Founding Member of the Asia Society in India and is on several boards, including the Aviva Insurance Board, Dabur India and serves as an Independent Director on the Tata Motors Board.

In addition to be a successful career woman and homemaker, Falguni is a source of inspiration to every member of her young and ever growing team. Her attention to detail, involvement in every aspect of the firm and passion for the business are qualities that make her a great leader. A mantra she lives by is 'retail is all about detail' and is often heard propagating the same. Through exclusive launches, product innovation, sharp communication and appealing design elements, Falguni aspires to reach new echelons in terms of her vision.

Other Directorships:

Public Companies: Endurance Technologies Limited, Tata Motors Limited, ACC Limited, Dabur India Limited, Kotak Securities 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.

Rakesh Makhija, 66, 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.

Other Directorships:

Public Companies: Tata Marcopolo Motors Ltd, A. Treds Ltd, Axis Bank Ltd and SKF India Ltd.

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 seven (7) times during the financial year 2017-18, on May 15, 2017, June 02, 2017, July 31, 2017, September 15, 2017, October 23, 2017, December 12, 2017 and January 25, 2018. Members of the Audit Committee and the number of meetings attended by each member are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Falguni Nayar	Non-Executive Chairperson	7	6
Rakesh Makhija	Non-Executive Independent Director	7	7
Praveen Kadle	Non-Executive Director	7	5

The representatives of Statutory Auditors and Internal Auditors attended all the seven meetings. Chief Financial Officer of the Company and 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

4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee met Five (5) times during the financial year 2017-18, on May 15, 2017, July 11, 2017, July 31, 2017, October 23, 2017 and February 16, 2018. Members of the Nomination and Remuneration Committee and number of meetings attended by each member in the financial year 2017-18 are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
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:

- 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

- While recommending appointment of Executive Directors, consider a balance between functional and business unit representation

- 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

- Carry out evaluation of every directors' performance

- 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

- Deciding upon the remuneration of the managing director of the Company

- 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

- Support the Board to carry out the periodic review of the various Board Committees

- To ensure an effective familiarization program for new Directors

- To support Directors as may be required, to continually update their skills and knowledge and their familiarity with the Company and its business

- 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.

- Apart from the above, the Committee have the following powers and responsibilities:

  i) To finalize and approve the Letter of Offer and/or such other documents for private placement of shares to employees of Company's subsidiaries

  ii) To determine which employees of the Subsidiaries will be permitted to participate in the said offer

  iii) To determine the allotment of shares and to allot shares under the said offer

  iv) Obtain and determine an annual valuation of the shares from an independent accounting firm and

  v) 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.

- 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 NON-EXECUTIVE DIRECTORS' REMUNERATION:

During the year 2017-18 the Company paid sitting fees of ₹ 35,000 per meeting to its Non-Executive Directors for attending meetings of the Board and ₹ 25,000 per meeting for attending meetings of committees of the Board. The Members have at the AGM of the Company held on September 15, 2017 approved a payment of commission to the Non-Executive Directors within the ceiling of 1% of the net profits of the Company as computed under the applicable provisions of the Act.

The details of the remuneration paid to the Non-Executive Directors during the year is as under:

Name	Commission	Sitting Fees
S Ramadorai	12,00,000	4,75,000
Praveen Kadle	12,00,000	5,15,000
C Ramakrishnan	12,00,000	3,95,000
Falguni Nayar	12,00,000	6,40,000
Rakesh Makhija	12,00,000	6,85,000
Total	60,00,000	27,10,000

Commission for FY 2017-18 will be paid to the Non-Executive Directors subject to approval of the resolution set forth in Item No. 10 of the notice by the members.

6 CORPORATE SOCIAL RESPONSIBILTY COMMITTEE

The Corporate Social Responsibility Committee met three (3) times during the financial year 2017-18, on May 03, 2017, July 11, 2017, and December 12, 2017. Details of members of the Committee and number of meetings attended by each member during the financial year are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Praveen Kadle	Non-Executive Chairman	3	3
Falguni Nayar	Non-Executive Independent Director	3	3
Warren Harris	Non-Executive Director	3	2

7 STAKEHOLDER RELATIONSHIP COMMITTEE

The Committee met two (2) time during the financial year 2017-18 on October 23, 2017 and February 16, 2018. 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. Details of members of the Committee and number of meetings attended by each member during the financial year are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
C Ramakrishnan	Non-Executive Chairman	2	2
Warren Harris	Non-Executive Director	2	2

Roles and responsibility of the Committee are as under:

- 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
- Address shareholder complaints non-receipt of Notice, Annual Report, non-receipt of dividend etc.
- Review of service standards and investor service initiatives undertaken by the Company
- Address all matters relating to Registrar and Transfer Agent including appointment of the new Registrar and Transfer Agent in place of the existing one
- Consider the matters pertaining to Depositories for dematerialization of shares of the Company and other matters related thereto
- Any other responsibility as may be entrusted by the Board from time to time

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
2016-17	23rd AGM	25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune -411057	11.30 a.m.	September 15, 2017
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

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

Attendance of the Directors at the last AGM held on September 15, 2017:

Name of the Director	Attendance at the last AGM
S Ramadorai	Yes
Praveen Kadle	Yes
C Ramakrishnan	No
Falguni Nayar	Yes
Rakesh Makhija	Yes
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, 2018 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, 2018 is annexed hereto.

10. GENERAL SHAREHOLDER INFORMATION

10.1 Registrar and Share Transfer Agent: Investors are requested to take note of the contact details of the Registrars and Share Transfer Agent 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 Queries/Communication: A total of 531 investor communications/queries were received during the financial year 2017-18. 0 correspondences were outstanding on March 31, 2018.

10.5 Transfer of unclaimed / unpaid dividends to Investor Education and Protection Fund: Pursuant to the provisions of Section 124 under Companies Act, 2013, 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 2010-11	Transferred to IEPF of the Central Government	No	Not Applicable
For the Financial Years 2011-12	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 2011-2012 are provided hereunder:

Date of dividend declaration	Last date for claiming payment from TSR Darashaw Ltd
27/07/2011	26/07/2018
27/07/2011	26/07/2018
18/10/2011	17/10/2018
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
21/06/2013	19/06/2020
16/07/2013	15/07/2020
22/10/2013	21/10/2020
20/01/2014	19/01/2021
28/06/2014	28/06/2021
30/07/2014	29/07/2021
30/01/2015	28/01/2022
26/06/2015	24/06/2022
30/07/2015	29/07/2022
29/10/2015	28/10/2022
29/01/2016	27/01/2023
29/06/2016	28/06/2023
28/07/2016	27/07/2023
10/11/2016	09/11/2023

10.6 Shareholding Pattern as on March 31, 2018:

Category	No. of Shareholders	No. of Shares	% of the Paid-up Capital
Tata Motors Limited	1	30,300,600	70.41
Other Tata Entities	5	7,469,748	17.36
Directors	2	271,200	0.63
Employees/Associates/Others	2216	4,995,966	11.61
Total	**2224**	**43,037,514**	**100.00**

10.7 Distribution of Shareholding as on March 31, 2018:

Range of Shares	Shareholders		Share	
	Number	%	Number	%
1 – 100	653	29.36	33,212	0.08
101 – 500	773	34.76	2,14,295	0.50
501 – 1000	409	18.39	3,11,068	0.72
1001 – 5000	294	13.22	7,19,350	1.67
5001 – 10000	47	2.11	3,38,699	0.79
Above 10000	48	2.16	4,14,20,890	96.24
Total	**2224**	**100.00**	**4,30,37,514**	**100.00**

10.8 Dematerialization of Shares as on March 31, 2018: 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	32385726	75.25	818	36.78
CDSL	5917430	13.75	393	17.67
Sub-total	38303156	89.00	1211	54.45
Physical Form	4734358	11.00	1013	45.55
Total	**43037514**	**100.00**	**2224**	**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.

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, 2018.

Sd/-
Warren Harris
CEO & Managing Director

Date: April 20, 2018
Place: Mumbai

CEO AND CFO CERTIFICATE

We, Warren Harris, Chief Executive Officer (CEO) and Managing Director, and Jitander Kumar Gupta, 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, 2018 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/-
Jitander Kumar Gupta
Chief Financial Officer

Date: April 20, 2018
Place: Mumbai

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF TATA TECHNOLOGIES LIMITED

Report on the Consolidated Indian Accounting Standards (Ind AS) Financial Statements

1 We have audited the accompanying consolidated Ind AS financial statements of Tata Technologies Limited ("hereinafter referred to as the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its share of loss of its joint venture for the year ended March 31, 2018 (refer Note 40 (a) to the attached consolidated financial statements). The consolidated Ind AS financial statements comprise the consolidated Balance Sheet as at March 31, 2018, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Cash Flow Statement for the year then ended and the Statement of Changes in Equity for the year then ended and a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the Consolidated Ind AS Financial Statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

2 The Holding Company'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, consolidated cash flows and changes in equity of the Group including its joint venture in accordance with accounting principles generally accepted in India including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 has been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of the Group and of its joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditors' Responsibility

3 Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.

4 We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements 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.

5 An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditors' 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 Holding Company'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 Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

6 We are also responsible to conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and of its joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify the opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause Group and its joint venture to cease to continue as a going concern.

7 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-paragraph 9 of the Other Matters paragraph below, other than the unaudited financial statements as certified by the management and referred to in sub-paragraph 10 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

8 In our opinion and to the best of our information and according to the explanations given to us, 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 March 31, 2018, and their consolidated total comprehensive income (comprising of consolidated profit and consolidated other comprehensive income), their consolidated cash flows and consolidated changes in equity for the year ended on that date.

Other Matters

9 We did not audit the financial statements of 5 subsidiaries whose financial statements reflect total assets of ₹ 1,950.96 crores as at March 31, 2018, total revenues of ₹ 1,117.04 crores and net cash inflows amounting to ₹ 2.35 crores for the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements 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 insofar 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 insofar as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

10 We did not audit the financial statements of 8 subsidiaries whose financial statements reflect total assets of ₹ 145.25 crores as at March 31, 2018, total revenues of ₹ 53.74 crores and net cash inflows of ₹ 9.74 crores for the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements are unaudited and have been furnished to us by the Management, and our opinion on the consolidated Ind AS financial statements insofar 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 insofar as it relates to the aforesaid subsidiaries, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

11 Our opinion on the consolidated Ind AS financial statements 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 and the financial statements certified by the Management.

12 The consolidated Ind AS financial statements of the Company for the year ended 31 March 2017, were audited by another firm of chartered accountants under the Companies Act, 2013 who, vide their report dated May 15, 2017, expressed an unmodified opinion on those financial statements. Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

13 As required by Section143(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 of the aforesaid consolidated Ind AS financial statements.

b) In our opinion, proper books of account as required by law are maintained by the Holding Company, and its subsidiaries included in the Group including relevant records 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 and records of the Holding Company and the reports of the other auditors.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained by the Holding Company and its subsidiaries included in the Group including relevant records relating to the 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 specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2018 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its joint venture incorporated in India, none of the directors of the Group companies and its joint venture incorporated in India, is disqualified as on March 31, 2018 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 with reference to financial statements of the Holding Company and its joint venture incorporated in India and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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, if any, of pending litigations as at March 31, 2018 on the consolidated financial position of the Group– Refer Note 33 to the consolidated Ind AS financial statements.

   ii. The Group including its joint venture did not have any material foreseeable losses on long term contracts including derivative contracts during the year ended March 31, 2018.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its joint venture incorporated in India during the year ended March 31, 2018.

   iv. The disclosures in the consolidated financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made since they do not pertain to the financial year ended 31 March 2018.

Swapnil Dakshindas
Partner
Membership Number 113896

Mumbai, April 20, 2018

For **BSR & Co. LLP**
Chartered Accountants
Firm Registration Number: 101248W/W-100022

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 13 (f) of the Independent Auditors' Report of even date to the members of Tata Technologies Limited on the consolidated financial statements for the year ended March 31, 2018

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act ("the Act")

1 In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of Tata Technologies Limited (hereinafter referred to as "the Holding Company) and its joint venture, which is a company incorporated in India, as of that date. The Holding Company does not have any subsidiaries incorporated in India.

Management's Responsibility for Internal Financial Controls

2 The Board of Directors of the Holding company and its joint venture, which is a company incorporated in India, are responsible for establishing and maintaining internal financial controls based on 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 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.

Auditor's Responsibility

3 Our responsibility is to express an opinion on the Holding 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 ICAI and the Standards on Auditing deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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.

4 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.

5 We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor 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 Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

6 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

7 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

8 In our opinion, the Holding Company and its joint venture, which is a company 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, 2018, 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.

Other Matters

9 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 a company incorporated in India, is based on the corresponding report of the auditor of such company incorporated in India. Our opinion is not qualified in respect of this matter.

For **BSR & Co. LLP**
Chartered Accountants
Firm Registration Number: 101248W/W-100022

Swapnil Dakshindas
Partner
Membership Number 113896

Mumbai, April 20, 2018

Consolidated Balance Sheet

(Amount in ₹ Crore)

Particulars	Note No.	As at March 31, 2018	As at March 31, 2017
I. ASSETS			
(1) Non-current Assets			
(a) Property, Plant and Equipment	3	**119.09**	117.02
(b) Capital work-in-progress		**0.11**	3.00
(c) Goodwill	4	**656.20**	580.00
(d) Other Intangible assets	5	**77.32**	66.15
(e) Intangible assets under development	5	**12.54**	7.43
(f) Investments in joint venture	6	**-**	-
(g) Financial assets:			
(i) Investments	7	**36.79**	35.09
(ii) Loans	8	**11.05**	10.71
(iii) Other bank balances	13	**3.25**	-
(iv) Other financial assets	14	**0.04**	0.04
(h) Deferred tax assets (net)	9	**12.78**	26.83
(i) Income tax assets (net)	9	**9.32**	9.27
(j) Other non-current assets	10	**26.68**	9.08
Total Non-current Assets		**965.17**	864.62
(2) Current Assets			
(a) Inventories		**1.25**	0.02
(b) Financial assets:			
(i) Investments	7	**-**	185.35
(ii) Trade receivables	11	**605.05**	525.96
(iii) Cash and cash equivalents	12	**243.79**	201.74
(iv) Other bank balances	13	**13.02**	103.86
(v) Loans	8	**86.40**	8.64
(vi) Other financial assets	14	**166.92**	156.99
(c) Current tax assets (net)	9	**31.05**	45.53
(d) Other current assets	10	**90.51**	32.41
Total Current Assets		**1,237.99**	1,260.50
Total assets		**2,203.16**	2,125.12
II. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share capital	15	**42.10**	42.10
(b) Other Equity	16	**1,508.38**	1,378.93
Total Equity		**1,550.48**	1,421.03
Liabilities			
(2) Non-current Liabilities			
(a) Financial Liabilities:			
(i) Borrowings	17	**-**	0.05
(ii) Trade payables	18	**0.14**	0.10
(iii) Other financial liabilities	19	**0.88**	2.93
(b) Provisions	20	**24.46**	21.93
(c) Other non-current liabilities	21	**-**	0.03
Total Non-currrent liabilities		**25.48**	25.04
(3) Current Liabilities			
(a) Financial Liabilities:			
(i) Borrowings	17	**67.37**	149.98
(ii) Trade payables	18	**316.57**	284.21
(iii) Other financial liabilities	19	**26.21**	84.80
(b) Provisions	20	**11.92**	3.95
(c) Current tax liabilities (net)	9	**49.37**	51.27
(d) Other current liabilities	21	**155.76**	104.84
Total Current Liabilities		**627.20**	679.05
Total Liabilities		**652.68**	704.09
Total Equity and Liabilities		**2,203.16**	2,125.12

See accompanying notes forming integral part of the Consolidated Financial Statements 1-42

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W -100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

Guenter Butschek
Director
DIN : 07427375

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

PB Balaji
Director
DIN : 02762983

J.K.Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: April 20, 2018
Place: Mumbai

Statement of Consolidated Profit and Loss

(Amount in ₹ Crore)

Particulars	Note No.	For the year ended March 31, 2018	For the year ended March 31, 2017
I. Revenue from operations	22	**2,691.48**	2,801.95
II. Other income	23	**85.67**	30.37
III. Total Revenue (I + II)		**2,777.15**	2,832.32
IV. Expenses :			
(a) Purchases of traded products	24	**336.41**	320.48
(b) Oustsourcing and consultancy charges		**389.37**	408.50
(c) Employee benefits expense	25	**1,323.25**	1,283.25
(d) Finance costs	26	**4.70**	4.31
(e) Depreciation and amortisation expense	27	**71.43**	62.84
(f) Other expenses	28	**307.13**	293.07
Total Expenses		**2,432.29**	2,372.45
V. Profit before Exceptional items and tax (III-IV)		**344.86**	459.87
VI. Exceptional Items (Net)	29	**8.33**	8.25
VII. Share of loss of joint venture		**-**	1.46
VIII. Profit before tax (V - VI-VII)		**336.53**	450.16
IX. Tax Expense :	31		
(a) Current tax		**99.05**	107.64
(b) Deferred Tax		**(8.33)**	(8.46)
		90.72	99.18
X. Profit for the year (VIII - IX)		**245.81**	350.98
XI. Other comprehensive income:			
Items that will not be reclassified to profit or loss:			
(i) Remeasurements of post employment benefit obligations		**(3.12)**	(5.06)
(ii) Income tax relating to above item		**1.08**	1.75
Items that may be reclassified to profit or loss:			
Exchange differences on translation of foreign operations		**98.70**	(108.87)
XII. Other comprehensive income for the year		**96.66**	(112.18)
XIII. Total comprehensive income for the year (X+XII)		**342.47**	238.80
XIV. Earnings Per Equity Share(Face value of ₹ 10 each)	32		
Ordinary shares:			
(i) Basic (₹)		**58.39**	83.37
(ii) Diluted (₹)		**58.37**	83.33
See accompanying notes forming integral part of the Consolidated Financial Statements	1-42		

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W - 100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

Guenter Butschek
Director
DIN : 07427375

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

PB Balaji
Director
DIN : 02762983

J.K.Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel & Company Secretary

Date: April 20, 2018
Place: Mumbai

Consolidated Cash Flow Statement

(Amount in ₹ Crore)

Particulars	For the Year ended March 31, 2018	For the Year ended March 31, 2017
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit for the year	**245.81**	350.98
Depreciation and amortisation	**71.43**	62.84
Disallowance of TDS abroad	**0.21**	0.26
Provision for income tax	**99.05**	107.64
Provision for deferred tax	**(8.33)**	(8.46)
Dividend income on investments	**(0.53)**	(1.41)
(Profit)/Loss on sale of investments	**(0.25)**	(5.12)
(Profit) / Loss on sale tangible and intangible fixed assets	**0.15**	(0.28)
Interest income	**(12.64)**	(21.18)
Finance cost	**4.70**	4.31
Unrealised exchange loss / (gain)	**(4.94)**	(1.52)
Effect of exchange differences on translation of foreign currency cash & cash equivalent	**1.87**	(1.82)
Allowances for expected credit loss (net)	**4.08**	(0.03)
Change in fair value of investments	**(1.62)**	3.28
Investments in joint venture	**-**	0.84
Provision for Impairment in Investment in Joint Venture	**-**	1.46
Bad debts written off	**-**	0.07
Operating profit before working capital changes	**398.99**	491.86
Working capital adjustments		
(Increase)/ Decrease in Inventories	**(1.23)**	(0.02)
(Increase)/ Decrease in Trade receivables	**(19.84)**	(112.46)
(Increase)/ Decrease in other current financial assets	**6.08**	(91.85)
(Increase)/ Decrease in other current assets	**(57.36)**	(4.54)
(Increase)/ Decrease in non-current loans	**(0.34)**	(2.66)
(Increase)/ Decrease in current loans	**6.16**	(3.14)
(Increase)/ Decrease in other non current assets	**(15.81)**	(2.19)
(Decrease)/ Increase in Trade payables	**(5.89)**	21.45
(Decrease)/ Increase in other financial liabilities non current	**(2.05)**	0.99
(Decrease)/ Increase in other financial liabilities current	**(10.58)**	0.44
(Decrease)/ Increase in other liabilities	**41.02**	(4.51)
(Decrease)/ Increase in current provisions	**2.32**	(0.48)
(Decrease)/ Increase in non-current provisions	**(0.59)**	1.55
CASH GENERATED FROM OPERATIONS	**340.88**	294.44
Income taxes paid (net)	**(70.77)**	(96.47)
NET CASH FLOW GENERATED FROM OPERATING ACTIVITIES	**270.11**	197.97
B. CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from sale of tangible and intangible fixed assets	**0.18**	0.33
Dividend received	**0.42**	0.42
Interest received on bank deposit and others	**3.40**	10.30
Other Bank Balances	**87.59**	29.35
Payment for purchase of tangible and intangible fixed assets	**(54.58)**	(95.29)
Inter corporate deposits placed	**(1,269.25)**	(1,104.00)
Inter corporate deposits refunded	**1,191.75**	1,257.00
Interest received from inter corporate deposit/bonds	**10.51**	11.30
Purchase of mutual funds	**(139.00)**	(210.35)
Sale of mutual funds	**324.61**	64.76
Acquisition of Escenda Engineering AB, net of cash (Refer Note 39)	**(44.48)**	-
NET CASH FLOW (USED IN)/GENERATED FROM INVESTING ACTIVITIES	**111.15**	(36.18)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Share application money received pending allotment	**0.40**	0.40
Payments for purchase of shares	**(7.66)**	(8.89)
Proceeds from issue of shares including securities premium	**-**	0.22
Interest paid	**(4.73)**	(4.35)

Consolidated Cash Flow Statement

(Amount in ₹ Crore)

Particulars	Note No.	For the Year ended March 31, 2018	For the Year ended March 31, 2017
Dividends paid (including dividend tax)		**(204.85)**	(179.86)
Proceeds from current borrowngs		**304.80**	312.98
Repayment of current borrowings		**(403.89)**	(383.73)
Repayment of non-current borrowings		**(57.70)**	(67.41)
NET CASH FLOW (USED IN)/GENERATED FROM FINANCING ACTIVITIES		**(373.63)**	(330.64)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS		**7.63**	(168.85)
Cash & cash equivalents at the close of the year (Refer Note 12) #		**243.79**	201.74
Cash & cash equivalents at the beginning of the year (Refer Note 12) #		**201.74**	447.27
Less: Effect of exchange rate changes on cash and cash equivalents		**1.87**	(1.82)
Add: Translation adjustment on cash & bank balances of foreign subsidiaries		**20.44**	(54.82)
Add: Translation adjustment on reserves of foreign subsidiaries		**15.85**	(23.68)
		7.63	(168.85)

Notes:

(a) The above Cash Flow Statement has been prepared under the Indirect method set out in Indian Accounting Standard (Ind AS) 7 on Statement of Cash Flows.

(b) Prior year comparatives have been reclassified to confirm with current year's presentation, where applicable.

(c) For the purpose of cash flow Cash and cash equivalents comprise :

Cash and Cash Equivalents

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Cash on hand	**0.04**	0.03
Cheques, drafts on hand / funds in transit	**3.23**	3.54
Current account with banks	**210.15**	149.52
Bank deposits less than 3 months maturity	**30.37**	48.65
	243.79	201.74

Reconciliation of liabilities arising from financing activities

(Amount in ₹ Crore)

Particulars	As at March 31, 2017	Cash flows	Foreign Exchange Movement	As at March 31, 2018
Current borrowings	149.98	(99.09)	16.48	67.37
Non-current borrowings	67.48	(57.70)	(9.78)	-

See accompanying notes forming integral part of the Consolidated Financial Statements 1-42

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W - 100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

Guenter Butschek
Director
DIN : 07427375

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

PB Balaji
Director
DIN : 02762983

J.K.Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel & Company Secretary

Date: April 20, 2018
Place: Mumbai

Consolidated Statement of Changes in equity

(Amount in ₹ Crore)

Particulars	Part A - Equity Share Capital	Part B - Other Equity							Total Other Equity
		Reserves and Surplus					Items of Other Comprehensive Income		
	Equity Share Capital	Share application money pending allotment	Securities Premium Reserve (Refer Note (ii) below)	General reserve	Legal reserve	Retained earnings (Refer Note (ii) below)	Foreign Currency Translation Reserve	OCI on Unamortised actuarial gain losses	
Balance as at April 1, 2016	**43.02**	**0.19**	**350.52**	**134.83**	**1.05**	**777.69**	**96.16**	**(1.19)**	**1,359.25**
Profit for the year	-	-	-	-	-	350.98	-	-	350.98
Accumulated excess of Income over expenditure of the ESOP Trusts (refer note (i) below)	-	-	-	-	-	11.78	-	-	11.78
Other comprehensive income for the year (net of tax)	-	-	-	-	-	-	(108.87)	(3.31)	(112.18)
Total comprehensive income for the year	**43.02**	**0.19**	**350.52**	**134.83**	**1.05**	**1,140.45**	**(12.71)**	**(4.50)**	**1,609.82**
Issue of equity shares under employee share option plan	0.01	(0.19)	0.40	-	-	-	-	-	0.20
Dividend paid (₹40 per share) (including dividend tax)	-	-	-	-	-	(180.17)	-	-	(180.17)
Issue of equity shares under employee share option pending allotment	-	0.40	-	-	-	-	-	-	0.40
Shares held by ESOP Trusts pending allotment to eligible employees and premium thereon	(0.93)	-	(51.32)	-	-	-	-	-	(51.32)
Transfer to General reserve	-	-	-	0.24	-	(0.24)	-	-	-
Balance as at March 31, 2017	**42.10**	**0.40**	**299.60**	**135.07**	**1.05**	**960.04**	**(12.71)**	**(4.50)**	**1,378.93**
Balance as at April 1, 2017	**42.10**	**0.40**	**299.60**	**135.07**	**1.05**	**960.04**	**(12.71)**	**(4.50)**	**1,378.93**
Profit for the year	-	-	-	-	-	245.81	-	-	245.81
Other comprehensive income for the year (net of tax)	-	-	-	-	-	-	98.70	(2.04)	96.66
Total comprehensive income for the year	**42.10**	**0.40**	**299.60**	**135.07**	**1.05**	**1,205.85**	**85.99**	**(6.54)**	**1,721.40**
Issue of equity shares under employee share option plan	0.01	(0.40)	0.39	-	-	-	-	-	(0.01)
Dividend paid (₹15 per share) (including dividend tax)	-	-	-	-	-	(205.75)	-	-	(205.75)
Issue of equity shares under employee share option pending allotment	-	0.40	-	-	-	-	-	-	0.40
Shares held by ESOP Trusts pending allotment to eligible employees and premium thereon	(0.01)	-	(7.66)	-	-	-	-	-	(7.66)
Balance as at March 31, 2018	**42.10**	**0.40**	**292.33**	**135.07**	**1.05**	**1,000.10**	**85.99**	**(6.54)**	**1,508.38**

Note:

(i) Company has consolidated the ESOP Trusts, set up for administration, management and implementation of the various employee share based payment schemes of the Company, with effect from April 1, 2016. The accumulated excess of income over the expenditure of the trusts, as at March 31, 2016, has accordingly been added to retained earnings of the Group. (Refer Note 40 (b))

(ii) The Company has reduced the Share Capital by ₹ 0.01 crore (Previous Year- ₹ 0.93 crore) and Securities Premium Account by ₹ 7.66 crore (Previous Year- ₹ 51.32 crore) for 10,000 shares of ₹ 10 each (Previous Year- 930,501 shares of ₹ 10 each) held by the ESOP Trusts, pending allotment to the eligible employees.

See accompanying notes forming integral part of the Consolidated Financial Statements 1-42

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
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PB Balaji
Director
DIN : 02762983

J.K.Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel & Company Secretary

Date: April 20, 2018
Place: Mumbai

Notes forming part of the Consolidated Financial Statements

Company 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 six offices located at Mumbai, Lucknow, Jamshedpur, Bangalore, Chennai, Hyderabad 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.

In April, 2017, the Group acquired 100% stake in Escenda Engineering AB, a Sweden based Company.

The Company is the subsidiary of Tata Motors Limited (which is the Holding Company).

2. Summary of Significant Accounting Policies

2.1. Basis of Preparation

(i) Statement of compliance

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

(ii) Historical cost convention

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) which are measured at fair value;
- defined benefit plans - plan assets measured at fair value;
- share- based payments and
- assets and liabilities arising in a business combination

(iii) Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current -non current classification of assets and liabilities.

(iv) Use of estimates

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Critical accounting estimates:

a) Useful lives of Property, plant and equipment

The Group reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

b) Impairment of goodwill

Goodwill is tested for impairment at least annually and when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

c) Business Combination

In accounting for business combinations, judgment is required in identifying whether an identifiable intangible asset is to be recorded separately from goodwill. Additionally, estimating the acquisition date fair value of the identifiable assets (including useful life estimates) and liability acquired, and contingent consideration assumed involves management judgment. These measurements are based on information available at the acquisition date and are based on expectations and assumptions that have been deemed reasonable by management. Changes in these judgments, estimates, and assumptions can materially affect the results of operations.

d) Income Taxes

The major tax jurisdictions for the Company are India, United Kingdom and the United States of America. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

e) Deferred Taxes

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carryforwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period are reduced.

f) Expected credit losses on financial assets

The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.

g) Revenue Recognition and unbilled revenue (to the extent of projects where revenue is recognised on percentage completion method)

The Group uses the percentage-of-completion method in accounting for its fixed-price contracts. Use of the percentage-of-completion method requires the Group to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

h) Defined benefit plans and compensated absences

The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

2.2 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.

Treasury Shares:

When any entity within the Group (Tata Technologies Limited and its subsidiaries) purchases the Company's ordinary shares, the consideration paid including any directly attributable incremental cost is presented as a deduction from total equity, until they are cancelled, sold or reissued. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity, and the resulting surplus or deficit on the transaction is transferred to/from share premium.

2.3 Foreign currency transaction and translation

(i) Functional and presentation currency:

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

(ii) Transactions and balances

Transactions in foreign currency are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign-currency denominated monetary assets and liabilities are re-instated into the 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.

(iii) Foreign operations

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into presentation currency as follows:

- Assets and liabilities are translated at the closing rate at the date of the Balance Sheet

- Income and expense items are translated at the average exchange rates for the respective months (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions).

- All resulting exchange differences are recognized in other comprehensive income and held in foreign currency translation reserve (FCTR), a component of equity. When a foreign operation is disposed of, the relevant amount recognized in FCTR is transferred to the statement of income as part of the profit or loss on disposal.

2.4 Revenue recognition

Revenue is measured at fair value of consideration received or receivable. Amounts disclosed as revenue are net of trade allowances, rebates, discounts, value added taxes and other amounts collected on behalf of third parties.

The company recognised revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below.

(i) Time and material contracts:

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.

(ii) Fixed price contracts:

Revenues from fixed price contracts are recognized using percentage of completion method. Percentage of completion is determined based on efforts or costs incurred to date as a percentage of total estimated efforts or costs required to complete the project. The efforts or cost expended are used to measure progress towards completion as there is a direct relationship between input and productivity. If the Company does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable.

When total cost estimates exceed revenues in an arrangement, the estimated losses are recognized in the statement of income in the period in which such losses become probable based on the current contract estimates.

'Unbilled revenues' represent earnings in excess of billings as at the end of the reporting period. 'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for which no services have been rendered are presented as 'Advance from customers'.

