



A COMPANY FOCUSED ON ELECTRONIC PAYMENTS  
**RS SOFTWARE (INDIA) LIMITED**  
 (CIN: L72200WB1987PLC043375)

Registered Office : " FMC Fortuna", 1<sup>st</sup> Floor, A-2, 234/3A, A.J.C. Bose Road, A-2, 234/3A, A.J.C. Bose Road

\*Phone Nos.: 033 22876254 / 6255 / 5746, FAX No.: 033 22876256, Company's website: [www.rsssoftware.com](http://www.rsssoftware.com)

An ISO 9001:2008, ISO 27001:2005 and SEI-CMM Level 4 and PCMM Level 3 Company  
**Statement of Standalone Audited Financial Results for the Year Ended 31st March ' 2015**

Particulars	Quarter Ended			Year ended March 31st	
	March' 2015	Dec' 2014	March' 2014	2015	2014
<b>1 Income from Operations</b>					
a) Export Income	7,653	8,779	8,639	34,504	35,134
b) Domestic Income	1	17	12	46	54
<b>Total Income from operation (net) (a+b)</b>	<b>7,655</b>	<b>8,796</b>	<b>8,651</b>	<b>34,551</b>	<b>35,188</b>
<b>2 Expenses</b>					
a. Employee Cost	4,567	5,447	5,838	21,641	23,813
b. Depreciation & amortisation expense	115	119	160	555	547
c. Other Cost	974	1,029	1,007	3,854	3,992
<b>d. Total Expenses (a+b+c)</b>	<b>5,656</b>	<b>6,595</b>	<b>7,005</b>	<b>26,050</b>	<b>28,352</b>
<b>3 Profit from Operation before Other Income, finance income and Exceptional item. (1-2)</b>	<b>1,998</b>	<b>2,201</b>	<b>1,646</b>	<b>8,501</b>	<b>6,836</b>
4 Other Income	467	263	241	1,161	711
<b>5 Profit from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>2,466</b>	<b>2,464</b>	<b>1,887</b>	<b>9,662</b>	<b>7,547</b>
6 Finance Cost	9	7	16	37	86
<b>7 Profit from ordinary activities after finance costs but before exceptional items (5-6)</b>	<b>2,457</b>	<b>2,457</b>	<b>1,871</b>	<b>9,625</b>	<b>7,461</b>
8 Exceptional Item	-	-	-	-	-
<b>9 Profit/ Loss from ordinary Activity before tax (7-8)</b>	<b>2,457</b>	<b>2,457</b>	<b>1,871</b>	<b>9,625</b>	<b>7,461</b>
<b>10 Tax Expenses</b>					
- Current	905	741	230	3,121	2,336
- Deferred	3	15	41	10	7
<b>11 Net Profit/ Loss from ordinary Activity after tax (9-10)</b>	<b>1,549</b>	<b>1,701</b>	<b>1,600</b>	<b>6,494</b>	<b>5,118</b>
12 Extraordinary items (net of tax expenses ₹. NIL )	-	-	-	-	-
<b>13 Net Profit/ Loss for the period</b>	<b>1,549</b>	<b>1,701</b>	<b>1,600</b>	<b>6,494</b>	<b>5,118</b>
<b>14 Paid-Up Equity Capital (Face value ₹ 5 each)</b>	<b>1,284</b>	<b>1,284</b>	<b>1,280</b>	<b>1,284</b>	<b>1,280</b>
<b>15 Reserves excluding revaluation reserves</b>	<b>20,035</b>	<b>19,222</b>	<b>15,301</b>	<b>20,035</b>	<b>15,301</b>
<b>16. a Earnings per share (EPS)</b>					
- Basic	6.04	13.28	12.84	25.31	41.08
- Diluted	6.03	13.26	12.80	25.29	40.93
<b>16. b Restated EPS for previous Year on face value of INR 5 Each:</b>					
- Basic	NA	6.64	6.42	NA	20.54
- Diluted	NA	6.63	6.40	NA	20.47
<b>A PARTICULARS OF SHAREHOLDING</b>					
<b>1 Public Shareholding</b>					
- No. of Shares	1,58,53,760	79,26,880	78,74,955	1,58,53,760	78,74,955
- Percentage of Shareholding	61.74%	61.74%	61.50%	61.74%	61.50%
<b>2 Promoters and Promoter Group Shareholding :</b>					
a) Pledged / Encumbered	-	-	-	-	-
- Number of Share	-	-	-	-	-
- Percentage of share (as a % of the total shareholding of Promoter and Promoter Group)	-	-	-	-	-
- Percentage of share (as a % of the total share Capital of the company)	-	-	-	-	-
b) Non-encumbered	-	-	-	-	-
- Number of Share	98,24,558	49,12,279	49,29,879	98,24,558	49,29,879
- Percentage of share (as a % of the total shareholding of Promoter and Promoter Group)	100.00%	100.00%	100.00%	100.00%	100.00%
- Percentage of share (as a % of the total share Capital of the company)	38.26%	38.26%	38.50%	38.26%	38.50%

