



## KELLTON TECH SOLUTIONS LIMITED.

Hyderabad, February 14, 2017

To

The General Manager, Listing Department, Bombay Stock Exchange Limited, 1 <sup>st</sup> Floor, New Trading Wing, Rotunda Building, P.J. Towers, Dalal Street Fort, Mumbai-400001	The Manager, Listing Department, National Stock Exchange of India Ltd, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
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Dear Sir/Ma'am,

Sub: Outcome of Board Meeting

Ref: Company Symbol/ Scrip Code: NSE: KELLTON TECH

BSE: 519602

This is to inform you that the meeting of Board of Directors of the Company was held earlier today at 5 p.m.

The outcome of the Board Meeting, inter alia, is as under:

- 1. Approval of the Unaudited Financial Results (standalone & consolidated) for the quarter ended 31<sup>st</sup> December, 2016.**

The Board considered and approved the Unaudited Financial Results (standalone & consolidated) for the quarter ended 31<sup>st</sup> December, 2016. A copy of same is enclosed.

- 2. Limited Review Report for the quarter ended 31<sup>st</sup> December, 2016.**

The Board considered and approved the Standalone and Consolidated Limited Review report prepared by Mahesh, Virender and Sriram, Statutory Auditors of the company, for the quarter ended 31<sup>st</sup> December, 2016. A copy of same is enclosed.

Kindly take the same on record and acknowledge the receipt of the same.

Thanking You,  
For Kellton Tech Solutions Limited

  
Niranjan Chintam  
Chairman/ Director  
DIN: 01658591



Encl: as above



## MAHESH, VIRENDER & SRIRAM

Chartered Accountants

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

Tel: 040 - 23401738 Fax : 040 - 23401739 Email :mvshyd@yahoo.com

To

The Board of Directors  
Kellton Tech Solutions Limited  
Plot No 1367, Road No 45  
Jubilee Hills , Hyderabad-500033

We have audited the quarterly consolidated financial results of Kellton Tech Solutions Limited for the quarter ended 31-Dec-2016 and the consolidated year to date results for the period 1-Apr -2016 to 31-Dec-2016, 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 consolidated quarterly financial results as well as the consolidated year to date financial results have been prepared from consolidated interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), mandated under Section 133 of the Companies Act, 2013 read with relevant rules issued there under or by the Institute of Chartered Accountants of India<sup>1</sup>, 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.

- a) These interim financial statements contains consolidation of the following subsidiary companies
- (i) Kellton Dbydx Software Pvt Ltd (India)
  - (ii) Kellton Tech Inc (USA)
  - (iii) Supremesoft Global Inc (USA) – Step Down Subsidiary
  - (iv) Evantage Solutions Inc (USA) – Step Down Subsidiary
  - (v) Vivos Professional ServicesLLC (USA) – Step Down Subsidiary
  - (vi) Kellton Tech Solutions Inc (USA)
  - (vii) Prosoft Technology Group (USA) Step Down Subsidiary
  - (viii) Intellipeople Inc (USA) Step Down Subsidiary
  - (ix) Cyberworld Solutions Inc (USA) Step Down Subsidiary
  - (x) Kellton Tech Limited (Ireland)
  - (xi) Bokanyi Consulting Inc (USA) Step Down Subsidiary
  - (xii) Kellton Tech (UK) Limited (Scotland) Step Down Subsidiary







**MAHESH, VIRENDER & SRIRAM**  
Chartered Accountants

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

Tel: 040 - 23401738 Fax : 040 - 23401739 Email : mvshyd@yahoo.com

(b) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(c) give a true and fair view of the consolidated net profit/loss account and other financial information for the quarter ended 31-Dec-2016 as well as the consolidated year to date results for the period from 1-Apr-2016 to 31-Dec-2016.

for Mahesh, Virender & Sriram  
Chartered Accountants

B.R.Mahesh  
Partner  
M.N. 018628



Place : Hyderabad,  
Date : 14<sup>th</sup> February, 2017.