(iii) Multiple element arrangements:

'Revenue from contracts with multiple-element arrangements are recognized using the guidance in Ind AS 18, Revenue. The Company allocates the arrangement consideration to separately identifiable components based on their relative fair values or on the residual method. Fair values are determined based on sale prices for the components when it is regularly sold separately, third-party prices for similar components or cost plus an appropriate business-specific profit margin related to the relevant component.

(iv) Products:

Revenue from sale of hardware, third party licenses and support are recognized when the significant risks and rewards of ownership have been transferred to the buyer, continuing managerial involvement usually associated with ownership and effective control have ceased, the amount of revenue can be measured reliably, it is probable that economic benefits associated with the transaction will flow to the Company and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

(v) Interest income:

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.

(vi) Dividend income:

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.

(vii) Export incentive:

Export incentives/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.

(viii) Research and Development Expenditure Credit (RDEC):

The Group receives income-related incentives principally for credits in respect of qualifying research and development expenditure. An incentive is not recognised in the Consolidated Income Statement until there is reasonable assurance that the Group will comply with its conditions and that the incentive will be received. Incentives are presented in the Consolidated Income Statement as other income. Incentives are not normally received until after qualification conditions have been met and the related expenditure has been incurred.

2.5 Property, plant and equipment

(i) Recognition and measurement:

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure 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.

The carrying amount of any component accounted for as a separate asset is derecognised when discarded/scrapped.

All other repairs and maintenance costs are charged to profit and loss in the reporting period in which they occur.

Deposits and advances paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not available for use before such date are disclosed under capital work- in-progress.

As asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

(ii) Depreciation:

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 estimated 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.

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.

Internally generated intangible asset arising from development activity is recognised at cost on demonstration of its technical feasibility, the intention and ability of the Company to complete, use or sell it, only if, it is probable that the asset would generate future economic benefit and the expenditure attributable to the said assets during its development can be measured reliably.

Software not exceeding ₹ 25,000 is charged off to the statement of profit and loss.

2.7. 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.

2.8. 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.

2.9. **Financial instruments**

(a) Financial assets:

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either though other comprehensive income, or through profit and loss), and

- those measured at amortised cost

The classification depends on the entity's business model for managing the financial assets and the contractual cash flow characteristics.

For investments in debt instruments, this will depend on business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(ii) Initial recognition:

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

(iii) Measurement:

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents:

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system. In the balance sheet, bank overdrafts are presented under borrowings within current liabilities.

Financial assets carried at amortised cost:

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVOCI):

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income."

Financial assets at fair value through profit or loss (FVTPL):

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(iv) Impairment of financial assets:

The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. In determining the allowances for doubtful trade receivables, the Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(v) Derecognition of financial assets:

The Company derecognizes a financial asset when

- the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under IND AS 109.

- retains contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.

When the entity has neither transferred a financial asset nor retained substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to extent of continuing involvement in the financial asset.

(b) Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

(ii) Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortised cost :

Borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value due to the short term maturity of these instruments.

(iii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

(iv) Derivative financial instruments

The Company is exposed to foreign currency fluctuations on foreign currency assets, liabilities, net investment in foreign operations and forecasted cash flows denominated in foreign currency.

The Company limits the effect of foreign exchange rate fluctuations by following established risk management policies including the use of derivatives. The Company enters into derivative financial instruments where the counterparty is primarily a bank.

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.

2.10. 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, 2018, none of the Company's property, plant and equipment and intangible assets were considered impaired.

2.11. Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation (legal or constructive) 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. Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

2.12. Earnings per equity share:

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted average number of shares during the period adjusted for treasury shares held and dilutive potential shares, except where the result would be anti-dilutive.

2.13. Inventories:

Inventories are valued at the lower of cost and net realizable value. Cost of inventories is 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.

2.14. Taxation

Income tax 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.

(i) Current income tax:

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted as at the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and liability simultaneously.

(ii) Deferred income tax:

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, 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 profits or loss at the time of the transaction.

Deferred income tax assets are recognized to the extent 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 utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries, associates and foreign branches 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 utilized. Deferred income tax assets and liabilities are measured at 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 at the reporting date.

The Company offsets deferred income tax assets and liabilities, where it has a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to taxes levied by the same taxation authority on either the same taxable entity, or on different taxable entities where there is an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

(iii) Minimum Alternate Tax (MAT)

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 in the future.

2.15. Employee benefits:

(i) Post-employment benefit plans:

The Company participates in various employee benefit plans. Pensions and other post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks fall on the employee. The expenditure for defined contribution plans is recognized as an expense during the period when the employee provides service. Under a defined benefit plan, it is the Company's obligation to provide agreed benefits to the employees. The related actuarial and investment risks fall on the Company. The present value of the defined benefit obligations is calculated by an independent actuary using the projected unit credit method.

The Company has the following employee benefit 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. In accordance with an actuarial valuation, there is no deficiency in the interest cost as the present value of the expected future earnings on the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest.

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.

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.

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 up to 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. 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.

(ii) 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.

2.16 Share based payments

Share-based compensation benefits are provided to the employees via the Employee Stock Option Plan 2001(TTESOP 2001) and the various Employee Share Purchase Plans. All share based payment schemes of the company are administered through trusts set up by the Company for this purpose.

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

Cash-settled transactions

The cost of cash-settled transactions is measured initially at fair value at the grant date. This fair value is expensed over the period until the vesting date with recognition of a corresponding liability. The liability is remeasured to fair value at each reporting date up to, and including the settlement date, with changes in fair value recognised in employee benefits expense.

2.17 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.

2.18 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. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an 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.

Deposits provided to lessors: The Company is generally required to pay refundable security deposits in order to obtain property leases from various lessors. Such security deposits are financial assets and are recorded at fair value on initial recognition. The difference between the initial fair value and the refundable amount of the deposit is recognized as a lease prepayment. The initial fair value is estimated as the present value of the refundable amount of security deposit, discounted using the market interest rates for similar instruments.

Subsequent to initial recognition, the security deposit is measured at amortized cost using the effective interest method with the carrying amount increased over the lease period up to the refundable amount. The amount of increase in the carrying amount of deposit is recognized as interest income. The lease prepayment is amortized on a straight line basis over the lease term as lease rental expense.

2.19 Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their nature.

2.20 Exceptional items

The Company considers exceptional items to be those which derive from events or transactions which are significant for separate disclosure by virtue of their size or incidence in order for the user to obtain a proper understanding of the Company's financial performance. These items include, but are not limited to, acquisition costs, impairment charges, reorganisation costs and profits and losses on disposal of subsidiaries and other one off items which meet this definition. To provide a better understanding of the underlying results of the period, exceptional items are reported separately in the Statement of Profit and Loss.

2.21 Recent Accounting Pronouncements

Standards issued but not yet effective

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") had notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency.

The amendment will come into force from April 1, 2018. The company is evaluating the requirements of the amendments and the impact on the financial statements is being evaluated.

Ind AS 115- Revenue from Contract with Customers:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") had notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition:

- Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors

- Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach)

The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018.

The Company will adopt the standard on April 1, 2018 by using the cumulative catch-up transition method and accordingly comparatives for the year ending or ended March 31, 2018 will not be retrospectively adjusted. The company is evaluating the requirements of the amendments and the impact on the financial statements is being evaluated.

Notes forming part of the Consolidated Financial Statements

3 Property, plant and equipment

(Amount in ₹ Crore)

(i) Particulars	Building	Plant & Machinery and Equipments Owned	Plant & Machinery and Equipments Leased	Computers	Furniture and fixtures	Vehicles	Leasehold Improvements	Total
Gross carrying value as of April 1, 2016	**14.82**	**17.09**	**0.07**	**62.25**	**15.44**	**1.73**	**13.36**	**124.76**
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)
Disposals	-	(0.09)	-	(0.11)	-	(0.29)	-	(0.49)
Gross carrying value as of March 31, 2017	**17.35**	**34.00**	**0.07**	**82.23**	**16.42**	**1.51**	**23.48**	**175.06**
Accumulated depreciation as of April 1, 2016	**1.21**	**1.96**	**0.03**	**20.58**	**3.82**	**0.61**	**2.53**	**30.74**
Depreciation for the year	1.21	2.26	0.03	23.11	2.75	0.49	2.09	31.94
Currency translation differences	-	(0.02)	(0.02)	(2.84)	(0.86)	(0.04)	(0.48)	(4.26)
Accumulated depreciation on disposals	-	(0.01)	-	(0.08)	-	(0.29)	-	(0.38)
Accumulated depreciation as of March 31, 2017	**2.42**	**4.19**	**0.04**	**40.77**	**5.71**	**0.77**	**4.14**	**58.04**
Net carrying value as of March 31, 2017	**14.93**	**29.81**	**0.03**	**41.46**	**10.71**	**0.74**	**19.34**	**117.02**
Gross carrying value as of April 1, 2017	**17.35**	**34.00**	**0.07**	**82.23**	**16.42**	**1.51**	**23.48**	**175.06**
Additions	0.40	2.05	-	16.06	10.50	1.23	2.81	33.05
Acquisitions through business combinations	-	0.21	-	0.21	0.28	-	0.10	0.80
Currency translation differences	-	2.19	0.02	4.89	0.85	0.01	1.88	9.84
Disposals	-	(0.06)	-	(0.72)	(0.31)	-	(0.80)	(1.89)
Other adjustments*	-	(0.91)	-	0.91	-	-	-	-
Gross carrying value as of March 31, 2018	**17.75**	**37.48**	**0.09**	**103.58**	**27.74**	**2.75**	**27.47**	**216.86**
Accumulated depreciation as of April 1, 2017	**2.42**	**4.19**	**0.04**	**40.77**	**5.71**	**0.77**	**4.14**	**58.04**
Depreciation for the year	1.28	4.14	-	26.08	3.04	0.48	2.60	37.62
Acquisitions through business combinations	-	0.07	-	0.17	0.14	-	0.03	0.41
Currency translation differences	-	0.15	0.02	1.59	0.79	0.20	0.51	3.26
Accumulated depreciation on disposals	-	(0.05)	-	(0.66)	(0.05)	-	(0.80)	(1.56)
Other adjustments*		(0.51)		0.51				-
Accumulated depreciation as of March 31, 2018	**3.70**	**7.99**	**0.06**	**68.46**	**9.63**	**1.45**	**6.48**	**97.77**
Net carrying value as of March 31, 2018	**14.05**	**29.49**	**0.03**	**35.12**	**18.11**	**1.30**	**20.99**	**119.09**

* Assets regrouped during the year

(i) Contractual obligations: The estimated amount of contracts remaining to be executed on capital account, and not provided for is ₹ 4.55 Crore as at March 31, 2018 (₹ 8.83 Crore as at March 31, 2017).

Notes forming part of the Consolidated Financial Statements

3 (ii) Leases

The Company has taken land, office premises, plant and equipment, computers and furniture and fixtures under operating leases. The following is the summary of future minimum lease rental payments under non-cancellable operating leases entered into by the Company:

(Amount in ₹ Crore)

Particulars	As at March 31, 2018 Minimum Lease Payments	As at March 31, 2017 Minimum Lease Payments
Not later than one year	**34.90**	33.71
Later than one year but not later than five years	**71.10**	72.34
Later than five years	**99.67**	105.35
Total minimum lease commitments	**205.67**	211.40
Less: future finance charges	**-**	-
Present value of minimum lease payments	**205.67**	211.40

Total operating lease rent expenses were ₹ 49.94 crore for the year ended March 31, 2018; ₹ 41.02 crore for the year ended March 31, 2017.

4 Goodwill

4 (i) Goodwill Movement

(Amount in ₹ Crore)

Particulars	As at March 31, 2018	As at March 31, 2017
As at the beginning of the year	**580.00**	650.93
Goodwill on acquisition of Escenda Holding AB (formerly known as Tescab Holding AB) (Refer Note 39(a))	**20.54**	-
Translation difference	**55.66**	(70.93)
Balance as at the end of the year	**656.20**	580.00

4 (ii) Goodwill Impairment

As at March 31, 2018, goodwill of ₹ 656.20 crore (₹ 580 crore as at March 31,2017) has been allocated to a single cash generating unit – information technology services. The recoverable amount of the cash generating unit, as at march 31, 2018, has been determined based on fair value less cost to sell. Fair value has been determined based on capitalization of operating earnings before interest, tax, depreciation and amortization (operating EBITDA) after considering profits from normal business operations and adjustments for non-recurring/non-operating income/expenses, if any. The capitalization factor is the EV/EBITDA multiple of comparable companies, adjusted for specific factors such as product and customer concentration, historical revenue, EBITDA growth etc. 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.

As at March 31, 2017, the recoverable amount of the cash generating unit was determined based on value in use. Value in use was determined based on future cash flows, after considering the then existing economic conditions and trends, estimated future operating results, growth rates and anticipated future economic conditions. Management believes that the recoverable amount under both of the methods is sufficiently higher than the carrying amount of the cash generating unit due to which there is no impairment of goodwill.

Notes forming part of the Consolidated Financial Statements

5. Other Intangible assets
(Other than internally generated)

(Amount in ₹ Crore)

(i) Other Intangible Asset	Copyrights	Software Licenses	Customer Relationship	Total
Gross carrying value as of April 1, 2016	**1.21**	**95.79**	**-**	**97.00**
Additions	0.22	31.50	-	31.72
Currency translation differences	(0.03)	(2.43)	-	(2.46)
Disposal	-	-	-	-
Gross carrying value as of March 31 2017	**1.40**	**124.86**	**-**	**126.26**
Accumulated amortisation as of April 1, 2016	**0.13**	**31.14**	**-**	**31.27**
Amortization for the year	0.15	30.75	-	30.90
Currency translation differences	(0.01)	(2.05)	-	(2.06)
Accumulated amortisation on disposals	-	-	-	-
Accumulated amortisation as of March 31, 2017	**0.27**	**59.84**	**-**	**60.11**
Net carrying value as of March 31 2017	**1.13**	**65.02**	**-**	**66.15**
Gross carrying value as of April 1, 2017	**1.40**	**124.86**	**-**	**126.26**
Additions	0.07	19.95	-	20.02
Acquisitions through business combinations	-	0.90	22.31	23.21
Currency translation differences	0.01	2.43	1.92	4.36
Disposal	-	(0.09)	-	(0.09)
Gross carrying value as of March 31, 2018	**1.48**	**148.05**	**24.23**	**173.76**
Accumulated amortisation as of April 1, 2017	**0.27**	**59.84**	**-**	**60.11**
Amortization for the year	0.16	32.23	1.42	33.81
Acquisitions through business combinations	-	0.46	-	0.46
Currency translation differences	0.01	1.74	0.40	2.15
Accumulated amortisation on disposals	-	(0.09)	-	(0.09)
Accumulated amortisation as of March 31, 2018	**0.44**	**94.18**	**1.82**	**96.44**
Net carrying value as of March 31, 2018	**1.04**	**53.87**	**22.41**	**77.32**

(i) Details of Intangible assets under development are as under:

(Amount in ₹ Crore)

Particulars	As at March 31, 2018	As at March 31, 2017
Balance at the beginning of the year	**7.43**	-
Addition during the year	**24.11**	35.12
Capitalized during the year	**(19.00)**	(27.69)
Balance at the end of the year	**12.54**	7.43

(ii) Contractual obligation : The estimated amount of contracts remaining to be executed on capital account, and not provided for is ₹ 8.67 Crore as at March 31, 2018 (₹ 3.27 Crore as at March 31, 2017).

6. Investment In Joint Ventures
Joint venture:

(i) Details of the Company's material joint venture as at March 31, 2018 are as follows

Name of joint venture	Principal place of the business	% of holding	
		March 31, 2018	March 31, 2017
TATA HAL Technologies Limited (THTL)	India	**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.

TATA

Notes forming part of the Consolidated Financial Statements

(ii) Summarised financial information of the company in respect of the Company's joint venture is set out below:

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Current assets	**2.42**	4.08
Non-current assets	**0.89**	0.79
Current liabilities	**2.70**	2.89
Non-current liabilities	**0.37**	0.30
The above amounts of assets and liabilities include the following:		
Cash and cash equivalents	**0.84**	0.59
Non-current financial liabilities	**-**	0.30
Share of net assets of joint venture	**0.12**	**0.84**
Less: Additional loss provision on an estimated basis	**-**	(0.84)
Carrying amount of the Company's interest in joint venture	**-**	-

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
Revenue	**5.84**	5.05
Net income/(loss)	**(1.43)**	(2.91)
Other comprehensive income	**(0.01)**	-
Total comprehensive income for the year	**(1.44)**	**(2.91)**
The above net income includes the following:		
Depreciation and amortization	**(0.12)**	(0.18)
Interest income	**0.04**	0.04
Interest expense	**(0.23)**	(0.15)
Total	**(0.31)**	**(0.29)**

(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, 2018	As at March 31, 2017
Net assets of the joint venture	**0.24**	1.68
Proportion of the Company's interest in joint venture	**0.12**	**0.84**
Carrying amount of the Company's interest in joint venture	**0.12**	0.84

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
Summary of Company's share of profit/(loss) in equity accounted investees:	**(0.71)**	(1.46)

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

Aggregate book value of unquoted investments	5.07	5.07
Aggregate value of impairment	5.07	5.07

Notes forming part of the Consolidated Financial Statements

7 INVESTMENTS

(Amount in ₹ Crore)

	As at March 31, 2018		As at March 31, 2017	
	Unit	**Amount**	**Unit**	**Amount**
NON-CURRENT				
Quoted:				
i) Investments - measured at Fair value through profit or loss (FVTPL)				
Investments in mutual funds				
ICICI Prudential Fixed Maturity Plan Sr 80-1227 Days Plan Q Direct Plan Cumulative	**5,000,000**	**5.37**	5,000,000	5.03
Reliance Fixed Horizon Fund - XXXIII - Series 6- Direct Growth Plan	**5,000,000**	**5.36**	5,000,000	5.01
DSP BlackRock FMP - Series 205 - 37M- Direct Growth	**5,000,000**	**5.36**	5,000,000	5.03
IDFC Fixed Term Plan Series 131-Direct- Growth	**5,000,000**	**5.35**	5,000,000	5.01
Kotak FMP Series 202 - 1144 Days- Direct Plan-Growth	**5,000,000**	**5.35**	5,000,000	5.01
Total		**26.79**		**25.09**
ii) Investments carried at amortised cost - Investment in Debentures (See Note-1 below)				
Tata Motors Finance Limited	**100**	**5.00**	100	5.00
		5.00		5.00
Unquoted:				
i) Investments carried at amortised cost - Investment in Preference Shares (See Note-2 below)				
Tata Capital Limited	**33,333**	**5.00**	33,333	5.00
Total		**5.00**		**5.00**
Total Non-current Investments		**36.79**		**35.09**
Current				
Unquoted:				
Investment carried at Fair value through Profit and Loss (FVTPL)				
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
Total Current Investments		**-**		**185.35**
Aggregate book value of quoted investments		**31.79**		30.09
Aggregate market value of quoted investments		**31.79**		30.09
Aggregate book value of unquoted investments		**5.00**		190.35
Aggregate value of impairment		**-**		-

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.

Notes forming part of the Consolidated Financial Statements

8 Loans

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(Unsecured, considered good)		
(a) Security deposits	**6.38**	5.94
(b) Loans to employees	**4.67**	4.77
Total	**11.05**	**10.71**
CURRENT		
(Unsecured, considered good)		
(a) Loans to related parties (Refer Note 38 (b))		
- Inter corporate deposits	**77.50**	-
(b) Security deposits	**0.32**	0.78
(c) Loans to employees	**8.58**	7.86
Total	**86.40**	**8.64**

9 (i) Income tax assets/ (liabilities)

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Non-current Income Tax Assets (Net)	**9.32**	9.27
Current Income Tax Assets (Net)	**31.05**	45.53
Income Tax Liabilities (Net)	**49.37**	51.27
Net income tax assets /(liability)	**(9.00)**	**3.53**

9 (ii) Movement in income tax assets/(liabilities)

The gross movement in income tax assets/(liabilities) for the year ended March 31, 2018 and March 31, 2017 is as follows:

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Net Income Tax Assets /(Liability) at beginning	**3.53**	12.80
Income Tax Paid (Net)	**86.52**	98.37
Current Income Tax Expense	**(99.05)**	(107.64)
Net Income Tax Assets /(Liability) at the end	**(9.00)**	**3.53**

Notes forming part of the Consolidated Financial Statements

9 (iii) DEFERRED TAX ASSETS (NET)

(Amount in ₹ Crore)

Significant components and movements in deferred tax assets and liabilities for the year ended March 31, 2018:	As of April 1, 2017	Recognized in statement of profit and loss	Recognized in/reclassified from other comprehensive income	MAT Credit Utilisation	Acquisition of subsidiary	Currency Translation impact	As of March 31, 2018
Deferred tax assets:							
Depreciation carry forwards	3.45	(1.04)	-		-	0.03	2.44
Expenses deductible in future years:	2.13	-	-		-	-	2.13
Provisions, allowances for doubtful receivables and others	1.01	1.08	-		-	0.04	2.13
Compensated absences and retirement benefits	7.92	3.94	1.08		-	0.30	13.24
Minimum alternate tax (MAT) Credit	22.28	-	-	(18.50)	-	-	3.78
Remeasurements of post employment benefit obligations	1.56	-	-		-	-	1.56
Others	2.18	(0.58)	-		-	-	1.60
Total deferred tax assets	**40.53**	**3.40**	**1.08**	**(18.50)**	**-**	**0.37**	**26.88**
Deferred tax liabilities:							
Property, plant and equipment and Intangible assets	8.60	(2.99)	-		-	-	5.61
Amortisation of Customer intangibles	-	(0.50)	-		5.33	0.02	4.85
Gain/Loss on Change in Fair Value of Investments (MTM on Investments)	0.06	0.56	-		-	-	0.62
Derivative financial instruments	0.52	(0.90)	-		-	-	(0.38)
Others	4.52	(1.10)	-		-	(0.02)	3.40
Total deferred tax liabilities	**13.70**	**(4.93)**	**-**	**-**	**5.33**	**-**	**14.10**
Net assets/(liabilities)	**26.83**	**8.33**	**1.08**	**(18.50)**	**(5.33)**	**0.37**	**12.78**

Notes forming part of the Consolidated Financial Statements

(Amount in ₹ Crore)

Movement in deferred tax assets and liabilities for the year ended March 31, 2017:	As of April 1, 2016	Recognized in statement of profit and loss	Recognized in/reclassified from other comprehensive income	MAT Credit Utilisation	Acquisition of subsidiary	Currency Translation impact	As of March 31, 2017
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)	7.92
Minimum alternate tax carry-forward	17.46	4.82	-		-		22.28
Remeasurements of post employment benefit obligations	1.56	-	-		-		1.56
Others	4.30	(2.10)	-		-	(0.02)	2.18
Total deferred tax assets	**35.44**	**3.85**	**1.75**	**-**	**-**	**(0.51)**	**40.53**
Deferred tax liabilities:							
Property, plant and equipment and Intangible assets	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	7.31	(2.76)	-		-	(0.03)	4.52
Total deferred tax liabilities	**18.34**	**(4.61)**	**-**		**-**	**(0.03)**	**13.70**
Net assets/(liabilities)	**17.10**	**8.46**	**1.75**	**-**	**-**	**(0.48)**	**26.83**

Deferred income tax liabilities are recognized 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. Accordingly, deferred income tax liabilities on cumulative earnings of subsidiaries amounting to ₹ 978.36 croroe and ₹ 792.65 crore as of March 31, 2018 and March 31, 2017, respectively has not been recognized. Further, it is not practicable to estimate the amount of the unrecognized deferred tax liabilities for these undistributed earnings.

Notes forming part of the Consolidated Financial Statements

10 Other Assets

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(Unsecured, considered good)		
(a) Prepaid expenses	2.22	2.63
(b) Prepaid lease rentals	3.30	3.34
(c) Research and Development Expenditure Credit receivable (Refer note 23)	19.47	-
(d) Deposits with government authorities	1.25	2.03
(e) Prepaid Defined Benefit Scheme	0.44	1.08
Total	26.68	9.08
CURRENT		
(Unsecured, considered good)		
Advances other than capital advances:		
(a) Advances to suppliers and contractors	12.12	4.44
Others:		
(b) Prepaid expenses	34.26	20.29
(c) Prepaid lease rentals	0.04	0.04
(d) Research and Development Expenditure Credit receivable (Refer note 23)	41.60	-
(e) Deposits with government authorities	1.29	0.61
(f) Balances with government authorities	1.20	7.03
Total	90.51	32.41

11 TRADE RECEIVABLES

(Unsecured, considered good unless otherwise stated)

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Considered good	605.05	525.96
Considered doubtful	13.05	8.89
	618.10	534.85
Less : Expected credit loss allowance	13.05	8.89
	605.05	525.96

In determining the allowance for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on ageing of receivables that are due and rates used in the provision matrix.

12 CASH AND CASH EQUIVALENTS

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
(a) Balances with banks:		
- Current account with banks	210.15	149.52
- Deposits with maturity of less than three months	30.37	48.65
(b) Cheques, drafts on hand/funds in transit	3.23	3.54
(c) Cash on hand	0.04	0.03
	243.79	201.74

Notes forming part of the Consolidated Financial Statements

13 OTHER BANK BALANCES

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(a) Earmarked balance with banks (Refer note 13(i))	3.25	-
	3.25	-
CURRENT		
(a) Earmarked balance with banks (Refer note 13(i))	9.29	1.98
(b) Bank deposits	3.46	101.61
(c) Deposits pledged/lien with banks (Refer note 13(ii))	0.27	0.27
	13.02	103.86

Notes :

(i) Earmarked balance pertain to:
Includes unclaimed dividend
Amounts in Escrow account for deferred consideration payable
Balances earmarked for Employees' Deposit Linked Insurance Benefit

(ii) Deposits have been kept with bank as security for bank guarantee.

14 OTHER FINANCIAL ASSETS

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(a) Deposits pledged/lien with banks	0.04	0.04
	0.04	0.04
CURRENT		
(a) Interest accrued on deposits and investments	0.38	1.96
(b) Bills of Exchange	11.21	9.65
(c) Derivative carried at fair value through Profit & Loss		
- Foreign currency forward cover	0.01	2.79
(d) Unbilled revenue	154.30	142.12
(e) Receivable from related parties for reimbursement of expenses (Refer note 38(b))	1.02	0.47
	166.92	156.99

15 EQUITY SHARE CAPITAL

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
(a) Authorised :		
(i) 60,000,000 equity shares of ₹ 10/- each (as at March 31, 2017: 60,000,000 equity shares of ₹ 10/- each)	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 convertible Preference Shares of ₹ 10/- each)	0.70	0.70
Total	60.70	60.70
(b) Issued,Subscribed and Fully paid up capital:		
43,037,514 equity shares of ₹ 10/- each (43,031,326 equity shares of ₹ 10/- each as at March 31, 2017)	43.04	43.03
Less: Shares held by ESOP Trusts pending allotment to eligible employees (940,501 equity shares of ₹ 10 each), (930,501 equity shares of ₹ 10/- each as at March 31, 2017)	(0.94)	(0.93)
Adjusted issued and subscribed share capital	42.10	42.10

Notes forming part of the Consolidated Financial Statements

(c) The movement of number of shares and share capital

(Amount in ₹ Crore)

Particulars	No of shares	Amount in ₹ Crore
Equity shares	**43,024,638**	43.02
Number of shares as at April 1, 2016		
Add: Shares issued under ESOP scheme	**6,688**	0.01
Less: Shares held by ESOP Trusts pending allotment to eligible employees	**930,501**	0.93
Number of shares as at March 31, 2017	**42,100,825**	**42.10**
Add: Shares issued under ESOP scheme	**6,188**	0.01
Less: Increase in shares held by ESOP Trusts pending allotment to eligible employees	**10,000**	0.01
Number of shares as at March 31, 2018	**42,097,013**	**42.10**

(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 subsidaries and associates)

Particulars	As at March 31, 2018 No. of Shares	% Holding	As at March 31, 2017 No. of Shares	% Holding
Equity Shares				
(a) Tata Motors Limited (Parent Company)	**30,300,600**	**71.98%**	30,300,600	71.97%
(b) Alpha TC Holdings Pte Ltd.	**3,746,505**	**8.90%**	3,746,505	8.90%
	34,047,105	**80.88%**	34,047,105	80.87%

(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) Shares reserved for issue under options:

Option activity during the year/period under the plan is given as below

(Amount in ₹ Crore)

Number of options granted, exercised and forfeited	As at March 31, 2018	As at March 31, 2017
Options granted, beginning of the year	**19,738**	30,114
Granted during the year	**-**	-
Exercised during the year	**(6,188)**	(9,876)
Expired during the year	**-**	-
Forfeited during the year	**-**	(500)
Option exercisable at the year	**13,550**	19,738
Weighted average share price at the date of exercise	**₹ 645**	₹ 645
Weighted average remaining contractual life (in years)	**9**	7
Range of exercise prices	**₹ 60 to ₹ 645**	₹ 60 to ₹ 645

During the fiscal year 2014-15, the Compensation Committee of the Board of Directors, Company had granted 30,000 options to the eligible employees. The options vest 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.

Notes forming part of the Consolidated Financial Statements

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) and Zedra Corporate Services (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 Zedra Corporate Services (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 Corporate Services (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. These shares are issued at their fair values on the date of grant which is determined on the basis of latest audited balance sheet of the Company. Some of the ESPPs require the employees to offer the shares to trusts on cessation of employment for which the trusts have retained a first right of refusal. No employee has been allocated more than 1% of the issued capital of the Company.

