



### Disclaimer

#### Safe Harbor

#### Non-GAAP Financial Measures

To supplement our financial results presented in accordance with US GAAP, this presentation includes the following measures defined by the Securities and Exchange Commission as non-GAAP financial measures: earnings before interest, tax, depreciation and amortization (EBITDA); adjusted EBITDA; non-GAAP net income; non-GAAP diluted Earnings per share (EPS) and Free Cash Flow (FCF). EBITDA is calculated as earnings before interest, tax, depreciation and amortization, where interest includes unwinding of the discount rate for contingent liabilities. Prior year amounts were amended accordingly. Non-GAAP net income and non-GAAP EPS exclude stock-based compensation expense, amortization of fair value adjustments to intangible assets and impairment thereof and other acquisitions related costs that may include changes in the fair value of contingent consideration liabilities. Non-GAAP diluted EPS are calculated as non-GAAP net income divided by weighted average number of diluted shares. Free Cash Flow is calculated as operating cash flow less capital expenditure which consists of purchases of property, plant and equipment and intangible assets as defined in the cash flow statement.

We adjust our non-GAAP financial measures to exclude stock based compensation, because it is a non-cash expense. We also adjust our non-GAAP financial measures to exclude the change in fair value of contingent consideration, because we believe these expenses are not indicative of what we consider to be normal course of operations. Our non-GAAP financial measures are adjusted to exclude amortization of purchased intangible assets in order to allow management and investors to evaluate our results from operating activities as if these assets have been developed internally rather than acquired in a business combination. Finally, we adjust our non-GAAP financial measures to exclude acquisition-related costs, which comprise payments to consulting firms as well as fees paid upon successful completion of acquisition; as well as certain incentive payments for members of management of the acquired companies as provided for in the acquisition agreements. These payments are based on performance of the acquired businesses and are classified as part of management compensation rather than part of purchase consideration. These costs vary with the size and complexity of each acquisition and are generally inconsistent in amount and frequency, and therefore, we believe that they may not be indicative of the size and volume of future acquisition-related costs.

We provide these non-GAAP financial measures because we believe that they present a better measure of our core business and management uses them internally to evaluate our ongoing performance. Accordingly, we believe that these non-GAAP measures are useful to investors in enhancing and understanding of our operating performance. These non-GAAP measures should be considered in addition to, and not as a substitute for, comparable US GAAP measures. The non-GAAP results and a full reconciliation between US GAAP and non-GAAP results are provided in the tables at the end of the press release issued by the Company on November 15, 2018.

#### **Forward-Looking Statements**

In addition to historical information, this presentation contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, and Section 21E of the Securities Exchange Act of 1934. These forward-looking statements include information about possible or assumed future results of our business and financial condition, as well as the results of operations, liquidity, plans and objectives. In some cases, you can identify forward-looking statements by terminology such as "believe," "may," "estimate," "continue," "anticipate," "intend," "should," "plan," "expect," "predict," "potential," or the negative of these terms or other similar expressions. These statements include, but are not limited to, statements regarding: the persistence and intensification of competition in the IT industry; the future growth of spending in IT services outsourcing generally and in each of our industry verticals, application outsourcing and custom application development and offshore research and development services; the level of growth of demand for our services from our clients; the level of increase in revenues from our new clients; seasonal trends and the budget and work cycles of our clients; general economic and business conditions in our locations, including geopolitical instability and social, economic or political uncertainties, particularly in Russia and Ukraine, and any potential sanctions, restrictions or responses to such conditions imposed by some of the locations in which we operate; the levels of our concentration of revenues by vertical, geography, by client and by type of contract in the future; the expected timing of the increase in our corporate tax rate, or actual increases to our effective tax rate which we may experience from time to time; our expectations with respect to the proportion of our fixed price contracts; our expectation that we will be able to integrate and manage the companies we acquire and that our acquisitions will yield the benefits we envision; the demands we expect our rapid growth to place on our management and infrastructure; the sufficiency of our current cash, cash flow from operations, and lines of credit to meet our anticipated cash needs; the high proportion of our cost of services comprised of personnel salaries; our plans to introduce new products for commercial resale and licensing in addition to providing services; our anticipated joint venture with one of our clients; and our continued financial relationship with IBS Group Holding limited and its subsidiaries including expectations for the provision and purchase of services and purchase and lease of equipment; and other factors discussed under the heading "Risk Factors" in the Annual Report on Form 20-F for the year ended March 31, 2018 and other documents filed with or furnished to the Securities and Exchange Commission. Except as required by law, we undertake no obligation to publicly update any forward-looking statements for any reason after the date of this presentation whether as a result of new information, future events or otherwise.

The trademarks included in this presentation are the property of the owners thereof and are used for reference purposes only. Such use should not be construed as an endorsement of the products or services of Luxoft Holding, Inc.

Unless otherwise stated, all data in this presentation is as of September 30, 2018.

## Luxoft

## A global consulting partner for end-to-end digital solutions that drive business change

#### Our value proposition:

- Solving complex business challenges at a global scale.
  - Enabling business transformation.
    - Driving operational efficiency.

