

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
 E-mail : info@microsec.in, www.microsec.in
 L65993WB1989PLC047002



Date: 29.01.2015

To
 The General Manager
 Department of Corporate Services
 BSE 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: Outcome of Board Meeting of Microsec Financial Services Limited held today, the 29th January, 2015

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

Dear Sir/ Madam,

This is to inform that, the Board of Directors of the Company, at its meeting held today, the 29th January, 2015, *inter alia* considered and approved the following:

1. Unaudited Financial Results (Consolidated and Standalone) of the Company for the third quarter ended 31st December, 2014 alongwith segment wise results and Limited Review Report.

The Limited Review Report and the Unaudited Consolidated and Standalone financial results of the Company for the third quarter ended 31st December, 2014 are enclosed herewith.

2. The Board has given their consent that Mr. Banwarj Lal Mittal, the Managing Director of the Company will be considered as CEO for the purpose of Clause 49 of the Listing Agreement.
3. The Reserve Bank of India has issued a guideline for Licensing of "Small Finance Banks" in the Private Sector. The Board of Director has given their consent to make an application to Reserve Bank of India for Small Finance Bank in terms of aforesaid Guidelines through its wholly owned subsidiary M/s Microsec Resources Private Limited. Mr. B L Mittal and Mr. R K Sharma, shall act as individual promoters and Microsec Financial Services Limited shall act as corporate promoter of the proposed Small Finance Bank.

Kindly take note of the above and acknowledge the receipt.

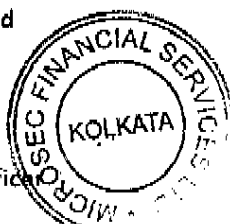
Thanking you,
 Yours faithfully,

For Microsec Financial Services Limited

Biplab Kumar Mani

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. LLP

Chartered Accountants

22, Camac Street
3rd Floor, Block 'C'
Kolkata-700 016, India
Tel : +91 33 6615 3400
Fax : +91 33 6615 3750

Limited Review Report

Review Report to
The Board of Directors
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, 2014 (the "Statement"), 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 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", [specified under the Companies Act, 1956 (which are deemed to be applicable as per section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014)] 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.
4. Without qualifying our conclusion, we draw attention to note no.3 of the unaudited financial results regarding the Company's credits/investments during the period October 01, 2014 to November 09, 2014 having exceeded the limits prescribed by the credit concentration norms as provided in paragraph 18 of the Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 (as amended) and surrender of original Certificate of Registration to operate as a Non-Banking Financial Institution by the Company to Reserve Bank of India.

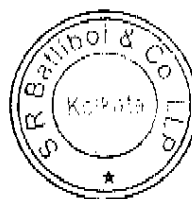
For S.R. BATLIBOI & Co. LLP
ICAI Firm registration number: 301003E
Chartered Accountants



per Bhaswar Sarkar

Partner

Membership No.: 55596



Place: Kolkata

Date: January 29, 2015



Microsec Financial Services Limited

Corporate Identity No. (CIN) - L65993WB1989PLC047002

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

Phone - 033-3051 2100, Fax - 033-3051 2020, Website - www.microsec.in

Part - I

STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2014

(Rs. In Lacs except for EPS)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-14 (Unaudited)	30-Sep-14 (Unaudited)	31-Dec-13 (Unaudited)	31-Dec-14 (Unaudited)	31-Dec-13 (Unaudited)	31-Mar-14 (Audited)
1 INCOME FROM OPERATIONS						
(a) Income from Operations			1.60		28.15	32.35
(b) Other Operating Income	50.00	50.00	50.00	150.00	150.00	200.00
Total Income from Operations (Net)	50.00	50.00	51.60	150.00	178.15	232.35
2 EXPENSES						
(a) Employee benefit expense	27.52	38.60	30.86	97.14	96.24	128.93
(b) Depreciation and amortization expense	10.45	10.42	9.14	30.74	26.63	35.65
(c) Other Expenditure	18.78	21.09	19.35	55.58	68.73	86.65
Total Expenses	56.75	70.11	59.35	183.46	191.60	251.23
3 Profit / (Loss) from Operations before Other Income, finance costs (1 - 2)	(6.75)	(20.71)	(7.75)	(33.46)	(13.45)	(18.88)
4 Other Income	0.93	15.49	20.17	37.79	74.75	43.47
5 Profit before finance costs (3 + 4)	(5.82)	(5.22)	12.42	4.33	11.30	24.59
6 Finance Costs	-	-	-	-	0.14	0.14
7 Profit before tax (5 + 6)	(5.82)	(5.22)	12.42	4.33	11.16	24.45
8 Tax Expense						
(a) Current Tax	-	(0.83)	0.12	-	0.12	2.64
(b) Deferred Tax Charge	-	-	23.77	-	30.83	30.83
(c) Excess provision for taxation no longer required written back	-	-	0.09	-	0.09	(67.96)
9 Net Profit / (Loss) after tax (7 - 8)	(5.82)	(4.39)	(11.56)	4.33	(19.88)	58.94
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 Reserve as per balance sheet of previous accounting year						19,331.67
12 Earnings per share (Basic and Diluted)	(0.02)*	(0.01)*	(0.04)*	0.01 *	(0.06)*	0.19

