

ISL/SS/SE/46/2022-2023
7th November, 2022

The National Stock Exchange of India Ltd. Exchange Plaza Bandra-Kurla Complex Bandra East Mumbai 400 051	BSE Ltd. P.J. Towers Dalal Street Mumbai 400 001
Symbol: INSPIRISYS	Scrip Code: 532774

Dear Sir / Madam,

Sub: Outcome of the Board Meeting.

With reference to the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we wish to inform you that, as required in terms of Regulation 30, 33 and other applicable provisions of Listing Regulations, the Board of Directors of Inspirisys Solutions Limited at its meeting held on 7th November, 2022 has inter alia

1. Considered and approved the Standalone and Consolidated Unaudited Financial Results for the quarter and year to date ended 30th September, 2022 along with the Statement of Assets and Liabilities and Cash Flow Statement on the recommendation of the Audit Committee.
2. A copy of the Limited Review Report from the Auditors for the period ended 30th September, 2022.

It is further informed that the Board Meeting commenced at 12:20 PM and ended at 4:20 PM.

Kindly take the same on record and disseminate the said information to the public.

For Inspirisys Solutions Limited



S.Sundaramurthy
Company Secretary & Compliance Officer



Encl: as above

Inspirisys Solutions Limited

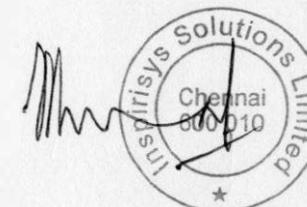
Regd Office : First Floor, Dowlath Towers, New Door Nos 57, 59, 61 & 63, Taylors Road, Kilpauk, Chennai 600 010

CIN No: L30006TN1995PLCO31736

Statement of unaudited standalone financial results for the quarter ended and year to date period ended 30 September 2022

(₹ in Lakhs)

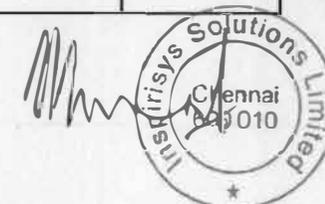
S.No	Particulars	Standalone					
		Quarter ended			Year to date period ended		Year ended
		30 September 2022 (Unaudited)	30 June 2022 (Unaudited)	30 September 2021 (Unaudited)	30 September 2022 (Unaudited)	30 September 2021 (Unaudited)	31 March 2022 (Audited)
1	Revenue from operations	9,755	7,901	7,317	17,656	15,950	29,839
2	Other income	166	116	31	282	135	516
3	Total income (1+2)	9,921	8,017	7,348	17,938	16,085	30,355
4	Expenses						
	Cost of materials consumed	3	1	19	4	20	91
	Purchases of stock-in-trade	3,693	2,144	1,933	5,837	5,684	8,216
	Changes in inventories of stock in trade and finished goods	60	(67)	51	(7)	28	148
	Employee benefits expense	2,597	2,381	2,330	4,978	4,629	9,339
	Impairment losses	10	118	490	128	587	766
	Other expenses	2,875	2,803	2,584	5,678	5,003	10,498
5	Total expenses	9,238	7,380	7,407	16,618	15,951	29,058
6	Profit before tax, finance cost, depreciation and amortization expenses (3-5)	683	637	(59)	1,320	134	1,297
	Finance costs	197	175	143	372	297	550
	Depreciation and amortization expenses	154	103	137	257	275	547
7	Profit / (loss) before tax	332	359	(339)	691	(438)	200
8	Tax expense:						
	Current tax	66	83	34	149	48	171
	Deferred tax	-	-	-	-	-	-
9	Profit / (loss) for the period / year (7-8)	266	276	(373)	542	(486)	29
10	Other comprehensive income						
	i) Items that will not be reclassified to profit or loss						
	- Re-measurements (losses) / gains on defined benefit plans	(21)	5	(17)	(16)	(27)	(19)
	- Income tax relating to items that will not be reclassified to profit or loss	6	(1)	3	5	5	5
	ii) Items that will be reclassified to profit or loss						
	- Exchange difference on translation of foreign operations	25	30	-	55	(27)	(13)
	- Income tax relating on translation of foreign operations	(7)	(9)	-	(16)	5	4
11	Other comprehensive income for the period / year, net of tax	3	25	(14)	28	(44)	(23)
12	Total comprehensive income for the period / year (9+11)	269	301	(387)	570	(530)	6
13	Paid up equity share capital	3,962	3,962	3,962	3,962	3,962	3,962
14	Other equity						3,248
15	Earnings per equity share						
	Basic and Diluted (in ₹) (Face value of ₹ 10 each) (Not annualised)	0.67	0.70	(0.94)	1.37	(1.23)	0.07



