

Date: May 23, 2016

To:

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Bandra Kurla Complex,
Bandra (East)
Mumbai - 400051
SYMBOL- TEAMLEASE

The Listing Centre
BSE Ltd.,
P J Towers,
Dalal Street,
Mumbai -400001

SCRIP CODE - 539658

Dear Sir/Madam,

Sub: Disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that the Board of Directors at its meeting held on 23rd May, 2016 which commenced at 12:00 noon and concluded at 1:30 pm, has approved the following:

1. Audited Financial Results of the Company for the financial year ended 31st March 2016 both Standalone and Consolidated.
2. Audit Report for the year ended 31st March 2016 (including Form A for both Standalone and Consolidated) from our Statutory Auditors M/s Price Waterhouse & Co Bangalore LLP, Chartered Accountants.
3. A copy of the Press Release being issued in respect of aforesaid financial results.

This is for your information and records.

For TeamLease Services Limited



C Mruthunjaya Murthy
Company Secretary & Compliance Officer.



Encl: As above.

TEAMLEASE SERVICES LIMITED

Regd. Off: Office No. 6, 3rd Floor, C Wing Laxmi Towers, Bandra Kurla Complex, Bandra (E) Mumbai - 400051

CIN : U74140MH2000PLC124003 E-MAIL : corporateaffairs@teamlease.com WEBSITE : www.teamlease.com

Statement of Standalone Audited Financial Results For The Quarter and Year Ended 31st March, 2016

Sr. No.	PART I Particulars	(Rs. in Millions except per share data)				
		Quarterly			Yearly	
		31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015
		Unaudited - Refer Note 2			Audited	Audited
1	Income from Operations					
	a) Net Sales / Income from Operations (Net of service tax)	6,540,393	6,195,715	5,219,355	24,681,869	19,731,356
	b) Other Operating Income	101,450	115,175	74,192	367,315	339,342
	Total Income from operations (net)	6,641,843	6,310,890	5,293,546	25,049,184	20,070,698
2	Expenses					
	a) Employee benefits expense	6,451,580	6,147,199	5,131,464	24,390,460	19,444,380
	b) Depreciation and amortisation expense	10,286	10,746	4,928	30,077	26,750
	c) Other Expenses	106,435	101,785	78,724	399,327	405,755
	Total Expenses	6,568,301	6,259,730	5,215,117	24,819,864	19,876,884
3	Profit from Operations before other income and finance costs (1 - 2)	73,542	51,160	78,430	229,320	193,814
4	Other Income	66,412	24,626	36,191	147,683	148,152
5	Profit from ordinary activities before finance costs(3 + 4)	139,955	75,786	114,621	377,003	341,966
6	Finance Costs	1,278	0,883	0,380	3,921	1,388
7	Profit from ordinary activities before tax (5 - 6)	138,677	74,903	114,240	373,082	340,578
8	Tax Expense	47,237	26,236	46,211	130,224	18,040
9	Net Profit for the period (7 - 8)	91,439	48,667	68,029	242,858	322,538
10	Paid-up Equity Share Capital (Face Value Rs. 10 each)	170,968	153,321	5,111	170,968	5,111
11	Reserves excluding revaluation reserves as per balance sheet of previous accounting year				2,930,592	1,473,968
12	Earnings Per Share (of Rs. 10 each) (not annualised):					
	(a) Basic	5,714	3,174	4,437	15,590	21,037
	(b) Diluted	5,714	3,174	4,437	15,590	21,037

Notes:

- Pursuant to Initial Public Offering ('IPO'), 4,984,438 equity shares of Rs. 10 each were allotted at a price of Rs. 850 per equity share consisting of fresh issue of 1,764,705 equity shares and offer for sale of 3,219,733 equity shares by the selling shareholders. The equity shares of the Company were listed on the BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') w.e.f. February 12, 2016. The Company has incurred expenses of Rs. 120.38 million related to fresh issue of equity shares which has been adjusted against securities premium in terms of Section 52 of the Companies Act, 2013.
- The aforesaid financial results for the year ended March 31, 2016 have been subjected to statutory audit by the auditors of the Company. The figures for the quarter ended March 31, 2016 and March 31, 2015 have been derived by deducting the audited figures in respect of full financial year up to March 31, 2016 and March 31, 2015 and unaudited year-to-date figures upto December 31, 2015 and December 31, 2014 respectively, as prepared by the management, being the date of the end of previous quarter which was not liable to be published and subjected to limited review. Further, the figures for the quarter ended December 31, 2015 and March 31, 2015 have not been subjected to review or audit by the statutory auditors of the Company. The statutory auditors have audited the figures for the six months ended September 30, 2015 and reviewed the figures for the nine months ended December 31, 2015.

