

**SIFY TECHNOLOGIES LIMITED**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**(In thousands of Rupees, except share data and as stated otherwise)**

**1. Reporting entity**

Sify Technologies Limited, ('Sify' or 'the Company') formerly known as Sify Limited and Satyam Infoway Private Limited, is a leading internet services provider headquartered in Chennai, India. These Consolidated Financial Statements comprise the Company and its subsidiaries Sify Technologies (Singapore) Pte. Limited and Pace Info Com Park Private Limited) (together referred to as the 'Group' and individually as 'Group entities'). The subsidiaries, Sift Software Limited and Hermit Projects Private Limited were merged with the Company during the year. The Group is primarily involved in providing services Network and IT services. Sify is listed on the NASDAQ Global Select Market in the United States.

**2. Basis of preparation**

**a. Statement of compliance**

The accompanying Consolidated Financial Statements of the Group have been prepared in accordance with the International Financial Reporting Standards (IFRS) and its interpretations as issued by the International Accounting Standards Board (IASB).

These Consolidated Financial Statements have been approved for issue by the Board of Directors on July 18, 2014.

**b. Basis of measurement**

These Consolidated Financial Statements have been prepared on the historical cost basis except for the following:

- Available for sale financial assets are measured at fair value
- Non-current asset held for sale measured at lower of carrying value and fair value less costs to sell.
- Derivative financial instruments are measured at fair value
- Financial instruments at fair value through profit or loss are measured at fair value.
- The defined benefit asset is recognized as the net total of the plan assets, plus unrecognized past service cost and unrecognized actuarial losses, less unrecognized actuarial gains and the present value of the defined benefit obligation.
- In relation to lease prepayments, the initial fair value of the security deposit is estimated as the present value of the refundable amount, discounted using the market interest rates for similar instruments. The difference between the initial fair value and the refundable amount of the deposit is recognized as a lease prepayment.

The above items have been measured at fair value and the methods used to measure fair values are discussed further in Note 4.

**c. Functional and presentation currency**

Items included in the financial statements of each Group entity are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). Indian rupee is the functional currency of Sify, its domestic subsidiaries and affiliates. The U.S. dollar is the functional currency of Sify's foreign subsidiary located in Singapore.

The Consolidated Financial Statements are presented in Indian Rupees which is the Group's presentation currency. All financial information presented in Indian Rupees has been rounded up to the nearest thousand except where otherwise indicated.

*Convenience translation (unaudited):* Solely for the convenience of the reader, the financial statements as of and for the year ended March 31, 2014 have been translated into United States dollars (neither the presentation currency nor the functional currency of the Group) based on the reference rate in the City of Mumbai on March 31, 2014, for cable transfers in Indian rupees as published by the Reserve Bank of India which was ₹ 60.10 per \$1.00. No representation is made that the Indian rupee amounts have been, could have been or could be converted into United States dollar at such a rate or at any other rate on March 31, 2014 or at any other date.

#### **d. Use of estimates**

The preparation of Consolidated Financial Statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosures of contingent assets and contingent liabilities at the date of financial statements, income and expenses during the period. Actual results may differ from these 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 future periods which are affected.

Application of accounting policies that require critical accounting estimates and assumption having the most significant effect on the amounts recognized in the financial statements are:

- Measurement of the recoverable amounts of cash-generating units containing goodwill (Note 6)
- Useful lives of property, plant and equipment (Note 3 e and Note 5)
- Useful lives of intangible assets (Note 3 f and Note 6)
- Lease classification (Note 3 h, 9, 17 and 32)
- Utilization of tax losses (Note 11)
- Measurement of defined employee benefit obligations (Note 18)
- Measurement of share-based payments (Note 29 and Note 36)
- Valuation of financial instruments (Note 3 c, 4, 37 and 38)
- Provisions and contingencies (Note 3 n and 34)
- Determination of percentage completion in construction contracts (Note 3 j)

### **3. Significant accounting policies**

The accounting policies set out below have been applied consistently to all periods presented in these Consolidated Financial Statements.

#### **a. Basis of consolidation**

The financial statements of the Group companies are consolidated on a line-by-line basis. Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated. These financial statements are prepared by applying uniform accounting policies in use at the Group.

##### **(i) Subsidiaries**

Subsidiaries are entities controlled by the Company. Control exists when the Company has the power directly/indirectly to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that currently are exercisable are taken into account. The financial statements of subsidiaries are consolidated from the date that control commences until the date that control ceases. The accounting policies of subsidiaries have been changed where necessary to align them with the policies adopted by the Group.

**(ii) Associates (equity accounted investees)**

Associates are those entities where the Group has significant influence, but not control, over the financial and operating policies. Associates are accounted for using the equity method (equity accounted investees) and are initially recognized at cost. The Group's investment includes goodwill identified on acquisition, net of any accumulated impairment losses. The Consolidated Financial Statements include the Group's share of the income and expenses and equity movements of equity accounted investees from the date that significant influence commences until the date that significant influence ceases. The investment would be classified as 'held for sale' when the carrying amount of the investment will be recovered through a sale transaction rather than through its continued use and such sale is highly probable. Such investments are measured at the lower of its carrying amount and fair value less cost to sell. When the Group's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest (including any long-term investments) is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee.

**b. Foreign currency**

**(i) Foreign currency transactions**

Transactions in foreign currencies are initially recognized in the financial statements using exchange rates prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated to the relevant functional currency at the exchange rates prevailing at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction. Foreign currency differences arising on translation are recognized in the income statement for determination of net profit or loss during the period.

**(ii) Foreign operations**

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to the functional currency at exchange rates at the reporting date. The income and expenses of foreign operations and cash flows are translated to using average exchange rates during the period. Any differences arising on such translation are recognized in other comprehensive income. Such differences are included in the foreign currency translation reserve "FCTR" within other components of equity. When a foreign operation is disposed off, in part or in full, the relevant amount in the FCTR is transferred to profit or loss.

**c. Financial instruments**

**(i) Non-derivative financial instruments**

Non-derivative financial instruments comprise investments in equity and debt securities, trade and other receivables, cash and cash equivalents, loans and borrowings, and trade and other payables.

Non-derivative financial instruments are recognized initially at fair value plus any directly attributable transaction costs. However if the instrument is recognized as at fair value through profit or loss then any directly attributable transaction costs are recognized in profit or loss as incurred. Subsequent to initial recognition non-derivative financial instruments are measured as described below:

**Non-derivative financial assets**

**a) Available-for-sale financial assets**

Available-for-sale (AFS) financial assets are those non-derivative financial assets that are designated as available for sale or are not classified as (a) loans and receivables, (b) held-to-maturity investments or (c) financial assets at fair value through profit or loss in accordance with IAS 39.

Investments in equity and certain debt securities are initially recognized at fair value and classified as available-for-sale financial assets. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses and foreign exchange gains and losses on available-for-sale monetary items are recognized directly in other comprehensive income. When an investment is de-recognized, the cumulative gain or loss in equity is transferred to profit or loss. These are presented as current assets unless the management intends to dispose of the assets after 12 months from the balance sheet date.

#### **b) Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These are presented as current assets, except for those maturing later than 12 months after the balance sheet date which are presented as non-current assets. Loans and receivables are initially measured at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss. Loans and receivables are represented by trade receivables, unbilled revenue, cash and cash equivalents. Cash and cash equivalents comprise cash balances and demand deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

#### **c) Others**

Other non-derivative financial instruments are measured at amortized cost using the effective interest method, less any impairment losses.

#### **Non-derivative financial liabilities**

The Group classifies non-derivative financial liabilities to the other financial liabilities category. Such financial liabilities are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method.

#### **Offsetting of Financial assets and Financial Liabilities**

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realize the assets and settle the liability simultaneously.

#### **(ii) Derivative financial instruments**

Foreign exchange forward contracts and options are entered into by the Group to mitigate the risk of changes in foreign exchange rates associated with certain payables, receivables and forecasted transactions denominated in certain foreign currencies. The group also enters into cross currency interest rate swaps for hedging the risk against variability in cash flows of its term loan.

These derivative contracts do not qualify for hedge accounting under IAS 39, and are initially recognized at fair value on the date the contract is entered into and subsequently re-measured at their fair value. Gains or losses arising from changes in the fair value of the derivative contracts are recognized immediately in profit or loss. Embedded derivatives are separated from the host contract and accounted for separately if the economic characteristics and risks of the host contract and the embedded derivative are not closely related, a separate instrument with the same

terms as the embedded derivative would meet the definition of a derivative, and the combined instrument is not measured at fair value through profit or loss.

#### **d. Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or share options are recognized as a deduction from equity, net of any tax effects.

#### **e. Property, plant and equipment**

Property, plant and equipment is stated at cost less accumulated depreciation and where applicable accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials, direct labour and any other costs directly attributable to bringing the asset to a working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment.

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.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognized net within “other income / other expenses” in statement of income.

##### **(i) Subsequent costs**

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The carrying amount of the replaced part is de-recognized. The costs of the day-to-day servicing of property, plant and equipment are recognized in profit or loss as incurred.

##### **(ii) Depreciation**

Depreciation is recognized in the consolidated statement of income on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Management’s estimated useful lives for the years ended March 31, 2014, 2013 and 2012 were as follows:

	Estimate of useful life in years
Buildings	28
Plant and machinery comprising computers, servers etc.	3 – 5
Plant and machinery comprising other items	8
Furniture and fittings	5
Office equipment	5
Motor vehicles	3 – 5

The depreciation method, useful lives and residual value are reviewed at each of the reporting date

#### **f. Business combinations**

### **(i) Business combinations**

Business combinations are accounted for using IFRS 3 (Revised), Business Combinations. IFRS 3 requires the identifiable intangible assets and contingent consideration to be fair valued in order to ascertain the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. Significant estimates are required to be made in determining the value of contingent consideration and intangible assets. These valuations are conducted by independent valuation experts.

Business combinations have been accounted for using the acquisition method under the provisions of IFRS 3(Revised). The cost of acquisition is measured at the fair value of the assets transferred, equity instruments issued and liabilities incurred or assumed at the date of acquisition. The cost of acquisition also includes the fair value of any contingent consideration. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value on the date of acquisition.

Transactions 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.

The acquisition of an asset or a group of assets that does not constitute a 'business' as per IFRS 3 is accounted for by identifying and recognizing the individual identifiable assets acquired and liabilities assumed. The cost of the group is allocated to such individual identifiable assets and liabilities on the basis of their relative fair values on the date of purchase.

### **(ii) Goodwill**

Goodwill represents the cost of a business acquisition in excess of the Group's interest in the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. When the excess is negative (negative goodwill), the Group reassesses the identification and measurement of identifiable assets, liabilities and contingent liabilities, and the measurement of the cost of acquisition, and recognizes any remaining excess in profit or loss immediately on acquisition.

#### *Subsequent measurement*

Goodwill is measured at cost less accumulated impairment losses.

### **g. Other intangible assets**

Other intangible assets that are acquired by the Group, which have finite useful lives, are measured at cost less accumulated amortization and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the intangible asset.

#### **(i) Subsequent expenditure**

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, are recognized in profit or loss as incurred.

#### **(ii) Amortization of intangible assets with finite useful lives**

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use. The estimated useful lives for the current and previous year are as follows:

	Estimate of useful life in years
Software	Not exceeding 3 years
Technical know-how	5 years
License fees	20 years
Bandwidth Capacity	12 years
Portals and web development cost	5 years
Customer related intangibles	5 years

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

#### **h. Leases**

At the inception of a lease, the lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

##### *Assets taken on finance lease:*

A finance lease is recognized as an asset and a liability at the commencement of lease, at lower of the fair value of leased asset or the present value of the minimum lease payments. Initial direct costs, if any, are also capitalized and subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset. Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

##### *Assets taken on operating lease:*

Other leases are operating leases and the leased assets are not recognized on the Group's statement of financial position. Payments made under operating leases are recognized in profit or loss on a straight-line basis over the term of the lease.

##### *Assets given on finance lease:*

The Group is a dealer lessor for leasing various types of products sold to its customers. Profit or loss on sale of such products is recognized in accordance with the policy on outright sales. Finance income i.e., excess of gross minimum lease payments and normal selling price is recognized over the lease period.

##### *Deposits provided to lessors:*

The Group 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 a lease rental expense.

#### *Indefeasible Right of Use (IRU)*

The Company has entered into IRU arrangements which entitle the company to right of use of specified bandwidth capacity for a specified period of time. Such right is being treated as operating lease since the risks and rewards are not transferred to the Company. Hence, the upfront payments made towards right of use of bandwidth capacities under such agreements have been treated as prepayments and is amortized over the term of the contract.

#### **i. Inventories**

Inventories comprising traded hardware and software are measured at the lower of cost (determined using first-in first-out method) and net realizable value. Cost comprises cost of purchase and all directly attributable costs incurred in bringing the inventories to their present location and condition. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

#### **j. Construction contracts in progress**

Construction contracts in progress represent the gross unbilled amount expected to be billed to customers for contract work performed to date. It is measured at cost plus profit recognized to date less progress billing and recognized losses. Cost includes all expenditure related directly to specific projects and an allocation of fixed and variable overheads incurred in the Group's contracts and activities based on normal operating capacity.

Construction contract in progress is presented as part of trade and other receivable in statement of financial position for all contracts in which costs incurred plus recognized profit exceed progress billings. If progress billings exceeds cost incurred plus recognized profits, then the difference is presented as deferred income / revenue in the statement of financial position.

#### **k. Impairment**

##### **Financial assets**

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that a financial asset or group of financial assets is impaired. A financial asset is considered to be impaired and impairment losses are recognized, if objective evidence indicates that one or more events such as a loss event, the significant financial difficulty of the issuer, a breach of contract, the disappearance of an active market, which have had a negative effect on the estimated future cash flows of that asset. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics.

##### *Financial assets measured at amortized cost*

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate.

##### *Available-for-sale financial assets*

Significant or prolonged decline in the fair value of the security below its cost and the disappearance of an active trading market for the security are objective evidence that the security is impaired. An impairment loss in respect of an available-for-sale financial asset is calculated by reference to its fair value. The cumulative loss that was recognized in the equity is transferred to the consolidated income statement upon impairment. Such impairment loss is recognized in the consolidated income statement.

##### *Loans and receivables*



Impairment loss in respect of loans and receivables measured at amortized cost are calculated as the difference between their carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate. Such impairment loss is recognized in the consolidated income statement.

#### *Reversal of impairment loss*

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognized. For financial assets measured at amortized cost and available-for-sale financial assets that are debt securities, the reversal is recognized in profit or loss. For available-for-sale financial assets that are equity securities, the reversal is recognized directly in other comprehensive income and presented within equity.

#### **Non-financial assets**

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, the recoverable amount is estimated each year at December 31.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. 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 the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units that are expected to benefit from the synergies of the combination. Corporate assets for the purpose of impairment testing are allocated to the cash generating units on a reasonable and consistent basis.

An impairment loss is recognized if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit or group of units on a *pro rata basis*.

#### *Reversal of impairment loss*

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized directly in other comprehensive income and presented within equity.

#### **I. Employee benefits**

Employee benefits are accrued in the period in which the associated services are rendered by employees of the Group, as detailed below:

##### **(a) Defined contribution plan (Provident fund)**

In accordance with Indian law, all employees receive benefits from a provident fund, which is a defined contribution plan. Both the employee and employer make monthly contributions to the plan, each equal to a specified percentage of employee's basic salary. The Group has no further obligations under the plan beyond its monthly contributions. The Group does not have any legal or constructive obligation to pay further contributions if the fund does not hold

sufficient assets to pay all employee benefits relating to employee service in the current and prior periods. Obligation for contributions to the plan is recognized as an employee benefit expense in profit or loss when incurred.

