SOURCES OF FUNDS SHAREHOLDERS' FUNDS Share capital Reserves and surplus MINORITY INTEREST PREFERENCE SHARES ISSUED BY SUBSIDIARY*	1 2	135.71 5.770.84 5,906.55 43.66	33.43 3.685.95 3,719.38	135.29 5,089.82 5,225.11
SHAREHOLDERS' FUNDS Share capital Reserves and surplus MINORITY INTEREST	2	5,770.84 5,906.55	3,685.95	<u>5,089.82</u> 5,225.11
Share capital Reserves and surplus MINORITY INTEREST	2	5,770.84 5,906.55	3,685.95	<u>5,089.82</u> 5,225.11
Reserves and surplus  MINORITY INTEREST	2	5,770.84 5,906.55	3,685.95	<u>5,089.82</u> 5,225.11
MINORITY INTEREST		5,906.55		5,225.11
	3		3,719.38	•
	3	43.66	-	0.44
PREFERENCE SHARES ISSUED BY SUBSIDIARY*	3			0.14
		_	93.51	93.51
		5,950.21	3,812.89	5,318.76
APPLICATION OF FUNDS				
FIXED ASSETS	4			
Original cost		2,498.70	1,710.53	2,287.31
Less: Depreciation and amortization		1,108.82	861.59	1,030.83
Net book value		1,389.88	848.94	1,256.48
Add: Capital work-in-progress		<u>356.61</u>	284.85	317.67
		1,746.49	1,133.79	1,574.15
INVESTMENTS	5	1,335.76	853.98	1,210.78
DEFERRED TAX ASSETS	6	47.96	44.20	44.37
CURRENT ASSETS, LOANS AND ADVANCES				
Sundry debtors	7	1,235.65	836.63	1,322.00
Cash and bank balances	8	1.718.44	1.077.38	1,575.58
Loans and advances	9	1,108.18	761.07	1,024.44
		4,062.27	2,675.08	3,922.02
LESS: CURRENT LIABILITIES AND PROVISIONS		1,002.21	2,0.0.00	0,022.02
Current liabilities	10	611.66	518.08	656.02
Provisions	11	630.61	376.08	776.54
NET CURRENT ASSETS		2,820.00	1,780.92	2,489.46
		5,950.21	3,812.89	5,318.76
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	23			

The schedules referred to above form an integral part of the consolidated balance sheet.

As per our report attached

for BSR & Co. Chartered Accountants

Subramanian Suresh Partner Membership No. 83673	N. R. Narayana Murthy Chairman and Chief Mentor	Nandan M. Nilekani Chief Executive Officer, President and Managing Director	S. Gopalakrishnan Chief Operating Officer and Deputy Managing Director	Deepak M. Satwalekar Director	
	Marti G. Subrahmanyam Director	Omkar Goswami Director	Rama Bijapurkar <i>Director</i>	Claude Smadja Director	
	Sridar A. Iyengar Director	David L. Boyles Director	K. Dinesh Director	S. D. Shibulal Director	
Bangalore July 12, 2005	T. V. Mohandas Pai Director and Chief Financial Officer	Srinath Batni <i>Director</i>	V. Balakrishnan Company Secretary and Senior Vice President – Finance		