Particulars	Quarter ended 31.3.2015
<b>B Investor Complaints</b>	
Pending at the beginning of the period	NIL
Received during the period	NIL
Disposal of during the period	NIL
Remaining unresolved at the end of the period	NIL

**Notes :**

- The above Audited Financial Results after review by the Audit Committee were taken on record by the Board of Directors at their meeting held on 17th April '2015
- The Board of Director has recommended Total Dividend of 65 % (including an interim dividend of 40%) to the Equity Shareholder's of RS Software (India) Ltd.

Registered Office :  
 234/3A, A.J.C. Bose Road,  
 Kolkata - 700 020

DATED: APRIL 17th , 2015.

On behalf of the Board of Directors of  
 R S Software (India) Limited

  
 R S Jain  
 (Chairman & Managing Director)



**Reporting of Segment Wise Revenue, Results and Capital Employed under Clause 41 of the Listing Agreement**  
INR in Lacs

Particulars	Quarter Ended			Year ended March 31st	
	March' 2015	Dec' 2014	March' 2014	2015	2014
<b>1. Segment Revenue ( net sale / income from each segment should be disclosed</b>					
a. Segment - A (USA)	7,447	8,570	7,357	33,065	32,230
b. Segment - B (ROW)	206	227	1,294	1,485	2,958
<b>Total</b>	<b>7,654</b>	<b>8,797</b>	<b>8,651</b>	<b>34,551</b>	<b>35,188</b>
<b>Other Income</b>					
Segment - B (ROW)	467	263	241	1,161	711
<b>Total</b>	<b>8,121</b>	<b>9,060</b>	<b>8,892</b>	<b>35,711</b>	<b>35,899</b>
Less : Inter - segment revenue					
<b>Net Revenue from Operations</b>	<b>8,121</b>	<b>9,060</b>	<b>8,892</b>	<b>35,711</b>	<b>35,899</b>
<b>2. Segment Results Profit/(Loss) before Tax &amp; Interest from each segment</b>					
a. Segment - A (USA)	2,461	2,687	1,448	10,069	8,250
b. Segment - B (ROW)	445	254	963	1,471	1,329
<b>Total</b>	<b>2,907</b>	<b>2,941</b>	<b>2,411</b>	<b>11,540</b>	<b>9,579</b>
Less : Interest	9	7	16	37	86
Less : Depreciation	115	119	160	555	547
Less : Unallocable Selling , General & Administrative Expenses	326	358	364	1,323	1,485
<b>Profit before tax</b>	<b>2,457</b>	<b>2,457</b>	<b>1,871</b>	<b>9,625</b>	<b>7,461</b>

**Note :**

(1) Assets used in the Company's business are not capable of being specifically identified with any separate segments, consequently is not practicable to provide segmented disclosures in relation to total assets and liabilities with any reasonable degree of accuracy.

