

## KELLTON TECH SOLUTIONS LTD.

### KELLTON TECH SOLUTIONS LIMITED

#### STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND 6 MONTHS ENDED 31.12.2013

SL NO	PARTICULARS	UNAUDITED			UNAUDITED		AUDITED
		QUARTER ENDED			YEAR TO DATE FIGURES		YEAR ENDED
		31.12.2013	30.09.2013	30.12.2012	31.12.2013	31.12.2012	30-06-2013
		(Rs. In lakhs)					
<b>1</b>	<b>INCOME FROM OPERATIONS</b>						
	a) Net sales / income from operations (Net of excise duty)	2642.24	2522.01	1108.60	5164.25	2315.55	4854.97
	b) Other operating Income	-	-	61.32	0.28	86.79	6.36
	<b>Total Income from operations ( Net)</b>	<b>2,642.24</b>	<b>2,522.01</b>	<b>1,169.92</b>	<b>5,164.53</b>	<b>2,402.34</b>	<b>4,861.33</b>
<b>2</b>	<b>EXPENDITURE</b>						
	(a) Cost of materials consumed	-	-	-	-	-	-
	(b) Purchase of stock in trade	309.68	281.48	-	591.16	-	-
	(c) Changes in inventories of F.G, WIP and Stock in trade	-132.09	-37.15	-	-169.24	-	-
	(d) Employee benefits expenses	1794.32	1716.17	830.87	3510.49	1646.69	3327.12
	(e) Depreciation and amortisation expenses	54.06	44.99	23.40	99.05	39.07	96.03
	(f) Other Expenses	424.79	333.04	220.49	757.83	496.39	936.45
	<b>Total Expenses</b>	<b>2450.76</b>	<b>2338.53</b>	<b>1074.76</b>	<b>4789.29</b>	<b>2182.15</b>	<b>4359.60</b>
<b>3</b>	<b>Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>	<b>191.48</b>	<b>183.48</b>	<b>95.16</b>	<b>375.24</b>	<b>220.19</b>	<b>501.73</b>
<b>4</b>	Other Income	8.96	12.72	31.19	21.27	31.71	53.63
<b>5</b>	<b>Profit / (Loss) from ordinary activities before fiance costs and exceptional items (3+/- 4)</b>	<b>200.44</b>	<b>196.20</b>	<b>126.35</b>	<b>396.51</b>	<b>251.90</b>	<b>555.36</b>
<b>6</b>	Finance costs	70.14	63.99	8.94	134.17	16.06	96.10
<b>7</b>	<b>Profit / (Loss) from ordinary activities after fiance costs and exceptional items (5+/- 6)</b>	<b>130.30</b>	<b>132.21</b>	<b>117.41</b>	<b>262.34</b>	<b>235.84</b>	<b>459.26</b>
<b>8</b>	Exceptional items	0.00	0.00	0.00	0.00	0.00	0.00
<b>9</b>	<b>Profit / (Loss) ordinary activities before tax (7+/-8)</b>	<b>130.30</b>	<b>132.21</b>	<b>117.41</b>	<b>262.34</b>	<b>235.84</b>	<b>459.26</b>
<b>10</b>	PROVISION FOR TAXATION	8.09	18.88	21.26	27.49	49.69	75.62
<b>11</b>	<b>Profit / (Loss) ordinary activities before tax (9+/-10)</b>	<b>122.21</b>	<b>113.33</b>	<b>96.15</b>	<b>234.85</b>	<b>186.15</b>	<b>383.64</b>
<b>12</b>	Extraordinary items ( net of tax expenses)						10.65
<b>13</b>	<b>Net Profit / (Loss) for the period (11 +/- 12)</b>	<b>122.21</b>	<b>113.33</b>	<b>96.15</b>	<b>234.85</b>	<b>186.15</b>	<b>372.99</b>
<b>14</b>	Share of Profit / (Loss) of associates	-	-	-	-	-	-
<b>15</b>	Minority interest	-	-	-	-	-	-
<b>16</b>	<b>Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+/- 14+/-15)</b>	<b>122.21</b>	<b>113.33</b>	<b>96.15</b>	<b>234.85</b>	<b>186.15</b>	<b>372.99</b>
<b>17</b>	PAID UP EQUITY SHARE CAPITAL (Equity Share of Rs 5/- each)	177445500	177445500				177445500
<b>18</b>	RESERVES EXCLUDING REVALUATION RESERVES (AS PER BALANCE SHEET) OF PREVIOUS ACCOUNTING YEAR	495.59	495.59		495.59		495.59
<b>19</b>	BASIC AND DILUTED EPS FOR THE PERIOD FOR THE YEAR TO DATE AND FOR THE PREVIOUS YEAR (NOT TO BE ANNUALISED)						
	- BASIC EPS	0.34	0.32	0.27	0.66	0.52	1.05
	- DILUTED EPS	0.34	0.32	0.27	0.66	0.52	1.05
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>						
	<b>Public shareholding</b>						
<b>1</b>	- NUMBER OF SHARES	14,960,374	14,960,374	14,960,374	14,960,374	14960374	14,960,374
	- PERCENTAGE SHAREHOLDING	42.15	42.15	42.15	42.15	42.15	42.15
<b>2</b>	<b>Promoters and promoter group shareholding</b>						
	a) Pledged/ Encumbered	-	-	-	-	-	-
	- Number of shares	-	-	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	-	-





