

Limited Review Report: Consolidated Financial results

To
**Board of Directors of
BLS International Services Limited**

1. We have reviewed the accompanying statement of unaudited consolidated financial results of **BLS International Services Limited** ("the Company") comprising its subsidiaries (including step down subsidiaries) [together referred to as 'the Group'] for the quarter ended December 31, 2018 and year to date from April 01, 2018 to December 31, 2018 ('the Statement') attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('the circular').
2. The Statement is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 pursuant to the Listing Agreement entered into by the Holding Company with the Stock Exchanges in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. The statement includes financial results of the following entities:

Subsidiaries (including step down subsidiaries):

- a) BLS International FZE
- b) BLS International Services, UAE*
- c) BLS International Services Norway AS*
- d) BLS International Services Singapore PTE LTD*
- e) BLS International Services Canada Inc.*
- f) BLS International Services Malaysia SDN BHD*
- g) BLS International Services, UK*
- h) Consular Outsourcing BLS Services Inc., USA*
- i) BLS International Vize Hizmetleri Ltd. Sti., Turkey*
- j) BLS E-Services Private Limited
- k) Starfin India Private Limited**
- l) BLS IT Service Private Limited
- m) BLS E-Solution Private Limited
- n) BLS Kendras Private limited
- o) Reired BLS International Services Private Limited

* Subsidiary of BLS International FZE

** Subsidiary of BLS E-Services Private Limited

4. 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' issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



5. We draw attention to:

- a) Note no 4 of the unaudited consolidated financial results, wherein the Government of Punjab has terminated master service agreement entered with three Indian subsidiaries i.e. BLS E-Services Private Limited; BLS IT Services Private Limited and BLS E-Solution Private Limited vide its letter dated January 30, 2018. These contracts were the only source of revenue for these companies. The Management is making effort to secure further contracts/business in respect of these subsidiaries and is able to achieve success in respect of one subsidiary and is of the view that going concern assumption is not affected. We have relied upon the management contention.
- b) Note no 4 of the unaudited consolidated financial results wherein, the amount receivable by three Indian subsidiaries from Government of Punjab aggregating to Rs. 12308.88 Lakhs (including Rs. 205.09 lakhs for reimbursement of diesel expense) as on December 31, 2018 for which recovery is slow. However, the management is confident that there is no impairment in the value of the amount to be received. We have relied upon the management contention.

Our conclusion is not qualified in respect of above matters

6. The Government of Punjab has terminated master service agreement entered with three subsidiaries (i.e. BLS E-Services Private Limited, BLS E-Solution Private Limited and BLS IT Services Private Limited) vide its letter dated January 30, 2018. As per the terms of contract, the Company has to transfer the property, plant and equipment (Hardware Infrastructure) at the Net Block (procurement price less depreciation as per provision of the Companies Act, 2013) of the assets. The company has accordingly handed over major part of the Hardware Infrastructure to the Authority and transferred these at the Net Block based on their understanding of the master service agreement by taking the life of property, plant and equipment of 5 years and has accounted profit on such transfer (refer note 8 to the consolidated financial statement). The company has communicated the basis of arriving at the Net Block to the Authority which is pending final acceptance by them.

Pending final acceptance by the authority, we are unable to comment on accounting of profit on sale of property, plant and equipment.

7. We did not review the interim financial information of two subsidiaries (including one step down subsidiary) incorporated outside India, whose unaudited financial results reflect total revenues of Rs. 8570.24 lakhs and Rs. 26,570.16 lakhs for the quarter and nine month ended December 31, 2018 respectively and total comprehensive income of Rs. 1748.38 and Rs. 6083.21 lakhs for the quarter and nine month ended December 31, 2018 respectively as considered in this Statement. In respect of these subsidiaries (including step down subsidiary), the management has provided us converged consolidated unaudited financial statements in accordance with recognition and measurement principles laid down in the applicable Indian Accounting standards ('Ind-AS') prescribed under Section 133 of the Companies Act, 2013 read with relevant Rules issued thereunder, after its review by another auditor as per international standard on review engagement 2400 "Engagement to Review Financial statement". Management has further confirmed that in respect of these subsidiary companies (including step down subsidiary) they have not found any material difference in conversion of unaudited consolidated financial statement from IFRS to Ind AS and our report on the Statement, in so far it relates to the amount included in respect of above mentioned subsidiaries is based solely on the unaudited consolidated financial statement provided by the management and report of the other auditor. Our conclusion is not modified in respect of such matter.



