



TUI InfoTec GmbH · Karl-Wiechert-Allee 4 · 30625 Hannover

To the Managing Directors of
Sonata Software Ltd., Bangalore

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Geschäftsführung
Heinz Kreuzer
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Handelsregister
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Amtsgericht Hannover
HRB 60673

Bankverbindung
Dresdner Bank AG
Kto. 301 575 000
BLZ 250 800 20

Ust.-IdNr. DE226221797

We have prepared the consolidated financial statements of TUI InfoTec GmbH, Hannover, for the period starting from April 1, 2009 to December 31, 2009, in accordance with the German Commercial Law (HGB). These consolidated financial statements have been audited by an independent auditor.

TUI InfoTec GmbH

Heinz Kreuzer

ppa. Klaus Speder

IUI InfoTec GmbH, Hannover

Group Balance Sheet as of December 31, 2009

	December 31, 2009		March 31, 2009	
	EUR	EUR	EUR	EUR
<u>Assets</u>				
A. Fixed assets				
i. Intangible assets				
Concessions, industrial property and similar rights and assets, and licences in such rights and assets		2.350.110,00	2.658.286,14	
ii. Tangible assets				
Factory and office equipment		6.677.791,00	7.293.178,00	
iii. Financial assets				
1. Shares in group undertakings	20.276,83		20.276,83	
2. Companies measured at equity	693.515,03		753.895,03	
3. Long-term securities	1.150.844,65	1.864.636,51	0,00	
B. Current assets				
i. Inventories				
1. Finished goods and goods for resale	86.419,58		86.419,58	
2. Work in progress	791.039,05	877.458,63	296.946,74	
ii. Receivables and other assets				
1. Trade account receivables	13.656.200,95		18.197.915,29	
2. Other current assets	270.296,21	13.926.499,16	246.107,35	
iii. Marketable securities		5.000.013,84	0,00	
iv. Bank balances		3.918.686,46	5.446.998,64	
C. Prepaid expenses		2.331.757,93	3.210.743,50	
D. Deferred tax assets		1.088.653,42	1.164.491,89	
		<u>38.035.606,95</u>	<u>39.375.358,99</u>	
<u>Equity and liabilities</u>				
A. Shareholders' capital				
i. Subscribed capital		1.000.000,00	1.000.000,00	
ii. Capital reserves		1.287.068,68	1.287.068,68	
iii. Consolidated profits		9.317.593,77	7.492.546,46	
iv. Minority interests		337.200,51	350.393,20	
B. Provisions				
1. Provisions for pensions	9.511.421,56		8.778.138,71	
2. Tax provisions	904.680,00		643.127,00	
3. Deferred tax provisions	2.324,09		3.261,53	
4. Other provisions	10.404.031,43	20.822.457,08	12.810.250,45	
C. Liabilities				
1. Liabilities to banks	500.000,00		500.000,00	
2. Trade creditors	211.768,29		1.637.169,47	
3. Amounts owed to affiliated companies	501.927,10		457.536,54	
4. Other liabilities	3.363.368,02	4.577.063,41	3.294.788,79	
D. Deferred income and accrued expenses		694.223,50	1.121.078,16	
		<u>38.035.606,95</u>	<u>39.375.358,99</u>	

TUI InfoTec GmbH, Hannover**Consolidated Profit and Loss Account****for the period from April 1, to December 31, 2009**

	1.4.-31.12.2009		1.4.2008-31.3.2009
	<u>EUR</u>	<u>EUR</u>	<u>EUR</u>
1. Turnover		74.260.016,45	111.283.959,84
2. Changes to work in progress		494.092,31	15.472,24
3. Other operating income		<u>673.107,50</u>	1.016.181,44
4. Costs of materials and purchased services			
a) Cost of materials	122.632,80		85.517,66
b) Cost of purchased services	<u>31.576.141,80</u>	<u>31.698.774,60</u>	<u>51.711.727,30</u>
5. <u>Gross profit</u>		43.728.441,66	60.518.368,56
6. Staff costs			
a) Wages and salaries	22.850.229,59		32.248.355,53
b) Social security, pension and other benefits	<u>4.964.917,19</u>	<u>27.815.146,78</u>	<u>6.663.835,37</u>
7. Amortization and depreciation of fixed intangible and tangible assets		4.713.631,98	5.495.817,20
8. Other operating expenses		5.783.073,39	9.393.956,15
9. Result from companies measured at equity		0,00	38.046,89
10. Income from securities		16.361,39	0,00
11. Other interest and similar income		7.633,96	153.068,87
12. Interest and similar expenses		<u>580.950,73</u>	<u>618.814,83</u>
13. <u>Profit on ordinary activities</u>		4.859.634,13	6.288.705,24
14. Taxes on income		1.557.070,36	2.014.985,44
15. Other taxes		<u>20.840,55</u>	<u>24.217,25</u>
16. <u>Profit for the year</u>		3.281.723,22	4.249.502,55
17. Profit owed to other shareholders		<u>31.650,13</u>	<u>70.012,57</u>
18. <u>Consolidated profits for the period</u>		<u>3.250.073,09</u>	<u>4.179.489,98</u>
19. Profit carry forward		7.492.546,46	6.162.655,10
20. Dividends paid		1.425.025,78	2.849.598,62
21. <u>Consolidated profits</u>		<u>9.317.593,77</u>	<u>7.492.546,46</u>

Group Cash Flow Statement
of
TUI InfoTec GmbH
for the period from
April 1, to December 31, 2009