Statement of unaudited consolidated financial results for the quarter ended and year to date period ended 30 September 2022

(₹ in Lakhs)

S.No	Particulars	Consolidated					
		Quarter ended			Year to date period ended		
		30 September 2022 (Unaudited)	30 June 2022 (Unaudited)	30 September 2021 (Unaudited)	30 September 2022 (Unaudited)	30 September 2021 (Unaudited)	31 March 2022 (Audited)
1	Revenue from operations	10,381	8,915	8,413	19,296	18,369	34,162
2	Other income	168	114	98	282	196	536
3	Total income (1+2)	10,549	9,029	8,511	19,578	18,565	34,698
4	Expenses						
	Cost of materials consumed	3	1	19	4	20	91
	Purchases of stock-in-trade	3,696	2,317	1,933	6,013	5,712	8,328
	Changes in inventories of stock in trade and finished goods	60	(67)	51	(7)	28	148
	Employee benefits expense	3,140	3,162	3,145	6,302	6,298	12,464
	Impairment losses	10	118	251	128	348	693
	Other expenses	3,231	3,311	3,139	6,542	6,101	12,745
5	Total expenses	10,140	8,842	8,538	18,982	18,507	34,469
6	Profit before tax, finance cost, depreciation and amortization expenses (3-5)	409	187	(27)	596	58	229
	Finance costs	305	264	198	569	438	843
	Depreciation and amortization expenses	154	104	138	258	276	549
7	Profit / (loss) before tax	(50)	(181)	(363)	(231)	(656)	(1,163)
8	Total tax expense:						
	Current tax	66	83	34	149	48	171
	Deferred tax	-	-	-	-	-	-
9	Profit / (loss) for the period/year (7-8)	(116)	(264)	(397)	(380)	(704)	(1,334)
10	Other comprehensive income						
	<i>i) Items that will not be reclassified to profit or loss</i>						
	- Re-measurement gains / (losses) on defined benefit plans	(21)	5	(17)	(16)	(27)	(19)
	- Income tax relating to items that will not be reclassified to profit or loss	6	(1)	3	5	5	5
	<i>ii) Items that will be reclassified to profit or loss</i>						
	- Exchange difference on translation of foreign subsidiaries and operations	(168)	(160)	15	(328)	(96)	(105)
	- Income tax relating on translation of foreign subsidiaries and foreign operations	(7)	(9)	-	(16)	5	4
11	Other comprehensive income for the period / year, net of tax	(190)	(165)	1	(355)	(113)	(115)
12	Total comprehensive income for the period / year (9+11)	(306)	(429)	(396)	(735)	(817)	(1,449)
13	Profit attributable to:						
	Owners of the company	(116)	(264)	(397)	(380)	(704)	(1,334)
	Non-controlling interest	-	-	-	-	-	-
	Other comprehensive income attributable to:						
	Owners of the company	(190)	(165)	1	(355)	(113)	(115)
	Non-controlling interest	-	-	-	-	-	-
14	Total comprehensive income attributable to:						
	Owners of the company	(306)	(429)	(396)	(735)	(817)	(1,449)
	Non-controlling interest	-	-	-	-	-	-
15	Paid up equity share capital	3,962	3,962	3,962	3,962	3,962	3,962
16	Other equity						(3,883)
17	Earnings per equity share						
	Basic and Diluted (in ₹) (Face value of ₹ 10 each) (Not annualised)	(0.29)	(0.67)	(1.00)	(0.96)	(1.78)	(3.37)