(i) Shares allocated under Employee Stock Purchase Program are as follows

(Amount in ₹ Crore)

Scheme Name	No. of Shares	Price Per share ₹
Tata Technologies Employee Stock Purchase Program 2008	290,500	145
Tata Technologies Employee Stock Purchase Program 2009	18,800	196
Tata Technologies Employees Stock Purchase Program- Series III (ESPP- Series III)	52,251	196
Employees Stock Purchase Program- Series IV (ESPP – Series IV)	47,600	223
Employees Stock Purchase Program- Series V (ESPP – Series V)	22,500	417
Employees Stock Purchase Program- Series VI (ESPP – Series VI)	81,400	645
Employee Stock Ownership Program for INCAT Employees 2006	217,165	135
Employee Stock Ownership Program for INCAT Key Employees 2007	600,000	135
Employee Stock Ownership Program for INCAT General Employees 2007	148,066	145
Employee Stock Ownership Program 2009 (ESO 2009)	88,067	196
Employee Stock Ownership Program 2010 (ESO 2010)	709,000	223
Employee Stock Ownership Program 2012 (ESO 2012)	60,000	417
Employee Stock Ownership Program 2015 (ESO 2015)	70,000	645

(j) Status of shares held by both Trust:

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Tata Technologies Limited Employees Stock Option Trust	**49,486**	46,986
Zedra Corporate Services (Guernsey) Limited	**891,015**	883,515
	940,501	930,501

Notes forming part of the Consolidated Financial Statements

16 (a) Other Equity :

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Share application money pending allotment	0.40	0.40
Securities Premium Reserve	292.33	299.60
General reserve	135.07	135.07
Legal reserve	1.05	1.05
Retained earnings	1,000.10	960.04
Items of other comprehensive income	79.45	(17.21)
	1,508.38	1,378.93

16 (b) Movement in other equity

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Share application money pending allotment		
Balance at the beginning of the year	0.40	0.19
Issue of equity shares under employee share option plan	(0.40)	(0.19)
Issue of equity shares under employee share option pending allotment	0.40	0.40
Balance as at the end of the year	0.40	0.40
Securities premium account		
Balance as at the beginning of the year	299.60	350.52
Add: Received during the year on exercise of stock options issued to employees	0.39	0.40
Less: Premium on shares held by ESOP Trusts	(7.66)	(51.32)
Balance as at the end of the year	292.33	299.60
General reserve		
Balance as at the beginning of the year	135.07	134.83
Add : Transferred from Retained earnings	-	0.24
Balance as at the end of the year	135.07	135.07
Legal reserve		
Balance as at the beginning of the year	1.05	1.05
Add : Transferred from Retained earnings	-	-
Balance as at the end of the year	1.05	1.05
Retained earnings		
Balance as at the beginning of the year	960.04	777.69
Add: Accumulated excess of Income over expenditure of the ESOP Trusts (Refer Note 40 (b))	-	11.78
Add: Profit for the year	245.81	350.98
Less: Dividends, including taxes thereon	(205.75)	(180.17)
Less: Transferred from General reserve	-	(0.24)
Balance as at the end of the year	1,000.10	960.04
Other Components of Equity:		
Balance as at the beginning of the year	(17.21)	94.97
Remeasurements of post employment benefits obligations (net of tax effect)	(2.04)	(3.31)
Add: Exchange differences on translation of foreign operations	98.70	(108.87)
Balance as at the end of the year	79.45	(17.21)

Notes forming part of the Consolidated Financial Statements

Notes:

(i) Securities premium account

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

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.Excess provisions for doubtful debts on account of the subsequent collections are being written back to the Securities Premium Account. Upto march 31, 2018, the subsidiary companies have realized ₹ 6.18 crores (March 31, 2017 ₹ 6.18 crores) which has been added back to the securities premium account.

(ii) General reserve

The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013.

(iii) Legal reserve

The Company has created this reserve based on the local requirements of the Romanian Law. Since the Company has reached maximum amount that can be transferred as required by the Law, there are no further transfers during financial years 2016-17 and 2017-18.

(iv) Retained earnings

Retained earnings comprises of the Company's undistributed earnings after taxes.

Notes forming part of the Consolidated Financial Statements

17 Borrowings

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
Unsecured:		
Term Loans		
From Banks	-	0.05
Total	-	0.05
CURRENT		
Unsecured		
Loans repayable on demand		
From Banks	67.37	149.98
Total	67.37	149.98

18 Trade Payables

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON CURRENT		
Trade payables		
(a) Total outstanding dues of creditors other than micro enterprises and small enterprises	0.14	0.10
(b) Total outstanding dues of micro enterprises and small enterprises *	-	-
Total	0.14	0.10
CURRENT		
Trade payables		
(a) Total outstanding dues of creditors other than micro enterprises and small enterprises	313.92	280.54
(b) Total outstanding dues of micro enterprises and small enterprises *	2.65	3.67
Total	316.57	284.21

Note:

The average credit period on purchases of good 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.

Notes forming part of the Consolidated Financial Statements

19 Other Financial Liabilities

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(a) Retention Bonus payable	**0.88**	2.93
Total	**0.88**	2.93
CURRENT		
(a) Interest accrued but not due on borrowings	**-**	0.03
(b) Current maturities of long term debt	**-**	67.43
(c) Unpaid dividends	**2.88**	1.98
(d) Derivative carried at fair value through P&L		
- Foreign currency forward cover	**1.15**	0.44
(e) Provision for employee benefits	**7.51**	4.68
(f) Retention Bonus payable	**2.44**	0.16
(g) Capital creditors	**9.52**	10.05
(h) Other financial liabilities (Refer note 39(e))	**2.71**	0.03
Total	**26.21**	84.80

20 Provisions

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON CURRENT		
(a) Provision for Employee Benefits (Refer note 35)	**24.46**	21.93
Total	**24.46**	21.93
CURRENT		
(a) Provision for Employee Benefits (Refer note 35)	**11.92**	3.95
Total	**11.92**	3.95

21 Other Liabilities

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON CURRENT		
(a) Unearned Revenue	**-**	0.03
Total	**-**	0.03
CURRENT		
(a) Unearned Revenue	**85.56**	48.63
(b) Statutory remittances (withholding taxes, Provident Fund, VAT,GST etc.)	**67.88**	53.89
(c) Advance and progress payments	**2.32**	2.32
Total	**155.76**	104.84

Notes forming part of the Consolidated Financial Statements

22 Revenue From Operations

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
(a) Sale of products	**447.01**	440.92
(b) Sale of services	**2,229.33**	2,347.06
(c) Export Incentive	**13.86**	13.15
(d) Commission income	**1.28**	0.82
Total	**2,691.48**	2,801.95

23 Other Income

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
(a) Interest Income		
(i) Interest income-others	**12.09**	20.63
(ii) Interest income on debentures	**0.55**	0.55
(b) Dividend income		
All dividends from investments designated as FVTPL		
(i) Dividend income - mutual funds	**0.11**	0.99
(ii) Dividend income - Non current investments	**0.42**	0.42
(c) Other gains and losses		
(i) Change in fair value of investments measured at FVTPL - mutual fund units (net)	**1.62**	(3.28)
(ii) Fair value gain/(loss) on derivatives not designated as hedges (net)	**(2.61)**	1.47
(d) Other non-operating income		
(i) Research and Development Expenditure Credit (Refer below note)	**60.09**	-
(ii) Foreign currency gain/ (loss) (Net)	**9.84**	(3.65)
(iii) Other non-operating income	**3.31**	8.12
(iv) Profit on sale of investments measured at FVTPL - mutual fund units (net)	**0.25**	5.12
Total	**85.67**	30.37

Note:

During the year ended 31 March 2014 legislation was enacted to allow UK companies to elect for the Research and Development Expenditure Credit (RDEC) on qualifying expenditure incurred since 1 April 2013, instead of the previous superdeduction rules. In the year ended 31 March 2018, as a result of this election, £6.6 million (₹ 60.09 crore) (2017-18: £2.1 million (₹ 17.95 crore), 2016-17: £2.6 million (₹ 25.90 crore), 2015-16: £1.9 million (₹ 16.24 crore)) of the RDEC has been recognised.

24 Purchase Of Traded Products

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
Purchase of products	**336.41**	320.48
Total	**336.41**	320.48

Notes forming part of the Consolidated Financial Statements

25 Employee Benefits Expense

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
(a) Salaries and wages	**1,233.69**	1,208.48
(b) Contribution to Provident and other funds	**55.72**	44.38
(c) Staff welfare Expenses	**33.84**	30.39
Total	**1,323.25**	1,283.25

26 Finance Costs

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
Interest	**4.70**	4.31
Total	**4.70**	4.31

27 Depreciation And Amortisation Expense

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
(a) Depreciation	**37.62**	31.94
(b) Amortisation	**33.81**	30.90
Total	**71.43**	62.84

Notes forming part of the Consolidated Financial Statements

28 Other Expenses

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
(a) Repairs & maintenance		
- Buildings	4.73	4.03
- Plant & Machinery	0.85	1.71
- Others	7.34	7.00
(b) Rent	49.94	41.02
(c) Rates and taxes	5.98	4.51
(d) Insurance	4.30	4.84
(e) Overseas marketing expenses	2.31	1.93
(f) Advertisement and publicity	0.95	0.35
(g) Business promotion expenses	0.88	2.52
(h) Office expenses	14.34	16.44
(i) Traveling & conveyance	64.17	75.04
(j) Power & fuel	7.84	8.04
(k) Water charges	2.87	2.05
(l) Auditors remuneration (refer note 30 (a))	2.30	2.94
(m) Staff training and seminar expenses	2.90	3.52
(n) Staff recruitment expenses	8.92	10.61
(o) AMC charges	35.88	31.00
(p) Software-internal use	27.74	23.77
(q) Professional fees	24.52	22.45
(r) Training costs	1.30	0.92
(s) Communication expenses	17.95	16.88
(t) Bad debts written off	-	0.07
(u) Allowances for expected credit loss (net)	4.08	(0.03)
(v) Corporate social responsibility (refer note 30 (b))	5.28	4.77
(w) Miscellaneous expenses	9.76	6.69
Total	307.13	293.07

29 Exceptional Items

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
(a) Deferred consideration (Also refer Note 39 (e))	5.97	-
(b) Acquisition related expenditure (Also refer Note 39 (e))	1.93	-
(c) Retrospective statutory benefits expense (Also refer Note 33 (i))	-	5.55
(d) Reclassification of Translation Reserve on liquidation of subsidiary	0.43	1.86
(e) Provision for Impairment in Investment in Joint Venture (Also refer Note 6 (iv))	-	0.84
Total	8.33	8.25

Notes forming part of the Consolidated Financial Statements

30 (a) Payment to auditors

(Amount in ₹ Crore)

Particulars		Year ended March 31, 2018*	Year ended March 31, 2017
For Holding Company			
i) For statutory audit, including quarterly audits		**0.63**	0.57
ii) For Tax audit		**-**	0.06
iii) For other attest services		**-**	0.39
iv) Reimbursement of out-of-pocket expenses		**0.02**	-
	Sub-Total	**0.65**	**1.02**
For Subsidiaries & Joint venture			
i) For services as auditors, including quarterly audits		**1.65**	1.45
ii) For Tax audit		**-**	-
ii) For other attest services		**-**	0.47
iii) Reimbursement of out-of-pocket expenses		**-**	-
	Sub-Total	**1.65**	**1.92**
	Total	**2.30**	**2.94**

*Includes remuneration paid to erstwhile auditors

30 (b) Corporate social responsibility expenditure

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
Gross amount required to be spent	**5.28**	5.16
Total	**5.28**	5.16
Amount spent during the year on	**-**	-
(a) Construction/ acquisition of any asset	**-**	-
(b) On purposes other than (a) above	**5.28**	5.16
Total	**5.28**	5.16

31 Income tax expense

This note provides an analysis of the Company's income tax expense, shows amounts that are recognised directly in equity and how the tax expense is affected by non- assessable and non-deductible items. It also explains significant estimates made in relation to Company's tax positions

(Amount in ₹ Crore)

i)	Year ended March 31, 2018	Year ended March 31, 2017
Income tax expense		
Current tax on profits for the year	**99.05**	107.64
Total current tax expense	**99.05**	**107.64**
Deferred tax		
Decrease / (increase) in deferred tax assets	**(3.89)**	(3.84)
(Decrease) / increase in deferred tax liabilities	**(4.44)**	(4.62)
Total deferred tax expense / (benefit)	**(8.33)**	**(8.46)**
Income tax expense	**90.72**	**99.18**

Notes forming part of the Consolidated Financial Statements

The company has benefited from certain tax incentives that the Government of India has provided to the units registered under the Special Economic Zones Act 2005 (SEZ). SEZ units which began the provision of services on or after April 1, 2005 are eligible for a deduction of 100 percent of profits or gains derived from the export of services for the first five years from the financial year in which the unit commenced the provision of services and 50 percent of such profits or gains for further five years. Up to 50% of such profits or gains are also available for deduction for five years subject to certain conditions.

(ii) Reconciliation of tax expense and the accounting profit multiplied by statutory tax rate in India:

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
Profit before taxes	336.53	450.16
Income tax expense at tax rates applicable to individual entities	102.85	**134.06**
Additional deduction for patent, research and product development cost	(2.21)	-
Impact of change in US Tax Regulations	5.40	-
Effect of income exempt from tax	(0.18)	(0.49)
Effect of non deductible expenses	6.49	5.56
Income taxed at higher/(lower) rates	(23.15)	(45.43)
Others	1.52	5.46
Total tax expense	90.72	**99.18**

(iii) Amounts recognised in OCI

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
	Deferred tax	Deferred tax
Income tax relating to items that will not be reclassified to profit and loss	1.08	1.75
Total	1.08	**1.75**

(iv) Tax losses

(Amount in ₹ Crore)

	Year ended March 31, 2018	Year ended March 31, 2017
Unused tax losses on which no deferred tax asset has been recognised	5.38	5.38
Potential tax benefit @ 23.072%	1.24	1.24

Capital losses pertain to A.Y. 2014-2015 - ₹ 4.12 crore A.Y. 2015 - 2016 ₹ 1.26 crore. Deferred tax asset was not recognised on unused capital losses since there was lack of reasonable certainty of taxable capital profits to utilize this deferred tax asset. The losses can be carried forward for a period of 8 years as per local tax regulations.

Notes forming part of the Consolidated Financial Statements

(v) Changes in tax rate -

The tax rate in USA has been reduced from 42% to 21% effective from 01.01.2018

Impact of the change in the US Tax Regulations (The Tax Cuts and Jobs Act) on the tax expense for the current year:

Particulars of change	Amount in ₹ Crore
Deferred tax charge due to reduction in tax rate	1.40
Saving in current tax due to reduction in tax rate	(0.50)
Mandatory transition tax – on deemed repatriation of existing earnings and profits of controlled foreign corporations*	2.50
Total	**3.40**

* Includes E&P in respect of Cambric GmBH, Cambric Romania and Tata Technologies Mexico. Company has elected to pay this amount over 8 years in accordance with the regulations

32 Earning per Share

(Amount in ₹ Crore)

Particulars			Year ended March 31, 2018	Year ended March 31, 2017
	Earnings Per Share			
(a)	Profit attributable to equity shareholders	₹ Crore	**245.81**	350.98
(b)	The weighted average number of Ordinary equity shares outstanding during the year*	Nos.	**42,097,013**	42,100,825
(c)	The nominal value per Ordinary Share	₹	**10.00**	10.00
(d)	Earnings Per Share (Basic)	₹	**58.39**	83.37
(e)	The weighted average number of Ordinary equity shares outstanding during the year*	Nos.	**42,097,013**	42,100,825
(f)	Add: Adjustment for Employee Stock Options (Refer Note 15 (g))	Nos.	**13,550**	19,738
(g)	The weighted average number of Ordinary outstanding for diluted EPS	Nos.	**42,110,563**	42,120,563
(h)	Earnings Per Shares (Diluted)	₹	**58.37**	83.33

* The above no. of shares are after adjusting shares held by ESOP Trusts pending allotment to eligible employees being 940,501 shares as of March 31,2018 and 930,501 shares as of March 31,2017.

33 Contingent Liabilities

(Amount in ₹ Crore)

Particulars		As at March 31, 2018	As at March 31, 2017
(a)	Bonus related to retrospective period (Refer note (i))	**7.82**	7.82
(b)	Income Tax demands disputed in appeals (Refer note (ii))	**2.76**	2.76
(c)	Sales Tax demands disputed in appeals	**0.00**	21.81
(d)	Service Tax demands disputed in appeals (Refer note (iii))	**5.46**	5.40

Notes:

(i) 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

Notes forming part of the Consolidated Financial Statements

aggregating to ₹ 5.55 crores, which has been presented as exceptional item in the financials for the year ended 31.03.2017. 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.

(ii) The Company has ongoing disputes with Income Tax Authorities relating to tax treatment of certain items. These mainly include disallowed expenses, the tax treatment of certain expenses claimed by the Company as deductions and the computation of certain allowances.

(iii) Pertains to disputes in relation to tax on reverse charge mechanism.

(iv) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on the receipt of the judgements/decisions pending with various forums/authorities.

(v) The Company does not expect any reimbursements in respect of the above contingent liabilities.

34 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.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.

Tata Technologies Limited provides IT Consultancy, SAP implementation and maintenance,networking solutions, CAD/CAM engineering & design consultancy services in the automotive, industrial heavy machinery & aerospace verticals. The customers in these verticals are located at US / Europe / APAC region and to enable the company to serve their specific needs the company has set up legal entities in the respective geographies. The business is structured in such a way that the entire customer front ending and bidding process is carried out by these legal entities.

The Group thus drives business mainly through its subsidiaries. While management reviews performance for above verticals, they also review the risks and rewards in each geography. The risk and rewards of the company are directly affected by geographical location of its customers (i.e. place where its services are rendered). Decisions such as pricing, allocation of resources, allocation of assets etc. are taken based on opportunities in the respective geography. Since costs are incurred and accounted as per subsidiary set up and manpower skill sets are interchangeable, bottom line performance is reviewed with Geography being primary indicator and dominant source of risk and return.

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.The cost incurred during the year to acquire Segment fixed assets, Depreciation /Amortisation and non-cash expenses are not attributable to any reportable segment

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 the Consolidated Financial Statements

Geographic Segments
Year ended March 31, 2018 & March 31, 2017

(Amount in ₹ Crore)

Particulars	India	UK	NA	Rest of Europe	Rest of the World	Total
(a) Segment Revenue						
Total Segment Revenue	**725.13**	**1,006.22**	**754.07**	**304.49**	**297.22**	**3,087.13**
	716.87	1,180.44	834.31	260.46	248.15	3,240.23
Inter Segment Revenue	**(3.29)**	**(213.27)**	**(80.45)**	**(57.23)**	**(41.39)**	**(395.64)**
	(9.09)	(228.54)	(94.11)	(66.96)	(39.58)	(438.28)
Revenue from External Customers	**721.84**	**792.94**	**673.62**	**247.25**	**255.83**	**2,691.48**
	707.79	951.90	740.20	193.51	208.57	2,801.95
(b) Segment Results	**199.43**	**123.63**	**57.52**	**(27.79)**	**44.29**	**397.09**
	201.74	210.03	69.04	26.54	41.53	548.88
Unallocated Corporate Expenses (Net)						**(132.60)**
						(120.79)
Interest/Other Income						**84.54**
						34.69
Finance Cost						**(4.70)**
						(4.31)
Dividend Income						**0.53**
						1.41
Exceptional Items						**(8.33)**
						(8.25)
Profit before share of Equity accounted investees (net of tax)						**336.53**
						451.62
Share of loss in Joint Venture						**-**
						(1.46)
Profit before Tax						**336.53**
						450.16
Income Tax						**(99.05)**
						(107.64)
Deferred Tax						**8.33**
						8.46
Profit/(Loss) after Tax						**245.81**
						350.98

Revenue of approximately ₹ 1,175.56 crores (Previous Year- ₹ 1,295.53 crores) are derived from two major customers. These revenues are attributed to the India and UK segment.

Notes forming part of the Consolidated Financial Statements

35 Employee benefit plans

35.1 Defined contribution plans

The Company's contribution to defined contribution plan for the year ended March 31, 2018 has been recognised in the statement of Profit and Loss as follows.

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Contribution to provident fund	**16.44**	15.89
Contribution to superannuation fund	**4.25**	4.33
	20.69	20.22

35.2 Defined benefit plans

Defined benefits plans / long term compensated absences:

The principal assumptions used for the purposes of the actuarial valuations were as follows.

	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY)(Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17
Discount rate(s)	**7.7%**	7.5%	**7.7%**	7.5%	**6.75%**	6.75%	**7.7%**	7.3%	**7.7%**	7.5%
Expected rate(s) of salary increase	**5.75%-6%**	4%-5.5%	**5.75%-6%**	4%-5.5%	**-**	-	**-**	-	**5.75%-6%**	4%-5.5%
Medical inflation rate	**-**	-	**-**	-	**-**	-	**6.00%**	6.00%	**-**	-
Withdrawal rate:										
Age										
20 - 34 years	**15%**	15%	**15%**	15%	**15%**	15%	**15%**	15%	**15%**	15%
35 - 40 years	**8%**	8%	**8%**	8%	**8%**	8%	**8%**	8%	**8%**	8%
41 - 50 years	**4%**	4%	**4%**	4%	**4%**	4%	**4%**	4%	**4%**	4%
51 - 60 years	**2%**	2%	**2%**	2%	**2%**	2%	**2%**	2%	**2%**	2%

Amounts recognised in standalone statement of profit and loss in respect of these defined benefit plans 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-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17
Service cost:										
Current service cost	**5.73**	4.10	**0.75**	0.44	**0.19**	0.18	**1.04**	0.50	**3.80**	1.75
Net interest expense	**0.12**	0.15	**0.39**	0.27	**(0.08)**	(0.07)	**0.78**	0.51	**(0.76)**	0.32
Components of defined benefit costs recognised in profit or loss	**5.85**	**4.25**	**1.14**	**0.71**	**0.11**	**0.11**	**1.82**	**1.01**	**3.04**	**2.07**
Remeasurement on the net defined benefit liability:										
Return on plan assets (excluding amounts included in net interest expense)	**1.50**	(0.92)	**-**	-	**0.26**	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	**(0.02)**	1.73	**(0.05)**	0.26	**-**	-	**0.18**	1.16	**-**	-
Actuarial (gains) / losses arising from experience adjustments	**1.78**	1.51	**(0.39)**	0.07	**0.35**	(0.16)	**(0.49)**	0.17	**-**	-
Others										
Components of defined benefit costs recognised in other comprehensive income	**3.26**	0.51	**(0.44)**	1.18	**0.61**	(0.13)	**(0.31)**	3.50	**-**	-
Total	**9.11**	**4.76**	**0.70**	**1.89**	**0.72**	**(0.02)**	**1.51**	**4.51**	**3.04**	**2.07**

The current service cost and the net interest expense for the period are included in the 'Employee benefits expense' line item in the standalone statement of profit and loss.

Notes forming part of the Consolidated Financial Statements

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)

	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY)(Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17
Present value of funded defined benefit obligation	**(44.06)**	(37.83)	**(5.82)**	(5.22)	**(5.32)**	(6.34)	**(12.00)**	(10.80)	**(8.02)**	(7.07)
Fair value of plan assets	**36.55**	33.15	**-**	-	**5.76**	7.42	**-**	-	**-**	-
Funded status	**(7.51)**	**(4.68)**	**(5.82)**	**(5.22)**	**0.44**	**1.08**	**(12.00)**	**(10.80)**	**(8.02)**	**(7.07)**
Restrictions on asset recognised	**-**	-	**-**	-	**-**	-	**-**	-	**-**	-
Others	**-**	-	**-**	-	**-**	-	**-**	-	**-**	
Net liability arising from defined benefit obligation	**(7.51)**	**(4.68)**	**(5.82)**	**(5.22)**	**0.44**	**1.08**	**(12.00)**	**(10.80)**	**(8.02)**	**(7.07)**

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-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17
Opening defined benefit obligation	**37.83**	33.14	**5.22**	3.41	**6.34**	7.33	**10.80**	6.56	**7.07**	6.90
Current service cost	**5.73**	4.10	**0.75**	0.44	**0.19**	0.18	**1.04**	0.50	**3.80**	1.75
Interest cost	**2.70**	2.52	**0.39**	0.27	**0.42**	0.45	**0.78**	0.51	**0.45**	0.48
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	**(0.02)**	1.73	**(0.05)**	0.26	**-**	-	**0.18**	1.16	**-**	-
Actuarial gains and losses arising from experience adjustments	**1.78**	1.51	**(0.39)**	0.07	**0.35**	(0.16)	**(0.49)**	0.17	**-**	-
Others -	**-**	-	**-**	-	**-**	-	**-**	(1.22)	**(0.16)**	
Benefits paid	**(3.95)**	(3.36)	**(0.10)**	(0.08)	**(1.98)**	(1.46)	**(0.31)**	(0.27)	**(2.08)**	(1.90)
Closing defined benefit obligation	**44.06**	**37.83**	**5.82**	**5.22**	**5.32**	**6.34**	**12.00**	**10.80**	**8.02**	**7.07**

Movements in the fair value of the plan assets 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-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17
Opening fair value of plan assets	**33.15**	29.35	**-**	-	**7.42**	8.26	**-**	-	**-**	-
Interest income	**2.57**	2.37	**-**	-	**0.49**	0.51	**-**	-	**-**	-
Remeasurement gain (loss): Return on plan assets (excluding amounts included in net interest expense)	**(1.50)**	0.92	**-**	-	**(0.26)**	(0.03)	**-**	-	**-**	-
Others	**-**	-	**-**	-	**-**	-	**-**	-	**-**	-
Contributions from the employer	**6.28**	3.88	**0.10**	0.08	**0.09**	0.14	**0.30**	0.28	**2.08**	1.90
Benefits paid	**(3.95)**	(3.37)	**(0.10)**	(0.08)	**(1.98)**	(1.46)	**(0.30)**	(0.28)	**(2.08)**	(1.90)
Closing fair value of plan assets	**36.55**	**33.15**	**-**	**-**	**5.76**	**7.42**	**-**	**-**	**-**	**-**

Notes forming part of the Consolidated Financial Statements

Other benefits relating to the subsidiaries / JVs:

Compensated Absences and Gratuity - Charged to Statement of Profit & Loss during the year - ₹ 4.88 Crore (2016-17 ₹ 0.46 Crore) liabilities outstanding as at the year end ₹ 10.55 Crore (2016-17 ₹ 2.78 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

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

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%	8.70%	Defined	8.70%	Defined	7.75%	Defined	8.70%	7.00%
Decrease by 1%	6.70%	Defined	6.70%	Defined	5.75%	Defined	6.70%	5.00%
Impact on defined benefit obligation								
Increase by 1%	(3.55)	4.02	(0.54)	0.28	-	N.A.	(1.86)	2.01
Decrease by 1%	4.15	(3.56)	0.62	(0.26)	-	N.A.	2.38	(1.62)
Impact on service cost and interest cost								
Increase by 1%	(0.46)	0.52	(0.08)	0.05	-	N.A.	(0.20)	0.21
Decrease by 1%	0.54	(0.46)	0.09	(0.04)	-	N.A.	0.26	(0.17)

Maturity profile of defined benefit obligation:

Amount in ₹ Crore

	Gratuity (Funded)	Bhavishya Kalyan Yojana (BKY) (Unfunded)	Superannuation (Partly Funded)	Post Retirement Medicare Scheme (Unfunded)	Compensated Absence (Unfunded)
Within 1 Year	4.33	0.21	0.44	0.29	0.93
1-2 years	4.66	0.30	0.13	0.29	0.84
2-3 years	5.60	0.38	0.12	0.29	0.83
3-4 years	5.55	0.46	-	0.31	0.69
4-5 years	5.62	0.55	0.07	0.31	0.65
5-10 years	27.51	3.91	0.04	1.77	2.67

Notes forming part of the Consolidated Financial Statements

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, 2018 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 on a proportionate basis.

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.

36 Capital Management

The Group's capital comprises equity share capital, share premium, retained earnings and other equity attributable to equity holders.
The Group's objectives when managing capital are to :
- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

As Group's cash and bank balances are higher than net debt, hence the debt ratio is not applicable.

No changes were made in the objectives, policies or processes for managing capital of the Group during the current year and previous year.

Notes forming part of the Consolidated Financial Statements

Dividends

(Amount in ₹ Crore)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
(i) Equity shares Interim dividend declared during the year aggregating ₹ 40 per fully paid equity share*	**205.75**	180.17
(ii) Dividends not recognised at the end of the reporting period In addition to the above dividends, the directors have recommended the payment of a final dividend of ₹ 15 per fully paid equity share on April 20, 2018. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting*	**76.43**	-

* The above amounts are arrived after adjusting shares held by ESOP Trusts pending allotment to eligible employees being 940,501 shares as of March 31,2018 and 930,501 shares as of March 31,2017.

37.1 Categories of financial instruments

(Amount in ₹ Crore)

Particulars	As at March 31, 2018		As at March 31, 2017	
	FVTPL	Amortised cost	FVTPL	Amortised cost
Financial assets				
Investments :				
- mutual funds*	26.79	-	210.44	-
- debentures	-	5.00	-	5.00
- preference shares	-	5.00	-	5.00
Security deposits	-	6.70	-	6.72
Loans to related parties- Inter-corporate deposits	-	77.50	-	-
Bills of exchange	-	11.21	-	9.65
Derivative financial assets	0.01	-	2.79	-
Unbilled revenue	-	154.30	-	142.12
Trade receivables	-	605.05	-	525.96
Cash and cash equivalents	-	243.79	-	201.74
Other bank balances	-	16.27	-	103.86
Others	-	14.69	-	15.10
Total financial assets	**26.80**	**1,139.51**	**213.23**	**1,015.15**
Financial liabilities				
Borrowings	-	67.37	-	150.06
Trade payables	-	316.71	-	284.31
Derivative financial liability	1.15	-	0.44	-
Others	-	25.94	-	87.26
Total financial liabilities	**1.15**	**410.02**	**0.44**	**521.63**

Notes forming part of the Consolidated Financial Statements

37.2 (a) Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value.

To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows underneath the table:

(Amount in ₹ Crore)

Particulars	As at March 31, 2018	Fair value measurement at end of reporting year		
		Level 1	Level 2	Level 3
Financial Assets				
Investments in Mutual Funds	**26.79**	26.79	-	-
Derivative Financial instrument- Foreign currency forward contracts	**0.01**	-	0.01	-
Financial Liabilities				
Derivative Financial instrument- Foreign currency forward contracts	**1.15**	-	1.15	-

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 Mutual Funds	**210.44**	25.09	185.35	-
Derivative Financial instrument- Foreign currency forward contracts	**2.79**	-	2.79	-
Financial Liabilities				
Derivative Financial instrument- Foreign currency forward contracts	**0.44**	-	0.44	-

* Based on Net Asset Value (NAV) as published daily by respective Fund Houses.

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)

37.2 (b) Valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair value of the level 2 financial instruments included in the above tables:

1. Investments in mutual funds: The fair value is derived based on the closing Net Asset value published by the respective mutual fund houses.
2. Derivative instruments: The Company enters into foreign currency forward contracts with banks with investment grade credit ratings. These are valued using the forward pricing valuation technique, using present value calculations. The models incorporate various inputs including the credit quality of counterparties and foreign exchange spot and forward rates.

37.2 (c) As per Ind AS 107 "Financial Instrument:Disclosure", fair value disclosures are not required when the carrying amounts reasonably approximate the fair value. Accordingly fair value disclosures have not been made for the following financial instruments:-

1. Trade receivables
2. Cash and Cash Equivalent
3. Other Bank Balances

Notes forming part of the Consolidated Financial Statements

4. Loans
5. Borrowings
6. Trade payables
7. Other financial liabilities (except derivatives)
8. Other financial assets (except derivatives)

37.3 Financial risk management

In the course of its business, the Group 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 Group 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 Group's business plan.

Achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

37.4 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.

37.5 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 Group 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 Group, as per its risk management policy, uses foreign exchange and other derivative instruments primarily to hedge foreign exchange and interest rate exposure. The Group 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) refer below details.

Furthermore, any movement in the functional currencies of the various operations of the Group against major foreign currencies may impact the Group's revenues from its international operations. Any weakening of the functional currency may impact the Group's cost of imports and cost of borrowings and consequently may increase the cost of financing the Group's capital expenditures.