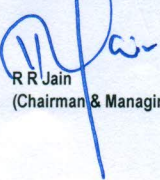
**Standalone Statement of Assets & Liability**

Particulars	INR in Lacs	
	^As on March' 31st	
	2015	2014
<b>A. EQUITY AND LIABILITIES</b>		
<b>1. Shareholders' Fund</b>		
(a) Share Capital	1,284	1,280
(b) Reserve & Surplus	20,035	15,301
<b>Sub-total - Shareholders' Funds</b>	<b>21,319</b>	<b>16,581</b>
<b>2. Non-Current Liabilities</b>		
(a) Long Term Provisions	323	435
<b>Sub-total - Non-Current Liability</b>	<b>323</b>	<b>435</b>
<b>3. Current Liabilities</b>		
(a) Trade Payables	822	1,184
(b) Other Current Liabilities	223	376
(c) Short Term Provisions	475	392
<b>Sub-total - Current Liability</b>	<b>1,520</b>	<b>1,952</b>
<b>Total - EQUITY AND LIABILITY (1+2+3)</b>	<b>23,162</b>	<b>18,968</b>
<b>B ASSETS</b>		
<b>1 Non- Current Assets</b>		
(a) Fixed Assets	1,058	1,631
(b) Intangible Assets	144	150
(b) Intangible Assets Under Development	74	74
(c) Non Current Investment	2,671	3,408
(d) Long Term Loans & Advances	2,371	3,351
(e) Deferred Tax Assets	102	7
<b>Sub-total - Non-Current Assets</b>	<b>6,419</b>	<b>8,621</b>
<b>2. Current Assets</b>		
(a) Current Investment	4,077	2,017
(b) Trade Receivables	4,619	4,636
(c) Cash and Cash Equipments	6,841	3,042
(d) Short Term Loans and Advances	1,100	482
(e) Other Current Assets	106	170
<b>Sub-total - Current Assets</b>	<b>16,743</b>	<b>10,347</b>
<b>Total - ASSETS (1+2)</b>	<b>23,162</b>	<b>18,968</b>

Registered Office :  
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DATED: APRIL 17th , 2015.

On behalf of the Board of Directors of  
R S Software (India) Limited

  
R R Jain  
(Chairman & Managing Director)



# CHATURVEDI & COMPANY

CHARTERED ACCOUNTANTS

KOLKATA . MUMBAI . DELHI . CHENNAI . KANPUR

60, BENTINCK STREET, KOLKATA-700 069

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2237-5408/5409/3534

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## Auditors' Report on Quarterly Financial Results and Year to Date Financial Results of R S Software (India) Limited Pursuant to the Clause 41 of the Listing Agreement

To  
The Board of Directors,  
**R S Software (India) Limited**

We have audited the quarterly financial results of R S Software (India) Limited ("the Company") for the quarter ended 31<sup>st</sup> March, 2015 and year to date financial results for the period from 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 quarterly financial results as well as year to date financial results have been prepared on the basis of the interim 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 recognition and measurement principal laid down in Accounting Standard (AS) 25, Interim Financial Reporting, issued under the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India.

We conducted our audit in accordance with 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.

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

- (i) are presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard : and
- (ii) give a true and fair view in conformity with the accounting principle generally accepted in India of the net profit and other financial information for the quarter ended 31<sup>st</sup> March, 2015 as well as the 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 number of shares as well as percentage of shareholding in respect of aggregate amount of public shareholding, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

For **Chaturvedi & Company**  
Chartered Accountants  
(FRN 302137E)



*nyoshi*

Place: Kolkata  
Date: 17<sup>th</sup> April, 2015

**(Nilima Joshi)**  
Partner



A COMPANY FOCUSED ON ELECTRONIC PAYMENTS  
**RS SOFTWARE (INDIA) LIMITED**  
 (CIN: L72200WB1987PLC043375)

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 \*Phone Nos.: 033 22876254 / 6255 / 5746, FAX No.: 033 22876256, Company's website: [www.rssoftware.com](http://www.rssoftware.com)

