

LIMITED REVIEW REPORT

**Review Report to
The Board of Directors of
Kellton Tech Solutions Limited**

1. We have reviewed the accompanying statement of unaudited Consolidated Financial Results of **Kellton Tech Solutions Limited** ("Company") and its subsidiaries (together, the "Group") for the quarter ended June 30, 2021 and year to date from April 1, 2021 to Jun 30, 2021 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("The Regulation")

2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) prescribed under section 133 of Companies Act, 2013, read with relevant rules issued there under and other accounting principles generally accepted in India is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review in accordance with the Standards on Review Engagements (SRE) 2410 – 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

4. The Statement Include the results of the entities as given in the Annexure-1 to this report.

5. Based on our review conducted as above and on consideration of report of other auditors on the unaudited separate quarterly financial results and on other financial information of the components, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in applicable Indian Accounting Standards prescribed under section 133 of Companies Act, 2013, read with relevant rules issued there under and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.




6. We did not review the interim financial results and other financial information of four subsidiaries, whose interim financial results reflect Total Assets of Rs. 44,874.78 Lakhs as at June 30, 2021. Total Revenue of Rs. 17,869.68 Lakhs and Total Net Profit After Tax of Rs. 1,444.91 Lakhs and Total Comprehensive Income of Rs. (0.31) Lakhs for the quarter ended June 30, 2021 as considered in the consolidated unaudited financial results. This interim financial results has been reviewed by other auditor, whose report has been furnished to us by the management and our conclusions on the statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on report of the other auditor and procedures performed by us stated above.

Our Conclusion on the Statement is not modified in respect of the above matter.

For ANANT RAO & MALLIK

Chartered Accountants

FRN : 006266S



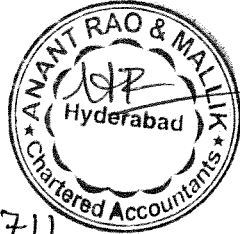
V. ANANT RAO

Partner

M.NO. 022644

UDIN : 21022644

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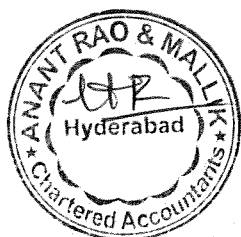
Place : Hyderabad

Date : 14-08-2021

Annexure-I to The Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results

Unaudited Consolidated Financial results for Quarter ended 30/06/2021 include results of the following entities:

| Sl.No | Name of the Entity | Status |
|-------|--|--|
| 1 | Kellton Dbydx Software Private Limited | Wholly Owned Subsidiary |
| 2 | Kellton Tech Inc | Wholly Owned Subsidiary |
| 3 | Kellton Tech Solutions Inc | Wholly Owned Subsidiary |
| 4 | Kellton Tech Limited (Ireland) | Wholly Owned Subsidiary |
| 5 | Evantage Solutions Inc | Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Inc) |
| 6 | Vivos Professionals LLC | Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Inc) |
| 7 | Prosoft Technology Group Inc | Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc) |
| 8 | Cyberworld Solutions Inc | Step Down Subsidiary (Wholly owned subsidiary of Prosoft Technology Group) |
| 9 | Intelligence Inc | Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc) |
| 10 | Kellton Tech (UK) Limited | Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Limited) |
| 11 | Lenmar Consulting Inc | Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc) |
| 12 | SID Computer Group Inc | Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc) |
| 13 | Talent Parents Inc | Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc) |
| 14 | Planet Pro Inc | Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Inc) |
| 15 | Planet Pro Canada Inc | Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited) |
| 16 | Planet Pro Asia Pte Limited | Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited) |
| 17 | Tivix Europe SP Z O O | Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited) |





KELLTON TECH SOLUTIONS LIMITED.

