MAN INFRACONSTRUCTION LIMITED

12th Floor, Krushal Commercial Complex, Above Shoppers Stop, G. M. Road, Chembur (West), Mumbai - 400089. India
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May 30, 2013

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400051, India

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Sub: Proceedings of the Board Meeting held on May 30, 2013

Dear Sir/Madam,

Further to our letter dated May 22, 2013, intimating you of the Board Meeting to be held today, we hereby inform you that the Board of Directors at their meeting has approved the standalone and consolidated audited financial statements for the quarter and year ended March 31, 2013. Please find enclosed standalone and consolidated audited financial statements for the quarter and year ended March 31, 2013 in the format prescribed under Clause 41 of the Listing Agreement.

Pursuant to Clause 20 of the Listing Agreement, we would like to inform you that the Board of Directors have recommended Final Dividend of ₹ 2.25 per share (Rupees Two and Twenty Five Paise Only) (i.e. 22.5%) on 4,95,00,054 Equity Shares having Face Value of ₹ 10/- each, for the financial year 2012-13. The Dividend, if declared, by the Members at the ensuing Annual General Meeting will be paid/ dispatched on Wednesday, August 21, 2013. Further Statement of Appropriations approved by the Board of Directors is enclosed for your records.

This is for your information and records.

Thanking you,
Yours faithfully,
For **Man Infraconstruction Limited**

Company Secretary

Encl: *As above*

MAN INFRACONSTRUCTION LTD. MUMBAI

MAN INFRACONSTRUCTION LIMITED

Reg. Office: 12th Floor, Krushal Commercial Complex, G M road, Chembur (West), Mumbai 400 089

STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2013

PART I

(₹ in Lakhs)

Sr. No.		Particulars	Quarter ended 31st March, 2013	Quarter ended 31st December, 2012	Quarter ended 31st March, 2012	Year Ended 31st March, 2013	Year Ended 31st March, 2012
			Unaudited	Unaudited	Unaudited	Audited	Audited
1		Income from Operations					
	(a)	Net Sales / Income from Operations	8,867.14	7,329.19	13,958.08	36,451.58	37,457.46
	(b)	Other Operating Income	95.95	251.45	5.94	589.67	490.60
		Total Income from Operations (Net)	8,963.09	7,580.64	13,964.02	37,041.25	37,948.06
2		Expenses					
	(a)	Cost of materials consumed / sold	3,713.26	2,788.23	4,045.75	13,348.92	13,917.65
	(b)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	4.15	2.09	265.46	1,837.42	(1,938.24)
	(c)	Employee benefits expense	721.07	840.95	920.57	3,494.69	3,500.35
	(d)	Depreciation and amortisation expense	380.75	383.36	421.65	1,520.16	2,051.15
	(e)	Sub Contract/Labour Charges	2,864.26	2,786.34	4,197.62	11,761.22	11,860.76
	(f)	Other Expenses	1,615.03	618.90	1,787.08	3,518.39	3,638.45
		Total Expenses	9,298.54	7,419.87	11,638.13	35,480.80	33,030.12
3		Profit from Operations before Other Income, Finance Cost and Exceptional Items (1-2)	(335.45)	160.77	2,325.89	1,560.45	4,917.94
4		Other Income	1,029.31	1,129.08	1,175.91	4,736.97	3,981.38
	(a)	Dividend Income	30.79	163.81	63.45	606.43	895.51
	(b)	Interest Income	1,023.31	954.21	1,066.99	3,977.98	2,845.62
	(c)	Others	(24.79)	11.01	45.47	152.56	240.25
5		Profit from ordinary activities before finance costs and exceptional items (3+4)	693.86	1,289.80	3,501.80	6,297.42	8,899.32
6		Finance costs	124.56	59.41	22.82	268.71	90.45
7		Profit from ordinary activities after finance costs but before exceptional items (5-6)	569.30	1,230.39	3,478.98	6,028.71	8,808.87
8		Exceptional Items (Refer Note No. 5)	-	-	1,160.23	-	1,160.23
9		Profit from Ordinary Activities before tax (7+8)	569.30	1,230.39	4,639.21	6,028.71	9,969.10
10		Tax expenses (*Including taxes relating to previous years ₹515.68 lakhs)	72.38	342.99	1,847.75 *	1,670.90	3,316.34 *
11		Net Profit from Ordinary Activities after tax (9-10)	496.92	887.40	2,791.46	4,357.81	6,652.76
12		Extraordinary Items (net of tax expenses)	-	-	-	-	-
13		Net Profit for the period (11-12)	496.92	887.40	2,791.46	4,357.81	6,652.76
14		Paid-up Equity Share Capital	4,950.01	4,950.01	4,950.01	4,950.01	4,950.01
		(Face Value of Share ₹ 10/- each)					
15		Reserves excluding Revaluation Reserves				51,882.45	48,740.58
16.i		Earnings Per Share (EPS) (in ₹) (before extraordinary items)					
	a)	Basic (Not annualised)	1.00	1.79	5.64	8.80	13.44
	b)	Diluted (Not annualised)	1.00	1.79	5.64	8.80	13.44
16.ii		Earnings Per Share (EPS) (in ₹) (after extraordinary items)					
	a)	Basic (Not annualised)	1.00	1.79	5.64	8.80	13.44
	b)	Diluted (Not annualised)	1.00	1.79	5.64	8.80	13.44