An ISO 9001:2008, ISO 27001:2005 and SEI-CMM Level 4 and PCMM Level 3 Company  
 Statement of Consolidated Audited Financial Results for the Period Ended 31st March '2015

Particulars	Quarter Ended			Year ended March 31st	
	March' 2015	Dec' 2014	March' 2014	2015	2014
<b>1 Income from Operations</b>					
a) Export Income	8,326	9,488	9,308	37,596	38,134
b) Domestic Income	1	18	12	46	54
<b>Total Income from operation (net) (a+b)</b>	<b>8,328</b>	<b>9,506</b>	<b>9,320</b>	<b>37,642</b>	<b>38,188</b>
<b>2 Expenses</b>					
a. Employee Cost	5,130	5,986	6,381	24,216	26,223
b. Depreciation & amortisation expense	115	119	161	555	548
c. Other Cost	1,004	1,137	1,140	4,092	4,316
<b>d. Total Expenses (a+b+c)</b>	<b>6,250</b>	<b>7,242</b>	<b>7,682</b>	<b>28,863</b>	<b>31,087</b>
<b>3 Profit from Operation before Other Income, finance income and Exceptional item. (1-2)</b>	<b>2,078</b>	<b>2,264</b>	<b>1,638</b>	<b>8,780</b>	<b>7,101</b>
4 Other Income	465	263	255	1,165	733
<b>5 Profit from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>2,542</b>	<b>2,527</b>	<b>1,893</b>	<b>9,945</b>	<b>7,834</b>
6 Finance Cost	9	7	16	38	88
<b>7 Profit from ordinary activities after finance costs but before exceptional items (5-6)</b>	<b>2,533</b>	<b>2,520</b>	<b>1,876</b>	<b>9,907</b>	<b>7,746</b>
8 Exceptional Item	-	-	-	-	-
<b>9 Profit/ Loss from ordinary Activity before tax (7-8)</b>	<b>2,533</b>	<b>2,520</b>	<b>1,876</b>	<b>9,907</b>	<b>7,746</b>
<b>10 Tax Expenses</b>					
- Current	941	743	255	3,158	2,381
- Deferred	3	15	41	10	7
<b>11 Net Profit/ Loss from ordinary Activity after tax (9-10)</b>	<b>1,590</b>	<b>1,762</b>	<b>1,581</b>	<b>6,739</b>	<b>5,358</b>
12 Extraordinary items (net of tax expenses ₹. NIL)	-	-	-	-	-
<b>13 Net Profit/ Loss for the period</b>	<b>1,590</b>	<b>1,762</b>	<b>1,581</b>	<b>6,739</b>	<b>5,358</b>
14 Share of Profit / (loss) of associates	42	61	(19)	245	240
<b>15</b>					
<b>Net Profit / (Loss) after taxes and share of profit / (loss) of associates</b>	<b>1,549</b>	<b>1,701</b>	<b>1,600</b>	<b>6,494</b>	<b>5,118</b>
14 Paid-Up Equity Capital (Face value ₹ 10 each)	1,284	1,284	1,280	1,284	1,280
15 Reserves excluding revaluation reserves	21,112	20,451	16,302	21,112	16,302
<b>16. a Earnings per share (EPS)</b>					
- Basic	6.20	13.75	12.69	26.26	43.01
- Diluted	6.19	13.74	12.65	26.24	42.85
<b>16. b Restated EPS for previous Year on face value of INR 5 Each:</b>					
- Basic	NA	6.88	6.35	NA	21.50
- Diluted	NA	6.87	6.32	NA	21.42
<b>A PARTICULARS OF SHAREHOLDING</b>					
<b>1 Public Shareholding</b>					
- No. of Shares	1,58,53,760	79,26,880	78,74,955	1,58,53,760	78,74,955
- Percentage of Shareholding	61.74%	61.74%	61.50%	61.74%	61.50%
<b>2 Promoters and Promoter Group Shareholding :</b>					
a) Pledged / Encumbered	-	-	-	-	-
- Number of Share	-	-	-	-	-
- Percentage of share (as a % of the total shareholding of Promoter and Promoter Group)	-	-	-	-	-
- Percentage of share (as a % of the total share Capital of the company)	-	-	-	-	-
b) Non-encumbered	-	-	-	-	-
- Number of Share	98,24,558	49,12,279	49,29,879	98,24,558	49,29,879
- Percentage of share (as a % of the total shareholding of Promoter and Promoter Group)	100.00%	100.00%	100.00%	100.00%	100.00%
- Percentage of share (as a % of the total share Capital of the company)	38.26%	38.26%	38.50%	38.26%	38.50%

