



LE-S/ MDG/ 683 /2018-19

November 14, 2018

BSE Limited ("BSE")
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001

Dear Sirs,


Sub: Half yearly communication pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 of the Listing Agreement for Debt Securities.

We are herewith enclosing the unaudited financial results and limited review report for the half year ended September 30, 2018 as per Regulation 52 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 52(4) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 of the Listing Agreement for Debt Securities, we wish to inform the following details as on September 30, 2018:

SI No.	Particulars	Details
a	Credit rating and change in Credit Rating	ICRA "AA-SO" Rated (AA minus Structured obligation)
b	Asset cover available, in case of non-convertible debt securities	2.21
c	Debt- Equity Ratio	1.80
d	Previous due date for the payment of Interest	31 st October 2018
e	Next due date for the payment of Interest	30 th November 2018
f	Debt Services Coverage Ratio	0.20
g	Interest Service Coverage Ratio	1.07
h	Outstanding redeemable preference shares	Not Applicable

RMZ Infotech Private Limited


Company Secretary

CIN : U01119KA2003PTC041807

The Millenia, Tower B, Level 12-14, No. 1&2, Murphy Road, Ulsoor, Bengaluru - 560 008, INDIA.
Tel: +91(80) 4000 4000, Fax: +91(80) 4000 4100, Email: gen@rmzcorp.com, Website : www.rmzcorp.com



i	Capital Redemption Reserve	Not Applicable
j	Net worth Rs in Million (as on September 30,2018)	15,695.98
k	Net profit after tax Rs in Million (for the half year ended September 30,2018)	118.21
l	Earnings per share:	0.28

We also enclosing certificates obtained by the practicing Company Secretary in terms of the regulations, noting certificate from debenture trustee

Thanking you,

Yours faithfully,
For **RMZ Infotech Private Limited**


R. Santhosh
Company Secretary

Encl: as above.

B S R & Associates LLP

Chartered Accountants

Maruthi Info-Tech Centre
11-12/1, B Block, 2nd Floor
Inner Ring Road, Koramangala
Bangalore 560 071 India

Telephone +91 80 7134 7000
Fax +91 80 7134 7999

Limited review report on unaudited half yearly standalone financial results and standalone year-to-date results pursuant to Regulation 52 of the Listing Regulations

To
Board of Directors of RMZ Infotech Private Limited

We have reviewed the accompanying statement of unaudited standalone financial results of RMZ Infotech Private Limited (the 'Company') for the half year ended 30 September 2018 and the year-to-date results for the period from 1 April 2018 to 30 September 2018 (the 'Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Attention is drawn to the fact that the comparative financial results for the period 1 April 2017 to 30 September 2017 in accordance with Ind AS have been prepared by the Management for the purposes of the aforesaid Listing Regulations and was neither subject to review nor audit.

This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these unaudited standalone financial results based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* specified under section 143(10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the unaudited standalone financial results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

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Limited review report on unaudited half yearly standalone financial results and standalone year-to-date results pursuant to Regulation 52 of the Listing Regulations (continued)

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

for B S R & Associates LLP

Chartered Accountants

ICAI Firm registration number: 116231W/W-100024



Aravind Maiya

Partner

Membership number: 217433

Bangalore

14 November 2018

RMZ Infotech Private Limited

Corporate Identity Number (CIN) : U01119KA2003PTC041807

Regd. Office: The Millenia, Tower B, Level 12-14, No 1 &2, Murphy Road, Ulsoor, Bengaluru- 560 008, India

Ph: +91 (80) 4000 4000, Fax : +91 (80) 4000 4000 Email: gen@rmzcorp.com

Website: www.rmzcorp.com



Statement of standalone financial results for the half year ended 30 September 2018