3 Details of utilisation of IPO Proceeds are as follows:

(Rs. in millions)

Sr. No.	Particulars	Projected Utilisation of funds as per prospectus	Actual Utilisation of funds up to March 31, 2016	Unutilised amount as at March 31, 2016
a	Funding existing and incremental working capital requirements	800.00	-	800.00
b	Acquisitions and other strategic initiatives	250.00	-	250.00
c	Upgradation of the existing IT infrastructure	150.00	-	150.00
d	General corporate purposes	184.10	-	184.10
	Total	1,384.10	-	1,384.10

- In terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Statement of Standalone Audited Financial Results for the Quarter and Year Ended March 31, 2016 of TeamLease Services Limited (the "Company") have been reviewed by the Audit Committee and approved by the Board of Directors (the "Board") at the respective meetings held on May 23, 2016.
- The Company does not have any exceptional or extraordinary item to report for the above periods.
- The above financial results of the Company are available on the Company's website (www.teamlease.com) and also on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com), where the shares of the Company are listed.
- Earnings per share have been computed in accordance with the principles laid down by the Accounting Standard (AS - 20) "Earnings Per Share".
- Previous year/period's figures have been regrouped/rearranged, wherever necessary, to make them comparable with those of current period/year.



For and on behalf of the Board
For TeamLease Services Limited

Ashok Kumar Nedurumalli

Ashok Kumar Nedurumalli
Managing Director
DIN : 00151814

Date: 1 May 23, 2016
Place: Bangalore

TEAMLEASE SERVICES LIMITED

Regd. Off: Office No. 6, 3rd Floor, C Wing Laxmi Towers, Bandra Kurla Complex, Bandra (E) Mumbai - 400051
CIN : U74140MH2000PLC124003 E-MAIL : corporateaffairs@teamlease.com WEBSITE : www.teamlease.com

Standalone Segment-wise Revenue, Results and Capital Employed

(Rs. in Millions)

Sr. No.	Particulars	Standalone				
		Quarterly			Yearly	
		31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015
	Unaudited	Unaudited	Unaudited	Audited	Audited	
1	Revenue by Business Segment :					
	Staffing Operations	6,540.393	6,195.715	5,216.066	24,681.869	19,731.356
	Recruitment Operations	39.262	45.521	38.319	166.811	137.707
	Training Operations	24.035	17.653	21.385	73.519	152.040
	Unallocated	38.153	52.001	17.775	126.985	49.595
	Total Income from operations (net)	6,641.843	6,310.890	5,293.546	25,049.184	20,070.698
2	Segment results before Finance Costs and tax:					
	Staffing Operations	87.274	87.397	49.296	290.924	224.115
	Recruitment Operations	0.899	(2.441)	47.731	2.012	35.041
	Training Operations	23.815	(1.841)	12.653	19.179	(9.039)
	Unallocated	27.966	(7.330)	4.941	64.889	91.849
	Total	139.955	75.786	114.621	377.003	341.966
	Less: Unallocable items					
	Finance Costs	1.278	0.883	0.380	3.921	1.388
	Unallocable expense net of unallocable income		-	-		-
	Profit / (Loss) before Tax	138.677	74.903	114.240	373.082	340.578
3	Segment Capital Employed :					
	(Segment assets less Segment liabilities)					
	Staffing Operations	(254.827)	30.323	(184.736)	(254.827)	(184.736)
	Recruitment Operations	41.983	61.821	35.602	41.983	35.602
	Training Operations	52.485	24.134	14.254	52.485	14.254
	Unallocated	3,261.918	1,514.221	1,613.959	3,261.918	1,613.959
	Total	3,101.559	1,630.498	1,479.079	3,101.559	1,479.079

Note: The Company operates in one Geographic segment namely "Within India" and hence no separate information for Geographic segment wise disclosure is required.