Consolidated Profit and Loss Account for the	Schedule	in Rs. crore, except per sha Quarter ended Year			
Consolidated Profit and Loss Account for the	Schedule			Year ended	
		June 30, 2005	June 30, 2004	March 31, 200	
income from software services, products and business process management		2,071.59	1,517.38	7,129.65	
Software development and business process management expenses	12	1,104.44	805.22	3.764.66	
GROSS PROFIT		967.15	712.16	3,364.99	
Calling and marketing expenses	13	141.46	105.21	461.00	
Selling and marketing expenses General and administration expenses	14	161.88	117.68	568.98	
Serieral and administration expenses	14	303.34	222.89	1.029.98	
OPERATING PROFIT BEFORE INTEREST, DEPRECIATION, AMORTIZATION, MINORITY		000.04	222.00	1,020.00	
NTEREST AND EXCEPTIONAL ITEM		663.81	489.27	2,335.01	
nterest		-	-	-	
Depreciation and amortization		80.10	52.53	286.92	
OPERATING PROFIT AFTER INTEREST, DEPRECIATION, AMORTIZATION AND BEFORE					
MINORITY INTEREST AND EXCEPTIONAL ITEM		583.71	436.74	2,048.09	
Dill and the same	45	00.50	45.70	400.00	
Other income Provision for investments	15	28.58 0.06	15.70 (0.01)	123.90	
				(0.10	
NET PROFIT BEFORE TAX, MINORITY INTEREST AND EXCEPTIONAL ITEM	10	<b>612.23</b> 80.16	452.45	2,172.09	
Provision for taxation on the above	16		64.11	325.58	
NET PROFIT AFTER TAX AND BEFORE MINORITY INTEREST AND EXCEPTIONAL ITEM		532.07	388.34	1,846.51	
Exceptional item - income from sale of investment in yantra corporation (net of taxes)  NET PROFIT AFTER TAX AND EXCEPTIONAL ITEM AND BEFORE MINORITY INTEREST		532.07	388.34	45.19 1,891.70	
			300.34		
Minority interest NET PROFIT AFTER TAX, EXCEPTIONAL ITEM AND MINORITY INTEREST		0.15 <b>531.92</b>	388.34	0.03 1,891.67	
Balance Brought Forward		1,415.35	70.67	70.67	
Less: Residual dividend paid		0.25	2.32	2.31	
Additional dividend tax		<u>0.03</u> 1,415.07	0.30 68.05	2.27 66.09	
		1,415.07	00.03	00.09	
AMOUNT AVAILABLE FOR APPROPRIATION Dividend		1,946.99	456.39	1,957.76	
Interim		-	-	133.93	
Final		<u>-</u> _	<u>-</u>	175.87	
Total dividend		-	-	309.80	
Dividend tax		-	-	42.17	
Amount transferred to general reserve		4.046.00	450.00	190.44	
Balance in profit and loss account		1,946.99 1,946.99	456.39 456.39	1,415.35 1,957.76	
EARNINGS PER SHARE *		1,540.55	430.33	1,557.70	
Equity shares of par value Rs. 5/- each					
Before Exceptional Items					
Basic		19.63	14.54	68.79	
Diluted		19.08	14.29	67.00	
After Exceptional Items Basic		19.63	14.54	70.48	
Diluted		19.08	14.54	70.46 68.64	
Number of shares used in computing earnings per share		10.00	17.23	30.04	
Basic		27,09,95,442	26,71,36,028	26,84,20,16	
Diluted		27,88,25,223	27,18,51,267	27,55,83,543	
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	23				

<sup>\*</sup> refer to note 23.2.18

The schedules referred to above form an integral part of the consolidated profit and loss account.

As per our report attached

for BSR & Co. Chartered Accountants

Subramanian Suresh Partner Membership No. 83673	N. R. Narayana Murthy Chairman and Chief Mentor	Nandan M. Nilekani Chief Executive Officer, President and Managing Director	S. Gopalakrishnan Chief Operating Officer and Deputy Managing Director	Deepak M. Satwalekar Director
	Marti G. Subrahmanyam	Omkar Goswami	Rama Bijapurkar	Claude Smadja
	Director	Director	Director	Director
	Sridar A. Iyengar	David L. Boyles	K. Dinesh	S. D. Shibulal
	Director	Director	Director	Director
Bangalore July 12, 2005	T. V. Mohandas Pai Director and Chief Financial Officer	Srinath Batni Director	V. Balakrishnan Company Secretary and Senior Vice President – Finance	