#### **Our differentiators:**

- Deep domain expertise combined with engineering excellence.
- Bespoke attention to your needs, with global scale capabilities.
  - Two decades of consistent, on-time delivery and management of complex projects.

think. create. accelerate. strategy. consulting. engineering at scale.







## Q2 2019: Continued Progress on Transformational Initiatives

#### **Key Takeaways**

- Results in-line with/above expectations
  - Revenue above mid-point of guidance
  - Adj. EBITDA margin & EPS above guidance
- Continued focus on profitability
  - Completed trimming of low-margin business from DE
- Revenue Diversification and Top-Line Growth
  - Revenue ex-Top 2 +8% Y/Y, +10% in constant currencies
  - Financial Services ex Top-2 +16% Y/Y & +11% sequentially
  - Automotive revenue +26% Y/Y
- Top-2 concentration drops to 30% from 35% Y/Y
  - UBS remains largest client
- Auto client moves to Top 10; Now 4 Automotive clients in Top 10 list
  - Strong growth in Key markets
- APAC growth >65% Y/Y
  - Presence in 3 new locations: Shanghai, Turin, and Seoul

#### **Key Initiatives**

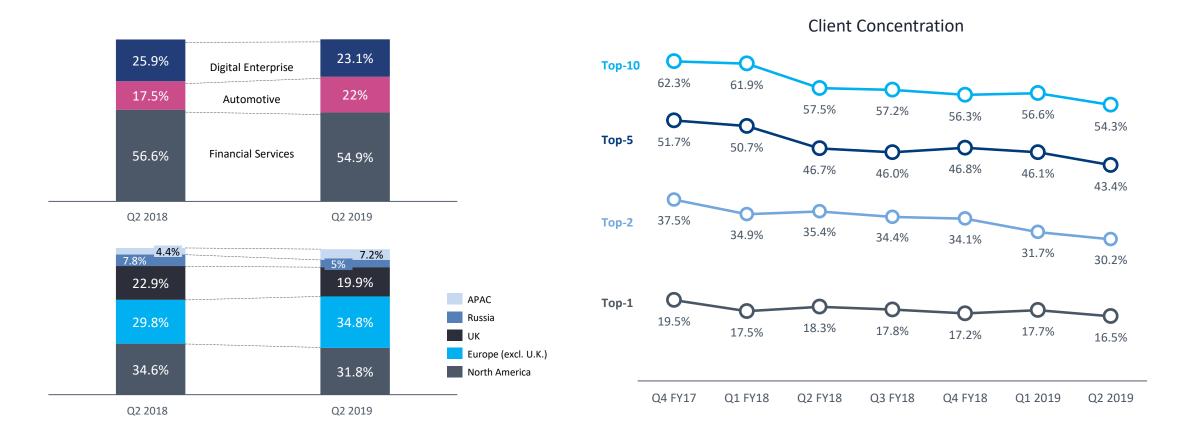
- Strengthening Digital leadership
  - Continued investment in high-growth areas, ie.
     Blockchain, Autonomous Drive & Connected
     Mobility
  - Enhancing value proposition to customers
- Allocate resources to high-margin digital opportunities
  - Exit low margin business in Digital Enterprise;
     Near-term revenue impact
- Strengthening sales pipeline
- Executing back office consolidation to optimize costs and drive margin improvement

### **Building Strong Foundation for Future Growth**



### Continued Revenue Diversification

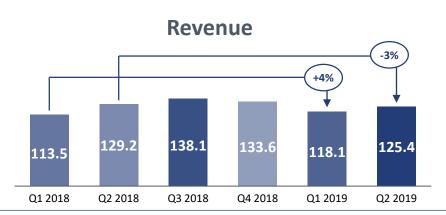
- Automotive represents 22% of revenue, up from 12% 3 years ago
  - Meaningful Top 10 and 2 concentration decline y/y



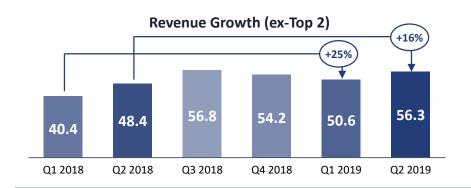
www.luxoft.com

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## Q2 2019 Financial Services Highlights



Y/Y cc revenue down 1.5%; Q/Q cc revenue growth of 7%, 6% reported



Ex-top 2 up 11% sequentially & up 20% in 1H 19

Revenue in \$M.

#### **Key Takeaways**

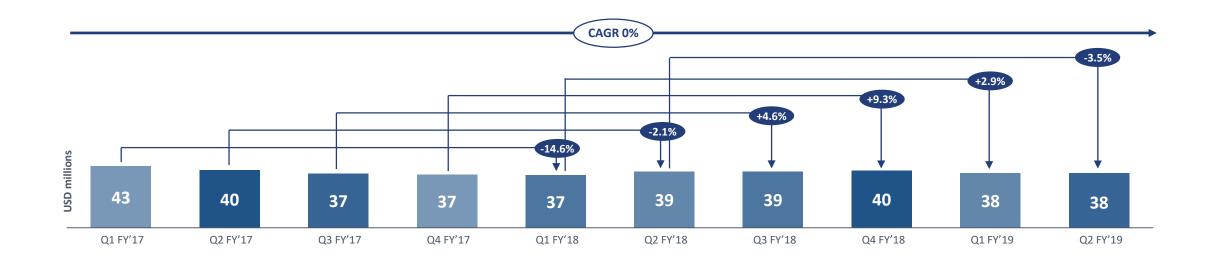
- Challenging Capital Markets/IB outlook (~70% of total FS)
  - · Weakness in Investment Banking segment, most notably in Europe
  - No growth expected from Top 2 clients (represent **55%** of FS)
  - MiFid initiatives complete; New regulation (FRTB) execution pending (pushed to next year)
  - New business competitive pricing challenges with Tier 1 client impact 2H pipeline by ~-4%
  - Large deal with Data company delayed by 2 quarters
- Continued progress with Asset Management and Wealth Management
  - Combined +35% growth Y/Y
  - Clients showing strong demand; Mostly US-centric
- Ex-Top 2 Y/Y growth of 19% in North America & 55% in APAC Positive trends in Middle East, a new region