The Group uses forward exchange contracts to hedge its exposure in foreign currency. The information on derivative instruments is as follows:

Notes forming part of the Consolidated Financial Statements

Derivative instruments outstanding as at March 31, 2018 & March 31,2017 are as follows:

	As At	Bought/sold		Amount in Crore	Amount in ₹ Crore
Forward Exchange contracts	March 31, 2018	Sold	USD/INR	USD 0.29	18.58
		Sold	GBP/INR	GBP 1.00	92.28
	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

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, 2018	As at March 31, 2017
Not later than one month	**6.19**	83.26
Later than one month and not later than three months	**58.53**	160.27
Later than three months and not later than one year	**46.14**	1.73
	110.86	245.26

Notes forming part of the Consolidated Financial Statements

Foreign exchange currency exposures not covered by derivative instruments as at March 31, 2018 and March 31, 2017

(Amount in ₹ Crore)

Particulars	Currency	As at March 31, 2018		As at March 31, 2017	
		Amount in Foreign Currency	Equivalent amount in INR	Amount in Foreign Currency	Equivalent amount in INR
Financial Assets:					
Trade Receivables and unbilled revenue*	EUR	**0.55**	**44.75**	0.51	35.11
	GBP	**0.61**	**56.06**	0.78	63.33
	USD	**1.30**	**84.85**	0.17	10.88
	SGD	**0.10**	**5.17**	0.05	2.53
	RON	**0.00**	**0.08**	0.00	0.04
	CAD	**-**	**-**	0.02	0.80
	CNY	**1.16**	**11.98**	0.35	3.28
	JPY	**0.03**	**0.02**	-	-
	THB	**0.69**	**1.44**	-	-
	CHF	**0.01**	**0.69**	-	
	ZAR	**0.01**	**0.05**	0.00	0.02
	SEK	**1.63**	**12.75**	3.64	26.39
Loans & Advances*	EUR	**0.00**	**0.23**	-	-
	GBP	**0.00**	**0.01**	-	-
Current account with Bank (including cheques in hand/money in transit)	USD	**0.43**	**28.10**	0.22	14.52
	EUR	**0.12**	**9.73**	0.07	4.82
	GBP	**0.09**	**8.59**	0.03	2.15
	SGD	**0.01**	**0.64**	0.03	1.24
	CAD	**0.00**	**0.02**	-	-
	CNY	**0.00**	**0.00**	0.00	0.00
Total		**-**	**265.16**	**-**	**165.11**
Financial Liabilities:					
Trade Payables*	EUR	**0.16**	**13.09**	0.15	10.51
	SGD	**0.01**	**0.52**	0.00	0.14
	INR	**0.83**	**0.83**	0.53	0.53
	USD	**0.69**	**45.21**	0.14	9.33
	SEK	**0.03**	**0.26**	0.21	1.51
	GBP	**0.06**	**5.88**	0.04	3.24
	THB	**0.19**	**0.41**	0.57	1.08
	CAD	**-**	**-**	0.01	0.37
	AED	**0.00**	**0.01**	-	-
	CNY	**0.02**	**0.22**	0.04	0.40
Unsecured Loan	USD	**-**	**-**	0.04	2.46
Total			**66.43**		29.57

* 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 ₹ 26.52 crores as at March 31, 2018 (₹ 16.51 crores as at March 31, 2017) and ₹ 6.64 crores as at March 31,2018 (₹ 2.96 crores as at March 31,2017) for financial assets and financial liabilities respectively.

Notes forming part of the Consolidated Financial Statements

37.6 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 loans wherein sensitivity impact is not material.

37.7 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.

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Movement in the expected credit loss allowance		
Balance at the beginning of the year/period	**8.89**	9.24
Movement in expected credit allowance on trade receivables	**13.47**	0.64
Exchange fluctuation	**0.08**	(0.32)
Reversal of provisions for debts paid	**(9.39)**	(0.67)
Balance at the end of the year	**13.05**	**8.89**

37.8 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, 2018:

(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	316.71	316.57	0.14	-	316.71
	(284.31)	(284.21)	(0.10)	(-)	(284.31)
(b) Borrowings and interest thereon	67.37	67.37	-	-	67.37
	(150.06)	(150.01)	(0.05)	(-)	(150.06)
(c) Derivative liabilities	1.15	1.15	-	-	1.15
	(0.44)	(0.44)	(-)	(-)	(0.44)
(d) Other financial liabilities	25.94	25.06	0.88	-	25.94
	(87.26)	(84.33)	(2.93)	(-)	(87.26)
Total	**411.17**	**410.15**	**1.02**	**-**	**411.17**
	(522.07)	**(518.99)**	**(3.08)**	**(-)**	**(522.07)**

Notes forming part of the Consolidated Financial Statements

38 Related Party Disclosures for the year ended March 31, 2018

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	TMF Holdings Limited (Name changed from Tata Motors Finance Limited w.e.f. June 17, 2017)
	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 Plc
	22	Jaguar Land Rover Limited
	23	Jaguar Land Rover Austria GmbH
	24	Jaguar Land Rover Japan Limited
	25	JLR Nominee Company Limited (dormant)
	26	Jaguar Land Rover Deutschland GmbH
	27	Jaguar Land Rover North America LLC
	28	Jaguar Land Rover Nederland BV
	29	Jaguar Land Rover Portugal - Veículos e Peças, 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 Indústria e Comércio de Veículos 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 (dormant)
	45	The Jaguar Collection Limited
	46	Jaguar Cars Limited (dormant)
	47	Land Rover Exports Limited (dormant)
	48	Land Rover Ireland Limited

Notes forming part of the Consolidated Financial Statements

	49	The Daimler Motor Company Limited (dormant)
	50	Daimler Transport Vehicles Limited (dormant)
	51	S.S. Cars Limited
	52	The Lanchester Motor Company Limited (dormant)
	53	Shanghai Jaguar Land Rover Automotive Services Company Limited
	54	Jaguar Land Rover Pension Trustees Limited (dormant)
	55	Jaguar Land Rover Slovakia s.r.o
	56	Jaguar Land Rover Singapore Pte. Ltd.
	57	Jaguar Racing Limited
	58	InMotion Ventures Limited
	59	InMotion Ventures 1 Limited (Incorporated w.e.f. October 25, 2016)
	60	InMotion Ventures 2 Limited (Incorporated w.e.f. October 25, 2016)
	61	InMotion Ventures 3 Limited (Incorporated w.e.f. October 25, 2016)
	62	Jaguar Land Rover Colombia S.A.S (Incorporated w.e.f. August 22, 2016)
	63	Jaguar Land Rover Ireland (Services) Limited (Incorporated w.e.f. July 28, 2017)
	64	Jaguar Land Rover Taiwan Company Limited (Incorporated w.e.f. November 17, 2017)
	65	Jaguar Land Rover Servicios México, S.A. de C.V. (Servicios GDV Mexico S.A. de C.V. incorporated w.e.f October 2, 2017 and was renamed w.e.f. December 11, 2017)
	66	Jaguar Land Rover México, S.A.P.I. de C.V. (GDV Imports Mexico SAPI de C.V. ncorporated w.e.f October 2, 2017 and was renamed w.e.f. December 11, 2017)
	67	Tata Motors Finance Solutions Limited
	68	Tata Motors Finance Limited (Name changed from Sheba Properties Limited w.e.f. June 30, 2017) - (TMF Holdings Limited holds 96.62% and TMFSL holds 3.38 %)
	69	Spark44 (JV) Limited
	70	Spark44 Pty. Ltd. (Sydney, Australia)
	71	Spark44 GmbH (Frankfurt, Germany)
	72	Spark44 LLC (LA & NYC, USA)
	73	Spark44 Shanghai Limited (Shanghai, China)
	74	Spark44 DMCC (Dubai, UAE)
	75	Spark44 Demand Creation Partners Pvt. Limited (Mumbai, India)
	76	Spark44 Limited (London & Birmingham, UK)
	77	Spark44 Singapore Pte. Ltd. (Singapore)
	78	Spark44 Communications SL (Madrid, Spain)
	79	Spark44 S.r.l. (Rome, Italy)
	80	Spark44 Seoul Limited (Korea)
	81	Spark44 Japan K.K. (Tokyo, Japan)
	82	Spark44 Canada Inc (Toronto, Canada)
	83	Spark44 Pty. Limited (South Africa)
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	Automotive Skill Training Foundation (Section 25 Company)
	10	Automotive Stampings and Assemblies Limited
	11	Nanjing Tata Autocomp Systems Limited
	12	TACO Engineering (UK) Limited (ceased w.e.f. 11.08.2017)

Notes forming part of the Consolidated Financial Statements

13	TACO Engineering Services GmbH
14	TACO Holdings (Mauritius) Limited
15	TACO Kunststoffechnik GmbH (excluded from consolidation by TACO from 01.07.2009) (under liquidation w.e.f. 01.07.2009)
16	TACO Grundstuckverwaltungs GmbH (excluded from consolidation by TACO from 01.07.2009) (under liquidation w.e.f. 01.07.2009)
17	Ryhpez Holding (Sweden) AB (w.e.f. 08.08.2016)
18	TitanX Holding AB (w.e.f. 30.12.2016)
19	TitanX Engine Cooling Holding AB (w.e.f. 30.12.2016)
20	TitanX Engine Cooling Inc. (w.e.f. 30.12.2016)
21	TitanX Engine Cooling Kunshan Co. Ltd. (w.e.f. 30.12.2016)
22	TitanX Engine Cooling AB (w.e.f. 30.12.2016)
23	TitanX Refrigeracão de Motores LTDA (w.e.f. 30.12.2016)
24	Tata Ficosa Automotive Systems Private Limited (Tata Ficosa Automotive Systems Limited)
25	Tata AutoComp GY Batteries Private Limited (formerly Tata AutoComp GY Batteries Limited)
26	Tata Autocomp Hendrickson Suspensions Private Limited (formerly Taco Hendrickson Suspensions Private Limited)
27	Air International TTR Thermal Systems Limited
28	Tata Autocomp Katcon Exhaust System Private Limited (formerly Katcon India Private Limited)
29	TM Automotive Seating Systems Private Limited
30	Tata Toyo Radiator Limited
31	TACO Sasken Automotive Electronics Limited (excluded from consolidation by TACO from 01.10.2010) (under liquidation w.e.f. 30.09.2010)
32	Tata Cummins Private Limited
33	Fiat India Automobiles Private Limited
34	Chery Jaguar Land Rover Automotive Company Limited
35	Chery Jaguar Land Rover Auto Sales Company Limited (100% Subsidiaries of Chery Jaguar Land Rover Automotive Company Limited)
36	JT Special Vehicles Pvt. Limited (Incorporated as a JV with effect from July 13, 2016 with Jayem Automotives Pvt. Limited)
37	Ewart Investments Limited
38	Tata Limited
39	Tata AIA Life Insurance Company Limited
40	Tata AIG General Insurance Company Limited
41	Indian Rotorcraft Limited
42	Panatone Finvest Limited
43	TS Investments Limited
44	Tata SIA Airlines Limited
45	Infiniti Retail Limited
46	Tata Incorporated
47	Tata Business Support Services Limited
48	TBSS Healthcare TPA Services Limited (Amalgamated with Tata Business Support Services Limited pursuant to the order dated 30.11.2016 of the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and Andhra Pradesh. Effective Date: 23.03.2017. Appointed Date: 01.04.2016)
49	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) (Amalgamated with Tata Business Support Services Limited pursuant to the order dated 09.03.2017 of the Hon'ble National Company Law Tribunal bench at Mumbai. Effective Date: 23.03.2017. Appointed Date: 01.04.2016)
50	Tata Investment Corporation Limited
51	Simto Investment Company Limited
52	Tata Asset Management Limited

Notes forming part of the Consolidated Financial Statements

53	Tata Asset Management (Mauritius) Private Limited
54	Tata Pension Management Limited
55	Tata Consulting Engineers Limited
56	Ecofirst Services Limited
57	TCE QSTP-LLC (in liquidation)
58	Tata International AG, Zug
59	Tata AG, Zug
60	TRIF Investment Management Limited
61	Tata Petrodyne Limited
62	Belida B.V.
63	Dian Energy B.V.
64	Merangin B.V.
65	Meruap B.V.
66	Tata Advanced Systems Limited
67	Aurora Integrated Systems Private Limited
68	HELA Systems Private Limited
69	Nova Integrated Systems Limited
70	TASEC Limited (formerly TAS-AGT Systems Limited)
71	TASL Aerostructures Private Limited
72	Tata Lockheed Martin Aerostructures Limited
73	Tata Sikorsky Aerospace Limited (formerly Tata Aerospace Systems Limited)
74	Tata Boeing Aerospace Limited (formerly Tata Aerospace Limited)
75	Tata Capital Limited
76	India Collections Management Limited (Amalgamated with Tata Capital Limited w.e.f. 16.05.2016, Appointed Date: 01.04.2015)
77	Tata Capital Advisors Pte. Limited
78	Tata Capital Financial Services Limited
79	Tata Capital Forex Limited (formerly TT Holdings & Services Limited)
80	TATA Capital General Partners LLP
81	Tata Capital Growth Fund I
82	Tata Capital Healthcare General Partners LLP
83	Tata Capital Housing Finance Limited
84	Tata Capital Markets Pte. Limited
85	Tata Capital Plc
86	Tata Capital Pte. Limited
87	Tata Cleantech Capital Limited
88	Tata Infrastructure Capital Limited (Amalgamated with Tata Capital Limited w.e.f. 16.05.2016, Appointed Date: 01.04.2015)
89	Tata Opportunities General Partners LLP
90	Tata Securities Limited
91	TC Travel and Services Limited
92	Tata Housing Development Company Limited
93	Apex Realty Private Limited
94	Ardent Properties Private Limited
95	Concept Developers & Leasing Limited (formerly Concept Marketing and Advertising Limited)
96	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)
97	HLT Residency Private Limited
98	Kriday Realty Private Limited
99	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 the Consolidated Financial Statements

100 North Bombay Real Estate Private Limited
101 One-Colombo Project (Private) Limited
102 Promont Hillside Private Limited
103 Smart Value Homes (Boisar) Private Limited (formerly Niyati Sales Private Limited)
104 Tata Value Homes Limited (formerly Smart Value Homes Limited)
105 THDC Management Services Limited (formerly THDC Facility Management Limited)
106 World-One (Sri Lanka) Projects Pte. Limited
107 World-One Development Company Pte. Limited
108 Synergizers Sustainable Foundation (incorporated under Section 25 of the Companies Act, 1956)
109 Tata Realty and Infrastructure Limited
110 Acme Living Solutions Private Limited
111 Arrow Infraestate Private Limited
112 Gurgaon Construct Well Private Limited
113 Gurgaon Realtech Limited
114 HV Farms Private Limited
115 TRIF Gurgaon Housing Projects Private Limited
116 TRIL Amritsar Projects Limited (formerly TRIF Amritsar Projects Limited)
117 TRIL Constructions Limited
118 Wellkept Facility Mangement Services Private Limited (formerly TRIL Hospitality Private Limited)
119 TRIL Roads Private Limited
120 TRIL Urban Transport Private Limited
121 TRIL Infopark Limited
122 Hampi Expressways Private Limited
123 TRIF Real Estate And Development Limited
124 Dharamshala Ropeway Limited
125 Manali Ropeways Private Limited
126 International Infrabuild Private Limited
127 Uchit Expressways Private Limited (w.e.f. 10.10.2016)
128 TRPL Roadways Private Limited (w.e.f. 03.11.2016)
129 Tata Consultancy Services Limited
130 Alti HR S.A.S. (Merged with Alti S.A. w.e.f. 31.03.2018)
131 Alti NV (Merged with Tata Consultancy Services Belgium S.A. w.e.f. 30.03.2018)
132 Alti S.A.
133 Alti Switzerland S.A. (Merged with Tata Consultancy Services Switzerland Ltd. w.e.f. 29.03.2018)
134 APTOnline Limited (formerly APOnline Limited)
135 C-Edge Technologies Limited
136 CMC Americas Inc.
137 CMC eBiz Inc.
138 Diligenta Limited
139 MahaOnline Limited
140 MGDC S.C.
141 MP Online Limited
142 Planaxis Technologies Inc. (Liquidated w.e.f. 31.03.2018)
143 PT Tata Consultancy Services Indonesia
144 Tata America International Corporation
145 Tata Consultancy Services (Africa) (PTY) Ltd.
146 Tata Consultancy Services (China) Co., Ltd.
147 Tata Consultancy Services (Philippines) Inc.
148 Tata Consultancy Services (South Africa) (PTY) Ltd.
149 Tata Consultancy Services (Thailand) Limited

Notes forming part of the Consolidated Financial Statements

150	Tata Consultancy Services Argentina S.A.
151	Tata Consultancy Services Asia Pacific Pte Ltd.
152	Tata Consultancy Services Belgium S.A.
153	Tata Consultancy Services Canada Inc.
154	Tata Consultancy Services Chile S.A.
155	Tata Consultancy Services Danmark ApS
156	Tata Consultancy Services De Espana S.A.
157	Tata Consultancy Services De Mexico S.A.,De C.V.
158	Tata Consultancy Services Deutschland GmbH
159	Tata Consultancy Services Do Brasil Ltda
160	Tata Consultancy Services France SAS (Merged with Alti S.A. w.e.f. 31.03.2018)
161	Tata Consultancy Services Luxembourg S.A.
162	Tata Consultancy Services Malaysia Sdn Bhd
163	Tata Consultancy Services Netherlands BV
164	Tata Consultancy Services Osterreich GmbH
165	Tata Consultancy Services Portugal Unipessoal Limitada
166	Tata Consultancy Services Qatar S.S.C.
167	Tata Consultancy Services Sverige AB
168	Tata Consultancy Services Switzerland Ltd.
169	TCS e-Serve America, Inc.
170	TCS Financial Solutions (Beijing) Co., Ltd.
171	TCS Financial Solutions Australia Holdings Pty Limited
172	TCS Financial Solutions Australia Pty Limited
173	TCS FNS Pty Limited
174	TCS Iberoamerica SA
175	TCS Inversiones Chile Limitada
176	TCS Italia SRL
177	TCS Solution Center S.A.
178	TCS Uruguay S. A.
179	Teamlink (Liquidated with effect from 31.01.2018)
180	TESCOM (France) Software Systems Testing S.A.R.L. (Merged with Alti S.A. w.e.f. 31.03.2018)
181	TCS e-Serve International Limited
182	Tata Consultancy Services Japan, Ltd
183	TCS Foundation(formed under Section 8 of the Companies Act, 2013)
184	Tata Consultancy Services Saudi Arabia
185	Technology Outsourcing S.A.C.
186	MS CJV Investments Corporation (dissolved w.e.f. 24.01.2017)
187	Diligenta 2 Limited (dissolved w.e.f. 14.03.2017)
188	PT Financial Network Services (liquidated w.e.f. 16.03.2017)
189	Tata Trustee Company Limited
190	Tata Sky Limited
191	ACTVE Digital Services Private Limited
192	Tata Sky Broadband Private Limited (formerly Quickest Broadband Private Limited)
193	Eurofins Advinus Limited (formerly Advinus Therapeutics Limited) (ceased to be subsidiary w.e.f. 05.10.2017)
194	Advinus Therapeutics Inc. (ceased to be subsidiary w.e.f. 05.10.2017)
195	Impetis Biosciences Limited (w.e.f. 24.07.2017) (ceased to be subsidiary w.e.f. 05.10.2017)
196	Niskalp Infrastructure Services Limited (formerly Niskalp Energy Limited)
197	India Emerging Companies Investment Limited
198	Inshaallah Investments Limited
199	Tata Industries Limited
200	Apex Investments (Mauritius) Holding Private Limited (Amalgamated with Tata Industries Limited pursuant to the order dated 18.10.2017 of the Hon'ble NCLT at Mumbai Bench. Effective Date: 12.12.2017. Appointed Date: 01.04.2017)

Notes forming part of the Consolidated Financial Statements

201	Tata Advanced Materials Limited
202	Tata Interactive Systems AG
203	Tata Interactive Systems GmbH
204	Tata Unistore Limited (formerly Tata Industrial Services Limited)
205	Landmark E-tail Limited (Amalgamated with Tata Unistore Limited pursuant to the order dated 29.06.2017 of the Hon'ble NCLT at Mumbai Bench. Effective Date: 30.06.2017. Appointed Date: 01.07.2015)
206	Inzpera Healthsciences Limited (w.e.f 22.06.2016)
207	Qubit Investments Pte. Limited (w.e.f. 19.07.2016)
208	Tata Autocomp Systems Limited (Included above as a Direct Associate of Tata Motors Limited)
209	Tata International Limited
210	Alliance Motors Ghana Limited
211	Bachi Shoes Limited (Amalgamated with Tata International Limited pursuant to the order dated 05.07.2017 of the National Company Law Tribunal at Chennai and order dated 11.07.2017 of the National Company Law Tribunal at Mumbai. Effective Date: 01.04.2015. Appointed Date: 01.04.2015)
212	Blackwood Hodge Zimbabwe (Private) Limited
213	Calsea Footwear Private Limited
214	Cometal, S.A.R.L.
215	Euro Shoe Components Limited
216	Monroa Portugal, Comércio E Serviços, Unipessoal LDA
217	Move On Componentes E Calcado, S.A.
218	Move On Retail Spain, S.L.
219	M'Pumalanga Mining Resources SA
220	Pamodzi Hotels Plc
221	TAH Pharmaceuticals Limited
222	TAHL (Mauritius) Mining Projects Limited
223	Tata Africa (Cote D'Ivoire) SARL
224	Tata Africa Holdings (Ghana) Limited
225	TATA Africa Holdings (Kenya) Limited
226	Tata Africa Holdings (SA) (Proprietary) Limited
227	Tata Africa Holdings (Tanzania) Limited
228	Tata Africa Services (Nigeria) Limited
229	Tata Africa Steel Processors (Proprietary) Limited
230	Tata Automobile Corporation (SA) (Proprietary) Limited
231	Tata De Mocambique, Limitada
232	Tata Holdings Mocambique Limitada
233	Tata International Metals (Americas) Limited (formerly Tata Steel International (North America) Limited)
234	Tata International Metals (Asia) Limited (formerly Tata Steel International (Hongkong) Limited
235	Tata International Metals (UK) Limited (formerly Tata Steel International (UK) Limited)
236	Tata International Singapore Pte Limited
237	Tata International Trading Brasil Ltda (ceased w.e.f. 30.11.2017)
238	Tata South East Asia (Cambodia) Limited
239	Tata South-East Asia Limited
240	Tata Uganda Limited
241	Tata West Asia FZE
242	Tata Zambia Limited
243	Tata Zimbabwe (Private) Limited
244	TIL Leather Mauritius Limited
245	Tata International West Asia DMCC
246	Motor-Hub East Africa Limited
247	Tata International Vietnam Company Limited (w.e.f. 09.06.2016)
248	Tata Africa (Senegal) S.A.R.L. (merged entity w.e.f 30.06.2016 pursuant to the merger with

Notes forming part of the Consolidated Financial Statements

		Tata International Unitech Senegal)
	249	Tata International Canada Limited (w.e.f. 17.11.2016)
	250	Newshelf 1369 Pty Ltd. (w.e.f. 01.10.2016)
	251	TAHL (Mauritius) Power Projects Limited (ceased w.e.f. 14.04.2016)
	252	Tata International Unitech Senegal (formerly Unitech Motors S.A) (merged with Tata Africa (Senegal) S.A.R.L. w.e.f 30.06.2016)
	253	Taj Air Limited
	254	Taj Air Metrojet Aviation Limited
	255	AirAsia (India) Limited
	256	Strategic Energy Technology Systems Private Limited
	257	Tata Teleservices Limited
	258	A & T Road Construction Management and Operation Private Limited
	259	Pune Solapur Expressways Private Limited
	260	TRIL IT4 Private Limited (formerly Albrecht Builder Private Limited)
	261	Mikado Realtors Private Limited (w.e.f. 07.09.2016)
	262	MIA Infrastructure Private Limited
	263	Industrial Minerals and Chemical Company Private Limited (w.e.f. 31.03.2017)
	264	Nectar Loyalty Management India Limited (ceased w.e.f. 22.08.2016)
	265	Arvind and Smart Value Homes LLP
	266	Princeton Infrastructure Private Limited
	267	Sohna City LLP
	268	Technopolis Knowledge Park Limited
	269	HL Promoters Private Limited
	270	Kolkata-One Excelton Private Limited
	271	Sector 113 Gatevida Developers Private Limited (formerly Lemon Tree Land & Developers Private Limited)
	272	Promont Hilltop Private Limited
	273	Smart Value Homes (Peenya Project) Private Limited (formerly Smart Value Homes (Boisar Project) Private Limited)
	274	Smart Value Homes (New Project) LLP
	275	One Bangalore Luxury Projects LLP
	276	Tata International DLT Private Limited
	277	Tata International Wolverine Brands Limited
	278	Tata International GST AutoLeather Limited
	279	Synaptiv Limited (InMotion Ventures Limited holds Equity Investments valued at GB£1,56,000)
	280	DriveClubService Pte. Ltd. (InMotion Ventures Limited holds Equity Investments valued at US$2,50,000
	281	Cloud Car Inc
	282	Durg Shivnath Expressways Private Limited (formerly SMS Shivnath Infrastructure Private Limited (w.e.f. 26.04.2017)
	283	Matheran Rope-Way Private Limited (w.e.f. 19.06.2017)
	284	TATASOLUTION CENTER S.A.
	285	Alliance Finance Corporation Limited (w.e.f. 18.04.2017)
	286	Ardent Properties Private Limited (Ceased to be a subsidiary and is a joint venture w.e.f. 04.12.2017)
	287	MIA Infrastructure Private Limited (Ceased to be a joint venture and is a subsidiary w.e.f. 17.10.2017)
	288	SmartFoodz Limited (w.e.f. 16.11.2017)
	289	Impetis Biosciences Limited (w.e.f. 05.10.2017)
5 Post employment benefit plans	1	Tata Technologies (India) Limited Gratuity Fund
	2	Tata Technologies (India) Limited Superannuation Fund
	3	Tata Technologies (India) Limited Provident Fund

Notes forming part of the Consolidated Financial Statements

6	**Key Management Personnel of the Company**	1	Mr. Warren Harris, Managing Director
		2	Mr Anubhav Kapoor, Company Secretary
		3	Mr. Venkateswarlu S, Chief Financial Officer (upto August 31, 2017)
		4	Mr. J.K. Gupta, Chief Financial Officer (w.e.f. September 1, 2017)
		5	Mr. S. Ramadorai, Director
		6	Mr. P.P. Kadle, Director
		7	Mr. C. Ramakrishnan, Director (upto March 29, 2018)
		8	Mr. Rakesh Makhija, Director
		9	Mr. Falguni Nayar, Director
		10	Guenter Butschek, Director (w.e.f. March 30, 2018)
		11	PB Balaji, Director (w.e.f. March 30, 2018)
7	**Key Management Personnel in subsidiary companies & Joint Venture**	1	Mr. Fernando Oviedo
		2	Mr. Ramesh Indhewat (upto 30 June, 2016)
		3	Mrs. Sonal Ramrakhiani
		4	Mr. Rajarajan Shanmugam

Notes forming part of the Consolidated Financial Statements

38 Related Party Disclosures for the year ended March 31, 2018.

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	**-** (-)	**0.27** (-)	**-** (-)	**0.26** (0.55)	**-** (-)	**0.53** (0.55)
Sale of products	**41.70** (47.64)	**2.61** (2.71)	**0.01** (0.20)	**20.24** (7.24)	**-** (-)	**64.56** (57.79)
Services received	**1.70** (1.44)	**5.77** (0.88)	**0.61** (1.41)	**7.53** (12.00)	**-** (-)	**15.61** (15.73)
Services rendered	**465.07** (463.04)	**723.91** (843.48)	**-** -	**89.20** (121.54)	**-** (-)	**1,278.18** (1,428.06)
Finance placed (including loans, equity & ICD)	**1,269.25** (1,074.00)	**-** (-)	**-** (-)	**-** (30.00)	**-** (-)	**1,269.25** (1,104.00)
Finance received back (including loans,equity & ICD)	**1,191.75** (1,197.00)	**-** (-)	**-** (-)	**-** (60.00)	**-** (-)	**1,191.75** (1,257.00)
Dividend paid	**121.20** (106.05)	**3.25** (2.84)	**-** (-)	**22.48** (19.67)	**1.47** (1.47)	**148.40** (130.03)
Interest paid / (received)(net)	**(9.42)** (-8.56)	**(0.55)** (-0.55)	**-** (-)	**-** (-2.51)	**-** (-)	**(9.97)** (-11.62)
Remuneration	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**8.41** (7.91)	**8.41** (7.91)
Amount receivable including unbilled revenue	**86.34** (69.05)	**230.79** (109.69)	**0.09** (-)	**18.74** (40.04)	**-** (-)	**335.96** (218.78)
Amount payable	**0.87** (0.64)	**0.27** (0.00)	**0.25** (0.16)	**6.43** (9.06)	**0.16** (0.45)	**7.98** (10.31)
Amount receivable (in respect of loans and bonds)	**77.50** (-)	**5.29** (5.29)	**-** (-)	**-** (-)	**-** (-)	**82.79** (5.29)
Commission	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**0.35** (0.60)	**0.35** (0.60)
Sitting fees	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**0.27** (0.16)	**0.27** (0.16)

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 the Consolidated Financial Statements

Disclosure of material transactions:
Purchase of Products:
TAL Manufacturing Solutions Limited: ₹ 0.27 crore (March 31, 2017 ₹ Nil)
Tata Consultancy Services: ₹ 0.26 crore (March 31, 2017 ₹ 0.55 Crore)
Sale of products:
Tata Consultancy Services: ₹ 17.48 crore (March 31, 2017 ₹ 2.64 crore)
Services received:
Jaguar Land Rover Limited ₹ 5.18 crore (March 31, 2017 ₹ Nil)
Tata Sons Limited: ₹ 5.25 crore (March 31, 2017 ₹ 6.52 crore)
Services Rendered:
Jaguar Land Rover Limited ₹ 668.80 crore (March 31, 2017 ₹ 784.85 crores)
Dividend paid:
TATA Capital General Partners LLP. ₹ 14.99 crores (March 31, 2017 ₹ 13.11 crores)

(Amount in ₹ Crore)

Consideration of key management personnel	Year ended March 31, 2018	Year ended March 31, 2017
Short term benefits	**8.93**	8.12
Post employment benefits	**0.10**	0.02

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 personnels on estimate basis as a separate actuarial valuation is not available.

Refer note 35 for information on transactions with post-employment benefit plans.

Notes forming part of the Consolidated Financial Statements

39 Business Combination

Business combination occuring in the current reporting period:

On April 19, 2017, Tata Technologies Europe Ltd. (TTEL), entered into a Share Purchase agreement to acquire 100% shares in Escenda Holding AB (formerly know as Tescan Holding AB). Escenda is an engineering service company, headquartered in Gothenburg, Sweden.

(a) Details of the purchase consideration, assets and liabilities recognised and goodwill are as follows:

Particulars	Amount in SEK Million	Amount in ₹ Crore
Cash paid	67.28	48.81
Total purchase consideration	**67.28**	**48.81**
The assets and liabilities recognised as a result of the acquisition are as follows:		
Property, Plant and Equipment	1.15	0.83
Current assets	36.07	26.68
Current liabilities	(24.44)	(17.74)
Intangible asset identified on acquisition and recognised separately from goodwill	**31.00**	23.72
Fair values of Escenda's identifiable assets and liabilities (excluding deferred tax)	**43.78**	**33.49**
Deferred tax on Intangible asset	6.82	5.22
Goodwill*	**30.32**	**20.54**

*Goodwill is not deductible for income tax purposes.