Particulars	Quarter ended 31.3.2015
<b>B Investor Complaints</b>	
Pending at the beginning of the period	NIL
Received during the period	NIL
Disposal of during the period	NIL
Remaining unresolved at the end of the period	NIL

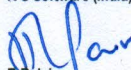
**Notes :**

- (1) The above Audited Financial Results after review by the Audit Committee were taken on record by the Board of Directors at their meeting held on 17th APRIL '2015.
- (2) The Board of Director has recommended Total Dividend of 65 % (including an interim dividend of 40%) to the Equity Shareholder's of RS Software (India) Ltd.

Registered Office :  
 234/3A, A.J.C. Bose Road,  
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DATED: APRIL 17th , 2015.

On behalf of the Board of Directors of  
 R S Software (India) Limited

  
 R R Jain  
 (Chairman & Managing Director)



Reporting of Segment Wise Revenue, Results and Capital Employed under Clause 41 of the Listing Agreement

Particulars	Quarter Ended			INR in Lacs	
	Year ended March 31st				
	March' 2015	Dec' 2014	March' 2014	2015	2014
<b>1. Segment Revenue ( net sale / income from each segment should be disclosed</b>					
a. Segment - A (USA)	8,121	9,280	7,396	36,157	32,587
b. Segment - B (ROW)	206	226	1,924	1,485	5,601
<b>Total</b>	<b>8,328</b>	<b>9,506</b>	<b>9,320</b>	<b>37,642</b>	<b>38,188</b>
<b>Other Income</b>					
Segment - B (ROW)	465	263	255	1,165	733
<b>Total</b>	<b>8,792</b>	<b>9,769</b>	<b>9,575</b>	<b>38,807</b>	<b>38,921</b>
Less : Inter - segment revenue					
<b>Net Revenue from Operations</b>	<b>8,792</b>	<b>9,769</b>	<b>9,575</b>	<b>38,807</b>	<b>38,921</b>
<b>2. Segment Results Profit/(Loss) before Tax &amp; Interest from each segment</b>					
a. Segment - A (USA)	2,541	2,777	1,458	10,377	8,426
b. Segment - B (ROW)	444	254	959	1,476	1,441
<b>Total</b>	<b>2,986</b>	<b>3,031</b>	<b>2,417</b>	<b>11,853</b>	<b>9,867</b>
Less : Interest	9	7	16	38	88
Less : Depreciation	115	119	161	555	548
Less : Unallocable Selling , General & Administrative Expenses	328	385	363	1,353	1,485
<b>Profit before tax</b>	<b>2,533</b>	<b>2,520</b>	<b>1,876</b>	<b>9,907</b>	<b>7,746</b>

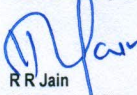
Note :

(1) Assets used in the Company's business are not capable of being specifically identified with any separate segments, consequently is not practicable to provide segmented disclosures in relation to total assets and liabilities with any reasonable degree of accuracy.