#### **Noteworthy Wins & Partnerships**

- 4 new logos added in Q2
- Continued growth with large Australian bank; strong foundation in region
- Development outsourcing projects for largest asset manager in Middle East
- Long-term deal with global financial institution building & maintaining Financial Applications, ERP, & Business Intelligence apps
- Development of workflow operations tool for large Global bank



### **UBS Outlook In Line with Plan**





#### **Q2 FY19**

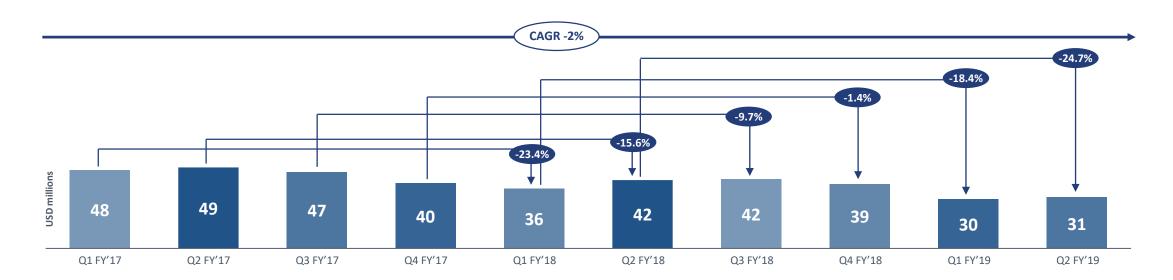
- Revenue down 3.5% Y/Y
- Revenue flat sequentially

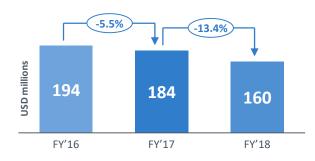
#### **Trends**

- UBS remains focused on bolstering the ratio of internal staff to external providers
- Anticipate slight decline in 2H
- High growth in Wealth Management & Infrastructure domains and in APAC



## Deutsche Bank Outlook Remains Challenging





#### **Q2 FY19**

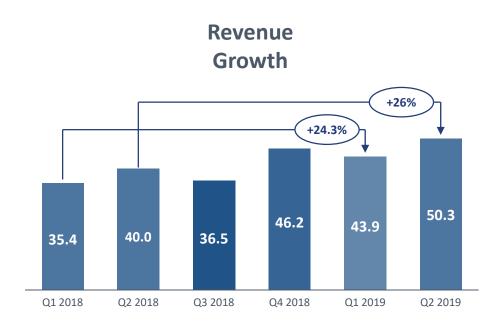
- Revenue down 24.7% Y/Y
- Revenue up 5.5% sequentially, due to delays with cutting of certain programs

#### **Trends**

- DB in challenging and unpredictable position
- Continued de-emphasis of investment banking revenue & insourcing
- Expect sharp decline in Q3 & Q4
- Leverage long term relationship to grow within Transaction Banking, Wealth Management & Information Security
- Expect revenue concentration <10% by fiscal year-end</li>



## Q2 2019 Automotive Highlights



- Y/Y growth of 27% cc, 26% reported
- Sequential growth of 15% cc, 14.5% reported
- Expect stronger 2H 19 due to rev recognition of large accts
- Reiterate 40% cc growth Y/Y

Revenue in \$M.

#### **Key Takeaways**

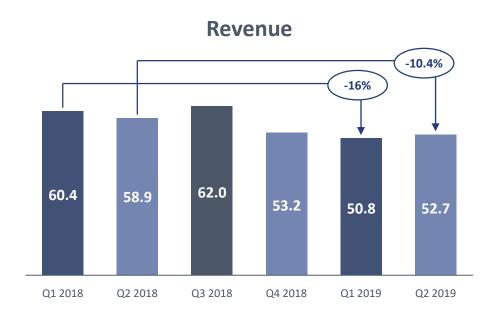
- Maintain leadership position in fast growing sector -> expect accelerated growth in 2H; double-digit sequential growth in Q3 & Q4
- Secure multi-year collaborative agreements with Tier 1 suppliers & leading OEMs
- Strong partnership with MBItion (Daimler) and LG Electronics
- · Capturing synergies with Objective Software; Number of new leads
- Sequential growth of 50% in North America & 33% in APAC

#### **Noteworthy Wins & Partnerships**

- Strategic collaboration with LG Electronics to develop next -gen webOS platform for Automotive industry
- Partnered with Vantage Power: Launch next-generation fleet performance
   & diagnostics platform
- Strategic wins with multiple large Tier-1 suppliers and OEMs in Asia, expanding China footprint
- Long term delivery agreement for service delivery with one of our key clients in the Americas region
- Joined Connected Motorcycle Consortium (CMC) to support development of next gen cooperative intelligent transport systems



## Q2 2019 Digital Enterprise Highlights



- Sequential growth of 4.4% cc , 4% reported
- Transforming business to deliver stronger growth; on track with long-term growth plan

Revenue in \$M.