PART II

SELECT INFORMATION FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2013

A		PARTICULARS OF SHAREHOLDING					
1		Public Shareholding					
		Number of shares	16,329,514	16,329,514	16,554,514	16,329,514	16,554,514
		Percentage of shareholding	32.99%	32.99%	33.44%	32.99%	33.44%
2		Promoters and Promoter Group Shareholding					
	a)	Pledged / Encumbered					
		Number of shares	-	-	-	-	-
		Percentage of shares (as a % of the total share holding of promoter and promoter group)	-	-	-	-	-
		Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-	-
	b)	Non-encumbered					
		Number of shares	33,170,540	33,170,540	32,945,540	33,170,540	32,945,540
		Percentage of shares (as a % of the total share holding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%
		Percentage of shares (as a % of the total share capital of the Company)	67.01%	67.01%	66.56%	67.01%	66.56%

Man Infraconstruction Ltd. Mumbai

	Particulars	Quarter ended 31st March, 2013
B	INVESTOR COMPLAINTS	
	Pending at the beginning of the quarter	NIL
	Received during the quarter	2
	Disposed of during the quarter	2
	Remaining unresolved at the end of the quarter	NIL

Notes:

1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective Meetings held on 30th May, 2013.

2 The Board of Directors have recommended a final dividend of ₹ 2.25/- per equity share for the financial year 2012-13. The payment is subject to approval of shareholders in ensuing Annual General Meeting.

3 On 3rd April, 2012, Man Chandak Developers Private Limited (MCDPL), a subsidiary of the Company, made a fresh issue of equity shares, consequently, the equity holding of the Company was diluted to 45%. Thus MCDPL ceased to be a subsidiary and became an associate of the Company w.e.f. 3rd April, 2012. During the quarter ended 30th September, 2012, the equity holding of the Company in MCDPL was further diluted to 35%. On 26th June, 2012, the Company acquired 26% equity of Man Nirmal Infraconstruction Limited making it a wholly owned subsidiary of the Company. On 3rd January, 2013, the Company acquired 100% equity of AM Realtors Private Limited making it a wholly owned subsidiary of the Company.

4 In accordance with the provisions of Accounting Standard 17, the Company has only one reportable primary segment, namely, "Construction / Project activities". Hence, segment wise reporting is not applicable.

5 The Exceptional item of ₹ 1,160.23 Lakhs for the Year and Quarter ended 31st March, 2012, relates to the proceedings under Section 132 of the Income Tax Act, 1961, initiated in January, 2012. The process of compliance with the proceedings under Section 132 are in progress.