**(b) Defined benefit plans (Gratuity)**

In accordance with applicable Indian laws, the Group provides for gratuity, a defined benefit retirement plan (the Gratuity Plan) covering all employees. The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn salary and the years of employment with the Group. The Company's net obligation in respect of the gratuity plan is calculated by estimating the amount of future benefits that the employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service cost and the fair value of plan assets are deducted. The discount rate is the yield at the reporting date on risk free government bonds that have maturity dates approximating the terms of the Company's obligations. The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Group, the recognized asset is limited to the total of any unrecognized past service costs and the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan.

The Group recognizes all actuarial gains and losses arising from defined benefit plans directly in other comprehensive income and presented within equity. The Company has an employees' gratuity fund managed by the Life Insurance Corporation of India (LIC).

**(c) Short term benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**(d) Compensated leave of absence**

The employees of the Group are entitled to compensated absence. The employees can carry forward a portion of the unutilized accrued absence and utilize it in future periods or receive cash compensation at retirement or termination of employment for the unutilized accrued compensated absence. The Group recognizes an obligation for compensated absences in the period in which the employee renders the services. The Group provides for the expected cost of compensated absence as the additional amount that the Group expects to pay as a result of the unused entitlement that has accumulated based on actuarial valuations at the balance sheet date, carried out by an independent actuary.

**m. Share-based payment transactions**

The grant date fair value of options granted to employees is recognized as an employee expense, with a corresponding increase in equity, over the period in which the options are vested. The increase in equity recognized in connection with a share based payment transaction is presented as a separate component in equity. The amount recognized as an expense is adjusted to reflect the actual number of share options that vest. In respect of options whose terms and conditions are modified, the Group includes the incremental fair value of the options in the measurement of the amounts recognized for services received from the employees. The incremental fair value is the difference between the fair value of the modified option and that of the original option both estimated as at the date of the modification. If the modification occurs during the vesting period, the incremental fair value granted is included in the measurement of the amount recognized for services received over the period from the modification date until the date when the modified equity instruments vest, in addition to the amount based on the grant date fair value of the original equity instruments, which is recognized over the remainder of the original vesting period. If the modification occurs after vesting date, the incremental fair value granted is recognized immediately, or over the

vesting period if the employee is required to complete an additional period of service before becoming unconditionally entitled to those modified equity instruments.

#### **n. Provisions**

Provisions are recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognizes any impairment loss on the assets associated with that contract.

#### **o. Revenue**

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. Transfers of risks and rewards vary depending on the individual terms of the contract of sale.

Revenue from services rendered is recognized in the consolidated income statement in proportion to the stage of completion of the transaction at the reporting date.

##### *Revenue Recognition*

Various streams of revenue are described below:

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. Transfers of risks and rewards vary depending on the individual terms of the contract of sale.

Revenue from services rendered is recognized in the consolidated income statement in proportion to the stage of completion of the transaction at the reporting date. Revenue is recognized when the following conditions are met:

- the amount of revenue can be measured reliably;
- it is probable that the economic benefits will flow to the seller;
- the stage of completion at the balance sheet date can be measured reliably; and
- the costs incurred, or to be incurred, in respect of the transaction can be measured reliably.

The revenue recognition in respect of the various streams of revenue is described below:

#### **(i) Telecom Services**

Revenue from Telecom services include Data network services and Voice services. Telecom services primarily include revenue from connectivity services, NLD/ILD services and to a lesser extent, revenues from the installation of

connectivity links. The Company provides connectivity for a fixed period of time at a fixed rate regardless of usage. The revenue attributable to connectivity services is recognised rateably over the period of the contract. The revenue attributable to the installation of the link is recognised on completion of the installation work.

The Company provides NLD (National Long Distance) and ILD (International Long Distance) services through Company's network. The Company carries voice traffic, both national and international, using the network back-bone and delivers voice traffic to Inter-connect Operators. Revenue is recognised based upon metered call units of voice traffic terminated on the Company's network

#### **Data Centre Services:**

Revenues from DC services consist of hosting and power charges. Web hosting services primarily include revenue from co-location of racks, caged racks and on usage of power from large contracts. The contracts are mainly for a fixed rate for a period of time and are recognised over the period during which the service is provided.

#### **Cloud and Managed Services:**

Revenue from Cloud and managed services include revenue from "Cloud and storage solutions, managed services, value added services and International managed services. Revenues from Cloud and on demand compute and storage, are primarily fixed for a period of time. Revenues from domestic and international managed services, comprise of value added services, operations and maintenance of projects and from remote infrastructure management. Contracts from this segment are fixed and could also be based on time and material.

#### **Technology Integration Services:**

Revenue from Technology Integration Services include system integration Services , revenue from construction of Data Centres , network services, security solutions, digital certificate based authentication services and to a lesser extent, revenue from hardware and software.

Revenue from construction contract represents revenue from construction of data centres to the specific needs and design of the customer. Such contract revenue includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments, to the extent that it is probable that they will result in revenue and can be measured reliably. As soon as the outcome of a construction contract can be estimated reliably, contract revenue is recognised in profit or loss in proportion to the stage of completion of the contract. Contract expenses are recognised as incurred unless they create an asset related to future contract activity. The stage of completion is assessed by reference to the cost incurred till date to the total estimated costs. When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. An expected loss on a contract is recognised immediately in the statement of profit or loss.

Digital Certification revenues include income received on account of Web certification. Generally the Company does not hold after sale service commitments after the activation of the Digital Certificates sold and accordingly, revenue is recognised fully on the date of activation of the respective certificate. Billing towards one time installation / training is recognised upon completion thereof.

#### **Applications Integration Services:**

Revenues from Applications Integration services include online assessment, document management services, web development, mailing solutions, supply chain software and e-learning software development services. E-learning software development services consist of structuring of contents, developing modules, delivery and training users in the modules developed. Revenue from Applications Integration Services is recognised based on percentage of completion method. Revenue in relation to 'time' is measured as the agreed rate per unit of time multiplied by the units of time expended. The element of revenue related to materials is measured in accordance with the terms of the contract.

The Company enters into contracts with customers to serve advertisements in the portal and the Company is paid on the basis of impressions, click-throughs or leads and in each case the revenue is recognised rateably over the period of

the contract based on actual impressions/click throughs / leads delivered. Revenues from commissions earned on electronic commerce transactions are recognised when the transactions are completed.

In certain cases, some elements belonging to the services mentioned above are sold as a package consisting of all or some of the elements. In these cases it is necessary to apply the recognition criteria to the separately identifiable components of a single transaction in order to reflect the substance of the transaction with different revenue allocations for each component. These multiple element arrangements are recognized as separable elements because each element constitutes a separate earning process, each element has a fair value that is reliable, verifiable and objectively determinable, and the undelivered element is not essential to functionality of the delivered elements.

**Income from operating leases:**

Lease rentals arising on assets given on operating leases are recognized over the period of the lease term on a straight line basis.

**Indefeasible Right of Use (IRU)**

The Company has entered into IRU arrangements through which it entitles its customers to right of use of specified bandwidth capacity for a specified period of time. The upfront payment received towards right of use of bandwidth capacities under such agreements have been treated as deferred revenue and is recognized on a straight line basis over the term of the arrangement.

**(iii) Deferred income**

Deferred income represents unserviced portion of billed contracts.

**p. Finance income and expense**

Finance income comprises interest income on funds invested (including available-for-sale financial assets), dividend income, gains on the disposal of available-for-sale financial assets, fair value gains on financial assets at fair value through profit or loss . Interest income is recognized as it accrues in profit or loss, using the effective interest method. Dividend income is recognized in profit or loss on the date when the Group's right to receive payment is established, which in the case of quoted securities is the ex-dividend date.

Finance expense comprises interest expense on loans and borrowings, bank charges, unwinding of the discount on provision, losses on disposal of available-for-sale financial assets, fair value losses on financial assets at fair value through profit or loss that are recognized in statement of income.

**q. Borrowing costs**

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of that asset. Other borrowing costs are recognized as expenses in the period in which they are incurred. To the extent the Group borrows funds generally and uses them for the purpose of obtaining a qualifying asset, the Group determines the amount of borrowings costs eligible for capitalization by applying a capitalization rate to the expenditure incurred on such asset. The capitalization rate is determined based on the weighted average of borrowing costs applicable to the borrowings of the Group which are outstanding during the period, other than borrowings made specifically towards purchase of the qualifying asset. The amount of borrowing costs that the Group capitalizes during a period does not exceed the amount of borrowing costs incurred during that period.

**r. Income taxes**

Income tax expense comprises current and deferred tax. Income tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in equity or in other comprehensive income. Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date. Minimum Alternate Tax (MAT) is accounted as current tax when the Company is subjected to such

provisions of the Income Tax Act. However, credit of such MAT paid is available when the Company is subjected to tax as per normal provisions in the future. Credit on account of MAT is recognized as an asset based on the management's estimate of its recoverability in the future.

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and associates to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill, as the same is not deductible for tax purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred taxation arising on investments in subsidiaries and associates is recognized except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred taxation arising on the temporary differences arising out of undistributed earnings of the equity method accounted investee is recorded based on the management's intention. If the intention is to realize the undistributed earnings through sale, deferred tax is measured at the capital gains tax rates that are expected to be applied to temporary differences when they reverse. However, when the intention is to realize the undistributed earnings through dividend, the Group's share of the income and expenses of the equity method accounted investee is recorded in the statement of income, after considering any taxes on dividend payable by the equity method accounted investee and no deferred tax is set up in the Group's books as the tax liability is not with the group.

#### **s. Earnings / (loss) per share**

The Group presents basic and diluted earnings / (loss) per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the period. Where ordinary shares are issued but not fully paid, they are treated in the calculation of basic earnings per share as a fraction of an ordinary share to the extent that they were entitled to participate in dividends during the period relative to a fully paid ordinary share. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which includes share options granted to employees. To the extent that partly paid shares are not entitled to participate in dividends during the period they are treated as the equivalent of warrants or options in the calculation of diluted earnings per share.

#### **t. Recent accounting pronouncements**

- (i) **IFRS 9 Financial Instruments:** In November 2009, the International Accounting Standards Board issued IFRS 9, Financial Instruments: Recognition and Measurement, to reduce the complexity of the current rules on financial instruments as mandated in IAS 39. The effective date for IFRS 9 is annual periods beginning on or after January 1, 2015 with early adoption permitted. IFRS 9 has fewer classification and measurement categories as compared to IAS 39 and has eliminated the categories of held to maturity, available for sale and loans and receivables. Further it eliminates the rule-based requirement of segregating embedded derivatives and tainting rules pertaining to held to maturity investments. For an investment in an equity instrument which is not held for trading, IFRS 9 permits an irrevocable election, on initial recognition, on an individual share-by-share basis, to present all fair value changes from the investment in other comprehensive income. No amount recognized in other

comprehensive income would ever be reclassified to profit or loss. IFRS 9, was further amended in October 2010, and such amendment introduced requirements on accounting for financial liabilities. This amendment addresses the issue of volatility in the profit or loss due to changes in the fair value of an entity's own debt. It requires the entity, which chooses to measure a liability at fair value, to present the portion of the fair value change attributable to the entity's own credit risk in the other comprehensive income. The company is required to adopt IFRS 9 by accounting year commencing April 1, 2015.

- (ii) **Amendment to IAS 32 Offsetting of Financial Assets and Financial Liabilities:** In December 2011, the International Accounting Standards Board issued amendments to IAS 32, Offsetting Financial Assets and Financial Liabilities. The amendments clarify that an entity has a legally enforceable right to set-off if that right is not contingent on future event and enforceable both in the normal course of business and in the event of default, insolvency or bankruptcy of the entity and all counterparties. The amendments also clarified that gross settlement is equivalent to net settlement if and only if the gross settlement mechanism has features that eliminate or result in insignificant credit and liquidity risk and process receivables and payables in a single settlement process or cycle. The company is required to adopt the amendment by accounting year commencing April 1, 2014 and currently evaluating impact on the consolidated financial statements.
  
- (iii) **IFRS 15 Revenue from Contracts with Customers:** During May 2014, the International Accounting Standards Board issued IFRS 15, Revenue from Contracts with Customers. The core principle of the new Standard is for companies to recognise revenue to depict the transfer of goods or services to customers in amounts that reflect the consideration (that is, payment) to which the company expects to be entitled in exchange for those goods or services. The new Standard will also result in enhanced disclosures about revenue, provide guidance for transactions that were not previously addressed comprehensively and improve guidance for multiple-element arrangements. The effective date of application would be January 1, 2017.
- (iv) **Narrow scope amendments to IAS 16 and IAS 38: Clarification of Acceptable methods of Depreciation and Amortization:**

IAS 16 and IAS 38 both establish the principle for the basis of depreciation and amortization as being the expected pattern of consumption of the future economic benefits of an asset. The IASB has clarified that the use of revenue-based methods to calculate the depreciation of an asset is not appropriate because revenue generated by an activity that includes the use of an asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. The IASB also clarified that revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset. This presumption, however, can be rebutted in certain limited circumstances. The effective date of the amendment is July 1, 2014.

The company is currently evaluating the requirements of above pronouncements and has not yet determined the impact on the consolidated financial statements.

#### **4. Determination of fair values**

A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and / or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

##### **(i) Property, plant and equipment**

The fair value of property, plant and equipment recognized as a result of a business combination is an estimated amount for which a property could be exchanged on the date of acquisition between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably. The fair value of items of plant, equipment, fixtures and fittings is based on the market approach and cost approach using quoted market prices for similar items when available and replacements costs when appropriate.

##### **(ii) Inventories**

The fair value of inventories acquired in a business combination is determined based on the estimated selling price in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell the inventories.

**(iii) Intangible assets**

The fair value of intangible assets acquired in the business combinations is based on discounted cash flows expected to be derived from the use and eventual sale of assets (terminal value).

**(iv) Investments in equity and debt securities**

The fair value of available-for-sale financial assets is determined by reference to their quoted price at the reporting date. When the fair value of the financial asset cannot be measured reliably, it is measured at cost.

**(v) Trade and other receivables**

The fair value of trade and other receivables, excluding construction contracts in progress, is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date. However in respect of such financial instruments, fair value generally approximates the carrying amount due to the short term nature of such assets. This fair value is determined for disclosure purposes or when acquired in a business combination.

**(vi) Derivatives**

The fair value of forward exchange contracts is based on their quoted price, if available. If a quoted price is not available, the fair value is estimated by discounting the difference between the contractual forward price and the current forward price for the residual maturity of the contract using a risk free interest rate (based on government bonds). The fair value of foreign currency option contracts is determined based on the appropriate valuation techniques, considering the terms of the contract. Fair values reflect the credit risk of the instrument and include adjustments to take account of the credit risk of the Group entity and the counter party when appropriate. The fair value of the cross currency swaps (principal only swaps) is determined based on the discounting of the future cash flows at the market rates existing on the reporting date.

**(vii) Non derivative financial liabilities**

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date. For finance leases, the market rate of interest is determined by reference to similar lease agreements.

**(viii) Share-based payment transactions**

The fair value of employee stock options is measured using the Black-Scholes method. Measurement inputs include share price on grant date, exercise price of the instrument, expected volatility (based on weighted average historic volatility adjusted for changes expected due to publicly available information), expected term of the instrument (based on historical experience and general option holder behavior), expected dividends, and the risk free interest rate (based on government bonds).