For and on behalf of the Board
For TeamLease Services Limited



Ashok Kumar Nedurumalli

Ashok Kumar Nedurumalli
Managing Director
DIN : 00151814

Date: May 23, 2016
Place: Bangalore

TEAMLEASE SERVICES LIMITED

Regd. Off: Office No. 6, 3rd Floor, C Wing Laxmi Towers, Bandra Kurla Complex, Bandra (E) Mumbai - 400051
CIN : U74140MH2000PLC124003 E-MAIL : corporateaffairs@teamlease.com WEBSITE : www.teamlease.com

Standalone Statement of Assets and Liabilities

(Rs. in Millions)

Sr. No.	Particulars	As at March 31, 2016	As at March 31, 2015
A	A. EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share Capital	170.968	5.111
	(b) Reserves and Surplus	2,930.592	1,473.968
	Sub-total - Shareholders' funds	3,101.559	1,479.079
2	Non-Current Liabilities		
	(a) Other Long Term Liabilities	49.722	52.342
	(b) Long-Term Provisions	282.570	175.675
	Sub-total - Non-Current Liabilities	332.291	228.017
3	Current Liabilities		
	(a) Short-Term Borrowings	193.6157	-
	(b) Other Current Liabilities	2,048.3430	1,317.030
	(c) Short-Term Provisions	92.7325	89.976
	Sub-total - Current Liabilities	2,334.691	1,407.006
	TOTAL - EQUITY AND LIABILITIES	5,768.542	3,114.102
B	ASSETS		
1	Non-Current Assets		
	(a) Fixed Assets	87.711	71.051
	Tangible Assets	17.652	14.916
	Intangible Assets	70.059	14.268
	Intangible Assets Under Development	-	41.867
	(b) Non-Current Investments	23.715	23.715
	(c) Deferred Tax Asset	45.388	57.199
	(d) Long-Term Loans and Advances	610.748	432.320
	(e) Other Non-Current Assets	294.288	167.171
	Sub-total - Non-Current Assets	1,061.851	751.457
2	Current Assets		
	(a) Inventories	2.344	2.172
	(b) Trade Receivables	1,204.642	812.146
	(c) Cash and Bank balances	2,585.821	1,142.813
	(d) Short-Term Loans and Advances	176.288	96.543
	(e) Other Current Assets	737.597	308.972
	Sub-total - Current Assets	4,706.691	2,362.645
	TOTAL - ASSETS	5,768.542	3,114.102

For and on behalf of the Board
For TeamLease Services Limited



Ashok Kumar Nedurumalli

Ashok Kumar Nedurumalli
Managing Director
DIN : 00151814

Date: May 23, 2016
Place: Bangalore

TEAMLEASE SERVICES LIMITED

Regd. Off: Office No. 6, 3rd Floor, C Wing Laxmi Towers, Bandra Kurla Complex, Bandra (E) Mumbai - 400051

CIN : U74140MH2000PLC124003 E-MAIL : corporateaffairs@teamlease.com WEBSITE : www.teamlease.com

Statement of Consolidated Audited Financial Results For The Year Ended 31st March, 2016

(Rs. in Millions except per share data)

Sr. No.	PART I	Year ended	
		31.03.2016	31.03.2015
		Audited	Audited
1	Income from Operations		
	a) Net Sales / Income from Operations (Net of service tax)	24,681.869	19,731.356
	b) Other Operating Income	367.315	339.342
	Total Income from operations (net)	25,049.184	20,070.698
2	Expenses		
	a) Employee benefits expense	24,390.898	19,444.804
	b) Depreciation and amortisation expense	30.077	27.152
	c) Other Expenses	400.478	385.370
	Total Expenses	24,821.452	19,857.325
3	Profit from Operations before other income and finance costs (1 - 2)	227.732	213.373
4	Other Income	154.403	113.901
5	Profit from ordinary activities before finance costs(3 + 4)	382.135	327.274
6	Finance Costs	3.921	1.388
7	Profit from ordinary activities before tax (5 - 6)	378.213	325.885
8	Tax Expense	130.224	18.040
9	Net Profit for the period (7 - 8)	247.990	307.846
10	Paid-up Equity Share Capital (Face Value Rs. 10 each)	170.968	5.111
11	Reserves excluding revaluation reserves as per balance sheet of previous accounting year	2,944.811	1,483.056
12	Earnings Per Share (of Rs. 10 each) (not annualised):		
	(a) Basic	15.919	20.079
	(b) Diluted	15.919	20.079

Notes:

- In terms of Regulation 33 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, the Statement of Consolidated Audited Financial Results for the Year Ended March 31, 2016 of TeamLease Services Limited (the "Company") have been reviewed by the Audit Committee and approved by the Board of Directors (the "Board") at the respective meetings held on May 23, 2016.
- The consolidated financial results includes the results of IIJT Education Private Limited and India Tourism and Hospitality Services Private Limited. TeamLease Education Foundation and National Employability Apprenticeship Services, being Section 8 companies, have not been consolidated in the above results.
- The above financial results of the Company are available on the Company's website (www.teamlease.com) and also on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com), where the shares of the Company are listed.
- The Company does not have any exceptional or extraordinary item to report for the above period.
- Previous year's figures have been regrouped/rearranged, wherever necessary, to make them comparable with those of current year.