# KELLTON TECH SOLUTIONS LIMITED.

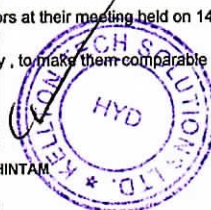
## KELLTON TECH SOLUTIONS LIMITED

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31.12.2016						
In Lakhs						
SL NO	PARTICULARS	UNAUDITED QUARTER ENDED			UNAUDITED YEAR TO DATE FIGURES	
		31.12.2016	30.09.2016	31.12.2015	31.12.2016	31.12.2015
<b>1</b>	<b>INCOME FROM OPERATIONS</b>					
	a) Net sales / income from operations (Net of excise duty)	15824.20	15107.38	11624.04	44940.93	33017.66
	b) Other operating Income	0.00	0.00	26.81	0.00	30.88
	<b>Total Income from operations ( Net)</b>	<b>15,824.20</b>	<b>15,107.38</b>	<b>11,650.85</b>	<b>44,940.93</b>	<b>33,048.54</b>
<b>2</b>	<b>EXPENDITURE</b>					
	(a) Cost of materials consumed	-3.65	52.95	340.97	94.76	180.83
	(b) Purchase of stock in trade	0.00	0.00	0.00	0.00	0.00
	(c) Changes in inventories of F.G, WIP and Stock in trade	0.00	0.00	0.00	0.00	0.00
	(d) Employee benefits expenses	7575.18	7447.41	6212.79	22307.04	17208.20
	(e) Depreciation and amortisation expenses	96.62	79.02	75.48	259.13	237.54
	(f) Other Expenses	6043.46	5499.83	3449.84	16321.43	11132.00
	<b>Total Expenses</b>	<b>13711.61</b>	<b>13079.21</b>	<b>10079.08</b>	<b>38982.36</b>	<b>28758.57</b>
<b>3</b>	<b>Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>	<b>2112.59</b>	<b>2028.17</b>	<b>1571.77</b>	<b>5958.57</b>	<b>4289.97</b>
<b>4</b>	<b>Other Income</b>	<b>3.97</b>	<b>16.05</b>	<b>13.00</b>	<b>54.00</b>	<b>76.50</b>
<b>5</b>	<b>Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+/- 4)</b>	<b>2116.56</b>	<b>2044.22</b>	<b>1584.77</b>	<b>6012.57</b>	<b>4366.47</b>
<b>6</b>	<b>Finance costs</b>	<b>212.61</b>	<b>266.35</b>	<b>326.30</b>	<b>707.93</b>	<b>783.83</b>
<b>7</b>	<b>Profit / (Loss) from ordinary activities after finance costs and exceptional items (5+/- 6)</b>	<b>1903.95</b>	<b>1777.87</b>	<b>1258.47</b>	<b>5304.64</b>	<b>3582.64</b>
<b>8</b>	<b>Exceptional items</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>9</b>	<b>Profit / (Loss) ordinary activities before tax (7+/-8)</b>	<b>1903.95</b>	<b>1777.87</b>	<b>1258.47</b>	<b>5304.64</b>	<b>3582.64</b>
<b>10</b>	<b>Provision for Taxation</b>	<b>507.37</b>	<b>450.03</b>	<b>246.40</b>	<b>1360.28</b>	<b>755.02</b>
<b>11</b>	<b>Profit / (Loss) ordinary activities before tax (9+/-10)</b>	<b>1396.58</b>	<b>1327.84</b>	<b>1012.07</b>	<b>3944.38</b>	<b>2827.62</b>
<b>12</b>	<b>Extraordinary items ( net of tax expenses)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>13</b>	<b>Net Profit / (Loss) for the period (11 +/- 12)</b>	<b>1396.58</b>	<b>1327.84</b>	<b>1012.07</b>	<b>3944.38</b>	<b>2827.62</b>
<b>14</b>	<b>Share of Profit / (Loss) of associates</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>15</b>	<b>Minority interest</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>16</b>	<b>Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+/- 14+/-15)</b>	<b>1396.58</b>	<b>1327.84</b>	<b>1012.07</b>	<b>3944.38</b>	<b>2827.62</b>
<b>17</b>	<b>PAID UP EQUITY SHARE CAPITAL (Equity Share of Rs 5/- each)</b>	<b>2,353.18</b>	<b>2,353.18</b>	<b>2,176.49</b>	<b>2,353.18</b>	<b>2,176.49</b>
<b>18</b>	<b>RESERVES EXCLUDING REVALUATION RESERVES (AS PER BALANCE SHEET) OF PREVIOUS ACCOUNTING YEAR</b>	<b>12,575.43</b>	<b>12,575.43</b>	<b>2,343.25</b>	<b>12,575.43</b>	<b>2343.25</b>
<b>19</b>	<b>BASIC AND DILUTED EPS FOR THE PERIOD FOR THE YEAR TO DATE AND FOR THE PREVIOUS YEAR (NOT TO BE ANNUALISED)</b>					
	- BASIC EPS	2.97	2.82	2.33	8.39	6.63
	- DILUTED EPS	2.94	2.80	2.33	8.32	6.63
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>					
<b>1</b>	<b>Public shareholding</b>					
	- NUMBER OF SHARES	17,880,597	17,880,597	16,246,789	17,880,597	16,246,789
	- PERCENTAGE SHAREHOLDING	37.99	37.99	37.32	37.99	37.32
<b>2</b>	<b>Promoters and promoter group shareholding</b>					
	a) Pledged/ Encumbered					
	- Number of shares	1,200,000	1,200,000	1,200,000	1,200,000	1,200,000
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	4.11	4.11	4.40	4.11	4.40
	- Percentage of shares (as a % of the total share capital of the company)	2.55	2.55	2.76	2.55	2.76
	b) Non- Encumbered					
	- Number of shares	27,983,142	27,983,142	26,083,142	27,983,142	26,083,142
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	95.88	95.88	95.60	95.88	95.60
	- Percentage of shares (as a % of the total share capital of the company)	59.45	59.45	59.96	59.45	59.96
<b>B</b>	<b>PARTICULARS OF INVESTORS COMPLAINTS</b>	<b>31.12.2016</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				