## 5. Property, plant and equipment

The following table presents the changes in property, plant and equipment during the year ended March 31, 2014

Particulars	Cost				Accumulated depreciation				Carrying amount as at March 31, 2014
	As at April 01, 2013	Additions	Disposals	As at March 31, 2014	As at April 1, 2013	Depreciation for the year	Deletions	As at March 31, 2014	
Building	777,419	1,214,084	-	1,991,503	260,421	69,499	-	329,920	1,661,583
Plant and machinery	6,113,788	1,894,902	661,881	7,346,809	4,379,345	837,056	719,785	4,496,616	2,850,193
Computer equipments	689,245	49,421	62,430	676,236	561,267	48,127	-	609,394	66,842
Office equipment	240,449	8,987	6,020	243,416	171,180	17,618	6,018	182,780	60,636
Furniture and fittings	745,058	33,081	116,558	661,580	622,930	47,870	116,421	554,379	107,202
Vehicles	2,456	-	-	2,456	1,326	969	-	2,295	161
<b>Total</b>	<b>8,568,415</b>	<b>3,200,475</b>	<b>846,890</b>	<b>10,922,000</b>	<b>5,996,469</b>	<b>1,021,139</b>	<b>842,224</b>	<b>6,175,384</b>	<b>4,746,617</b>
Add: Construction in progress									856,513
<b>Total</b>	<b>8,568,415</b>	<b>3,200,475</b>	<b>846,890</b>	<b>10,922,000</b>	<b>5,996,469</b>	<b>1,021,139</b>	<b>842,224</b>	<b>6,175,384</b>	<b>5,603,130</b>

The following table presents the changes in property, plant and equipment during the year ended March 31, 2013

Particulars	Cost				Accumulated depreciation				Carrying amount as at March 31, 2013
	As at April 01, 2012	Additions	Disposals	As at March 31, 2013	As at April 1, 2012	Depreciation for the year	Deletions	As at March 31, 2013	
Building	777,419	-	-	777,419	232,667	27,754	-	260,421	516,998
Plant and machinery	5,731,924	415,512	33,648	6,113,788	3,788,648	608,832	18,135	4,379,345	1,734,443
Computer equipments	629,605	59,926	286	689,245	510,001	51,552	286	561,267	127,978
Office equipment	237,347	3,297	195	240,449	150,983	20,387	190	171,180	69,269
Furniture and fittings	739,994	5,209	145	745,058	563,931	59,126	127	622,930	122,128
Vehicles	4,747	-	2,291	2,456	2,647	970	2,291	1,326	1,130
<b>Total</b>	<b>8,121,036</b>	<b>483,944</b>	<b>36,565</b>	<b>8,568,415</b>	<b>5,248,877</b>	<b>768,621</b>	<b>21,029</b>	<b>5,996,469</b>	<b>2,571,946</b>
Add: Construction in progress									2,497,732
<b>Total</b>	<b>8,121,036</b>	<b>483,944</b>	<b>36,565</b>	<b>8,568,415</b>	<b>5,248,877</b>	<b>768,621</b>	<b>21,029</b>	<b>5,996,469</b>	<b>5,069,678</b>

The following table presents the changes in property, plant and equipment during the year ended March 31, 2012

Particulars	Cost				Accumulated depreciation				Carrying amount as at March 31, 2012
	As at April 01, 2011	Additions	Disposals	As at March 31, 2012	As at April 1, 2011	Depreciation for the year	Deletions	As at March 31, 2012	
Building	777,419	-	-	777,419	204,826	27,841	-	232,667	544,752
Plant and machinery	5,433,359	350,204	51,639	5,731,924	3,335,610	504,532	51,494	3,788,648	1,943,276
Computer equipments	563,776	66,303	474	629,605	478,705	31,711	415	510,001	119,604
Office equipment	234,125	3,304	82	237,347	129,932	21,133	82	150,983	86,364
Furniture and fittings	713,359	27,985	1,350	739,994	503,102	62,034	1,205	563,931	176,063
Vehicles	2,929	2,907	1,089	4,747	2,929	807	1,089	2,647	2,100
<b>Total</b>	<b>7,724,967</b>	<b>450,703</b>	<b>54,634</b>	<b>8,121,036</b>	<b>4,655,104</b>	<b>648,058</b>	<b>54,285</b>	<b>5,248,877</b>	<b>2,872,159</b>
Add: Construction in progress									988,128
<b>Total</b>	<b>7,724,967</b>	<b>450,703</b>	<b>54,634</b>	<b>8,121,036</b>	<b>4,655,104</b>	<b>648,058</b>	<b>54,285</b>	<b>5,248,877</b>	<b>3,860,287</b>

#### *Leased assets*

The Group's leased assets include certain buildings, plant and machinery acquired under finance leases. As at March 31, 2014 the net carrying amount of buildings, plant and machinery and vehicles acquired under finance leases is ₹ 213,974 (March 31, 2013: ₹ 224,291), ₹ 809,335 (March 31, 2013: ₹ 233,193) and ₹ 161 (March 31, 2013: ₹ 1,130) respectively. During the year, the Group acquired leased assets of ₹ 691,855 (March 31, 2013: ₹ 404,307).

In case prepayments are made towards buildings accounted for as finance leases, such prepayments are capitalized as 'Leasehold Buildings' (included in buildings) on the commencement of the lease term under the head 'Property, plant and equipment' and depreciated in accordance with the depreciation policy for similar owned assets.

#### *Capital Commitments*

As of March 31, 2014 and March 31, 2013, the Company was committed to spend approximately ₹ 1,326,435 and ₹ 412,698 respectively, under agreements to purchase property, plant and equipment.

#### *Construction in progress*

Amounts paid towards acquisition of property, plant and equipment outstanding at each balance sheet date and the cost of property, plant and equipment that are not ready to be put into use are disclosed under construction-in-progress. As of March 31, 2014, Construction work in progress includes ₹ 1,483 (March 31, 2013 : ₹ 808,785) paid towards acquisition of building under construction on a leasehold land belonging to Pace Info Com Park Private Limited by way of acquisition of the entire shareholding of its holding company M/s Hermit Projects Private Limited. Also refer note 36.

#### *Capitalisation of expenses*

The Company has capitalized expenses amounting to ₹ 3,103 (March 31, 2013: ₹ 8,300) which are directly attributable to the construction of building.

### Security

As at March 31, 2014 property, plant and equipment with a carrying amount of ₹ 3,723,146 (March 31, 2013: ₹2,113,301) are subject to a registered charge to secure bank borrowings.

## 6. Intangible assets

Intangible assets comprise the following:

	March 31, 2014	March 31, 2013
Goodwill	14,595	14,595
Other intangible assets	544,841	586,027
	<b>559,436</b>	<b>600,622</b>

### (i) Goodwill

The following table presents the changes in goodwill during the years ended March 31, 2014 and 2013

	March 31, 2014	March 31, 2013
Balance at the beginning of the year	14,595	14,595
Effect of movement in exchange rates	-	-
Impairment loss recognized during the year	-	-
<b>Net carrying amount of goodwill</b>	<b>14,595</b>	<b>14,595</b>

The amount of goodwill as at March 31, 2014 and March 31, 2013 has been allocated to the Applications Integration Services segment.

### (ii) Other intangibles

The following table presents the changes in intangible assets during the years ended March 31, 2014, 2013 and 2012.

	Technical know-how	Bandwidth Capacity	Customer related intangibles	Software	License fees	Total
<b>(A) Cost</b>						
<b>Balance as at March 31, 2011</b>	<b>82,753</b>	-	<b>200,570</b>	<b>394,080</b>	<b>50,000</b>	<b>727,403</b>
Acquisitions during the year	-	-	-	44,603	-	44,603
Disposals during the year	-	-	-	-	-	-
<b>Balance as at March 31, 2012</b>	<b>82,753</b>	-	<b>200,570</b>	<b>438,683</b>	<b>50,000</b>	<b>772,006</b>
Acquisitions during the year	-	553,302	-	21,182	-	574,484
Disposals during the year	-	-	-	-	-	-
<b>Balance as at March 31, 2013</b>	<b>82,753</b>	<b>553,302</b>	<b>200,570</b>	<b>459,865</b>	<b>50,000</b>	<b>1,346,490</b>
Acquisitions during the year	-	-	-	38,918	-	38,918
Disposals during the year	-	-	-	-	-	-
<b>Balance as at March 31, 2014</b>	<b>82,753</b>	<b>553,302</b>	<b>200,570</b>	<b>498,783</b>	<b>50,000</b>	<b>1,385,408</b>

<b>(B) Amortization</b>						
<b>Balance as at March 31, 2011</b>	<b>82,753</b>	-	<b>200,570</b>	<b>343,143</b>	<b>10,906</b>	<b>637,372</b>
Amortization for the year	-	-	-	41,002	2,500	43,502
Impairment loss on intangibles	-	-	-	-	-	-
<b>Balance as at March 31, 2012</b>	<b>82,753</b>	-	<b>200,570</b>	<b>384,145</b>	<b>13,406</b>	<b>680,874</b>
Amortization for the year	-	46,090	-	30,999	2,500	79,589
Impairment loss on intangibles	-	-	-	-	-	-
<b>Balance as at March 31, 2013</b>	<b>82,753</b>	<b>46,090</b>	<b>200,570</b>	<b>415,144</b>	<b>15,906</b>	<b>760,463</b>
Amortization for the year	-	46,090	-	31,514	2,500	80,104
Impairment loss on intangibles	-	-	-	-	-	-
<b>Balance as at March 31, 2014</b>	<b>82,753</b>	<b>92,180</b>	<b>200,570</b>	<b>446,658</b>	<b>18,406</b>	<b>840,567</b>

<b>(C) Carrying amounts</b>						
<b>As at March 31, 2012</b>	-	-	-	<b>54,538</b>	<b>36,594</b>	<b>91,132</b>
<b>As at March 31, 2013</b>	-	<b>507,212</b>	-	<b>44,719</b>	<b>34,094</b>	<b>586,027</b>
<b>As at March 31, 2014</b>	-	<b>461,122</b>	-	<b>52,125</b>	<b>31,594</b>	<b>544,841</b>

#### *Capital commitments*

The Company had not committed to spend any amount under agreements to purchase intangible assets during the year ending March 31, 2013 and 2014.

#### *Capitalized borrowing costs*

The Company had not capitalized any interest cost during years ended March 31, 2014 and 2013. It had capitalized interest cost of ₹ 13,541 for the year ended March 31, 2011. The rate of capitalization of interest cost for the year ended March 31, 2011 was approximately 13.79% respectively.

### **7. Investment in equity accounted investees**

In March 2006, MF Global Overseas Limited (MFG), a group incorporated in United Kingdom acquired 70.15% of equity share capital of MF Global Sify Securities Private Limited (MF Global), formerly Man Financial-Sify Securities India Private Limited ('MF Global) from Refco Group Inc., USA ('Refco'). As at March 31, 2012, 29.85% of MF Global equity shares is held by the Company. The remaining 70.15% is owned by MFG, an unrelated third party. MFG is a subsidiary of MF Global Limited, Bermuda. A summary of key financial information of MF Global and its subsidiaries which is not adjusted for the percentage ownership held by the Group is presented below:

<b>Balance sheet</b>	<b>March 31, 2012</b>	
Total assets	3,506,913	
Total liabilities	1,052,325	
Shareholders' equity	2,454,588	
Total Liabilities and shareholders' equity	3,506,913	
<b>Statement of operations</b>	<b>For the year ended</b>	
	<b>March 31, 2012</b>	<b>March 31, 2011</b>
Revenues	1,169,577	1,818,283

During October 2010, Sify Technologies Ltd, the minority shareholder of MF Global holding 29.85 percent of the outstanding shares of the MF Global, requested MF Global's Board of Directors to reconsider certain costs charged to the MF Global by MF Global Holdings Ltd and its affiliated and associated group companies, who hold 70.15 percent of the outstanding shares of the MF Global. These charges are currently recorded in the financial statements of the MF Global for the year ended March 31, 2008 aggregating to ₹ 43, 478,911 and March 31,2009 aggregating to ₹ 15, 374,528. The resolution of this matter between the shareholders of MF Global remains uncertain and any financial adjustment that may arise is not presently known and accordingly no adjustment related to this matter has been provided for in MF Global's consolidated financial statements. Any financial adjustment that may arise for resolution of the said matter would be expected to be handled prospectively and therefore would be reported in the period in which it is resolved. Consequently, no adjustment related to the said matter was considered by Sify for equity method of accounting for MF Global. The auditors of MF Global have included an emphasis of matter with an explanatory paragraph in their audit report issued on the consolidated financial statements of MF Global for the three years ended March 31, 2012 in connection with such recorded cross charges. The effect of such recorded cross charge is not material to the financial statements of Sify.

On October 31, 2011, MF Global Holding Limited, USA, sought bankruptcy protection through a chapter 11 filing in the U.S. Bankruptcy Court in New York. Consequent to this, MFG also filed for bankruptcy proceedings in the United Kingdom and 3 individual administrators were appointed as Joint administrators (the "Joint administrators") for MFG which holds the shares in the Joint Venture Company.

The Company was informed by the Joint Administrators that they were in the process of seeking bids for the stakes held by MFG in the Joint Venture Company. The Company believes that the auction process is in violation of the share holders' agreement entered between MFG and the Company.

Hence, the Company filed a petition under section 9 of the Arbitration and Conciliation Act 1996 in Bombay High Court, seeking interim relief by restraining the Joint Administrators and MFG from proceeding with the proposed auction in respect of the sale of shares held by MFG in the Joint Venture Company in violation of share holders agreement dated November 25, 2005. A hearing on the petition was held on December 16, 2011. The Hon'ble High Court granted an ad-interim injunction restraining MFG Overseas Limited through its Joint Administrators from disposing off its shares in MF Global in violation of the Shareholder Agreement. The petition was adjourned for further proceedings. In parallel, the Company without prejudice to its legal rights under the petition was in discussion with the Joint Administrators of MFG for an early amicable settlement in this regard.

On March 23, 2012, the Board of Directors of the Company, approved to realize the value of the investment by sale to prospective buyers.

On March 27, 2012, the Company entered into an agreement relating to the sale and purchase of shares in MF Global Sify Securities India Private Limited by and among Sify, MF Global Sify Securities Pvt Ltd., MF Global Overseas Limited, the joint administrators of MF Global Overseas and entities affiliated with the Phillip Capital Group, whereby the Company agreed to sell its entire 29.85% interest in MF Global to Phillip Capital Group.

The consummation of the transaction was subject to certain closing conditions, including regulatory and statutory approvals from the Government of India and the stock exchanges in India.

Additionally, in connection with the execution of the Agreement, on March 27, 2012, the Company, MF Global Sify Securities Private Limited, MF Global Overseas Limited and the Joint Administrators entered into a settlement and release agreement pursuant to which the Company and MF Global Overseas Limited agreed to settle, effective upon the closing of the transactions contemplated by the Agreement, their pending dispute in the Bombay High Court, India regarding certain matters, including the termination of shareholders agreement governing their respective interests in MF Global.

Hence, effective March 23, 2012, the above investment was classified as held for sale and measured accordingly as per IFRS 5. The above investment does not form part of any of the operating segments of the Company.

Subsequently, on August 2, 2012, in pursuance of the Agreement dated March 27, 2012 and after obtaining all the statutory and regulatory approvals, the Company completed the sale of its entire stake and the rights therein in MF Global for a cash consideration of ₹ 1,390,270 (USD 25 million) to Phillip Capital Group, Singapore and MF Global Management Employees Trust, India. Consequently, with effect from such date, MF Global ceased to be an associate of the Company. Further, as per the settlement and release agreement, the Company has initiated steps to withdraw the arbitration proceedings filed against MFG and others in the Bombay High Court, India and any other existing disputes also stand resolved. Consequently, no financial adjustments would arise in the future in the Consolidated financial statements of the Company on account of disputes relating to cross charges.

## 8. Cash and cash equivalents

Cash and cash equivalents as per consolidated statement of financial position, as at March 31, 2014 amounted to ₹1,059,904 (March 31, 2013: ₹ 849,854). This excludes cash-restricted of ₹210,223 (March 31, 2013: ₹ 151,198), representing deposits held under lien against working capital facilities availed and bank guarantees given by the Group towards future performance obligations.

