

INDEPENDENT AUDITORS' REPORT

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

1. We have Audited the accompanying statement of consolidated financial results of **Kellton Tech Solutions Limited** ("Company") and its subsidiaries (together, the "Group") for the quarter ended Mar 31, 2022 and year to date from April 1, 2021 to Mar 31, 2022 (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 Audit.

3. We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion on the consolidated annual financial results.

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 audit conducted as above and on consideration of report of other auditors on the audited 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 audited 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 audit the interim financial results and other financial information of four subsidiaries, whose interim financial results reflect total assets of Rs. 46,567.35 Lakhs as at Mar 31, 2022. Total revenue of Rs. 17,703.81 Lakhs and Rs. 71,965.18 Lakhs, Total Net Profit after Tax of Rs. 1,549.18 Lakhs and Rs. 5,955.53 Lakhs, Total Comprehensive Income of Rs.1,664.03 Lakhs and Rs. 6,010.05 Lakhs, for the quarter ended Mar 31, 2022 and for the period from April 1, 2021 to Mar 31, 2022, respectively, as considered in the consolidated audited financial results. This interim financial result has been audited by other auditor as on 31st Dec., 2021 and unaudited figures from Jan., 2022 to Mar., 2022, 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 : 22022644AJXFIV5475



Place : Hyderabad

Date : 30-05-2022

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

Audited Consolidated Financial results for Quarter and year ended 31-03-2022 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	Intellipeople Inc	Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc)
9	Kellton Tech (UK) Limited	Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Limited)
10	Lenmar Consulting Inc	Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc)
11	SID Computer Group Inc	Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc)
12	Talent Parents Inc	Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc)
13	Planet Pro Inc	Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Inc)
14	Planet Pro Canada Inc	Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited)
15	Planet Pro Asia Pte Limited	Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited)
16	Tivix Europe SP Z O O	Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited)





KELLTON TECH SOLUTIONS LIMITED.

Statement of Audited Consolidated Profit and Loss for the quarter and Year ended March 31st, 2022

(All figures in lakh except EPS)

Particulars	Quarter Ended			Year Ended	
	31/03/2022 (Audited)	31/12/2021 (Unaudited)	31/03/2021 (Audited)	31/03/2022 (Audited)	31/03/2021 (Audited)
I. Revenue from Operations	21,036.39	21,925.78	20,831.56	84,267.12	77,563.21
II. Other Income	17.12	47.36	50.20	119.71	467.49
III. Total Revenue (I+II)	21,053.51	21,973.14	20,881.76	84,386.83	78,030.70
IV. Expenses					
(a) Cost of Materials consumed	(557.57)	362.57	1,112.35	246.19	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	11,070.87	10,856.91	10,263.45	43,036.22	38,567.52
(e) Finance cost	317.62	290.49	259.55	1,155.29	1,284.94
(f) Depreciation and Amortization Expense	251.28	293.77	270.08	1,093.43	1,292.31
(g)Other Expenses	7,943.00	8,111.70	6,534.78	30,511.59	26,753.48
Total Expenses	19,025.20	19,915.44	18,440.21	76,042.72	69,360.39
V. Profit/(Loss) before exceptional and extraordinary items and Tax (III-IV)	2,028.31	2,057.70	2,441.55	8,344.11	8,670.31
VI. Exceptional Items	1.10	-	-	1.21	2.37
VII. Profit/(Loss) before extraordinary items and tax (V-VI)	2,029.41	2,057.70	2,441.55	8,345.32	8,672.68
VIII. Extraordinary Items	-	-	-	-	-
IX. Net Profit/(Loss) before tax (VII-VIII)	2,029.41	2,057.70	2,441.55	8,345.32	8,672.68
X. Tax expense					
1.Current Tax	188.69	272.67	569.74	1,327.83	1,565.07
2. Deferred Tax	(9.68)	5.00	13.75	5.32	28.75
3.Earlier Year Tax	(32.35)	-	(33.48)	(32.35)	(33.48)
XI. Net Profit/(Loss) for the period from continuing operations (IX-X)	1,882.75	1,780.03	1,891.54	7,044.52	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)	1,882.75	1,780.03	1,891.54	7,044.52	7,112.34
Other Comprehensive Income					
A (i) Items that will not be reclassified to profit or loss	22.61	-	(3.00)	22.61	(3.00)
(ii) Income tax relating to items that will not be reclassified to profit or loss	6.58	-	(0.87)	6.58	(0.87)
B (i) Items that will be reclassified to profit or loss	114.84	(81.56)	119.34	54.52	(32.74)
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
Total Other Comprehensive Income	144.03	(81.56)	115.47	83.71	(36.61)
Total comprehensive income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the	2,026.78	1,698.47	2,007.01	7,128.23	7,075.73