**For and on behalf of the Board
For TeamLease Services Limited**



Ashok Kumar Nedurumalli

**Ashok Kumar Nedurumalli
Managing Director
DIN : 00151814**

Date: May 23, 2016
Place: Bangalore

TEAMLEASE SERVICES LIMITED

Regd. Off: Office No. 6, 3rd Floor, C Wing Laxmi Towers, Bandra Kurla Complex, Bandra (E) Mumbai - 400051

CIN : U74140MH2000PLC124003 E-MAIL : corporateaffairs@teamlease.com WEBSITE : www.teamlease.com

Consolidated Segment-wise Revenue, Results and Capital Employed

(Rs. in Millions)

Sr. No.	Particulars	Year ended	
		31.03.2016	31.03.2015
		Audited	Audited
1	Revenue by Business Segment :		
	Staffing Operations	24,681.869	19,731.356
	Recruitment Operations	166.811	137.707
	Training Operations	73.519	152.040
	Unallocated	126.985	49.595
	Total Income from operations (net)	25,049.184	20,070.698
2	Segment results before Finance Costs and tax:		
	Staffing Operations	290.924	200.595
	Recruitment Operations	2.012	33.022
	Training Operations	21.895	(5.647)
	Unallocated	67.303	99.304
	Total	382.135	327.274
	Less: Unallocable items		
	Finance Costs	3.921	1.388
	Unallocable expense net of unallocable income	-	-
	Profit / (Loss) before Tax	378.213	325.885
3	Segment Capital Employed :		
	(Segment assets less Segment liabilities)		
	Staffing Operations	(254.827)	(184.736)
	Recruitment Operations	41.983	35.602
	Training Operations	28.990	14.340
	Unallocated	3,299.633	1,622.962
	Total	3,115.778	1,488.167

Note: The Company operates in one Geographic segment namely "Within India" and hence no separate information for Geographic segment wise disclosure is required.



For and on behalf of the Board
For TeamLease Services Limited

Ashok Kumar Nedurumalli

Ashok Kumar Nedurumalli
Managing Director
DIN : 00151814

Date: May 23, 2016
Place: Bangalore

TEAMLEASE SERVICES LIMITED

Regd. Off: Office No. 6, 3rd Floor, C Wing Laxmi Towers, Bandra Kurla Complex, Bandra (E) Mumbai - 400051
CIN : U74140MH2000PLC124003 E-MAIL : corporateaffairs@teamlease.com WEBSITE : www.teamlease.com

Consolidated Statement of Assets and Liabilities

(Rs. in Millions)

Sr. No.	Particulars	As at March 31, 2016	As at March 31, 2015
A	A. EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share Capital	170.968	5.111
	(b) Reserves and Surplus	2,944.811	1,483.056
	Sub-total - Shareholders' funds	3,115.778	1,488.167
2	Non-Current Liabilities		
	(a) Other Long Term Liabilities	49.722	52.342
	(b) Long-Term Provisions	282.570	175.675
	Sub-total - Non-Current Liabilities	332.291	228.017
3	Current Liabilities		
	(a) Short-Term Borrowings	193.616	-
	(b) Other Current Liabilities	2,051.382	1,319.698
	(c) Short-Term Provisions	92.766	90.009
	Sub-total - Current Liabilities	2,337.764	1,409.707
	TOTAL - EQUITY AND LIABILITIES	5,785.834	3,125.890
B	ASSETS		
1	Non-Current Assets		
	(a) Fixed Assets	111.226	94.566
	(b) Non-Current Investments	0.200	0.200
	(c) Deferred Tax Asset	45.388	57.199
	(d) Long-Term Loans and Advances	614.059	435.902
	(e) Other Non-Current Assets	294.288	167.171
	Sub-total - Non-Current Assets	1,065.161	755.039
2	Current Assets		
	(a) Inventories	2.344	2.172
	(b) Trade Receivables	1,204.662	812.502
	(c) Cash and Bank balances	2,589.737	1,146.994
	(d) Short-Term Loans and Advances	164.121	77.917
	(e) Other Current Assets	759.809	331.267
	Sub-total - Current Assets	4,720.672	2,370.852
	TOTAL - ASSETS	5,785.834	3,125.890