Consolidated Statement of Assets & Liability

Particulars	INR in Lacs	
	*As on March' 31st	
	2015	2014
<b>A. EQUITY AND LIABILITIES</b>		
<b>1. Shareholders' Fund</b>		
(a) Share Capital	1,284	1,280
(b) Reserve & Surplus	21,112	16,303
<b>Sub-total - Shareholders' Funds</b>	<b>22,396</b>	<b>17,583</b>
<b>2. Non-Current Liabilities</b>		
(a) Long Term Provisions	390	472
<b>Sub-total - Non-Current Liability</b>	<b>390</b>	<b>472</b>
<b>3. Current Liabilities</b>		
(a) Trade Payables	822	1,183
(b) Other Current Liabilities	315	503
(c) Short Term Provisions	475	392
<b>Sub-total - Current Liability</b>	<b>1,612</b>	<b>2,079</b>
<b>Total - EQUITY AND LIABILITY (1+2+3)</b>	<b>24,399</b>	<b>20,133</b>
<b>B ASSETS</b>		
<b>1 Non- Current Assets</b>		
(a) Fixed Assets	1,058	1,631
(b) Intangible Assets	144	150
(b) Intangible Assets Under Development	74	74
(c) Non Current Investment	2,500	3,400
(d) Long Term Loans & Advances	2,371	3,394
(e) Deferred Tax Assets	102	7
<b>Sub-total - Non-Current Assets</b>	<b>6,248</b>	<b>8,656</b>
<b>2. Current Assets</b>		
(a) Current Investment	4,077	2,017
(b) Trade Receivables	4,700	4,659
(c) Cash and Cash Equipments	8,123	4,130
(d) Short Term Loans and Advances	1,145	500
(e) Other Current Assets	106	170
<b>Sub-total - Current Assets</b>	<b>18,151</b>	<b>11,477</b>
<b>Total - ASSETS (1+2)</b>	<b>24,399</b>	<b>20,133</b>

On behalf of the Board of Directors of  
R S Software (India) Limited

  
R R Jain  
(Chairman & Managing Director)

Registered Office :  
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DATED: APRIL 17th , 2015.



# CHATURVEDI & COMPANY

CHARTERED ACCOUNTANTS

KOLKATA . MUMBAI . DELHI . CHENNAI . KANPUR

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## **Auditors' Report on Consolidated Quarterly Financial Results and Consolidated Year to Date Financial Results of R S Software (India) Limited Pursuant to the Clause 41 of the Listing Agreement**

To  
The Board of Directors,  
**R S Software (India) Limited**

We have audited the consolidated quarterly financial results of **R S Software (India) Limited** ("the Company") and its subsidiaries Responsive Solution Inc. and R S Software (Asia) Pte. Ltd. (the company and its subsidiary constitute 'the group') for the quarter ended 31<sup>st</sup> March, 2015 and the consolidated year to date financial results for the period from 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 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 principal laid down in Accounting Standard (AS) 25, Interim Financial Reporting, issued under the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India.

We conducted our audit in accordance with 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.

We did not audit the financial statements of Responsive Solution Inc. and R S Software Asia Pte. Ltd. (the subsidiaries) included in the consolidated quarterly financial results and consolidated year to date results, whose consolidated interim financial statements reflect total assets net of Rs. 1248.28 Lac as at 31<sup>st</sup> March, 2015; as well as the total revenue of Rs. 3096.02 Lac for the year ended on that date. These interim financial statements have been audited by other auditors whose report have been furnished to us by the management, and our opinion on the consolidated quarterly financial results and the consolidated year to date results, to the extent they have been derived from such consolidated interim financial statements is based solely on the reports of such other auditors.



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 financial results :

- (i) Include the quarterly financial results and year to date financial results of the following entities :
  - (a) R S Software (India) Limited;
  - (b) Responsive Solutions Inc; and
  - (c) R S Software (Asia) Pte. Limited
- (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 in conformity with the accounting principles generally accepted in India of the consolidated net profit and other financial information of the group 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 number of shares as well as percentage of shareholding in respect of aggregate amount of public shareholding, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

For **Chaturvedi & Company**  
Chartered Accountants  
(FRN 302137E)



*nyoshi*  
(**Nilima Joshi**)  
Partner<sup>7</sup>  
(M.N. 52122)

Place: Kolkata  
Date: 17<sup>th</sup> April, 2015