Plot No. 404-405, 4th Floor, iLABS Centre, Udyog Vihar, Phase III, Gurugram, Haryana - 122016, (India),

Ph:+91-124-4698900, Extn: 917, Fax: +91-124-4698949 / E-mail:info@kelltontech.com

Regd. Office: Plot No. 1367, Road No: 45, Jubilee Hills, Hyderabad-500033, T.G. India Ph:+91-40-44333000, Fax: +91-40-23552358

CIN : L72200TG1993PLC016819



KELLTON TECH SOLUTIONS LIMITED.

period)					
XVI. Earnings Per Equity Share (Before Extra-Ordinary Items) (of Rs. 5 each) (Not annualized)					
(a) Basic	2.10	1.76	2.08	7.39	7.34
(b) Diluted	2.10	1.76	2.08	7.39	7.33
XVII. Earnings Per Equity Share (After Extra-Ordinary Items) (of Rs. 5 each)(Not annualized)					
(a) Basic	2.10	1.76	2.08	7.39	7.34
(b) Diluted	2.10	1.76	2.08	7.39	7.33
Paid up equity share capital (Face Value of Rs. 5 each).	4,824.79	4,822.99	4,819.12	4,824.79	4,819.12
Reserve excluding Revaluation reserves as per balance sheet of previous accounting year.	-	-	-	43,042.94	37,235.08

1. Segment Information

Sr.No	Particulars	Quarter Ended		Year Ended		
		31/03/2022 (Audited)	31/12/2021 (Unaudited)	31/03/2021 (Audited)	31/03/2022 (Audited)	31/03/2021 (Audited)
1.	Segment Revenue					
	Digital Transformation	17,236.50	17,931.17	16,954.00	68,918.42	61,540.35
	Enterprise Solutions	2,956.06	3,109.27	2,670.54	11,948.99	11,830.44
	Consulting	843.83	885.34	1,207.02	3,399.71	4,192.42
	Total	21,036.39	21,925.78	20,831.56	84,267.12	77,563.21
2.	Less: Intersegment revenue					
3.	Net Sales /Income from operations	21,036.39	21,925.78	20,831.56	84,267.12	77,563.21
4.	Segment results profit / (loss) before tax, interest and depreciation					
	Digital Transformation	5,132.37	5,706.30	6,128.21	21,342.74	22,731.01
	Enterprise Solutions	591.96	669.09	1,116.68	2,520.86	3,284.08
	Consulting	187.05	198.52	286.26	731.59	1,208.87
5.	Total	5,911.38	6,573.91	7,531.15	24,595.19	27,223.96
	Less: Un allocable Expenses	3,582.57	4,273.08	4,880.25	15,215.50	17,736.20
6.	Finance Cost	317.62	290.49	259.55	1,155.29	1,284.94
7.	Un allocable Income	18.22	47.36	50.20	120.92	469.86
8.	Total Profit Before Tax	2,029.41	2,057.70	2,441.55	8,345.32	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.

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





KELLTON TECH SOLUTIONS LIMITED.

3. The figures of the quarter ended March 31, 2022 are the balancing figures between audited figures in respect of the full financial year up to March 31, 2022 and the unaudited published year-to-date figures up to December 31, 2021, being the date of the end of the third quarter of the previous financial year which were subjected to limited review.

4. The Statutory Auditors of the Company have conducted an audit of the financial results for the quarter and year ended March 31, 2022 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 May 30, 2022.

4. The Company has evaluated the likely impact of the Covid-19 on the overall business of the Company. The impact of the pandemic has been minimal and mitigated with prudent policies adopted by the company, with a strong focus on the Digital Transformation segment targeting specific industry segments for growth. The Company was impacted during Q1 & Q2 of FY 21-22 due to the ongoing pandemic, during this challenging time the company has been able to retain existing clients and add new clients during Q3 & Q4 of FY 21-22. The Company as at the date of the approval of these financials has used various available sources of information to analyze the carrying amount of its financial assets and exposures. The impact of COVID -19 on the Company's financial statements may differ from the estimate as on the date of the approval of the financial statements.

Place: Hyderabad
Date: 30.05.2022

For Kellton Tech Solutions Limited


Niranjana Chintam
Chairman
DIN: 01658591





KELLTON TECH SOLUTIONS LIMITED.