For and on behalf of the Board
For TeamLease Services Limited



Ashok Kumar Nedurumalli

Ashok Kumar Nedurumalli
Managing Director
DIN : 00151814

Date: May 23, 2016
Place: Bangalore

Price Waterhouse & Co Bangalore LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF TeamLease Services Limited

Report on the Standalone Financial Statements

1. We have audited the accompanying standalone financial statements of **TeamLease Services Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements to give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these standalone financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Price Waterhouse & Co Bangalore LLP, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West)
Mumbai - 400 028
T: +91 (22) 66691500, F: +91 (22) 66547804 / 07

Registered office and Head office: 5th Floor, Tower D, The Millenia, 1 & 2 Murphy Road, Ulsoor, Bangalore - 560 008

Price Waterhouse & Co., Bangalore (a Partnership Firm) converted into Price Waterhouse & Co Bangalore LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-6284) with effect from, August 25, 2014. Post its conversion to Price Waterhouse & Co Bangalore LLP, its ICAI registration number is 007567S/S-200012 (ICAI registration number before conversion was 007567S)

Price Waterhouse & Co Bangalore LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT
To the Members of TeamLease Services Limited
Report on the Standalone Financial Statements
Page 2 of 3

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

9. As required by 'the Companies (Auditor's Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.
 - (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:



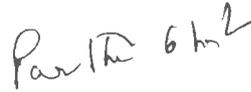
Price Waterhouse & Co Bangalore LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT
To the Members of TeamLease Services Limited
Report on the Standalone Financial Statements
Page 3 of 3

- i. The Company has disclosed the impact of pending litigations as at March 31, 2016 on its financial position in its standalone financial statements- Refer Note 26 (a).
- ii. The Company has made provision as at March 31, 2016, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long- term contracts. The Company did not have any derivative contracts as at March 31, 2016.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2016.

For Price Waterhouse & Co Bangalore LLP
Firm Registration Number: 007567S/ S-200012
Chartered Accountants



Partha Ghosh
Partner
Membership Number 055913

Place: Bangalore
Date: May 23, 2016

Price Waterhouse & Co Bangalore LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 10 (f) of the Independent Auditors' Report of even date to the members of TeamLease Services Limited on the standalone financial statements for the year ended March 31, 2016

Page 1 of 2

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

1. We have audited the internal financial controls over financial reporting of TeamLease Services Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



Price Waterhouse & Co Bangalore LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 10 (f) of the Independent Auditors' Report of even date to the members of TeamLease Services Limited on the standalone financial statements for the year ended March 31, 2016

Page 2 of 2

Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Price Waterhouse & Co Bangalore LLP
Firm Registration Number: 007567S/ S-200012
Chartered Accountants



Partha Ghosh
Partner
Membership Number 055913

Place: Bangalore
Date: May 23, 2016

Price Waterhouse & Co Bangalore LLP

Chartered Accountants

Annexure B to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of TeamLease Services Limited on the standalone financial statements as of and for the year ended March 31, 2016

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

(b) The fixed assets are physically verified by the Management once in 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to this, no physical verification was carried out by the Management during the year. Accordingly, the discrepancies, if any, could not be ascertained and therefore, we are unable to comment on whether the discrepancies, if any, have been properly dealt with in the books of account.

(c) The Company does not own any immovable properties as disclosed in Note 10 on fixed assets to the financial statements. Therefore, the provisions of Clause 3(i)(c) of the said Order are not applicable to the Company.
- ii. The physical verification of inventory have been conducted at reasonable intervals by the Management during the year. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provision of Section 186 of the Companies Act 2013 in respect of the loans and investment made, and guarantees and security provided by it. The Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185. Therefore, the provisions of Clause 3(iv) of the said Order with respect to Section 185 of the Companies Act, 2013 is not applicable to the Company.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, except for dues in respect of professional tax, the Company is generally regular in depositing undisputed statutory dues, including provident fund, employees state insurance, income tax and service tax with the appropriate authorities and regular in depositing undisputed statutory dues, including sales tax, duty of customs, duty of excise, and other material statutory dues, as applicable, with the appropriate authorities. The extent of the arrears of statutory dues outstanding as at March 31, 2016, for a period of more than six months from the date they became payable are as follows:



Price Waterhouse & Co Bangalore LLP

Chartered Accountants

Annexure B to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of TeamLease Services Limited on the standalone financial statements for the year ended March 31, 2016

Page 2 of 3

Name of the statute	Nature of dues	Amount (Rs.)	Period to which the amount relates	Due date	Date of Payment
Professional Tax (various states)	Professional Tax	2,544,840	Financial Year 2011-12 and 2013-14	Financial Year 2011-12 and 2013-14	Unpaid

- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of duty of customs, duty of excise, sales tax, value added tax which have not been deposited on account of any dispute. The particulars of dues of income tax and service tax as at March 31, 2016 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs.)	Period to which the amount relates	Forum where the dispute is pending
Finance Act, 1994	Service Tax	75,705,754 #	April 2006 to December 2008	The Custom, Excise and Service Tax Appellate Tribunal
		14,941,812	April 2007 to September 2010	The Supreme Court of India
Income Tax Act, 1961	Tax Deducted at Source	770,794	2010-11	The Commissioner of Income Tax (Appeals)

excludes interest on service tax

- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank as at the balance sheet date.
- ix. In our opinion, and according to the information and explanations given to us, during the year, the Company has raised monies by way of initial public offer (IPO) of equity shares in India and the same has not been deployed as on the reporting date. The Company has kept the net proceeds from IPO in current account and fixed deposits with the scheduled commercial banks and the same has been disclosed by way of note in the standalone financial statements (refer note 35 to the standalone financial statements). The Company has not raised any moneys by way of further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable with respect to further public offer (including debt instruments) and term loans.



Price Waterhouse & Co Bangalore LLP

Chartered Accountants

Annexure B to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of TeamLease Services Limited on the standalone financial statements for the year ended March 31, 2016

Page 3 of 3

- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him/ her within the meaning of Section 192 of the Act. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse & Co Bangalore LLP
Firm Registration Number: 007567S/ S-200012
Chartered Accountants



Partha Ghosh
Partner
Membership Number 055913

Place: Bangalore
Date: May 23, 2016

Price Waterhouse & Co Bangalore LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

To the Members of TeamLease Services Limited

Report on the Consolidated Financial Statements

1. We have audited the accompanying consolidated financial statements of TeamLease Services Limited ("hereinafter referred to as the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), (refer Note 2.2 (a) (vi) to the attached consolidated financial statements), comprising of the consolidated Balance Sheet as at March 31, 2016, the consolidated Statement of Profit and Loss, the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the Consolidated Financial Statements").

Management's Responsibility for the Consolidated Financial Statements

2. The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with accounting principles generally accepted in India including the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of Consolidated Financial Statements. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
4. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

Price Waterhouse & Co Bangalore LLP, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West)
Mumbai - 400 028
T: +91 (22) 66691500, F: +91 (22) 66547804 / 07

Registered office and Head office: 5th Floor, Tower D, The Millenia, 1 & 2 Murphy Road, Ulsoor, Bangalore - 560 008

Price Waterhouse & Co., Bangalore (a Partnership Firm) converted into Price Waterhouse & Co Bangalore LLP (a Limited Liability Partnership with LLP identity no: LLLPIN AAC-6284) with effect from, August 25, 2014. Post its conversion to Price Waterhouse & Co Bangalore LLP, its ICAI registration number is 007567S/S-200012 (ICAI registration number before conversion was 007567S)

Price Waterhouse & Co Bangalore LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

To the Members of TeamLease Services Limited
Report on the Consolidated Financial Statements
Page 2 of 4

5. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.
6. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 8 of the Other Matter paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

7. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the Group as at March 31, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other Matter

8. We did not audit the financial statements of two subsidiaries whose financial statements reflect total assets of Rs 30,052,336 and net assets of Rs 26,979,777 as at March 31, 2016, total revenue of Rs. 6,959,644, net profit of Rs 5,267,399 and net cash inflows amounting to Rs 188,889 for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) and (11) of Section 143 of the Act insofar as it relates to the aforesaid subsidiaries, is based solely on the report of the other auditors.

Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.



Price Waterhouse & Co Bangalore LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT
To the Members of TeamLease Services Limited
Report on the Consolidated Financial Statements
Page 3 of 4

Report on Other Legal and Regulatory Requirements

9. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

(b) In our opinion, proper books of account as required by law maintained by the Holding Company, its subsidiaries included in the Group incorporated in India including relevant records relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and records of the Holding Company and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained by the Holding Company, its subsidiaries included in the Group incorporated in India including relevant records relating to the preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company, its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

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

i. The consolidated financial statements disclose the impact, if any, of pending litigations as at March 31, 2016 on the consolidated financial position of the Group— Refer Note 26 (a) to the consolidated financial statements.