				in Rs. crore
Consolidated Cash Flow Statement for the	Schedule			Year ended
		June 30, 2005	June 30, 2004	March 31, 2005
CASH FLOWS FROM OPERATING ACTIVITIES				
Net profit before tax and Exceptional Item		612.23	452.45	2,172.09
Adjustments to reconcile net profit before tax to cash provided by operating activities				,
(Profit)/ loss on sale of fixed assets		(0.05)	(0.07)	0.57
Depreciation and amortization		80.10	52.53	286.92
Interest and dividend income		(38.91)	(29.36)	(114.12)
Provisions for investments		0.06	(0.01)	(0.10)
Effect of exchange differences on translation of foreign currency cash and cash equivalent	s	(4.59)	(12.99)	(4.37)
Changes in current assets and liabilities				
Sundry debtors		86.35	(185.18)	(670.55)
Loans and advances	17	(73.63)	(34.62)	(103.98)
Current liabilities and provisions	18	(45.97)	(56.43)	98.74
Income taxes paid during the period / year	19	(38.07)	(12.05)	(293.86)
NET CASH GENERATED BY OPERATING ACTIVITIES		577.52	174.27	1,371.34
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchases of fixed assets and change in capital work-in-progress	20	(252.49)	(154.46)	(830.74)
Proceeds on disposal of fixed assets	20	0.10	0.07	0.96
Investments in securities	21	(125.04)	91.48	(265.23)
Interest and dividend income		38.91	29.36	114.12
Cash Flow Before Exceptional Items		(338.52)	(33.55)	(980.89)
Exceptional Item - Income from sale of investment in Yantra Corporation		_	_	49.48
Less: Tax on the above		_	_	4.29
Net income from sale of investment in Yantra Corporation			=	45.19
NET CASH USED IN INVESTING ACTIVITIES		(338.52)	(33.55)	(935.70)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from the issue of preference share capital		-	(0.06)	(0.05)
Proceeds from issuance of share capital on exercise of stock options		99.76	83.93	440.85
Dividends paid during the period / year, including dividend ta:		(200.82)	(867.18)	(1,020.57)
NET CASH USED IN FINANCING ACTIVITIES		(101.06)	(783.31)	(579.77)
Effect of exchange differences on translation of foreign currency cash and cash equivalents		4.49	13.31	4.04
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		142.43	(629.28)	(140.09)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD / YEAR		1,789.27	1,929.36	1,929.36
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD / YEAR	22	1,931.70	1,300.08	1,789.27
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	23			

The schedules referred to above form an integral part of the consolidated cash flow statement.

As per our report attached

for BSR & Co. Chartered Accountants

Subramanian Suresh Partner Membership No. 83673	N. R. Narayana Murthy Chairman and Chief Mentor	Nandan M. Nilekani Chief Executive Officer, President and Managing Director	S. Gopalakrishnan Chief Operating Officer and Deputy Managing Director	Deepak M. Satwalekar Director	
	Marti G. Subrahmanyam	Omkar Goswami	Rama Bijapurkar	Claude Smadja	
	Director	Director	Director	Director	
	Sridar A. Iyengar	David L. Boyles	K. Dinesh	S. D. Shibulal	
	Director	Director	Director	Director	
Bangalore July 12, 2005	T. V. Mohandas Pai Director and Chief Financial Officer	Srinath Batni Director	V. Balakrishnan Company Secretary and Senior Vice President – Finance		