**KELLTON TECH SOLUTIONS LTD.**

b) Non- Encumbered						
- Number of shares	20,528,726	20,528,726	20,528,726	20,528,726	20,528,726	20,528,726
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
- Percentage of shares (as a % of the total share capital of the company)	57.85%	57.85%	57.85%	57.85%	57.85%	57.85%
<b>PARTICULARS</b>	<b>31.12.2013</b>					
<b>B INVESTORS COMPLAINTS</b>						
Pending at the beginning of the quarter	0.00					
Received during the quarter	0.00					
Disposed of during the quarter	0.00					
Remaining unresolved at the end of the quarter	0.00					

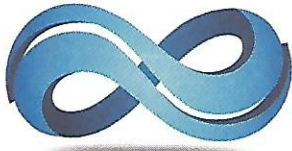
1. The above financial results have been reviewed by the Audit Committee and approved by Board of Directors at their meeting held on 14-Feb-2014
2. The company has one reportable segment i.e Technology
3. The above results contains consolidation of MCS Global, Kellton Dbydx and Supremesoft, all 100% subsidiaries of the company
4. Previous period figures have been reworked , regrouped , rearranged and reclassified wherever necessary , to make them comparable with current period

Place: Hyderabad  
Date: 14.02.2014



BOARD OF DIRECTORS

**Niranjana Chintam**  
DIRECTOR



**KELLTON TECH SOLUTIONS LTD.**

**Clause 41 of the Listing Agreement For Companies (Other than Banks)**

<b>Consolidated Statement of Assets and Liabilities</b>		<b>As at (current year end) (31/Dec/2013)</b>	<b>As at (previous year end) (31/Dec/2012)</b>
<b>Particulars</b>			
<b>A</b>	<b>EQUITY AND LIABILITIES</b>		
<b>1</b>	<b>Shareholders' funds</b>		
	(a) Share capital	177445500.00	177445500.00
	(b) Reserves and surplus	121745777.00	65861974.00
	(c) Money received against share warrants	Nil	Nil
	<b>Sub-total - Shareholders' funds</b>	299191277.00	243307474.00
<b>2</b>	<b>Share application money pending allotment</b>	Nil	Nil
<b>3</b>	<b>Minority interest *</b>	Nil	Nil
<b>4</b>	<b>Non-current liabilities</b>		
	(a) Long-term borrowings	17752427.00	7834834.00
	(b) Deferred tax liabilities (net)	3183412.00	3585206.00
	(c) Other long-term liabilities	209406476.00	41072332.00
	(d) Long-term provisions	0.00	0.00
	<b>Sub-total - Non-current liabilities</b>	230342315.00	52492372.00

For KELLTON TECH SOLUTIONS LIMITED

  
Director





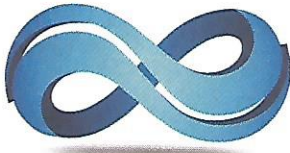
**KELLTON TECH SOLUTIONS LTD.**

<b>Consolidated Statement of Assets and Liabilities</b>		<b>As at (current year end) (31/Dec/2013)</b>	<b>As at (previous year end) (31/Dec/2012)</b>
<b>Particulars</b>			
<b>5</b>	<b>Current liabilities</b>		
	(a) Short-term borrowings	75329127.00	50872236.00
	(b) Trade payables	56433365.00	4318602.00
	(c) Other current liabilities	2895242.00	6514152.00
	(d) Short-term provisions	60066200.00	24204908.00
	<b>Sub-total - Current liabilities</b>	194723934.00	85909898.00
	<b>TOTAL - EQUITY AND LIABILITIES</b>	724257526.00	381709744.00
<b>B</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non-current assets</b>		
	(a) Fixed assets	104028268.00	103596298.00
	(b) Goodwill on consolidation *	300828717.00	96250000.00
	(c) Non-current investments	18149552.00	20431498.00
	(d) Deferred tax assets (net)	0.00	0.00
	(e) Long-term loans and advances	27499606.00	10460953.00
	(f) Other non-current assets	1349842.00	1526467.00
	<b>Sub-total - Non-current assets</b>	451855985.00	232265216.00

