



R S SOFTWARE (INDIA) LTD.

CIN: L72200WB1987PLC043375

www.rssoftware.com

An ISO 9001:2015 and ISO 27001:2013 company

August 21, 2019

The General Manager

Department of Corporate Services,
Bombay Stock Exchange Ltd.,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sirs,

Sub: Submission of revised Independent Auditor's Report as per the prescribed format of SEBI as amended on March 29, 2019

The revised Independent Auditor's Reports for the quarter ending June 30, 2019 as amended as per SEBI Circular No. CIR/CFD/CMD1/44/2019 Dated March 29, 2019 is submitted herewith for your kind information and records.

Thanking you,

Yours faithfully,

For R S Software (India) Ltd.

Vijendra Surana
CFO & Company Secretary



Encl.: As above

Global Leader in Providing Technology Solutions to the Electronic Payments Industry

- Registered Office:** ▶ R.S. Software (India) Ltd. A-2, FMC Fortuna, 234/3A, A.J.C. Bose Road, Kolkata 700020, India
Tel: 91 33 2287 5746, 91 33 2281 0106 Fax: 91 33 2287 6256
- Computer Centers:** ▶ RS Tower, Block DN - 9, Sector - V, Salt Lake Electronics Complex, Kolkata 700091, India Tel: 91 33 6601 8899 Fax: 91 33 2367 4469
- US Offices:** ▶ 1900 McCarthy Boulevard, Suite #103, Milpitas CA 95035 Tel: 408 382 1200 Fax: 408 382 0083
▶ 555 North Point Center East, 4th floor, Alpharetta GA 30022 Tel: 678 366 5179 Fax: 678 366 5001
- UK Office:** ▶ Suite 218, Orion House, 104 - 106 Cranbrook Road, Ilford, Essex IG1 4LZ Ph: 02086363996
- Subsidiaries:** ▶ Responsive Solutions Inc., California, US
▶ R.S. Software (Asia) Pte. Limited, Singapore, Asia
▶ Paypermint Pvt. Limited



DEOKI BIJAY & CO.

Chartered Accountants

213C Jabakusum House, 34 Chittaranjan Avenue, Kolkata -700 012
Ph:2212 1110, Email: deokinagrawal@rediffmail.com

August 19, 2019

To
The Board of Directors
R S Software (India) Ltd.

Dear Sir,

Sub : Revision of our Report dt.25/7/2019 issued on Quarterly Standalone Financial Results for Quarter ending June 30,2019.

We had issued our Audit Report dt. July 25,2019 on Quarterly Standalone Financial Results of R S Software (India) Ltd. ("the Company") for the Quarter ending June 30,2019 as per Regulation 33 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations,2015 and SEBI Circular dt.5/7/2016.

SEBI has amended the format of Audit Report vide Circular No. CIR/CFO/CMD1/44/2019 dt.29/3/2019.

We are issuing this Revised Audit Report in the format as per Circular No. CIR/CFO/CMD1/44/2019 dt.29/3/2019 for the Quarterly Standalone Financial Results for the Quarter ending June 30,2019.

It is clarified that there has been no change in the Financial Results audited by us and referred to in our Report dt.25th July, 2019.

Thanking you

Yours faithfully
For DEOKI BIJAY & CO.
Chartered Accountants
F.R.N. 313105E

CA. D.N. Agrawal
Partner
Memb.No.51157



DEOKI BIJAY & CO.

Chartered Accountants

213C Jabakusum House, 34 Chittaranjan Avenue, Kolkata- 700 012

Ph: 2212 1110, Email: deokinagrawal@rediffmail.com

Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

TO THE BOARD OF DIRECTORS OF

R S Software (India) Limited

We have audited the quarterly financial results of R S Software (India) Limited for the quarter ended June 30,2019 and the year to date results for the period 01/04/2019 to 30/06/2019, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 (Ind AS 34) for Interim Financial Reporting, prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- ii. give a true and fair view of the net loss and other financial information for the quarter ended 30th June,2019 as well as the year to date results for the period from 01/04/2019 to 30/06/2019.