* Not annualised

Part - II

SELECT INFORMATION FOR THE QUARTER ENDED 31ST DECEMBER, 2014

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-14	30-Sep-14	31-Dec-13	31-Dec-14	31-Dec-13	31-Mar-14
A PARTICULARS OF SHAREHOLDING						
1 Public Shareholding						
Number of Shares	9,045,868	9,078,155	9,823,581	9,045,868	9,823,581	9,823,581
Percentage of Shareholding	28.44%	28.54%	30.88%	28.44%	30.88%	30.88%
2 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	22,764,632	22,732,345	21,986,919	22,764,632	21,986,919	21,986,919
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)	71.56%	71.46%	69.12%	71.56%	69.12%	69.12%

Particulars	Quarter ended 31-Dec-14
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	Nil
Disposed of during the quarter	Nil
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 29th January, 2015.
2. The Statutory Auditors have carried out the "Limited Review" of the results of the Stand -alone Company for the quarter ended 31st December, 2014.
3. The Statutory Auditors has in their audit report for the year ended 31st March, 2014 and review report of 30th June, 2014 and 30th September, 2014 commented regarding concentration of credit / investment norms as provided in paragraph 18 of Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 (as amended), having exceeded the limits provided therein, in order to become a Non Deposit Accepting Core Investment Company (ND-CIC). The shareholders of the Company had approved conversion of the Company to a Core Investment Company (CIC) on 19th March 2013. Pursuant to the Revised Regulatory Framework for NBFC issued by the Reserve Bank of India (RBI) on 10th November, 2014, the Company having asset size of less than Rs. 500 crores is not required to comply with credit concentration norms on and from that date. During the quarter, the Company has voluntarily surrendered the original certificate of registration to operate as a Non-Banking Financial Institution to the Reserve Bank of India (RBI). Communication from RBI is awaited in this regard.

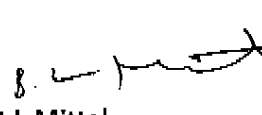
A Company having an asset size of more than Rs. 100 crores and not accessing public funds is exempt from the registration as CIC with the RBI in terms of the notification No. DNBS. (PD) 221/CGM (US)-2011 dated 5th January 2011. In view of the above, the management believes that the Company has complied with the extant requirements of operating as a CIC and has also submitted its application with RBI for withdrawal of application for registration as CIC as submitted on 12th August, 2014.

4. The Company has only one reportable business segment, i.e., "Financial Services" and have only one reportable geographic segment in India.
5. Figures for the previous periods have been regrouped / rearranged where necessary.

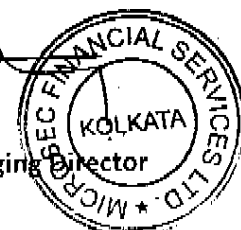
Place: Kolkata

For Microsec Financial Services Limited

Date: 29th January, 2015


B.L.Mittal

Chairman cum Managing Director





Microsec Financial Services Limited

Corporate Identity No. (CIN) - L05993WB1989PLC047002

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

Phone - 033-3051 2100, Fax - 033-3051 2020, Website - www.microsec.in

Part - I

STATEMENT OF CONSOLIDATED UNAUDITED RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2014