(b) The assets and liabilities recognized as a result of the acquisition are as follows:

Particulars	Amount in SEK Million	Amount in ₹ Crore
Property, Plant and Equipment		
Tangible assets	0.54	0.39
Intangible assets	0.61	0.44
Total Fixed assets	**1.15**	**0.83**
Current assets		
Trade Receivables	26.25	19.55
Current Account with banks	5.98	4.33
Prepaid expenses	1.29	0.94
Unbilled Revenue	1.82	1.32
Loans and Advances to employees	0.46	0.34
Current income tax assets	0.27	0.20
Total Current assets	**36.07**	**26.68**
Current liabilities		
Trade Payables	10.63	7.71
Deferred Revenue	0.05	0.04
Statutory dues	6.30	4.57
Provision for employee benefits	7.46	5.42
Total Current liabilities	**24.44**	**17.74**

(c) Acquired receivables

The fair value of acquired trade receivables is ₹ 19.55 Crores. The gross contractual amount for trade receivables due is ₹ 19.55 Crores and hence expected uncollectible receivables are nil.

Notes forming part of the Consolidated Financial Statements

(d) Revenue and profit contribution

The acquired business has contributed revenues of ₹ 132.96 crores and loss before tax of ₹ 10.91 crores to the group revenue and profit before tax respectively for the year ended March 31, 2018. The figures for the current period are therefore not comparable with those of previous period.

(e) Transactions recorded separately in the business combination:

Acquisition related costs

Acquisition related costs of ₹ 1.93 crore paid towards professional and legal fees, stamp duty etc. are included in 'exceptional items' in the Statement of Profit and Loss.

Deferred consideration

The deferred consideration is payable to the selling shareholders of Escenda in four bi-annual installments and is contingent upon their continued employment for a period of two years. The deferred consideration is being recognised on a proportionate basis over a period of two years from the date of acquisition. An amount of ₹ 5.97 crore representing the proportionate charge of the deferred consideration has been recognised as an expense during the year ended March 31, 2018 and included in 'exceptional items' in the Statement of Profit and Loss

40 (a) Details of subsidiaries

The following subsidiary companies are considered in the consolidated financial statements

Sr.no	Name of the Subsidiary Company	Country of Incorporation	% of holding either directly or through subsidiary as at	
			March 31, 2018	March 31, 2017
	Direct Subsidiary			
1	TATA Technologies Pte. Ltd.	Singapore	**100**	100
	Indirect Subsidiaries			
2	Tata Technologies (Thailand) Limited	Thailand	**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
4	INCAT International Plc.	UK	**100**	100
5	Tata Technologies Europe Limited	UK	**100**	100
6	Escenda Engineering AB (Tata Technologies Europe Limited acquired 100% stake in the company w.e.f. May 1, 2017)	Sweden	**100**	-
7	INCAT GmbH (in process of liquidation)	Germany	**100**	100
8	Tata Technologies Inc. **	USA	**99.81**	99.81
9	Tata Technologies (Canada) Inc. ** (Liquidated w.e.f December 13, 2016)	Canada	**-**	99.81
10	Tata Technologies de Mexico, S.A. de C.V **	Mexico	**99.81**	99.81
11	Cambric Limited, Bahama **	Bahama, USA	**99.76**	99.76
12	Cambric UK Ltd.** (Dissolved w.e.f. May 23, 2017)	UK	**-**	99.81
13	Cambric GmbH (in process of liquidation) **	Germany	**99.81**	99.81
14	Midwest Managed Services Inc.** (Merged into Tata Technologies Inc. w.e.f. Feb 28, 2018)	Utah, USA	**-**	99.81
15	Tata Technolgies SRL, Romania ** (erstwhile Cambric Consulting SRL was renamed w.e.f February 4, 2015)	Romania	**99.76**	99.76
16	Tata Technologies Limited Employees Stock Option Trust	India	**100**	100
17	Zedra Corporate Services (Guernsey) Limited	UK	**100**	100

** For these subsidiaries though the holding is 99.81 % and 99.76 %, the indirect voting power is 100%.

Notes forming part of the Consolidated Financial Statements

40 (b) Company has set up ESOP Trusts, or administration, management and implementation of the various employee share based payment schemes of the Company. During the year, the Company consolidated these ESOP trusts in the consolidated financial statements of the Company, with effect from April 1, 2016. This consolidation resulted in the following immaterial changes to the Company's prior period financial statements:

- Retained earnings – Increase by ₹ 10.86 crore being the net effect of accumulated excess of income over expenditure as at March 31, 2016, profit/loss for the year ended March 31, 2017 and elimination of dividend paid to trusts on shares held by them.
- Share capital and securities premium – Decrease by ₹ 52.25 crore being value of shares held by trusts considered as treasury shares.
- Net assets – Decrease by ₹ 41.39 crore being net effect of other consolidation adjustments.

The Company evaluated the materiality of the above changes from both quantitative and qualitative perspective. Since these revisions were not material to any prior financial statements, no amendments to previously filed financial statements is required.

41 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	46.52%	(721.25)	72.20%	(177.47)	-1.56%	1.51	51.38%	(175.96)
	Direct Subsidiaries - Indian								
1	Tata Technologies Limited Employees Stock Option Trust	0.17%	(2.68)	0.08%	(0.20)	0.00%	-	0.06%	(0.20)
2	Direct and Indirect Subsidiaries - Foreign								
3	TATA Technologies Pte. Ltd.	46.84%	(726.17)	-1.13%	2.79	3.91%	(3.78)	0.29%	(0.99)
4	Tata Technologies (Thailand) Limited	0.65%	(10.10)	0.84%	(2.07)	0.83%	(0.80)	0.84%	(2.87)
5	Cambric Manufacturing Technologies (Shanghai) Co. Ltd. (named changed to Tata Manufacturing Technologies Consulting (Shanghai) Limited effective April 1, 2017)	2.51%	(38.89)	4.17%	(10.24)	3.20%	(3.10)	3.89%	(13.33)
6	INCAT International Plc.	2.85%	(44.21)	-0.10%	0.26	5.64%	(5.45)	1.52%	(5.20)
7	Tata Technologies Europe Limited	46.32%	(718.18)	23.85%	(58.63)	101.17%	(97.79)	45.69%	(156.42)
8	Escenda Engineering AB (Tata Technologies Europe Limited acquired 100% stake in the company w.e.f. May 1, 2017)	-0.01%	0.17	-4.42%	10.86	-1.37%	1.33	-3.55%	12.19
9	INCAT GmbH (in process of liquidation)	1.17%	(18.12)	0.19%	(0.47)	2.64%	(2.55)	0.88%	(3.02)
10	Tata Technologies Inc. (Including Midwest Managed Services Inc.which got merged into Tata Technologies Inc. w.e.f. Feb 28, 2018)	22.82%	(353.74)	1.97%	(4.84)	1.91%	(1.84)	1.95%	(6.69)
11	Tata Technologies de Mexico, S.A. de C.V	0.41%	(6.34)	0.22%	(0.53)	0.14%	(0.14)	0.20%	(0.67)
12	Cambric Limited, Bahama	1.23%	(19.07)	-0.09%	0.22	0.00%	-	-0.06%	0.22
13	Cambric UK Limited (Dissolved w.e.f. May 23, 2017)	0.00%	-	0.00%	-	0.45%	(0.43)	0.13%	(0.43)
14	Cambric GmbH (in process of liquidation)	0.13%	(1.96)	-0.12%	0.31	0.31%	(0.30)	0.00%	0.01
15	Tata Technolgies SRL, Romania (erstwhile Cambric Consulting SRL was renamed w.e.f February 4, 2015)	1.74%	(27.03)	2.67%	(6.55)	2.46%	(2.37)	2.61%	(8.93)
16	Zedra Corporate Services (Guernsey) Limited	0.71%	(10.93)	0.54%	(1.32)	0.02%	(0.02)	0.39%	(1.34)
	Joint Ventures(investment as per the equity method) - Indian								
	Tata HAL Technologies Ltd	0.00%	-	0.00%	-	0.00%	-	0.00%	-
	Consolidation Adjustment	-74.04%	1,148.04	-0.86%	2.12	-19.74%	19.08	-6.19%	21.20
	Total	**100.00%**	**(1,550.48)**	**100.00%**	**(245.81)**	**100.00%**	**(96.66)**	**100.00%**	**(342.47)**

Notes forming part of the Consolidated Financial Statements

42. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current period's classification / disclosure.

Immaterial regroupings/reclassifications done to previous year's figures to correspond with current period's classification/disclosure are as follows:

(Amount in ₹ Crore)

Particulars	Amount as per audited financial statements on 31 March 2017	Amount reclassified in current year	Nature of reclassification
Note 13- Other Bank balances	2.29	0.04	Regrouped under Pledged/lien with banks in Note 14 - other financial assets - non current
Note 8-Loans - Non current	56.33	2.03	Regrouped under Deposits with government authorities in Note 10 - other non-current assets
Note 8-Loans - Current	5.59	0.47	Regrouped under Loans to related parties in Note 14 - Other financial assets - current
		0.15	Regrouped under Deposits with government and others in Note 10 - Other current assets
Note 17-Trade payables	288.20	10.05	Regrouped under capital creditors in Note 19 -Other financial liabilities - current

(Amount in ₹ Crore)

Particulars	Amount as per audited financial statements on 31 March 2017	Amount reclassified in current year	Nature of reclassification
Consultancy fees, softwares and others	455.64	53.56	Regrouped Software-internal use, Professional fees and Training costs under Note 28 - Other expenses
Other expenses	251.50	3.28	Regrouped under Other gains and losses in Note 23 - Other income
Other expenses	251.50	3.65	Regrouped under Other non-operating income in Note 23 - Other income

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W - 100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

Guenter Butschek
Director
DIN : 07427375

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

PB Balaji
Director
DIN : 02762983

J.K.Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel & Company Secretary

Date: April 20, 2018
Place: Mumbai

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF TATA TECHNOLOGIES LIMITED

Report on the Audit of Standalone Indian Accounting Standards (Ind AS) Financial Statements

1. We have audited the accompanying standalone Ind AS financial statements of Tata Technologies Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018 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

2. 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 to 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 specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. The responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

4. We have taken into account the provisions of the Act and the Rules made thereunder including 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.

5. 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 and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements 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.

6. 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 auditors' judgment, 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.

7. We are also responsible to conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause an entity to cease to continue as a going concern.

8. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

9. 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 March 31, 2018, and its total comprehensive income (comprising of profit and other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Other Matter

10. The Ind AS financial statements of the Company for the year ended March 31, 2017, were audited by another firm of chartered accountants under the Companies Act, 2013 who, vide their report dated May 15, 2017, expressed an unmodified opinion on those financial statements.

Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

11. As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act ("the Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.

12. As required by Section 143 (3) of the Act, we report 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 the 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 specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

(g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:

i. The Company has disclosed the impact, if any, of pending litigations as at March 31, 2018 on its financial position in its standalone Ind AS financial statements – Refer Note 29;
ii. The Company did not have material foreseeable losses on long-term contracts including derivative contracts during the year ended March 31, 2018.
iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2018.
iv. The disclosures in the consolidated financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made since they do not pertain to the financial year ended 31 March 2018.

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration Number: 101248W/W-100022

Swapnil Dakshindas
Partner
Membership Number: 113896

Date: April 20, 2018
Place: Mumbai

Report on Internal Financial Controls Over Financial Reporting

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 12 (f) of the Independent Auditors' Report of even date to the members of Tata Technologies Limited on the Standalone Financial Statements for the year ended March 31, 2018

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Tata Technologies Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. 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 (the 'Guidance Note') 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 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 Companies Act, 2013.

Auditors' Responsibility

3. 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. 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.

4. 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. 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

6. 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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

7. 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

8. In our opinion, 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, 2018, 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 ICAI.

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration Number: 101248W/W-100022

Swapnil Dakshindas
Partner
Membership Number: 113896

Date: April 20, 2018
Place: Mumbai

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 11 of the Independent Auditors' Report of even date to the members of Tata Technologies Limited on the standalone financial statements as of and for the year ended 31 March 2018.

(i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.

(b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items 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 programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) The title deeds of immovable properties are held in the name of the Company.

(ii) The physical verification of inventory (traded) have been conducted at reasonable intervals by the Management during the year and no material discrepancies were noticed on physical verification.

(iii) According to the information and explanations given to us, and based on the audit procedures performed by us, the Company has granted unsecured loans to one party amounting to ₹ 77.50 crores to its holding company, which is a party covered in the register maintained under Section 189 of the Act.

(a) In respect of the aforesaid loans, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest.

(b) The aforesaid loans are repayable on demand. The holding company is repaying the principal amounts whenever called and is also regular in payment of interest.

(c) In respect of the aforesaid loans, there is no amount which is overdue for more than ninety days.

(iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Act in respect of the loans and investments made. The Company however, has not issued any guarantees or provided any security.

(v) The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified. Therefore, the provisions of Clause 3(v) of the said Order are not applicable to the Company.

(vi The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.

(vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues in respect of professional tax and tax deducted at source, though there has been a slight delay in few cases, and is regular in depositing undisputed statutory dues, including provident fund, income tax, sales tax, service tax, duty of customs, value added tax, cess, goods and service tax with effect from July 1, 2017 and other material statutory dues, as applicable, with the appropriate authorities.

(b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of tax dues, as at 31 March 2018 which have not been deposited on account of a dispute, are as follows:

Name of Statue	Nature of Dues	Forum where Dispute is pending	Period to which the amount relates	Amount involved (₹ in crore)	Amount Unpaid (₹ in crore)
Income Tax Act, 1961	Income Tax	Income Tax Appellate Tribunal	2006-07	0.28	0.14
Central Sales Tax, 1956	Sales Tax	Deputy Commissioner of Sales Tax (Appeals)	2003-04	0.003	NIL
Finance Act, 1994 (Service Tax Provisions)	Service Tax	CESTAT	2006-08	5.31	NIL

.(viii) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to banks. The Company does not have any loans or borrowings from any financial institution or Government, nor has it issued any debentures.

(ix) The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.

(x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

(xi) The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

(xii) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.

(xiii) The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with them. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

Swapnil Dakshindas
Partner
Membership Number: 113896

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration Number: 101248W/W-100022

Date: April 20, 2018
Place: Mumbai

Standalone Balance Sheet

(Amount in ₹ Crore)

Particulars	Note No.	As at March 31, 2018	As at March 31, 2017
I. ASSETS			
(1) Non-current Assets			
(a) Property, Plant and Equipment	3	**70.56**	77.24
(b) Capital work-in-progress		**0.11**	2.91
(c) Intangible assets	4	**50.37**	59.06
(d) Intangible assets under development	4	**12.84**	7.71
(e) Investments in subsidiaries and joint venture	5	**218.91**	218.91
(f) Financial assets:			
(i) Investments	6	**36.79**	35.09
(ii) Loans	7	**8.13**	7.92
(iii) Other bank balances	8	**0.05**	-
(iv) Other financial assets	9	**0.04**	0.04
(g) Income tax assets (net)	10	**9.14**	9.08
(h) Deferred tax asset (net)	10	**16.33**	22.16
(i) Other non-current assets	11	**7.15**	8.49
Total Non-current Assets		**430.42**	**448.61**
(2) Current Assets			
(a) Inventories		**1.21**	-
(b) Financial assets:			
(i) Investments	6	**-**	185.35
(ii) Trade receivables	12	**339.08**	224.26
(iii) Cash and cash equivalents	13	**20.94**	96.87
(iv) Other bank balances	8	**3.15**	2.25
(v) Loans	7	**77.72**	1.00
(vi) Other financial assets	9	**61.22**	50.44
(c) Current tax assets (net)	10	**-**	20.55
(d) Other current assets	11	**13.55**	18.62
Total Current Assets		**516.87**	**599.34**
Total Assets		**947.29**	**1,047.95**
II. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share capital	14	**43.04**	43.03
(b) Other Equity	15	**678.21**	709.06
Total Equity		**721.25**	**752.09**
Liabilities			
(2) Non-current Liabilities			
(a) Financial liabilities:			
(i) Trade payables	16	**0.15**	0.10
(ii) Other financial liabilities	17	**0.88**	2.93
(b) Provisions	18	**24.46**	21.93
Total Non-current Liabilities		**25.49**	**24.96**

(Amount in ₹ Crore)

Particulars	Note No.	As at March 31, 2018	As at March 31, 2017
(3) Current Liabilities			
(a) Financial liabilities:			
(i) Borrowings	19	-	97.28
(ii) Trade payables	16	**126.61**	124.52
(iii) Other financial liabilities	17	**22.76**	17.29
(b) Provisions	18	**1.38**	1.15
(c) Current tax liabilities (net)	10	**6.49**	14.04
(d) Other current liabilities	20	**43.31**	16.62
Total Current Liabilities		**200.55**	**270.90**
Total Liabilities		**226.04**	**295.86**
Total Equity and Liabilities		**947.29**	**1,047.95**
See accompanying notes forming integral part of these financial statements	1-35		

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W -100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

Guenter Butschek
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Managing Director
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Falguni Nayar
Director
DIN: 00003633

PB Balaji
Director
DIN : 02762983

J.K. Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: April 20, 2018
Place: Mumbai

Standalone Statement of Profit and Loss

(Amount in ₹ Crore)

Particulars	Note No.	For the year ended March 31, 2018	For the year ended March 31, 2017
I. Revenue from operations	21	**1,124.96**	1,112.08
II. Other income	22	**24.58**	21.93
III. Total Income (I + II)		**1,149.54**	1,134.01
IV. Expenses :			
(a) Purchases of traded products		**121.34**	114.50
(b) Outsourcing and consultancy charges		**53.95**	45.38
(c) Employee benefits expense	23	**542.99**	515.91
(d) Finance costs	24	**2.22**	0.99
(e) Depreciation and amortisation expense	25	**50.40**	51.40
(f) Other expenses	26	**143.69**	131.32
Total expenses (IV)		**914.59**	859.50
V. Profit before exceptional items and tax (III-IV)		**234.95**	274.51
VI. Exceptional Items			
-Retrospective statutory benefits expense	29(i)	**-**	5.55
-Provision for Impairment of Investment in Joint Venture	5(iii)	**-**	5.07
VII. Profit before tax (V-VI)		**234.95**	263.89
VIII. Tax Expense :	27		
(a) Current tax		**69.07**	57.34
(b) Deferred tax		**(11.59)**	(6.88)
		57.48	50.46
IX. Profit for the year (VII-VIII)		**177.47**	213.43
Other comprehensive income/(loss) for the year			
Items that will not be reclassified to profit or loss:			
(i) Remeasurement of post employment benefits obligations		**(3.12)**	(5.06)
(ii) Income tax relating to above items		**1.08**	1.75
Items that may be reclassified to profit or loss :			
(i) Exchange differences on translation of operations of a foreign branch		**0.53**	(0.09)
X. Other comprehensive income/(loss) for the year		**(1.51)**	(3.40)
XI. Total comprehensive income for the year (IX+X)		**175.96**	210.03
XII. Earnings Per Equity Share (Face value of ₹ 10 each):	**28**		
(a) Basic (in ₹)		**41.24**	49.60
(b) Diluted (in ₹)		**42.15**	49.58
See accompanying notes forming integral part of these financial statements	**1-35**		

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W -100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

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PB Balaji
Director
DIN : 02762983

J.K. Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: April 20, 2018
Place: Mumbai

Standalone Cash Flow Statement

(Amount in ₹ Crore)

Particulars	For the year ended	
	March 31, 2018	March 31, 2017
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit for the year	**177.47**	213.43
Adjustments for:		
Depreciation and amortisation	**50.40**	51.40
Disallowance of TDS abroad	**0.21**	0.27
Tax expense	**57.48**	50.46
Dividend income on investments	**(0.53)**	(1.41)
(Profit)/Loss on sale of investments (net)	**(0.25)**	(5.12)
(Profit)/Loss on sale of tangible and intangible fixed assets	**0.14**	(0.28)
Interest income	**(10.98)**	(17.51)
Finance costs	**2.22**	0.99
Unrealised exchange loss / (gain)	**(4.58)**	(1.89)
Effect of exchange differences on translation of foreign currency cash & cash equivalent	**(1.16)**	1.12
Allowance for expected credit loss (net)	**2.49**	(0.02)
Change in fair value of investments	**(1.62)**	3.28
Provision for Impairment of Investment in Joint Venture	**-**	5.07
Operating profit before working capital changes	**271.29**	299.79
Working capital adjustments		
(Increase) / decrease in trade receivables	**(108.65)**	(28.57)
(Increase) / decrease in inventories	**(1.21)**	-
(Increase) / decrease in other current assets	**5.07**	(7.05)
(Increase) / decrease in other current financial assets	**(10.76)**	(2.07)
(Increase) / decrease in current loans	**1.08**	0.29
(Increase) / decrease in non-current loans	**(0.21)**	(0.46)
(Increase) / decrease in other non-current assets	**1.34**	(0.54)
Increase / (decrease) in trade payables	**2.44**	3.31
Increase / (decrease) in other financial liabilities	**3.82**	(1.22)
Increase / (decrease) in other current liabilities	**26.69**	3.74
Increase / (decrease) in current provisions	**0.23**	(0.41)
Increase / (decrease) in non-current provisions	**(0.59)**	1.56
CASH GENERATED FROM OPERATIONS	**190.54**	268.37
Income taxes paid (net)	**(37.84)**	(40.88)
NET CASH FLOW GENERATED/(USED) FROM OPERATING ACTIVITIES	**152.70**	227.49
B. CASH FLOW FROM INVESTING ACTIVITIES		
Dividend received	**0.42**	0.42
Other bank Balances	**(0.95)**	(0.29)
Interest received on bank deposit and others	**0.14**	5.89
Inter corporate deposits placed	**(1,269.25)**	(1,104.00)
Inter corporate deposits refunded	**1,191.75**	1,257.00
Loans to others	**-**	(0.87)
Interest received from inter corporate deposits / bonds	**10.51**	11.31
Purchase of mutual funds	**(139.00)**	(210.35)
Sale of mutual funds	**324.60**	64.77
Proceeds from sale of tangible and intangible fixed assets	**0.20**	0.31
Payment for purchase of tangible and intangible fixed assets (including capital work in progress)	**(38.96)**	(57.15)
NET CASH FLOW GENERATED/(USED) FROM INVESTING ACTIVITIES	**79.46**	(32.96)

(Amount in ₹ Crore)

Particulars	For the year ended	
	March 31, 2018	March 31, 2017
C. CASH FLOW FROM FINANCING ACTIVITIES		
Share application money received pending allotment	**0.40**	0.40
Proceeds from issue of shares including securities premium	**-**	0.22
Interest paid	**(2.25)**	(1.04)
Dividends paid (including dividend tax)	**(206.31)**	(180.98)
Proceeds from current borrowings	**150.41**	202.74
Repayment of current borrowings	**(252.03)**	(200.94)
NET CASH FLOW GENERATED/(USED) IN FINANCING ACTIVITIES	**(309.78)**	(179.60)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS	**(77.62)**	14.93
Cash and cash equivalents at the end of the year (Refer note iii)	**20.94**	96.87
Cash and cash equivalents at the beginning of the year (Refer note iii)	**96.87**	83.15
Less: Effect of exchange rate changes on cash and cash equivalents	**(1.16)**	1.12
Add: Translation adjustment on reserves of foreign branch	**0.53**	(0.09)
	(77.62)	14.93
Cash and cash equivalents at the end of the year (Refer note iii)	20.94	96.87
Cash and cash equivalents at the beginning of the year (Refer note iii)	96.87	83.15
Less: Effect of exchange rate changes on cash and cash equivalents	(1.16)	1.12
Add: Translation adjustment on reserves of foreign branch	0.53	(0.09)
	(77.62)	14.93

Notes:

(i) The above Cash Flow Statement has been prepared under the Indirect method set out in Indian Accounting Standard (Ind AS) 7 on Statement of Cash Flows.

(ii) Prior year comparatives have been reclassified to confirm with current year's presentation, where applicable.

(iii) For the purpose of cash flow Cash and cash equivalents comprise :

Cash and Cash Equivalents

(Amount in ₹ Crore)

Particulars	For the year ended	
	March 31, 2018	March 31, 2017
Balances with banks:		
- Current account	**18.43**	60.57
- Deposits with maturity of less than three months	**-**	32.75
Cheques, drafts on hand/funds in transit	**2.49**	3.54
Cash on hand	**0.02**	0.01
	20.94	96.87

Reconciliation of liabilities arising from financing activities

(Amount in ₹ Crore)

Particulars	March 31, 2017	Cash flows	Foreign Exchange Movement	March 31, 2018
Current borrowings	97.28	(101.62)	4.34	-

See accompanying notes forming integral part of these financial statements 1-35

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W -100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

S Ramadorai
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DIN: 00000002

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J.K. Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: April 20, 2018
Place: Mumbai

Statement of changes in Equity

(Amount in ₹ Crore)

Other Equity	Part A - Equity Share Capital	Part B - Equity Share Capital							Total other equity
			Reserves and Surplus				Items of other comprehensive income		
	Equity share capital	Share application money pending allotment	Securities Premium Reserve	Securities Premium identified seperately for consolidation adjustment	General reserve	Retained earnings	Foreign Currency Translation Reserve	Remeasurments of post employment benefit obligations (net of tax effect)	
Balance as at April 1, 2016	**43.02**	**0.19**	**350.52**	**23.16**	**134.65**	**172.36**	**-**	**(1.19)**	**679.69**
Profit for the year	-	-	-	-	-	213.43	-	-	213.43
Other comprehensive loss for the year (net of tax)	-	-	-	-	-	-	(0.09)	(3.31)	(3.40)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**213.43**	**(0.09)**	**(3.31)**	**210.03**
Issue of equity shares under employee share option plan	-	(0.19)	0.40	-	-	-	-	-	0.21
Dividend paid (₹40 per share) (including dividend tax)	-	-	-	-	-	(181.27)	-	-	(181.27)
Issue of equity shares under employee share option plan pending allotment	0.01	0.40	-	-	-	-	-	-	0.40
Balance as at March 31, 2017	**43.03**	**0.40**	**350.92**	**23.16**	**134.65**	**204.52**	**(0.09)**	**(4.50)**	**709.06**
						-			
Balance as at April 1, 2017	**43.03**	**0.40**	**350.92**	**23.16**	**134.65**	**204.52**	**(0.09)**	**(4.50)**	**709.06**
Profit for the year	-	-	-	-	-	177.47	-	-	177.47
Issue of equity shares	0.01	-	-	-	-	-	-	-	-
Other comprehensive loss for the year (net of tax)	-	-	-	-	-	-	0.53	(2.04)	(1.51)
Total comprehensive income for the year	**0.01**	**-**	**-**	**-**	**-**	**177.47**	**0.53**	**(2.04)**	**175.96**
Issue of equity shares under employee share option plan	-	(0.40)	0.39	-	-	-	-	-	(0.01)
Dividend paid (₹40 per share) (including dividend tax)	-	-	-	-	-	(207.20)	-	-	(207.20)
Issue of equity shares under employee share option pending allotment	-	0.40	-	-	-	-	-	-	0.40
Balance as at March 31, 2018	**43.04**	**0.40**	**351.31**	**23.16**	**134.65**	**174.79**	**0.44**	**(6.54)**	**678.21**

See accompanying notes forming integral part of these financial statements 1-35

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W -100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

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PB Balaji
Director
DIN : 02762983

J.K. Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: April 20, 2018
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 six offices located at Mumbai, Lucknow, Jamshedpur, Bangalore, Chennai, Hyderabad 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).

2. Summary of Significant Accounting Policies

2.1 Basis of Preparation

(i) Statement of compliance

These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

(ii) Historical cost convention

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis, except for the following:
- certain financial assets and liabilities which are measured at fair value;
- share- based payments

(iii) Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current -noncurrent classification of assets and liabilities.

(iv) Critical estimates and judgements

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. 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:

(a) Useful lives of Property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

b) **Income Taxes**

Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

c) **Deferred Taxes**

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carryforwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period is reduced.

d) **Expected credit losses on financial assets**

The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.

e) **Revenue Recognition and unbilled revenue (to the extent of projects where revenue is recognized on percentage completion method)**

The Company uses the percentage-of-completion method in accounting for its fixed-price contracts. Use of the percentage-of-completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

f) **Defined benefit plans and compensated absences**

The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

2.2. Foreign currency transaction and translation

(i) Functional and presentation currency:

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

(ii) Transactions and balances

Transactions in foreign currency are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign-currency denominated monetary assets and liabilities are re-instated into the 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.

(iii) Foreign operations

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into presentation currency as follows:

- Assets and liabilities are translated at the closing rate at the date of the Balance Sheet

- Income and expense items are translated at the average exchange rates for the respective months (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions).

- All resulting exchange differences are recognized in other comprehensive income and held in foreign currency translation reserve (FCTR), a component of equity. When a foreign operation is disposed of, the relevant amount recognized in FCTR is transferred to the statement of income as part of the profit or loss on disposal.

2.3. Revenue recognition

Revenue is measured at fair value of consideration received or receivable. Amounts disclosed as revenue are net of trade allowances, rebates, discounts, value added taxes and other amounts collected on behalf of third parties.

The company recognised revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below.

(i) Time and material contracts:

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.

(ii) Fixed price contracts:

Revenues from fixed price contracts are recognized using percentage of completion method. Percentage of completion is determined based on efforts or costs incurred to date as a percentage of total estimated efforts or costs required to complete the project. The efforts or cost expended are used to measure progress towards completion as there is a direct relationship between input and productivity. If the Company does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable.

When total cost estimates exceed revenues in an arrangement, the estimated losses are recognized in the statement of income in the period in which such losses become probable based on the current contract estimates.

'Unbilled revenues' represent earnings in excess of billings as at the end of the reporting period. 'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for which no services have been rendered are presented as 'Advance from customers'.

(iii) Multiple element arrangements:

'Revenue from contracts with multiple-element arrangements are recognized using the guidance in Ind AS 18, Revenue. The Company allocates the arrangement consideration to separately identifiable components based on their relative fair values or on the residual method. Fair values are determined based on sale prices for the components when it is regularly sold separately, third-party prices for similar components or cost plus an appropriate business-specific profit margin related to the relevant component.

(iv) Products:

Revenue from sale of hardware, third party licenses and support are recognized when the significant risks and rewards of ownership have been transferred to the buyer, continuing managerial involvement usually associated with ownership and effective control have ceased, the amount of revenue can be measured reliably, it is probable that economic benefits associated with the transaction will flow to the Company and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

(v) Interest income:

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.

(vi) Dividend income:

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.

(vii) Export incentive:

Export incentives/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.

2.4. Property, plant and equipment

(i) Recognition and measurement:

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure 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.

The carrying amount of any component accounted for as a separate asset is derecognised when discarded/scrapped.

All other repairs and maintenance costs are charged to profit and loss in the reporting period in which they occur.

Deposits and advances paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not available for use before such date are disclosed under capital work- in-progress.

As asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

(ii) Depreciation:

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 estimated 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.

2.5. 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.

Internally generated intangible asset arising from development activity is recognised at cost on demonstration of its technical feasibility, the intention and ability of the Company to complete, use or sell it, only if, it is probable that the asset would generate future economic benefit and the expenditure attributable to the said assets during its development can be measured reliably.

Software not exceeding ₹ 25,000 is charged off to the statement of profit and loss.

