



# SARATH & ASSOCIATES

## CHARTERED ACCOUNTANTS

### Auditor's Report On Quarterly Consolidated Financial Results and Consolidated Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement

To  
The Board of Directors  
M/s GSS Infotech Limited  
Hyderabad

We have audited the quarterly consolidated financial results of **M/s GSS Infotech Limited** for the quarter ended 31<sup>st</sup> March 2015 and the consolidated year to date results for the period 1<sup>st</sup> April 2014 to 31<sup>st</sup> March 2015 attached herewith, being submitted by the company pursuant to the requirement of Clause 41 of the Listing Agreement except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. These consolidated quarterly financial results as well as the consolidated year to date financial results have been prepared from consolidated 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 Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India. Attention is drawn to the fact that the figures for the quarters ended March 31, as reported in these results are the balancing figures between audited figures in respect of the financial years ended March 31, and the published year to date figures up to the end of the third quarter of the relevant financial years.

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.

We did not audit the financial statements of 1 US Subsidiary (*including its step down subsidiaries*) included in the consolidated quarterly financial results and consolidated year to date results, whose consolidated interim financial statements reflect total assets of Rs 70945.28 Lakhs as at 31<sup>st</sup> March 2015 and as at the quarter ended 31<sup>st</sup> March 2015 as well as the total revenue of Rs. 21800.23 Lakhs as at 31<sup>st</sup> March, 2015 and Rs.4697.80 Lakhs as at the quarter ended 31<sup>st</sup> March 2015. These interim financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion on the quarterly financial results and the year to date results, to the extent they have been derived from such financial statements is based solely on the report of such other auditors.

Without qualifying our opinion on the audited stand alone financial results for the quarter and year ended on 31<sup>st</sup> March, 2015 we draw our attention to SI No.8 – Exceptional Items wherein the management has provided for diminution in the value of investments in the Wholly Owned Overseas Subsidiary Company to the extent of Rs.19,331.25 Lakhs, consequent upon impairment of Goodwill in the books of US Subsidiary Company M/s GSS Infotech CT Inc (a Delaware Company) in its step down subsidiaries based on overseas Auditor's Report.



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

- (i) include the quarterly financial results and year to date of the following entities
  1. GSS Infotech CT Inc (a Delaware Company) & its step down subsidiaries
  2. GSS IT Solutions Private Limited, Hyderabad, India
  3. GSS Healthcare IT Solutions Private Limited, Hyderabad, India
- (ii) have been presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
- (iii) give a true and fair view of the consolidated Net Profit and other financial information for the quarter ended 31<sup>st</sup> March 2015 as well as the consolidated year to date results for the period from 1<sup>st</sup> April 2014 to 31<sup>st</sup> March 2015.

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the consolidated number of shares as well as percentage of shareholdings in respect of aggregate amount of consolidated public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

**For Sarath & Associates**  
**Chartered Accountants**

Firm Registration No : 05120S

  
**CA P Gopi Krishna**

**Partner**

Membership Number : 225868



Place : Hyderabad  
Date : 30<sup>th</sup> May 2015