

Microsec Financial Services Limited

Azimganj House, 2nd Floor
7, Camac Street, Kolkata - 700 017, India
Tel: 91 33 2282 9330, Fax: 91 33 2282 9335
Email: info@microsec.in, www.microsec.in



Date: 09/02/2012

To:

The General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower
Dalal Street, Mumbai – 400 001

Manager - Listing
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai – 400 051

Sub: Disclosure under Clause 36 & Clause 41 of Listing Agreement- Outcome of Board Meeting of Microsec Financial Services Limited held today, the 9th February, 2012

Ref: Scrip Code at BSE: 533259 and NSE: MICROSEC

Dear Sir/ Madam,

Disclosure under Clause 41 of Listing Agreement:

This is to inform that, the Board of Directors of the Company, at its meeting held today, the 9th February, 2012, *inter alia*, considered and approved the Unaudited Financial Results (Standalone and Consolidated) of the Company for the 3rd Quarter and Nine Months ended 31st December, 2011 along with segment wise results. The Unaudited Standalone and Consolidated financial results of the Company for the 3rd quarter and nine months ended 31st December, 2011 and the Limited Review Report are enclosed herewith.

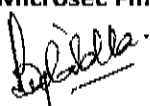
Disclosure under Clause 36 of Listing Agreement:

The Board of Directors of the Company have, considered and approved the proposal for entering into mutual fund business and have given their consent towards the formation of an Asset Management Company and a Trustee Company; formation of Mutual Fund Trust and making an application to Securities and Exchange Board of India to obtain its approval for the mutual fund business. The Board also approved the investment of Rs 15.00 crores in the share capital of an Asset Management Company and Rs 10.00 lacs in the share capital of a Trustee Company to be set up in accordance with the provisions of the Securities & Exchange Board of India (Mutual Fund) Regulations, 1996.

This is for your kind information, reference and records.

Thanking you,
Yours faithfully,

For Microsec Financial Services Limited


Biplab Kumar Mani

Company Secretary & Compliance Officer



Registered Office:

Shivam Chambers, 1st Floor, 53, Syed Amir Ali Avenue, Kolkata - 700 019, Tel: 91 33 3051 2100, Fax: 91 33 3051 2020

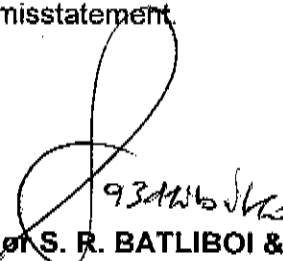
S.R. BATLIBOI & CO.

Chartered Accountants

22, Camac Street
3rd Floor, Block 'C'
Kolkata 700 016, India
Tel: +91 33 6615 3400
Fax: +91 33 2281 7750

**Limited Review Report to
The Board of Directors of
Microsec Financial Services Limited**

1. We have reviewed the accompanying statement of unaudited financial results of Microsec Financial Services Limited ('the Company') for the quarter ended December 31, 2011 (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from the disclosures made by the management which have not been reviewed by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", notified pursuant to the Companies (Accounting Standards) Rules, 2006 (as amended) and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.


For S. R. BATLIBOI & CO.
Firm Registration No. 301003E
CHARTERED ACCOUNTANTS



Place : Kolkata.

Date : February 9 , 2012

Per R.K.AGRAWAL
Partner

Membership No.16667

Microsec Financial Services Limited

Regd. Office : 1st Floor, Shivam Chambers, 53, Syed Amir Ali Avenue, Kolkata - 700 019

UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2011



(Rs. in Lacs except for Shares & EPS)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-11	30-Sep-11	31-Dec-10	31-Dec-11	31-Dec-10	31-Mar-11
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 INCOME						
(a) Income from Operations	1,227.20	1,492.71	2,342.43	4,202.23	6,208.13	7,704.83
(b) Other Operating Income	-	-	-	-	-	-
Total Income	1,227.20	1,492.71	2,342.43	4,202.23	6,208.13	7,704.83
2 EXPENDITURE						
(a) Operating Cost	27.62	34.60	42.44	95.47	123.43	155.38
(b) Employees Cost	387.93	453.07	428.88	1,252.19	1,223.27	1,671.76
(c) Depreciation	66.55	63.38	63.56	187.89	185.70	255.86
(d) Other Expenditure	292.71	290.12	415.01	882.39	903.70	1,398.38
Total Expenditure	774.81	841.17	949.89	2,417.94	2,436.10	3,481.38
3 Profit from Operations before Other Income, Interest & Tax	452.39	651.54	1,392.54	1,784.29	3,772.03	4,223.45
4 Other Income	124.65	39.02	40.70	220.71	108.97	144.24
5 Profit before Interest & Tax	577.04	690.56	1,433.24	2,005.00	3,881.00	4,367.69
6 Interest	3.27	5.50	21.78	17.67	69.09	72.63
7 Profit before Tax	573.77	685.06	1,411.46	1,987.33	3,811.91	4,295.06
8 Tax Expenses						
a) Current Tax	169.50	212.61	320.85	572.22	839.65	991.67
b) Deferred Tax	5.84	9.39	12.07	31.72	38.78	25.39
c) Excess provision of earlier years- written back	(6.57)	(11.94)	-	(18.51)	0.60	-
9 Net Profit	405.00	475.00	1,078.54	1,401.90	2,932.88	3,278.00
10 Proportionate share of Loss in Associate Company	37.89	16.55	-	54.44	-	-
11 Net Profit after considering loss of Associate Company	367.11	458.45	1,078.54	1,347.46	2,932.88	3,278.00
12 Paid up Equity Share Capital (Face Value Rs.10 per share)	3,181.05	3,181.05	3,181.05	3,181.05	3,181.05	3,181.05
13 Reserves excluding Revaluation reserves						22,611.40
14 Earnings per share (Basic & Diluted)	1.15*	1.44*	3.43*	4.24*	12.56*	12.83
15 Public Shareholding						
- Number of Shares	1,25,48,261	1,30,18,821	1,43,82,867	1,25,48,261	1,43,82,867	1,31,80,500
- Percentage of Shareholding	39.45	40.93	45.21	39.45	45.21	41.43
16 Promoters and Promoter Group Shareholding						
a) Pledged/Encumbered						
- No of Shares	Nil	Nil	Nil	Nil	Nil	Nil
- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil
- Percentage of Shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil	Nil
b) Non-encumbered						
- No of Shares	1,92,62,239	1,87,91,679	1,74,27,633	1,92,62,239	1,74,27,633	1,86,30,000
- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00	100.00
- Percentage of Shares (as a % of the total share capital of the company)	60.55	59.07	54.79	60.55	54.79	58.57

* Not annualised

Standalone financial results are summarised below and also available on the Company's website: www.microsec.in

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-11	30-Sep-11	31-Dec-10	31-Dec-11	31-Dec-10	31-Mar-11
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Gross Revenue	606.42	565.85	675.73	1,660.73	2,173.90	2,724.31
Profit before Tax	501.83	501.88	589.56	1,396.28	1,942.46	2,351.56
Profit after Tax	335.97	370.44	440.04	963.93	1,497.68	1,798.48



UNAUDITED CONSOLIDATED SEGMENT REVENUE, RESULTS AND CAPITAL EMPLOYED FOR THE QUARTER & NINE MONTHS ENDED 31ST DECEMBER 2011