(Rs. in Lacs except for EPS)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-14 (Unaudited)	30-Sep-14 (Unaudited)	31-Dec-13 (Unaudited)	31-Dec-14 (Unaudited)	31-Dec-13 (Unaudited)	31-Mar-14 (Audited)
1 INCOME FROM OPERATIONS						
(a) Income from Operations	1,177.39	1,197.36	657.95	3,272.12	1,986.11	2,674.06
(b) Other Operating Income	-	-	-	-	-	-
Total Income from Operations (Net)	1,177.39	1,197.36	657.95	3,272.12	1,986.11	2,674.06
2 EXPENSES						
(a) Purchase of stock in trade	1,003.00	510.21	63.96	1,739.15	99.59	202.38
(b) Changes in inventories of stock in trade	(462.33)	(179.14)	(57.82)	(737.10)	(93.52)	(141.83)
(c) Employee benefit expense	574.60	587.03	428.36	1,579.38	1,297.99	1,716.33
(d) Depreciation and Amortization expense	144.98	135.24	48.98	417.20	137.13	187.66
(e) Other Expenditure	446.26	934.60	416.34	1,427.44	1,214.99	1,700.85
Total Expenses	1,686.51	1,537.94	899.72	4,426.07	2,596.18	3,665.39
3 Profit / (Loss) from Operations before other income, finance costs (1 - 2)	(509.12)	(340.58)	(241.77)	(1,153.95)	(610.07)	(991.33)
4 Other income	290.02	103.24	102.96	489.37	302.37	386.55
5 Profit / (Loss) before finance costs (3 + 4)	(219.10)	(237.34)	(138.81)	(664.58)	(307.70)	(604.78)
6 Finance Costs	23.20	23.36	20.44	74.80	47.71	65.15
7 Profit / (Loss) before tax (5 - 6)	(242.30)	(260.70)	(159.25)	(739.38)	(355.41)	(669.93)
8 Tax Expense						
(a) Current tax	47.34	6.96	6.27	59.02	21.52	8.93
(b) Excess provision for taxation no longer required written back	-	-	0.09	-	(25.90)	(104.47)
(c) Deferred Tax	50.40	10.65	35.23	61.17	70.30	59.66
9 Net Profit / (Loss) after tax (7 - 8)	(340.04)	(278.31)	(200.84)	(859.57)	(411.24)	(634.05)
10 Minority Interest	1.66	1.88	3.84	6.48	11.15	13.40
11 Net Profit / (Loss) after taxes and minority interest	(341.70)	(280.19)	(204.68)	(866.05)	(422.39)	(647.45)
12 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
13 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	23,817.00
14 Earnings per share (Basic and Diluted)	(1.07)*	(0.88)*	(0.64)*	(2.72)*	(1.33)*	(2.04)

* Not annualised

Part - II

SELECT INFORMATION FOR THE QUARTER ENDED 31ST DECEMBER, 2014

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-14	30-Sep-14	31-Dec-13	31-Dec-14	31-Dec-13	31-Mar-14
A PARTICULARS OF SHAREHOLDING						
1 Public Shareholding						
- Number of Shares	9,045,868	9,078,156	9,873,581	9,045,868	9,873,581	9,873,581
- Percentage of Shareholding	28.44%	28.54%	30.88%	28.44%	30.88%	30.88%
2 Promoters and Promoter Group Shareholding						
a) Plotted/Unencumbered						
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	22,764,632	22,732,345	21,986,919	22,764,632	21,986,919	21,986,919
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)	71.56%	71.46%	69.12%	71.56%	69.12%	69.12%

Particulars	Quarter ended 31-Dec-14
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	Nil
Disposed of during the quarter	Nil
Remaining unresolved at the end of the quarter	Nil



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-14	30-Sep-14	31-Dec-13	31-Dec-14	31-Dec-13	31-Mar-14
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Gross Revenue	50.93	65.49	71.77	187.79	202.90	275.82
Profit / (Loss) before Tax	(5.82)	(5.22)	12.42	4.33	11.16	24.45
Profit / (Loss) after Tax	(5.82)	(4.89)	(11.56)	4.33	(19.88)	58.94

