

| The General Manager,                     | The Manager,                          |
|--|---------------------------------------|
| Listing Department,                      | Listing Department,                   |
| BSE Limited,                             | National Stock Exchange of India Ltd, |
| 1 <sup>st</sup> Floor, New Trading Wing, | Exchange Plaza,                       |
| Rotunda Building, P.J. Towers,           | Bandra Kurla Complex, Bandra (East),  |
| Dalal Street Fort, Mumbai-400001         | Mumbai – 400051                       |
| Scrip Code: 519602                       | Scrip Code: KELLTONTEC                |

#### Dear Sir/Madam,

### Sub: Outcome of the Board Meeting held on Friday November 10, 2023 under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["Listing Regulations"]

The Board of Directors of the Company at its meeting held on November 10, 2023, which commenced at 05:00 P.M. and concluded at 06:00 P.M. has, inter-alia, considered and approved the following businesses:

- 1. Considered and approved the Unaudited (Consolidated & Standalone) Financial Results for the Quarter and Half Year ended September 30, 2023
- 2. Considered Limited Review Report (Consolidated & Standalone) dated November 10, 2023, issued by Statutory Auditor of the Company for the period ended September 30, 2023.

This is for your information and records.

Thanking You, Yours faithfully, For Kellton Tech Solutions Limited

Rahul Jain Company Secretary and Compliance Officer

Kellton Tech Solutions Ltd., Regd. Office: Plot No. 1367, Road No. 45, Jubilee Hills, Hyderabad-500033, Telangana, India<br/>Tel: +91-40-44333000 Fax: +91-40-23552358 Email: info@kellton.comWebsite: www.kellton.comKellton Tech Solutions Ltd., Plot No. 404-405, 6th Floor, iLABS Centre, Udyog Vihar, Phase III, Gurugram-122016, Haryana, India<br/>Tel: +91-124-4698900 Fax: +91-124-4698949 CIN: L72200TG1993PLC016819

То



## ANANT RAO & MALLIK Chartered Accountants

# B-409 / 410, Kushal Towers, Khairatabad, Hyderabad-500004.

Phone: 040-23320286

E-mail : armcas@gmail.com

## 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 September 30, 2023 and year to date from April 1, 2023 to September 30, 2023 (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. 40,061.50 Lakhs as at September 30, 2023. Total Revenue of Rs. 19,910.15 Lakhs and Rs. 40,476.14 Lakhs, Total Net Profit after Tax of Rs. 1,373.57 Lakhs and Rs. 2,603.54 Lakhs, Total Comprehensive Income of Rs. 1,444.73 Lakhs and Rs. 2,618.39 Lakhs, for the quarter ended September 30, 2023 and for the period from April 1, 2023 to September 30, 2023, respectively as considered in the consolidated unaudited financial results. These interim financial results have been certified 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 the certification of the management 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 : 23022644BGUPVZ6481

Place: Hyderabad Date: 10-11-2023



## 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 30-09-2023 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<br>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<br>Tech Limited)       |
| 15    | Planet Pro Asia Pte Limited            | Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited)          |
| 16    | Kellton Poland SP Z O O                | Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited)          |





### Statement of Unaudited Consolidated Profit and Loss for the quarter and Six months ended September 30<sup>th</sup>, 2023

