

To

The General Manager, Listing Department, BSE Limited, 1 st 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
Scrip Code: 519602	Scrip Code: KELLTONTEC

Dear Sir/Madam,

Sub: Outcome of the Board Meeting held on Tuesday February 13, 2024 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 today, i.e., February 13, 2024, which commenced at 06:00 P.M. and concluded at 6:40 P.M. has, inter-alia, considered and approved the following businesses:

1. the Un-audited (Consolidated & Standalone) Financial Results for the Quarter and Half Year ended December 31, 2023.
2. Limited Review Report (Consolidated & Standalone) dated February 13, 2024, issued by Statutory Auditor of the Company for the period ended December 31, 2023.

Further, we would like to confirm that the Statutory Auditors of the Company have issued Limited Review Reports with 'Unmodified Opinion' on the Un-audited Financial Results of the Company (Standalone and Consolidated) for the quarter ended December 31, 2023.

Further, the Company had already intimated to both the stock exchanges vide letter dated December 28, 2023 regarding closure of trading window, pursuant to amendment to Clause 4 of the Schedule B of the SEBI (Prohibition of Insider Trading) Regulations, 2015 w.r.t “Restriction Period for trading in securities of the Company” and the Company’s Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders, from the quarter ended December 31, 2023 which shall continue till 48 hours after the announcement of financial results.

This is for your information and record.

Thanking You,

For Kellton Tech Solutions Limited

Rahul Jain
Company Secretary and Compliance Officer

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 December 31, 2023 and year to date from April 1, 2023 to December 31, 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 the unaudited separate quarterly financial results and other financial information of the components, as certified by the management, 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. 40,583.90 Lakhs as at December 31, 2023, Total Revenue of Rs. 19,923.44 Lakhs and Rs. 60,399.58 Lakhs, Total Net Profit after Tax of Rs. 648.86 Lakhs and Rs. 3,252.40 Lakhs, Total Comprehensive Income of Rs. 567.51 Lakhs and Rs. 3,185.90 Lakhs, for the quarter ended December 31, 2023 and for the period from April 1, 2023 to December 31, 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

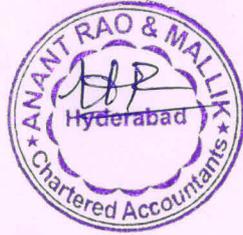


V. ANANT RAO

Partner

M.No. : 022644

UDIN : 24022644BKANOU2640



Place : Hyderabad

Date : 13-02-2024

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 31-12-2023 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 Tech Solutions Inc)
12	Talent Parents Inc	Step Down Subsidiary (Wholly owned subsidiary of Kellton Tech Solutions Inc)
13	Planet Pro Inc	Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Inc)
14	Planet Pro Canada Inc	Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited)
15	Planet Pro Asia Pte Limited	Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited)
16	Tivix Europe SP Z O O	Step Down Subsidiary (wholly owned subsidiary of Kellton Tech Limited)