### (a) Restricted cash

	March 31, 2014	March 31, 2013	March 31, 2012
<i>Current</i>			
Bank deposits held under lien against borrowings / guarantees from banks / Government authorities	210,223	151,198	150,533
<b>Total restricted cash</b>	<b>210,223</b>	<b>151,198</b>	<b>150,533</b>

### (b) Non restricted cash

<i>Current</i>			
Cash and bank balances	1,059,904	849,854	742,235
<b>Total cash (a+b)</b>	<b>1,270,127</b>	<b>1,001,052</b>	<b>892,768</b>
Bank overdraft used for cash management purposes	(637,347)	(644,606)	(798,180)
Less: Non - current restricted cash	-	-	-
<b>Cash and cash equivalents for the statement of cash flows</b>	<b>632,780</b>	<b>356,446</b>	<b>94,588</b>

## 9. Lease prepayments

	March 31, 2014	March 31, 2013
Towards land and buildings*	835,635	355,347
	<b>835,635</b>	<b>355,347</b>

\* Includes ₹ 787,664 (March 2013: ₹ 302,509) paid for acquiring leasehold rights of land for construction of Data Centers. Also refer note 36.

The prepayment towards land is amortized over the period of the lease on a straight line basis. In respect of buildings under operating lease, prepayments are amortized over the lease term on a straight line basis.

## 10. Other assets

	March 31, 2014	March 31, 2013
<i>Non current</i>		

Other deposits and receivables (see note below)	603,940	591,784
	<b>603,940</b>	<b>591,784</b>

Financial assets included in other assets	<b>226,607</b>	<b>254,724</b>
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## 11. Deferred tax assets and liabilities

The tax effects of significant temporary differences that resulted in deferred tax assets and a description of the items that created these differences is given below

### Recognized deferred tax assets / (liabilities)

	Assets / (liabilities)	
	March 31, 2014	March 31, 2013
<b>Deferred tax assets</b>		
Tax loss carry forwards	139,960	2,083
	<b>139,960</b>	<b>2,083</b>
<b>Deferred tax liabilities</b>		
Property, plant and equipment	(64,181)	(1,604)
Intangible assets	(75,779)	(479)
Investment in equity accounted investees	-	-
	<b>(139,960)</b>	<b>(2,083)</b>
	-	-
<b>Net deferred tax asset recognized in balance sheet</b>	-	-

In assessing the realizability of the deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The ultimate realization of the deferred income tax assets and tax loss carry forwards is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred tax liabilities, projected future taxable income and tax planning strategy in making this assessment. Based on the level of historical taxable income and projections of future taxable income over the periods in which the deferred tax assets are deductible, management believes that the Company will realize the benefits of those recognized deductible differences. The amount of deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income are reduced.

### Movement in temporary differences during the year

	Balance as at April 1, 2012	Recognized in income statement	Recognized in Equity	Balance as at March 31, 2013	Recognized in income statement	Recognized in Equity	Balance as at March 31, 2014
Property, plant and equipment	(1,060)	(544)	-	(1,604)	(62,577)	-	(64,181)
Intangible assets	(327)	(152)	-	(479)	(75,300)	-	(75,779)
Tax loss carry forwards	97,409	(95,326)	-	2,083	137,877	-	139,960
Investment in equity accounted investees	(96,022)	96,022	-	-	-	-	-
	-	-	-	-	-	-	-

### Unrecognized deferred tax assets / (liabilities)

	<b>As at March 31, 2014</b>	<b>As at March 31, 2013</b>
Deductible temporary differences	290,295	322,073
Unrecognized tax losses	3,981,506	3,891,541
	<b>4,271,801</b>	<b>4,213,614</b>

Considering the probability of availability of future taxable profits in the period in which tax losses expire, deferred tax assets have not been recognized in respect of tax losses carried forward by the Group. The above tax losses expire at various dates until 2025.

Deferred tax liabilities as at March 31, 2014 and March 31, 2013 have not been recognized on undistributed profits of its subsidiaries since the group expects to realize the same in a tax free manner.

Sec.79 of the Indian Income Tax Act denies carry forward of losses incurred in earlier years in case of change in the beneficial interest in the shares outstanding by more than 51%. As a result of the private placement of shares during the year ended March 31, 2011, there was a change in the registered shareholders by more than 51%. The above provision is not applicable to companies in which public are substantially interested. Sec. 2(18) of the Indian Income Tax Act, among other things, defines a company listed in a recognized Stock Exchange in India as a Company in which public are substantially Interested. Based on the non-discrimination clause available in the India - United States of America tax treaty, when the capital of the company is wholly or partly owned or controlled, directly or indirectly, by one or more residents of the other Country, the company shall not be subjected to more burdensome position than the similar enterprises of the Contracting Country. Based on the above clause, the Company being listed in US Stock Exchange should not be discriminated for being not listed in India and be treated on par with a Company listed in India. Hence, the Company believes that it is out of the purview of Sec.79 of the Indian Income Tax Act. Further as disclosed in Item 7 of this Annual Report, there has been no change in the beneficial ownership of Shares by more than 51% compared to earlier years and the Board of Directors of the Company have continued to be the same. Hence based on the advice, the Company believes that it can carry forward and set-off the above losses incurred by it in earlier years.

#### **Income tax expense recognized in profit or loss**

	<b>March 31, 2014</b>	<b>March 31, 2013</b>	<b>March 31, 2012</b>
<b>Current tax expense / (benefit)</b>			
Current period	-	-	-
	-	-	-
<b>Deferred tax expense</b>			
Origination and reversal of temporary differences	(137,877)	(95,326)	7,174
Recognition of previously unrecognized tax losses	137,877	95,326	(7,174)
Reversal of previously recognized tax losses	-	-	-
	-	-	-
<b>Total income tax expense / (benefit)</b>	<b>-</b>	<b>-</b>	<b>-</b>

There are no income taxes directly recognized in other comprehensive income.

#### **Reconciliation of effective tax rate**

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before taxes is summarized below:



	Year ended March 31, 2014	Year ended March 31, 2013	Year ended March 31, 2012
Profit / (loss) before income taxes	318,400	451,569	(383,337)
Enacted tax rates in India	33.99%	32.45%	32.45%
Computed expected tax expense / (benefit)	108,224	146,512	(124,373)
Effect of:			
Share based payment expense not deductible for tax purposes	15	814	10,082
Unrecognized deferred tax assets on losses incurred during the year (net of temporary differences, if any)	(23,020)	(190,987)	123,148
Unrecognized deferred tax asset on temporary differences	6,863	(143,801)	-
Profit on sale of equity accounted investee	-	88,702	
Profit on sale of equity accounted investee taxed at a lower rate	-	44,351	
Share of profit of equity accounted investee taxed at a lower rate	-	-	(2,952)
Expenses/income not taxable	8,300	296,797	
Recognition of previously unrecognized tax losses	(100,382)	(242,388)	(5,905)
	-	-	-

## 12. Inventories

Inventories comprise:

	March 31, 2014	March 31, 2013
Communication hardware	187,369	167,434
Application software	13,460	19,232
	<b>200,829</b>	<b>186,666</b>

The entire carrying amount of inventories as at March 31, 2014 and 2013 are secured in connection with bank borrowings.

## 13. Trade and other receivables

Trade and other receivables comprise:

	March 31, 2014	March 31, 2013
(i) Trade receivables, net	3,520,587	2,708,879
(ii) Other receivables including deposits	1,267,264	1,037,549
(iii) Construction contract related accruals	87,682	49,139
	<b>4,875,533</b>	<b>3,795,567</b>

(i) Trade receivables as of March 31, 2014 and March 31, 2013 are stated net of allowance for doubtful receivables. The Group maintains an allowance for doubtful receivables based on its age and collectability. Trade receivables are not collateralized except to the extent of refundable deposits received from cybercafé franchisees and from cable television operators. The Group's exposure to credit and currency risks and impairment losses related to trade and other receivables, excluding construction work in progress is disclosed in note 38. Trade receivables consist of:

	March 31, 2014	March 31, 2013
Trade receivables from related parties	-	-
Other trade receivables	3,693,984	2,919,438
	<b>3,693,984</b>	<b>2,919,438</b>
Less: Allowance for doubtful receivables	(173,397)	(210,559)

<b>Balance at the end of the year</b>	<b>3,520,587</b>	<b>2,708,879</b>
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The activity in the allowance for doubtful accounts receivable is given below:  
**ended**

	<b>For the year</b>	
	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Balance at the beginning of the year	210,559	193,242
Add : Additional provision, net	177,581	186,600
Less : Bad debts written off	(214,743)	(169,283)
<b>Balance at the end of the year</b>	<b>173,339</b>	<b>210,559</b>

(ii) Other receivables comprises of the following items:

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Advances and other deposits (Refer Note (a) below)	758,270	474,440
Withholding taxes (Refer Note (b) below)	508,994	563,109
	<b>1,267,264</b>	<b>1,037,549</b>
Financial assets included in other receivables	<b>56,936</b>	<b>34,475</b>

Notes:

- a) Advances and other deposits primarily comprises of receivables in the form of deposits, service tax and other advances given in the ordinary course of business.
- b) Includes withholding taxes recoverable from the Department of Income-tax for which the Company has filed tax returns for refund. The Company expects to realize such refund of withholding taxes within the next 12 months.

#### **14. Prepayments for current assets**

Prepayments for current assets comprise of the following:

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Prepayments for purchase of bandwidth	21,769	74,870
Prepayments related to insurance	1,100	468
Prepayments-others	126,801	112,890
Lease prepayments	14,353	8,754
	<b>164,023</b>	<b>196,982</b>

#### **15. Other investments**

Other Investments comprise investment in unquoted equity instruments classified as available for sale financial assets which are carried at cost. The details of such investments are given below:

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Investment in equity shares of Vashi Railway Station Commercial Complex Limited	150	150

Investment in equity shares of Sify Empower India Foundation	-	100
Less: Impairment of investments	-	(100)
Investment in equity shares of Sarayu Clean Gen Private Limited	1,560	1,560
	<b>1,710</b>	<b>1,710</b>

## 16. Share capital and share premium

*No of shares*

	Year ended March 31,		
	2014	2013	2012
Issued as at April 01	178,513,589	178,513,589	178,351,498
Issued for cash*	-	-	-
Issued for consideration other than cash	-	-	-
Exercise of share options	17,198	-	162,091
Issued as at March 31	<b>178,530,787</b>	<b>178,513,589</b>	<b>178,513,589</b>

\*Paid up ₹7 (March 31, 2013: ₹ 6.25) per share

Pursuant to the approval of the scheme of merger of the Company with its subsidiaries Sify Software Limited and Hermit Projects Private Limited, by the Shareholders at the Honourable High Court of Madras, India, the authorized share capital of the Company was enhanced by an amount of ₹ 51,000,000. Hence, our authorized share capital is increased to ₹ 1851,000,000, divided into 185,100,000 Equity Shares, having a par value ₹ 10 per share. The holders of ordinary shares are entitled to receive dividends from time to time and are entitled to vote at meetings of the Group. All shares rank equally with regard to Group's residual assets.

Also refer note 40 – Issue of share on private basis to existing promoter group

Further during the year ended March 31, 2014, 17,198 ordinary shares have been issued consequent to exercise of options under the Associate stock option plan.

### Translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

### Share based payment reserve

Share based payment reserve represents the stock compensation expense recognized in the statement of changes in equity.

### Fair value reserve

The fair value reserve comprises the cumulative net change in the fair value of available-for-sale securities until the investments are derecognized or impaired.

### Recognized actuarial gain / loss

Recognized actuarial gain / loss represent the cumulative actuarial gain / loss recognized in other comprehensive income and presented within equity.

## 17. Finance lease obligations

The Group leases routers and other equipments under finance lease arrangements. The following is a schedule of future minimum finance lease commitments as at March 31, 2014:

	March 31, 2014			March 31, 2013		
	Future minimum lease payments	Interest	Present value minimum lease payments	Future minimum lease payments	Interest	Present value minimum lease payments
Less than one year	467,448	(114,760)	352,688	205,811	(49,715)	156,096
Between one and five years	798,082	(96,918)	701,164	374,565	(58,659)	315,906
<b>Total</b>	<b>1,265,530</b>	<b>(211,678)</b>	<b>1,053,852</b>	<b>580,376</b>	<b>(108,374)</b>	<b>472,002</b>

## 18. Employee benefits

	March 31, 2014	March 31, 2013
Gratuity payable	12,744	23,160
Compensated absences	25,891	29,069
	<b>38,635</b>	<b>52,229</b>

### Gratuity cost

The components of gratuity costs recognized in the consolidated income statement for the years ending March 31, 2014, March 31, 2013 and March 31, 2012 consist of the following:

	March 31, 2014	March 31, 2013	March 31, 2012
Service cost	16,016	15,900	15,892
Interest cost	4,879	4,876	4,449
Expected return on plan asset	(3,199)	(3,295)	(3,214)
	<b>17,696</b>	<b>17,481</b>	<b>17,127</b>

Details of employee benefit obligation and plan asset are as follows:

	March 31, 2014	March 31, 2013
Present value of projected benefit obligation at the end of the year	53,370	65,723
Funded status of the plans	(40,626)	(42,563)
<b>Recognized (asset) / liability</b>	<b>12,744</b>	<b>23,160</b>

The following table set out the status of the gratuity plan:

Change in defined benefit obligation	March 31, 2014	March 31, 2013	March 31, 2012
Projected benefit obligation at the beginning of the year	65,723	62,610	59,571
Service cost	16,016	15,900	15,892
Interest cost	4,879	4,876	4,449
Actuarial (gain) / loss	(23,806)	(5,835)	(9,372)
Benefits paid	(9,443)	(11,828)	(7,930)
<b>Projected benefit obligation at the end of the year</b>	<b>53,369</b>	<b>65,723</b>	<b>62,610</b>

<b>Change in plan assets</b>	<b>March 31, 2014</b>	<b>March 31, 2013</b>	<b>March 31, 2012</b>
Fair value of plan assets at the beginning of the year	42,563	43,095	40,455
Expected return on plan assets	3,199	3,296	3,214
Actuarial gain / (loss)	-	-	-
Employer contributions	4,307	8,000	7,356
Benefits paid	(9,443)	(11,828)	(7,930)
<b>Fair value of plan assets at the end of the year</b>	<b>40,626</b>	<b>42,563</b>	<b>43,095</b>

Actual return on plan assets	3,199	3,296	3,214
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#### **Actuarial assumptions at end of the year:**

The principal actuarial assumptions as on March 31, 2014, 2013 and 2012 were as follows:

	<b>March 31, 2014</b>	<b>March 31, 2013</b>	<b>March 31, 2012</b>
Discount rate	8.80% P.a	8.60% P.a	8.00% P.a
Long-term rate of compensation increase	6.00% P.a	8.00% P.a	8.00% P.a
Expected long term rate of return on plan assets	8.00% P.a	8.00% P.a	8.00% P.a
Average future working life time	4.90 years	8.40 years	8.60 years

*Discount rate:* The discount rate is based on prevailing market yields of Indian Government securities as at the end of the year for the estimated term of the obligations.

*Long term rate of compensation increase:* The estimates of future salary increases considered take into account inflation, seniority, promotion and other factors.

*Expected long term rate of return on plan assets:* This is based on the average long term rate of return expected on investments of the fund during the estimated term of the obligations.

Assumptions regarding future mortality are based on published statistics and mortality tables.

The Group assesses these assumptions with the projected long-term plans of growth and prevalent industry standards.

#### **Historical information**

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Experience adjustment on plan liabilities	6,405	10,147
Experience adjustment on plan assets	-	-

*Contributions:* The Group expects to contribute ₹ 15,000 (March 31, 2013: ₹15,000) to its gratuity fund during the year ending March 31, 2014.

#### **The expected benefit payments to be made in the next five years are as under:**

<b>Year</b>	<b>Amount (₹)</b>
2014-15	3,673
2015-16	3,645
2016-17	3,927
2017-18	4,782
2018-19	4,880

*Plan assets:* The Gratuity plan's weighted-average asset allocation at March 31, 2014 and March 31, 2013, by asset category is as follows:

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Funds managed by insurers	100%	100%

#### **Actuarial gains and losses recognized in other comprehensive income**

The amount of actuarial gains and losses recognized in other comprehensive income for the years ending March 31, 2014, 2013 and 2012 are as follows:

	<b>March 31, 2014</b>	<b>March 31, 2013</b>	<b>March 31, 2012</b>
Actuarial gain / (loss)	23,806	5,835	9,372
	<b>23,806</b>	<b>5,835</b>	<b>9,372</b>

#### **Sensitivity Analysis of significant actuarial assumption**

Sensitivity analysis for the defined benefit obligations will increase/ decrease by the amounts mentioned below if there is a variation of 50 basis points in the discount rate and salary escalation rate.