Amount in INR million

Sl. No.	Particulars	Six months ended 30 September 2018 (April 2018-September 2018) [Unaudited]	Corresponding six months ended 30 September 2017 (April 2017-September 2017) [Unaudited]*	Year to date figures ended 31.03.2018 [Audited]
1	Revenue			
	Revenue from operations	2,360.79	2,348.78	4,800.37
	Other income	236.62	281.57	474.13
	Total income	2,597.41	2,630.35	5,274.50
2	Expenses			
	Property management expenses	259.83	259.86	546.74
	Employee benefits expense	12.87	47.59	51.19
	Finance costs	1,397.86	1,430.82	2,846.52
	Depreciation and amortization expense	216.69	236.80	439.30
	Property tax	65.43	65.42	130.85
	Other expenses	416.73	343.69	713.19
	Total expenses	2,369.41	2,384.18	4,727.80
3	Profit before tax	228.01	246.17	546.71
4	Tax expense:			
	- Current tax / Minimum Alternate Tax for the year	109.79	108.56	244.02
	Total tax expense	109.79	108.56	244.02
5	Profit for the year	118.21	137.61	302.69
6	Other comprehensive income	-	-	-
	Total other comprehensive income for the year	-	-	-
7	Total comprehensive income for the year	118.21	137.61	302.69
8	Paid-up equity share capital (Face value per share - INR 10)	4,190.71	4,190.71	4,190.71
9	Other equity	11,505.27	11,221.70	11,386.77
10	Net worth	15,695.97	15,412.41	15,577.48
11	Paid-up debt capital	26,311.68	24,210.30	24,001.41
12	Debenture redemption reserve	1,094.83	185.34	395.01
13	Earnings Per Share (EPS) - (in INR)			
	a) Basic and diluted EPS before extraordinary items	0.28	0.03	0.72
	b) Basic and diluted EPS after extraordinary items	0.28	0.03	0.72
14	Debt equity ratio [refer note 6 (i)]	1.80	1.59	1.49
15	Debt service coverage ratio (DSCR) [refer note 6 (ii)]	0.20	0.16	0.26
16	Interest service coverage ratio (ISCR) [refer note 6 (iii)]	1.17	1.25	1.22

* Refer note (5)

For RMZ Infotech Private Limited

Chairman

RMZ Infotech Private Limited

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Statement of standalone financial results for the half year ended 30 September 2018

Note:

(1) The standalone balance sheet is as below:

		<i>Amount in INR million</i>	
Particulars		As at 30.09.2018 [Unaudited]	As at 31.03.2018 [Audited]
A	ASSETS		
1	Non-current assets		
	Property, plant and equipment	140.94	149.78
	Investment properties	22,917.69	23,098.28
	Investment property under development	353.94	153.09
	Intangible assets	6.75	8.36
	Investment in subsidiaries	11,491.05	11,491.05
	Financial assets		
	- Investments	545.97	515.11
	- Loans	106.14	105.32
	- Other non-current financial assets (other than those specified above)	646.64	762.96
	Non-current tax assets (Net)	108.26	17.37
	Other non-current assets	275.12	984.74
	Total non-current assets	36,592.50	37,286.06
2	Current assets		
	Financial assets		
	- Trade receivables	175.72	305.34
	- Cash and cash equivalents	320.37	915.30
	- Bank balances other than cash and cash equivalents	91.95	511.61
	- Loans	9,105.50	4,607.52
	- Other current financial assets (other than those specified above)	633.65	434.82
	Other current assets	295.43	303.98
		10,622.62	7,078.57
	Total assets	47,215.12	44,364.63
B	EQUITY AND LIABILITIES		
1	Equity		
	Equity share capital	4,190.71	4,190.71
	Other equity	11,505.27	11,386.77
	Total equity	15,695.98	15,577.48
2	Non-current liabilities		
	Financial liabilities		
	- Borrowings	17,898.85	23,093.42
	- Other financial liabilities (other than those specified above)	1,765.89	2,068.43
	Other non-current liabilities	27.21	5.08
	Total non-current liabilities	19,691.95	25,166.93
3	Current liabilities		
	Financial liabilities		
	- Borrowings	7,666.57	-
	- Trade payables		
	- Due to micro, small and medium enterprises	-	-
	- Due to creditors other than micro, small and medium enterprises	363.13	377.47
	- Other financial liabilities (other than those specified above)	3,450.19	2,989.76
	Current tax liabilities (net)	224.52	114.72
	Other current liabilities	122.78	138.27
	Total current liabilities	11,827.19	3,620.22
	Total liabilities	31,519.14	28,787.15
	Total equity and liabilities	47,215.12	44,364.63

(2) An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses and for which discrete financial information is available. The operating segments' operating results are reviewed by the Chief Operating Decision Maker (Board of Directors) to make decisions about resources to be allocated to the segments and assess their performance. The Company's business activities fall within one component (namely, "Leasing and property management"). Accordingly, separate disclosures per the requirements of Ind AS 108, Operating Segments, are not considered necessary. The Company operates only in India. Hence no disclosure is considered necessary.