Statement of Unaudited Consolidated Profit and Loss for the quarter June 30th 2021

(All figures in lakh except EPS)

| Particulars | Quarter Ended | | | Year Ended |
|---|---------------------------|-------------------------|---------------------------|-------------------------|
| | 30/06/2021 (Unaudited) | 31/03/2021 (Audited) | 30/06/2020 (Unaudited) | 31/03/2021 (Audited) |
| I. Revenue from Operations | 20,430.56 | 20,831.56 | 18,001.08 | 77,563.21 |
| II. Other Income | 38.16 | 50.20 | 193.88 | 467.49 |
| III. Total Revenue (I+II) | 20,468.72 | 20,881.76 | 18,194.96 | 78,030.70 |
| IV. Expenses | | | | |
| (a) Cost of Materials consumed | 14.88 | 1,112.35 | - | 1,462.14 |
| (b) Purchase of Stock-in-trade | - | - | - | - |
| (c) Changes in inventories or finished goods, work in progress and Stock-in-trade | - | - | - | - |
| (d) Employee benefits Expense | 10,298.33 | 10,263.45 | 9,285.45 | 38,567.52 |
| (e) Finance cost | 285.88 | 259.55 | 396.56 | 1,284.94 |
| (f) Depreciation and Amortization Expense | 275.19 | 270.08 | 328.38 | 1,292.31 |
| (g) Other Expenses | 7,533.10 | 6,534.78 | 6,384.02 | 26,753.48 |
| Total Expenses | 18,407.38 | 18,440.21 | 16,394.41 | 69,360.39 |
| V. Profit/(Loss) before exceptional and extraordinary items and Tax (III-IV) | 2,061.34 | 2,441.55 | 1,800.55 | 8,670.31 |
| VI. Exceptional Items | 0.17 | - | - | 2.37 |
| VII. Profit/(Loss) before extraordinary items and tax (V+VI) | 2,061.51 | 2,441.55 | 1,800.55 | 8,672.68 |
| VIII. Extraordinary Items | - | - | - | - |
| IX. Net Profit/(Loss) before tax (VII-VIII) | 2,061.51 | 2,441.55 | 1,800.55 | 8,672.68 |
| X. Tax expense | | | | |
| 1. Current Tax | 419.09 | 569.74 | 349.48 | 1,565.07 |
| 2. Deferred Tax | 5.00 | 13.75 | 5.00 | 28.75 |
| 3. Earlier Year Tax | - | (33.48) | - | (33.48) |
| XI. Net Profit/(Loss) for the period from continuing operations (IX-X) | 1,637.42 | 1,891.54 | 1,446.07 | 7,112.34 |
| XII. Net Profit/(Loss) for the period from discontinuing operations before tax | - | - | - | - |
| XIII. Tax expense from discontinuing operations | - | - | - | - |
| XIV. Net profit/(Loss) for the period from discontinuing operations after tax (XII-XIII) | - | - | - | - |
| XV. Net Profit/(Loss) for the period (XI+XIV) | 1,637.42 | 1,891.54 | 1,446.07 | 7,112.34 |
| Other Comprehensive Income | | | | |
| A (i) Items that will not be reclassified to profit or loss | - | (3.00) | - | (3.00) |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | - | (0.87) | - | (0.87) |
| B (i) Items that will be reclassified to profit or loss | (0.31) | 119.34 | 11.19 | (32.74) |
| (ii) Income tax relating to items that will be reclassified to profit or loss | - | - | - | - |
| Total Other Comprehensive Income | (0.31) | 115.47 | 11.19 | (36.61) |
| Total comprehensive income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period) | 1,637.11 | 2,007.01 | 1,457.26 | 7,075.73 |





KELLTON TECH SOLUTIONS LIMITED.

| | | | | |
|--|----------|----------|----------|-----------|
| XVI. Earnings Per Equity Share (Before Extra-Ordinary Items) (of Rs. 5 each) (Not annualized) | | | | |
| (a) Basic | 1.70 | 2.08 | 1.51 | 7.34 |
| (b) Diluted | 1.70 | 2.08 | 1.50 | 7.33 |
| XVII. Earnings Per Equity Share (After Extra-Ordinary Items) (of Rs. 5 each)(Not annualized) | | | | |
| (a) Basic | 1.70 | 2.08 | 1.51 | 7.34 |
| (b) Diluted | 1.70 | 2.08 | 1.50 | 7.33 |
| Paid up equity share capital (Face Value of Rs. 5 each). | 4,819.46 | 4,819.12 | 4,819.12 | 4,819.12 |
| Reserve excluding Revaluation reserves as per balance sheet of previous accounting year. | - | - | - | 37,235.08 |