	<b>Discount rate</b>		<b>Salary escalation rate</b>	
	<b>Increase by 50 bps (₹ '000s)</b>	<b>Decrease by 50 bps (₹ '000s)</b>	<b>Increase by 50 bps (₹ '000s)</b>	<b>Decrease by 50 Bps (₹ '000s)</b>
Present Value of Defined Benefit Obligation	2,546	(2,757)	2,641	(2,491)

The present value of defined benefit obligation has been arrived at using the same method as is used for valuing the defined benefit obligation as per the current assumptions. The increase/decrease in defined benefit obligation has been arrived assuming the other assumptions are constant though such increase/decrease do not happen in isolation in real scenarios.

#### **Contributions to defined contribution plans**

In accordance with Indian law, all employees receive benefits from a provident fund, which is a defined contribution plan. Both the employee and employer make monthly contributions to the plan, each equal to a specified percentage of employee's basic salary. The Group has no further obligations under the plan beyond its monthly contributions. The Group contributed ₹ 52,524, ₹ 59,524 and ₹ 57,144 for the years ended March 31, 2014, 2013 and 2012.

#### **19. Other liabilities**

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Deferred income and other liabilities	432,051	223,434
	<b>432,051</b>	<b>223,434</b>
Financial liabilities included in other liabilities	158,942	217,848

The franchisees, as part of the agreement, were required to pay initial security deposit in consideration for establishing the franchisee relationship and providing certain initial services. As the Company no more concentrates on the consumer segment, these deposits are repayable and hence are moved to trade and other payables.

## 20. Borrowings

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
<i>Current</i>		
Term bank loans (Refer note 1 below)	113,333	47,500
Other working capital facilities (Refer note 2 below)	448,578	231,153
Borrowings from others (Refer note 3 below)	284,600	378,658
	<b>846,511</b>	<b>657,311</b>
<i>Non current</i>		
Term bank loans (Refer note 1 below)	430,889	332,500
Borrowings from others (Refer note 3 below)	155,669	138,869
	<b>586,558</b>	<b>471,369</b>

The Group has borrowings which include:

1. The term loans bear interest rate ranging from 12.75% to 13.25% and repayable in equal monthly / quarterly installments within a tenor of 6 years after moratorium periods ranging from 3 months to one year

Of total balance , an amount of ₹ 217,000 is primarily secured by charge on movable fixed assets funded by term loan and also collaterally secured by extension EM of title deeds of property at Noida in the name of M/s Pace Infocom (100% subsidiary of STL) together with their corporate guarantee in this regard. Balance amount of ₹ 327,200 is primarily secured by EM of title deeds of property of the company at Rabale & collaterally by EM of title deeds of property of the company at Vashi at Mumbai.

2. Working capital facilities:

- (a) Cash credit facilities amounting to ₹ 1,085,900 are primarily secured by way of pari-passu first charge on the entire current assets of the Company to all working capital bankers under consortium.

- (b) In addition to the above, out of these Cash Credit facilities,

- (i) exposure amounting to ₹ 730,200 is collaterally secured by way of pari-passu charge on the unencumbered movable fixed assets of the Company, both present and future.

- (ii) exposure amounting to ₹ 636,300 is collaterally secured by way of equitable mortgage over the properties at Tidel Park, Chennai and Vashi, Vile Parle at Mumbai

- (iii) exposure amounting to ₹ 343,200 is collaterally secured by equitable mortgage over the land and building at Noida, Delhi in the name of M/s Pace Info Com Park Private Limited, a subsidiary company and also by the corporate guarantee issued by the said subsidiary and

- (iv) the balance exposure amounting to ₹ 93,900 is collaterally secured by equitable mortgage over the Vashi property at Mumbai.

- (c) These working capital facilities bear interest ranging from 11.70% to 13.50% p.a. and these facilities are subject to renewal annually.

3. Borrowings from others are secured against relevant assets and software. These loans carry an interest rate ranging from 11.7% p.a to 13.5% p.a.

## 21. Trade and other payables

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Trade payables	1,025,110	1,102,195
Advance from customers	114,438	115,198
Accrued expenses	1,462,258	1,148,044
Other payables	294,172	79,386
	<b>2,895,978</b>	<b>2,444,823</b>
Financial liabilities included in trade and other payables	<b>2,835,738</b>	<b>2,392,143</b>

## 22. Deferred income

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Deferred income	667,778	522,212
	<b>667,778</b>	<b>522,212</b>

## 23. Revenue

	<b>Year ended</b>		
	<b>March 31, 2014</b>	<b>March 31, 2013</b>	<b>March 31, 2012</b>
<b>Rendering of services</b>			
Service revenue*	8,589,983	7,004,027	5,920,142
Initial franchise fee	79	2,095	6,395
Installation service revenue	1,376,342	1,113,175	883,126
	<b>9,966,404</b>	<b>8,119,297</b>	<b>6,809,663</b>
<b>Sale of products</b>	<b>493,825</b>	<b>451,019</b>	<b>889,286</b>
	<b>10,460,229</b>	<b>8,570,316</b>	<b>7,698,949</b>

\* Including revenue arising from construction contracts (refer note 24) and revenue from operating leases amount to ₹ 24,792 (refer note 32)

## 24. Construction contracts in progress

	<b>Year ended</b>		
	<b>March 31, 2014</b>	<b>March 31, 2013</b>	<b>March 31, 2012</b>
Contract revenue recognized for the year	71,421	197,483	207,942
Aggregate amounts of costs incurred and recognized profits (less recognized losses) upto the reporting date for contracts in progress	53,273	22,059	185,725
Amount of retentions	-	-	12,602
Gross amount due from customers for contract work presented as an asset	63,976	22,059	99,998



## 25. Cost of goods sold and services rendered

Cost of goods sold and services rendered information is presented before any depreciation or amortization that is direct and attributable to revenue sources. The Group's asset base deployed in the business is not easily split into a component that is directly attributable to a business and a component that is common / indirect to all the businesses. Since a gross profit number without depreciation and amortization does not necessarily meet the objective of such a disclosure, the Group has not disclosed gross profit numbers but disclosed all expenses, direct and indirect, in a homogenous group leading directly from revenue to operating income.

## 26. Other income

	Year ended		
	March 31, 2014	March 31, 2013	March 31, 2012
Others	93,461	50,858	37,377
	<b>93,461</b>	<b>50,858</b>	<b>37,377</b>

## 27. Selling, general and administrative expenses

	Year ended		
	March 31, 2014	March 31, 2013	March 31, 2012
Personnel expenses	616,727	590,222	550,299
Marketing and promotion expenses	212,757	307,579	312,530
Administrative and other expenses*	1,910,329	1,553,673	1,221,063
	<b>2,739,813</b>	<b>2,451,474</b>	<b>2,083,892</b>

\* Includes foreign exchange gain / (loss) of ₹ (5,284), ₹ 18,881 and ₹ 37,650 for the years ended March 31, 2014, 2013 and 2012 respectively

## 28. Personnel expenses

	Year ended		
	March 31, 2014	March 31, 2013	March 31, 2012
Salaries and wages	1,202,713	1,356,744	1,314,023
Contribution to provident fund and other funds	70,604	77,286	77,840
Staff welfare expenses	17,138	15,599	17,426
Employee stock compensation expense	45	2,566	31,385
	<b>1,290,500</b>	<b>1,452,195</b>	<b>1,440,674</b>
Attributable to cost of goods sold and services rendered	673,773	861,973	890,375
Attributable to selling, general and administration expenses	616,727	590,222	550,299

## 29. Share-based payments

Share based payments are designed as equity-settled plans. Under the equity settled plans, the Group had issued stock options under Associate Stock Option Plan (ASOP) 1999, ASOP 2000, ASOP 2002, ASOP 2005 and ASOP 2007. Each option entitles the holder to purchase one American Depository Share (ADS) at an exercise price determined by the Compensation committee on the date of the grant. There are no options outstanding in respect of ASOP 1999, ASOP 2000, ASOP 2002 and ASOP 2005 plans as at April 1, 2009. Our stock option plans are detailed as under:

**(i) Associate Stock Option Plan 2007**

In September 2007, the Shareholders of the Group approved a new scheme for allotment of stock options to employees, the Associate Stock Option Plan 2007. Consequent upon the introduction of ASOP 2007 plan, 797,600 unissued stock options pertaining to Associate Stock Option Plan 2005 are no longer available for issuance.

The options vest over a period of 4 years as follows:

One sixth of the option quantity: At the end of one year from the date of the grant.

Five sixth of the option quantity: At the end of each quarter during the second, third and fourth year from the date of the grant in twelve equal installments.

The stock options can be exercised within a period of twelve months from the date of last vesting.

As the number of stock options and the price of those options were made known to each allottee, the Plan has been considered as a fixed price grant. Stock option activity under the ASOP 2007 Plan is as follows:

No. of options granted, exercised and forfeited	Number of options	Weighted average exercise price in ₹	Number of options	Weighted average exercise price in ₹	Number of options	Weighted average exercise price in ₹
	2014	2014	2013	2013	2012	2012
Outstanding at the beginning of the year	54,592	98.85	601,168	152.26	841,200	146.58
Granted during the year	-	-	-	-	-	-
Replaced (Refer to notes below)	-	-	-	-	-	-
Replacement options granted (Refer to notes below)	-	-	-	-	-	-
Forfeited during the year	-	-	-	-	(27,995)	109.33
Expired during the year	(7,394)	177.67	(546,576)	144.52	(49,946)	144.52
Exercised during the year	(17,198)	65.69	-	-	(162,091)	131.99
Outstanding at the end of the year	30,000	98.24	54,592	98.85	601,168	152.26
Vested and Exercisable at the end of the year	30,000	98.24	54,592	98.85	579,140	153.59

The fair value of stock options granted has been measured using the Black Scholes model at the date of the grant. The Black Scholes model includes assumptions regarding dividend yields, expected volatility, expected term (or "option life") and risk free interest rates. In respect of the options granted, the expected term is estimated based on the vesting term, contractual term as well as expected exercise behavior of the employees receiving the option. Expected volatility of the option is based on historical volatility, during a period equivalent to the option life, of the observed market prices of the Company's publicly traded equity shares. Dividend yield of the options is based on the recent dividend activity. Risk-free interest rates are based on the Government securities yield in effect at the time of the grant. These assumptions reflect management's best estimates, but these assumptions involve inherent market uncertainties based on market conditions generally outside the Company's control. As a result, if other assumptions had been used in the current period, stock-based compensation expense could have been materially impacted. Further, if management uses different assumptions in the future periods, stock compensation expense could be materially impacted in future years.

The estimated fair value of stock options is charged to income on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was, in substance, multiple awards.

There has been no options granted during the year and hence no fair value disclosures have been made.

A summary of information about fixed price stock options outstanding as at March 31, 2014 is furnished below:

	Range of exercise price in ₹	Number outstanding at March 31, 2014	Weighted average exercise price in ₹	Weighted average remaining contractual life	Number exercisable at March 31, 2013	Weighted average exercise price in ₹
ASOP 2007	98.24	30,000	98.24	0.56 yrs	54,592	98.85

### Modification

During the year ended March 31, 2008, the stock options issued under ASOP 2005 and ASOP 2007 had been out of money for most time of the vesting period. As a result, the Group's compensation committee allowed certain employees in their approval dated January 22, 2008 to surrender their (a) unvested (b) vested and (c) unexercised stock options and obtain fresh options at a discount of 10% of the market price under ASOP 2007 prevalent at the date of modification in lieu of the surrendered stock options. This modification resulted in the revision in the exercise price as well as the service period over which the stock options vest. Consequent upon modification, 497,200 stock options of ASOP 2005 plan and 123,900 stock options of ASOP 2007 plan were replaced with an allotment of equal number of fresh options to those who surrendered.

The incremental fair value of the stock options replaced was determined by reference to the difference between the fair value of the replaced stock options and the fair value of the cancelled stock options at the date of grant of new stock options. The incremental fair value as a result of such modification in respect of modified options amounted to Rs.20,959 during the year ended March 31, 2008. In respect of modification that has occurred during the vesting period, the incremental fair value granted is included in the measurement of the amount recognized, for services received over the period from the modification date until the date when the modified equity instruments vest, in addition to the amount based on the grant date fair value of the original equity instruments, which is recognized over the remainder of the original vesting period. In respect of the modification that has occurred after vesting date, the incremental fair value granted is recognized immediately or over the vesting period if the employee is required to complete an additional period of service before becoming unconditionally entitled to those modified equity instruments. The incremental cost recognized in respect of such modified options amounted to ₹ 17,967 for the years ended March 31, 2012.

The assumptions that were used in arriving at the incremental fair value are as summarized below:

Assumptions	Pre modification	Post modification
Current market price	174.83	174.83
Exercise price	308.34-578.38	157.35
Expected term	3 – 4.5 years	3 – 4.5 years
Volatility	53.83% - 77.82%	53.01% - 77.82%
Dividend yield	0%	0%
Discount rate	2.5%	2.5%

### 30. Financial income and expense

	Year ended	
March 31, 2014	March 31, 2013	March 31, 2012

Interest income on bank deposits	61,959	26,264	16,468
Others	58,289	47,589	42,845
<b>Finance income</b>	<b>120,248</b>	<b>73,853</b>	<b>59,313</b>
Interest expense on lease obligations	90,911	22,272	20,089
Bank charges (including letter of credit, bill discounting and buyer's credit charges)	82,158	57,779	129,133
Interest expense on borrowings	204,553	180,390	157,510
<b>Finance expense</b>	<b>(377,622)</b>	<b>(260,441)</b>	<b>(306,732)</b>
<b>Net finance income / (expense) recognized in profit or loss</b>	<b>(257,374)</b>	<b>(186,588)</b>	<b>(247,419)</b>

### 31. Earnings / (loss) per share

The calculation of basic earnings / (loss) per share for the years ended March 31, 2014, 2013 and 2012 is based on the earnings / (loss) attributable to ordinary shareholders of ₹ 318,400, ₹ 451,569 and ₹ (383,337) respectively and a weighted average number of shares outstanding of 136,679,950, 131,638,589, and 103,313,278, respectively, calculated as follows:

	Year ended		
	March 31, 2014	March 31, 2013	March 31, 2012
Net profit / (loss) – as reported	318,400	451,569	(383,337)
Weighted average number of shares – basic	136,679,950	131,638,589	103,313,278
Basic earnings / (loss) per share	2.33	3.43	(3.71)
Weighted average number of shares – diluted	136,682,565	131,636,425	103,313,278
Diluted earnings / (loss) per share	2.33	3.43	(3.71)

#### Weighted average number of ordinary shares basic

	Year ended March 31,		
	2014	2013	2012
Issued fully paid ordinary shares at April 01	53,351,498	53,351,498	53,351,498
Effect of shares issued on exercise of stock options	169,205	162,091	98,392
Effect of partly paid shares (Note 1)	83,159,247	78,125,000	49,863,388
Weighted average number of equity shares and equivalent shares outstanding	<b>136,679,950</b>	<b>131,638,589</b>	<b>103,313,278</b>

#### Weighted average number of ordinary shares diluted

	Year ended March 31,		
	2014	2013	2012
Weighted average number of ordinary shares (basic)	136,679,950	131,638,589	103,313,278
Effect of stock options	2,615	(2,164)	-
Weighted average number of equity shares outstanding (diluted)	<b>136,682,565</b>	<b>131,636,425</b>	<b>103,313,278</b>

As the Company incurred a net loss attributable to ordinary shareholders for the year ended March 31, 2012, 601,168 ordinary shares arising out of potential exercise of outstanding stock options as at March 31, 2012 were not included in the computation of diluted earnings per share, as their effect was anti-dilutive.