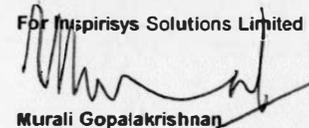
Note

- 1 The above financials results was reviewed by the Audit Committee and approved by the Board at its meeting held on 07 November 2022. The Standalone and consolidated financial statements are prepared in accordance with the Indian Accounting Standards (IndAS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2021 and relevant amendment rules thereafter.
- 2 The Company has a trade receivable of ₹ 4,324 lakhs as on 30 September 2022 from one of its subsidiary company Inspirisys Solutions North America, Inc (ISNA). The balance reflects accumulation of receivables since financial year 2016-17. ISNA, the wholly owned subsidiary of Inspirisys Solutions Limited (ISL), India is the marketing arm for the offshore services offered and delivered to the US customers of ISNA from ISL India. ISNA has been working with customers in North America and have been engaging them for onsite business in the US and offshore business for ISL India. The trade receivables in the books of ISL India represents services performed and billed on ISNA over the years in respect of offshore services for the clients of ISNA. The Management is working on turning around the business performance of ISNA and are hopeful of generating profits to pay ISL India against the trade receivables and to this effect have drawn up business plans for the subsidiary for the next few years. In view of the above, the Management considers not making any provision towards any expected credit loss against these trade receivables from ISNA including GST liability if any on such export receivables together with interest thereon as we are hopeful of collecting the dues from ISNA. This is subject matter of qualification in the standalone and consolidated review report for the quarter and for the year to date period ended 30 September 2022 and 30 September 2021, for the quarter ended 30 June 2022 and audit report for the year end 31 March 2022.
- 3 During the year 2021-22, the Company has received a show cause notice from SEBI under sections 11(1), 11(4), 11(4A), 11 B(1) and 11 B(2) read with 15HA and 1 SHB of the Securities Exchange Board of India Act, 1992, and Rule 4(1) of Securities and Exchange Board of India (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995 and Sections 12A(1), 12A(2) read with 23E and 23H of the Securities Contracts (Regulation) Act, 1956 and Rule 4(1) of Securities and Exchange Board of India (Procedure for Holding Inquiry and Imposing Penalties) Rules, 2005 in the matter of alleged mis-representation of financials / manipulation of books of accounts of Inspirisys Solutions Limited, in relation to FY 2012-13 to FY 2015-16. The management has engaged legal counsel and has been evaluating the options that are available for the company to pursue. The liability at this point in time is contingent and the management believes that such alleged violations will not have any material impact in the standalone and consolidated financial results of the period under consideration.
- 4 In accordance with IndAS 108, Operating Segments, the Company has disclosed the segment information in the interim consolidated financial results.
- 5 The consolidated financial results comprises the financial results of the company and its subsidiaries.
- 6 Earning per share is not annualised for the quarter ended 30 September 2022, 30 June 2022 and 30 September 2021, Year to date period ended 30 September 2022 and 30 September 2021.
- 7 Figures for the previous year have been regrouped/rearranged wherever necessary.