Kellton Tech Solutions Limited Consolidated Statement of Assets and Liabilities

S.No	Particulars	Rs. in Lacs	Rs. in Lacs
		31.03.2022	31.03.2021
		Audited	Audited
1	ASSETS		
	Non-current assets		
	Property, Plant and Equipment	1,047.18	1,002.25
	Capital work-in-progress	-	-
	Right to use assets	667.20	606.81
	Goodwill	15,293.26	16,154.42
	Other Intangible assets	2,891.51	2,882.93
	Financial Assets		
	(i) Investments	-	-
	(ii) Loans	-	-
	(iii) Others	73.72	79.22
	Deferred tax assets (net)	-	-
	Other non-current assets	957.74	1,183.74
	Total Non-Current Assets	20,930.61	21,909.37
2	Current assets		
	Inventories	1.20	1.20
	Financial Assets		
	(i) Trade receivables	22,260.13	20,584.85
	(ii) Cash and cash equivalents	2,481.53	3,881.75
	(iii) Loans	-	-
	Others financial assets	16,291.15	11,319.49
	Current Tax Assets (Net)	-	-
	Other current assets	5,235.56	5,492.70
	Total Current Assets	46,269.57	41,279.99
	Total Assets	67,200.18	63,189.36
	EQUITY AND LIABILITIES		
	Equity Share capital	4,824.79	4,819.12
	Other Equity	43,042.94	37,235.08
	Total Equity	47,867.73	42,054.20





KELLTON TECH SOLUTIONS LIMITED.

LIABILITIES			
1	Non-current liabilities		
	Financial Liabilities		
(i)	Borrowings	1,323.45	2,265.44
(ii)	Provisions	344.64	301.93
(iii)	Other non-current liabilities	137.23	168.15
(iv)	Other financial liabilities	880.28	947.27
	Lease Liabilities	757.39	796.51
	Deferred Tax Liabilities	236.05	225.62
	Total Non-Current Liabilities	3,679.04	4,704.92
2	Current liabilities		
	Financial Liabilities		
(i)	Borrowings	9,178.23	6,489.05
(ii)	Trade payables	1,512.98	1,617.33
(iii)	Other financial liabilities	972.36	1,366.12
	Other current liabilities	1,124.35	1,067.16
	Provisions	2,551.02	4,124.96
	Current Tax Liabilities (Net)	314.47	1,765.62
	Total Current Liabilities	15,653.41	16,430.24
	Total Equity and Liabilities	67,200.18	63,189.36

Place: Hyderabad
Date: 30.05.2022

For Kellton Tech Solutions Limited



Niranjana Chintam
Chairman
DIN: 01658591



KELLTON TECH SOLUTIONS LIMITED.

KELLTON TECH SOLUTIONS LIMITED AUDITED CONSOLIDATED STATEMENT OF CASH FLOW

(In Lakh)

	For the Year ended	
	March 31'2022	March 31'2021
Cash flow from Operating Activities		
Profit for the Period	8,345.32	8,672.69
Adjustments for :		
Depreciation and amortization expense	1,093.43	1,292.31
Expense on employee stock based compensation	(73.75)	15.91
Allowance for doubtful debt	(17.86)	-
Bad Debts	687.44	459.28
Finance costs	1,155.29	1,284.94
Foreign currency translation	54.52	(32.74)
Profit on disposal of property, plant and equipment	1.21	2.37
Changes in operating assets and liabilities		
Trade receivables	(2,344.86)	(785.44)
Other assets	(4,483.03)	2,734.32
Trade payables	(104.35)	(2,306.19)
Other liabilities	26.26	(917.63)
Provisions	(1,531.22)	(362.18)
Net cash provided by operating activities before taxes	2,808.40	10,057.64
Income taxes paid	(2,741.53)	(2,107.42)
Net cash provided by operating activities	66.87	7,950.22
Cash flow from investing activities		
Purchase of property, plant and equipment	(1,208.54)	(573.94)
Goodwill and capital reserve	861.16	6,412.21
Earnout payments-(net)	(66.99)	(2,684.64)
Net cash (used in)or provided by investing activities	(414.37)	3,153.63
Cash flow from financing activities		
Issue of share capital (net of issue expenses paid)	32.55	-
Finance costs paid	(1,155.29)	(1,284.94)
Change in loans and borrowings	1,353.43	(1,503.51)
Changes in Reserves	(1,244.32)	(6,676.33)
Repayment of Lease Liabilities	(39.09)	(752.38)
Net cash used in financing activities	(1,052.72)	(10,217.16)
Net increase in cash and cash equivalents	(1,400.22)	886.69
Cash and cash equivalents including bank balances other than cash and cash equivalent at the beginning of the period	3,881.75	2,995.06
Cash and cash equivalents including bank balances other than cash and cash equivalent at the end of the period	2,481.53	3,881.75

Place : Hyderabad

Date : 30-05-2022

For Kellton Tech Solutions Limited

Niranjan Chintam
Chairman
DIN : 01658591