6 Figures of the quarter ended 31st March, 2013 and 31st March, 2012 are the balancing figures between audited figures in respect of the full financial year and published year to date figures up to the third quarter of the relevant financial year.

7 Figures for previous periods are re-classified / re-arranged / re-grouped, wherever necessary.

8 **Statements of Assets and Liabilities:**

STATEMENT OF ASSETS AND LIABILITIES (STANDALONE)

(₹ In Lakhs)

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
		Audited	Audited
(A)	EQUITY AND LIABILITIES		
1	Shareholders' Funds		
	(a) Share Capital	4,950.01	4,950.01
	(b) Reserves and surplus	51,882.45	48,740.58
	(c) Money received against share warrants	-	-
	Sub-total-Shareholders' funds	56,832.46	53,690.59
2	Share application money pending allotment	-	-
3	Non-current liabilities		
	(a) Long-term borrowings	-	-
	(b) Deferred tax liabilities (net)	-	-
	(c) Other Long -term liabilities	1,152.80	4,272.20
	(d) Long -term provisions	228.63	226.40
	Sub-total-Non-current liabilities	1,381.43	4,498.60
4	Current liabilities		
	(a) Short- term borrowings	1,591.13	-
	(b) Trade payables	6,659.29	4,889.24
	(c) Other current liabilities	9,439.44	14,584.13
	(d) Short -term provisions	1,775.67	3,298.86
	Sub-total-Current liabilities	19,465.53	22,772.23
	TOTAL-EQUITY AND LIABILITIES	77,679.42	80,911.42
(B)	ASSETS		
1	Non-current assets		
	(a) Fixed assets	6,044.99	7,094.39
	(b) Non-current investments	2,011.28	1,167.12
	(c) Deferred tax assets (net)	1,227.05	814.84
	(d) Long term loans and advances	6,138.20	6,266.85
	(e) Other non-current assets	1,969.69	2,034.90
	Sub-total-Non-current assets	17,391.21	17,378.10
2	Current assets		
	(a) Current investments	103.38	169.69
	(b) Inventories	1,055.02	3,180.49
	(c) Trade receivables	33,412.22	13,255.79
	(d) Cash and Bank balances	8,712.39	10,609.12
	(e) Short-term loans and advances	34,706.60	33,963.54
	(f) Other Current Assets	2,318.60	2,354.69
	Sub-total Current assets	60,288.21	63,533.32
	TOTAL ASSETS	77,679.42	80,911.42

For and on behalf of Board of Directors

Managing Director

Place: Mumbai
Date: 30th May, 2013

MAN INFRACONSTRUCTION LIMITED

Reg. Office: 12th Floor, Krushal Commercial Complex, G M Road, Chembur (West), Mumbai 400 089

CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2013

PART I

(₹ in Lakhs)