| Particulars         I. Revenue from Operations         II. Other Income         III. Total Revenue (I+II)         IV. Expenses         (a) Cost of Materials consumed         (b) Purchase of Stock-in-trade         (c) Changes in inventories or finished goods, | 30/09/2023<br>(Unaudited)<br>24,058.06<br>43.51<br>24,101.57<br>-<br>- | Quarter Ended<br>30/06/2023<br>(Unaudited)<br>24,902.76<br>48.51<br>24,951.27 | 30/09/2022<br>(Unaudited)<br>22,718.52<br>66.44<br>22,784.96 | Six Mont<br>30/09/2023<br>(Unaudited)<br>48,960.82<br>92.02 | hs Ended<br>30/09/2022<br>(Unaudited)<br>44,374.12   | Year Ended<br>31/03/2023<br>(Audited)<br>91,732.58 |
|--|--|---|--|---|--|--|
| II. Other Income         III. Total Revenue (I+II)         IV. Expenses         (a) Cost of Materials consumed         (b) Purchase of Stock-in-trade  | (Unaudited)<br>24,058.06<br>43.51<br>24,101.57<br>-                    | (Unaudited)<br>24,902.76<br>48.51   | <b>(Unaudited)</b><br>22,718.52<br>66.44                     | (Unaudited)<br>48,960.82                                    | (Unaudited)  | (Audited)  |
| II. Other Income         III. Total Revenue (I+II)         IV. Expenses         (a) Cost of Materials consumed         (b) Purchase of Stock-in-trade  | 24,058.06<br>43.51<br><b>24,101.57</b>                                 | 24,902.76<br>48.51  | 22,718.52<br>66.44   | 48,960.82   |  |  |
| II. Other Income         III. Total Revenue (I+II)         IV. Expenses         (a) Cost of Materials consumed         (b) Purchase of Stock-in-trade  | 43.51<br><b>24,101.57</b>  | 48.51   | 66.44  |   | 44,374.12  | 91 732 58  |
| III. Total Revenue (I+II)         IV. Expenses         (a) Cost of Materials consumed         (b) Purchase of Stock-in-trade   | 24,101.57  |   |  | 92.02   |  | , 1,, 52.50  |
| IV. Expenses         (a) Cost of Materials consumed         (b) Purchase of Stock-in-trade   | -  | 24,951.27   | 22,784.96  |   | 98.13  | 222.48   |
| (a) Cost of Materials consumed<br>(b) Purchase of Stock-in-trade   |  |   |  | 49,052.84   | 44,472.25  | 91,955.06  |
| (b) Purchase of Stock-in-trade   |  |   |  |   |  |  |
| (b) Purchase of Stock-in-trade   | -  | -   | 3.30   | -   | 3.30   | 32.54  |
|  |  | -   | -  | -   | -  | -  |
| (c) changes in inventories or minimed goods,   | -  | -   | -  | -   | -  | -  |
| work in progress and Stock- in- trade  |  |   |  |   |  |  |
| (d) Employee benefits Expense  | 10,318.18  | 12,271.91   | 10,687.51  | 22,590.09   | 21,919.67  | 46,356.86  |
| (e) Finance cost   | 449.28   | 436.47  | 269.62   | 885.75  | 520.87   | 1,143.95   |
| (f) Depreciation and Amortization Expense  | 361.00   | 403.08  | 320.30   | 764.08  | 625.32   | 1,446.01   |
| (g) Other Expenses   | 11,099.59  | 9,884.21  | 9,494.35   | 20,983.80   | 17,399.43  | 35,995.98  |
|  | 22,228.05  | 22,995.67   | 20,775.08  | 45,223.72   | 40,468.59  | 84,975.34  |
| Total Expenses   |  |   |  |   |  |  |
| V. Profit/(Loss) before exceptional and extraordinary items and Tax (III-IV)   | 1,873.52   | 1,955.60  | 2,009.88   | 3,829.12  | 4,003.66   | 6,979.72   |
| VI. Exceptional Items  | -  | -   | 2.88   | -   | 2.88   | (18,407.12)  |
| VII. Profit/(Loss) before extraordinary items and tax (V-VI)   | 1,873.52   | 1,955.60  | 2,012.76   | 3,829.12  | 4,006.54   | (11,427.40)  |
| VIII. Extraordinary Items  | -  | -   | -  | -   | -  |  |
| IX. Net Profit/(Loss) before tax (VII-VIII)  | 1,873.52   | 1,955.60  | 2,012.76   | 3,829.12  | 4,006.54   | (11,427.40)  |
| X. Tax expense   | 2,070102   | 2,700,000   |  | 0,027.122   | 1,000101   | (11)12/110)  |
| 1.Current Tax  | 215.54   | 408.84  | 327.56   | 624.38  | 689.96   | 1,285.71   |
| 2. Deferred Tax  | 5.00   | 5.00  | 5.00   | 10.00   | 10.00  | (24.65)  |
| 3.Earlier Year Tax   | 5.00   | 5.00  | (3.23)   | 10.00   | (3.23)   | (7.57)   |
|  | 1,652.98   | 1,541.76  |  | 3,194.74  | the state of the second s |  |
| XI. Net Profit/(Loss) for the period from<br>continuing operations (IX-X)  | 1,052.90   | 1,541.70  | 1,683.43   | 3,194.74  | 3,309.81   | (12,680.89)  |
| 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<br>discontinuing operations after tax (XII-<br>XIII)   | -  | -   | -  | -   | -  | -  |
| XV. Net Profit/(Loss) for the period<br>(XI+XIV)   | 1,652.98   | 1,541.76  | 1,683.43   | 3,194.74  | 3,309.81   | (12,680.89)  |
| Other Comprehensive Income   |  |   |  |   |  |  |
| A (i) Items that will not be reclassified to profit<br>or loss   | -  | -   | -  | -   | -  | (19.70)  |
| (ii) Income tax relating to items that will not<br>be reclassified to profit or loss   | -  | -   | -  | -   | -  | (5.73)   |
| B (i) Items that will be reclassified to profit or loss  | 71.15  | (56.30)   | 63.78  | 14.85   | 165.06   | (382.22)   |
| (ii) Income tax relating to items that will be reclassified to profit or loss  | -  | -   | -  | -   | -  | -  |
| Total Other Comprehensive Income   | 71.15  | (56.30)   | 63.78  | 14.85   | 165.06   | (407.65)   |
| Total comprehensive income for the<br>period (Comprising Profit (Loss) and<br>Other Comprehensive Income for the   | 1,724.13   | 1,485.46  | 1,747.21   | 3,209.59  | 3,474.87   | (13,088.54)  |