Note 1: During the year ended March 31, 2011, 125,000,000 ordinary shares were issued to the existing promoter group on a private placement basis. As of March 31, 2014, these shares were partly paid up to the extent of ₹ 7 (March 31, 2013 : ₹ 6.25) per share. Refer note 16 to the consolidated financial statements.

### 32. Operating leases

The Group leases office buildings and other equipment under operating lease arrangements that are renewable on a periodic basis at the option of both the lessor and the lessee. Some of the leases include rent escalation clauses. Rental expenses under these leases were ₹ 356,631, ₹ 367,252 and ₹ 339,139 for the years ended March 31, 2014, 2013 and 2012 respectively. The schedule of future minimum rental payments in respect of operating leases is set out below:

*As at March 31, 2014*

Lease obligations	Total	Less than 1 year	1-5 years	More than 5 years
Non-cancellable operating lease obligations	1,690,119	123,316	540,552	1,026,251

*As at March 31, 2013*

Lease obligations	Total	Less than 1 year	1-5 years	More than 5 years
Non-cancellable operating lease obligations	1,803,863	113,744	519,254	1,170,865

#### *Operating lease income:*

The company has given plant and machinery under operating lease arrangements to its customers the period of which are generally up to 5 years. The schedule of minimum lease rental incomes in respect of these operating lease arrangements are given below:

	As at March 31,2014	As at March 31,2013
Receivables not later than one year	23,429	-
Receivables later than one year and not later than five years	81,630	-
	<b>105,059</b>	-

### 33. Segment reporting

The Company, in the immediate past, has been operating with two segments of business viz Enterprise Service and Software services. During the year 2013-14, the Company has reorganised its business into the following offerings.

Telecom Services	Consists of domestic Data, International Data, Wholesale Voice and Collaborative Tools consisting of Audio and Video conferencing solutions
Data Centre Services	Currently provides Co-location services for enterprise class clients.
Cloud & Managed Services	Consists of IT infra services, IT transformation

	Services, Remote and Onsite Infrastructure Management services and Delivery platforms.
Applications Integration Services*	Consists of Application Development and Maintenance, Application testing, Mobility solutions, eLearning, Portal services, Tools, Process and Automation.
Technology Integration Services	Consists of Data Centre Build, Network Integration, Information security and End User computing

\*The segment was named as “Application Services” in 6 K and subsequently renamed as “Applications Integration Services”.

Consequently the operating segments are as under:

**Telecom services:** The telecom services consist of network services addressing the domestic connectivity needs of Indian enterprises and international inward and outward connectivity needs of International Enterprises. The services include a comprehensive range of Internet protocol based Virtual Private Network, offerings, including intranets, extranets and remote access applications to both small and large corporate customers. The Company provides MPLS-enabled IPVPN’s through entire network. The Company also provides last mile connectivity to customers.

The cable landing station and investment in submarine cable consortium are other assets extended to International partners for international inward and outward connectivity needs. The cable landing station currently lands 2 major submarine cables; namely Gulf Bridge International (GBI) and the Middle Eastern and North African cable (MENA)

**Data Centre services:** The Company operate 5 Tier III Data Centres of which two are located in Mumbai (Bombay), one each at Noida (Delhi), Chennai (Madras) and Bengaluru, to host mission-critical applications. The Company offers co-location services which allow customers to bring in their own rack-mountable servers and house them in shared racks or hire complete racks, and even rent ‘secure cages’ at the hosting facility as per their application requirements. It also offers a wide variety of managed hosting services, such as storage, back-up and restoration, performance monitoring and reporting hardware and software procurement and configuration and network configuration under this business line.

**Cloud and managed services:** On-demand hosting (cloud) services offer end-customers with the solutions to Enterprises. The Company offers on-demand cloud services giving companies the option to “pay as you go” basis.

The Remote and Onsite Infrastructure Management services provide management and support of customer operating systems, applications and database layers.

**Technology integration services:** The services under this segment consist of Data Centre Build, Network Integration, Information security and End User computing.

**Applications integration services:** The wide range of web-applications include sales force automation, supply chain management, intranet and extranets, workflow engine and knowledge management systems.

Applications integration services operates the online portals, such as [www.sify.com](http://www.sify.com), [www.samachar.com](http://www.samachar.com), that function as principal entry points and gateway for accessing the Internet by providing useful web-related services and links. The company also offers related content sites worldwide.

Sify.com provides a gateway to the Internet by offering communication and search tools such as email, chat, travel, online portfolio management and channels for personal finance, astrology, lifestyle, shopping, movies, sports and news.

The company also offers value-added services to organizations such as website design, development, content management, Online assessment tools, search engine optimization, , including domain name management, secure socket layer (SSL) certificate for websites, and server space in required operating system and database. It provides messaging and collaboration services and solutions such as e-mail servers, LAN mail solutions, anti-spam appliances, bulk mail services, instant messaging, and also offer solutions and services to enable data & access security over the Internet, Infrastructure-based services on demand, including on-line testing engine and network management. On-line testing services include test management software, required servers and proctored examination facilities at Sify's franchisee points. On-line exam engine offered allows a secure and flexible way of conducting examinations involving a wide range of question patterns.

Accordingly, revenues represented by nature of service rendered comprise the primary basis of segmental information.

Bandwidth costs, which form a significant part of the total expenses, are of three kinds – international, Domestic and last mile. These are allocated primarily to the Telecom services.

- Certain expenses, like depreciation and overheads incurred by the support functions including finance, human resources, administration and corporate, which form a significant component of total expenses, are not specifically allocable to specific segments as the underlying services are used interchangeably. Management believes that it is not feasible to provide segment disclosure of these expenses and, accordingly, they are separately disclosed as “unallocated expenses” and “depreciation” and adjusted only against the total operating income of the Company.

A significant part of the fixed assets used in the Company's business are not identifiable exclusively to any of the reportable segments and can be used interchangeably between segments. Management believes that it is not feasible to provide segment disclosures relating to total assets since a meaningful segregation of the available data is onerous.

The Group's operating segment information for the years ended March 31, 2014, 2013 and 2012, are presented below:

**Year ended March 31, 2014 (As adjusted)**

	<b>Telecom Services</b>	<b>Data Centre Services</b>	<b>Cloud and Managed Services</b>	<b>Technology Integration Services</b>	<b>Applications Integration Services</b>	<b>Total</b>
Segment revenue	6,875,633	1,223,857	515,146	842,017	1,003,576	10,460,229
Allocated segment expenses	(5,246,162)	(952,176)	(436,408)	(881,163)	(762,890)	(8,278,799)
Segment operating income / (loss)	1,629,471	271,681	78,738	(39,146)	240,686	2,181,430
<i>Unallocated expenses:</i>						
Selling, general and administrative expenses						(597,874)
Depreciation and amortization						(1,101,243)
Other income / (expense), net						93,461
Finance income						120,248
Finance expenses						(377,622)
Profit / (loss) before tax						318,400
Income tax (expense) / benefit						-
<b>Profit / (loss) for the year</b>						<b>318,400</b>

**Year ended March 31, 2013 (As adjusted)**

	Telecom Services	Data Centre Services	Cloud and Managed Services	Technology Integration Services	Applications Integration Services	Total
Segment revenue	5,337,983	1,235,613	510,904	785,147	700,669	8,570,316
Allocated segment expenses	(4,376,213)	(989,533)	(242,308)	(878,501)	(717,919)	(7,204,475)
<b>Segment operating income / (loss)</b>	<b>961,769</b>	<b>246,080</b>	<b>268,596</b>	<b>(93,354)</b>	<b>(17,250)</b>	<b>1,365,841</b>
<i>Unallocated expenses:</i>						
Selling, general and administrative expenses						(587,909)
Depreciation and amortization						(848,210)
Other income / (expense), net						50,858
Finance income						73,853
Finance expenses						(260,441)
<b>Profit / (loss) before tax</b>						<b>(206,008)</b>
Exceptional item						657,577
<b>Profit / (loss) for the year</b>						<b>451,569</b>

**Year ended March 31, 2012 (As adjusted)**

	Telecom Services	Data Centre Services	Cloud and Managed Services	Technology Integration Services	Applications Integration Services	Total
Segment revenue	4,331,963	1,042,976	409,625	1,165,308	749,077	76,98,949
Allocated segment expenses	(3,469,398)	(737,009)	(277,762)	(1,452,600)	(729,587)	(6,666,356)
Segment operating income / (loss)	862,565	305,967	131,863	(287,292)	19,490	1,032,593
<i>Unallocated expenses:</i>						
Selling, general and administrative expenses						(541,626)
Depreciation and amortization						(691,560)
Other income / (expense), net						37,377
Finance income						59,313
Finance expenses						(306,732)
Share of profit of equity accounted investee						27,298
Profit / (loss) before tax						(383,337)
Income tax (expense) / benefit						-
Profit / (loss) for the year						(383,337)

**Year Reconciliations**

	Cost of goods sold	Selling, general and administrative expenses	Finance expenses	Total



<b>Year ended March 31, 2014</b>				
Allocated segment expenses	6,136,860	2,141,939	-	8,278,799
Unallocated segment expenses	-	597,874	377,622	975,496
<b>Total as per income statement</b>	<b>6,136,860</b>	<b>2,739,813</b>	<b>377,622</b>	<b>9,254,295</b>
<b>Year ended March 31, 2013</b>				
Allocated segment expenses	4,750,879	1,863,565	-	7,204,475
Unallocated segment expenses	-	587,909	260,441	848,350
<b>Total as per income statement</b>	<b>4,750,879</b>	<b>2,451,474</b>	<b>260,441</b>	<b>8,052,825</b>
<b>Year ended March 31, 2012</b>				
Allocated segment expenses	5,124,090	1,542,266	-	6,666,356
Unallocated segment expenses	-	541,626	306,732	848,358
<b>Total as per income statement</b>	<b>5,124,090</b>	<b>2,083,892</b>	<b>306,732</b>	<b>7,514,714</b>

### Revenue reclassifications

For the year ended March 31, 2013

	Revised operating segments					Total
	Telecom Services	Data Centre services	Cloud and Managed Services	Technology Integration Services	Applications Integration services	
Segments previously reported						
Enterprise services	5,337,983	1,235,613	510,904	785,147		7,869,647
Software services					700,669	700,669
<b>Revised revenue</b>	<b>5,337,983</b>	<b>1,235,613</b>	<b>510,904</b>	<b>785,147</b>	<b>700,669</b>	<b>8,570,316</b>

For the year ended March 31, 2012

	Revised operating segments					Total
	Telecom Services	Data Centre services	Cloud and Managed Services	Technology Integration Services	Applications Integration services	
Segments previously reported						
Enterprise services	4,331,963	1,042,976	409,625	1,165,308		6,949,872
Software services					749,077	749,077
<b>Revised revenue</b>	<b>4,331,963</b>	<b>1,042,976</b>	<b>409,625</b>	<b>1,165,308</b>	<b>749,077</b>	<b>7,698,949</b>

### Operating and unallocated cost reclassifications:

For the year ended March 31, 2013

	Revised operating segments					Total
	Telecom Services	Data Centre services	Cloud and Managed	Technology Integration	Applications Integration	

	Services	Services	services		
Segments previously reported					
Enterprise services	4,376,213	989,533	242,308	878,502	6,486,556
Software services					717,919
Revised Costs	4,376,213	989,533	242,308	878,502	7,204,475

For the year ended March 31, 2012

	Revised operating segments					Total
	Telecom Services	Data Centre services	Cloud and Managed Services	Technology Integration Services	Applications Integration services	
Segments previously reported						
Enterprise services	3,439,474	737,009	277,762	1,452,600		5,906,845
Tech opex costs*	29,924					29,924
Software services					729,587	729,587
Revised Costs	3,469,398	737,009	277,762	1452,600	729,587	6,666,356

\*Tech operating costs which was previously part of unallocated expenses, have now been allocated to telecom services.

#### Geographic segments

The Group has two geographic segments India and rest of the world. Revenues from the geographic segments based on domicile of the customer are as follows:

Description	India	Rest of the world	Total
<b>Revenues</b>			
Year ended March 31, 2014	6,360,229	4,099,930	10,460,229
Year ended March 31, 2013	5,222,415	3,347,901	8,570,316
Year ended March 31, 2012	4,864,915	2,834,034	7,698,949

The Group does not disclose information relating to non-current assets located in India and rest of the world as the necessary information is not available and the cost to develop it would be excessive.

The revenue from transactions with a single external customer did not exceed 10% of the total revenue of the Company for each of the three years ended March 31, 2014.

#### 34. Contingencies

- During the previous years, the Group had received assessment orders from the Income-tax Department of India for various financial years disallowing certain expenditure like bandwidth charges and foreign currency payments for non-deduction of withholding taxes. The Company appealed against those order before Commissioner of Income Tax (Appeals) (CIT(A)) and received favourable orders. The department has filed appeals before Income Tax Appellate Tribunal (ITAT) disputing CIT(A) orders. The group believes that the appeal by the department is not sustainable and consequently no loss contingency is necessary as at March 31, 2014. Income tax claims against the company as at March 31, 2014 amounted to ₹ 8,028 (March 31, 2013: ₹ Nil).

b) Contingencies due to certain service tax claims as at March 31, 2014 amounted to ₹ 502,033 (March 31, 2013: ₹ 478,876).

c) Additionally, the Group is also involved as a party to lawsuits, claims and proceedings, which arise in the ordinary course of business. The Group does not foresee any material contingency out of the pending issues.

d) The Group during the year ended March 31, 2009 entered into a contract with Emirates Integrated Telecom for the construction and supply of capacity from the Europe India Gateway. As per the contract with Emirates, the Group is required to pay its share of decommissioning costs if any that may arise in the future. No provision has been made by the Group for such decommissioning costs as the amount of provision cannot be measured reliably as at March 31, 2014.

e) Liability on customer letter of credit discounted amounted to ₹ Nil (March 31, 2013: ₹ 122,260).

f) Effective 2012-13, the Company has participated in the Export Promotion Capital Goods Scheme (“the scheme”) under which capital equipments are permitted to be imported against a specific licence at a substantially reduced customs duty, subject to fulfilment of obligation to export services rendered by use of capital equipment imported under the scheme to the extent of over 6 times (March 31,2013: 8 times) the value of duty saved over a period of 6 years (March 31,2013: 8 years) from the date of obtaining the licence. In case of failure to meet the export obligation, the company would be liable to pay the differential between the normal duty and the duty saved under the scheme along with interest.

As of March 31, 2013, the Company was holding 19 licences with a corresponding export obligation of ₹ 6,269. During the year 2013-14, the Company had fulfilled the Export Obligation pertaining to 16 licences of the above by virtue of higher export of services enabling earlier settlement of obligation. As of March 31, 2014, the company is holding 32 licenses with a corresponding export obligation of ₹12,723. Taking into account the track record of the Company’s exports, it believes that it would be able to meet the export obligation within the time frame and would not be exposed to any liability on account of the above scheme.

g) In respect of contingencies arising on legal proceedings, refer Note 35.

### **35. Legal proceedings**

a) The Company and certain of its officers and directors are named as defendants in a securities class action lawsuit filed in the United States District Court for the Southern District of New York. This action, which is captioned In re Satyam Infoway Ltd. Initial Public Offering Securities Litigation, also names several of the underwriters involved in Company’s initial public offering of American Depository Shares as defendants. This class action is brought on behalf of a purported class of purchasers of Company’s ADSs from the time of Company’s Initial Public Offering (“IPO”) in October 1999 through December 2000. The central allegation in this action is that the underwriters in Company’s IPO solicited and received undisclosed commissions from, and entered into undisclosed arrangements with, certain investors who purchased Company’s ADSs in the IPO and the aftermarket. The complaint also alleges that Company violated the United States Federal Securities laws by failing to disclose in the IPO prospectus that the underwriters had engaged in these allegedly undisclosed arrangements. More than 300 issuers have been named in similar lawsuits.