For RMZ Infotech Private Limited

Chairman

RMZ Infotech Private Limited

Corporate Identity Number (CIN) : U01119KA2003PTC041807

Regd. Office: The Millenia, Tower B, Level 12-14, No 1 & 2, Murphy Road, Ulsoor, Bengaluru- 560 008, India

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Statement of standalone financial results for the half year ended 30 September 2018

(3) Disclosures under regulation 52(4) and 54(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Non-Convertible Debentures are as follows:

<i>Amount in INR million</i>												
SL No	Particulars	Previous due date for payment of Interest for NCDs	Paid on	Amount of Interest (Amount in INR million)	Previous due date for repayment of Principal of NCDs	Paid on	Redemption Amount (Amount in INR million)	Next due date for payment of Interest for NCDs	Amount of Interest (Amount in INR million)	Next due date for repayment of Principal of NCDs	Redemption Amount (Amount in INR million)	Rating Assigned by Rating Agency
1	9.5% redeemable non-convertible bonds	30-Sep-18	25-Sep-18	42.95	-	-	-	31-Oct-18	44.38	31-Oct-18	8.25	ICRA AA-(SO)

(4) The standalone financial results for the period ended 30 September 2018 have been reviewed by the Audit Committee and taken on record by the Board of Directors of the Company at its meeting held on 14 November 2018. The statutory auditors, B S R & Associates LLP have expressed an unqualified audit opinion. The information presented above is prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016 and in compliance of the Debt Listing Agreement entered with BSE Limited. The above audited standalone financial results are filed with Stock Exchanges under Regulation 52 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015.

(5) The comparative financial results for the period 1 April 2017 to 30 September 2017 in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016 and Regulation 52 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015 was neither subject to review nor audit.

(6) Below is the formula used for the ratios mentioned in the results above.

i) Debt equity ratio = Total debt (including redeemable non-convertible debentures) / share holders' equity.

ii) Debt service coverage ratio = Earnings before interest and tax / (interest [excluding other borrowing costs] + principal repayment*)

*Principal repayment considered for the ratio includes principal repayments on account of preclosure of loans

iii) Interest service coverage ratio = Earnings before interest and tax / interest [excluding other borrowing costs]

for RMZ Infotech Private Limited

Raj A Menda
Chairman

Place: Bangalore

Date: 14 November 2018

Ref. No. 7696/ITSL/OPR/2018-19

Date: November 14, 2018

RMZ Infotech Private Limited

The Millenia, Tower B,
Level 12-14, No 1 & 2,
Murphy Road, Ulsoor,
Bangalore-560008

Dear Sir/Madam,

Sub.: Certificate for receipt and noting of information
[Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, IDBI Trusteeship Service Limited ("**Debenture Trustee**") hereby confirm that we have received and noted the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Regulations**"), provided to us by RMZ Infotech Private Limited ("**the Company**") for the half year ended September 30, 2018.

This Certificate is being issued pursuant to the requirements of Regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange(s) by the Company.