Place: Chennai

Date: 07 November 2022

For Inspirisys Solutions Limited



Murali Gopalakrishnan
Executive Director and Chief Executive Officer



Inspirisys Solutions Limited

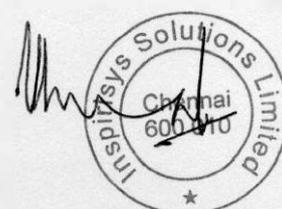
Regd Office : First Floor, Dowlath Towers, New Door Nos 57, 59, 61 & 63, Taylors Road, Kilpauk, Chennai 600 010

CIN No: L30006TN1995PLCO31736

Statement of Financial position as at 30 September 2022

(₹ In Lakhs)

Particulars	Standalone		Consolidated	
	As at 30 September 2022	As at 31 March 2022	As at 30 September 2022	As at 31 March 2022
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Assets				
Non current assets				
Property plant and equipment	453	474	462	484
Goodwill	542	542	542	542
Other intangible assets	398	434	398	434
Right to use asset	435	386	435	386
Financial assets				
- Trade receivables	39	30	39	30
- Bank balances	139	338	139	338
- Other financial assets	102	61	123	81
Deferred tax assets, net	-	-	-	-
Income tax assets (net)	4,060	3,736	4,060	3,736
Other non-current assets	564	468	608	509
Total	6,732	6,469	6,806	6,540
Current assets				
Inventories	440	435	440	435
Financial assets				
- Trade receivables	15,043	8,970	11,686	6,471
- Cash and cash equivalents	2,039	1,675	2,743	2,183
- Other financial assets	504	431	509	435
Other current assets	3,458	3,106	4,024	3,898
Total Assets	21,484	14,617	19,402	13,422
Equity and liabilities				
Equity				
Equity share capital	3,962	3,962	3,962	3,962
Other equity	3,818	3,248	(4,618)	(3,883)
Total equity	7,780	7,210	(656)	79
Liabilities				
Non - current liabilities				
Financial Liabilities				
- Borrowings	29	25	292	269
- Lease liability	265	261	265	261
Provisions	709	646	906	835
Total	1,003	932	1,463	1,365
Current liabilities				
Financial liabilities				
- Borrowings	5,974	5,478	11,006	10,211
- Lease liability	206	171	206	171
- Trade payables				
a) Dues to micro and small enterprises	157	233	157	233
b) Total outstanding dues of creditors other than micro and small enterprises	6,328	2,285	6,568	2,479
- Other financial liabilities	2,861	1,783	3,307	2,138
Other current liabilities	3,714	2,822	3,905	3,059
Provisions	193	172	252	227
Total	19,433	12,944	25,401	18,518
Total liabilities	20,436	13,876	26,864	19,883
Total equity and liabilities	28,216	21,086	26,208	19,962



Inspirisys Solutions Limited

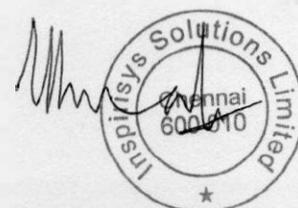
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CIN No: L30006TN1995PLCO31736

Statement of Cash Flows for the year ended 31 March 2022

(₹ in Lakhs)