Kolkata

Dated : 19th Aug ,2019

**For Deoki Bijay & Co.
Chartered Accountants**

F.R.N. 313105E

D.N. Agrawal

**CA D.N.Agrawal
Partner**

Memb.No. 51157





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213C Jabakusum House, 34 Chittaranjan Avenue, Kolkata -700 012
Ph: 2212 1110, Email: deokinagrawal@rediffmail.com

August 19, 2019

To
The Board of Directors
R S Software (India) Ltd.

Dear Sir,

Sub : Revision of our Report dt.25/7/2019 issued on Quarterly Consolidated Financial Results for Quarter ending June 30,2019.

We had issued our Audit Report dt. July 25,2019 on Quarterly Consolidated Financial Results of R S Software (India) Ltd. ("the Company") for the Quarter ending June 30,2019 as per Regulation 33 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations,2015 and SEBI Circular dt.5/7/2016.

SEBI has amended the format of Audit Report vide Circular No. CIR/CFO/CMD1/44/2019 dt.29/3/2019.

We are issuing this Revised Audit Report in the format as per Circular No. CIR/CFO/CMD1/44/2019 dt.29/3/2019 for the Quarterly Consolidated Financial Results for the Quarter ending June 30,2019.

It is clarified that there has been no change in the Financial Results audited by us and referred to in our Report dt.25th July, 2019.

Thanking you

Yours faithfully
For DEOKI BIJAY & CO.
Chartered Accountants
F.R.N. 313105E

CA. D.N. Agrawal
Partner
Memb.No.51157



DEOKI BIJAY & CO.

Chartered Accountants

213C Jabakusum House, 34 Chittaranjan Avenue, Kolkata- 700 012

Ph: 2212 1110, Email: deokinagrawal@rediffmail.com

Auditor's Report On consolidated audited quarterly and year to date financial results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**TO
THE BOARD OF DIRECTORS OF
R S Software (India) Limited**

1. We have audited the accompanying Statement of Consolidated Financial Results of R S Software (India) Limited ("the Parent") and its subsidiaries Responsive Solution Inc., R.S.Software (Asia) Pte Limited and Paypermint Private Limited (the Parent and its subsidiaries together referred to as "the Group") for the quarter ended June 30, 2019 and for the period from 01/04/2109 to 30/06/2019("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been compiled from the related interim consolidated financial statements which has been prepared 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 the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such interim consolidated financial statements.
3. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act 2013. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Parent's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the Parent's internal financial control with reference to the Statement. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 6 below, is sufficient and appropriate to provide a basis for our audit opinion.



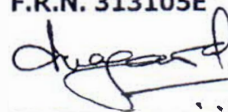
4. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate financial statements of subsidiaries referred to in paragraph 6 below, the Statement
- includes the results of the following entities namely Responsive Solution Inc., R.S.Software (Asia) Pte Limited and Paypermint Private Limited
 - is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
 - gives a true and fair view in conformity with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated total comprehensive income (comprising of net loss] and other comprehensive income) and other financial information of the Group for the quarter ended June 30, 2019 and for the period from 01/04/2019 to 30/06/2019.
5. We did not audit the interim financial statements of three number of subsidiaries namely Responsive Solution Inc., R.S.Software (Asia) Pte Limited and Paypermint Private Limited included in the consolidated financial results, whose interim financial statements reflect total revenues of Rs. 14.06 lacs, total net loss after tax of Rs. 132.60 lacs, and total comprehensive income of Rs. Nil for the quarter ended June 30,2019 and for the period from 01/04/2019 to 30/06/2019, as considered in the consolidated financial results. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

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

Kolkata

Dated : 19th Aug, 2019

For Deeki Bijay & Co.
Chartered Accountants
F.R.N. 313105E



CA D.N.Agrawal
Partner
Memb.No. 51157