- The above financial results have been reviewed by the Audit Committee and approved by Board of Directors at their meeting held on 14.02.2017
- The above results contains consolidation of Subsidiaries and Step Down Subsidiaries of the company
- Previous period figures have been reworked , regrouped , rearranged and reclassified wherever necessary , to make them comparable with current period.
- EPS is calculated on the basis of Average number of shares during the year.

Place: Hyderabad  
Date: 14.02.2017

NIRANJAN CHINTAM  
DIRECTOR  
DIN: 01658591







**MAHESH, VIRENDER & SRIRAM**  
Chartered Accountants

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

Tel: 040 - 23401738 Fax : 040 - 23401739 Email :mvshyd@yahoo.com

To  
The Board of Directors  
Kellton Tech Solutions Limited  
Plot No 1367, Road No 45  
Jubilee Hills, Hyderabad-500033

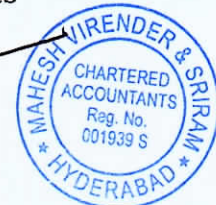
We have reviewed the accompanying statement of unaudited financial results of Kellton Tech Solutions Limited for the period ended 31-12-2016 .This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* 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 financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

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 applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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.N. 018628



Place : Hyderabad,  
Date : 14<sup>th</sup> February, 2017.