8. The unaudited consolidated financial results include the interim financial information of eight subsidiaries (including seven steps down subsidiaries incorporated outside India) which have not been reviewed by their auditors, whose interim financial information reflect total revenue of Rs. 8276.17 lakhs and Rs 20974.43 lakhs for the quarter and nine month ended December 31, 2018 respectively and total comprehensive income/(loss) of (-) Rs. 142.66 Lakhs and (-) Rs 16.92 lakhs for the quarter and nine month ended December 31, 2018 respectively, as considered in this Statement. Our report to the extent it concerns these subsidiaries (including step down subsidiaries) on the unaudited quarterly results for the quarter ended December 31, 2018, is based solely on the management certified financial statements. The statements do not include financial statements of five associate companies incorporated outside India, as the management does not exercise significant influence over these companies.
9. Based on our review conducted as above, upon considerations of reports of other auditor's mentioned in para 7 above and except for the possible effect of the matter mentioned in 6 & 8 above, nothing has come to our attention that causes us to believe that the accompanying Consolidated Statement has not been prepared in all material respect in accordance with recognition and measurement principles laid down in the applicable Ind-AS prescribed under Section 133 of the Companies Act, 2013, read with relevant rules thereunder and other recognized accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S. S. Kothari Mehta & Co.

Chartered Accountants

Firm Registration No: 000756N


Harish Gupta

Partner

Membership No.: 098336



Place: New Delhi

Dated: February 12, 2019

BLS INTERNATIONAL SERVICES LIMITED

REGD. OFFICE: G-4, B-1, EXTENSION, MOHAN CO-OPERATIVE INDUSTRIAL ESTATE, MATHURA ROAD, NEW DELHI-110044. CIN: L51909DL1983PLC016907

TELEPHONE NUMBER: 011-45795002; FAX: 011-23755264; EMAIL: COMPLIANCE@BLSINTERNATIONAL.NET; WEBSITE: WWW.BLSINTERNATIONAL.COM

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2018

Amount in (₹) Lakhs

Sl. No	Particulars	For the quarter ended			For the nine months ended		For the year ended
		December 31, 2018 (Unaudited)	September 30, 2018 (Unaudited)	December 31, 2017 (Unaudited)	December 31, 2018 (Unaudited)	December 31, 2017 (Unaudited)	March 31, 2018 (Audited)
I	Revenue from operations	18,401.84	18,210.11	20,280.13	56,738.31	58,442.09	78,905.18
II	Other income (Refre Note No. 8)	1,730.93	912.87	98.02	2,739.34	250.95	405.21
III	Total Income (I+II)	20,132.77	19,122.98	20,378.15	59,477.65	58,693.04	79,310.39
IV	EXPENSES						
	(a) Cost of services	13,784.96	11,306.74	13,162.24	36,567.70	36,857.65	49,437.52
	(b) Employees benefits expense	1,718.69	1,633.85	1,420.58	4,898.55	3,865.39	5,266.04
	(c) Finance costs	10.27	291.79	361.93	637.56	917.51	1,237.58
	(d) Depreciation and amortization expense	519.05	463.64	1,006.31	1,476.19	2,981.28	3,959.95
	(e) Other expenses	1,696.59	1,639.61	1,897.88	5,490.60	5,257.87	8,328.36
	Total expenses (IV)	17,729.57	15,335.63	17,848.94	49,070.60	49,879.71	68,229.46
V	Profit / (Loss) before exceptional items & tax (III-IV)	2,403.20	3,787.35	2,529.21	10,407.05	8,813.33	11,080.93
VI	Exceptional items	-	-	-	-	-	-
VII	Profit / (Loss) before tax (V-VI)	2,403.20	3,787.35	2,529.21	10,407.05	8,813.33	11,080.93
VIII	Tax Expense						
	Current tax	144.57	319.02	597.10	1,167.39	1,503.96	1,999.57
	Tax credit entitlement	-	-	-	-	-	(64.31)
	Deferred tax	111.09	169.14	(128.59)	389.89	(336.92)	(508.24)
	Total Tax Expenses (VIII)	255.66	488.16	468.51	1,557.28	1,167.04	1,427.02
IX	Profit / (Loss) after tax (VII-VIII)	2,147.54	3,299.19	2,060.70	8,849.77	7,646.29	9,653.91
X	Other Comprehensive Income (OCI)						
	a) Items that will not be reclassified to profit or loss						
	(i) Re-measurements gain/(loss) on defined benefit plans	1.00	1.00	(0.90)	3.19	(2.70)	4.93
	(ii) Tax on (i) above	(0.29)	(0.29)	0.28	(0.93)	0.83	(1.42)
	(iii) Equity Instruments through OCI	-	-	-	-	-	50.25
	(iv) Tax on (iii) above	-	-	-	-	-	(10.35)
	b) OCI to be reclassified income to be reclassified to profit and loss in subsequent period						
	(i) Exchange difference on translation of foreign operations	(1,187.35)	1,366.36	(356.53)	1,260.04	(253.77)	156.69
	Total Other Comprehensive Income, net of tax	(1,186.64)	1,367.08	(357.15)	1,262.31	(255.63)	200.10
XI	Total Comprehensive Income for the period (IX+X)	960.90	4,666.27	1,703.55	10,112.08	7,390.66	9,854.01
	Net profit for the period attributable to :						
	Owners of the parent	2,119.79	3,315.87	2,059.38	8,840.52	7,645.65	9,653.58
	Non- Controlling Interests	27.75	(16.70)	1.32	9.25	0.63	0.33
	Total Comprehensive income for the period attributable to :						
	Owners of the parent	933.15	4,682.94	1,702.23	10,102.82	7,390.02	9,858.88
	Non- Controlling Interests	27.75	(16.70)	1.32	9.25	0.63	(4.88)
XII	Paid-up equity share capital (Face Value per share Re. 1/-)	1,024.50	1,024.50	1,024.50	1,024.50	1,024.50	1,024.50
XIII	Earning per share (of Re. 1/- each) (not Annualised)						
	(a) Basic	2.10	3.22	2.01	8.64	7.46	9.42
	(a) Diluted	2.10	3.22	2.01	8.64	7.46	9.42