For KELLTON TECH SOLUTIONS LIMITED

  
Director

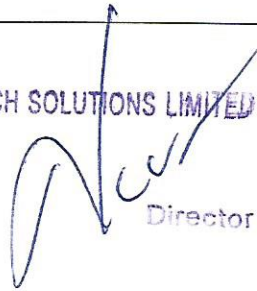




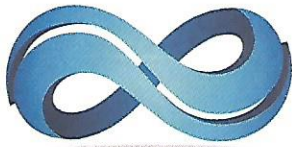
**KELLTON TECH SOLUTIONS LTD.**

<b>Consolidated Statement of Assets and Liabilities</b>		<b>As at (current year end) (31/Dec/2013)</b>	<b>As at (previous year end) (31/Dec/2012)</b>
<b>Particulars</b>			
<b>2</b>	<b>Current assets</b>		
	(a) Current investments	0.00	0.00
	(b) Inventories	16923774.00	0.00
	(c) Trade receivables	189930659.00	114404157.00
	(d) Cash and cash equivalents	28914670.00	15380006.00
	(e) Short-term loans and advances	36632438.00	15752252.00
	(f) Other current assets	0.00	3908113.00
	<b>Sub-total - Current assets</b>	272401541.00	149444528.00
	<b>TOTAL - ASSETS</b>	724257526.00	381709744.00

For KELLTON TECH SOLUTIONS LIMITED

  
Director





# KELLTON TECH SOLUTIONS LTD.

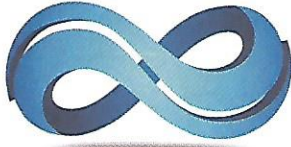
KELLTON TECH SOLUTIONS LIMITED

## STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND 6 MONTHS ENDED 31.12.2013

(Rs. In lakhs)