Price Waterhouse & Co Bangalore LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

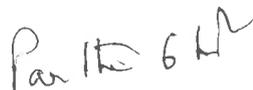
To the Members of TeamLease Services Limited
Report on the Consolidated Financial Statements
Page 4 of 4

ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts as at March 31, 2016– Refer Note 11 to the consolidated financial statements in respect of such items as it relates to the Holding Company. The Holding Company did not have any derivative contracts as at March 31, 2016.

In case of IIJT Education Private Limited and India Tourism and Hospitality Skills Education Private Limited, subsidiaries of the Holding Company, based on reports of other auditors submitted to us, there are no long term contracts including derivative contracts as at March 31, 2016.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies incorporated in India during the year ended March 31, 2016.

For Price Waterhouse & Co Bangalore LLP
Firm Registration Number: 007567S/ S-200012
Chartered Accountants



Partha Ghosh
Partner
Membership Number 055913

Place: Bangalore
Date: May 23, 2016

Price Waterhouse & Co Bangalore LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 9 (f) of the Independent Auditors' Report of even date to the members of TeamLease Services Limited on the consolidated financial statements for the year ended March 31, 2016

Page 1 of 3

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

1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of TeamLease Services Limited (hereinafter referred to as "the Holding Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding company and its subsidiary companies which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



Price Waterhouse & Co Bangalore LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 9 (f) of the Independent Auditors' Report of even date to the members of TeamLease Services Limited on the consolidated financial statements for the year ended March 31, 2016

Page 2 of 3

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.



Price Waterhouse & Co Bangalore LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 9 (f) of the Independent Auditors' Report of even date to the members of TeamLease Services Limited on the consolidated financial statements for the year ended March 31, 2016

Page 3 of 3

Other Matters

9. Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to two subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not qualified in respect of this matter.

For Price Waterhouse & Co Bangalore LLP
Firm Registration Number: 007567S/ S-200012
Chartered Accountants



Partha Ghosh
Partner
Membership Number 055913

Place: Bangalore
Date: May 23, 2016

Compliance under Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

FORM A (for audit report with unmodified opinion)

1.	Name of the company	TeamLease Services Limited
2.	Annual financial statements for the year ended	31st March 2016 (Standalone)
3.	Type of Audit observation	Un Modified
4.	Frequency of observation	Not Applicable

For Price Waterhouse & Co Bangalore LLP

Firm Registration Number: 007567S / S- 200012

Chartered Accountants

Partha Ghosh

Partha Ghosh

Partner

Membership No: 055913

Ashok Kumar

**Ashok Kumar
Nedurumalli**

Managing Director

Latika Prakash

**Latika Prakash
Pradhan**

Audit Committee
Chairperson

N. Ravi

N. Ravi

Vishwanath

Chief Financial
Officer

Bangalore, 23rd May, 2016



Compliance under Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

FORM A (for audit report with unmodified opinion)

1.	Name of the company	TeamLease Services Limited
2.	Annual financial statements for the year ended	31st March 2016 (Consolidated)
3.	Type of Audit observation	Un Modified
4.	Frequency of observation	Not Applicable

For Price Waterhouse & Co Bangalore LLP

Firm Registration Number: 007567S / S- 200012

Chartered Accountants

Partha Ghosh

Partha Ghosh

Partner

Membership No: 055913

Ashok Kumar

Ashok Kumar

Nedurumalli

Managing Director

Latika Prakash Pradhan

Latika Prakash

Pradhan

Audit Committee

Chairperson

N. Ravi

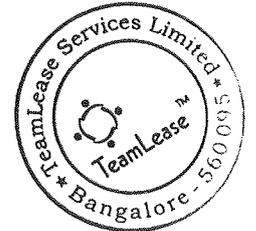
N. Ravi

Vishwanath

Chief Financial

Officer

Bangalore, 23rd May, 2016



Press Release

Bangalore, India, May 23, 2016- TeamLease Services Limited (**NSE: TEAMLEASE, BSE: 539658**), a leading HR service provider in India, today announced its results for the Quarter and Year Ended March 31, 2016.