Particular	Standalone		Consolidated	
	As at 30 September 2022	As at 31 March 2022	As at 30 September 2022	As at 31 March 2022
A. Cash flow from operating activities				
Profit / (Loss) before tax	691	200	(231)	(1,163)
Adjustments for:				
Depreciation and amortization expense	257	547	258	549
Reversal of lease liabilities	(24)	(61)	(24)	(61)
Interest expense	372	550	569	843
Interest Income	(11)	(36)	(11)	(25)
Impairment losses	128	766	128	693
Provision for inventory obsolescence	-	83	-	83
(Reserval) / provision for gratuity and compensated absences	(31)	(15)	(37)	(87)
Net unrealised foreign exchange (gain) / loss	(159)	(176)	(41)	(6)
Provision / reversal of provision for warranty	99	44	99	44
Liabilities no longer required written back	(93)	(257)	(93)	(320)
Bad debts written off	-	-	-	141
Interest on income tax refund	-	(106)	-	(106)
Operating profit before working capital changes	1,229	1,539	617	585
Decrease / (increase) in inventories	(5)	79	(5)	79
Decrease in trade receivables	(5,728)	2,102	(4,760)	2,552
Decrease in other financial assets	(114)	247	(116)	259
Decrease in other non-current assets	(96)	17	(107)	11
(Increase) / Decrease in other current assets	(352)	(437)	26	(160)
(Decrease) / increase in trade payables	4,060	(2,924)	3,758	(3,243)
Increase / (decrease) in other financial liabilities	1,079	265	1,082	(330)
Increase / (decrease) in other current liabilities	892	560	817	(795)
Cash generated from / (used in) operating activities	965	1,448	1,312	(1,042)
Direct taxes (paid) / refund , net	(484)	(148)	(484)	(148)
Net cash generated from / (used in) operating	481	1,300	828	(1,190)
B. Cash flow from investing activities				
Purchase of property, plant and equipment and intangible assets	(92)	(205)	(92)	(206)
Interest received	11	34	11	25
Net movement in bank deposits	199	434	199	434
Net cash generated from / (used in) investing activities	118	263	118	253
C. Cash flow from financing activities				
Proceed / (repayment) of long term borrowings, net	9	(19)	9	(19)
Repayment of / (proceeds from) short term borrowings, net	190	(1,824)	218	1,087
Payment of lease liabilities (including interest)	(122)	(214)	(122)	(214)
Interest paid	(307)	(550)	(535)	(854)
Net cash (used in) financing activities	(230)	(2,607)	(430)	-
D. Net change in cash and cash equivalents	369	(1,044)	516	(937)
E. Cash and cash equivalents at the beginning	1,675	2,697	2,183	3,082
Effects of foreign currency translation	(5)	22	44	38
F. Cash and cash equivalents at the end	2,039	1,675	2,743	2,183
Cash and cash equivalents include				
Cash on hand	5	4	6	5
Balances with banks in current accounts	2,034	1,671	2,737	2,178
Cash and cash equivalents	2,039	1,675	2,743	2,183



Inspirisys Solutions Limited

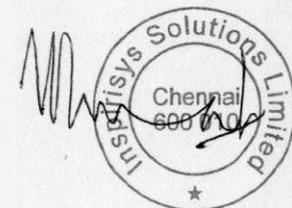
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Consolidated Segment Information:

(₹ in Lakhs)

Particulars	Consolidated					
	Quarter ended			Year to date period ended		Yearended
	30 September 2022	30 June 2022	30 September 2021	30 September 2022	30 September 2021	31 March 2022
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Segment Revenue						
Systems Integration	3,776	2,303	1,853	6,079	5,789	8,344
Services	6,271	6,296	6,124	12,567	11,919	24,479
Warranty Management Services	334	316	436	650	661	1,339
Revenue from Operations	10,381	8,915	8,413	19,296	18,369	34,162
2. Segment result						
Systems Integration	105	(74)	(374)	31	(350)	(1,596)
Services	635	615	527	1,250	1,080	3,881
Warranty Management Services	26	35	18	61	(119)	(18)
Total	766	576	171	1,342	611	2,267
(i) Finance costs	(305)	(264)	(198)	(569)	(438)	(843)
(ii) Other unallocable expenses	(679)	(607)	(434)	(1,286)	(1,025)	(3,123)
Other income	168	114	98	282	196	536
Total (Loss) / Profit Before Tax	(50)	(181)	(363)	(231)	(656)	(1,163)
3. Segment Assets						
Systems Integration	6,327	2,899	4,324	6,327	4,324	1,739
Services	12,114	12,008	13,147	12,114	13,147	10,996
Warranty Management Services	604	566	721	604	721	580
Training	35	35	35	35	35	35
Unallocated	7,128	7,269	5,816	7,128	5,816	6,612
Total Assets	26,208	22,777	24,043	26,208	24,043	19,962
3. Segment Liabilities						
Systems Integration	6,368	3,435	4,680	6,368	4,680	1,791
Services	7,121	6,329	7,813	7,121	7,813	5,655
Warranty Management Services	418	472	528	418	528	481
Training	3	-	3	3	3	3
Unallocated	12,954	12,891	10,308	12,954	10,308	11,953
Total Liabilities	26,864	23,127	23,332	26,864	23,332	19,883