2.6. 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.

2.7. Financial instruments

(a) Financial assets:
(i) Classification
The Company classifies its financial assets in the following measurement categories:
- those to be measured subsequently at fair value (either though other comprehensive income, or through profit and loss), and
- those measured at amortised cost

The classification depends on the entity's business model for managing the financial assets and the contractual cash flow characteristics.

For investments in debt instruments, this will depend on business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(ii) Initial recognition:

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

(iii) Measurement:

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents:

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system. In the balance sheet, bank overdrafts are presented under borrowings within current liabilities.

Investment in subsidiaries:

The Company has accounted for its investment in subsidiaries at cost less impairment.

Financial assets carried at amortised cost:

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVOCI):

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

Financial assets at fair value through profit or loss (FVTPL):

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(iv) Impairment of financial assets:

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. In determining the allowances for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(v) Derecognition of financial assets:

The Company derecognizes a financial asset when

- the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under IND AS 109.
- retains contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.

When the entity has neither transferred a financial asset nor retained substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to extent of continuing involvement in the financial asset."

(b) Financial Liabilities
(i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

(ii) Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortised cost:

Borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value due to the short-term maturity of these instruments.

(iii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

(iv) Derivative financial instruments

The Company is exposed to foreign currency fluctuations on foreign currency assets, liabilities, net investment in foreign operations and forecasted cash flows denominated in foreign currency.

The Company limits the effect of foreign exchange rate fluctuations by following established risk management policies including the use of derivatives. The Company enters into derivative financial instruments where the counterparty is primarily a bank.

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.

2.8. 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, 2018, none of the Company's property, plant and equipment and intangible assets were considered impaired.

2.9. Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation (legal or constructive) 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. Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

2.10. Earnings per equity share

Basic earnings per share is computed by dividing net income by the weighted average number of shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted average number of shares outstanding during the period adjusted for treasury shares held and dilutive potential shares, except where the result would be anti-dilutive.

2.11. Inventories

Inventories are valued at the lower of cost and net realizable value. Cost of inventories is 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.

2.12. Taxation

Income tax 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.

(i) Current income tax:

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted as at the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and liability simultaneously.

(ii) Deferred income tax:

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, 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 profits or loss at the time of the transaction.

Deferred income tax assets are recognized to the extent 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 utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries, associates and foreign branches 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 utilized. Deferred income tax assets and liabilities are measured at 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 at the reporting date.

The Company offsets deferred income tax assets and liabilities, where it has a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to taxes levied by the same taxation authority on either the same taxable entity, or on different taxable entities where there is an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

(iii) Minimum Alternate Tax (MAT)

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 in the future.

2.13. Employee benefits

(i) Post-employment benefit plans:

The Company participates in various employee benefit plans. Pensions and other post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks fall on the employee. The expenditure for defined contribution plans is recognized as an expense during the period when the employee provides service. Under a defined benefit plan, it is the Company's obligation to provide agreed benefits to the employees. The related actuarial and investment risks fall on the Company. The present value of the defined benefit obligations is calculated by an independent actuary using the projected unit credit method.

The Company has the following employee benefit 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. In accordance with an actuarial valuation, there is no deficiency in the interest cost as the present value of the expected future earnings on the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest.

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.

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.

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 contributes up to 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 accounts 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 accounts 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. 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 accounts 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.

(ii) 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.

2.14. Share based payments

Share-based compensation benefits are provided to the employees via the Employee Stock Option Plan 2001(TTESOP 2001) and the various Employee Share Purchase Plans. All share based payment schemes of the company are administered through trusts set up by the Company for this purpose.

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit or loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

Cash-settled transactions

The cost of cash-settled transactions is measured initially at fair value at the grant date. This fair value is expensed over the period until the vesting date with recognition of a corresponding liability. The liability is remeasured to fair value at each reporting date up to, and including the settlement date, with changes in fair value recognised in employee benefits expense.

2.15. 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.

2.16. 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. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an 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 or loss.

Deposits provided to lessors: The Company is generally required to pay refundable security deposits in order to obtain property leases from various lessors. Such security deposits are financial assets and are recorded at fair value on initial recognition. The difference between the initial fair value and the refundable amount of the deposit is recognized as a lease prepayment. The initial fair value is estimated as the present value of the refundable amount of security deposit, discounted using the market interest rates for similar instruments.

Subsequent to initial recognition, the security deposit is measured at amortized cost using the effective interest method with the carrying amount increased over the lease period up to the refundable amount. The amount of increase in the carrying amount of deposit is recognized as interest income. The lease prepayment is amortized on a straight-line basis over the lease term as lease rental expense.

2.17. Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their nature.

2.18. Exceptional items

The Company considers exceptional items to be those which derive from events or transactions which are significant for separate disclosure by virtue of their size or incidence in order for the user to obtain a proper understanding of the Company's financial performance. These items include, but are not limited to, acquisition costs, impairment charges, reorganisation costs and profits and losses on disposal of subsidiaries and other one-off items which meet this definition. To provide a better understanding of the underlying results of the period, exceptional items are reported separately in the Statement of Profit or Loss.

2.19. Recent Accounting Pronouncements

Standards issued but not yet effective

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") had notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency.

The amendment will come into force from April 1, 2018. The company is evaluating the requirements of the amendments and the impact on the financial statements is being evaluated.

Ind AS 115- Revenue from Contract with Customers:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") had notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition:

- Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors

- Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach)

The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018.

The Company will adopted the standard on April 1, 2018 by using the cumulative catch-up transition method and accordingly comparatives for the year ending or ended March 31, 2018 will not be retrospectively adjusted. The company is evaluating the requirements of the amendments and the impact on the financial statements is being evaluated.

Notes forming part of the Standalone Financial Statements

3 Property, Plant and Equipment

(Amount in ₹ Crore)

Property, plant and equipment	Owned Assets							Total
	Buildings	Plant and equipments	Office equipments	Computers	Furniture and fixtures	Vehicles	Leasehold Improvements	
Gross carrying value at at April 1, 2016	**14.82**	**17.05**	**4.41**	**46.15**	**8.82**	**0.71**	**12.09**	**104.05**
Additions	2.53	1.57	0.61	13.96	0.48	0.10	0.43	19.68
Disposals	-	(0.01)	(0.09)	(0.05)	-	(0.29)	-	(0.44)
Gross carrying value at at March 31 2017	**17.35**	**18.61**	**4.93**	**60.06**	**9.30**	**0.52**	**12.52**	**123.29**
Accumulated depreciation at at April 1, 2016	1.21	1.96	1.10	14.67	1.68	0.36	1.56	22.54
Depreciation for the year	1.21	2.11	1.20	16.44	0.84	0.29	1.84	23.93
Disposals	-	(0.01)	(0.09)	(0.03)	-	(0.29)	-	(0.42)
Accumulated depreciation at at March 31 2017	**2.42**	**4.06**	**2.21**	**31.08**	**2.52**	**0.36**	**3.40**	**46.05**
Net carrying value at at March 31 2017	**14.93**	**14.55**	**2.72**	**28.98**	**6.78**	**0.16**	**9.12**	**77.24**
Gross carrying value at at April 1, 2017	**17.35**	**18.61**	**4.93**	**60.06**	**9.30**	**0.52**	**12.52**	**123.29**
Additions	0.40	0.81	0.52	10.12	0.75	1.23	2.54	16.37
Disposals	-	(0.03)	(0.02)	(0.46)	(0.31)	-	(0.55)	(1.37)
Other adjustments*	-	(0.04)	(0.87)	0.91	-	-	-	-
Gross carrying value as at March 31, 2018	**17.75**	**19.35**	**4.56**	**70.63**	**9.74**	**1.75**	**14.51**	**138.29**
Accumulated depreciation at at April 1, 2017	**2.42**	**4.06**	**2.21**	**31.08**	**2.52**	**0.36**	**3.40**	**46.05**
Depreciation for the year	1.28	1.98	1.01	15.06	0.95	0.33	2.12	22.73
Disposals	-	(0.03)	(0.02)	(0.40)	(0.05)	-	(0.55)	(1.05)
Other adjustments*	-	(0.01)	(0.50)	0.51	-	-	-	-
Accumulated depreciation as of March 31, 2018	**3.70**	**6.00**	**2.70**	**46.25**	**3.42**	**0.69**	**4.97**	**67.73**
Net carrying value as at March 31, 2018	**14.05**	**13.35**	**1.86**	**24.38**	**6.32**	**1.06**	**9.54**	**70.56**

* Assets regrouped during the year

(i) Contractual obligations: The estimated amount of contracts remaining to be executed on capital account, and not provided for is ₹ 4.55 Crore as at March 31, 2018 (₹ 8.83 Crore as at March 31, 2017).

3 (ii) Leases

The Company has taken building, plant and equipment and computers under operating lease. The following is the summary of future minimum lease rental payments under non-cancellable operating leases entered into by the Company:

(Amount in ₹ Crore)

	As at March 31, 2018 Minimum Lease Payments	**As at March 31, 2017 Minimum Lease Payments**
Not later than one year	**2.82**	7.09
Later than one year but not later than five years	**1.52**	4.29
Later than five years	**3.13**	3.17
Total minimum lease commitments	**7.47**	14.55
Less: future finance charges	**-**	-
Present value of minimum lease payments	**7.47**	14.55

Total operating lease rent expenses were ₹ 15.59 crores for the year ended March 31, 2018 and ₹ 14.38 crores for the year ended March 31, 2017.

Notes forming part of the Standalone Financial Statements

4 Intangible assets

(Other than internally generated)

(Amount in ₹ Crore)

	Software Licenses	Total
Gross carrying value at at April 1, 2016	**83.98**	**83.98**
Additions	27.69	27.69
Disposals	-	-
Gross carrying value at at March 31, 2017	**111.67**	**111.67**
Accumulated amortisation at at April 1, 2016	**25.14**	**25.14**
Amortization for the year	27.47	27.47
Accumulated amortisation on disposals	-	-
Accumulated amortisation at at March 31, 2017	**52.61**	**52.61**
Net carrying value at at March 31, 2017	**59.06**	**59.06**
Gross carrying value at at April 1, 2017	**111.67**	**111.67**
Additions	19.00	**19.00**
Disposals	(0.18)	**(0.18)**
Gross carrying value as at March 31, 2018	**130.49**	**130.49**
Accumulated amortisation at at April 1, 2017	**52.61**	**52.61**
Amortization for the year	27.67	**27.67**
Accumulated amortisation on disposals	(0.16)	**(0.16)**
Accumulated amortisation as of March 31, 2018	**80.12**	**80.12**
Net carrying value as at March 31, 2018	**50.37**	**50.37**

(i) **Intangibles under development**

(Amount in ₹ Crore)

	March 31, 2018	March 31, 2017
Balance at the beginning of the year	**7.71**	-
Additions during the year	**24.13**	35.40
Capitalized during the year	**(19.00)**	(27.69)
Balance at the end of the year	**12.84**	7.71

(ii) Contractual obligation : The estimated amount of contracts remaining to be executed on capital account, and not provided for is ₹ 8.67 Crore as at March 31, 2018 (₹ 3.27 Crore as at March 31, 2017).

Notes forming part of the Standalone Financial Statements

5 Investments in Subsidiaries and Joint Venture

(Amount in ₹ Crore)

	As at March 31, 2018		As at March 31, 2017	
	Units	Amount	Units	Amount
Unquoted:				
(i) Investments in Equity of Subsidiaries- carried at cost				
(a) Tata Technologies Inc.- (3.75% Holding)	**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
		218.91		218.91
(ii) Investments in joint venture - carried at cost				
(a) Tata HAL Technologies Limited	**5,070,000**	**5.07**	5,070,000	5.07
Less: Provision for Impairment in value of investment*	**-**	**(5.07)**	-	(5.07)
Total Aggregate Unquoted Investments [(i)+(ii)]		**218.91**		218.91

(iii) Information about Joint Ventures

Name of the Company	Principal place of the business	% of Holding	
		As at March 31, 2018	As at March 31, 2017
TATA HAL Technologies Limited (THTL)	India	**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 aerostructures for aerospace industry.

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

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
(iv) Aggregate book value of unquoted investments	**218.91**	218.91
Aggregate value of impairment	**5.07**	5.07

Notes forming part of the Standalone Financial Statements

6 Investments

(Amount in ₹ Crore)

Particulars	As at March 31, 2018		As at March 31, 2017	
	Quantity	Amount	Quantity	Amount
NON-CURRENT				
Quoted:				
i) Investment carried at Fair value through Profit and Loss (FVTPL)				
Investment in Mutual funds				
ICICI Prudential Fixed Maturity Plan Sr 80-1227 Days Plan Q Direct Plan Cumulative	**5,000,000**	**5.37**	5,000,000	5.03
Reliance Fixed Horizon Fund - XXXIII - Series 6- Direct Growth Plan	**5,000,000**	**5.36**	5,000,000	5.01
DSP BlackRock FMP - Series 205 - 37M- Direct Growth	**5,000,000**	**5.36**	5,000,000	5.03
IDFC Fixed Term Plan Series 131-Direct- Growth	**5,000,000**	**5.35**	5,000,000	5.01
Kotak FMP Series 202 - 1144 Days- Direct Plan-Growth	**5,000,000**	**5.35**	5,000,000	5.01
		26.79		25.09
ii) Investments carried at amortised cost - Investment in Debentures (See Note-1 below)				
Tata Motors Finance Limited	**100**	**5.00**	100	5.00
100 (P.Y.100) 11% Non Convertible Debentures of ₹ 0.05 Crore each fully paid				
		5.00		5.00
Unquoted:				
i) Investments carried at amortised cost - Investment in Preference Shares (See Note-2 below)				
Tata Capital Limited	**33,333**	**5.00**	33,333	5.00
- Cumulative redeemable non participating preference shares of ₹ 1,500 each fully paid				
		5.00		5.00
Total Non-current Investments		**36.79**		**35.09**
CURRENT				
Unquoted:				
Investment carried at Fair value through Profit and Loss (FVTPL)				
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
Total Current Investments		**-**		**185.35**
Aggregate book value of quoted investments		**31.79**		30.09
Aggregate market value of quoted investments		**31.79**		30.09
Aggregate book value of unquoted investments		**5.00**		190.35
Aggregate book value of impairment		**-**		-

Notes:

1 The debentures carry interest at 11% per annum, payable annually and will mature in September,2021.

2 The Preference shares bear dividend at 12.5% per annum, payable annually and will mature in September,2019.

Notes forming part of the Standalone Financial Statements

7 Loans

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(Unsecured, considered good)		
(a) Security deposits	**4.83**	4.48
(b) Loans to employees	**0.51**	0.65
(c) Loans to related parties (Refer note 32(ii))	**2.79**	2.79
	8.13	7.92
CURRENT		
(Unsecured, considered good)		
(a) Loans to related parties (Refer note 32(ii))		
- Inter corporate deposits	**77.50**	-
(b) Security deposits	**0.07**	0.41
(c) Loans to employees	**0.15**	0.59
	77.72	1.00

8 Other Bank Balances

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(a) Earmarked balance with banks	**0.05**	-
	0.05	-
Note :		
(i) Balances earmarked for Employees Deposit Linked Insurance benefit		
CURRENT		
(a) Earmarked balance with banks	**2.88**	1.98
(b) Deposits pledged/lien with banks	**0.27**	0.27
	3.15	2.25

Notes :

(i) Earmarked balances with banks pertain to unclaimed dividends

(ii) Deposits have been kept with bank as security for bank guarantee.

Notes forming part of the Standalone Financial Statements

9 Other Financial Assets

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(a) Deposits pledged/lien with banks	**0.04**	0.04
	0.04	0.04
CURRENT		
(a) Interest accrued on deposits and investments	**0.37**	0.35
(b) Bills of Exchange	**11.21**	9.65
(c) Derivative carried at fair value through profit & loss		
- Foreign currency forward cover	**0.01**	1.86
(d) Unbilled revenue	**45.57**	34.14
(e) Receivable from related parties for reimbursement of expenses (Refer note 32(ii))	**4.06**	4.44
	61.22	50.44

10 (i) Income tax assets/(liabilities)

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Non current income tax assets (net)	**9.14**	9.08
Current tax assets (net)	**-**	20.55
Income tax liabilities (net)	**6.49**	14.04
Net income tax assets /(liabilities)	**2.65**	15.59

10 (ii) Movement in income tax assets/(liabilities)

The gross movement in income tax assets/(liabilities) for the year ended March 31, 2018 and March 31, 2017 is as follows:

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Net income tax assets /(liability) at beginning	**15.59**	32.32
Income tax paid (net)	**56.13**	40.61
Current income tax expense	**(69.07)**	(57.34)
Net income tax assets /(liability) at the end	**2.65**	15.59

Notes forming part of the Standalone Financial Statements

10 (iii) Deferred tax assets (net)

(Amount in ₹ Crore)

Significant components and movement of deferred tax assets and liabilities for the year ended March 31, 2018:	As at April 1, 2017	Recognized in the statement of profit and loss	Recognized in/reclassified from other comprehensive income	MAT Credit Utilisation	As at March 31, 2018
Deferred tax assets:					
Provisions and allowances for doubtful receivables and others	1.66	0.86	-	-	**2.52**
Compensated absences and retirement benefits	7.25	6.53	1.08	-	**14.86**
Minimum alternate tax (MAT) credit	22.28	-	-	(18.50)	**3.78**
Remeasurement of post employment benefits obligations	1.56	-	-	-	**1.56**
Total deferred tax assets	**32.75**	**7.39**	**1.08**	**(18.50)**	**22.72**
Deferred tax liabilities:					
Property, plant and equipment and intangible assets	8.60	(2.99)	-	-	**5.61**
Gain/Loss on Change in Fair Value of Investments	0.05	0.56	-	-	**0.61**
Derivative financial instruments	0.52	(0.90)	-	-	**(0.38)**
Others	1.42	(0.87)	-	-	**0.55**
Total deferred tax liabilities	**10.59**	**(4.20)**	**-**	**-**	**6.39**
Net Deferred tax assets/(liabilities)	**22.16**	**11.59**	**1.08**	**(18.50)**	**16.33**

(Amount in ₹ Crore)

Significant components and movement of deferred tax assets and liabilities for the year ended March 31, 2017:	As at April 1, 2016	Recognized in the statement of profit and loss	Recognized in/reclassified from other comprehensive income	MAT Credit Utilisation	As at March 31, 2017
Deferred tax assets:					
Provisions and 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 (MAT) credit	17.46	4.82	-	-	22.28
Remeasurement of post employment benefits obligations	1.56	-	-	-	1.56
Total deferred tax assets	**25.24**	**5.76**	**1.75**	**-**	**32.75**
Deferred tax liabilities:					
Property, plant and equipment and intangible assets	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

11 Other Assets

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(Unsecured, considered good)		
(a) Prepaid expenses	**2.16**	2.63
(b) Prepaid lease rentals	**3.30**	3.34
(c) Prepaid defined benefit superannuation	**0.44**	1.08
(d) Deposits with government authorities	**1.25**	1.44
	7.15	**8.49**
CURRENT		
(Unsecured, considered good)		
Advances other than capital advances:		
(a) Advances to suppliers and contractors	**3.80**	2.85
Others:		
(b) Prepaid expenses	**8.94**	9.24
(c) Prepaid lease rentals	**0.04**	0.04
(d) Balances with government authorities	**0.56**	6.34
(e) Deposits with government authorities	**0.21**	0.15
	13.55	**18.62**

12 Trade Receivables

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
(Unsecured, considered good unless otherwise stated)		
Considered good	**339.08**	224.26
Considered doubtful	**5.37**	2.88
	344.45	227.14
Less : Expected credit loss allowance	**5.37**	2.88
	339.08	**224.26**

In determining the allowance for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on ageing of receivables that are due and rates used in the provision matrix.

13 Cash And Cash Equivalents

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
(a) Balances with banks:		
- Current account	**18.43**	60.57
- Deposits with maturity of less than three months	**-**	32.75
(b) Cheques, drafts on hand/funds in transit	**2.49**	3.54
(c) Cash on hand	**0.02**	0.01
	20.94	96.87

Notes forming part of the Standalone Financial Statements

14 Equity Share Capital

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
(a) Authorised:		
(i) 60,000,000 equity shares of ₹ 10/- each (as at March 31, 2017: 60,000,000 equity shares of ₹ 10/- each)	**60.00**	60.00
(ii) 700,000 0.01% Cumulative Non-participative Compulsorily convertible Preference Shares of ₹ 10/- each (as at March 31, 2017: 700,000 0.01% Cumulative Non-participative Compulsorily convertible Preference Shares of ₹ 10/- each)	**0.70**	0.70
	60.70	**60.70**
(b) Issued, Subscribed and Fully paid up capital:		
43,037,514 equity shares of ₹ 10/- each (as at March 31, 2017: 43,031,326 equity shares of ₹ 10/- each)	**43.04**	43.03
	43.04	**43.03**

(c) The movement of number of shares and share capital

	No. of Shares	Amount in ₹ Crore
Equity shares		
Number of shares as at April 1, 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**
Add: Shares issued under ESOP scheme	**6,188**	0.01
Number of shares as at March 31, 2018	**43,037,514**	**43.04**

(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)

(Amount in ₹ Crore)

Particulars	As at March 31, 2018		As at March 31, 2017	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity shares				
(a) Tata Motors Limited (Holding Company)	**30,300,600**	**70.41**	30,300,600	70.42
(b) Alpha TC Holdings Pte Ltd.	**3,746,505**	**8.71**	3,746,505	8.71
	34,047,105	**79.12**	34,047,105	79.13

Notes forming part of the Standalone Financial Statements

(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) Shares reserved for issue under options:

Option activity during the year under the plan is given as below

(Amount in ₹ Crore)

Number of options granted, exercised and forfeited	As at March 31, 2018	As at March 31, 2017
Options granted, beginning of the year	**19,738**	30,114
Granted during the year	**-**	-
Exercised during the year	**(6,188)**	(9,876)
Expired during the year	**-**	-
Forfeited during the year	**-**	(500)
Options exercisable at the year end	**13,550**	19,738
Weighted average share price at the date of exercise	**₹ 645**	₹ 645
Weighted average remaining contractual life (in years)	**9**	10
Range of exercise prices	**₹ 60 to ₹ 645**	₹ 60 to ₹ 645

During the fiscal year 2014-15, the Compensation Committee of the Board of Directors, Company had granted 30,000 options to the eligible employees. The options vest 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) and Zedra Corporate Services (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 Zedra Corporate Services (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 Corporate Services (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. These shares are issued at their fair values on the date of grant which is determined on the basis of latest audited balance sheet of the Company. Some of the ESPPs require the employees to offer the shares to trusts on cessation of employment for which the trusts have retained a first right of refusal. No employee has been allocated more than 1% of the issued capital of the Company.

Notes forming part of the Standalone Financial Statements

(i) Shares allocated under Employee Stock Purchase Program are as follows

Scheme Name	No. of Shares	Price Per share ₹
Tata Technologies Employee Stock Purchase Program 2008	290,500	145
Tata Technologies Employee Stock Purchase Program 2009	18,800	196
Tata Technologies Employees Stock Purchase Program- Series III (ESPP- Series III)	52,251	196
Employees Stock Purchase Program- Series IV (ESPP – Series IV)	47,600	223
Employees Stock Purchase Program- Series V (ESPP – Series V)	22,500	417
Employees Stock Purchase Program- Series VI (ESPP – Series VI)	81,400	645
Employee Stock Ownership Program for INCAT Employees 2006	217,165	135
Employee Stock Ownership Program for INCAT Key Employees 2007	600,000	135
Employee Stock Ownership Program for INCAT General Employees 2007	148,066	145
Employee Stock Ownership Program 2009 (ESO 2009)	88,067	196
Employee Stock Ownership Program 2010 (ESO 2010)	709,000	223
Employee Stock Ownership Program 2012 (ESO 2012)	60,000	417
Employee Stock Ownership Program 2015 (ESO 2015)	70,000	645

(j) Number of shares held by both Trust:

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Tata Technologies Limited Employees Stock Option Trust	49,486	46,986
Zedra Corporate Services (Guernsey) Limited	891,015	883,515
	940,501	930,501

15 (i)Other Equity:

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Share application money pending allotment	0.40	0.40
Securities Premium Reserve	351.31	350.92
Securities Premium identified seperately for consolidation adjustment	23.16	23.16
General reserve	134.65	134.65
Retained earnings	174.79	204.52
Items of other comprehensive income	(6.10)	(4.59)
	678.21	709.06

Notes forming part of the Standalone Financial Statements

(ii) Movement in other equity

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Share application money pending allotment		
Balance at the beginning of the year	0.40	0.19
Issue of equity shares under employee share option plan	(0.40)	(0.19)
Issue of shares	0.40	0.40
Balance at the end of the year	**0.40**	**0.40**
Securities premium reserve		
Balance at the beginning of the year	350.92	350.52
Add: Received during the year on exercise of stock options issued to employees (including from share based payment reserve)	0.39	0.40
Balance at the end of the year	**351.31**	**350.92**
Securities Premium identified seperately for consolidation adjustment		
Balance at the beginning of the year	23.16	23.16
Balance at the end of the year	**23.16**	**23.16**
General reserve		
Balance at the beginning of the year	134.65	134.65
Add : Transferred from Retained earnings	-	-
Balance at the end of the year	**134.65**	**134.65**
Retained earnings		
Balance at the beginning of the year	204.52	172.36
Add: Profit for the year	177.47	213.43
Less: Dividends, including taxes thereon	(207.20)	(181.27)
Balance at the end of the year	**174.79**	**204.52**
Other Components of Equity:		
Balance at the beginning of the year	(4.59)	(1.19)
Foreign Currency Translation Reserve	0.53	(0.09)
Remeasurements of post employment benefits obligations (net of tax effect)	(2.04)	(3.31)
Balance at the end of the year	**(6.10)**	**(4.59)**

Notes:

(i) Securities Premium Reserve

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

(ii) Securities Premium identified seperately 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 relates to provision for doubtful debts of the Company and its subsidiary companies respectively on account of change in accounting policy with regard to provision for doubtful debts. "

Notes forming part of the Standalone Financial Statements

Consequently, such excess provisions for doubtful debts on account of the said collections have been written back to the Securities Premium Account. The subsidiary companies have realized from doubtful debts upto March 31, 2018 ₹ 6.18 crores (March 31, 2017 ₹ 6.18 crores). Accordingly the said amount has been transferred from the Securities Premium identified seperately for consolidated adjustment to Securities Premium Account and the balance amount of ₹ 23.16 crores (March 31, 2017 ₹ 23.16 crores) relating to the subsidiaries is continued to be disclosed separately as securities premium account for adjustment on consolidation.

(iii) General reserve

The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013.

(iv) Retained earnings

Retained earnings comprises of the Company's undistributed earnings after taxes.

16 Trade Payables

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON CURRENT		
(a) Total outstanding dues of creditors other than micro enterprises and small enterprises	**0.15**	0.10
(b) Total outstanding dues of micro enterprises and small enterprises*	**-**	-
	0.15	0.10
CURRENT		
(a) Total outstanding dues of creditors other than micro enterprises and small enterprises	**123.96**	**120.85**
(b) Total outstanding dues of micro enterprises and small enterprises*	**2.65**	3.67
	126.61	**124.52**

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 Other Financial Liabilities

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON-CURRENT		
(a) Retention Bonus payable	**0.88**	2.93
	0.88	**2.93**
CURRENT		
(a) Interest accrued but not due on borrowings	**-**	0.03
(b) Capital creditors	**8.79**	10.05
(c) Unpaid dividends	**2.87**	1.98
(d) Provision for employee benefits	**7.51**	4.68
(e) Retention Bonus payable	**2.44**	0.16
(f) Derivative carried at fair value through P&L		
- Foreign currency forward cover	**1.15**	0.39
	22.76	**17.29**

Notes forming part of the Standalone Financial Statements

18 Provisions

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
NON CURRENT		
(a) Provision for employee benefits (Refer note 31)	**24.46**	21.93
	24.46	21.93
CURRENT		
(a) Provision for employee benefits (Refer note 31)	**1.38**	1.15
	1.38	1.15

19 Borrowings

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
CURRENT		
Unsecured:		
(i) Loan repayable on demand		
From banks	**-**	97.28
	-	97.28

The above loan pertains to packing credit facility which was repayable within six months from the date of borrowing.

20 Other Current Liabilities

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
(a) Statutory remittances (withholding taxes, Provident Fund, VAT, GST, etc.)	**27.85**	11.41
(b) Advance and Progress payments	**0.16**	0.36
(c) Unearned revenue	**15.30**	4.85
	43.31	16.62

21 Revenue From Operations

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Sale of products	**151.30**	148.19
(b) Sale of services	**958.73**	950.73
(c) Export Incentive	**13.86**	13.15
(d) Commission income	**1.07**	0.01
	1,124.96	**1,112.08**

Notes forming part of the Standalone Financial Statements

22 Other Income

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Interest income		
(i) Interest income-others	**10.43**	16.96
(ii) Interest income on debentures	**0.55**	0.55
(b) Dividend income on investments designated as FVTPL		
(i) Dividend income - mutual funds	**0.11**	0.99
(ii) Dividend income - Non current investments	**0.42**	0.42
(c) Other gains/(losses)		
(i) Change in fair value of investments measured at FVTPL - mutual fund units	**1.62**	(3.28)
(ii) Fair value gain/(loss) on derivatives not designated as hedges (net)	**(2.61)**	1.47
(d) Other non-operating income		
(i) Foreign currency gain/(loss) (net)	**11.86**	(1.30)
(ii) Other non-operating income	**1.95**	1.00
(iii) Profit on sale of investments measured at FVTPL - mutual fund units (net)	**0.25**	5.12
	24.58	**21.93**

23 Employee Benefits Expense

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Salaries and wages	**489.42**	467.62
(b) Contribution to provident and other funds	**26.49**	24.23
(c) Staff welfare expenses	**27.08**	24.06
	542.99	**515.91**

24 Finance Costs

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Interest	**2.22**	0.99
	2.22	**0.99**

25 Depreciation And Amortisation Expense

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Depreciation	**22.73**	23.93
(b) Amortisation	**27.67**	27.47
	50.40	**51.40**

Notes forming part of the Standalone Financial Statements

26 Other Expenses

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Repairs & maintenance		
- Buildings	**0.52**	0.51
- Plant & machinery	**0.48**	1.39
- Others	**7.30**	6.94
(b) Rent	**15.59**	14.38
(c) Rates and taxes	**1.67**	0.88
(d) Insurance	**0.32**	0.27
(e) Advertisement and publicity	**0.01**	0.04
(f) Business promotion expenses	**0.88**	2.52
(g) Office expenses	**5.86**	5.78
(h) Travelling & conveyance	**17.79**	19.40
(i) Power & fuel	**6.87**	6.99
(j) Water charges	**0.39**	0.54
(k) Auditors remuneration (refer note 26 (i))	**0.65**	1.01
(l) Staff training and seminar expenses	**1.42**	2.32
(m) Staff recruitment expenses	**3.48**	2.12
(n) Commission to others	**0.01**	-
(o) AMC charges	**35.23**	30.43
(p) Software-internal use	**10.68**	8.38
(q) Professional fees	**11.30**	9.41
(r) Communication expenses	**10.65**	10.80
(s) Allowances for expected credit loss (net)	**2.49**	(0.02)
(t) Corporate social responsibility (refer note 26 (ii))	**5.28**	5.16
(u) Miscellaneous expenses	**4.82**	2.07
	143.69	**131.32**

26 (i)Payment to auditors

(Amount in ₹ Crore)

	For the year ended March 31, 2018*	For the year ended March 31, 2017
(a) For statutory audit, including quarterly audits	**0.63**	0.57
(b) For Tax audit	**-**	0.05
(c) For other attest services	**-**	0.39
(d) For reimbursement of expenses	**0.02**	0.00
	0.65	1.01

*Includes remuneration paid to erstwhile auditors

Notes forming part of the Standalone Financial Statements

26 (ii)Corporate social responsibility expenditure

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
Gross amount required to be spent	5.28	5.16
Total	**5.28**	**5.16**
Amount spent during the year on		
(a) Construction/ acquisition of any asset	-	-
(b) On purposes other than (i) above	5.28	5.16
	5.28	5.16

27 Income tax expense

This note provides an analysis of the Company's income tax expense, shows amounts that are recognised directly in equity and how the tax expense is affected by non- assessable and non-deductible items. It also explains significant estimates made in relation to Company's tax positions.