On April 2, 2009, the parties lodged with the Court a motion for preliminary approval of a proposed settlement between all parties, including the Company and its former officers and directors. The proposed settlement provides the plaintiffs with \$586 million in recoveries from all defendants. Under the proposed settlement, the Issuer Defendants collectively would be responsible for \$100 million, which would be paid by the Issuers’ insurers, on behalf of the Issuer Defendants and their officers and directors.

Accordingly, any direct financial impact of the proposed settlement is expected to be borne by the Company's insurers. On June 12, 2009, the Federal District Court granted preliminary approval of the proposed settlement. On October 6, 2009, the District Court issued an order granting final approval of the settlement. Subsequent to the final approval of Settlement agreement by the District court, there were several notices of appeal filed. Most were filed by the same parties that objected to the settlement in front of the District Court. These appeals were consolidated into a single appeal and briefing schedule was held. On January 9, 2012 the class counsel and objectors counsel entered into a settlement agreement, which includes an agreement to dismiss the above appeal. Thus the above Appeal has been dismissed with prejudice confirming the Settlement agreement entered before the District Court.

During the year 2012-13, the exposure under this settlement had been settled by the insurer as per the settlement agreement.

b) Proceedings before Department of Telecommunications

(i) License fees

- On October 12, 2009 (as later clarified by the DoT), the Department of Telecommunications ('DOT') raised a demand on Sify Technologies for ₹ 14 million after correcting the arithmetical error in the assessment letter.
- On February 26, 2010 DOT raised a demand on Sify Communications (erstwhile subsidiary merged with Sify Technologies Limited) for ₹ 26 million.

The above demands were made by the DoT on the premise that all amounts of income (whether direct or indirect) including certain items like other income, interest on deposits, gain on foreign exchange fluctuation, profit on sale of assets & provision written back, that have got anything to do with telecom operations of the Company or arise in connection with the Telecom business of the Company, are to be considered as income for the purpose of calculation of the license fee. The company has replied suitably on the above demand notice.

The service providers had approached Telecom Disputes Settlement & Appellate Tribunal ('TDSAT') on what all items of income are liable for calculation of license fee and what all items of income on which license fees are not liable to be paid. TDSAT by its order clarified on the above. The TDSAT order was challenged by DoT in Supreme Court of India and the Supreme Court has set aside the TDSAT order. The service providers through their associations are contemplating for further appeal in Supreme Court by way of review petition. Sify believes that inspite of the Supreme Court order, the above demands are not tenable under law nor fit into the definition of Adjusted Gross Revenue as defined by DoT. The company believes it has adequate defenses for these demands and the ultimate outcome of these actions may not have a material adverse effect.

- (ii) In November 2009, the Company received a demand notice pertaining to the allocation of spectrum in the 3.3-3.4 GHz frequency, from DoT, demanding ₹ 345 million (US \$ 7.05 million) towards spectrum charges payable from the date of issue of allocation letter for 170 Base Stations. As per the notice, in case no payment is received within 15 days from the date of issue of the notice, then it would be presumed that the Company is no longer interested for the frequency assignments in 3.3-3.4 GHz band.

Whilst the Company received allotment letter for Spectrum in 3.3 GHz band (3303.5/3353.5 MHz) (Total 12 MHz) the Company had neither started any operations in this frequency band nor had applied for any Operating License from DOT/ Wireless Planning Commission (WPC). The Company believes that the obligation to make payment will arise only after obtaining the operating license from DOT/WPC. The Company also believes that it has adequate legal defences for these demands, as the Company has not yet obtained any operative license, hence such demand is not tenable Nevertheless, the Company has as a

commitment to hold and use the spectrum in the above band has paid ₹ 11.56 million towards 40 Base Stations and has surrendered the remaining 130 Base Stations. The Company believes that the ultimate outcome of these actions will not have a material adverse effect.

- c) The company is party to additional legal actions arising in the ordinary course of business. Based on the available information as at March 31, 2014, the Company believes that it has adequate legal defences for these actions and that the ultimate outcome of these actions will not have a material adverse effect. However in the event of adverse judgement in all these cases, the maximum financial exposure would be ₹ 26.6 million (March 31, 2013: ₹ 10.6 million)

### 36. Related parties

The related parties where control / significant influence exists are subsidiaries and associates. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director whether executive or otherwise. Key management personnel includes the board of directors and other senior management executives. The other related parties are those with whom the Group has had transaction during the years ended March 31, 2014, 2013 and 2012 are as follows:

Particulars	Country of incorporation	% of Ownership interest	
		March 31, 2014	March 31, 2013
<b>Holding Company</b>			
Infinity Satcom Universal Private Limited		-	-
Raju Vegesna Infotech & Industries Private Limited (Refer note 40)		-	-
Ramanand Core Investment Company Private Limited		-	-
<b>Subsidiaries</b>			
Sify Software Limited (Formerly Sify Networks Private Limited)*****	India	-	100
Sify Technologies (Singapore) Pte. Limited	Singapore	100	100
Hermit Projects Private Limited*****	India	-	100
Pace Info Com Park Private Limited	India	100	100
Sify Empower India Foundation	India	-	100
<b>Others (Entities in which the Key Management Personnel have controlling interest / significant influence and relatives of Key Management Personnel)</b>			
Radhika Vegesna	India	-	-
Server Engines LLC	USA	-	-
Server Engines India Private Limited	India	-	-
VALS Developers Private Limited	India	-	-
Raju Vegesna Developers Private Limited	India	-	-

The following is a summary of the related party transactions for the year ended March 31, 2014:

Transactions	Holding Company	Associates	Others	Key Management
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				<b>Personnel***</b>
Consultancy services received	-	-	-	240
Sitting fees paid	-	-	-	1,020
Salaries and other short term benefits	-	-	-	39,028
Contributions to defined contribution plans	-	-	-	2,029
Share based payment transactions	-	-	-	-
Issue of shares on private placement basis**	-	-	-	-
Advance lease rentals and refundable deposits refunded*	-	-	-	-
Refundable lease deposit paid****	-	-	-	-
Lease rentals paid****	900	-	3,813	-
<b>Amount of outstanding balances</b>				
Advance lease rentals and refundable deposits made****	-	-	2,558	-

The following is a summary of the related party transactions for the year ended March 31, 2013:

	<b>Holding Company</b>	<b>Associates</b>	<b>Others</b>	<b>Key Management Personnel***</b>
<b>Transactions</b>				
Consultancy services received	-	-	-	240
Sitting fees paid	-	-	-	980
Salaries and other short term benefits	-	-	-	42,042
Contributions to defined contribution plans	-	-	-	1,934
Share based payment transactions	-	-	-	270
Issue of shares on private placement basis**	-	-	-	-
Advance lease rentals and refundable deposits refunded*	-	-	-	-
Refundable lease deposit paid****	-	-	-	-
Lease rentals paid****	900	-	3,429	-
<b>Amount of outstanding balances</b>				
Advance lease rentals and refundable deposits made****	-	-	2,558	-

The following is a summary of the related party transactions for the year ended March 31, 2012:

	<b>Holding Company</b>	<b>Associates</b>	<b>Others</b>	<b>Key Management Personnel***</b>
<b>Transactions</b>				
Consultancy services received	-	-	-	240
Sitting fees paid	-	-	-	1,280
Salaries and other short term benefits	-	-	-	37,385
Contributions to defined contribution plans	-	-	-	1,602
Share based payment transactions	-	-	-	1,041
Issue of shares on private placement basis**	1,500,000	-	-	-
Advance lease rentals and refundable deposits refunded*	-	-	2,175	-
Refundable lease deposit paid****	-	-	-	-
Lease rentals paid****	150	-	3,129	-
<b>Amount of outstanding balances</b>				
Advance lease rentals and refundable deposits	-	-	2,558	-

made\*\*\*\*

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\*Represents deposits made to VALS Developers Private Limited (“VALS”). VALS was owned and controlled by Raju Vegesna Infotech & Industries Private Limited, in which Mr. Raju Vegesna, our principal share holder and Managing Director, was holding 94.66% equity in his personal capacity. During the year ended March 31, 2009, Sify entered into an agreement for Sub Lease with VALS Developers Private Limited to take on lease on long term basis the proposed building which is in the process of being constructed. The lease agreement, when final and executed, was expected to have an initial non-cancellable term of 5 years, with a further option for Sify to renew or cancel the lease for the incremental five year terms. In terms of this Agreement for Sub Lease, Sify had paid a security deposit of ₹ 125,700 and advance rental of ₹157,125 to VALS. As per the terms of the Sub Lease, the security deposit will be refunded at the end of lease term and the advance rental would be adjusted over a period of 15 months from the commencement of the lease. To give effect to the above arrangement, VALS had entered into a Memorandum of Understanding on 16th June 2008 with M/s. Advance India Projects Limited (AIPL) and M/s. Pace Info com Private Limited (PACE), wherein PACE is an allottee of the land situated at B-07, Sector-132, Noida and VALS had through a Special Purpose Vehicle Hermit Projects Private Limited (HERMIT) decided to acquire the shares of PACE including the land held by it. VALS had paid a sum of ₹ 285,000 to AIPL at the time of signing the MoU.

During the year, on October 30, 2010, the Board of Directors had approved to cancel the MoU for lease arrangement and decided to acquire the property which is under construction from the third party directly. On 12th January 2011, through a Memorandum of Amendment, the company with the intention to acquire the said land, had substituted its name with that of VALS and through such amendment VALS had agreed to assign all rights, responsibilities, obligations, title etc. in favour of the company, thus making the company eligible to acquire PACE through HERMIT and subsequently the land and also making liable to pay the entire consideration of ₹ 1,140,000. Hence the Company had paid VALS an amount of ₹ 2,175 i.e., difference between the amount paid by the Company to VALS and the amount paid by VALS to AIPL.

During the previous year, the Company acquired the leasehold rights along with the building under construction through acquisition of entire shares HERMIT which in turn holds the entire shares of PACE, the original allottee of the land. As of March 31, 2014, the Company had paid a sum of ₹ 180,779 as an advance to AIPL towards construction of the building and any further sum it has to advance as per the commitment shall be adjusted towards value of investment in HERMIT after settling further debts and liabilities relating to construction of the said Data Centre.

\*\* Also refer note 16 in relation to transactions relating to issue of equity shares on private placement basis to Raju Vegesna Infotech & Industries Private Limited.

\*\*\* Some of the key management personnel of the Group are also covered under the Group's gratuity plan along with other employees of the Group. Proportionate amounts of gratuity accrued under the gratuity plan have not been separately computed or included in the above disclosure.

\*\*\*\*The company had entered into a lease agreement with Ms Radhika Vegesna, Daughter of Mr. Ananda Raju Vegesna, Executive Director of the company, to lease the premises owned by her for a period of three years effective June 1, 2010 on a rent of ₹ 256 per month and payment of refundable security deposit of ₹ 2,558. This arrangement will be automatically renewed for a further period of two blocks of three years with all the terms remaining unchanged.

\*\*\*\*During the year 2011 -12, the Company had entered into a lease agreement with M/s Raju Vegesna Infotech and Industries Private Limited, the holding Company, to lease the premises owned by it for a period of three years effective February 1, 2012 on a rent of ₹ 75 (Rupees Seventy Five Thousand Only) per month. Subsequently, the Company entered into an amendment agreement with effect from April 1, 2013, providing for automatic renewal for a further period of two blocks of 3 years with an escalation of 15% on the last paid rent after the end of every three years.

\*\*\*\* During the year ended March 31, 2012, the Company had entered into a lease agreement with M/s Raju Vegesna Developers Private Limited, a Company in which Mr Ananda Raju Vegesna, Executive Director of the Company and Mr Raju Vegesna, Chairman and Managing director of the Company exercise significant influence, to lease the premises owned by it for a period of three years effective February 1, 2012 on a rent of ₹ 30 (Rupees Thirty Thousand Only) per month. Subsequently, the Company entered into an amendment agreement with effect from April 1, 2013, providing for the automatic renewal for further period of two blocks of 3 years with an escalation of 15% on the last paid rent after the end of every three years

\*\*\*\*\*The subsidiaries have merged with Sify Technologies Limited effective April 1, 2013.

### 37. Financial instruments

#### *Financial instruments by category*

The carrying value and fair value of financial instruments by each category as at March 31, 2014 were as follows:

Particulars	Note	Loans and receivables	Financial assets / liabilities at fair value through profit and loss	Available for sale	Other financial liabilities	Total carrying value	Total fair value
<b>Assets</b>							
Cash and cash equivalents	8	1,270,127	-	-	-	1,270,127	1,270,127
Other assets	10	226,698	-	-	-	226,698	226,698
Trade receivables	13	3,520,587	-	-	-	3,520,587	3,520,587
Other receivables	13	56,936	-	-	-	56,936	56,936
Derivative financial instrument		-	1,397	-	-	1,397	1,397
Other investments	15	-	-	1,710	-	1,710	1,710
<b>Liabilities</b>							
Bank overdraft	8	-	-	-	637,347	637,347	637,347
Finance lease liabilities	17	-	-	-	1,053,852	1,053,852	1,053,852
Other liabilities	19	-	-	-	158,942	158,942	158,942
Borrowings from banks	20	-	-	-	992,800	992,800	992,800
Borrowings from others	20	-	-	-	440,269	440,269	440,269
Trade and other payables	21	-	-	-	2,835,738	2,835,738	2,835,738
Derivative financial instruments		-	4,702	-	-	4,702	4,702

The carrying value and fair value of financial instruments by each category as at March 31, 2013 were as follows:

Particulars	Note	Loans and receivables	Financial assets / liabilities at fair value through profit and loss	Available for sale	Other financial liabilities	Total carrying value	Total fair value
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<b>Assets</b>								
Cash and cash equivalents	8	1,001,052	-	-	-	1,001,052	1,001,052	
Other assets	10	254,724	-	-	-	254,724	254,724	
Trade receivables	13	2,708,879	-	-	-	2,708,879	2,708,879	
Other receivables	13	34,745	-	-	-	34,745	34,745	
Other investments	15	-	-	1,710	-	1,710	1,710	
<b>Liabilities</b>								
Bank overdraft	8	-	-	-	644,606	644,606	644,606	
Finance lease liabilities	17	-	-	-	472,002	472,002	472,002	
Other liabilities	19	-	-	-	217,848	217,848	217,848	
Borrowings from banks	20	-	-	-	611,155	611,155	611,155	
Borrowings from others	20	-	-	-	517,527	517,527	517,527	
Trade and other payables	21	-	-	-	2,392,143	2,392,143	2,392,143	

#### *Details of financial assets pledged as collateral*

The carrying amount of financial assets as March 31, 2014 and 2013 that the Group has provided as collateral for obtaining borrowings and other facilities from its bankers are as follows:

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Cash and cash equivalents	1,270,127	1,001,052
Other assets	226,698	254,724
Trade receivables	3,520,587	2,708,879
Other receivables	56,936	34,745
	<b>5,074,348</b>	<b>3,999,400</b>

#### *Derivative financial instruments*

##### **(a) Forwards and options**

Foreign exchange forward contracts and options are purchased to mitigate the risk of changes in foreign exchange rates associated with certain payables, receivables and forecasted transactions denominated in certain foreign currencies. These derivative contracts do not qualify for hedge accounting under IAS 39, and are initially recognized at fair value on the date the contract is entered into and subsequently re-measured at their fair value. Gains or losses arising from changes in the fair value of the derivative contracts are recognized immediately in profit or loss. The counterparties for these contracts are generally banks or financial institutions. The following table gives details in respect of the notional amount of outstanding foreign exchange contracts as at March 31, 2014 and 2013.

	<b>As of</b>	
	<b>March 31, 2014</b>	<b>March 31, 2013</b>
<b>Forward contracts</b>		
In U.S. Dollars (Sell)	1,000	-

The Company recognized a net gain on the forward contracts of ₹ 1,397 for the year ended March 31, 2014.