**Statement of Unaudited Consolidated Profit and Loss for the quarter and Nine months ended
December 31st, 2023**

(All Figures in lakh except EPS)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31/12/2023 (Unaudited)	30/09/2023 (Unaudited)	31/12/2022 (Unaudited)	31/12/2023 (Unaudited)	31/12/2022 (Unaudited)	31/03/2023 (Audited)
I. Revenue from Operations	24,544.41	24,058.06	23,087.00	73,505.23	67,461.12	91,732.58
II. Other Income	33.65	43.51	52.25	125.67	150.38	222.48
III. Total Revenue (I+II)	24,578.06	24,101.57	23,139.25	73,630.90	67,611.50	91,955.06
IV. Expenses						
(a) Cost of Materials consumed	-	-	-	-	3.30	32.54
(b) Purchase of Stock-in-trade	-	-	-	-	-	-
(c) Changes in inventories or finished goods, work in progress and Stock- in- trade	-	-	-	-	-	-
(d) Employee benefits Expense	10,958.80	10,318.18	11,147.59	33,548.89	33,067.26	46,356.86
(e) Finance cost	482.27	449.28	263.72	1,368.02	784.59	1,143.95
(f) Depreciation and Amortization Expense	439.79	361.00	331.36	1,203.87	956.68	1,446.01
(g) Other Expenses	11,744.45	11,099.59	9,391.16	32,728.25	26,790.59	35,995.98
Total Expenses	23,625.31	22,228.05	21,133.83	68,849.03	61,602.42	84,975.34
V. Profit/(Loss) before exceptional and extraordinary items and Tax (III-IV)	952.75	1,873.52	2,005.42	4,781.87	6,009.08	6,979.72
VI. Exceptional Items	-	-	3.86	-	6.74	(18,407.12)
VII. Profit/(Loss) before extraordinary items and tax (V-VI)	952.75	1,873.52	2,009.28	4,781.87	6,015.82	(11,427.40)
VIII. Extraordinary Items	-	-	-	-	-	-
IX. Net Profit/(Loss) before tax (VII-VIII)	952.75	1,873.52	2,009.28	4,781.87	6,015.82	(11,427.40)
X. Tax expense						
1. Current Tax	134.88	215.54	347.93	759.26	1,037.89	1,285.71
2. Deferred Tax	5.00	5.00	5.00	15.00	15.00	(24.65)
3. Earlier Year Tax	-	-	-	-	(3.23)	(7.57)
XI. Net Profit/(Loss) for the period from continuing operations (IX-X)	812.87	1,652.98	1,656.35	4,007.61	4,966.16	(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 discontinuing operations after tax (XII-XIII)	-	-	-	-	-	-
XV. Net Profit/(Loss) for the period (XI+XIV)	812.87	1,652.98	1,656.35	4,007.61	4,966.16	(12,680.89)
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	(81.35)	71.15	70.40	(66.50)	235.46	(382.22)
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
Total Other Comprehensive Income	(81.35)	71.15	70.40	(66.50)	235.46	(407.65)
Total comprehensive income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period)	731.52	1,724.13	1,726.75	3,941.11	5,201.62	(13,088.54)

XVI. Earnings Per Equity Share (Before Extra-Ordinary Items) (of Rs. 5 each) (Not annualized)							
(a) Basic	0.76	1.78	1.79	4.08	5.39	(13.56)	
(b) Diluted	0.76	1.78	1.78	4.08	5.38	(13.53)	
XVII. Earnings Per Equity Share (After Extra-Ordinary Items) (of Rs. 5 each)(Not annualized)							
(a) Basic	0.76	1.78	1.79	4.08	5.39	(13.56)	
(b) Diluted	0.76	1.78	1.78	4.08	5.38	(13.53)	
Paid up equity share capital (Face Value of Rs. 5 each).	4,830.21	4,826.54	4,824.79	4,830.21	4,824.79	4,826.54	
Reserve excluding Revaluation reserves as per balance sheet of previous accounting year.	-	-	-	-	-	-	32,475.68

1. Segment Information

Sr.No	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31/12/2023 (Unaudited)	30/09/2023 (Unaudited)	31/12/2022 (Unaudited)	31/12/2023 (Unaudited)	31/12/2022 (Unaudited)	31/03/2023 (Audited)
1.	Segment Revenue						
	Digital Transformation	20,136.19	19,733.87	18,919.82	60,288.52	55,283.36	75,179.52
	Enterprise Solutions	3,441.44	3,399.96	3,260.45	10,356.94	9,504.30	12,923.38
	Consulting	966.78	924.23	906.73	2,859.77	2,673.46	3,629.68
	Total	24,544.41	24,058.06	23,087.00	73,505.23	67,461.12	91,732.58
2.	Less: Intersegment revenue						
3.	Net Sales /Income from operations	24,544.41	24,058.06	23,087.00	73,505.23	67,461.12	91,732.58
4.	Segment results profit / (loss) before tax, interest and depreciation						
	Digital Transformation	6,111.18	6,358.97	5,954.85	18,712.68	16,422.50	22,164.72
	Enterprise Solutions	741.23	770.88	697.24	2,261.07	1,910.26	2,589.41
	Consulting	188.34	200.50	197.33	590.47	566.67	755.96
5.	Total	7,040.75	7,330.35	6,849.42	21,564.22	18,899.43	25,510.09
	Less: Un allocable Expenses	5,639.38	5,051.06	4,632.53	15,540.00	12,256.14	17,608.90
6.	Finance Cost	482.27	449.28	263.72	1,368.02	784.59	1,143.95
7.	Un allocable Income	33.65	43.51	56.11	125.67	157.12	230.27
8.	Exceptional Items	-	-	-	-	-	18,414.91
9.	Total Profit Before Tax	952.75	1,873.52	2,009.28	4,781.87	6,015.82	(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.

3. The Statutory Auditors of the Company have conducted a limited review of the financial results for the quarter and nine months ended December 31st, 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 February 13th, 2024.