#### **Key Takeaways**

- Significantly improved margin profile; trimming of low margin business completed
- On track with transformation plan
- 7 new logos; building large pipeline
- Growing with Smashing Ideas acquisition to acquire new logos
- Strong growth in Energy and strong pipeline in Healthcare & Life Science practices

#### **Noteworthy Wins & Partnerships**

- Key collaboration with a large Sports Media company
- Extend Travel practice with several new clients including one large
   Online Travel Agency (OTA)
- Strong demand for Blockchain technology; many clients moving from "ideation" to "implementation"; building strong momentum
- Recognized as innovator in five Gartner Hype Cycles, including AI and Application Services

### Strong Adoption of Blockchain Technology

"We expect blockchain spending to grow at a robust pace over the 2017-2022 forecast period." – IDC.



Vasiliy Suvorov, VP of Tech Strategy, speaks at the Distributed Health Conference.



eVote is seen in action as a user tries the revolutionary voting technology.



As co-founders of the Crypto Valley Association, we attended Crypto Valley Conference 2018 to celebrate blockchain innovation.



At the BMW Group IT Fair, we revealed how to enable a seamless charging experience for EVs via blockchain.

#### **Our Innovation Across Industries**

- Healthcare: Claims processing made easy for a large health care company
- Pharma: Personalized medicine/identity management for a multinational pharma
- Government: DLT-based e-voting solution in Switzerland

- Auto: Car financing/p2p sharing/loyalty management for BMW
- Healthcare: Revenue cycle management for a hospital network
- Travel: Identity/loyalty/payments management for a major hotel service provider

#### **Capturing Best Practices – Blueprints and Solutions**



Bringing together Self Sovereign Identity, Verifiable Claims and Corda Smart Contracts



Connecting Business Process Management Systems across enterprise borders



Secure, privacy oriented electronic voting solution for shareholder and public voting



Tools and Cloud Deployment recipes for DLT platfroms

#### Partnerships and community

















### Near-Term Headwinds; Well Positioned for 2020

#### **2H 2019: Headwinds Largely FS-Driven**

- Sharp decline in DB, impacting revenue and margin
- Softness in Investment Banking/Capital Markets, particularly in Europe
- New business pricing challenges with Tier 1 Financial Services client; Impacts 2H pipeline by ~-4%
- Currency headwinds expected to impact FY revenue by approximately -2%

FY 2019 Y/Y Growth ex- Top 2 of 15% cc; 13% reported

#### **FY2020:** Trends moving in the right direction

- Focus on digital opportunities to drive accelerated organic growth
- Strong growth in Automotive given relationships and market leadership
- Financial Services Y/Y growth driven by entry into high-growth markets and continued diversification into Wealth & Asset Management
- Digital Enterprise resources fully allocated to higher-growth opportunities
- Tailwinds from a number of FY19 projects

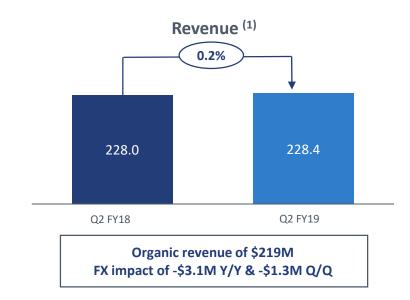
Enter FY20 in better position; Stronger pipeline and backlog