Sr. No.		Particulars	Quarter ended 31st March, 2013	Quarter ended 31st December, 2012	Quarter ended 31st March, 2012	Year ended 31st March, 2013	Year ended 31st March, 2012
			Unaudited	Unaudited	Unaudited	Audited	Audited
1		**Income from Operations**					
	(a)	Net Sales / Income from Operations	10,625.51	9,105.68	17,486.02	44,035.86	48,408.36
	(b)	Other Operating Income	125.01	272.43	6.88	670.51	495.83
		Total Income from Operations (Net)	**10,750.52**	**9,378.11**	**17,492.90**	**44,706.37**	**48,904.19**
2		**Expenses**					
	(a)	Cost of materials consumed / sold	4,798.18	3,654.56	6,069.62	17,652.62	19,859.15
	(b)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(338.52)	(1,915.25)	17.05	(523.65)	(15,471.12)
	(c)	Employee benefits expense	829.32	1,011.72	1,098.59	4,152.38	4,116.63
	(d)	Depreciation and amortisation expense	451.33	452.87	500.59	1,796.80	2,475.39
	(e)	Sub Contract/Labour Charges	3,424.11	3,155.36	4,707.66	13,371.83	13,682.07
	(f)	Other Expenses	1,907.72	2,651.60	2,210.80	6,239.35	17,683.93
		Total Expenses	**11,072.14**	**9,010.86**	**14,604.31**	**42,689.33**	**42,346.05**
3		**Profit from Operations before Other Income, Finance Cost and Exceptional Items (1-2)**	**(321.62)**	**367.25**	**2,888.59**	**2,017.04**	**6,558.14**
4		**Other Income**	**966.76**	**973.75**	**575.30**	**5,112.25**	**2,421.47**
	(a)	Dividend Income	0.80	2.44	64.83	18.33	695.60
	(b)	Interest Income	1,038.12	965.23	475.89	4,049.23	1,512.48
	(c)	Others	(72.16)	6.08	34.58	1,044.69	213.39
5		**Profit from ordinary activities before finance costs and exceptional items (3+4)**	**645.14**	**1,341.00**	**3,463.89**	**7,129.29**	**8,979.61**
6		Finance costs	183.56	79.56	260.88	412.97	728.72
7		**Profit from ordinary activities after finance costs but before exceptional items (5-6)**	**461.58**	**1,261.44**	**3,203.01**	**6,716.32**	**8,250.89**
8		Exceptional Items (Refer Note No.8)	-	-	1,277.02	-	1,277.02
9		**Profit from Ordinary Activities before tax (7+8)**	**461.58**	**1,261.44**	**4,480.03**	**6,716.32**	**9,527.91**
10		Tax expenses (*Including taxes relating to previous years ₹615.11 lakhs)	57.49	402.48	2,071.69 *	1,814.92	3,809.49 *
11		**Net Profit from Ordinary Activities after tax (9-10)**	**404.09**	**858.96**	**2,408.34**	**4,901.40**	**5,718.42**
12		Extraordinary Items (net of tax expenses)	-	-	-	-	-
13		**Net Profit for the period (11- 12)**	**404.09**	**858.96**	**2,408.34**	**4,901.40**	**5,718.42**
14		Share of profit / (loss) of associates	-	-	-	-	-
15		Minority Interest	2.53	48.10	89.12	88.56	282.12
16		**Net Profit after taxes, minority interest and share of profit / (loss) of associates (13-14-15)**	**401.56**	**810.86**	**2,319.22**	**4,812.84**	**5,436.30**
17		**Paid-up Equity Share Capital**	4,950.01	4,950.01	4,950.01	4,950.01	4,950.01
		(Face Value of Share ₹ 10/- each)					
18		Reserves excluding Revaluation Reserves				52,933.96	48,857.92
19.I		**Earnings Per Share (EPS) (in ₹) (before extraordinary items)**					
		a) Basic (Not annualised)	0.81	1.64	4.69	9.72	10.98
		b) Diluted (Not annualised)	0.81	1.64	4.69	9.72	10.98
19.II		**Earnings Per Share (EPS) (in ₹) (after extraordinary items)**					
		a) Basic (Not annualised)	0.81	1.64	4.69	9.72	10.98
		b) Diluted (Not annualised)	0.81	1.64	4.69	9.72	10.98
PART II		**SELECT INFORMATION FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2013**					
	A	**PARTICULARS OF SHAREHOLDING**					
1		**Public Shareholding**					
		Number of shares	16,329,514	16,329,514	16,554,514	16,329,514	16,554,514
		Percentage of shareholding	32.99%	32.99%	33.44%	32.99%	33.44%
2		**Promoters and Promoter Group Shareholding**					
		a) Pledged / Encumbered					
		Number of shares	-	-	-	-	-
		Percentage of shares (as a % of the total share holding of promoter and promoter group)	-	-	-	-	-
		Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-	-
		b) Non-encumbered					
		Number of shares	33,170,540	33,170,540	32,945,540	33,170,540	32,945,540
		Percentage of shares (as a % of the total share holding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%
		Percentage of shares (as a % of the total share capital of the Company)	67.01%	67.01%	66.56%	67.01%	66.56%

	Particulars	Quarter ended 31st March, 2013
B	INVESTOR COMPLAINTS	
	Pending at the beginning of the quarter	NIL
	Received during the quarter	2
	Disposed of during the quarter	2
	Remaining unresolved at the end of the quarter	NIL

Notes:

1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective Meetings held on 30th May, 2013.