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Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Inspirisys Solutions Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of Inspirisys Solutions Limited ('the Company') for the quarter ended 30 September 2022 and the year to date results for the period 1 April 2022 to 30 September 2022, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. The Statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, 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 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard 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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Dehradun, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker ChandioK & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

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4. As detailed in note 2 to the accompanying statement, the company has reported an amount of ₹ 4,324 lakhs as trade receivables from its wholly owned subsidiary, Inspirisys Solutions North America, Inc., USA as at 30 September 2022 which are significantly over due. Further due to non-realization of aforesaid trade receivable within the prescribed time in accordance with sub rule 1 of 96A of CGST Rules, the company is liable to pay Goods and Service Tax (GST) liability along with interest and penalty on such exports sales. The management is confident of recovering the aforesaid receivables from the subsidiary based on the business plans as detailed out in the management note and accordingly, no expected credit loss provision has been made against such long outstanding receivables under Ind AS 109, Financial Instruments and no provision is recognized towards aforesaid GST liability including interest and penalty. However, in the absence of sufficient appropriate audit evidence regarding the timing and extent of cash flows that will be available with the subsidiary to settle these dues, we are unable to comment upon the recoverability of the carrying value of the said trade receivables as at 30 September 2022 and impact of Goods and Service Tax liability, including the penalty and interest that may be levied, and the consequential impact thereof, if any, on the accompanying statement.

Our review report on the standalone unaudited financial results for the quarter ended 30 June 2022, for the quarter and for the year to date period ended 30 September 2021 and audit opinion on the standalone financial statement for the year ended 31 March 2022 has been qualified in the regard.

5. Based on our review conducted as above and the consideration of the review reports of the branch auditors referred to in paragraph 7 below, except for the possible effect of the matter described in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We draw attention to note 3 to accompanying financial statement, which describes uncertainty related to outcome in respect of show cause notice received from the Securities Exchange Board of India for alleged violations with the Securities Exchange Board of India Act, 1992 and Securities Contracts (Regulation) Act, 1956 and rules and regulations made thereunder in earlier years. In view of the management, the aforesaid matter is not expected to have a material impact on the accompanying standalone financial results of the Company. Our conclusion is not modified in respect of this matter.



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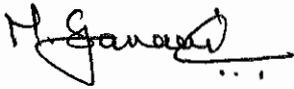
7. We did not review the interim financial results of a branch included in the Statement, where such interim financial results reflects total assets of ₹ 817 lakhs as at 30 September 2022, and total revenues of ₹ 89 lakhs and ₹ 89, total net profit of ₹ 23 lakhs and ₹ 15 lakhs, and total comprehensive loss of ₹ 23 lakhs and ₹ 15 lakhs, for the quarter and year-to-date period ended on 30 September 2022, respectively, and net cash outflow of ₹ 21 lakhs for the six-month period ended 30 September 2022, as considered in the Statement. Such interim financial results have been reviewed by the branch auditors, whose reports have been furnished to us by the management, and our conclusion, in so far as it relates to the amounts and disclosures included in respect of these branches, is based solely on the review report of such branch auditors.

Our conclusion on the Statement is not modified in respect of the above matter with respect to our reliance on the work done by and the reports of the branch auditors.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013



Mehulkumar Sharadkumar Janani

Partner

Membership No. 118617

UDIN: 22118617BCIXWQ9689



Place: Chennai

Date: 07 November 2022

Walker Chandiook & Co LLP

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Independent Auditor's Review Report on Consolidated Unaudited 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 (as amended)

To the Board of Directors of Inspirisys Solutions Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Inspirisys Solutions Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), (refer Annexure 1 for the list of subsidiaries included in the Statement) for the quarter ended 30 September 2022 and the consolidated year to date results for the period 1 April 2022 to 30 September 2022, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, 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 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard 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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the Listing Regulation, to the extent applicable.



Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Dehradun, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

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4. As detailed in note 2 to the accompanying Statement, the Holding Company has reported an amount of ₹ 4,324 lakhs as trade receivables from its wholly owned subsidiary, Inspirisys Solutions North America, Inc., USA as at 30 September 2022. Due to non-realization of aforesaid trade receivable within the prescribed time in accordance with sub rule 1 of 96A of CGST Rules, the holding company is liable to pay Goods and Service Tax (GST) liability along with interest and penalty of such export sales, for which no liability has been recognized in the accompanying Statement basis management's assessment of realization of the aforesaid outstanding receivable balances. However, in the absence of sufficient appropriate audit evidence we are unable to comment upon the impact of Goods and Service Tax liability, including the penalty and interest that may be levied, and the consequential impact thereof, if any, on the accompanying Statement.

Our review report on the consolidated unaudited financial results for the quarter ended 30 June 2022, for the quarter and for the year to date period ended 30 September 2021 and audit opinion on the consolidated financial statement for the year ended 31 March 2022 has been qualified in the regard.

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review reports of the branch auditors and other auditors referred to in paragraph 7 below, except for the possible effect of the matter described in previous section, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We draw attention to note 3 to accompanying financial statement, which describes uncertainty related to outcome in respect of show cause notice received from the Securities Exchange Board of India for alleged violations with the Securities Exchange Board of India Act, 1992 and Securities Contracts (Regulation) Act, 1956 and rules and regulations made thereunder in earlier years. In view of the management, the aforesaid matter is not expected to have a material impact on the accompanying financial results of the Company. Our conclusion is not modified in respect of this matter.
7. We did not review the interim financial results of four subsidiaries included in the Statement and one branch included in the unaudited interim standalone financial results of the entities included in the Group, whose financial information reflects total assets of ₹ 5,157 lakhs as at 30 September 2022, and total revenues of ₹ 688 lakhs and ₹ 1,523 lakhs, total net loss of ₹ 47 lakhs and ₹ 117 lakhs, total comprehensive loss of ₹ 47 lakhs and ₹ 117 lakhs, for the quarter and year-to-date period ended on 30 September 2022, respectively, and net cash flows inflow of ₹ 164 lakhs for the period ended 30 September 2022, as considered in the Statement. These interim financial results have been reviewed by other auditors whose review reports have been furnished to us by the management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries based solely on the review reports of such other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of these matters with respect to our reliance on the work done by and the reports of the other auditors



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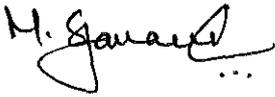
8. The Statement includes the interim financial results of one subsidiary, which have not been reviewed by its auditor whose interim financial results reflects total assets of ₹ 35 lakhs as at 30 September 2022, and total revenues of Nil and Nil, net profit /(loss) after tax of Nil and Nil, total comprehensive income/loss of Nil and Nil for the quarter and year-to-date period ended 30 September 2022 respectively, cash flow (net) of Nil for the period ended 30 September 2022 as considered in the Statement. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiary is based solely on such unreviewed interim financial results. According to the information and explanations given to us by the management, these interim financial results are not material to the Group.

Our conclusion is not modified in respect of this matter with respect to our reliance on the financial results certified by the Board of Directors.

For Walker ChandioK & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013



Mehulkumar Sharadkumar Janani

Partner

Membership No. 118617

UDIN: 22118617BCIYMI1827



Place: Chennai

Date: 07 November 2022

Walker Chandiook & Co LLP

Annexure 1

List of entities included in the Statement

1. Inspirisys Solutions DMCC, Dubai
2. Inspirisys Solutions Japan Kabushiki Kaisha,
3. Network Programs (USA) Inc., USA
4. Inspirisys Solutions North America Inc.,
5. Inspirisys Solutions IT Resources Limited
6. Inspirisys Solutions Europe Limited, UK



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