in Rs. crore

Schedules to the Consolidated Balance Sheet as at	June 30, 2005	June 30, 2004	March 31, 2005
	, , , , , , , , , , , , , , , , , , , ,	,	,
1 SHARE CAPITAL			
Authorized			
Equity shares, Rs. 5/- par value 30,00,00,000 (30,00,00,000, 30,00,000) equity shares	150.00	150.00	150.00
30,00,00,000 (30,00,000, 30,00,000) equity shares	<u> </u>	130.00	130.00
Issued, Subscribed and Paid Up			
Equity shares, Rs. 5/- par value*	135.71	33.43	135.29
27,14,22,867 (6,68,68,034; 27,05,70,549) equity shares fully paid up			
[Of the above, 25,84,92,302 (5,78,88,200; 25,84,92,302 ) equity shares fully paid up have been issued as bonus shares by			
capitalization of the general reserve]			
	135.71	33.43	135.29
Forfeited shares amounted to Rs. 1,500/- (Rs. 1,500/-; Rs 1,500/-)			
* For details of options in respect of equity shares, refer to note 23.2.7			
* Refer to note 23.2.18 for details of basic and diluted shares			
2 RESERVES AND SURPLUS			
Capital reserve	5.94	5.94	5.94
Capital reserve on consolidation	50.24	-	0.10
Oh and a second second of A and A second of	200.07	460.00	400.00
Share premium account - As at April 1, Add: Receipts on exercise of stock options issued to employees	899.87 99.34	460.90 83.82	460.90 438.97
Add Address of Stock Specific Stock to Shipper Control	999.21	544.72	899.87
Foreign currency translation adjustment	(1.28)	(0.70)	(1.18)
, ,	, ,	, ,	, ,
General reserve - As at April 1,	2,769.74	2,679.60	2,679.60
Less: Capitalized for issue of bonus shares	-	-	100.30
Add: Transfer from the profit and loss account	2,769.74	2,679.60	<u>190.44</u> 2,769.74
	2,700.74	2,070.00	2,100.14
Balance in profit and loss account	1,946.99	456.39	1,415.35
	5,770.84	3,685.95	5,089.82
3 PREFERENCE SHARES ISSUED BY SUBSIDIARY			
Authorized			
0.0005% Cumulative convertible preference shares, Rs. 100/- par value			
87,50,000 (87,50,000, 87,50,000) preference shares	87.50	87.50	87.50
Issued, Subscribed and Paid Up			
0.0005% Cumulative convertible preference shares, Rs. 100/- par value		07.50	07.50
Nil (87,50,000, 87,50,000) preference shares fully paid up*	-	87.50	87.50
Premium received on issue of preference shares		6.01	6.01
* Refer to note 23.2.16	<del></del>	93.51	93.51

#### Schedules to the Consolidated Balance Sheet

4 FIXED ASSETS in Rs. crore

Particulars		Original cost			Depreciation and amortization				Net book value		
	As at April 1,		Deletions/	As at June 30,	As at April 1,	For the	Deletions/	As at June 30,	As a	t	As at
	2005	Additions	Retirement	2005	2005	period	Retirement	2005	June 30, 2005	June 30, 2004	March 31, 2005
Goodwill	40.52	_	_	40.52	_	_	_	_	40.52	40.52	40.52
Land: free-hold	29.64	_	_	29.64	_	_	_	_	29.64	20.05	29.64
leasehold	89.69	4.37	_	94.06	-	_	_	_	94.06	86.15	89.69
Buildings	731.48	85.53	_	817.01	118.43	12.83	_	131.26	685.75	381.04	613.05
Plant and machinery	395.44	48.54	0.08	443.90	217.29	17.14	0.06	234.37	209.53	112.67	178.17
Computer equipment	610.33	49.15	1.70	657.78	446.22	36.07	1.68	480.61	177.17	102.35	164.11
Furniture and fixtures	341.27	25.78	0.38	366.67	205.19	13.61	0.38	218.42	148.25	103.66	136.08
Leasehold improvements	6.11	0.01	-	6.12	1.29	0.42	-	1.71	4.41	2.29	4.82
Vehicles	0.69	0.17	-	0.86	0.28	0.03	-	0.31	0.55	0.21	0.41
Intangible assets											
Intellectual property rights	42.14	-	-	42.14		-	-	42.14	-	-	-
_	2,287.31	213.55	2.16	2,498.70		80.10	2.12	1,108.82	1,389.88	848.94	1,256.48
Previous Period	1,633.65	77.66	0.78	1,710.53		52.53	0.78	861.59	•	•	•
Previous year	1,633.65	728.14	74.48	2,287.31	809.84	286.91	65.92	1,030.83		·	·

Note: Buildings include Rs. 250/- being the value of 5 shares of Rs. 50/- each in Mittal Towers Premises Co-operative Society Limited.