SL NO	PARTICULARS	UNAUDITED			UNAUDITED		AUDITED
		QUARTER ENDED			YEAR TO DATE FIGURES		YEAR ENDED
		31.12.2013	30.09.2013	31.12.2012	31.12.2013	31.12.2012	30-06-2013
<b>1</b>	<b>INCOME FROM OPERATIONS</b>						
	a) Net sales / income from operations (Net of excise duty)	825.36	786.64	323.71	1612.00	662.11	1451.09
	b) Other operating Income	0.00	0.00	0.50	0.00	0.50	0.52
	<b>Total Income from operations ( Net)</b>	<b>825.36</b>	<b>786.64</b>	<b>324.21</b>	<b>1,612.00</b>	<b>662.61</b>	<b>1,451.61</b>
<b>2</b>	<b>EXPENDITURE</b>						
	(a) Cost of materials consumed			-		-	-
	(b) Purchase of stock in trade	309.68	281.48	-	591.16	-	-
	(c) Changes in inventories of F.G, WIP and Stock in trade	-132.09	-37.15	-	-169.24	-	-
	(d) Employee benefits expenses	381.82	304.68	170.32	686.50	344.09	743.16
	(e) Depreciation and amortisation expenses	14.69	11.58	10.42	26.27	19.47	45.79
	(f) Other Expenses	127.84	84.65	69.05	212.49	154.48	318.42
	<b>Total Expenses</b>	<b>701.94</b>	<b>645.24</b>	<b>249.79</b>	<b>1347.18</b>	<b>518.04</b>	<b>1107.37</b>
<b>3</b>	<b>Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>	<b>123.42</b>	<b>141.40</b>	<b>74.42</b>	<b>264.82</b>	<b>144.57</b>	<b>344.24</b>
<b>4</b>	Other Income	8.95	12.32	0.08	21.27	0.10	19.18
<b>5</b>	<b>Profit / (Loss) from ordinary activities before fiance costs and exceptional items (3+/- 4)</b>	<b>132.37</b>	<b>153.72</b>	<b>74.50</b>	<b>286.09</b>	<b>144.67</b>	<b>363.42</b>
<b>6</b>	Finance costs	33.95	54.84	7.76	88.79	12.74	60.00
<b>7</b>	<b>Profit / (Loss) from ordinary activities after fiance costs and exceptional items (5+/- 6)</b>	<b>98.42</b>	<b>98.88</b>	<b>66.74</b>	<b>197.30</b>	<b>131.93</b>	<b>303.42</b>
<b>8</b>	Exceptional items			-		-	-
<b>9</b>	<b>Profit / (Loss) ordinary activities before tax (7+/-8)</b>	<b>98.42</b>	<b>98.88</b>	<b>66.74</b>	<b>197.30</b>	<b>131.93</b>	<b>303.42</b>
<b>10</b>	PROVISION FOR TAXATION	-0.11	1.71	6.37	1.60	6.48	37.45
<b>11</b>	<b>Profit / (Loss) ordinary activities before tax (9+/-10)</b>	<b>98.53</b>	<b>97.17</b>	<b>60.37</b>	<b>195.70</b>	<b>125.45</b>	<b>265.97</b>
<b>12</b>	Extraordinary items ( net of tax expenses)						
<b>13</b>	<b>Net Profit / (Loss) for the period (11 +/- 12)</b>	<b>98.53</b>	<b>97.17</b>	<b>60.37</b>	<b>195.70</b>	<b>125.45</b>	<b>265.97</b>
<b>14</b>	Share of Profit / (Loss) of associates			-		-	-
<b>15</b>	Minority interest			-		-	-
<b>16</b>	<b>Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+/- 14+/-15)</b>	<b>98.53</b>	<b>97.17</b>	<b>60.37</b>	<b>195.70</b>	<b>125.45</b>	<b>265.97</b>
<b>17</b>	PAID UP EQUITY SHARE CAPITAL (Equity Share of Rs 5/- each)	177445500	177445500	177445500	177445500	177445500	177445500
<b>18</b>	RESERVES EXCLUDING REVALUATION RESERVES (AS PER BALANCE SHEET) OF PREVIOUS ACCOUNTING YEAR	246.78	246.78	(583.61)	246.79	(583.61)	246.78
<b>19</b>	BASIC AND DILUTED EPS FOR THE PERIOD FOR THE YEAR TO DATE AND FOR THE PREVIOUS YEAR (NOT TO BE ANNUALISED)						
	- BASIC EPS	0.28	0.27	0.17	0.55	0.35	0.75
	- DILUTED EPS	0.28	0.27	0.17	0.55	0.35	0.75
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>						
	<b>Public shareholding</b>						
<b>1</b>	- NUMBER OF SHARES	14,960,374	14,960,374	14,960,374	14,960,374	14960374	14960374
	- PERCENTAGE SHAREHOLDING	42.15	42.15	42.15	42.15	161.92	42.15
<b>2</b>	<b>Promoters and promoter group shareholding</b>						
	a) Pledged/ Encumbered	-	-	-	-	-	-
	- Number of shares	-	-	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	-	-





**KELLTON TECH SOLUTIONS LTD.**

b) Non- Encumbered						
- Number of shares	20,528,726	20,528,726	20,528,726	20,528,726	20528726	20528726
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100%	100.00%	100.00%
- Percentage of shares (as a % of the total share capital of the company)	57.85%	57.85%	33.11%	57.85%	29.30%	33.11
<b>PARTICULARS</b>	<b>31.12.2013</b>					
<b>B INVESTORS COMPLAINTS</b>						
Pending at the beginning of the quarter	0.00					
Received during the quarter	0.00					
Disposed of during the quarter	0.00					
Remaing unresolved at the end of the quarter	0.00					

- 1 The above financial results have been reviewed by the Audit Committee and approved by Board of Directors at their meeting held on 14-Feb-2014.
- 2 The company has one reportable segment i.e Technology
- 3 Previous period figures have been reworked , regrouped , rearranged and reclassified wherever necessary , to make them comparable with current period.