	<u>1.4.-31.12.2009</u>	<u>1.4.2008-31.3.2009</u>
	<u>EUR</u>	<u>EUR</u>
Net result before paid tax on income	4.520.669,55	6.789.098,09
+ Write-downs on non-current assets	4.713.631,98	5.495.817,20
+ / - Increase / Decrease of accruals and provisions	-1.411.383,17	-271.425,02
+ Loss from disposal of fixed assets	48.640,87	0,00
+ / - Decrease / Increase of inventories, trade receivables and other assets not related to investing or financing activities	-21.758,63	370.888,23
+ / - Increase / Decrease of trade payables and other liabilities not related to investing or financing activities	-1.740.223,49	1.303.335,05
+ Dividends received from companies measured at equity	60.480,00	0,00
- Tax on income paid	-1.238.946,33	-4.624.070,50
= Cash flows from operating activities	<u>4.931.110,78</u>	<u>9.063.643,05</u>
+ Payments received from disposals of tangible and intangible assets	7.476,13	298.438,00
- Purchase of property, plant and equipment	-2.956.602,49	-1.842.377,60
- Purchase of intangible assets	-889.583,35	-5.187.776,90
- Purchase of financial assets	-1.150.844,65	-100.000,00
= Cash flows from investing activities	<u>-4.989.554,36</u>	<u>-6.831.716,50</u>
- Distribution to minority shareholders	-44.842,82	-96.551,39
+ Cash proceeds from long term borrowings	0,00	500.000,00
+ / - Financial activities with minority shareholders	0,00	116.548,03
- Distribution to shareholders	-1.425.025,78	-2.849.598,62
= Cash flows from financing activities	<u>-1.469.868,60</u>	<u>-2.329.601,98</u>
Change in cash funds from cash relevant transactions	<u>-1.528.312,18</u>	<u>-97.675,43</u>
Cash funds at the beginning of period	5.446.998,64	5.544.674,07
= Cash funds at the end of period	<u>3.918.686,46</u>	<u>5.446.998,64</u>

Fixed-assets movement schedule

	Gross values				Depreciations			Net values	
	Balance 01.04.2009	Additions	Disposals	Balance 31.12.2009	Balance 01.04.2009	Additions	Disposals	Balance 31.12.2009	Balance 31.03.2008
	EUR	EUR	EUR	EUR	EUR	EUR	EUR	EUR	EUR
i. Intangible assets	49.602.972,64	889.583,35	150.782,73	50.341.773,26	46.944.886,50	1.141.793,49	94.816,73	2.350.110,00	2.658.286,14
ii. Tangible assets									
Factory and office equipment	44.471.395,81	2.956.602,49	116.929,94	47.311.068,36	37.178.217,81	3.571.838,49	116.778,94	6.677.791,00	7.293.178,00
iii. Financial assets									
1. travel-BA.Sys Beteiligungs GmbH	20.276,83	0,00	0,00	20.276,83	0,00	0,00	0,00	20.276,83	20.276,83
2. BOSYS Software GmbH	104.572,43	0,00	60.480,00	44.092,43	0,00	0,00	0,00	44.092,43	104.572,43
3. ACCON-RVS Accounting & Consulting GmbH	671.406,91	0,00	0,00	671.406,91	21.984,32	0,00	0,00	649.422,59	649.422,59
4. Securities	0,00	1.150.844,65	0,00	1.150.844,65	0,00	0,00	0,00	1.150.844,65	0,00
	796.256,17	1.150.844,65	60.480,00	1.886.620,82	21.984,32	0,00	0,00	1.864.636,50	774.271,85
	94.870.624,62	4.997.030,49	328.192,67	99.539.462,44	84.144.888,63	4.713.631,98	211.595,67	10.892.537,50	10.725.735,99

TUI InfoTec GmbH, Hannover

Statement of Changes in Group Equity as of December 31, 2009

	Parent enterprise										Minority interest			Total group equity EUR	
	Accumulated other gains and losses recognised directly in equity					Accumulated other gains and losses recognised directly in equity					Minority interest in capital and earned results EUR	Translation differences EUR	Other items EUR		
	Subscribed capital EUR	Capital contributions not yet called up EUR	Capital reserves EUR	Equity earned by the group EUR	Own shares held for redemption EUR	Translation/exchange differences EUR	Other items EUR	Equity as disclosed in consolidation balance sheet EUR	Treasury shares not held for redemption EUR	Equity EUR					
Balance at 01.04.2009	1.000.000,00	0,00	10.278.099,39	7.492.546,46	0,00	0,00	-8.991.030,71	9.779.615,14	0,00	9.779.615,14	233.845,17	0,00	116.548,03	350.393,20	10.130.008,34
Proceeds from issue of shares	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Acquisition/redemption of own shares	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Dividends paid	0,00	0,00	0,00	-1.425.025,78	0,00	0,00	0,00	-1.425.025,78	0,00	-1.425.025,78	0,00	0,00	0,00	0,00	-1.425.025,78
Changes in reporting entity	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Other changes	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Group net profit for the year	0,00	0,00	0,00	3.250.073,09	0,00	0,00	0,00	3.250.073,09	0,00	3.250.073,09	-13.192,69	0,00	0,00	-13.192,69	3.236.880,40
Other gains and losses recognised directly in equity	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Total recognised results for the group	0,00	0,00	0,00	3.250.073,09	0,00	0,00	0,00	3.250.073,09	0,00	3.250.073,09	-13.192,69	0,00	0,00	-13.192,69	3.236.880,40
Balance at 31.12.2009	1.000.000,00	0,00	10.278.099,39	9.317.593,77	0,00	0,00	-8.991.030,71	11.604.662,45	0,00	11.604.662,45	220.652,48	0,00	116.548,03	337.200,51	11.941.862,96