

**Date: 30.05.2015**

To  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E), Mumbai-400051  
Ph: 022-26598452

**Kind Attn: Hari.K**

To  
The Manager  
Department of Corporate Services  
Bombay Stock Exchange Limited  
Dalal Street  
Mumbai-400001  
Ph: 022-22721234

**Kind Attn: Bhushan Mokashi**

Dear Sir,

**Sub: Outcome of the Board Meeting held on 30.05.2015**

The Board of directors of the Company at the meeting held on 30<sup>th</sup> May, 2015, have, inter-alia, approved the following:

- a) The Audited Financial Results of the Company (both standalone and consolidated) for the quarter and year ended 31<sup>st</sup> March, 2015, as recommended by the Audit Committee.

Thanking you,

**For GSS Infotech Limited**  
**Lalit Kumar Tiwari**  
Company Secretary**Enclosure:**

Audited financial results (both Standalone and Consolidated) for the quarter and year ended 31.03.2015 and the Auditors' Report.

**GSS Infotech Limited**

Reg. Off: Brigade Towers, Floor 3<sup>rd</sup> & 4<sup>th</sup>, Plot No: 30, Part No: 31, Financial Dist., Nanakramguda, Gachibowli, Hyderabad 500032, Telangana, India  
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CIN No: L72200TG2003PLC041860



# SARATH & ASSOCIATES

## CHARTERED ACCOUNTANTS

### Auditor's Report on Quarterly Financial Result and Year to Date Results of the Company pursuant to Clause 41 of Listing Agreement

To

The Board of Directors  
M/s GSS Infotech Limited  
Hyderabad

1. We have audited the quarterly Standalone Financial Results of M/s GSS INFOTECH LIMITED ("the Company") for the quarter and year ended 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 Share Holding' and 'Promoter Group Shareholding' which have been traced from disclosures made by the Management but have not been audited by us. These quarterly as well as the year to date Standalone financial results have been prepared on the basis of financial statements, which are the responsibility of the management. Our responsibility is to express an opinion on these financial results based on our audit of such 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 quarter ended 31<sup>st</sup> March, as reported in these results are the balancing figures between audited figures in respect of the financial years ended 31<sup>st</sup> March and the published year to date figures up to the end of the third quarter of the relevant financial years.
2. We conducted our audit in accordance with the auditing standard generally accepted in India. Those standards require that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. 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.
3. 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.13,492.99 Lakhs, consequent upon impairment of Goodwill in the books of US Subsidiary Company M/s GSS Infotech Inc (a Delaware Company) in its step down subsidiaries based on overseas Auditor's Report.
4. Based on our audit and in our opinion and to the best of our information and according to the explanations given to us, these quarterly financial results as well as the year ended results:
  - a. are presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard; and
  - b. Give a true and fair view of the Net Profit and other financial information for the quarter as well as for the year ended 31<sup>st</sup> March, 2015.
5. 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 number of shares as well as percentage of shareholdings in respect of aggregate amount of 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  
Firm Regn. No.005120S  
Chartered Accountants

P. Gopi Krishna  
Partner  
M.No.225668



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

Head Office : 4th Floor, Maas Heights, 8-2-577/B Road No.8, Banjara Hills, Hyderabad - 500 034

Ph : Off : +91 40 23354322, 23357090, Fax : 23356716 ; e-mail : info@sarathcas.in, sarathcas@yahoo.com

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Sec'Bad : 5-4187/384/10, Behind Hotel Moksha, Karbala Maidan, MG Road, Secunderabad - 500 003, Ph : 09703223080, Email : mmreddy.ca@gmail.com





# 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.



Head Office : 4th Floor, Maas Heights, 8-2-577/B, Road No.8, Banjara Hills, Hyderabad - 500 034

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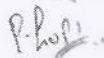
In our opinion and to the best of our information and according to the explanations given to us these consolidated quarterly financial results as well as the consolidated year to date results:

- (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. 051205

  
CA P Gopi Krishna  
Partner

Membership Number : 225866



Place : Hyderabad

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



## Statement of standalone and consolidated Audited Financials Results for Quarter and year ended March 31, 2015

(In Rs.Lakhs except share and per equity share data)