Notes to consolidated financial results :

- 1 This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
- 2 The company has engaged in the business of "visa and other allied services" and has one reportable segment in accordance with IND AS-108 'Operating Segment'.
- 3 The above results were reviewed by the Audit Committee and approved by the board of directors at their respective meeting held on February 12, 2019. Limited review of these results has been carried out by the Statutory Auditors.
- 4 The Government of Punjab has terminated master service agreement with all the three Indian subsidiaries as per the letter dated January 30, 2018. The company has already intimated to stock exchange on January 30, 2018. Further, total outstanding receivables as at December 31, 2018 from Government of Punjab are Rs 12,308.88 lakhs.
- 5 The profit from Visa and Consular Services is Rs. 1,650.52 Lakhs for the quarter ended December 31, 2018.
- 6 Consolidated profit before tax have been impacted by Rs. 751.62 Lakhs on account of closure of the Punjab contract in three of Indian subsidiaries, even as Management is making continuous efforts to seek alternate source of business and revenues.
- 7 BLS E services Pvt Limited (subsidiary company of BLS International services Limited) has acquired 74 % of the Share capital in Star fin India Private Limited on 6th August 2018
- 8 BLS International services Limited has acquired 51 % of the Share capital in Reired BLS International Private Limited on 30th November 2018
- 9 BLS International Vize Hizmetleri Ltd. Sti. became a step down subsidiary company with 98% of BLS International Services Limited as on 6th November 2018.
- 10 Other Income includes profit on sale of fixed assets amounting to Rs 2,141.104 Lakhs.
- 11 The previous period figures have been regrouped/reclassified wherever necessary.

For BLS International Services Limited



Shikhar

Shikhar Aggarwal

Jt. Managing Director

DIN 06975729

New Delhi

February 12, 2019

Limited Review Report: Standalone Financial results

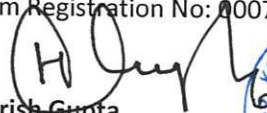
To
Board of Directors of
BLS International Services Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of **BLS International Services Limited** (the 'Company') for the quarter ended December 31, 2018 and year to date from April 01, 2018 to December 31, 2018 (the 'Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('the Circular').
2. This statement is the responsibility of the Company's management and has been approved by the Board of Directors. The preparation of the Statement is in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards 34, 'Interim Financial Reporting' ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013 read with relevant rules thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. 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', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is 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.
4. 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 Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligation and Discloser Requirements) Regulations, 2015 and SEBI Circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S. S. Kothari Mehta & Co.