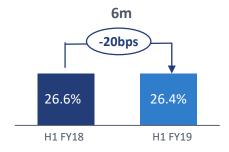
## Q2 2019 Financial Highlights



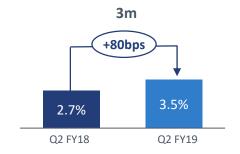


#### SG&A as a % of Revenue

25.5% 26.2% Q2 FY18 Q2 FY19



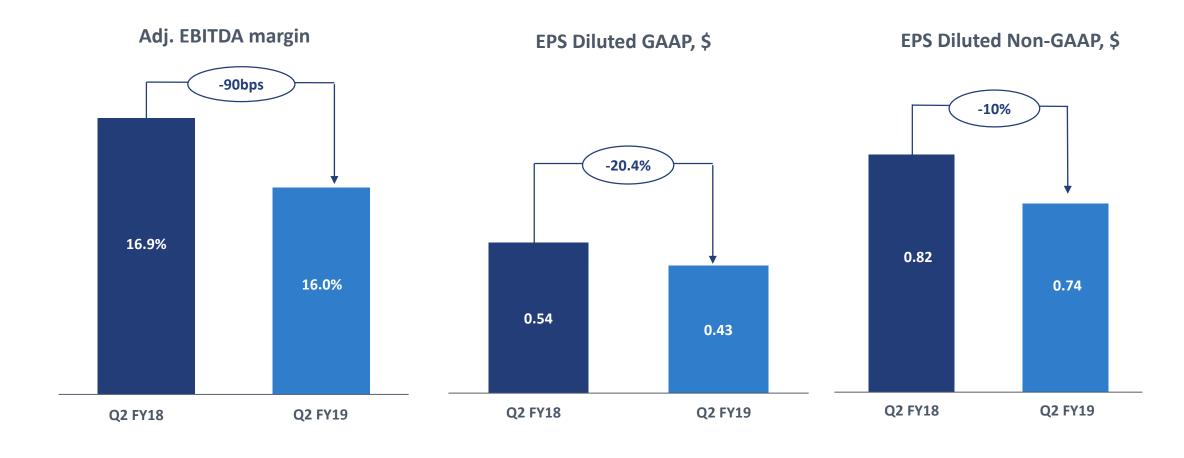
#### SOP as a % of Revenue







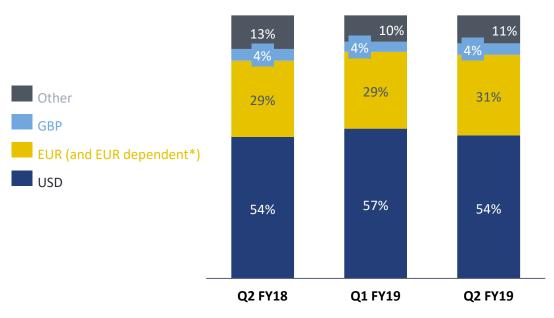
## Q2 2019 Financial Highlights (cont.)



### Q2 2019 FX Headwinds

- Non-USD rev represents 46% of total
- Strength of USD has negative impact on top line
- Q2 negative impact of \$1.3M Q/Q and negative \$3.1M Y/Y

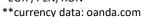
#### **Revenue Currency Mix**



	Q2 FY18	Q1 FY19	Q2 FY19
EUR/USD EoP**	1.18	1.17	1.16

Expect Q3 2018 negative FX impact of -2% or \$5M







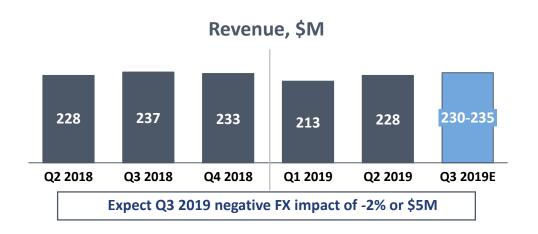


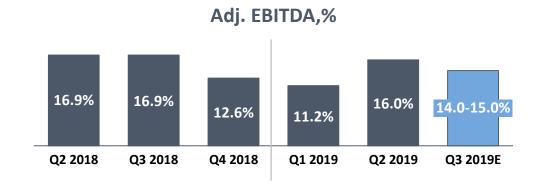
## FCF and Working Capital

Q2 cash flow margins improved Y/Y; Demonstrated efforts in working capital management

