

S.R. BATLIBOI & Co.

Chartered Accountants

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Auditor's Report on Consolidated Quarterly Financial Results and Consolidated Year to Date Results of Sasken Communication Technologies Limited pursuant to Clause 41 of the Listing Agreement

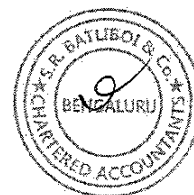
To

The Board of Directors of Sasken Communication Technologies Limited

1. We have audited the quarterly consolidated financial results of Sasken Communication Technologies Limited ("the Company") for the quarter ended December 31, 2012 and the consolidated year to date financial results for the period April 1, 2012 to December 31, 2012, 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 interim financial statements, which are the responsibility of the Company's management and have been approved by the Board of Directors. 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 (AS) 25, Interim Financial Reporting, issued pursuant to the Companies (Accounting Standards) Rules, 2006 (as amended) as per the Section 211 (3C) of the Companies Act, 1956 and other accounting principles generally accepted in India.
2. 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. 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. (a) We did not audit the consolidated financial statements of one subsidiary and financial statements of one joint venture included in the consolidated quarterly financial results and consolidated year-to-date results, whose consolidated interim financial statements reflect total assets of Rs.3,677.60 lakhs as at December 31, 2012 ; as well as total revenues (including other income) of Rs 2,763.83 lakhs for the nine months ended December 31, 2012 and Rs. 874.29 lakhs for the quarter ended December 31, 2012.

(b) We did not audit the consolidated financial statements of a subsidiary incorporated in Finland, included in the consolidated quarterly and year to date financial results whose consolidated interim financial statements prepared in accordance with accounting principles generally accepted in Finland ('Finnish GAAP'), reflect total assets of Rs 9,972.55 lakhs as at December 31, 2012; as well as total revenues (including other income) of Rs 4,033.88 lakhs for the nine months ended December 31, 2012 and Rs. 1,519.72 lakhs for the quarter ended December 31, 2012. We have undertaken the audit of conversion of these financial statements from Finnish GAAP to accounting principles generally accepted in India.

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 year to date results, to the extent they have been derived from such interim financial statements is based solely on the report of such other auditors.



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- (c) We also did not audit the financial statements of Sasken Communication Technologies Mexico S.A de C.V ("Sasken Mexico") included in the consolidated quarterly and year to date financial results. The financial statements of Sasken Mexico, included in the consolidated quarterly and year to date financial results are based on unaudited financial results, which reflect total assets of Rs. 279.73 lakhs as at December 31, 2012 as well as total revenues (including other income) of Rs. 24.06 lakhs for the nine months ended December 31, 2012 and Rs. 16.80 lakhs for the quarter ended December 31, 2012.
4. We report that the quarterly and year to date consolidated financial statements have been prepared by the Company's management in accordance with the requirements of the Accounting Standard (AS) 21, Consolidated Financial Statements and Accounting Standard (AS) 27, Financial Reporting of Interests in Joint Ventures issued pursuant to the Companies (Accounting Standard) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956.
5. In our opinion and to the best of our information and according to the explanation 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:
 - a) Sasken Communication Technologies Limited ("Sasken" or "the Company"),
 - b) Sasken Network Engineering Limited ("SNEL"), and its subsidiary
 - c) Sasken Japan KK ("Sasken Japan"),
 - d) Sasken Communication Technologies (Shanghai) Co Ltd. ("Sasken China"),
 - e) Sasken Communication Technologies, S.A. DE C.V ("Sasken Mexico"),
 - f) Sasken Communication Technologies Oy ("Sasken Finland") and its subsidiary,
 - g) Sasken Inc, USA ("Sasken USA")
 - h) ConnectM Technology Solutions Pvt. Ltd ("Connect M")
 - (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 December 31, 2012 and for the period from April 01, 2012 to December 31, 2012.
6. Further, read with paragraph 1 above, 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 S.R. Batliboi & Co.
Firm Registration number: 301003E
Chartered Accountants

per Navin Agrawal
Partner
Membership No: 56102
Bangalore
January 23, 2013