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| XVI. Earnings Per Equity Share (Before<br>Extra-Ordinary Items) (of Rs. 5 each) |          | ъ.       |          | 8        | 2        |           |
|---|----------|----------|----------|----------|----------|-----------|
| (Not annualized)  |          |          |          |          | 0.10     | (10 5 ()  |
| (a) Basic   | 1.78     | 1.54     | 1.81     | 3.32     | 3.60     | (13.56)   |
| (b) Diluted   | 1.78     | 1.54     | 1.81     | 3.32     | 3.60     | (13.53)   |
| XVII. Earnings Per Equity Share (After  |          |          |          |          |          |           |
| Extra-Ordinary Items) (of Rs. 5 each)(Not                                       |          |          |          |          |          |           |
| annualized)   |          |          |          |          |          |           |
| (a) Basic   | 1.78     | 1.54     | 1.81     | 3.32     | 3.60     | (13.56)   |
| (b) Diluted   | 1.78     | 1.54     | 1.81     | 3.32     | 3.60     | (13.53)   |
| Paid up equity share capital (Face Value of                                     | 4,826.54 | 4,826.54 | 4,824.79 | 4,826.54 | 4,824.79 | 4,826.54  |
| Rs. 5 each).  |          |          |          |          |          |           |
| Reserve excluding Revaluation reserves as                                       | -        | -        | -        | -        | -        | 32,475.68 |
| per balance sheet of previous accounting  |          |          |          |          |          |           |
| year.   |          |          |          |          |          |           |

### **1. Segment Information**

| Sr.No | Particulars  |             | Quarter Ended |             | Six Mont    | hs Ended    | Year Ended  |
|-------|--|-------------|---------------|-------------|-------------|-------------|-------------|
|       |  | 30/09/2023  | 30/06/2023    | 30/09/2022  | 30/09/2023  | 30/09/2022  | 31/03/2023  |
|       |  | (Unaudited) | (Unaudited)   | (Unaudited) | (Unaudited) | (Unaudited) | (Audited)   |
| 1.    | Segment Revenue  |             |               |             |             |             |             |
|       | Digital<br>Transformation  | 19,733.87   | 20,418.46     | 18,616.36   | 40,152.33   | 36,363.54   | 75,179.52   |
|       | Enterprise Solutions   | 3,399.96    | 3,515.54      | 3,205.77    | 6,915.50    | 6,243.85    | 12,923.38   |
|       | Consulting   | 924.23      | 968.76        | 896.39      | 1,892.99    | 1,766.73    | 3,629.68    |
|       | Total  | 24,058.06   | 24,902.76     | 22,718.52   | 48,960.82   | 44,374.12   | 91,732.58   |
| 2.    | Less: Intersegment<br>revenue  |             |               |             |             |             |             |
| 3.    | Net Sales /Income<br>from operations   | 24,058.06   | 24,902.76     | 22,718.52   | 48,960.82   | 44,374.12   | 91,732.58   |
| 4.    | Segment results profit<br>/ (loss) before tax,<br>interest and<br>depreciation |             |               |             |             |             |             |
|       | Digital<br>Transformation  | 6,358.97    | 6,242.53      | 5,408.65    | 12,601.50   | 10,467.65   | 22,164.72   |
|       | Enterprise Solutions   | 770.88      | 748.96        | 626.89      | 1,519.84    | 1,213.02    | 2,589.41    |
|       | Consulting   | 200.50      | 201.63        | 187.83      | 402.13      | 369.33      | 755.96      |
| 5.    | Total  | 7,330.35    | 7,193.12      | 6,223.37    | 14,523.47   | 12,050.00   | 25,510.09   |
|       | Less: Un allocable<br>Expenses   | 5,051.06    | 4,849.56      | 4,010.31    | 9,900.62    | 7,623.60    | 17,608.90   |
| 6.    | Finance Cost   | 449.28      | 436.47        | 269.62      | 885.75      | 520.87      | 1,143.95    |
| 7.    | Un allocable Income  | 43.51       | 48.51         | 69.32       | 92.02       | 101.01      | 230.27      |
| 8.    | Exceptional Items  | -           | -             | -           | -           | -           | 18,414.91   |
| 9.    | Total Profit Before<br>Tax   | 1,873.52    | 1,955.60      | 2,012.76    | 3,829.12    | 4,006.54    | (11,427.40) |

#### 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.



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3. The Statutory Auditors of the Company have conducted a limited review of the financial results for the quarter and six months ended September 30<sup>th</sup>, 2023 pursuant to the requirement of Regulation 33of 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 November 10<sup>th</sup>, 2023.