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: 13.02.2024

For **Kellton Tech Solutions Limited**

Niranjan Chintam
Chairman
DIN: 01658591

13-02-2024

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 December 31, 2023 and year to date from April 1, 2023 to December 31, 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 : 24022644BKANOT2468



Place : Hyderabad

Date : 13-02-2024

**Statement of un-audited Standalone Profit and Loss for the quarter and nine months ended
December 31st 2023**

(All figures in lakh except EPS)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31/12/2023 (Unaudited)	30/09/2023 (Unaudited)	31/12/2022 (Unaudited)	31/12/2023 (Unaudited)	31/12/2022 (Unaudited)	31/03/2023 (Audited)
I. Revenue from Operations	4,630.65	4,167.79	4,468.21	13,161.74	12,423.40	17,085.40
II. Other Income	23.98	23.62	42.72	69.58	140.73	222.48
III. Total Revenue (I+II)	4,654.63	4,191.41	4,510.93	13,231.32	12,564.13	17,307.88
IV. Expenses						
(a) Cost of Materials consumed	-	-	-	-	3.30	32.54
(b) Purchase of Stock-in-trade	-	-	-	-	-	-
(c) Changes in inventories or finished goods, work in progress and Stock-in-trade	-	-	-	-	-	-
(d) Employee benefits Expense	3,531.70	2,719.63	3,099.74	9,376.72	8,851.43	12,233.93
(e) Finance cost	206.06	185.87	136.70	568.06	399.43	546.47
(f) Depreciation and Amortization Expense	173.11	166.25	149.28	503.72	428.76	597.26
(g) Other Expenses	504.73	755.27	729.21	1,787.60	1,753.74	2,567.10
Total Expenses	4,415.60	3,827.02	4,114.93	12,236.10	11,436.66	15,977.30
V. Profit/(Loss) before exceptional and extraordinary items and Tax (III-IV)	239.03	364.39	396.00	995.22	1,127.47	1,330.58
VI. Exceptional Items	-	-	3.86	-	6.74	7.79
VII. Profit/(Loss) before extraordinary items and tax (V-VI)	239.03	364.39	399.86	995.22	1,134.21	1,338.37
VIII. Extraordinary Items	-	-	-	-	-	-
IX. Net Profit/(Loss) before tax (VII-VIII)	239.03	364.39	399.86	995.22	1,134.21	1,338.37
X. Tax expense						
1. Current Tax	70.00	80.00	75.00	225.00	225.00	416.37
2. Deferred Tax	5.00	5.00	5.00	15.00	15.00	(23.69)
3. Earlier year Tax	-	-	-	-	(3.23)	(3.23)
XI. Net Profit/(Loss) for the period from continuing operations (IX-X)	164.03	279.39	319.86	755.22	897.44	948.92
XII. Net Profit/(Loss) for the period from discontinuing operations before tax	-	-	-	-	-	-
XIII. Tax expense from discontinuing operations	-	-	-	-	-	-
XIV. Net profit / (Loss) for the period from discontinuing operations after tax (XII-XIII)	-	-	-	-	-	-
XV. Net Profit/(Loss) for the period (XI+XIV)	164.03	279.39	319.86	755.22	897.44	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 Income	-	-	-	-	-	(25.43)
XVI. Total Comprehensive Income/ (Loss) after taxes, minority interest and share of profit/(loss) of associates	164.03	279.39	319.86	755.22	897.44	923.49

XVII. Earnings Per Equity Share (Before Extra-Ordinary Items) (of Rs.5 each) (not annualized)						
(a) Basic	0.17	0.29	0.33	0.78	0.93	0.96
(b) Diluted	0.17	0.29	0.33	0.78	0.93	0.95
XVIII. Earnings Per Equity Share (After Extra-Ordinary Items) (of Rs.5 each) (not annualized)						
(a) Basic	0.17	0.29	0.33	0.78	0.93	0.96
(b) Diluted	0.17	0.29	0.33	0.78	0.93	0.95
Paid up equity share capital (Face Value of Rs. 5 each).	4,830.21	4,826.54	4,824.79	4,830.21	4,824.79	4,826.54
Total Reserves	-	-	-	-	-	10,253.79

Notes:

- Figures of the corresponding previous periods are regrouped and reclassified wherever considered necessary to correspond with current period's presentation.
- The Statutory Auditors of the Company have conducted a limited review of the financial results for the quarter and nine months ended December 31st, 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 February 13th, 2024.
- The Company does not have multiple segments for Standalone financials.
- 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: 13.02.2024

For **Kellton Tech Solutions Limited**

Niranjan Chintam
Chairman
DIN: 01658591