2 The Board of Directors have recommended a final dividend of ₹ 2.25 per equity share for the financial year 2012-13. The payment is subject to approval of shareholders in ensuing Annual General Meeting.

3 On 3rd April, 2012, Man Chandak Developers Private Limited (MCDPL) , a subsidiary of the Company, made a fresh issue of equity shares, consequently, the equity holding of the Company was diluted to 45%. Thus MCDPL ceased to be a subsidiary and became an associate of the Company w.e.f. 3rd April 2012. During the quarter ended 30th September, 2012, the equity holding of the Company in MCDPL was further diluted to 35%. On 26th June, 2012, the Company acquired 26% equity of Man Nirmal Infraconstruction Limited making it a wholly owned subsidiary of the Company. On 1st July, 2012, Man Realtors and Holdings Private Limited, a wholly owned subsidiary of the Company became a 50% Joint Venture Partner in M/s S. M. Developers, a Partnership firm. On 3rd January, 2013, the Company acquired 100% equity of AM Realtors Private Limited making it a wholly owned subsidiary of the Company.

4 Other income in Serial No.4(c) for the year ended 31st March, 2013, includes Gain arising on loss of control in the subsidiary Man Chandak Developers Private Limited (MCDPL) of ₹ 956.11 Lakhs (amount for the corresponding year ended 31st March, 2012 was ₹ Nil).

5 Other Expenses in Serial No. 2(f) includes Cost of Land and Land related Development Expenses as under:
Quarter ended 31st March, 2013 ₹ 7.08 Lakhs,Quarter ended 31st December, 2012 ₹ 1,846.22 Lakhs,
Quarter ended 31st March, 2012 ₹ 110.84 Lakhs, Year ended 31st March, 2013 ₹ 1,865.92 Lakhs
and Year ended 31st March, 2012 ₹ 13,133.77 Lakhs

6 In accordance with the provisions of Accounting Standard 17, the Company has only one reportable primary segment, namely, "Construction / Project activities". Hence, segment wise reporting is not applicable.

7 The standalone financial results of the Company are available on the website of the Company www.maninfra.com and on the website of NSE (www.nseindia.com) and BSE (www.bseindia.com). Key standalone financial information is as follows:

Sr. No.	Particulars	Quarter ended 31st March, 2013	Quarter ended 31st December, 2012	Quarter ended 31st March, 2012	Year Ended 31st March, 2013	Year Ended 31st March, 2012
		Unaudited	Unaudited	Unaudited	Audited	Audited
1	Income from Operations	8,363.09	7,580.64	15,964.02	37,043.25	37,948.06
2	Profit/loss before tax	569.90	1,250.39	4,699.21	6,028.71	5,969.30
3	Profit/loss after tax	496.92	887.40	2,721.46	4,357.81	6,652.76

8 The Exceptional item of ₹1,277.02 Lakhs for the Year and Quarter ended 31st March, 2012, relates to the proceedings under Section 132/ Section 133A of the Income Tax Act, 1961, initiated in January, 2012. The process of compliance with the proceedings under Section 132 /133A are in progress.

9 Figures of the quarter ended 31st March, 2013 and 31st March, 2012 are the balancing figures between audited figures in respect of the full financial year and published year to date figures up to the third quarter of the relevant financial year.