4. 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: 10.11.2023

For Kellton Tech Solutions Limited HYD Niranjan Chintam Chairman DIN: 01658591 0

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|      |                                   |                                 | Rs. in Lacs | Rs. in Lacs<br>31.03.2023 |  |
|------|-----------------------------------|---------------------------------|-------------|---------------------------|--|
| S.No |                                   | Particulars                     | 30.09.2023  |                           |  |
|      |                                   |                                 | Un-Audited  | Audited                   |  |
| 1    | ASSI                              | ETS                             |             |                           |  |
|      | Non                               | -current assets                 |             |                           |  |
|      | -                                 | erty, Plant and Equipment       | 837.07      | 965.17                    |  |
|      | -                                 | tal work-in-progress            | -           |                           |  |
|      | 0                                 | t to use assets                 | 836.35      | 1,133.14                  |  |
|      | Good                              | dwill                           | 1,150.32    | 1,150.32                  |  |
|      | Othe                              | r Intangible assets             | 3,347.53    | 3,133.44                  |  |
|      | Fina                              | ncial Assets                    |             |                           |  |
|      | ( <i>i</i> )                      | Investments                     | -           |                           |  |
|      | <i>(ii)</i>                       | Loans                           | -           |                           |  |
|      | (iii)                             | Others                          | 127.40      | 86.9                      |  |
|      | Defe                              | rred tax assets (net)           | -           |                           |  |
|      | Othe                              | r non-current assets            | 942.41      | 1,027.9                   |  |
|      |                                   | <b>Total Non-Current Assets</b> | 7,241.08    | 7,497.04                  |  |
| 2    | Curr                              | rent assets                     |             |                           |  |
|      | Inve                              | ntories                         | -           |                           |  |
|      | Fina                              | ncial Assets                    |             |                           |  |
|      | ( <i>i</i> )                      | Trade receivables               | 27,424.73   | 25,662.6                  |  |
|      | <i>(ii)</i>                       | Cash and cash equivalents       | 3292.00     | 2,982.7                   |  |
|      | (iii)                             | Loans                           | -           |                           |  |
|      | Othe                              | ers financial assets            | 19,131.24   | 17,850.92                 |  |
|      | Curr                              | ent Tax Assets (Net)            | 833.50      | 485.82                    |  |
|      | Othe                              | r current assets                | 5,220.46    | 5,170.2                   |  |
|      | Total Current Assets Total Assets |                                 | 55,901.93   | 52,152.39                 |  |
|      |                                   |                                 | 63,143.01   | 59,649.43                 |  |
|      | EQU                               | ITY AND LIABILITIES             |             |                           |  |
|      | Equi                              | ty Share capital                | 4,826.54    | 4,826.54                  |  |
|      | Othe                              | r Equity                        | 35,810.91   | 32,475.68                 |  |
|      | Tota                              | l Equity                        | 40,637.45   | 37,302.22                 |  |

## Kellton Tech Solutions Limited Consolidated Statement of Assets and Liabilities

Kellton Tech Solutions Ltd., Regd. Office: Plot No. 1367, Road No. 45, Jubilee Hills, Hyderabad-500033, Telangana, India Tel: +91-40-44333000 Fax: +91-40-23552358 Email: info@kellton.com Websitewww.kellton.com Kellton Tech Solutions Ltd., Plot No. 404-405, 6th Floor, iLABS Centre, Udyog Vihar, Phase III, Gurugram-122016, Haryana, India Tel: +91-124-4698900 Fax: +91-124-4698949 CIN: L72200TG1993PLC016819

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|   | LIAE                     | BILITIES                      |           |           |  |
|---|--------------------------|-------------------------------|-----------|-----------|--|
| 1 | Non-current liabilities  |                               | · · ·     |           |  |
|   | Financial Liabilities    |                               |           |           |  |
|   | ( <i>i</i> )             | Borrowings                    | 3,825.20  | 4,256.25  |  |
|   | <i>(ii)</i>              | Provisions                    | 426.11    | 452.88    |  |
|   | (iii)                    | Other non-current liabilities | 17.43     | 35.22     |  |
|   | <i>(iv)</i>              | Other financial liabilities   | 24.91     | 18.80     |  |
|   | Leas                     | e Liabilities                 | 934.71    | 1,243.05  |  |
|   | Deferred Tax Liabilities |                               | 186.24    | 181.32    |  |
|   | Tota                     | l Non-Current Liabilities     | 5,414.60  | 6,187.52  |  |
| 2 | Curi                     | ent liabilities               |           |           |  |
|   | Fina                     | ncial Liabilities             |           |           |  |
|   | ( <i>i</i> )             | Borrowings                    | 10,426.91 | 9,274.68  |  |
|   | <i>(ii)</i>              | Trade payables                | 1,980.02  | 2,013.97  |  |
|   | (iii)                    | Other financial liabilities   | 1,525.07  | 1,425.52  |  |
|   | Othe                     | er current liabilities        | 1,051.16  | 1,177.33  |  |
|   | Provisions               |                               | 2,107.80  | 2,268.19  |  |
|   | Cur                      | rent Tax Liabilities (Net)    | -         | -         |  |
|   | Tota                     | l Current Liabilities         | 17,090.96 | 16,159.69 |  |
|   | Tota                     | l Equity and Liabilities      | 63,143.01 | 59,649.43 |  |