Yours truly,
For IDBI Trusteeship Services Limited


Authorised Signatory

'Nadaroopu' # 22/C, 7th Main, Sharada Colony
S.S. Layout, Basaveshwara Nagar
Bangalore-560 079. | Tel: 23486377
mchandrappa.cs@gmail.com

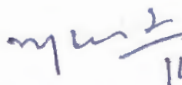
TO WHOM EVER IT MAY CONCERN

This is to certify that M/s. **RMZ Infotech Private Limited**, having its Registered Office at 'The Millenia', Tower – B, Level 12 – 14, No. 1 & 2, Murphy Road, Ulsoor, Bengaluru – 560 008, Karnataka has an asset coverage ratio of 2.20 as on 30th September 2018 on the basis of the following calculation:

Asset Coverage Ratio	
Particulars	Amount in Rupees Crore
Total Assets	1215.10
Outstanding debentures	550.00
Asset Coverage Ratio	2.20

We further certify that M/s. **RMZ Infotech Private Limited** has, as on 30th September 2018 complied with all statutory requirements and other compliances as required under the Companies Act, 2013 and rules applicable there under.

For and on behalf of
M. Chandrappa & Associates
Company Secretaries


14-11-2018

M. Chandrappa
Membership No. FCS 2109
CP No. 3677

Date: November 14, 2018.

'Nadaroopu' # 22/C, 7th Main, Sharada Colony
S.S. Layout, Basaveshwara Nagar
Bangalore-560 079. | Tel: 23486377
mchandrappa.cs@gmail.com

To

November 14, 2018

IDBI Trusteeship Services Ltd
Vishawastha Bhavan, 1st Floor,
218, Pratapganj Peth
Satara-415002

Sub: Statutory Compliance - Periodical report for half year ending 30th September 2018 for the NCD of INR 550 crores relating to RMZ Infotech Private Limited - Reg.

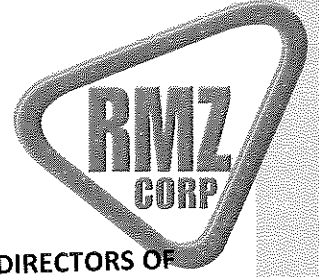
With reference to the above mentioned subject, we hereby certify the following:

1.	Utilization of funds: Amount received from issue of NCD's: Amount utilized out of the NCD's issued:	Rs. 550 Crores The entire amount has been utilized for the purpose mentioned in the offer document.
2.	Creation of debenture redemption reserve	The company has created debenture redemption reserve account for the year ended 31 st March 2018, as per the provisions of the Companies Act, 2013.
3.	Payment of interest up to date	Interest paid up to 30 th September 2018.
	Status of Redemption of Debentures on due date	Not applicable as the Debentures are due for redemption on 25 th July 2020.
4.	Adequacy of insurance of properties secured for debentures	Property for securing NCD's is adequately covered with insurance.
	Any default of Interest or Principal	Company has not defaulted on payment of Interest and principal amount is not due for redemption.
5.	Assets are sufficient to discharge the claims of the debenture holders as and when they become due	Yes
6.	Cash flows of the Company are adequate for payment of interest and redemption of principal thereof	As per the cash flows, the Company will have adequate funds for its commitment for payment of interest or principal repayment.
7.	Repayment Schedule	NCD's of Rs. 550 Crores are due for redemption on 25 th July 2020.

For M Chandrappa & Associates
Company Secretaries

m ch 2
14.12.2018
M Chandrappa
FCS No. 2109 CP No.3677.





CERTIFIED TRUE EXTRACTS OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF RMZ INFOTECH PRIVATE LIMITED IN ITS MEETING HELD ON WEDNESDAY 14TH NOVEMBER 2018 AT BANGALORE.

To consider and approve Unaudited Financial Results for the half year ended September 30, 2018 (Limited reviewed by the Statutory Auditors)

“RESOLVED THAT, the Unaudited Financial Results of the Company for the half year ended September 30, 2018, as reviewed by the Statutory Auditors of the Company tabled at the Meeting in the format prescribed under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and in accordance with Listing Agreement entered into with the BSE Limited, Mumbai, be and is hereby approved.

RESOLVED FURTHER THAT, Mr. Raj Menda, Chairman and Mr. Manoj Menda, Managing Director be and are hereby severally authorised to sign the Unaudited Financial Results and that any one of the Directors or the Company Secretary be and are hereby severally authorised to file the said results with the BSE Limited and also arrange for the publication in the newspapers.”

Certified True Copy

A handwritten signature in black ink, appearing to read 'Raj Menda', written over a horizontal line.

**Raj Menda
Director
DIN:00018399**