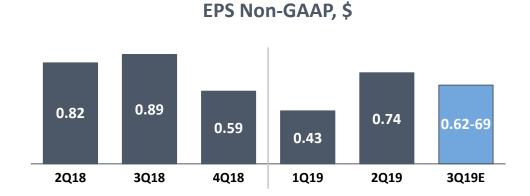


## Q3 2019 Guidance





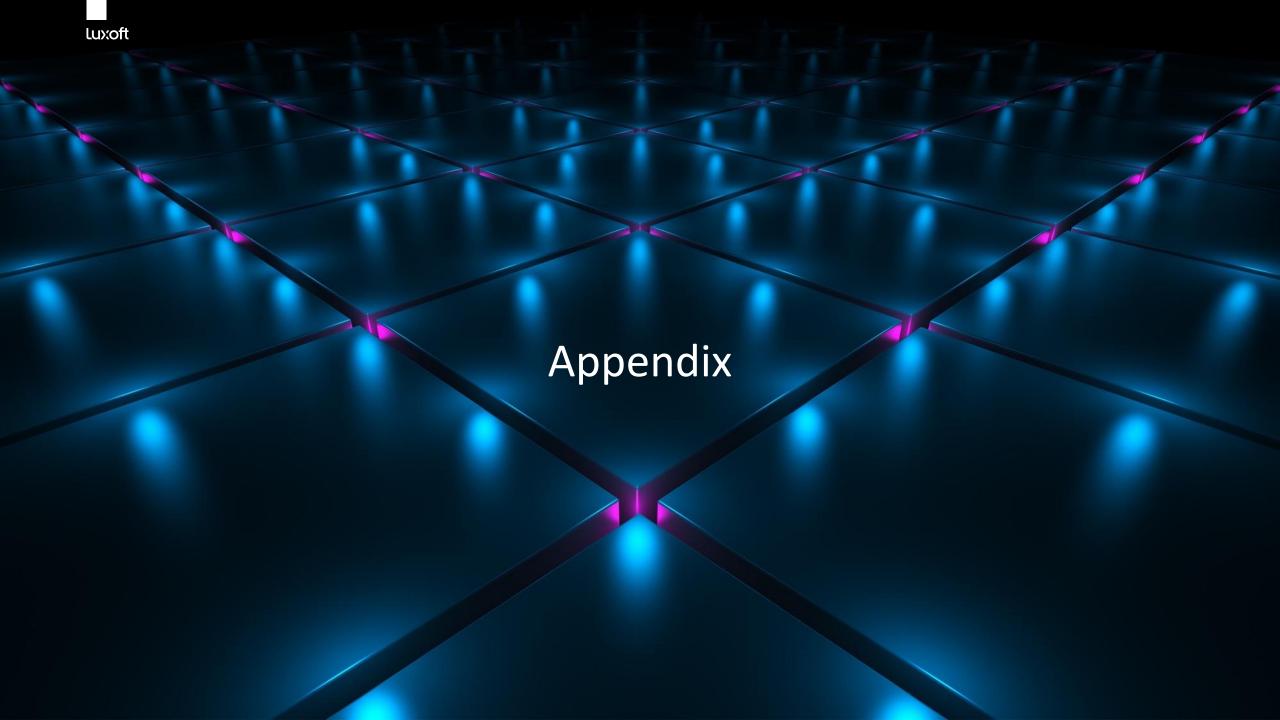




FY19:

- ~15% cc growth ex Top-2; ~13% reported
- Expect FY negative FX impact of ~2%

- Rebalancing of client portfolio, driving higher margin business
- Company-wide overhead cost optimization



## Luxoft Holding, Inc Condensed Consolidated Balance Sheets

(In thousands of US dollars, except share, per share amounts and percentages)

### LUXOFT HOLDING, INC CONDENSED CONSOLIDATED BALANCE SHEETS

(In thousands of US dollars, except share amounts)

		of September 30, 2018	As	of March 31, 2018
	(	Unaudited)		
Assets				
Current assets				
Cash and cash equivalents	\$	100,382	\$	104,357
Restricted cash, current		1,901		70
Trade accounts receivable, net of allowance for doubtful accounts of \$1,399 at		104 (05		105001
September 30, 2018 and \$1,232 at March 31, 2018		184,627		186,991
Unbilled revenue		37,610		33,310
Work-in-progress		7,102		3,734
Due from related parties		1,078		1,272
VAT and other taxes receivable		3,889		4,082
Advances issued		2,172		1,777
Other current assets		8,671		8,041
Total current assets	\$	347,432	\$	343,634
Non-current assets				
Restricted cash, non-current		1,691		2,775
Deferred tax assets		5,877		4,349
Property and equipment, net		50,858		52,739
Intangible assets, net		103,541		106,368
Goodwill		102,228		88,908
Other non-current assets		5,231		5,047
Total non-current assets		269,426		260,186
Total assets		616,858		603,820

# Luxoft Holding, Inc Condensed Consolidated Balance Sheets (continued)

(In thousands of US dollars, except share, per share amounts and percentages)

Liabilities and shareholders' equity	f Septembe	20. 2019	As of March 31, 2018				
Current liabilities As 0	(Unaudit		AS UI WIAICH 31, 201				
Short-term borrowings		856					
Accounts payable		22,294		25,964			
Accrued liabilities		42,563		49,593			
Deferred revenue		4,616		4,105			
Due to related parties		73		14			
Taxes payable		23,833		22,916			
Payable on derivative financial instruments		515		776			
Payable for acquisitions, current		4,936		6,415			
Other current liabilities		2,674		2,302			
Total current liabilities	\$	113,131	\$	112,941			
Deferred tax liability, non-current		8,211		10,830			
Payable for acquisitions, non-current		2,652		2,895			
Other non current liabilities		5,833		7,205			
Total liabilities	\$	129,827	\$	133,871			
<b>Shareholders' equity</b> Share capital (80,000,000 shares authorized; 33,695,454 issued and outstanding with	no						
par value as at September 30, 2018, and 80,000,000 shares authorized; 34,063,981 issued and outstanding with no par value as at March 31, 2018)		_		_			
Additional paid-in capital		150,069		155,456			
Common stock held in treasury, at cost (91,983 shares as of September 30, 2018; 61,8 shares as of March 31, 2018)	874	(4,460)	)	(3,424)			
Retained earnings		344,937		320,521			
Accumulated other comprehensive loss	_	(3,547)	)	(2,636)			
Total shareholders' equity attributable to the Group	\$	486,999	\$	469,917			
Non-controlling interest		32		32			
Total equity	\$	487,031	\$	469,949			
Total liabilities and equity	<u>\$</u>	616,858	\$	603,820			

## Luxoft Holding, Inc Condensed Consolidated Statements Of Income

(In thousands of US dollars, except share, per share amounts and percentages)