1. Segment Information

| Sr.No | Particulars | Quarter Ended | | Year Ended | |
|-------|---|---------------------------|-------------------------|---------------------------|-------------------------|
| | | 30/06/2021 (Unaudited) | 31/03/2021 (Audited) | 30/06/2020 (Unaudited) | 31/03/2021 (Audited) |
| 1. | Segment Revenue | | | | |
| | Digital Transformation | 16,686.52 | 16,954.00 | 13,872.72 | 61,540.35 |
| | Enterprise Solutions | 2921.57 | 2,670.54 | 3,166.23 | 11,830.44 |
| | Consulting | 822.47 | 1,207.02 | 962.13 | 4,192.42 |
| | Total | 20430.56 | 20,831.56 | 18,001.08 | 77,563.21 |
| 2. | Less: Intersegment revenue | | | | |
| 3. | Net Sales /Income from operations | 20430.56 | 20,831.56 | 18,001.08 | 77,563.21 |
| 4. | Segment results profit / (loss) before tax, interest and depreciation | | | | |
| | Digital Transformation | 5018.55 | 6,128.21 | 5,222.31 | 22,731.01 |
| | Enterprise Solutions | 616.71 | 1,116.68 | 575.35 | 3,284.08 |
| | Consulting | 152.65 | 286.26 | 324.21 | 1,208.87 |
| 5. | Total | 5787.91 | 7,531.15 | 6,121.87 | 27,223.96 |
| | Less: Un allocable Expenses | 3478.85 | 4,880.25 | 4,118.64 | 17,736.20 |
| 6. | Finance Cost | 285.88 | 259.55 | 396.56 | 1,284.94 |
| 7. | Un allocable Income | 38.33 | 50.20 | 193.88 | 469.86 |
| 8. | Total Profit Before Tax | 2061.51 | 2,441.55 | 1,800.55 | 8,672.68 |

Notes:

1. *Assets and liabilities used in the company's business are not identified to any of the reportable segment as these are used interchangeably between segments. The management believes that it is not practicable to provide segment disclosures related to total assets and liabilities since meaningful segregation of the available data is onerous.





KELLTON TECH SOLUTIONS LIMITED.

2. Figures of the corresponding previous periods are regrouped and reclassified wherever considered necessary to correspond with current period's presentation.

3. The Statutory Auditors of the Company have conducted a limited review of the financial results for the quarter ended June 30th, 2021 pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 and have given an unqualified opinion in their report. These financial results have been reviewed by the Audit Committee and thereafter approved by Board of Directors at their respective meetings held on August 14th, 2021 .

4. The figures of the preceding quarter ended March 31, 2021 are the balancing figures between audited figures in respect of the full financial year up to March 31, 2021 and the unaudited published year-to-date figures up to December 31, 2020, being the date of the end of the third quarter of the previous financial year which were subjected to limited review.

5. During the quarter ended June 30, 2021, pursuant to Employees Stock Option Scheme 2013, 6,668 shares were allotted. Consequent to this allotment, the paid-up share capital of the Company has increased from Rs.48,19,12,340 to Rs. 48,19,45,680.

6. The full impact of COVID-19 still remains uncertain and could be different from the estimates considered while preparing these Unaudited Consolidated Financial Results. The Group will continue to closely monitor any material changes to future economic conditions.

7. The Limited Review Report given by Statutory Auditors of the Company is as per the SEBI Circular no. CIR/CFD/CMD1/80/2019 dated July 19, 2019

Place: Hyderabad
Date: 14.08.2021

For **Kellton Tech Solutions Limited**

Niranjan Chintam
Chairman
DIN: 01658591