Particulars	STANDALONE					CONSOLIDATED				
	Quarter ended March 31, 2015 Audited	Quarter ended Dec 31, 2014 (Unaudited)	Quarter ended March 31, 2014 Audited	Year ended 31st March 2015 (Audited)	Year ended 31st March 2014 (Audited)	Quarter ended March 31, 2015 Audited	Quarter ended Dec 31, 2014 (Unaudited)	Quarter ended March 31, 2014 Audited	Year ended 31st March 2015 (Audited)	Year ended 31st March 2014 (Audited)
1 Income from operations	790.97	935.81	915.33	3,334.80	4,613.94	5,267.95	5,545.89	6,048.73	24,289.34	26,958.01
(a) Net operating income from operations (Net of excise duty)	-	-	-	-	-	-	-	-	-	-
(b) Other operating income	-	-	-	-	-	-	-	-	-	-
2 Total income from operations (net)	790.97	935.81	915.33	3,334.80	4,613.94	5,267.95	5,545.89	6,048.73	24,289.34	26,958.01
Expenses										
(a) Direct cost	58.52	91.50	229.06	408.67	1,238.04	1,905.34	2,026.49	1,253.52	9,465.26	9,299.06
(b) Purchases of stock-in-trade	-	-	-	-	-	-	-	-	-	-
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	-	-	-	-	-
(d) Employee benefits expense	317.36	440.14	455.55	1,699.17	2,107.08	2,575.44	2,719.40	4,120.30	11,332.78	14,220.18
(e) Depreciation and amortisation expense	42.38	27.87	30.36	124.86	119.91	55.30	35.79	36.58	181.32	170.36
(f) Other expenses	122.75	177.08	1,091.66	534.34	1,381.79	615.66	585.64	1,681.58	2,386.99	3,166.92
Total expenses	541.01	736.59	1,806.82	2,767.05	4,846.82	5,151.74	5,347.32	7,091.97	23,966.34	26,846.52
3 Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	249.96	199.22	(891.30)	767.75	(232.88)	116.21	196.57	(1,042.23)	923.00	111.46
4 Other income	26.19	133.61	162.33	226.29	605.54	27.07	171.06	174.25	251.58	640.90
5 Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	276.15	332.83	(728.97)	994.04	372.66	143.28	367.64	(867.98)	1174.58	752.39
6 Finance costs	11.96	38.53	60.51	170.44	262.94	70.15	73.28	100.54	366.21	431.98
7 Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	264.19	294.30	(789.48)	823.60	109.72	73.13	296.36	(968.52)	808.36	320.41
8 Exceptional items*	13,492.99	-	-	13,492.99	-	19,331.25	-	-	19,331.25	-
9 Profit / (Loss) from ordinary activities before tax (7-8)	(13,228.81)	294.30	(789.48)	(12,669.38)	109.72	(19,258.12)	296.36	(968.52)	(18,522.89)	320.41
10 Tax expense	705.78	49.02	(461.51)	806.49	(321.97)	710.31	55.50	(502.80)	845.30	(311.10)
11 Net Profit / (Loss) from ordinary activities after tax (9+10)	(13,934.57)	245.27	(327.97)	(13,477.88)	431.69	(19,968.44)	240.86	(466.01)	(19,368.19)	631.51
12 Extraordinary items	-	-	-	-	-	-	-	-	-	-
13 Net Profit / (Loss) for the period (11+12)	(13,934.57)	245.27	(327.97)	(13,477.88)	431.69	(19,968.44)	240.86	(466.01)	(19,368.19)	631.51
14 Share of profit / (loss) of associates	-	-	-	-	-	-	-	-	-	-
15 Minority interest	-	-	-	-	-	-	-	-	-	-
16 Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+14+15)	(13,934.57)	245.27	(327.97)	(13,477.88)	431.69	(19,968.44)	240.86	(466.01)	(19,368.19)	631.51
17 Per-Share Profit / (Loss) (Face Value of the Share Rs.10/- each) No of Equity shares	1,603.68	1,603.68	1,413.68	1,603.68	1,413.68	1,603.68	1,603.68	1,413.68	1,603.68	1,413.68
18 Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	14,807	27,429	-	-	-	15,152	32,540
19 Earnings per share (before extraordinary items) of ₹ FV Rs.10/- each (not annualised):										
(a) Basic	(82.27)	1.45	(2.32)	(79.58)	3.05	(117.90)	1.42	(3.30)	(114.36)	4.47
(b) Diluted	(82.27)	1.45	(1.94)	(84.56)	2.55	(117.90)	1.42	(2.75)	(121.51)	3.73
19.1 Earnings per share (after extraordinary items) of ₹ FV Rs.10/- each (not annualised):										
(a) Basic	(82.27)	1.45	(2.32)	(79.58)	3.05	(117.90)	1.42	(3.30)	(114.36)	4.47
(b) Diluted	(82.27)	1.45	(1.94)	(84.56)	2.55	(117.90)	1.42	(2.75)	(121.51)	3.73