10 Figures for previous periods are re-classified / re-arranged / re-grouped, wherever necessary.

11 Statements of Assets and Liabilities:

STATEMENT OF ASSETS AND LIABILITIES (CONSOLIDATED)

(₹ in Lakhs)

Sr. No.	Particulars	As at 31st March, 2013	As at 31st March, 2012
		Audited	Audited
(A)	EQUITY AND LIABILITIES		
1	Shareholders' Funds		
	(a) Share Capital	4,950.01	4,950.01
	(b) Reserves and surplus	52,933.96	48,857.92
	(c) Money received against share warrants	-	-
	Sub-total-Shareholders' funds	57,883.97	53,807.93
2	Share application money pending allotment	-	-
3	Minority Interest	779.71	634.98
4	Non-current liabilities		
	(a) Long-term borrowings	-	-
	(b) Deferred tax liabilities (net)	0.01	-
	(c) Other Long -term liabilities	1,637.11	4,681.59
	(d) Long -term provisions	260.59	274.60
	Sub-total-Non-current liabilities	1,897.71	4,956.59
5	Current liabilities		
	(a) Short- term borrowings	2,562.58	3,721.17
	(b) Trade payables	7,842.01	5,962.99
	(c) Other current liabilities	12,346.79	16,940.66
	(d) Short -term provisions	1,941.79	3,871.54
	Sub-total-Current liabilities	24,693.17	30,496.90
	TOTAL-EQUITY AND LIABILITIES	85,254.56	89,895.80
(B)	ASSETS		
1	Non-current assets		
	(a) Fixed assets	7,554.22	8,498.64
	(b) Goodwill on consolidation	3.92	7.85
	(c) Non-current investments	-	-
	(d) Deferred tax assets (net)	1,334.76	992.79
	(e) Long term loans and advances	6,558.84	6,642.16
	(f) Other non-current assets	1,977.04	2,379.21
	Sub-total-Non-current assets	17,528.78	18,460.65
2	Current assets		
	(a) Current investments	108.88	169.71
	(b) Inventories	4,123.67	19,189.44
	(c) Trade receivable	14,777.97	14,869.10
	(d) Cash and Bank Balances	10,799.31	12,158.46
	(e) Short-term loans and advances	35,356.12	22,481.71
	(f) Other Current Assets	2,565.34	2,572.73
	Sub-total Current assets	67,725.78	71,435.15
	TOTAL ASSETS	85,254.56	89,895.80

For and on behalf of Board of Directors

Managing Director

Place: Mumbai
Date: 30th May, 2013

MAN INFRACONSTRUCTION LIMITED

Registered Office: 12th Floor, Krushal Commercial Complex,
G. M. Road, Chembur (West), Mumbai- 400 089

STATEMENT OF APPROPRIATIONS

(As per Audited Standalone Financial Results approved at the Board Meeting held on 30.05.2013)
(Pursuant to Clause 20 of the Listing Agreement)

(Amount in ₹ Lakhs)

Sr. No	Particulars	For Year ended 31.03.2013	For Year ended 31.03.2012
1.	Total Turnover (including other income)	41,778.22	41,929.44
2.	Profit before Depreciation	7,548.87	10,860.02
	Less: Depreciation	1,520.16	2,051.15
3.	**Profit Before Exceptional Items and Tax**	**6,028.71**	**8,808.87**
	Add: Exceptional Items	-	1,160.23
4.	**Profit before Tax**	**6,028.71**	**9,969.10**
	Less: Provision for taxation		
	- Current Year (including taxes relating to previous years)	2,083.11	3,629.89
	- Deferred Tax	(412.21)	(313.55)
4.	**Net Profit/(Loss) after Tax**	**4,357.81**	**6,652.76**
	Add: Profit b/f from previous year	23,079.54	19,578.74
5.	**Profit available for Appropriations**	**27,437.35**	**26,231.50**
	Less: Interim Dividend	-	-
	Less: Proposed Dividend	1,113.75	2,227.50
	Less: Corporate Dividend tax	102.18	259.18
	Less: Transfer to General Reserve	435.78	665.27
6.	**Balance Carried to Balance sheet**	**25,785.64**	**23,079.55**

For and on behalf of Board of Directors

Place: Mumbai
Date: 30.05.2013

Managing Director

Man Infraconstruction Ltd. Mumbai