Place: Hyderabad Date: 10.11.2023 For Kellton Tech Solutions Limited

Niranjan Chintam Chairman DIN: 01658591



| Unaudited Consolidated Stateme  |                   | ( In Lakh)  |
|---|-------------------|-------------|
|   | Half Yearly Ended | Year Ended  |
|   | 30.09.2023        | 31.03.2023  |
|   | (Un-Audited)      | (Audited)   |
| Cash flow from Operating Activities                                   |                   |             |
| Profit for the Period   | 3,829.11          | (11,427.40) |
| Adjustments for :   |                   |             |
| Depreciation and amortization expense                                 | 764.08            | 1,446.01    |
| Expense on employee stock based compensation                          | 27.02             | 35.60       |
| Bad Debts   | -                 | 75.92       |
| Finance costs   | 885.75            | 1,143.95    |
| Foreign currency translation  | 14.85             | (382.22)    |
| Profit on disposal of property, plant and equipment                   | -                 | 7.79        |
| Good will Write-off   | -                 | 18,414.91   |
| Changes in operating assets and liabilities                           |                   |             |
| Trade receivables   | (1,762.12)        | (3,478.40)  |
| Other assets  | (1,285.32)        | (1,576.81)  |
| Trade payables  | (33.95)           | 500.99      |
| Other liabilities   | (143.96)          | (49.02)     |
| Provisions  | (187.16)          | (174.59)    |
| Net cash provided by operating activities before taxes                | 2,108.30          | 4,536.73    |
| Income taxes paid   | (977.14)          | (2,108.50)  |
| Net cash provided by operating activities                             | 1,131.16          | 2,428.23    |
| Cash flow from investing activities                                   |                   |             |
| Purchase of property, plant and equipment                             | (553.28)          | (2,079.67)  |
| Goodwill and capital reserve  | (37.10)           | 133.97      |
| Earnout payments-(net)  | 43.20             | (5,267.42)  |
| Net cash (used in)or provided by investing activities                 | (547.18)          | (7,213.12)  |
| Cash flow from financing activities                                   |                   |             |
| Proceeds from Issue of share capital under ESOP scheme                | -                 | 9.47        |
| Finance costs paid  | (885.75)          | (1,143.95)  |
| Change in loans and borrowings  | 820.73            | 3,482.41    |
| Changes in Reserves   | 98.63             | 2,452.54    |
| Repaymet of Lease Liabilties  | (308.34)          | 485.63      |
| Net cash used in financing activities                                 | (274.73)          | 5,286.10    |
| Net increase in cash and cash equivalents                             | 309.25            | 501.21      |
| Cash and cash equivalents including bank balances other than cash and |                   |             |
| cash equivalent at the beginning of the period                        | 2,982.75          | 2,481.54    |
| Cash and cash equivalents including bank balances other than cash     | 2 202 00          | 2 002 75    |
| and cash equivalent at the end of the period                          | 3,292.00          | 2,982.75    |

### **KELLTON TECH SOLUTIONS LIMITED** Unaudited Consolidated Statement of Cash Flow

Place : Hyderabad Date : 10.11.2023

For Kellton Tech Solutions Limited Niranjan Chintam Hyr Chairman 1 DIN: 01658591 × 0



## ANANT RAO & MALLIK Chartered Accountants

# B-409 / 410, Kushal Towers, Khairatabad, Hyderabad-500004.

Phone: 040-23320286

E-mail: armcas@gmail.com

### **Limited Review Report**

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

- 1. We have reviewed the accompanying statement of unaudited standalone financial results of Kellton Tech Solutions Limited ("Company") for the quarter ended September 30, 2023 and year to date from April 1, 2023 to September 30, 2023 (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"). This statement 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.
- 2. 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.
- **3.** Based on our review conducted as above, 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 the applicable Indian Accounting Standards prescribed under section 133 of the 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.