# KELLTON TECH SOLUTIONS LIMITED.

KELLTON TECH SOLUTIONS LIMITED

## STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31.12.2016

Rs. In Lakhs

SL NO	PARTICULARS	UNAUDITED				
		QUARTER ENDED		YEAR TO DATE FIGURES		
		31.12.2016	30.09.2016	31.12.2016	31.12.2016	31.12.2016
<b>1</b>	<b>INCOME FROM OPERATIONS</b>					
	a) Net sales / income from operations (Net of excise duty)	1919.41	1823.11	1,869.70	5,519.81	4368.65
	b) Other operating income	0.00	0.00	0.00	0.00	0.00
	<b>Total income from operations (Net)</b>	<b>1,919.41</b>	<b>1,823.11</b>	<b>1,869.70</b>	<b>5,519.81</b>	<b>4,368.65</b>
<b>2</b>	<b>EXPENDITURE</b>					
	(a) Cost of materials consumed	-3.65	52.95	340.97	94.76	180.83
	(b) Purchase of stock in trade	0.00	0.00	0.00	0.00	0.00
	(c) Changes in inventories of F.G, WIP and Stock in trade	0.00	0.00	0.00	0.00	0.00
	(d) Employee benefits expenses	1178.65	1087.70	871.99	3311.06	2453.46
	(e) Depreciation and amortisation expenses	40.08	35.79	36.04	117.36	101.96
	(f) Other Expenses	327.80	269.71	232.85	899.19	631.62
	<b>Total Expenses</b>	<b>1542.88</b>	<b>1446.15</b>	<b>1481.85</b>	<b>4422.37</b>	<b>3367.87</b>
<b>3</b>	<b>Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>	<b>376.53</b>	<b>376.96</b>	<b>387.85</b>	<b>1097.44</b>	<b>1000.78</b>
<b>4</b>	<b>Other Income</b>	<b>0.00</b>	<b>1.85</b>	<b>0.95</b>	<b>18.89</b>	<b>52.90</b>
<b>5</b>	<b>Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+/- 4)</b>	<b>376.53</b>	<b>378.81</b>	<b>388.80</b>	<b>1116.33</b>	<b>1053.68</b>
<b>6</b>	<b>Finance costs</b>	<b>52.12</b>	<b>54.36</b>	<b>57.19</b>	<b>152.01</b>	<b>167.14</b>
<b>7</b>	<b>Profit / (Loss) from ordinary activities after finance costs and exceptional items (5+/- 6)</b>	<b>324.41</b>	<b>324.45</b>	<b>331.61</b>	<b>964.32</b>	<b>886.54</b>
<b>8</b>	<b>Exceptional items</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>9</b>	<b>Profit / (Loss) ordinary activities before tax (7+/-8)</b>	<b>324.41</b>	<b>324.45</b>	<b>331.61</b>	<b>964.32</b>	<b>886.54</b>
<b>10</b>	<b>PROVISION FOR TAXATION</b>	<b>77.22</b>	<b>78.92</b>	<b>78.49</b>	<b>235.06</b>	<b>251.18</b>
<b>11</b>	<b>Profit / (Loss) ordinary activities before tax (9+/-10)</b>	<b>247.19</b>	<b>245.53</b>	<b>253.12</b>	<b>729.26</b>	<b>635.36</b>
<b>12</b>	<b>Extraordinary items ( net of tax expenses)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>13</b>	<b>Net Profit / (Loss) for the period (11 +/- 12)</b>	<b>247.19</b>	<b>245.53</b>	<b>253.12</b>	<b>729.26</b>	<b>635.36</b>
<b>14</b>	<b>Share of Profit / (Loss) of associates</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>15</b>	<b>Minority interest</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>16</b>	<b>Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+/- 14+/-15)</b>	<b>247.19</b>	<b>245.53</b>	<b>253.12</b>	<b>729.26</b>	<b>635.36</b>
<b>17</b>	<b>PAID UP EQUITY SHARE CAPITAL (Equity Share of Rs 5/- each)</b>	<b>2,353.18</b>	<b>2,353.18</b>	<b>2,176.49</b>	<b>2,353.18</b>	<b>2,176.49</b>
<b>18</b>	<b>RESERVES EXCLUDING REVALUATION RESERVES (AS PER BALANCE SHEET) OF PREVIOUS ACCOUNTING YEAR</b>	<b>7928.25</b>	<b>7928.25</b>	<b>2,343.25</b>	<b>7928.25</b>	<b>2,343.25</b>
<b>19</b>	<b>BASIC AND DILUTED EPS FOR THE PERIOD FOR THE YEAR TO DATE AND FOR THE PREVIOUS YEAR (NOT TO BE ANNUALISED)</b>					
	- BASIC EPS	0.53	0.52	0.58	1.55	1.48
	- DILUTED EPS	0.52	0.52	0.58	1.54	1.48
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>					
<b>1</b>	<b>Public shareholding</b>					
	- NUMBER OF SHARES	17,880,597	17,880,597	16,246,789	17,880,597	16,246,789
	- PERCENTAGE SHAREHOLDING	37.99	37.99	37.32	37.99	37.32
<b>2</b>	<b>Promoters and promoter group shareholding</b>					
	a) Pledged/ Encumbered					
	- Number of shares	1,200,000	1,200,000	1,200,000	1,200,000	1,200,000
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	4.11	4.11	4.40	4.11	4.40
	- Percentage of shares (as a % of the total share capital of the company)	2.55	2.55	2.76	2.55	2.76
	b) Non- Encumbered					
	- Number of shares	27,983,142	27,983,142	26,083,142	27,983,142	26,083,142
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	95.88	95.88	95.6	95.88	95.6
	- Percentage of shares (as a % of the total share capital of the company)	59.45	59.45	59.96	59.45	59.96
<b>B</b>	<b>PARTICULARS OF INVESTORS COMPLAINTS</b>	<b>31.12.2016</b>				
	Pending at the beginning of the quarter	0.00				
	Received during the quarter	0.00				
	Disposed of during the quarter	0.00				
	Remain unresolved at the end of the quarter	0.00				

- The above financial results have been reviewed by the Audit Committee and approved by Board of Directors at their meeting held on 14.02.2017
- Previous period figures have been reworked, regrouped, rearranged and reclassified wherever necessary, to make them comparable with current period.
- EPS is calculated on the basis of Average number of shares during the quarter.

PLACE : HYDERABAD  
DATE : 14.02.2017

NIRANJAN CHINTAM  
DIRECTOR  
DIN: 01658591