	For the three Septen		F	For the six months ended September 30,					
	 2018	 2017		2018		2017			
	(Unai		(Unau	ıdite	(h				
Sales of services	\$ 228,411	\$ 228,030	\$	441,201	\$	437,272			
Operating expenses									
Cost of services (exclusive of depreciation and amortization)	140,631	139,305		277,998		274,904			
Selling, general and administrative expenses	59,864	58,199		116,573		116,262			
Depreciation and amortization	10,969	9,915		21,739		20,645			
Gain from revaluation of contingent liability	(145)	(870)		(145)		(2,090)			
Operating income	17,092	21,481		25,036		27,551			
Other income and expenses									
Interest income/ (loss), net	(77)	42		(111)		59			
Unwinding of discount for contingent liability, income/ (loss)	(32)	103		(99)		(698)			
Other income, net	433	457		1,131		946			
Gain/ (loss) from derivative financial instruments	469	(3)		1,321		89			
Net foreign exchange loss	(836)	(356)		(4,290)		1,124			
Income before income taxes	17,049	21,724		22,988		29,071			
Income tax expense	 (2,638)	 (3,284)		(3,879)		(4,314)			
Net income	\$ 14,411	\$ 18,440	\$	19,109	\$	24,757			
Net income attributable to the non-controlling interest		 							
Net income attributable to the Group	\$ 14,411	\$ 18,440	\$	19,109	\$	24,757			



# Luxoft Holding, Inc Condensed Consolidated Statements Of Income (continued)

(In thousands of US dollars, except share, per share amounts and percentages)

	For the th	ree months er	nded	September 30,	1	For the six months ended September 30,						
	201	18 2017				2018		2017				
		(Unaudi	ited)			(1	U <b>naudit</b>	ed)				
Basic EPS per Class A and Class B ordinary share												
Net income attributable to the Group per ordinary share	\$	0.43	\$	0.55	\$	0.57	\$	0.74				
Weighted average ordinary shares outstanding	33	,606,144		33,570,633	3.	3,816,836	33,537,185					
Diluted EPS per Class A and Class B ordinary share												
Diluted net income attributable to the Group per ordinary share	\$	0.43	\$	0.54	\$	0.56	\$	0.72				
Diluted weighted average ordinary shares outstanding	33	33,736,322		34,116,417	3	3,883,981	34,206,683					

## Luxoft Holding, Inc Condensed Consolidated Statement Of Cash Flow

(In thousands of US dollars, except share, per share amounts and percentages)

	For	For the six months ended September 30,					
		2018 2					
		(Unaudite	d)				
Operating activities							
Net income	\$	19,109 \$	24,757				
Adjustments to reconcile net income to net cash provided by operating activities:							
Depreciation and amortization		21,739	20,645				
Deferred tax benefit		(265)	(1,711)				
Gain from derivative financial instruments		(1,321)	(89)				
Net foreign exchange (gain)/ loss		4,290	(1,124)				
Provision for doubtful accounts		215	622				
Gain from revaluation of contingent liability		(145)	(2,090)				
Unwinding of discount for contingent liability, loss		99	698				
Share-based compensation		14,208	14,237				
Other		111	_				
Changes in operating assets and liabilities:							
Trade accounts receivable and unbilled revenue		(2,532)	(45,423)				
Work-in-progress		(3,772)	732				
Due to and from related parties		233	234				
Accounts payable and accrued liabilities		(7,948)	(4,114)				
Deferred revenue		625	2,604				
Changes in other assets and liabilities		4,798	(792)				
Net cash provided by operating activities		49,444	9,186				



# Luxoft Holding, Inc Condensed Consolidated Statement Of Cash Flow (continued)

(In thousands of US dollars, except share, per share amounts and percentages)

		of the six months chae	u September 50,
		2018	2017
		(Unaudite	ed)
Investing activities			
Purchases of property and equipment		(10,997)	(11,332)
Purchases of intangible assets		(1,856)	(2,127)
Acquisitions, net of cash acquired		(19,590)	(32,685)
Net cash used in investing activities		(32,443)	(46,144)
Financing activities			
Proceeds from/ Net repayment of short-term borrowings		10,353	(138)
Acquisition of business, deferred consideration		(3,604)	(12,707)
Repayment of capital lease obligations		(1,842)	(69)
Repurchases of common stock		(21,022)	(2,017)
Net cash used in financing activities		(16,115)	(14,931)
Effect of exchange rate changes on cash and cash equivalents and restricted cash		(4,114)	(103)
Net decrease in cash, cash equivalents and restricted cash		(3,228)	(51,992)
Cash, cash equivalents and restricted cash at beginning of period		107,202	114,957
Cash, cash equivalents and restricted cash at end of period	<u>\$</u>	103,974 \$	62,965

For the six months ended September 30,



# Luxoft Holding, Inc Condensed Consolidated Statement Of Cash Flow (continued)

(In thousands of US dollars, except share, per share amounts and percentages)

As of

The following table provides a reconciliation of cash, cash equivalents and restricted cash reported within the condensed consolidated balance sheets:

	<b>September 30, 2018</b>			March 31, 2018
	(Unaudited)			
Cash and cash equivalents	\$	100,382	\$	104,357
Restricted cash, current		1,901		70
Restricted cash, non-current		1,691		2,775
Total restricted cash		3,592		2,845
Total cash, cash equivalents and restricted cash	<u>\$</u>	103,974	\$	107,202



# Reconciliations of Non-GAAP Financial Measures to Comparable GAAP Measures (Unaudited)

(In thousands of US dollars, except share, per share amounts and percentages)