Chartered Accountants

Firm Registration No: 000756N


Harish Gupta

Partner

Membership No.: 098336



Place: New Delhi

Dated: February 12, 2019

BLS INTERNATIONAL SERVICES LIMITED

REGD. OFFICE: G-4, B-1, EXTENSION, MOHAN CO-OPERATIVE INDUSTRIAL ESTATE, MATHURA ROAD, NEW DELHI-110044. CIN: L51909DL1983PLC016907
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STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2018

Amount in (₹) Lakhs

Sl. No	Particulars	For the quarter ended			For the nine months ended		For the year ended
		December 31, 2018 (Unaudited)	September 30, 2018 (Unaudited)	December 31, 2017 (Unaudited)	December 31, 2018 (Unaudited)	December 31, 2017 (Unaudited)	March 31, 2018 (Audited)
I	Revenue from operations	1,171.46	1,615.74	1,003.03	3,983.83	3,085.76	4,088.27
II	Other income	113.27	105.27	18.56	791.73	556.51	607.02
III	Total Income (I+II)	1,284.73	1,721.01	1,021.59	4,775.56	3,642.27	4,695.29
IV	EXPENSES						
	(a) Cost of services	105.84	162.22	124.16	382.87	334.16	436.36
	(b) Employee benefits expenses	407.05	413.30	320.54	1,231.16	923.15	1,273.14
	(c) Finance costs	24.73	17.77	12.09	56.72	23.75	40.61
	(d) Depreciation and amortization expense	37.63	37.27	67.51	107.88	183.73	240.60
	(e) Other expenses	468.07	466.05	291.59	1,294.98	1,012.83	1,433.77
	Total Expenses (IV)	1,043.31	1,096.62	815.89	3,073.60	2,477.61	3,424.48
V	Profit / (Loss) before exceptional items & tax (III-IV)	241.42	624.39	205.70	1,701.96	1,164.66	1,270.81
VI	Exceptional items	-	-	-	-	-	-
VII	Profit / (Loss) before tax (V-VI)	241.42	624.39	205.70	1,701.96	1,164.66	1,270.81
VIII	Tax Expense						
	Current tax	83.94	184.98	74.15	456.66	303.46	354.07
	Tax credit entitlement	-	-	-	-	-	(64.31)
	Deferred tax	(2.34)	37.75	(12.54)	32.84	(18.13)	(74.83)
	Total Tax Expenses (VIII)	81.59	222.73	61.62	489.49	285.34	214.93
IX	Profit / (Loss) After tax (VII-VIII)	159.83	401.66	144.08	1,212.47	879.32	1,055.88
X	Other Comprehensive Income (OCI)						
	Items that will not be reclassified to profit or loss						
	(i) Re-measurements gain/(loss) on defined benefit plans	1.00	1.00	(0.90)	3.00	(2.70)	4.17
	(ii) Tax on (i) above	(0.29)	(0.29)	0.28	(0.87)	0.83	(1.20)
	(iii) Equity Instruments through OCI	-	-	-	-	-	50.25
	(iv) Tax on (iii) above	-	-	-	-	-	(10.35)
	Total other comprehensive income, net of tax	0.71	0.71	(0.62)	2.13	(1.87)	42.87
XI	Total Comprehensive Income for the period (IX+X)	160.53	402.37	143.46	1,214.59	877.45	1,098.75
XII	Paid-up equity share capital (Face Value Per Share Re. 1/-)	1,024.50	1,024.50	1,024.50	1,024.50	1,024.50	1,024.50
XIII	Earning Per Share (of Re. 1/- each) (not Annualised)						
	(a) Basic	0.16	0.39	0.14	1.18	0.86	1.03
	(a) Diluted	0.16	0.39	0.14	1.18	0.86	1.03

Notes to standalone financial results :

- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
- The company has engaged in the business of "visa and other allied services" and has one reportable segment in accordance with IND AS-108 'Operating Segment'.
- The above results were reviewed by the Audit Committee and approved by the board of directors at their respective meeting held on February 12, 2019. Limited review of these results has been carried out by the Statutory Auditors.
- BLS International services Limited has acquired 51 % of the Share capital in Reired BLS International Services Private Limited on 30th November 2018.
- The previous period figures have been regrouped/reclassified wherever necessary.

For BLS International Services Limited



Shikhar Aggarwal
Jt. Managing Director
DIN 06975729

Place: New Delhi
Date: February 12, 2019