(Rs. in Lacs)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-11	30-Sep-11	31-Dec-10	31-Dec-11	31-Dec-10	31-Mar-11
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Segment Revenue						
(a) Financing & Investment	639.62	679.56	682.53	2,017.49	1,642.81	2,280.12
(b) Investment Banking and Related Services	55.82	155.49	687.03	335.20	1,945.26	2,099.64
(c) Brokerage (Equity, Commodities & Currency including Depository Services)& related services	483.84	566.39	743.51	1,602.31	1,906.00	2,486.79
(d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services	47.92	91.27	229.36	247.23	714.06	838.28
Total	1,227.20	1,492.71	2,342.43	4,202.23	6,208.13	7,704.83
Less : Inter Segment Revenue						
Income from Operations	1,227.20	1,492.71	2,342.43	4,202.23	6,208.13	7,704.83
2 Segment Results Profit / (Loss) before Interest and Tax						
(a) Financing & Investment	545.87	621.39	575.29	1,769.88	1,447.33	2,021.00
(b) Investment Banking and Related Services	(71.08)	(3.77)	448.88	(106.29)	1,352.18	1,307.89
(c) Brokerage (Equity, Commodities & Currency including Depository Services)& related services	20.16	32.11	160.41	126.63	375.36	426.72
(d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services	(2.79)	25.90	215.00	77.65	599.43	659.77
Total	492.16	675.63	1,399.58	1,867.87	3,784.30	4,415.38
Interest (Refer note 1)	3.27	13.37	14.98	16.64	44.46	53.51
Other unallocable expenditure net of unallocable income	(84.88)	(22.80)	(26.86)	(136.10)	(72.07)	66.81
Profit before Tax	573.77	685.06	1,411.46	1,987.33	3,811.91	4,295.06
3 Capital Employed						
(Segment Assets - Segment Liabilities)						
(a) Financing & Investment	22,169.35	22,058.04	20,977.67	22,169.35	20,977.67	20,577.38
(b) Investment Banking and Related Services	1,276.93	1,145.39	1,775.05	1,276.93	1,775.05	1,041.43
(c) Brokerage (Equity, Commodities & Currency including Depository Services)& related services	380.11	617.58	1,222.75	380.11	1,222.75	597.14
(d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services	1,292.78	1,195.03	385.06	1,292.78	385.06	61.52
(e) Unallocated	2,020.74	1,756.76	1,454.56	2,020.74	1,454.56	3,514.98
Total	27,139.91	26,772.80	25,815.09	27,139.91	25,815.09	25,792.45

Notes :

1. The interest expense pertains to the segments having operations which are primarily of financial nature and therefore considered as part of segment results and not disclosed separately.

2 (i) Business Segments :

The Company has identified the following as business segments :

- (a) Financing & Investment - consists of financing of loans and investments in shares & securities
- (b) Investment Banking & Related Services - consists of financial consultancy, professional fees and debt syndication.
- (c) Brokerage (Equity, Commodities & Currency including Depository Services)& related services - consists of brokerage and related services
- (d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services - consists of Brokerage from insurance activities, distribution and financial planning services.

(ii) Geographical Segments : The company operates in only one geographical segment i.e. "within India" and no separate information for geographical segment has been given.



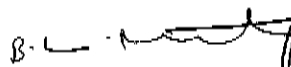
Notes:

1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 9th February, 2012.
2. The Statutory Auditors have carried out the "Limited Review" of the results of the Stand-alone company for the quarter ended December 31, 2011.
3. In terms of amended clause 41 of the listing agreement, details of the number of investor complaints for the quarter ended 31st December, 2011, are: beginning - NIL received - NIL disposed off - NIL and pending - NIL.
4. Figures for the previous period have been regrouped/ rearranged where necessary.

Place: Kolkata

Date: 9th February, 2012

For Microsec Financial Services Limited


B.L. Mittal

Chairman cum Managing Director



Microsec Financial Services Limited

Regd. Office : 1st Floor, Shivam Chambers, 53, Syed Amir Ali Avenue, Kolkata - 700 019



UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2011

(Rs. in Lacs except for Shares & EPS)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-11	30-Sep-11	31-Dec-10	31-Dec-11	31-Dec-10	31-Mar-11
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 INCOME						
(a) Income from Operations	604.36	564.46	665.30	1,656.00	2,163.25	2,712.60
(b) Other Operating Income	-	-	-	-	-	-
Total Income	604.36	564.46	665.30	1,656.00	2,163.25	2,712.60
2 EXPENDITURE						
(a) Employees Cost	19.72	12.64	12.93	42.80	53.34	68.19
(b) Depreciation	23.33	23.42	23.66	69.55	70.89	95.10
(c) Advertisement & Publicity	15.50	4.03	9.33	21.34	9.43	46.30
(d) Loss on sale of long term non trade investments (net)	11.46	-	-	33.59	-	-
(e) Other Expenditure	34.58	22.85	33.45	96.14	73.16	144.04
Total Expenditure	104.59	62.94	79.37	263.42	206.82	353.63
3 Profit from Operations before Other Income, Interest & Tax	499.77	501.52	585.93	1,392.58	1,956.43	2,358.97
4 Other Income	2.06	1.39	10.43	4.73	10.65	11.71
5 Profit before Interest & Tax	501.83	502.91	596.36	1,397.31	1,967.08	2,370.68
6 Interest	-	1.03	6.80	1.03	24.62	19.12
7 Profit before tax	501.83	501.88	589.56	1,396.28	1,942.46	2,351.56
8 Tax Expenses						
a) Current Tax	165.11	144.93	146.19	440.49	434.80	553.15
b) Deferred Tax	0.75	-1.55	3.33	3.80	9.98	-0.07
c) Excess provision for taxation no longer required written back	-	-11.94	-	-11.94	-	-
9 Net Profit	335.97	370.44	440.04	963.93	1,497.68	1,798.48
10 Paid up Equity Share Capital (Face Value per share Rs.10)	3,181.05	3,181.05	3,181.05	3,181.05	3,181.05	3,181.05
11 Reserves excluding Revaluation Reserves						17,574.97
12 Earnings per share (Basic & Diluted)	1.06*	1.16*	1.40*	3.03*	6.41*	7.04
13 Public Shareholding						
- Number of Shares	1,25,48,261	1,30,18,821	1,43,82,867	1,25,48,261	1,43,82,867	1,31,80,500
- Percentage of Shareholding	39.45	40.93	45.21	39.45	45.21	41.43
14 Promoters and Promoter Group Shareholding						
a) Pledged/Encumbered						
Number of Shares	Nil	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil	Nil
b) Non-encumbered						
Number of Shares	1,92,62,239	1,87,91,679	1,74,27,633	1,92,62,239	1,74,27,633	1,86,30,000
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00	100.00
Percentage of Shares (as a % of the total share capital of the company)	60.55	59.07	54.79	60.55	54.79	58.57