For the six months ended September 30,

22,619

20,399

5.2%

50,170

45,156

1.32

11.5%

	2018	2018		2018	2018	2018		2018
	GAAP	Adjustments		Non-GAAP	GAAP	Adjustments		Non-GAAP
Operating income	17,092	12,058	(a)	29,150	25,036	23,011	(a)	48,047
Operating margin	7.5%	5.3%		12.8%	5.7%	5.2%		10.9%
Net income	14,411	10,691	<b>(b)</b>	25,102	19,109	20,516	<b>(b)</b>	39,625
Diluted earnings per share	\$ 0.43			\$ 0.74	\$ 0.56			\$ 1.17
	For the t	hree months en	ded Se	ptember 30,	For the	six months end	ed Sept	tember 30,
	2017	2017		2017	7 2017 2017			2017
	GAAP	Adjustments		Non-GAAP	GAAP	Adjustments		Non-GAAP

**(b)** 

For the three months ended September 30,

10,715

4.7%

9,596

21,481

18,440

\$ 0.54

9.4%

Operating income

Operating margin

Diluted earnings per share

**Net income** 

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32,196

28,036

0.82

14.1%

27,551

24,757

\$ 0.72

6.3%

# Reconciliations of Non-GAAP Financial Measures to Comparable GAAP Measures (Unaudited) (continued)

(In thousands of US dollars, except share, per share amounts and percentages)

	For the three months ended September 30,					For the six months ended September 30,				
(a)	2018 2017			2018			2017			
Adjustments to GAAP operating income										
Stock-based compensation expense	\$	8,022	\$	6,185	\$	14,208	\$	14,237		
Amortization of purchased intangible assets		3,574		3,657		7,534		8,030		
Gain from revaluation of contingent liability		(145)		(870)		(145)		(2,090)		
Acquisition related costs		607		1,743		1,414		2,442		
<b>Total Adjustments to GAAP income from operations:</b>	\$	12,058	\$	10,715	\$	23,011	\$	22,619		
	For the three months ended September 30,				For the six months ended September 30,					
(b)	_	2018	_	2017	2018		_	2017		
Adjustments to GAAP net income										
Stock-based compensation expense	\$	8,022	\$	6,185	\$	14,208	\$	14,237		
Amortization of purchased intangible assets		3,574		3,657		7,534		8,030		
Gain from revaluation of contingent liability and unwinding of discount for contingent liability		(113)		(973)		(46)		(1,392)		
Acquisition related costs		607		1,743		1,414		2,442		
Tax effect of the adjustments		(1,399)		(1,016)		(2,594)		(2,918)		
<b>Total Adjustments to GAAP net income:</b>	\$	10,691	\$	9,596	\$	20,516	\$	20,399		



# Reconciliations of Non-GAAP Financial Measures to Comparable GAAP Measures (Unaudited) (continued)

(In thousands of US dollars, except share, per share amounts and percentages)

		For the the ended Se			For the six months ended September 30,						
	2018			2017		2018		2017			
Net income	\$	14,411	\$	18,440	\$	19,109	\$	24,757			
Adjusted for:											
Interest (income)/ loss		77		(42)		111		(59)			
Unwinding of discount for contingent liability, (income)/											
loss		32		(103)		99		698			
Income tax		2,638		3,284		3,879		4,314			
Depreciation and Amortization		10,969		9,915		21,739		20,645			
EBITDA	\$	28,127	\$	31,494	\$	44,937	\$	50,355			
Adjusted for											
Stock based compensation		8,022		6,185		14,208		14,237			
Gain from revaluation of contingent liability		(145)		(870)		(145)		(2,090)			
Acquisition related costs		607		1,743		1,414		2,442			
Adjusted EBITDA	\$	36,611	\$	38,552	\$	60,414	\$	64,944			



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# Reconciliations of Non-GAAP Forward-looking Financial Measures to Comparable GAAP Forward-looking Measures (Unaudited)

(In thousands of US dollars, except share, per share amounts and percentages)

	Revenue	Months Ended mber 31, 2018 230,000								
	Net income	\$ 9,918								
	Adjusted for:									
	Interest expense and unwinding of discount for contingent liability	40								
	Income tax	1,943								
	Depreciation and Amortization	11,546								
	EBITDA	\$ 23,448			,	Three	Months Ended	ı		
	Adjusted for:					December 31, 2				
	Stock based compensation	7,524		_	GAAP		ljustments		Non-GAAP	
	Change in fair value of contingent consideration	_	Net Income	<u>\$</u>	9,918	<u>\$</u>	10,931	<u>\$</u>	20,849	
	Acquisition related costs	1,158	Diluted Earnings per Share	\$	0.29			\$	0.62	
	Adjusted EBITDA	\$ 32,130								
	Adjusted EBITDA margin	 14.0%								
	Net income	\$ 9,918								
	Adjusted for:	_								
	Stock-based compensation expense	7,524								
	Amortization of purchased Intangible assets	3,869								
	Change in fair value of contingent consideration	_								
	Unwinding of discount rate for contingent liability, loss	30								
	Acquisition related costs	1,158								
	Tax effect of the adjustments	(1,650)								
	Total adjustments to Net income	\$ 10.931								
	Adjusted Net income	\$ 20,849								
	Diluted weighted average ordinary shares outstanding	 33,805,337								
oft.com	Adjusted EPS	\$ 0.62							31	