(Amount in ₹ Crore)

(i)	For the year ended March 31, 2018	For the year ended March 31, 2017
Income tax expense		
Current Tax		
Current tax on profits for the year	69.07	57.34
Total current tax expense	**69.07**	**57.34**
Deferred tax		
Decrease / (increase) in deferred tax assets	(7.39)	(5.76)
(Decrease) / increase in deferred tax liabilities	(4.20)	(1.12)
Total deferred tax expense / (benefit)	**(11.59)**	**(6.88)**
Income tax expense	**57.48**	**50.46**

The company has benefited from certain tax incentives that the Government of India has provided to the units registered under the Special Economic Zones Act 2005 (SEZ). SEZ units which began the provision of services on or after April 1, 2005 are eligible for a deduction of 100 percent of profits or gains derived from the export of services for the first five years from the financial year in which the unit commenced the provision of services and 50 percent of such profits or gains for further five years. Up to 50% of such profits or gains are also available for deduction for five years subject to certain conditions.

(ii) Reconciliation of tax expense and the accounting profit multiplied by statutory tax rate in India:

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
Profit before taxes	234.95	263.89
Enacted income tax rate in India	34.61%	34.61%
Computed expected tax expenses	**81.32**	**91.33**
Effect of income exempt from tax	(0.18)	(0.49)
Effect of non deductible expenses	1.88	2.07
Income taxed at higher/(lower) rates	(22.94)	(45.43)
Others	(2.60)	2.98
Total tax expense	**57.48**	**50.46**

Notes forming part of the Standalone Financial Statements

(iii) Amounts recognised in OCI

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
	Deferred tax	Deferred tax
Income tax relating to items that will not be reclassified to profit and loss	**1.08**	1.75
Total	**1.08**	**1.75**

(iv) Tax losses

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
Unused tax losses on which no deferred tax asset has been recognised	**5.38**	5.38
Potential tax benefit @ 23.072%	**1.24**	1.24

Capital losses pertain to A.Y. 2014-2015 - ₹ 4.12 crore A.Y. 2015 - 2016 ₹ 1.26 crore. Deferred tax asset was not recognised on unused capital losses since there was lack of reasonable certainity of taxable capital profits to utilize this deferred tax asset. The losses can be carried forward for a period of 8 years as per local tax regulations.

(v) Changes in tax rate - The applicable Indian statutory tax rate for the financial year 2017-18 and financial year 2016-17 is 34.61%.

28 Earning per Share

Particulars		For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Profit attributable to equity shareholders	₹ Crore	**177.47**	213.43
(b) The weighted average number of ordinary equity shares outstanding during the year	Nos.	**42,097,013**	42,100,825
(c) The nominal value per ordinary Share	₹	**10.00**	10.00
(d) Earnings Per Share (Basic)	₹	**41.24**	49.60
(e) The weighted average number of ordinary equity shares outstanding during the year	Nos.	**42,097,013**	42,100,825
(f) Add: Adjustment for Employee Stock Options	Nos.	**13,550**	19,738
(g) The weighted average number of equity shares outstanding for diluted EPS	Nos.	**42,110,563**	42,120,563
(h) Earnings Per Share (Diluted)	₹	**42.15**	49.58

The above number of shares are after adjusting shares held by ESOP Trusts pending allotment to eligible employees being 940,501 shares as of March 31, 2018 and 930,501 shares as of March 31, 2017.

29. Contingent Liabilities

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
(a) Bonus related to retrospective period (Refer note (i))	**7.82**	7.82
(b) Income Tax demands disputed in appeals (Refer note (ii))	**2.76**	2.76
(c) Sales Tax demands disputed in appeals	**0.00**	21.81
(d) Service Tax demands disputed in appeals (Refer note (iii))	**5.46**	5.40

Notes forming part of the Standalone Financial Statements

Notes:

(i) 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 crores, which has been presented as exceptional item in the financials for the year ended 31.03.2017. 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.

(ii) The Company has ongoing disputes with Income Tax Authorities relating to tax treatment of certain items. These mainly include disallowed expenses, the tax treatment of certain expenses claimed by the Company as deductions and the computation of certain allowances.

(iii) Pertains to disputes in relation to tax on reverse charge mechanism.

(iv) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on the receipt of the judgements/decisions pending with various forums/authorities.

(v) The Company does not expect any reimbursements in respect of the above contingent liabilities.

30 Segment reporting

Where a financial report contains both consolidated financial statements and separate financial statements of the parent, segment information needs to be presented only in case of consolidated financial statements. Accordingly, segment information has been provided only in the consolidated financial statements.

31 Defined Benefit Plans

The Company's contribution to defined contribution plan for the year ended March 31, 2018 has been recognised in the statement of Profit and Loss as follows.

(Amount in ₹ Crore)

	March 31, 2018	March 31, 2017
Contribution to provident fund	16.44	15.91
Contribution to superannuation fund	4.20	4.08
	20.64	19.99

Defined benefit plans

The principal assumptions used for the purposes of the actuarial valuations were as follows.

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-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17
Discount rate(s)	7.70%	7.50%	7.70%	7.5%	6.75%	6.75%	7.70%	7.30%	7.70%	7.50%
Expected rate(s) of salary increase	5.75%-6%	4%-5.5%	5.75%-6%	4%-5.5%	-	-	-	-	5.75%-6%	4%-5.5%
Medical inflation rate	-	-	-	-	-	-	6.00%	6.00%	-	-
Withdrawal rate:										
Age										
20 - 34 years	15%	15%	15%	15%	15%	15%	15%	15%	15%	15%
35 - 40 years	8%	8%	8%	8%	8%	8%	8%	8%	8%	8%
41 - 50 years	4%	4%	4%	4%	4%	4%	4%	4%	4%	4%
51 - 60 years	2%	2%	2%	2%	2%	2%	2%	2%	2%	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	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17
Service cost:										
Current service cost	**5.73**	4.10	**0.75**	0.44	**0.19**	0.18	**1.04**	0.50	**3.80**	1.75
Net interest expense	**0.12**	0.15	**0.39**	0.27	**(0.08)**	(0.07)	**0.78**	0.51	**(0.76)**	0.32
Components of defined benefit costs recognised in profit or loss	**5.85**	4.25	**1.14**	0.71	**0.11**	0.11	**1.82**	1.01	**3.04**	2.07
Remeasurement on the net defined benefit liability:										
Return on plan assets (excluding amounts included in net interest expense)	**1.50**	(0.92)	**-**	-	**0.26**	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	**(0.02)**	1.73	**(0.05)**	0.26	**-**	-	**0.18**	1.16	**-**	-
Actuarial (gains) / losses arising from experience adjustments	**1.78**	1.51	**(0.39)**	0.07	**0.35**	(0.16)	**(0.49)**	0.17	**-**	-
Others										
Components of defined benefit costs recognised in other comprehensive income	**3.26**	0.51	**(0.44)**	1.18	**0.61**	(0.13)	**(0.31)**	3.50	**-**	-
Total	**9.11**	**4.76**	**0.70**	**1.89**	**0.72**	**(0.02)**	**1.51**	**4.51**	**3.04**	**2.07**

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:

Particulars	Gratuity (Funded)		Bhavishya Kalyan Yojana (BKY) (Unfunded)		Superannuation (Partly Funded)		Post Retirement Medicare Scheme (Unfunded)		Compensated Absence (Unfunded)	
	As at 31-Mar-18	As at 31-Mar-17	As at 31-Mar-18	As at 31-Mar-17	As at 31-Mar-18	As at 31-Mar-17	As at 31-Mar-18	As at 31-Mar-17	As at 31-Mar-18	As at 31-Mar-17
Present value of funded defined benefit obligation	**(44.06)**	(37.83)	**(5.82)**	(5.22)	**(5.32)**	(6.34)	**(12.00)**	(10.80)	**(8.02)**	(7.07)
Fair value of plan assets	**36.55**	33.15	**-**	-	**5.76**	7.42	**-**	-	**-**	-
Funded status	**(7.51)**	**(4.68)**	**(5.82)**	**(5.22)**	**0.44**	**1.08**	**(12.00)**	**(10.80)**	**(8.02)**	**(7.07)**
Net liability arising from defined benefit obligation	**(7.51)**	**(4.68)**	**(5.82)**	**(5.22)**	**0.44**	**1.08**	**(12.00)**	**(10.80)**	**(8.02)**	**(7.07)**

Notes forming part of the Standalone 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-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17
Opening defined benefit obligation	**37.83**	33.14	**5.22**	3.41	**6.34**	7.33	**10.80**	6.56	**7.07**	6.90
Current service cost	**5.73**	4.10	**0.75**	0.44	**0.19**	0.18	**1.04**	0.50	**3.80**	1.75
Interest cost	**2.70**	2.52	**0.39**	0.27	**0.42**	0.45	**0.78**	0.51	**0.45**	0.48
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	**(0.02)**	1.73	**(0.05)**	0.26	**-**	-	**0.18**	1.16	**-**	-
Actuarial gains and losses arising from experience adjustments	**1.78**	1.51	**(0.39)**	0.07	**0.35**	(0.16)	**(0.49)**	0.17	**-**	-
Others	**-**	-	**-**	-	**-**	-	**-**	-	**(1.22)**	(0.16)
Benefits paid	**(3.95)**	(3.36)	**(0.10)**	(0.08)	**(1.98)**	(1.46)	**(0.31)**	(0.27)	**(2.08)**	(1.90)
Closing defined benefit obligation	**44.06**	**37.83**	**5.82**	**5.22**	**5.32**	**6.34**	**12.00**	**10.80**	**8.02**	**7.07**

Reconciliation of the fair value of the plan assets 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-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17	Year Ended 31-Mar-18	Year Ended 31-Mar-17
Opening fair value of plan assets	**33.15**	29.35	**-**	-	**7.42**	8.26	**-**	-	**-**	-
Interest income	**2.57**	2.37	**-**	-	**0.49**	0.51	**-**	-	**-**	-
Remeasurement gain (loss): Return on plan assets (excluding amounts included in net interest expense)	**(1.50)**	0.92	**-**	-	**(0.26)**	(0.03)	**-**	-	**-**	-
Contributions from the employer	**6.28**	3.88	**0.10**	0.08	**0.09**	0.14	**0.30**	0.28	**2.08**	1.90
Benefits paid	**(3.95)**	(3.37)	**(0.10)**	(0.08)	**(1.98)**	(1.46)	**(0.30)**	(0.28)	**(2.08)**	(1.90)
Closing fair value of plan assets	**36.55**	**33.15**	**-**	**-**	**5.76**	**7.42**	**-**	**-**	**-**	**-**

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)

Notes forming part of the Standalone Financial Statements

Sentivity Analysis

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%	8.70%	Defined above	8.70%	Defined above	7.75%	Defined above	8.70%	7.00%
Decrease by 1%	6.70%	Defined above	6.70%	Defined above	5.75%	Defined above	6.70%	5.00%
Impact on defined benefit obligation								
Increase by 1%	(3.55)	4.02	(0.54)	0.28	-	N.A.	(1.86)	2.01
Decrease by 1%	4.15	(3.56)	0.62	(0.26)	-	N.A.	2.38	(1.62)
Impact on service cost and interest cost								
Increase by 1%	(0.46)	0.52	(0.08)	0.05	-	N.A.	(0.20)	0.21
Decrease by 1%	0.54	(0.46)	0.09	(0.04)	-	N.A.	0.26	(0.17)

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	4.33	0.21	0.44	0.29	0.93
1-2 years	4.66	0.30	0.13	0.29	0.84
2-3 years	5.60	0.38	0.12	0.29	0.83
3-4 years	5.55	0.46	-	0.31	0.69
4-5 years	5.62	0.55	0.07	0.31	0.65
5-10 years	27.51	3.91	0.04	1.77	2.67

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.

Notes forming part of the Standalone Financial Statements

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, 2018 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 on a proportionate basis.

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.

Additional information to the Standalone Financial Statements

32. Related Party Disclosures for the year ended March 31, 2018

(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	Cambric Limited
		8	Cambric UK Limited (Dissolved w.e.f. May 23, 2017)
		9	Cambric GmbH
		10	Midwest Managed Services Inc.(Merged into Tata Technologies Inc. w.e.f. Feb 28, 2018)
		11	Tata Technologies SRL, Romania (erstwhile Cambric Consulting SRL was renamed w.e.f February 4, 2015)
		12	Tata Manufacturing Technologies (Shanghai) Limited (Renamed from Cambric Manufacturing Technologies (Shanghai) Co. Ltd. w.e.f. April 1, 2017)
		13	Escenda Engineering AB (Tata Technologies Europe Limited acquired 100% stake in the company w.e.f. May 1, 2017)
		14	Tata Technologies Limited Employees Stock Option Trust
		15	Zedra Trust Company (Guernsey) Limited
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	TMF Holdings Limited (Name changed from Tata Motors Finance Limited w.e.f. June 17, 2017)
		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 Plc
		22	Jaguar Land Rover Limited
		23	Jaguar Land Rover Austria GmbH
		24	Jaguar Land Rover Japan Limited
		25	JLR Nominee Company Limited (dormant)
		26	Jaguar Land Rover Deutschland GmbH

Additional information to the Standalone Financial Statements

27 Jaguar Land Rover North America LLC
28 Jaguar Land Rover Nederland BV
29 Jaguar Land Rover Portugal - Veículos e Peças, 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 Indústria e Comércio de Veículos 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 (dormant)
45 The Jaguar Collection Limited
46 Jaguar Cars Limited (dormant)
47 Land Rover Exports Limited (dormant)
48 Land Rover Ireland Limited
49 The Daimler Motor Company Limited (dormant)
50 Daimler Transport Vehicles Limited (dormant)
51 S.S. Cars Limited
52 The Lanchester Motor Company Limited (dormant)
53 Shanghai Jaguar Land Rover Automotive Services Company Limited
54 Jaguar Land Rover Pension Trustees Limited (dormant)
55 Jaguar Land Rover Slovakia s.r.o
56 Jaguar Land Rover Singapore Pte. Ltd.
57 Jaguar Racing Limited
58 InMotion Ventures Limited
59 InMotion Ventures 1 Limited (Incorporated w.e.f. October 25, 2016)
60 InMotion Ventures 2 Limited (Incorporated w.e.f. October 25, 2016)
61 InMotion Ventures 3 Limited (Incorporated w.e.f. October 25, 2016)
62 Jaguar Land Rover Colombia S.A.S (Incorporated w.e.f. August 22, 2016)
63 Jaguar Land Rover Ireland (Services) Limited (Incorporated w.e.f. July 28, 2017)
64 Jaguar Land Rover Taiwan Company Limited (Incorporated w.e.f. November 17, 2017)
65 Jaguar Land Rover Servicios México, S.A. de C.V. (Servicios GDV Mexico S.A. de C.V. incorporated w.e.f October 2, 2017 and was renamed w.e.f. December 11, 2017)
66 Jaguar Land Rover México, S.A.P.I. de C.V. (GDV Imports Mexico SAPI de C.V. ncorporated w.e.f October 2, 2017 and was renamed w.e.f. December 11, 2017)
67 Tata Motors Finance Solutions Limited
68 Tata Motors Finance Limited (Name changed from Sheba Properties Limited w.e.f. June 30, 2017) - (TMF Holdings Limited holds 96.62% and TMFSL holds 3.38 %)
69 Spark44 (JV) Limited
70 Spark44 Pty. Ltd. (Sydney, Australia)
71 Spark44 GmbH (Frankfurt, Germany)
72 Spark44 LLC (LA & NYC, USA)
73 Spark44 Shanghai Limited (Shanghai, China)
74 Spark44 DMCC (Dubai, UAE)
75 Spark44 Demand Creation Partners Pvt. Limited (Mumbai, India)
76 Spark44 Limited (London & Birmingham, UK)
77 Spark44 Singapore Pte. Ltd. (Singapore)

Additional information to the Standalone Financial Statements

		78	Spark44 Communications SL (Madrid, Spain)
		79	Spark44 S.r.l. (Rome, Italy)
		80	Spark44 Seoul Limited (Korea)
		81	Spark44 Japan K.K. (Tokyo, Japan)
		82	Spark44 Canada Inc (Toronto, Canada)
		83	Spark44 Pty. Limited (South Africa)
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	Automotive Skill Training Foundation (Section 25 Company)
		10	Automotive Stampings and Assemblies Limited
		11	Nanjing Tata Autocomp Systems Limited
		12	TACO Engineering (UK) Limited (ceased w.e.f. 11.08.2017)
		13	TACO Engineering Services GmbH
		14	TACO Holdings (Mauritius) Limited
		15	TACO Kunststoffechnik GmbH (excluded from consolidation by TACO from 01.07.2009) (under liquidation w.e.f. 01.07.2009)
		16	TACO Grundstuckverwaltungs GmbH (excluded from consolidation by TACO from 01.07.2009) (under liquidation w.e.f. 01.07.2009)
		17	Ryhpez Holding (Sweden) AB (w.e.f. 08.08.2016)
		18	TitanX Holding AB (w.e.f. 30.12.2016)
		19	TitanX Engine Cooling Holding AB (w.e.f. 30.12.2016)
		20	TitanX Engine Cooling Inc. (w.e.f. 30.12.2016)
		21	TitanX Engine Cooling Kunshan Co. Ltd. (w.e.f. 30.12.2016)
		22	TitanX Engine Cooling AB (w.e.f. 30.12.2016)
		23	TitanX Refrigeracão de Motores LTDA (w.e.f. 30.12.2016)
		24	Tata Ficosa Automotive Systems Private Limited (Tata Ficosa Automotive Systems Limited)
		25	Tata AutoComp GY Batteries Private Limited (formerly Tata AutoComp GY Batteries Limited)
		26	Tata Autocomp Hendrickson Suspensions Private Limited (formerly Taco Hendrickson Suspensions Private Limited)
		27	Air International TTR Thermal Systems Limited
		28	Tata Autocomp Katcon Exhaust System Private Limited (formerly Katcon India Private Limited)
		29	TM Automotive Seating Systems Private Limited
		30	Tata Toyo Radiator Limited
		31	TACO Sasken Automotive Electronics Limited (excluded from consolidation by TACO from 01.10.2010) (under liquidation w.e.f. 30.09.2010)
		32	Tata Cummins Private Limited
		33	Fiat India Automobiles Private Limited
		34	Chery Jaguar Land Rover Automotive Company Limited
		35	Chery Jaguar Land Rover Auto Sales Company Limited (100% Subsidiaries of Chery Jaguar Land Rover Automotive Company Limited)
		36	JT Special Vehicles Pvt. Limited (Incorporated as a JV with effect from July 13, 2016 with Jayem Automotives Pvt. Limited)

Additional information to the Standalone Financial Statements

37 Ewart Investments Limited
38 Tata Limited
39 Tata AIA Life Insurance Company Limited
40 Tata AIG General Insurance Company Limited
41 Indian Rotorcraft Limited
42 Panatone Finvest Limited
43 TS Investments Limited
44 Tata SIA Airlines Limited
45 Infiniti Retail Limited
46 Tata Incorporated
47 Tata Business Support Services Limited
48 TBSS Healthcare TPA Services Limited (Amalgamated with Tata Business Support Services Limited pursuant to the order dated 30.11.2016 of the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and Andhra Pradesh. Effective Date: 23.03.2017. Appointed Date: 01.04.2016)
49 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) (Amalgamated with Tata Business Support Services Limited pursuant to the order dated 09.03.2017 of the Hon'ble National Company Law Tribunal bench at Mumbai. Effective Date: 23.03.2017. Appointed Date: 01.04.2016)
50 Tata Investment Corporation Limited
51 Simto Investment Company Limited
52 Tata Asset Management Limited
53 Tata Asset Management (Mauritius) Private Limited
54 Tata Pension Management Limited
55 Tata Consulting Engineers Limited
56 Ecofirst Services Limited
57 TCE QSTP-LLC (in liquidation)
58 Tata International AG, Zug
59 Tata AG, Zug
60 TRIF Investment Management Limited
61 Tata Petrodyne Limited
62 Belida B.V.
63 Dian Energy B.V.
64 Merangin B.V.
65 Meruap B.V.
66 Tata Advanced Systems Limited
67 Aurora Integrated Systems Private Limited
68 HELA Systems Private Limited
69 Nova Integrated Systems Limited
70 TASEC Limited (formerly TAS-AGT Systems Limited)
71 TASL Aerostructures Private Limited
72 Tata Lockheed Martin Aerostructures Limited
73 Tata Sikorsky Aerospace Limited (formerly Tata Aerospace Systems Limited)
74 Tata Boeing Aerospace Limited (formerly Tata Aerospace Limited)
75 Tata Capital Limited
76 India Collections Management Limited (Amalgamated with Tata Capital Limited w.e.f. 16.05.2016, Appointed Date: 01.04.2015)
77 Tata Capital Advisors Pte. Limited
78 Tata Capital Financial Services Limited
79 Tata Capital Forex Limited (formerly TT Holdings & Services Limited)
80 TATA Capital General Partners LLP
81 Tata Capital Growth Fund I
82 Tata Capital Healthcare General Partners LLP

Additional information to the Standalone Financial Statements

83 Tata Capital Housing Finance Limited
84 Tata Capital Markets Pte. Limited
85 Tata Capital Plc
86 Tata Capital Pte. Limited
87 Tata Cleantech Capital Limited
88 Tata Infrastructure Capital Limited (Amalgamated with Tata Capital Limited w.e.f. 16.05.2016, Appointed Date: 01.04.2015)
89 Tata Opportunities General Partners LLP
90 Tata Securities Limited
91 TC Travel and Services Limited
92 Tata Housing Development Company Limited
93 Apex Realty Private Limited
94 Ardent Properties Private Limited
95 Concept Developers & Leasing Limited (formerly Concept Marketing and Advertising Limited)
96 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)
97 HLT Residency Private Limited
98 Kriday Realty Private Limited
99 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)
100 North Bombay Real Estate Private Limited
101 One-Colombo Project (Private) Limited
102 Promont Hillside Private Limited
103 Smart Value Homes (Boisar) Private Limited (formerly Niyati Sales Private Limited)
104 Tata Value Homes Limited (formerly Smart Value Homes Limited)
105 THDC Management Services Limited (formerly THDC Facility Management Limited)
106 World-One (Sri Lanka) Projects Pte. Limited
107 World-One Development Company Pte. Limited
108 Synergizers Sustainable Foundation (incorporated under Section 25 of the Companies Act, 1956)
109 Tata Realty and Infrastructure Limited
110 Acme Living Solutions Private Limited
111 Arrow Infraestate Private Limited
112 Gurgaon Construct Well Private Limited
113 Gurgaon Realtech Limited
114 HV Farms Private Limited
115 TRIF Gurgaon Housing Projects Private Limited
116 TRIL Amritsar Projects Limited (formerly TRIF Amritsar Projects Limited)
117 TRIL Constructions Limited
118 Wellkept Facility Mangement Services Private Limited (formerly TRIL Hospitality Private Limited)
119 TRIL Roads Private Limited
120 TRIL Urban Transport Private Limited
121 TRIL Infopark Limited
122 Hampi Expressways Private Limited
123 TRIF Real Estate And Development Limited
124 Dharamshala Ropeway Limited
125 Manali Ropeways Private Limited
126 International Infrabuild Private Limited
127 Uchit Expressways Private Limited (w.e.f. 10.10.2016)
128 TRPL Roadways Private Limited (w.e.f. 03.11.2016)

Additional information to the Standalone Financial Statements

129 Tata Consultancy Services Limited
130 Alti HR S.A.S. (Merged with Alti S.A. w.e.f. 31.03.2018)
131 Alti NV (Merged with Tata Consultancy Services Belgium S.A. w.e.f. 30.03.2018)
132 Alti S.A.
133 Alti Switzerland S.A. (Merged with Tata Consultancy Services Switzerland Ltd. w.e.f. 29.03.2018)
134 APTOnline Limited (formerly APOnline Limited)
135 C-Edge Technologies Limited
136 CMC Americas Inc.
137 CMC eBiz Inc.
138 Diligenta Limited
139 MahaOnline Limited
140 MGDC S.C.
141 MP Online Limited
142 Planaxis Technologies Inc. (Liquidated w.e.f. 31.03.2018)
143 PT Tata Consultancy Services Indonesia
144 Tata America International Corporation
145 Tata Consultancy Services (Africa) (PTY) Ltd.
146 Tata Consultancy Services (China) Co., Ltd.
147 Tata Consultancy Services (Philippines) Inc.
148 Tata Consultancy Services (South Africa) (PTY) Ltd.
149 Tata Consultancy Services (Thailand) Limited
150 Tata Consultancy Services Argentina S.A.
151 Tata Consultancy Services Asia Pacific Pte Ltd.
152 Tata Consultancy Services Belgium S.A.
153 Tata Consultancy Services Canada Inc.
154 Tata Consultancy Services Chile S.A.
155 Tata Consultancy Services Danmark ApS
156 Tata Consultancy Services De Espana S.A.
157 Tata Consultancy Services De Mexico S.A.,De C.V.
158 Tata Consultancy Services Deutschland GmbH
159 Tata Consultancy Services Do Brasil Ltda
160 Tata Consultancy Services France SAS (Merged with Alti S.A. w.e.f. 31.03.2018)
161 Tata Consultancy Services Luxembourg S.A.
162 Tata Consultancy Services Malaysia Sdn Bhd
163 Tata Consultancy Services Netherlands BV
164 Tata Consultancy Services Osterreich GmbH
165 Tata Consultancy Services Portugal Unipessoal Limitada
166 Tata Consultancy Services Qatar S.S.C.
167 Tata Consultancy Services Sverige AB
168 Tata Consultancy Services Switzerland Ltd.
169 TCS e-Serve America, Inc.
170 TCS Financial Solutions (Beijing) Co., Ltd.
171 TCS Financial Solutions Australia Holdings Pty Limited
172 TCS Financial Solutions Australia Pty Limited
173 TCS FNS Pty Limited
174 TCS Iberoamerica SA
175 TCS Inversiones Chile Limitada
176 TCS Italia SRL
177 TCS Solution Center S.A.
178 TCS Uruguay S. A.
179 Teamlink (Liquidated with effect from 31.01.2018)
180 TESCOM (France) Software Systems Testing S.A.R.L. (Merged with Alti S.A. w.e.f. 31.03.2018)

Additional information to the Standalone Financial Statements

181 TCS e-Serve International Limited
182 Tata Consultancy Services Japan, Ltd
183 TCS Foundation(formed under Section 8 of the Companies Act, 2013)
184 Tata Consultancy Services Saudi Arabia
185 Technology Outsourcing S.A.C.
186 MS CJV Investments Corporation (dissolved w.e.f. 24.01.2017)
187 Diligenta 2 Limited (dissolved w.e.f. 14.03.2017)
188 PT Financial Network Services (liquidated w.e.f. 16.03.2017)
189 Tata Trustee Company Limited
190 Tata Sky Limited
191 ACTVE Digital Services Private Limited
192 Tata Sky Broadband Private Limited (formerly Quickest Broadband Private Limited)
193 Eurofins Advinus Limited (formerly Advinus Therapeutics Limited) (ceased to be subsidiary w.e.f. 05.10.2017)
194 Advinus Therapeutics Inc. (ceased to be subsidiary w.e.f. 05.10.2017)
195 Impetis Biosciences Limited (w.e.f. 24.07.2017) (ceased to be subsidiary w.e.f. 05.10.2017)
196 Niskalp Infrastructure Services Limited (formerly Niskalp Energy Limited)
197 India Emerging Companies Investment Limited
198 Inshaallah Investments Limited
199 Tata Industries Limited
200 Apex Investments (Mauritius) Holding Private Limited (Amalgamated with Tata Industries Limited pursuant to the order dated 18.10.2017 of the Hon'ble NCLT at Mumbai Bench. Effective Date: 12.12.2017. Appointed Date: 01.04.2017)
201 Tata Advanced Materials Limited
202 Tata Interactive Systems AG
203 Tata Interactive Systems GmbH
204 Tata Unistore Limited (formerly Tata Industrial Services Limited)
205 Landmark E-tail Limited (Amalgamated with Tata Unistore Limited pursuant to the order dated 29.06.2017 of the Hon'ble NCLT at Mumbai Bench. Effective Date: 30.06.2017. Appointed Date: 01.07.2015)
206 Inzpera Healthsciences Limited (w.e.f 22.06.2016)
207 Qubit Investments Pte. Limited (w.e.f. 19.07.2016)
208 Tata Autocomp Systems Limited (Included above as a Direct Associate of Tata Motors Limited)
209 Tata International Limited
210 Alliance Motors Ghana Limited
211 Bachi Shoes Limited (Amalgamated with Tata International Limited pursuant to the order dated 05.07.2017 of the National Company Law Tribunal at Chennai and order dated 11.07.2017 of the National Company Law Tribunal at Mumbai. Effective Date: 01.04.2015. Appointed Date: 01.04.2015)
212 Blackwood Hodge Zimbabwe (Private) Limited
213 Calsea Footwear Private Limited
214 Cometal, S.A.R.L.
215 Euro Shoe Components Limited
216 Monroa Portugal, Comércio E Serviços, Unipessoal LDA
217 Move On Componentes E Calcado, S.A.
218 Move On Retail Spain, S.L.
219 M'Pumalanga Mining Resources SA
220 Pamodzi Hotels Plc
221 TAH Pharmaceuticals Limited
222 TAHL (Mauritius) Mining Projects Limited
223 Tata Africa (Cote D'Ivoire) SARL
224 Tata Africa Holdings (Ghana) Limited