* Not annualised



UNAUDITED STANDALONE SEGMENT REVENUE, RESULTS AND CAPITAL EMPLOYED FOR THE QUARTER & NINE MONTHS ENDED 31st DECEMBER, 2011

(Rs. in Lacs)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-11	30-Sep-11	31-Dec-10	31-Dec-11	31-Dec-10	31-Mar-11
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Segment Revenue						
(a) Financing & Investment	604.36	564.46	665.30	1,656.00	1,493.91	2,038.14
(b) Investment Banking and Related Services	-	-	-	-	669.34	674.46
Total	604.36	564.46	665.30	1,656.00	2,163.25	2,712.60
Less : Inter Segment Revenue	-	-	-	-	-	-
Income from Operations	604.36	564.46	665.30	1,656.00	2,163.25	2,712.60
2 Segment Results						
Profit before Interest & Tax						
(a) Financing & Investment	513.20	524.13	606.19	1,431.29	1,351.95	1,789.19
(b) Investment Banking and Related Services	-	-	-	-	637.06	624.72
Total	513.20	524.13	606.19	1,431.29	1,989.01	2,413.91
Less:						
Interest (Refer note 1)	-	-	-	-	-	-
Other unallocable expenditure net of unallocable income	11.37	22.25	16.63	35.01	46.55	62.35
Profit before tax	501.83	501.88	589.56	1,396.28	1,942.46	2,351.56
3 Capital Employed						
(Segment Assets - Segment Liabilities)						
(a) Financing & Investment	17,531.28	17,421.88	17,251.07	17,531.28	17,251.07	17,138.67
(b) Investment Banking and Related Services	-	-	464.93	-	464.93	121.02
(c) Unallocated	4,188.67	3,962.10	3,108.97	4,188.67	3,108.97	3,496.33
Total	21,719.95	21,383.98	20,824.97	21,719.95	20,824.97	20,756.02

Notes :

1. The interest expense pertains to the segments having operations which are primarily of financial nature and therefore, the same has been considered as part of segment results and not disclosed separately.

2 (i) Business Segments :

The Company has identified the following as business segments :

(a) Financing & Investment - consists of financing of loans and investments in shares & securities and income from royalty.

(b) Investment Banking & Related Services - consists of financial consultancy and debt syndication.

(ii) Geographical Segments : The company operates in only one geographical segment i.e. "within India" and no separate information for geographical segment has been given.



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 9th February, 2012.
2. The Statutory Auditors have carried out the "Limited Review" of the results of the Stand-alone company for the quarter ended December 31, 2011.
3. In terms of amended clause 41 of the listing agreement, details of the number of investor complaints for the quarter ended 31st December, 2011, are: beginning - NIL received - NIL disposed off - NIL and pending - NIL.
4. Figures for the previous period have been regrouped/ rearranged where necessary.

Place: Kolkata

Date: 9th February, 2012

For Microsec Financial Services Limited


B.L. Mittal

Chairman cum Managing Director