### For ANANT RAO & MALLIK

Chartered Accountants FRN : 006266S

V. ANANT RAO Partner M.No. : 022644 UDIN : 23022644BGUPVY9563

Place : Hyderabad Date : 10-11-2023



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### Statement of un-audited Standalone Profit and Loss for the quarter and six months ended September 30<sup>th</sup> 2023

|  |                           |                           |                           | (All fig                  | gures in lakh excer       | ot EPS)                 |
|--|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|-------------------------|
| Particulars  |                           | Quarter Ended             |                           | Six Month                 | ns Ended                  | Year Ended              |
|  | 30/09/2023<br>(Unaudited) | 30/06/2023<br>(Unaudited) | 30/09/2022<br>(Unaudited) | 30/09/2023<br>(Unaudited) | 30/09/2022<br>(Unaudited) | 31/03/2023<br>(Audited) |
| I. Revenue from Operations   | 4,167.79                  | 4,363.30                  | 4,195.72                  | 8,531.09                  | 7,955.19                  | 17,085.40               |
| II. Other Income   | 23.62                     | 21.98                     | 66.38                     | 45.60                     | 98.01                     | 222.48                  |
| III. Total Revenue (I+II)  | 4,191.41                  | 4,385.28                  | 4,262.10                  | 8,576.69                  | 8,053.20                  | 17,307.88               |
| IV. Expenses   |                           |                           |                           |                           |                           |                         |
| (a) Cost of Materials consumed   | -                         | -                         | 3.30                      | -                         | 3.30                      | 32.54                   |
| (b) Purchase of Stock-in-trade   | -                         | -                         | -                         | -                         | -                         | -                       |
| (c) Changes in inventories or finished<br>goods, work in progress and Stock-<br>in- trade                                | -                         | -                         | -                         | -                         | -                         | -                       |
| (d) Employee benefits Expense  | 2,719.63                  | 3,125.39                  | 2,954.69                  | 5,845.02                  | 5,751.69                  | 12,233.93               |
| (e) Finance cost   | 185.87                    | 176.13                    | 131.31                    | 362.00                    | 262.73                    | 546.47                  |
| (f) Depreciation and Amortization<br>Expense   | 166.25                    | 164.36                    | 142.45                    | 330.61                    | 279.48                    | 597.26                  |
| (g )Other Expenses   | 755.27                    | 527.60                    | 643.05                    | 1,282.87                  | 1,024.53                  | 2,567.10                |
| Total Expenses   | 3,827.02                  | 3,993.48                  | 3,874.80                  | 7,820.50                  | 7,321.73                  | 15,977.30               |
| V. Profit/(Loss) before exceptional<br>and extraordinary items and Tax<br>(III-IV)                                       | 364.39                    | 391.80                    | 387.30                    | 756.19                    | 731.47                    | 1,330.58                |
| VI. Exceptional Items  | -                         | -                         | 2.88                      | -                         | 2.88                      | 7.79                    |
| VI. Exceptional items<br>VII. Profit/(Loss) before   | 364.39                    | 391.80                    | 390.18                    | 756.19                    | 734.35                    | 1,338.37                |
| extraordinary items and tax (V-VI)   | 001107                    |                           |                           |                           |                           |                         |
| VIII. Extraordinary Items  | -                         | -                         | -                         | -                         | -                         | -                       |
| IX. Net Profit/(Loss) before tax<br>(VII-VIII)   | 364.39                    | 391.80                    | 390.18                    | 756.19                    | 734.35                    | 1,338.37                |
| X. Tax expense   |                           |                           |                           |                           |                           |                         |
| 1.Current Tax  | 80.00                     | 75.00                     | 75.00                     | 155.00                    | 150.00                    | 416.37                  |
| 2. Deferred Tax  | 5.00                      | 5.00                      | 5.00                      | 10.00                     | 10.00                     | (23.69)                 |
| 3. Earlier year Tax  | -                         | -                         | (3.23)                    | -                         | (3.23)                    | (3.23)                  |
| XI. Net Profit/(Loss) for the period   | 279.39                    | 311.80                    | 313.41                    | 591.19                    | 577.58                    | 948.92                  |
| from continuing operations (IX-X)  |                           |                           |                           |                           |                           |                         |
| XII. Net Profit/(Loss) for the<br>period from discontinuing<br>operations before tax                                     | -                         | -                         | -                         | -                         | -                         | -                       |
| XIII. Tax expense from<br>discontinuing operations   | -                         | -                         | -                         | -                         | -                         | -                       |
| XIV. Net profit /(Loss) for the<br>period from discontinuing<br>operations after tax (XII-XIII)                          | -                         | -                         | -                         | _                         | -                         | -                       |
| XV. Net Profit/(Loss) for the<br>period (XI+XIV)   | 279.39                    | 311.80                    | 313.41                    | 591.19                    | 577.58                    | 948.92                  |
| Other Comprehensive Income   |                           |                           |                           |                           |                           |                         |
| A (i) Items that will not be reclassified to profit or loss  | -                         | -                         | -                         | -                         | -                         | (19.70)                 |
| (ii) Income tax relating to items that will not be reclassified to profit or loss  | -                         | -                         | -                         | -                         | -                         | (5.73)                  |
| B (i) Items that will be reclassified to profit or loss  | -                         | -                         | -                         | -                         | -                         | -                       |
| (ii) Income tax relating to items that will be reclassified to profit or loss  | -                         | -                         | -                         | -                         | -                         | -                       |
| Total Other Comprehensive<br>Income  | -                         | -                         | -                         | -                         | -                         | (25.43)                 |
| XVI. Total Comprehensive Income/<br>(Loss) after taxes, minority<br>interest and share of profit/(loss)<br>of associates | 279.39                    | 311.80                    | 313.41                    | 591.19                    | 577.58                    | 923.49                  |