Cabadalas to the Consolidated Balance Chart on at	I 20 COST	l 20 200 1	in Rs. crore
Schedules to the Consolidated Balance Sheet as at	June 30, 2005	June 30, 2004	March 31, 2005
5 INVESTMENTS			
V			
Trade (unquoted) – at cost			
Long- term investments	16.10	30.01	16.10
Less: Provision for investments	14.06	27.97	14.06
	2.04	2.04	2.04
Non-trade (unquoted), current investments, at the lower of cost and fair value			
Liquid mutual funds	1,333.72	851.94	1,208.74
	1,335.76	853.98	1,210.78
Aggregate amount of unquoted investments	1,335.76	853.98	1,210.78
6 DEFERRED TAX ASSETS			
Fixed assets	37.24	30.92	32.95
Investments	-	2.90	-
Sundry debtors	2.05	2.78	2.88
Leave provisions and others	8.67	7.60	8.54
	47.96	44.20	44.37
7 SUNDRY DEBTORS			
Debts outstanding for a period exceeding six months			
Unsecured considered good			
considered good	12.44	8.80	10.66
considered doubtrui	12.44	6.60	10.00
Other debts			
Unsecured			
considered good*	1,235.65	836.63	1,322.00
considered doubtful	4.51	7.84	8.24
	1,252.60	853.27	1,340.90
Less: Provision for doubtful debts	<u>16.95</u>	16.64	18.90
* Includes dues from companies where directors are interested	<u>1,235.65</u>	<u>836.63</u>	1,322.00
includes dues from companies where directors are interested	-	-	-
8 CASH AND BANK BALANCES			
Cash on hand	0.04	0.05	0.02
Balances with scheduled banks			
In current accounts *	110.00	54.39	82.76
In deposit accounts in Indian Rupees	1,421.52	733.43	1,250.35
Balances with non-scheduled banks			
In deposit accounts in foreign currency	-	16.18	25.48
In current accounts in foreign currency	<u>186.88</u>	273.33	216.97
*tantudan balanca ta unatatanad di idanad assaunt	<u>1,718.44</u>	1,077.38	1,575.58
*includes balance in unclaimed dividend account	3.96	6.72	3.33