Key highlights for the quarter ended March 31, 2016 (Q4FY16)

1. Total operating revenue was Rs. 6,641.84 mn for Q4FY16 as compared to Rs. 5,293.55 mn in the corresponding quarter of the previous year reflecting an year-on-year increase of 25.5%
2. Profit Before Tax (PBT) was Rs. 138.68 mn for Q4FY16 as compared to Rs. 114.24 mn in the corresponding quarter of the previous year reflecting an year-on-year increase of 21.4%
3. Net profit was Rs. 91.44 mn for Q4FY16 as compared to Rs. 68.03 mn in the corresponding quarter of the previous year reflecting an year-on-year increase of 34.4%
4. Net profit margin improved to 1.4% in Q4FY16 from 1.3% in Q4FY15

Key highlights for the year ended March 31, 2016 (FY2016)

1. Total operating revenue was Rs. 25,049.18 mn for FY2016 as compared to Rs. 20,070.70 mn in FY2015 reflecting an year-on-year increase of 24.8%
2. Operating EBITDA was Rs. 259.40 mn for FY2016 as compared to Rs. 220.56 mn in FY2015 reflecting an year-on-year increase of 17.6%
3. Profit Before Tax (PBT) was Rs. 373.08 mn for FY2016 as compared to Rs. 340.58 mn in FY2015 reflecting an year-on-year increase of 9.5%
4. Net profit was Rs. 242.86 mn for FY2016 as compared to Rs. 322.54 mn in FY2015 reflecting a decrease of 24.7% on account of FY2016 being a full tax year.

(all numbers in Rs. million except Margins)

	Quarterly results			Annual results		
	Q42016	Q42015	Growth %	FY2016	FY2015	Growth %
Operating Revenue	6,641.84	5,293.55	25.5%	25,049.18	20,070.70	24.8%
EBITDA	83.83	83.36	0.6%	259.40	220.56	17.6%
EBITDA margin (%)	1.3%	1.6%		1.0%	1.1%	
PBT	138.68	114.24	21.4%	373.08	340.58	9.5%
PBT margin (%)	2.1%	2.1%		1.5%	1.7%	
Net Profit (PAT)	91.44	68.03	34.4%	242.86	322.54	-24.7%
PAT margin (%)	1.4%	1.3%		1.0%	1.6%	

Note: No material differences between unconsolidated and consolidated financials, hence consolidated figures are not reported separately.

Business Update

1. During FY2016, we had a net increase in associate headcount by over 14,000 on an opening balance of 94,647 associate headcount. Average mark-up per associate per month increased by 7% from Rs. 642 in FY15 to Rs. 687 in FY16.
2. Our total client base increased from 1,200+ in FY2015 to 1,400+ in FY2016 spreading across all industries and verticals. Our Top 5 and Top 10 clients contribute to about 13% and 17% of our net revenue respectively, implying a well-diversified mix of client portfolio.
3. Our apprenticeship program, launched through TeamLease Education Foundation (TLEF), crossed 16,000 apprentice enrolments during FY2016 of which about 4,000 trainees have been certified during the year, leaving a year-end number of about 11,500 trainees. During the year, the average realization per apprentice per month is Rs. 540 for TLEF of which Rs. 450 is the service fee paid to TeamLease.
4. Our key technology platform, ALCS 10.0, went live in February 2016 and we signed up for implementation of Salesforce CRM platform in March 2016. We also launched our mobile app 'TL Connect' for clients and associates during Q3 of the year. These investments in technology have helped us improve the productivity and quality of our services.
5. Our allocated fixed costs (exclusive of employee cost) remained flat in line with the past. During the year, our core employee costs increased on account of increase in headcount, annual inflation and additions to the leadership team as investments into the future.
6. All of our HR service businesses have turned positive during the year at both EBITDA and PBT level.

Management Comment

Commenting on the results, **Mr. Ashok Reddy, Managing Director, TeamLease Services Limited** said, *"We have witnessed another good year with a revenue growth of 25% consistent with our past track record. This growth has been driven by robust performances across all verticals. We continue to believe in the large addressable market opportunities and towards that, have made considerable investments during the year in technology, people and leadership to harness the future potential. We thank you all for reposing your faith in TeamLease during the process of our IPO and thereafter."*

About TeamLease Services Limited

We are one of India's leading providers of human resource services in the organized sector with a vision of putting India to work. Our services span the entire supply chain of human resources in India, covering aspects of Employment, Employability and Education. Our Employment services include temporary staffing solutions, permanent recruitment services and regulatory consultancy for labor law compliance; our Employability offerings include different types of learning and training solutions, including retail learning solutions, institutional learning solutions and enterprise learning solutions.

We have more than 110,000 employees on rolls, working with over 1,400 clients, making us the leading people supply chain Company in India. For more details, visit www.teamlease.com.

Investor contact

Ravi Vishwanath Chief Financial Officer Tel: +91 80 3324 3330 Fax: +91 80 3324 3001 E-mail: ravi.vishwanath@teamlease.com	Ramani Dathi Financial Controller Tel: +91 80 3324 3179 Fax: +91 80 3324 3001 E-mail: ramani.dathi@teamlease.com
--	--