UNAUDITED CONSOLIDATED SEGMENT REVENUE, RESULTS AND CAPITAL EMPLOYED UNDER CLAUSE 41 OF THE LISTING AGREEMENT

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-14	30-Sep-14	31-Dec-13	31-Dec-14	31-Dec-13	31-Mar-14
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Segment Revenue						
(a) Financial Services	561.86	812.03	648.70	2,102.78	1,974.93	2,590.68
(b) Digital Media of Consumer Engagement (www.foreseegame.com)	16.92	6.56	1.80	28.54	9.20	10.74
(c) Digital Pharmacy & Healthcare Store (www.sastasundar.com)	598.61	378.11	7.95	1,139.80	7.58	66.63
Total	1,177.39	1,197.36	657.95	3,272.12	1,986.11	2,674.06
Less: Inter Segment Revenue	-	-	-	-	-	-
Income from Operations	1,177.39	1,197.36	657.95	3,272.12	1,986.11	2,674.06
2 Segment Results						
Profit / (Loss) before Finance Costs and Tax						
(a) Financial Services	278.25	322.81	179.36	876.18	470.73	577.89
(b) Digital Media of Consumer Engagement (www.foreseegame.com)	(225.15)	(263.69)	(201.48)	(762.46)	(661.02)	(880.66)
(c) Digital Pharmacy & Healthcare Store (www.sastasundar.com)	(290.89)	(791.91)	(130.03)	(834.91)	(141.21)	(332.55)
Total	(237.79)	(253.29)	(151.95)	(721.19)	(332.00)	(635.32)
Less:						
Finance Costs (Refer note 1)	-	-	-	-	-	-
Other unallocable expenditure net of unallocable income	4.51	7.41	7.30	18.19	23.41	34.61
Profit / (Loss) before tax	(242.30)	(260.70)	(159.25)	(739.38)	(385.41)	(669.93)
3 Capital Employed						
(Segment Assets - Segment Liabilities)						
(a) Financial Services	10,907.64	10,648.23	14,150.78	10,907.64	14,150.79	19,743.22
(b) Digital Media of Consumer Engagement (www.foreseegame.com)	3,190.67	2,415.97	2,695.84	3,190.67	2,695.84	3,023.80
(c) Digital Pharmacy & Healthcare Store (www.sastasundar.com)	9,328.41	9,619.38	7,740.22	9,328.41	7,740.22	7,400.39
(d) Unallocated	2,692.99	2,768.64	2,653.40	2,692.99	2,653.40	2,765.03
Total	26,119.71	26,452.22	27,246.25	26,119.71	27,246.25	27,023.44

Notes:

1. Finance Costs pertaining to the segments having operations which are primarily of financial nature has been considered as part of segment results and not disclosed separately.

7 (i) Business Segments:

The Company has identified the following as business segments:

(a) Financial Services - consists mainly of financing of loans and investment in shares and securities, financial consultancy, professional fees, debt syndication, Brokerage (Equity, Commodities and Currency including Depository Services), wealth management, insurance broking, financial planning, distribution and related services.

(b) Digital Media of Consumer Engagement (www.foreseegame.com) - includes activities under www.foreseegame.com.

(c) Digital Pharmacy & Healthcare Store (www.sastasundar.com) - includes activities for food processing, preservation and marketing of healthcare products through e-commerce portal www.sastasundar.com.

(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 29th January, 2015.
2. The Statutory Auditors have carried out the "Limited Review" of the results of the Stand -alone Company for the quarter ended 31st December, 2014.
3. The Statutory Auditors has in their audit report for the year ended 31st March, 2014 and review report of 30th June, 2014 and 30th September, 2014 commented regarding concentration of credit / investment norms as provided in paragraph 18 of Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 (as amended), having exceeded the limits provided therein, in order to become a Non Deposit Accepting Core Investment Company (ND-CIC). The shareholders of the Company had approved conversion of the Company to a Core Investment Company (CIC) on 19th March 2013. Pursuant to the Revised Regulatory Framework for NBFC issued by the Reserve Bank of India (RBI) on 10th November, 2014, the Company having asset size of less than Rs. 500 crores is not required to comply with credit concentration norms on and from that date. During the quarter, the Company has voluntarily surrendered the original certificate of registration to operate as a Non-Banking Financial Institution to the Reserve Bank of India (RBI). Communication from RBI is awaited in this regard.

A Company having an asset size of more than Rs. 100 crores and not accessing public funds is exempt from the registration as CIC with the RBI in terms of the notification No. DNBS. (PD) 221/CGM (US)-2011 dated 5th January 2011. In view of the above, the management believes that the Company has complied with the extant requirements of operating as a CIC and has also submitted its application with RBI for withdrawal of application for registration as CIC as submitted on 12th August, 2014.

4. The GMV (Gross Merchandise Value) under Digital Pharmacy & Healthcare Store (www.sastasundar.com) during respective quarters is as follows:

(Rs. in Lacs)

Particulars	Quarter Ended			Nine Months Ended		Year Ended
	31-Dec-14	30-Sep-14	31-Dec-13	31-Dec-14	31-Dec-13	31-Mar-14
GMV (Gross Merchandise Value)	795.84	447.16	10.34	1,446.20	10.34	77.83

5. Figures for the previous periods have been regrouped / rearranged where necessary.

Place: Kolkata

Date: 29th January, 2015

For Microsec Financial Services Limited

B.L. Mittal

Chairman cum Managing Director