The forward exchange contracts and option contracts mature between one and twelve months. The table below summarizes the notional amounts of derivative financial instruments into relevant maturity groupings based on the remaining period as at the end of the year:

	<b>As of</b>	
	<b>March 31, 2014</b>	<b>March 31, 2013</b>
<b>Sell:</b>	<b>(USD)</b>	

Not later than one month	500	-
Later than one month and not later than three months	500	-
Later than three months and not later than six months	-	-
Later than six months and not later than one year	-	-

**(b) Cross Currency Swap:**

In order hedge against the variability in cash flows for the term loan taken by the Company, the company has entered into Cross Currency Swap (Principle Only Swap) arrangement with the bank where in, the Company pays fixed USD and receives Fixed INR principle and interest cash flows. The Company has designated such derivative at Fair Value through Profit and Loss Account and the gains or loss arising on the fair valuation of the said derivative is recognized in the profit and loss account.

**The details of outstanding cross currency swap contracts as of March 31, 2014 are as under:**

	As of		
	March 31, 2014	March 31, 2013	
	Payable (USD)	Receivable (INR)	
Cross Currency Swap (USD)	3,200	198,024	-

The maturity of these contracts extends till six years. The table below summarizes the cash flows (principal and interest) of these derivative financial instruments into relevant maturity groupings based on the remaining period as at the end of the year:

	As of		
	March 31, 2014		March 31, 2013
	Payable (USD)	Receivable (INR)	
Less than 1 year	757	56,502	-
One to two years	717	52,227	-
Two to three years	677	47,953	-
Three to four years	637	43,678	-
Four to five years	597	39,404	-
More than five years	421	26,748	-
<b>Total cash flows</b>	<b>3,806</b>	<b>266,512</b>	-

**Disclosure of fair value measurements:**

The details of the fair value of the derivative financial instruments and their fair value measurement classifications are given below:

Derivative instrument	Fair value measurement level	Fair value as of March 31, 2014	Fair value measurement level	Fair value as of March 31, 2013
<b>Derivative Asset</b>				
Forward contracts	Level 2	1,397	-	-
<b>Derivative Liability</b>				

Cross currency swaps	Level 2	4,702	-	-
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- Level 1 classification comprises financial instruments where fair value is determined by unadjusted quoted prices in active markets for identical assets or liabilities.
- Level 2 classification comprises where fair value is determined from inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly. Fair values for unlisted equity securities are derived from observable quoted market prices for similar items. Derivative financial instrument fair values are present values determined from future cash flows discounted at rates derived from market sourced data.

### Interest, (expenses), gains and (losses) recognized on financial assets and liabilities

#### Recognized in profit or loss

	Year ended		
	March 31, 2014	March 31, 2013	March 31, 2012
<b>Loans and receivables</b>			
Interest income on bank deposits	61,959	26,264	16,468
Interest income from other loans and receivables	9,845	5,731	3,706
Impairment loss of trade receivables	(177,581)	(210,559)	(193,232)
<b>Financial assets at fair value through profit or loss</b>			
Net change in fair value of derivative financial instruments gain/(loss)	(3,305)	-	2,891
<b>Other financial liabilities</b>			
Interest expenses on lease obligations	(90,911)	(22,272)	(20,089)
Interest expenses on borrowings from banks, others and overdrafts	(204,553)	(180,390)	(157,510)

#### Recognized directly in other comprehensive income

	Year ended		
	March 31, 2014	March 31, 2013	March 31, 2012
Net change in fair value of available-for-sale financial assets	-	-	-

### 38. Financial Risk Management

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board of Directors has established a risk management policy to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management systems are reviewed periodically to reflect changes in market conditions and the Group's activities. The Group Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the risk management framework. The Group Audit Committee is

assisted in its oversight role by Internal Audit. Internal Audit undertakes reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

**Credit risk:** Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's trade receivables, treasury operations and other activities that are in the nature of leases.

*Trade and other receivables*

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. Management considers that the demographics of the Group's customer base, including the default risk of the industry and country in which customers operate, has less of an influence on credit risk. The group is not exposed to concentration of credit risk to any one single customer since the services are provided to and products are sold to customers who are spread over a vast spectrum. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of the customers to which the Company grants credit terms in the normal course of the business.

*Cash and cash equivalents and other investments*

In the area of treasury operations, the Group is presently exposed to counter-party risks relating to short term and medium term deposits placed with public-sector banks, and also to investments made in mutual funds.

*Guarantees*

The Group's policy is to provide financial guarantees only to subsidiaries.

The Chief Financial Officer is responsible for monitoring the counterparty credit risk, and has been vested with the authority to seek Board's approval to hedge such risks in case of need.

**Exposure to credit risk**

The gross carrying amount of financial assets, net of any impairment losses recognized represents the maximum credit exposure. The maximum exposure to credit risk as at March 31, 2014 and 2013 was as follows:

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Cash and cash equivalents	1,270,127	1,001,052
Other assets	226,698	254,724
Trade receivables	3,520,587	2,708,879
Other receivables	56,936	34,745
Derivative financial instruments	1,397	0
Other investments	1,710	1,710
	<b>5,077,455</b>	<b>4,001,110</b>

**Financial assets that are past due but not impaired**

There is no other class of financial assets that is past due but not impaired other than trade receivables. The age analysis of trade receivables have been considered from the date of invoice. The ageing of trade receivables, net of allowances that are past due, is given below:

<b>Period (in days)</b>	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Past due 181 - 270 days	274,116	223,443
Past due 271 - 365 days	265,228	95,086
More than 365 days	665,799	554,994

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**1,205,143****873,523**

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See note 13 for the activity in the allowance for impairment of trade account receivables.

### Financial assets that are not past due

Cash and cash equivalents, other assets, other receivables and finance lease receivables are neither past due nor impaired. Of the total trade receivables that are not past due as at March 31, 2014 amounting to ₹ 2,315,444 (March 31, 2013: ₹ 1,835,359) and impairment has not been recorded on the same.

### Details of collateral and other credit enhancements held

	<b>March 31, 2014</b>	<b>March 31, 2013</b>
Security deposits received for internet access services	727	2,380

**Liquidity risks:** Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. Typically the Group ensures that it has sufficient cash on demand to meet expected operational expenses, servicing of financial obligations. In addition, the Group has concluded arrangements with well reputed Banks, and has unused lines of credit that could be drawn upon should there be a need. The Company is also in the process of negotiating additional facilities with Banks for funding its requirements.

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting agreements:

### As at March 31, 2014

	<b>Carrying amount</b>	<b>Contractual cash flows</b>	<b>0-12 months</b>	<b>1-3 years</b>	<b>3-5 years</b>
<b>Non-derivative financial liabilities</b>					
Bank overdrafts	637,347	637,347	637,347	-	-
Finance lease liabilities	1,053,852	1,263,310	466,587	765,807	30,916
Other liabilities	158,942	158,942	158,942	-	-
Borrowing from banks	992,800	1,172,355	627,455	312,979	231,921
Borrowings from others	440,269	484,151	318,702	165,449	-
Trade and other payables	2,835,738	2,835,738	2,835,738	-	-
	<b>6,118,948</b>	<b>6,551,843</b>	<b>5,044,771</b>	<b>1,244,235</b>	<b>262,837</b>

### As at March 31, 2013

	<b>Carrying amount</b>	<b>Contractual cash flows</b>	<b>0-12 months</b>	<b>1-3 years</b>	<b>3-5 years</b>
<b>Non-derivative financial liabilities</b>					
Bank overdrafts	644,606	644,606	644,606	-	-
Finance lease liabilities	472,002	580,375	205,811	343,774	30,790
Other liabilities	211,044	217,848	217,848	-	-
Borrowing from banks	611,155	780,018	327,818	200,054	252,146

Borrowings from others	517,527	577,871	422,825	142,813	12,233
Trade and other payables	2,392,143	2,392,143	2,392,143	-	-
	<b>4,848,477</b>	<b>5,192,861</b>	<b>4,211,051</b>	<b>6886,641</b>	<b>295,169</b>

**Market risk:** Market risk is the risk of loss of future earnings or fair values or 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 exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables. The Group is exposed to market risk primarily related to foreign exchange rate risk (currency risk), interest rate risk and the market value of its investments. Thus the Group's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currencies.

*Currency risk:* The Group's exposure in USD, Euro and other foreign currency denominated transactions gives rise to Exchange Rate fluctuation risk. Group's policy in this regard incorporates:

- Forecasting inflows and outflows denominated in US\$ for a twelve-month period
- Estimating the net-exposure in foreign currency, in terms of timing and amount
- Determining the extent to which exposure should be protected through one or more risk-mitigating instruments to maintain the permissible limits of uncovered exposures.
- Carrying out a variance analysis between estimate and actual on an ongoing basis, and taking stop-loss action when the adverse movements breaches the 5% barrier of deviation, subject to review by Audit Committee.

The Group's exposure to foreign currency risk as at March 31, 2014 was as follows:

	<i>All amounts in respective currencies as mentioned (in thousands)</i>							
	USD	CAD	CHF	EUR	GBP	DHS	HKD	SGD
Cash and cash equivalents	621	-	-	-	-	-	-	-
Trade receivables	1,0057	-	-	110	98	-	-	2
Trade payables	(4,753)	(4)	(4)	(16)	(12)	-	(37)	-
Foreign currency loan	(7,463)							
<b>Net balance sheet exposure</b>	<b>(1,538)</b>	<b>(4)</b>	<b>(4)</b>	<b>94</b>	<b>86</b>	<b>-</b>	<b>(37)</b>	<b>2</b>

The Group's exposure to foreign currency risk as at March 31, 2013 was as follows:

	<i>All amounts in respective currencies as mentioned (in thousands)</i>							
	USD	CAD	CHF	EUR	GBP	DHS	HKD	SGD
Cash and cash equivalents	1,098	-	-	-	-	-	-	-
Trade receivables	14,260	-	37	95	151	-	-	8
Trade payables	(4,757)	-	(4)	(35)	-	-	(15)	-
<b>Gross balance sheet exposure</b>	<b>10,601</b>	<b>-</b>	<b>33</b>	<b>60</b>	<b>151</b>	<b>-</b>	<b>(15)</b>	<b>8</b>
Forward exchange / option contracts	-	-	-	-	-	-	-	-
<b>Net exposure</b>	<b>10,601</b>	<b>-</b>	<b>33</b>	<b>60</b>	<b>151</b>	<b>-</b>	<b>(15)</b>	<b>8</b>

#### Sensitivity analysis

A 10% strengthening of the rupee against the respective currencies as at March 31, 2014 and 2013 would have increased / (decreased) other comprehensive income and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for 2013.

	Other comprehensive income	Profit or (loss)
--	----------------------------	------------------

March 31, 2014	-	(37,208)
March 31, 2013	-	(59,542)

A 10% weakening of the rupee against the above currencies as at March 31, 2014 and 2013 would have had the equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

*Interest Rate Risk:* Interest rate risk is the risk that an upward movement in interest rates would adversely affect the borrowing costs of the group.

### Profile

At the reporting date the interest rate profile of the Group's interest –bearing financial instruments were as follows:

	Carrying amount	
	March 31, 2014	March 31, 2013
<b>Fixed rate instruments</b>		
<i>Financial assets</i>		
- Fixed deposits with banks	510,336	211,315
<i>Financial liabilities</i>		
- Borrowings from banks	-	-
- Borrowings from others	440,269	517,527
<b>Variable rate instruments</b>		
<i>Financial liabilities</i>		
- Borrowings from banks	992,800	611,155
- Bank overdrafts	637,347	644,606

### Fair value sensitivity for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss, and the Group does not designate derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore a change in interest rates at the reporting date would not affect profit or loss.

### Cash flow sensitivity for variable rate instruments

An increase of 100 basis points in interest rates at the reporting date would have increased / (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant. The analysis has been performed on the same basis as 2013.

	Equity	Profit or (loss)
March 31, 2014	-	(7,626)
March 31, 2013	-	(12,399)

A decrease of 100 basis points in the interest rates at the reporting date would have had equal but opposite effect on the amounts shown above, on the basis that all other variable remain constant.

## 39. IPO listing

The Ministry of Finance of the Government of India ('MoF') issued a press release dated March 31, 2006, making amendments to the 'Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Receipt Mechanism) Scheme 1993' ('the Scheme'). The amendments included a statement that unlisted Companies which had accessed FCCBs, ADR/GDRs in terms of guidelines of May 22, 1998 and are not making profit, be permitted to comply with listing condition on the domestic stock exchanges within three years of having started making profit. Further, the press release states that no fresh issues of FCCBs, ADR/GDRs by such companies will be permitted without listing first in the domestic exchanges. Securities and Exchange Board of India (SEBI) has

amended the (Issue of Capital and Disclosure Requirements) (Fourth Amendment) Regulations, 2012 on October 12, 2012. In terms of the amended Clause 26 (1) (b), in order to be eligible to go for the Initial Public Offer, the Company should have a minimum average pre-tax operating profit of ₹ 150 calculated on a restated and consolidated basis, during the three most profitable years out of the immediately 5 preceding years.

This is in addition to the other clauses viz. it has a track record of distributable profits in terms of Section 205 of the Companies Act, 1956, for at least three out of the immediately preceding five years; provided that extraordinary items shall not be considered for calculating distributable profits, for being eligible to go for the IPO

Hence the Company would not be able to raise funds by issuing ADRs until such time the Company complies with the 'Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Receipt Mechanism) Scheme 1993' and lists in the domestic stock exchanges as per the above press release.

However, in September 2013, the Ministry of Finance, Government of India, has liberalized the condition for Unlisted Indian Companies to raise capital abroad without the requirement of prior or simultaneous listing in India initially for a period of two years in order to attract more Foreign Direct Investment.

#### **40. Issue of shares on a private placement basis to the existing promoter group**

On August 4, 2010, the Board of Directors of the company approved the issuance, in a private placement, of upto an aggregate of 125,000,000 of the company's equity shares, par value ₹ 10 per share ("Equity shares") at a discount compared to market value of , for an aggregate purchase price of ₹ 4,000,000, to a group of investors affiliated with the company's promoter group, including entities affiliated with Mr Raju Vegesna, the company's Chairman and Managing Director and Mr Ananda Raju Vegesna, Executive Director and brother of Mr Raju Vegesna (the "Offering"). The company's shareholders approved the terms of the Offering at the Company's Annual General Meeting held on September 27, 2010.

On October 22 2010, the company entered into a Subscription Agreement with Mr Ananda Raju Vegesna, acting as representative (the "Representative") of the purchasers in connection with the Offering. In pursuance of the Agreement, the company issued and allotted 125,000,000 equity shares to M/s Raju Vegesna Infotech and Industries Private Limited ("RVIPL"), a promoter group company. In accordance with Indian law, the purchase price is to be paid at such time as determined by Board of Directors of the company.

On August 14, 2011, the company received a letter from RVIPL expressing its intention to transfer the above partly paid shares to its wholly owned subsidiary M/s Ramanand Core Investment Company Private limited ("RCICPL"). The company, on August 26, 2011, registered such transfer of partly paid shares in the name of RCICPL.

On September 7, 2011, the parties entered into an amendment to the Subscription Agreement (the "Amendment") extending the validity of the agreement period to September 26, 2013. This Amendment provides the Board of Directors of the Company with additional time to call upon the purchasers to pay the balance money, in accordance with the terms of the Subscription Agreement.

As on March 31, 2014, these shares are partly paid to the extent of ₹ 7 per share. Until the full purchase price is paid by the purchasers, the company retains a lien on the equity shares purchased in connection with the Offering. As of March 31, 2014, entities affiliated with our Chairman and Managing Director, Raju Vegesna, beneficially owned approximately 86.27% of our outstanding equity shares, which includes the 125,000,000 shares (partly paid with proportionate voting rights) issued in connection with the above Offering.