BOARD OF DIRECTORS



*(Handwritten Signature)*  
**Niranjan Chintam**  
 DIRECTOR

PLACE : HYDERABAD  
 DATE : 14.02.2014

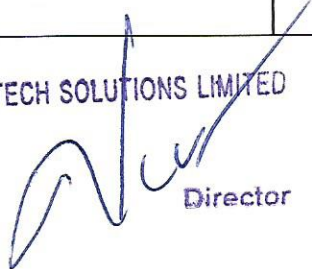


**KELLTON TECH SOLUTIONS LTD.**

**Clause 41 of the Listing Agreement For Companies (Other than Banks)**

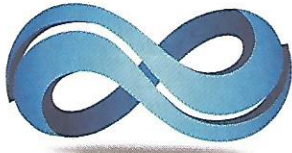
<b>Standalone Statement of Assets and Liabilities</b>		<b>As at (current year end) (31/Dec/2013)</b>	<b>As at (previous year end) (31/Dec/2012)</b>
<b>Particulars</b>			
<b>A</b>	<b>EQUITY AND LIABILITIES</b>		
<b>1</b>	<b>Shareholders' funds</b>		
	(a) Share capital	177445500.00	177445500.00
	(b) Reserves and surplus	70844773.00	37477879.00
	(c) Money received against share warrants	Nil	Nil
	<b>Sub-total - Shareholders' funds</b>	248290273.00	214923379.00
<b>2</b>	<b>Share application money pending allotment</b>	Nil	Nil
<b>3</b>	<b>Minority interest *</b>	Nil	Nil
<b>4</b>	<b>Non-current liabilities</b>		
	(a) Long-term borrowings	14710515.00	3792716.00
	(b) Deferred tax liabilities (net)	1365495.00	2348679.00
	(c) Other long-term liabilities	51259641.00	36964035.00
	(d) Long-term provisions	0.00	0.00
	<b>Sub-total - Non-current liabilities</b>	67335651.00	43105430.00

For KELLTON TECH SOLUTIONS LIMITED

  
Director







**KELLTON TECH SOLUTIONS LTD.**

<b>5</b>	<b>Current liabilities</b>		
	(a) Short-term borrowings	47302843.00	50872236.00
	(b) Trade payables	21714429.00	256468.00
	(c) Other current liabilities	2030013.00	1091047.00
	(d) Short-term provisions	29692407.00	17311843.00
	<b>Sub-total - Current liabilities</b>	100739692.00	69531594.00
	<b>TOTAL - EQUITY AND LIABILITIES</b>	416365616.00	327560403.00
<b>B</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non-current assets</b>		
	(a) Fixed assets	27060400.00	13031002.00
	(b) Goodwill on consolidation *	96250000.00	96250000.00
	(c) Non-current investments	145499411.00	147605872.00
	(d) Deferred tax assets (net)	0.00	0.00
	(e) Long-term loans and advances	22941252.00	7916851.00
	(f) Other non-current assets	1349842.00	1526467.00
	<b>Sub-total - Non-current assets</b>	293100905.00	266330192.00

For KELLTON TECH SOLUTIONS LIMITED

  
Director

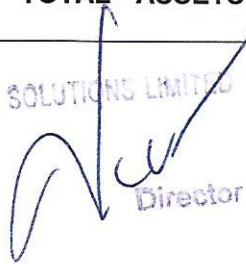




**KELLTON TECH SOLUTIONS LTD.**

<b>2</b>	<b>Current assets</b>		
	(a) Current investments	0.00	0.00
	(b) Inventories	16923774.00	0.00
	(c) Trade receivables	49873794.00	38913655.00
	(d) Cash and cash equivalents	8617082.00	7090098.00
	(e) Short-term loans and advances	47850061.00	14206807.00
	(f) Other current assets	0.00	1019651.00
	<b>Sub-total - Current assets</b>	123264711.00	61230211.00
	<b>TOTAL - ASSETS</b>	416365616.00	327560403.00

For KELLTON TECH SOLUTIONS LIMITED

  
Director



**MAHESH, VIRENDER & SRIRAM**  
Chartered Accountants

6-3-788/36&37A, Ameerpet, Hyderabad - 500 016.

Tel: 040 – 23401738, 23408899 Fax : 040 – 23412284 Email :mvshyd@yahoo.com

**REVIEW REPORT TO SECURITIES AND EXCHANGE BOARD OF INDIA ON THE  
UNAUDITED FINANCIAL RESULTS OF KELLTON TECH SOLUTIONS LIMITED  
FOR THE PERIOD ENDED 31<sup>ST</sup> DECEMBER, 2013**

**ANNEXURE V TO CLAUSE 41**

We have reviewed the accompanying statement of Un- audited financial results of Kellton Tech Solutions Limited for the period ended 31.12.2013. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors.

A review of interim financial information consists principally of applying analytical procedures for financial data and making inquires of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, the objectives of which is the expression of an opinion regarding the financial statements taken as a whole, accordingly, we do not express such an opinion.

Based on our review conducted as above, nothing has come to our notice that causes us to believe that the accompanying statements of unaudited financial results prepared in accordance with accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed or that it contains any material misstatement.

For MAHESH , VIRENDER & SRIRAM  
Chartered Accountants



  
(B.R.MAHESH)  
Partner  
M.No 18628

Place: Hyderabad  
Date: 14<sup>th</sup> Feb 2014