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| XVII. Earnings Per Equity Share<br>(Before Extra-Ordinary Items)<br>(of Rs.5 each) (not annualized)    |          |          |          |          |          |           |
|--|----------|----------|----------|----------|----------|-----------|
| (a) Basic  | 0.29     | 0.32     | 0.33     | 0.61     | 0.60     | 0.96      |
| (b) Diluted  | 0.29     | 0.32     | 0.33     | 0.61     | 0.60     | 0.95      |
| XVIII. Earnings Per Equity<br>Share (After Extra-Ordinary<br>Items) (of Rs.5 each) (not<br>annualized) |          |          |          |          | -<br>-   |           |
| (a) Basic  | 0.29     | 0.32     | 0.33     | 0.61     | 0.60     | 0.96      |
| (b) Diluted  | 0.29     | 0.32     | 0.33     | 0.61     | 0.60     | 0.95      |
| Paid up equity share capital (Face<br>Value of<br>Rs. 5 each).   | 4,826.54 | 4,826.54 | 4,824.79 | 4,826.54 | 4,824.79 | 4,826.54  |
| Total Reserves   | -        | -        | -        | -        | -        | 10,253.79 |

#### Notes:

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

2. The Statutory Auditors of the Company have conducted a limited review of the financial results for the quarter and six months ended September 30<sup>th</sup>, 2023 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 November 10<sup>th</sup>, 2023.

3. The Company does not have multiple segments for Standalone financials.

4. 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: 10.11.2023

For Kellton Tech Solutions Limited SOLI Niranjan Chintam Chairman 0 HYD DIN: 01658591

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|         |  |                                 | Rs. in Lacs       | Rs. in Lacs |
|---------|--|---------------------------------|-------------------|-------------|
| S.No    |  | Particulars                     | 30.09.2023        | 31.03.2023  |
|         |  |                                 | <b>Un-Audited</b> | Audited     |
| 1       | ASSE   | ETS                             |                   |             |
|         | Non-   | current assets                  |                   |             |
|         | Prop   | erty, Plant and Equipment       | 828.47            | 949.39      |
|         | Capit  | tal work-in-progress            | -                 | -           |
|         | Right  | t to use Assets                 | 786.54            | 965.70      |
|         | Good   | lwill                           | 962.50            | 962.50      |
|         | Othe   | r Intangible assets             | -                 | -           |
|         | Fina   | ncial Assets                    |                   |             |
|         | (i)  | Investments                     | 8,692.18          | 8,692.18    |
|         | ( <i>ii</i> )  | Loans                           | -                 | -           |
|         | (iii)  | Others                          | 112.22            | 80.25       |
|         | Defe   | rred tax assets (net)           | 150.70            | 160.70      |
|         | Othe   | r non-current assets            | 133.16            | 225.67      |
|         |  | <b>Total Non-Current Assets</b> | 11,665.77         | 12,036.39   |
| 2       | Curr   | rent assets                     |                   |             |
|         | Inve   | ntories                         | -                 | -           |
|         | Fina   | ncial Assets                    |                   |             |
|         | <i>(i)</i>   | Trade receivables               | 5,860.69          | 5,348.21    |
| ******* | <i>(ii)</i>  | Cash and cash equivalents       | 688.51            | 686.30      |
|         | (iii)  | Loans                           | -                 |             |
|         | Othe   | ers financial assets            | 3,880.40          | 3,004.29    |
|         | Curr   | ent Tax Assets (Net)            | 376.05            | 298.88      |
|         | Other current assets Total Current Assets Total Assets |                                 | 610.06            | 904.50      |
|         |  |                                 | 11,415.71         | 10,242.18   |
|         |  |                                 | 23,081.48         | 22,278.57   |
|         | EQU  | ITY AND LIABILITIES             |                   |             |
|         | Equi   | ty Share capital                | 4,826.54          | 4,826.54    |
|         | Othe   | er Equity                       | 10,872.01         | 10,253.79   |
|         | Tota   | al Equity                       | 15,698.55         | 15,080.33   |