Additional information to the Standalone Financial Statements

225 TATA Africa Holdings (Kenya) Limited
226 Tata Africa Holdings (SA) (Proprietary) Limited
227 Tata Africa Holdings (Tanzania) Limited
228 Tata Africa Services (Nigeria) Limited
229 Tata Africa Steel Processors (Proprietary) Limited
230 Tata Automobile Corporation (SA) (Proprietary) Limited
231 Tata De Mocambique, Limitada
232 Tata Holdings Mocambique Limitada
233 Tata International Metals (Americas) Limited (formerly Tata Steel International (North America) Limited)
234 Tata International Metals (Asia) Limited (formerly Tata Steel International (Hongkong) Limited
235 Tata International Metals (UK) Limited (formerly Tata Steel International (UK) Limited)
236 Tata International Singapore Pte Limited
237 Tata International Trading Brasil Ltda (ceased w.e.f. 30.11.2017)
238 Tata South East Asia (Cambodia) Limited
239 Tata South-East Asia Limited
240 Tata Uganda Limited
241 Tata West Asia FZE
242 Tata Zambia Limited
243 Tata Zimbabwe (Private) Limited
244 TIL Leather Mauritius Limited
245 Tata International West Asia DMCC
246 Motor-Hub East Africa Limited
247 Tata International Vietnam Company Limited (w.e.f. 09.06.2016)
248 Tata Africa (Senegal) S.A.R.L. (merged entity w.e.f 30.06.2016 pursuant to the merger with Tata International Unitech Senegal)
249 Tata International Canada Limited (w.e.f. 17.11.2016)
250 Newshelf 1369 Pty Ltd. (w.e.f. 01.10.2016)
251 TAHL (Mauritius) Power Projects Limited (ceased w.e.f. 14.04.2016)
252 Tata International Unitech Senegal (formerly Unitech Motors S.A) (merged with Tata Africa (Senegal) S.A.R.L. w.e.f 30.06.2016)
253 Taj Air Limited
254 Taj Air Metrojet Aviation Limited
255 AirAsia (India) Limited
256 Strategic Energy Technology Systems Private Limited
257 Tata Teleservices Limited
258 A & T Road Construction Management and Operation Private Limited
259 Pune Solapur Expressways Private Limited
260 TRIL IT4 Private Limited (formerly Albrecht Builder Private Limited)
261 Mikado Realtors Private Limited (w.e.f. 07.09.2016)
262 MIA Infrastructure Private Limited
263 Industrial Minerals and Chemical Company Private Limited (w.e.f. 31.03.2017)
264 Nectar Loyalty Management India Limited (ceased w.e.f. 22.08.2016)
265 Arvind and Smart Value Homes LLP
266 Princeton Infrastructure Private Limited
267 Sohna City LLP
268 Technopolis Knowledge Park Limited
269 HL Promoters Private Limited
270 Kolkata-One Excelton Private Limited
271 Sector 113 Gatevida Developers Private Limited (formerly Lemon Tree Land & Developers Private Limited)
272 Promont Hilltop Private Limited
273 Smart Value Homes (Peenya Project) Private Limited (formerly Smart Value Homes

Additional information to the Standalone Financial Statements

			(Boisar Project) Private Limited)
		274	Smart Value Homes (New Project) LLP
		275	One Bangalore Luxury Projects LLP
		276	Tata International DLT Private Limited
		277	Tata International Wolverine Brands Limited
		278	Tata International GST AutoLeather Limited
		279	Synaptiv Limited (InMotion Ventures Limited holds Equity Investments valued at GB£1,56,000)
		280	DriveClubService Pte. Ltd. (InMotion Ventures Limited holds Equity Investments valued at US$2,50,000
		281	Cloud Car Inc
		282	Durg Shivnath Expressways Private Limited (formerly SMS Shivnath Infrastructure Private Limited (w.e.f. 26.04.2017)
		283	Matheran Rope-Way Private Limited (w.e.f. 19.06.2017)
		284	TATASOLUTION CENTER S.A.
		285	Alliance Finance Corporation Limited (w.e.f. 18.04.2017)
		286	Ardent Properties Private Limited (Ceased to be a subsidiary and is a joint venture w.e.f. 04.12.2017)
		287	MIA Infrastructure Private Limited (Ceased to be a joint venture and is a subsidiary w.e.f. 17.10.2017)
		288	SmartFoodz Limited (w.e.f. 16.11.2017)
		289	Impetis Biosciences Limited (w.e.f. 05.10.2017)
7	Post employment benefit plans	1	Tata Technologies (India) Limited Gratuity Fund
		2	Tata Technologies (India) Limited Superannuation Fund
		3	Tata Technologies (India) Limited Provident Fund
8	Key Management Personnel	1	Mr. Warren Harris, Managing Director
		2	Mr Anubhav Kapoor, Company Secretary
		3	Mr. Venkateswarlu S, Chief Financial Officer (upto August 31, 2017)
		4	Mr. J.K. Gupta, Chief Financial Officer (w.e.f. September 1, 2017)
		5	Mr. S. Ramadorai, Director
		6	Mr. P.P. Kadle, Director
		7	Mr. C. Ramakrishnan, Director (upto March 29, 2018)
		8	Mr. Rakesh Makhija, Director
		9	Mr. Falguni Nayar, Director
		10	Guenter Butschek, Director (w.e.f. March 30, 2018)
		11	PB Balaji, Director (w.e.f. March 30, 2018)

Additional information to the Standalone Financial Statements

32 (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	-	0.27	0.22	-	0.26	-	0.75
	(-)	(-)	(0.10)	(-)	(0.55)	(-)	(0.65)
Sale of products	41.70	0.59	0.97	0.01	20.24	-	63.51
	(47.64)	(1.81)	(1.27)	(0.39)	(7.24)	(-)	(58.35)
Services received	1.70	0.59	20.45	1.22	3.68	-	27.64
	(1.44)	(0.88)	(7.00)	(1.36)	(6.54)	(-)	(17.22)
Services rendered	465.07	19.08	340.88	-	17.32	-	842.35
	(463.04)	(20.71)	(391.55)	(-)	(17.75)	(-)	(893.05)
Finance placed (including loans, equity & ICD)	1,269.25	-	-	-	-	-	1,269.25
	(1,074.00)	(-)	(-)	(-)	(30.00)	(-)	(1,104.00)
Finance received back (including loans, equity & ICD)	1,191.75	-	-	-	-	-	1,191.75
	(1,197.00)	(-)	(-)	(-)	(60.00)	(-)	(1,257.00)
Dividend paid	121.20	3.25	-	-	22.48	1.68	148.61
	(106.05)	(2.84)	(-)	(-)	(19.67)	(1.47)	(130.03)
Interest paid / (received)(net)	(9.42)	(0.55)	-	-	-	-	(9.97)
	(-10.21)	(-0.55)	(-)	(-)	(-2.76)	(-)	(-13.52)
Remuneration	-	-	-	-	-	2.34	2.34
	(-)	(-)	(-)	(-)	(-)	(1.64)	(1.64)
Amount receivable (Including unbilled revenue)	86.34	5.82	191.25	0.19	4.77	-	288.37
	(69.05)	(3.52)	(121.07)	-	(7.40)	(-)	(201.04)
Amount payable	0.87	0.27	15.59	0.46	2.21	-	19.40
	(0.64)	(0.00)	(6.03)	(0.29)	(4.38)	(-)	(11.34)
Amount receivable (in respect of advances, loans, Equity, ICD, Bonds)	77.50	5.29	2.79	-	-	-	85.58
	(-)	(5.29)	(2.79)	(-)	-	(-)	(8.08)
Commission	-	-	-	-	-	0.35	0.35
	(-)	(-)	(-)	(-)	(-)	(0.60)	(0.60)
Sitting fees	-	-	-	-	-	0.27	0.27
	(-)	(-)	(-)	(-)	(-)	(0.16)	(0.16)

The above transactions are excluding reimbursement of expenses
Previous year's figures are shown in the brackets

Disclosure of material transactions:
Purchase of Goods:
TAL Manufacturing Solutions Limited: ₹. 0.27 crore (March 31, 2017 ₹ Nil)
Tata Consultancy Services: ₹.0.26 crore (March 31, 2017 ₹. 0.55 Crore)
Tata Technologies Inc.: ₹ 0.22 crore (March 31, 2017 ₹ 0.10 Crore)

Notes forming part of the Standalone Financial Statements

Sale of products:
Tata Consultancy Services: ₹ 17.48 crore (March 31, 2017 ₹ 2.64 crore)
Services received:
Tata Technologies Thailand Limited: ₹ 4.20 crore (March 31, 2017 ₹ 3.45 crore)
Tata Technologies Inc: ₹ 2.91 crore (March 31, 2017 ₹ 2.75 Crore)
Tata Manufacturing Technologies (Shanghai) Limited: ₹ 4.68 crore (March 31, 2017 ₹ Nil)
Tata Technologies Europe Limited ₹ 8.65 crores (March 31, 2017 ₹ 0.80 crores)
Services rendered:
Tata Technologies Europe Limited ₹ 236.98 crores (March 31, 2017 ₹ 268.47 crores)
Dividend paid:
TATA Capital General Partners LLP. ₹ 14.99 crores (March 31, 2017 ₹ 13.11 crores)

(Amount in ₹ Crore)

Consideration of key management personnel*	Year ended March 31, 2018	Year ended March 31, 2017
Short term benefits	**2.77**	1.83
Post employment benefits	**0.10**	0.02
Total	**2.87**	**1.85**

* Includes provision for encashable leave and gratuity for certain key management personnels on estimate basis as a separate actuarial valuation is not available

Refer note 31 for information on transactions with post-employment benefit plans.

33 Capital Management

(a) Risk Management

The Company's capital comprises equity share capital, share premium, retained earnings and other equity attributable to equity holders.

The Company's objectives when managing capital are to :
- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

As Company's cash and bank balances are higher than net debt, hence the debt ratio is not applicable.

No changes were made in the objectives, policies or processes for managing capital of the Company during the current year and previous year.

Notes forming part of the Standalone Financial Statements

(b) Dividends

(Amount in ₹ Crore)

	For the year ended March 31, 2018	For the year ended March 31, 2017
(i) Equity shares		
- Final dividend for the year ended 31 March 2017 of ₹ NIL	**-**	-
- Interim dividend declared during the year aggregating ₹40 per fully paid equity share	**207.20**	181.27
(ii) Dividends not recognised at the end of the reporting period In addition to the above dividends, the directors have recommended the payment of a final dividend of ₹ 15 per fully paid equity share on April 20, 2018. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	**77.84**	-

34.1 Categories of financial instruments

(Amount in ₹ Crore)

	As at March 31, 2018		As at March 31, 2017	
	FVTPL	Amortised cost	FVTPL	Amortised cost
Financial assets				
Investments :				
- mutual funds	**26.79**	**-**	210.44	-
- debentures	**-**	**5.00**	-	5.00
- preference shares	**-**	**5.00**	-	5.00
Security deposits	**-**	**4.90**	-	4.89
Loans to others	**-**	**2.79**	-	2.79
Loans to related parties- Inter-corporate deposits	**-**	**77.50**	-	-
Bills of exchange	**-**	**11.21**	-	9.65
Derivative financial assets	**0.01**	**-**	1.86	-
Unbilled revenue	**-**	**45.57**	-	34.14
Trade receivables	**-**	**339.08**	-	224.26
Cash and cash equivalents	**-**	**20.94**	-	96.87
Other bank balances	**-**	**3.20**	-	2.25
Others	**-**	**5.13**	-	6.07
Total financial assets	**26.80**	**520.32**	**212.30**	**390.92**
Financial liabilities				
Borrowings	**-**	**-**	-	97.31
Trade payables	**-**	**126.76**	-	124.62
Derivative financial liability	**1.15**	**-**	0.39	-
Others	**-**	**22.49**	-	19.80
Total financial liabilities	**1.15**	**149.25**	**0.39**	**241.73**

Notes forming part of the Standalone Financial Statements

34.2 (a) Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value.

To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

(Amount in ₹ Crore)

Financial assets and liabilities measured at fair value - recurring fair value measurements at March 31, 2018	Total	Fair value measurement at end of reporting period		
		Level 1	Level 2	Level 3
Financial Assets				
Investments in Mutual Funds	**26.79**	26.79	-	-
Derivative Financial instrument- Foreign currency forward contracts	**0.01**	-	0.01	-
Financial Liabilities				
Derivative Financial instrument- Foreign currency forward contracts	**1.15**	-	1.15	-

(Amount in ₹ Crore)

Financial assets and liabilities measured at fair value - recurring fair value measurements at March 31, 2017	Total	Fair value measurement at end of reporting period		
		Level 1	Level 2	Level 3
Financial Assets				
Investments in Mutual Funds	210.44	25.09	185.35	-
Derivative Financial instrument- Foreign currency forward contracts	1.86	-	1.86	-
Financial Liabilities				
Derivative Financial instrument- Foreign currency forward contracts	0.39	-	0.39	-

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price.

Level 2: Fair value of financial instruments that are not traded in an active market (for example, traded bonds, over the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument as observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification assets.

34.2 (b) Valuation techniques used to determine fair value

The following methods and assumptions were used to estimate the fair value of the level 2 financial instruments included in the above tables:

1. Investments in mutual funds: The fair value is derived based on the closing Net Asset value published by the respective mutual fund houses.

2. Derivative instruments: The Company enters into foreign currency forward contracts with banks with investment grade credit ratings. These are valued using the forward pricing valuation technique, using present value calculations. The models incorporate various inputs including the credit quality of counterparties and foreign exchange spot and forward rates.

Notes forming part of the Standalone Financial Statements

34.2 (c) As per Ind AS 107 "Financial Instrument:Disclosure", fair value disclosures are not required when the carrying amounts reasonably approximate the fair value. Accordingly fair value disclosures have not been made for the following financial instruments:-

1.Trade receivables
2.Cash and Cash Equivalent
3.Other Bank Balances
4.Loans
5.Borrowings
6.Trade payables
7.Other financial liabilities (except derivatives)
8.Other financial assets (except derivatives)

34.3 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.

34.4 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.

34.5 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.

Derivative instruments outstanding as at March 31, 2018 & March 31,2017 are as follows:

(Amount in ₹ Crore)

Particulars	As At	Bought/sold		Amount ₹	Amount ₹
Forward Exchange contracts	March 31, 2018	Sold	USD/INR	USD 0.29	18.58
		Sold	GBPINR	GBP 1.00	92.28
	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

Notes forming part of the Standalone Financial Statements

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)

	As at March 31, 2018	As at March 31, 2017
Not later than one month	6.19	61.73
Later than one month and not later than three months	58.53	90.05
Later than three months and not later than one year	46.14	1.73
	110.86	153.51

Foreign exchange currency exposures not covered by derivative instruments are as follows:

Particulars	Currency	As at March 31, 2018		As at March 31, 2017	
		Amount in Foreign Currency	Equivalent Amount in INR	Amount in Foreign Currency	Equivalent Amount in INR
Financials Assets:					
Trade Receivables & Unbilled Revenue	EUR	0.11	9.26	0.02	1.05
	CAD	-	-	0.01	0.37
	GBP	0.59	54.70	0.00	0.00
	THB	0.69	1.44	0.12	0.22
	USD	0.64	41.53	-	-
	ZAR	0.01	0.05	0.00	0.02
	CNY	1.02	10.59	0.34	3.20
	SGD	0.02	0.80	0.01	0.25
	JPY	0.03	0.02	-	-
	SEK	1.51	11.78	1.03	7.46
	CHF	0.01	0.69	-	-
	RON	0.00	0.08	-	-
Current account with Bank (including cheques in hand/money in transit)	USD	0.01	0.33	0.10	6.37
	EUR	-	-	0.01	0.98
	GBP	-	-	0.01	1.04
Total			131.27		20.96
Financials Liabilities:					
Unsecured Loan	USD	-	-	0.04	2.46
Trade Payables	EUR	0.01	1.01	0.00	0.10
	GBP	0.06	5.21	0.03	2.76
	THB	0.19	0.41	0.57	1.08
	USD	0.44	28.98	0.06	4.13
	SEK	-	-	0.08	0.56
	CNY	0.02	0.21	0.02	0.19
	AED	0.00	0.01	-	-
Total			35.83		11.28

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 ₹ 13.13 crores as at March 31, 2018 (₹ 2.10 crores as at March 31, 2017) and ₹ 3.58 crores as at March 31, 2018 (₹ 1.13 crores as at March 31, 2017) for financial assets and financial liabilities respectively.

Notes forming part of the Standalone Financial Statements

34.6 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 include short term packing credit with less than 6 months maturity period, wherein sensitivity impact is not material.

34.7 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, is the largest customer of the Company (Refer note 32 (ii)).

(Amount in ₹ Crore)

	As at March 31, 2018	As at March 31, 2017
Movement in the expected credit loss allowance		
Balance at the beginning of the year	**2.88**	2.90
Movement in expected credit allowance on trade receivables	**2.49**	-
Reversal of provisions for debts paid	**-**	(0.02)
Balance at the end of the year	**5.37**	**2.88**

34.8 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, 2018:

Notes forming part of the Standalone Financial Statements

(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	**126.76** (134.67)	**126.61** (134.57)	**0.15** (0.10)	**-** (-)	**126.76** (134.67)
(b) Borrowings and interest thereon	**-** (97.31)	**-** (97.31)	**-** (-)	**-** (-)	**-** (97.31)
(c) Derivative liabilities	**1.15** (0.39)	**1.15** (0.39)	**-** (-)	**-** (-)	**1.15** (0.39)
(d) Other financial liabilities	**22.49** (9.75)	**22.49** (9.75)	**-** (-)	**-** (-)	**22.49** (9.75)
Total	**150.40** (242.12)	**150.25** (242.02)	**0.15** (0.10)	**-** (-)	**150.40** (242.12)

Previous year's figures are shown in the brackets

35. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current period's classification / disclosure.

(a) Immaterial regroupings/reclassifications done to previous year's figures to correspond with current period's classification/disclosure are as follows:

(Amount in ₹ Crore)

Particulars	Amount as per audited financial statements on 31 March 2017	Amount reclassified in current year	Nature of reclassification
Note 12- Other Bank balances	2.29	0.04	Regrouped under Pledged/lien with banks in Note 8 - other financial assets - non current
Note 7-Loans - Non current	9.36	1.44	Regrouped under deposits with government and others in Note 10 - other non-current assets
Note 7-Loans - Current	5.59	4.44	Regrouped under Loans to related parties in Note 8 - Other financial assets - current
		0.15	Regrouped under Deposits with government and others in Note 10 - Other current assets
Note 16-Trade payables	134.57	10.05	Regrouped under capital creditors in Note 17 -Other financial liabilities - current
Note 11 - Trade receivables	219.92	4.34	Regrouped under deferred revenue in Note 19 - Other current liabilities

Notes forming part of the Standalone Financial Statements

(b) Amounts reclassified in Statement of Profit & Loss

(Amount in ₹ Crore)

Particulars	Amount as per audited financial statements on 31 March 2017	Amount reclassified in current year	Nature of reclassification
Consultancy fees, softwares and others	63.17	17.79	Regrouped under other expenses in Note 26 - Other expenses
Other expenses	116.83	3.28	Regrouped under other income in Note 22 - Other income
Other expenses	116.83	1.30	Regrouped under other income in Note 22 - Other income

For and on behalf of the Board

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W -100022

Swapnil Dakshindas
Partner
Membership No: 113896

Date: April 20, 2018
Place: Mumbai

S Ramadorai
Chairman
DIN: 00000002

P P Kadle
Director
DIN: 00016814

Rakesh Makhija
Director
DIN: 00117692

Guenter Butschek
Director
DIN: 07427375

Warren Harris
Managing Director
DIN: 02098548

Falguni Nayar
Director
DIN: 00003633

PB Balaji
Director
DIN : 02762983

J.K. Gupta
Chief Financial Officer

Anubhav Kapoor
General Counsel &
Company Secretary

Date: April 20, 2018
Place: Mumbai

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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-FOURTH ANNUAL GENERAL MEETING of the Company at Plot No. 25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune 411 057, at 11:00 a.m. on Wednesday, June 27, 2018

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 Fourth Annual General Meeting of the Company, to be held on Wednesday, June 27, 2018 at 11:00 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
7. *in favour / *against
8. *in favour / *against
9. *in favour / *against
10. *in favour / *against

***Strike out whichever is not applicable**

Signed this ______________________ day of ______________________ 2018

____

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

CORPORATE SUSTAINABILITY

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

1 The Tata Technologies North American CSR team was present at the Gleaners Food Drive where more than 1500 meals were provided for hungry Metro Detroiters.

2 Tata Technologies collaborates with Coventry University in the UK on the Ada Lovelace scholarship program designed to support women studying engineering and computing. On 6th February 2018, the Tata Technologies European Innovation and Development Centre (EIDC) hosted an Ada Lovelace event to celebrate the achievements of women in STEM.

3 Tata Technologies' flagship Ready Engineer™ program expanded to the Bengaluru and Aurangabad clusters, taking the program to more than 4,000 students.

4 As part of the School & Teaching Excellence Program (STEP), more than 200 digital kits were distributed to government schools across the state of Maharashtra, crossing the mark of 1000 kits in more than 850 schools.

5 As part of the Empowerment Via Education (EVE) program, Tata Technologies partnered with the Lila Poonawalla Foundation and sponsored 151 girls for a full scholarship for their engineering courses along with industry domain and soft skills training.

6 In two years of implementation of the Drought Response Project, a 1.5 km-long nalla (Canal) was deepened, creating water storage capacity of 6,500,000 liters (6.5 million liters). In addition, 65 wells and borewells got recharged and soil moisture improved in the adjoining areas.

7 Tata Technologies clocked 22,000 volunteering hours this year, thanks to its employees, family and friends. Employees participate in a diverse range of community development initiatives around the year, specifically during the Tata Group-led Volunteering Week, twice a year in September and March.

KEY ACHIEVEMENTS

Examples illustrating our organizational excellence

CSR LEADERSHIP AWARD

- Anubhav Kapoor, General Counsel and Company Secretary who also heads Tata Technologies' CSR initiatives, was awarded with the CSR Leadership award at the Global CSR Excellence & Leadership Awards 2018.

2017 TATA NORTH AMERICA SUSTAINABILITY AWARD

- Ross Snyder, Sarah Steele and Kyle Heythaler from the company's NA team won the coveted 2017 Tata North America Sustainability Award.

MANUFACTURING TODAY AWARD FOR NEXT GENERATION LEADER

- Anand Bhade, President - Asia Pacific Sales & Global Marketing & Communications won the Manufacturing Today Award for Next Generation Leader 2017 at the Manufacturing Today Conference and Awards 2017.

PLATINUM PARTNERS

- Dassault Systèmes awarded Tata Technologies as the Platinum Partner of the Year in North America, India and Mexico.

JLG CATEGORY WINNER IN MATERIAL HANDLING FOR TELEHANDLERS

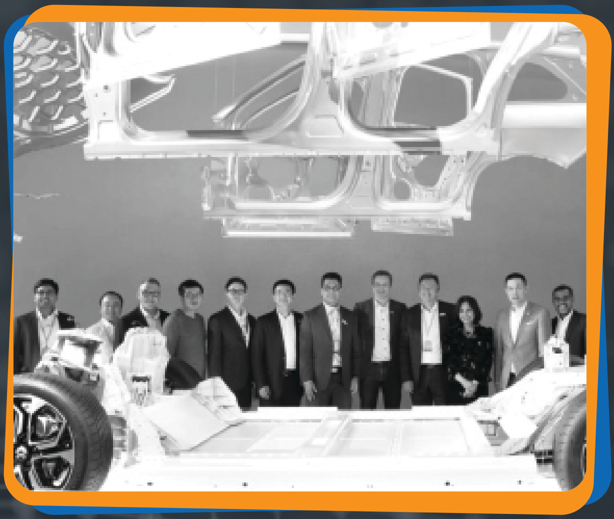
- Our American customer, JLG, was the category winner in "Material Handling" from Rental Equipment Register (RER) for the 1644 and 1732 high capacity telehandlers, which were developed in Tata Technologies Romania.

UNVEILING OF TATA HITACHI SHINRAI AT EXCON

- The new Backhoe Loader which was developed by Tata Technologies was unveiled at EXCON 2017 by Tata Hitachi at their booth in the presence of luminaries from both the companies.
- Tata Technologies became the first ESO company to demonstrate full machine development and system integration capabilities in the industrial heavy machinery space and announced a successful collaboration with Hitachi Construction Machinery Japan and Tata Hitachi Construction Machinery at the event.

NIO'S PREFERRED ENGINEERING PARTNER FOR ITS EV RANGE

- Tata Technologies announced a close association with NIO China in the complete product development process of NIO's range of electric vehicles.
- The association between the two companies commenced with collaborative engineering for NIO's first electric all-aluminum vehicle, the ES8, which NIO intends to be their first product positioned in the Chinese electric vehicles mass market.



INNOVISTA AWARD

- The "Virtual Road Load Data" project, submitted by the JLR ODEC team, was a winner at Tata Innovista 2017 under the Implemented Innovations category.
- The team included Andy Richardson, Dr Prashant Khapane, Jagan Senapathy, Greg McCann, Andrew Giles, Sumiran Lohani.

MAKING CUSTOMERS SMILE CONTEST

- Rob Smith, Paul Gamble and Jerry Wang from Tata Technologies were chosen among the final winners of the "Making Customers Smile" contest run by Tata World. The winning entries were chosen among 600+ entries.
- The winning entry revolved around Tata Technologies' collaboration with NIO towards creating a product development process that would establish a new industry benchmark.

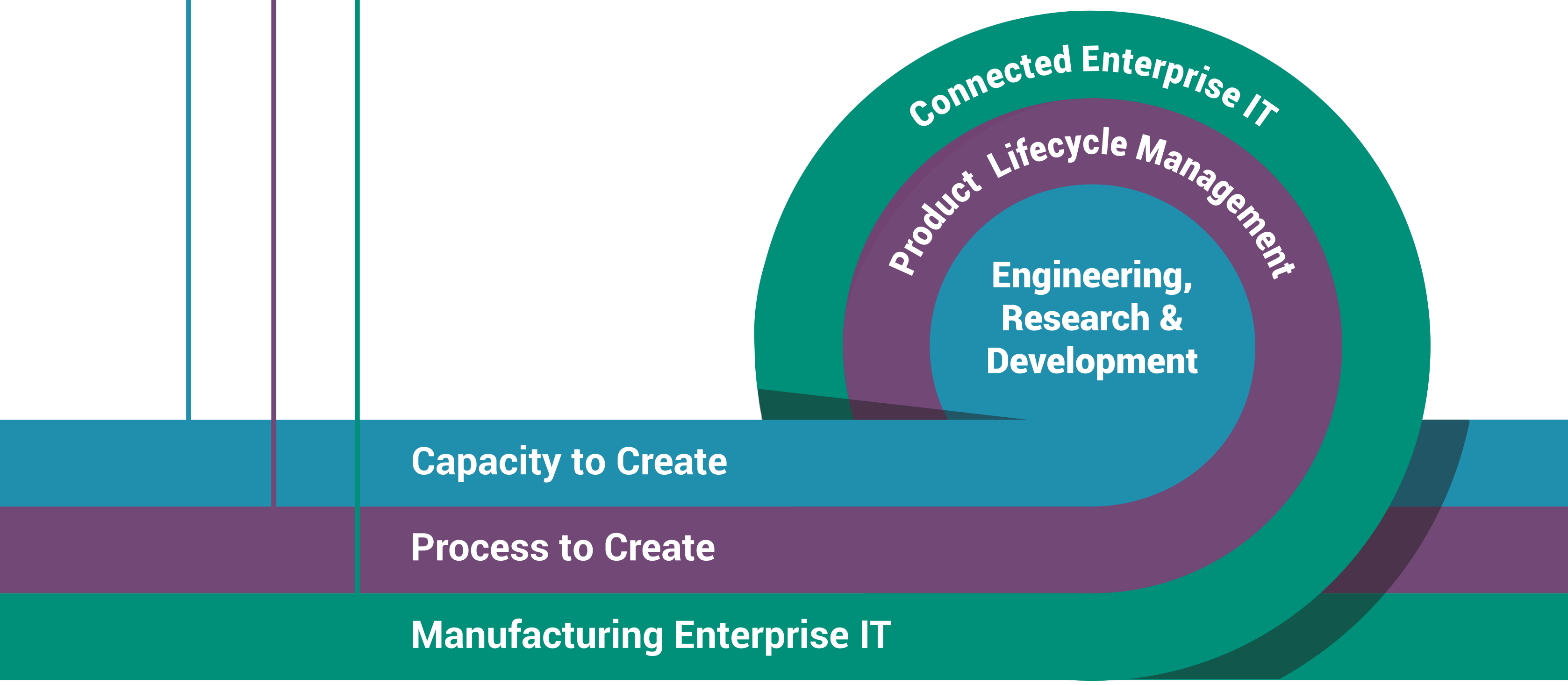
SERVICE OFFERINGS

Exploring what enables us to engineer a better world

Tata Technologies provides the **'CAPACITY TO CREATE'** and innovate through our globally distributed, industry focused Engineering, Research & Development services.

As practitioners or advisors we complement this with a best-in-class understanding of digital engineering and Product Lifecycle Management, the **'PROCESS TO CREATE'**, providing the basis for effective program and product development execution.

Throughout the extended lifecycle, we understand how **'MANUFACTURING ENTERPRISE IT'** solutions must consume digital assets seamlessly in Connected Enterprise IT, Enterprise Resource Planning, Customer Experience Management, and business wide analytics.



End-to-end solutions for the product realization lifecycle

FUTURE READY CAPABILITIES

Long-term value creation has always been the virtue of the manufacturing industry and it remains unfazed in this digital era as well. Tata Technologies pioneers in providing advanced solutions to enable better product development in the times of Industry 4.0. These solutions facilitate enterprise processes that are smarter, faster and more agile.

- Full Vehicle Design & Development
- Design Engineering for Electric Vehicles
- Advance Material Engineering & Lightweighting
- Teardown & Benchmarking
- Embedded Systems
- Connected Vehicles
- Mobility
- Digital Transformation
- Internet of Things
- Big Data
- Social
- Cloud
- Customer Experience Management
- Analytics
- Knowledge Based Engineering

CLIENT TESTIMONIALS

What the world says about us

"Everything you can see, and everything you can touch, has been executed by Tata Technologies."

Chief Program Engineer (An Internationally Reputed Automotive OEM)

"You guys have been supporting us regardless of all the delays in the program. I know at times it isn't fair on you, however your ability to react quickly to the situation and provide options has been imperative in completion of the project."

Head of Engine Production (Leading Asia Pacific Aero Engine MRO Company)

"Tata Technologies has worked closely with the team to ensure we are successful in this project. They have core competency and resources to deliver a great product. We are going to use all their resources and expertise which are relevant to our business. Four words that make Tata Technologies stand out: adaption, flexibility, commitment, teamwork."

Managing Director (Asia's Leading IHM OEM)

"On our quest to build an electric SUV that would set a global benchmark, Tata Technologies was our engineering partner. Their comprehensive know-how about the intricacies of vehicle development and commendable expertise in lightweighting domain has been imperative in delivering our all-aluminum SUV - it not only adheres to global safety standards, but has broken lightweight index benchmarks of even German OEMs! This journey has been possible with Tata Technologies on our side!"

Vice President (Chinese New Generation Auto OEM)

"I have never seen or heard of any company implementing a PLM system in just 4 months in my 25+ years of professional life but Tata Technologies managed to pull it off."

Chief Information Officer (Global EV Startup)

"The team at Tata Technologies did an exceptional job and we have taken a unanimous decision of implementing a similar system upgrade at another plant location too."

Plant Head (A Swedish Industrial Company)

TATA TECHNOLOGIES

Tata Technologies Limited
25 Rajiv Gandhi Infotech Park
Hinjawadi Pune-411057
corporate@tatatechnologies.com
www.tatatechnologies.com