## BALANCE SHEET AS AT MARCH 31, 2015

Sl. No	Particulars	Standalone		Consolidated	
		As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
I. EQUITY AND LIABILITIES					
(1) Shareholder's Funds					
(a) Share Capital	169,368,430	141,368,430	169,368,430	141,368,430	
(b) Reserves and Surplus	1,480,729,736	2,742,829,219	1,515,203,132	3,254,005,084	
(c) Money received against share warrants	-	57,400,000	-	57,400,000	
(2) Share Application money pending allotment	-	-	-	-	
(3) Non-Current Liabilities					
(a) Long-Term Borrowings	93,500,000	121,895,255	93,500,000	122,369,317	
(b) Deferred Tax Liabilities (net)	-	-	-	-	
(c) Other Long-Term Liabilities	-	-	-	-	
(4) Current Liabilities					
(a) Short-Term Borrowings	-	-	106,855,463	90,085,873	
(b) Trade Payables	10,978,562	20,419,394	14,865,917	229,794,094	
(c) Other Current Liabilities	16,683,353	14,823,007	102,351,736	104,407,693	
(d) Short-Term Provisions	37,450,336	45,199,731	106,476,167	45,379,930	
Total Equity & Liabilities	1,806,710,437	3,144,135,030	2,243,621,046	4,044,610,421	
II. ASSETS					
(1) Non-Current Assets					
(a) Fixed Assets					
(i) Gross Block	99,003,041	97,703,790	1,460,603,745	3,261,729,901	
(ii) Depreciation	84,012,244	70,086,572	107,820,197	90,048,596	
(iii) Net Block	14,990,797	27,617,218	1,352,783,548	3,171,681,305	
(b) Non-current investments	873,680,544	2,222,979,620	-	-	
(c) Deferred tax assets (net)	1,393,613	81,796,196	1,402,059	82,566,739	
(d) Long term loans and advances	344,706,326	270,622,116	104,514,842	105,032,540	
(e) Other non-current assets	82,110,378	82,110,378	83,455,992	83,455,992	
(2) Current Assets					
(a) Current investments	-	-	-	-	
(b) Inventories	346,077,441	358,623,146	448,869,754	422,577,596	
(c) Trade receivables	62,549,942	27,161,023	85,267,757	62,060,012	
(d) Cash and Bank balances	29,262,578	24,524,359	50,827,820	44,829,025	
(e) Short-term loans and advances	53,935,819	48,795,973	116,499,215	72,207,212	
(f) Other current assets	-	-	-	-	
Total Assets	1,806,710,437	3,144,135,030	2,243,621,046	4,044,610,421	

## Part II - INFORMATION FOR THE QUARTER AND YEAR ENDED MARCH 31, 2015

Sl. No	Particulars	Standalone and Consolidated				
		Quarter ended 31st March 2015 (Audited)	Quarter ended 31st December 2014 (Unaudited)	Quarter ended 31st March 2014 (Audited)	Year ended 31st March 2015 (Audited)	Year ended 31st March 2014 (Audited)
A	PARTICULARS OF SHAREHOLDING					
1	Public shareholding	16832320	16832320	13925920	16832320	13925920
	- Number of shares	99.38	99.38	98.51	99.38	98.51
2	Promoters and Promoter Group Shareholding					
a)	Pledged / Encumbered	99000	99000	199000	99000	199000
	- Number of shares	94.72	94.72	94.35	94.72	94.35
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.58	0.58	1.41	0.58	1.41
b)	Non-encumbered	5523	5523	11923	5523	11923
	- Number of shares	5.28	5.28	5.65	5.28	5.65
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	0.03	0.03	0.08	0.03	0.08

Particulars	3 months ended 31/03/2015
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	Nil
Disposed of during the quarter	Nil
Remaining un-received at the end of the quarter	Nil

### Notes to the Results:

- These Audited results for the quarter and year ended March 31, 2015 were reviewed by the Audit Committee and have been taken on record by the Board of Directors at its meeting held on May 30, 2015.
- Previous Year / Period's figures have been regrouped wherever necessary.
- The Company operates in a single business segment i.e., Software Services.
- Pursuant to the implementation of schedule 3 of the Companies act 2013 (act), the depreciation expense for the year ended 31st March 2015 is higher by Rs.14.56 lakhs as compared to depreciation under Schedule XIV applicable till 31.03.2014. Further, the company has adjusted Rs.9.94 lakhs (net of Deferred Tax 4.44 lakhs) in respect of assets which are already completed their useful life.
- Relating to exceptional item in Sl.No.8, the company had provided for Rs.13492.99 lakhs towards diminution in the value of Company's investment in Wholly owned foreign subsidiary, consequent upon losses in the WOS due to impairment of goodwill in the step down subsidiaries as per the Audited Financials of WOS, this being an exceptional in nature, is shown separately. Had this exceptional instance not been there, the profit before tax would be Rs.823.60 lakhs.

Place: Hyderabad  
Date: 30th May 2015

By order of the Board  
for GSS Infotech Ltd  
Sd/-  
Kaerthy Jaya Tilak  
Chairman