in Rs. crore Schedules to Consolidated Profit and Loss Account for the Quarter ended Year ended March 31, 2005 June 30, 2005 June 30, 2004 14 GENERAL AND ADMINISTRATION EXPENSES Salaries and bonus including overseas staff expenses 39.84 25.92 122.32 Contribution to provident and other funds 1.96 1.73 7.84 Staff welfare 0.86 0.13 Telephone charges 17.05 10.20 52.47 Professional charges 16.73 12.58 67.71 Power and fuel 15.51 9.62 43.66 Office maintenance 8 36 44 65 14 77 Traveling and conveyance 8.83 41.45 14.20 Overseas travel expenses 7.02 2.09 12.01 Insurance charges 6.27 7.69 31.76 Printing and stationery 3.72 1.91 11.01 Rates and taxes 3.23 2.57 9.18 **Donations** 3.13 4.22 21.21 Rent 17.95 3.13 4.36 Advertisements 2.70 11.15 2.10 Professional membership and seminar participation fees 2.49 1.60 6.36 2.36 1.32 13.54 Repairs to building Repairs to plant and machinery 7.69 1.76 1.57 Postage and courier 1.88 1.47 5.25 0.58 2.65 Books and periodicals 0.70 2.29 Recruitment and training 0.64 0.57 Provision for bad and doubtful debts 0.35 6.33 23.63 Provision for doubtful loans and advances 0.07 0.02 0.10 Commission to non-whole time directors 0.37 0.39 1.24 Auditor's remuneration statutory audit fees 0.25 0.20 0.88 certification charges 0.10 others 0.01 0.01 0.02 out-of-pocket expenses 0.27 Bank charges and commission 0.20 1 22 Freight charges 0.23 0.72 0.18 Research grants 0.09 0.10 0.84 Software packages for own use 0.42 1.47 Miscellaneous expenses 1.27 0.29 5.75 161.88 117.68 568.98 15 OTHER INCOME 75.58 Interest received on deposits with banks and others\* 25.43 20.32 Dividend received on investment in liquid mutual funds (non-trade unquoted) 13.48 9.04 38.54 Miscellaneous income, net (refer to note 23.2.10) (0.11)0.26 1.65 Exchange differences (10.22)(13.92)8.13 123.90 28.58 15.70 \*Tax deducted at source 4.91 4.32 16.73 16 PROVISION FOR TAXATION Current period/ year 83.86 68.50 334.83 Income taxes Deferred taxes (3.76)(9.25)(4.39)80.10 64.11 325.58 Prior period/ years 0.06 80.16 64.11 325.58

in Rs. crore Schedules to Consolidated Cashflow Statements for the Quarter ended Year ended June 30, 2005 June 30, 2004 March 31, 2005 17 CHANGE IN LOANS AND ADVANCES 1,108.18 761.07 1,024.44 As per the Balance Sheet Less: Deposits with financial institutions, included in cash and cash equivalents (refer to note 23.2.20.c) (222.70)(213.26)(213.69)Advance income taxes separately considered (200.82)(414.38)(403.84)480.54 337.55 406.91 Less: Opening balance considered (302.93)(406.91)(302.93)73.63 34.62 103.98 **18 CHANGE IN CURRENT LIABILITIES AND PROVISIONS** As per the Balance Sheet 1,242.27 894.16 1,432.56 Add/ (Less): Provisions separately considered in the cash flow Statement Income taxes (602.65)(363.74)(546.43)Dividends (175.87)Dividend tax (24.67)639.62 530.42 685.59 Less: Opening balance considered (685.59)(586.85)(586.85)(45.97)(56.43)98.74 19 INCOME TAXES PAID Charge as per the Profit and Loss Account 80.16 64.11 325.58 Add: Increase in advance income taxes 10.54 193.57 (9.45)Increase / (Decrease) in deferred taxes 3.59 4.39 4.40 (47.00) (56.22)(229.69)Less: (Increase) / Decrease in income tax provision 38.07 12.05 293.86 20 PURCHASE OF FIXED ASSETS AND CHANGE IN CAPITAL WORK-IN-PROGRESS As per the schedule 4 to Balance Sheet\* 213.55 77.66 721.12 Less: Opening Capital work-in-progress (317.67)(208.05)(208.05)Add: Closing Capital work-in-progress 356.61 284.85 317.67 252.49 154.46 830.74 \* Excludes Rs. 7.02 towards movement of land from leasehold to freehold for the year ended March 31, 2005 21 INVESTMENTS IN / (DISPOSAL OF) SECURITIES \* As per the Balance Sheet 1,335.76 853.98 1,210.78 Add: Provisions on investments 0.06 (0.01)(0.10)1,335.82 853.97 1,210.68 Less: Opening balance considered (1,210.78)(945.45)(945.45)125.04 (91.48)265.23 \* refer to note 23.2.11 for details of investments and redemptions 22 CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD / YEAR 1,718.44 1,077.38 1,575.58 As per the Balance Sheet Add: Deposits with financial institutions, included herein\* 213.26 222.70 213.69 1,300.08 1,931.70 1,789.27 \* refer to note 23.2.20c