### Kellton Tech Solutions Limited Standalone Statement of Assets and Liabilities

Kellton Tech Solutions Ltd., Regd. Office: Plot No. 1367, Road No. 45, Jupilee Hills, Hyderabad-500033, Telangana, India Tel: +91-40-44333000 Fax: +91-40-23552358 Email: info@kellton.com Websitewww.kellton.com Kellton Tech Solutions Ltd., Plot No. 404-405, 6th Floor, iLABS Centre, Udyog Vihar, Phase III, Gurugram-122016, Haryana, India Tel: +91-124-4698900 Fax: +91-124-4698949 CIN: L72200TG1993PLC016819

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|   | LIAE                          | BILITIES                      |           |           |
|---|-------------------------------|-------------------------------|-----------|-----------|
| 1 | Non                           | -current liabilities          | +         |           |
|   | Fina                          | ncial Liabilities             |           |           |
|   | ( <i>i</i> )                  | Borrowings                    | 1,018.28  | 1,106.15  |
|   | <i>(ii)</i>                   | Provisions                    | 426.11    | 452.88    |
|   | (iii)                         | Other non-current liabilities | 17.43     | 35.22     |
|   | Leas                          | e Liabilities                 | 863.59    | 1022.41   |
|   | Defe                          | rred Tax Liabilities          | -         | -         |
|   | Tota                          | l Non-Current Liabilities     | 2,325.41  | 2,616.66  |
| 2 | Curr                          | ent liabilities               |           |           |
|   | Fina                          | ncial Liabilities             |           |           |
|   | <i>(i)</i>                    | Borrowings                    | 2,955.50  | 2,247.18  |
|   | <i>(ii)</i>                   | Trade payables                | 156.00    | 447.96    |
|   | (iii)                         | Other financial liabilities   | 723.06    | 603.32    |
|   | Othe                          | er current liabilities        | 442.24    | 725.51    |
|   | Provisions                    |                               | 780.72    | 557.61    |
| 2 | Current Tax Liabilities (Net) |                               | -         | -         |
|   | Tota                          | ll Current Liabilities        | 5,057.52  | 4,581.58  |
|   | Tota                          | l Equity and Liabilities      | 23,081.48 | 22,278.57 |

Place: Hyderabad Date: 10.11.2023 For Kellton Tech Solutions Limited

Niranjan (Bintam D Chairman 🗁 DIN: 01658591 \*

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## **KELLTON TECH SOLUTIONS LIMITED Unaudited Standalone Statement of Cash Flow**

|  | ( In Lakh)        |            |
|--|-------------------|------------|
|  | Half Yearly Ended | Year Ended |
|  | 30.09.2023        | 31.03.2023 |
|  | (Un-Audited)      | (Audited)  |
| Cash flow from Operating Activities  |                   |            |
| Profit for the Period  | 756.19            | 1,338.38   |
| Adjustments for :  |                   |            |
| Depreciation and amortization expense  | 330.61            | 597.26     |
| Expense on employee stock based compensation   | 25.45             | 61.45      |
| Bad Debts  | -                 | 41.57      |
| Finance costs  | 362.00            | 546.47     |
| Profit on disposal of property, plant and equipment  | -                 | 7.79       |
| Loss on disposal of property, plant and equipment  |                   |            |
| Changes in operating assets and liabilities  |                   |            |
| Trade receivables  | (512.48)          | (6.75)     |
| Other assets   | (519.57)          | (589.23)   |
| Trade payables   | (291.96)          | 87.83      |
| Other liabilities  | (301.06)          | (43.12)    |
| Provisions   | 196.34            | 274.14     |
| Net cash provided by operating activities before taxes   | 45.52             | 2,315.79   |
| Income taxes paid  | 232.17            | 610.55     |
| Net cash provided by operating activities  | (186.65)          | 1,705.24   |
| Cash flow from investing activities  |                   |            |
| Purchase of property, plant and equipment  | (30.54)           | (242.58)   |
| Net cash (used in)or provided by investing activities  | (30.54)           | (242.58)   |
| Cash flow from financing activities  |                   |            |
| Proceeds from Issue of share capital under ESOP scheme   | -                 | 9.47       |
| Finance costs paid   | (362.00)          | (546.47)   |
| Change in loans and borrowings   | 740.22            | (285.40)   |
| Repayment of Lease liabilities   | (158.82)          | (254.33)   |
| Net cash used in financing activities  | 219.40            | (1,076.73) |
|  |                   |            |
| Net increase in cash and cash equivalents  | 2.21              | 385.93     |
| Cash and cash equivalents including bank balances other than cash and cash                                     | 686.30            | 300.37     |
| equivalent at the beginning of the period  | 000.50            | 500.57     |
| Cash and cash equivalents including bank balances other than cash and cash equivalent at the end of the period | 688.51            | 686.30     |

Place : Hyderabad Date : 10.11.2023 For Kellton Tech Solutions Limited Niranjan ChintamHYD. Chairman DIN : 0165859