

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



Date: 24th May, 2013

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 24th May, 2013 - "Intimation under Clause 41 of the Listing Agreement"

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 24th May, 2013, *inter alia*, considered and approved the Audited Financial Results and Statement of Assets and Liabilities (Standalone and Consolidated) of the Company for the year ended 31st March, 2013.

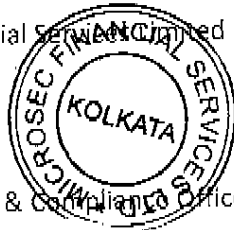
Kindly take note of the above and acknowledge the receipt.

Thanking you,
Yours faithfully,

For Microsec Financial Services Limited


Biplab Kumar Mani

Company Secretary & Compliance Officer



Microsec Financial Services Limited

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



Part - I

STATEMENT OF CONSOLIDATED AUDITED RESULTS FOR THE YEAR ENDED 31ST MARCH, 2013

(Rs. in Lacs except for EPS)

Particulars	Quarter Ended			Year Ended	
	31-Mar-13	31-Dec-12	31-Mar-12	31-Mar-13	31-Mar-12
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1 INCOME FROM OPERATIONS					
(a) Income from Operations	948.39	1,181.60	1,316.68	4,505.81	5,274.18
(b) Other Operating Income	-	-	-	-	-
Total income from Operations (Net)	948.39	1,181.60	1,316.68	4,505.81	5,274.18
2 EXPENSES					
(a) Purchase of Stock In Trade	72.00	-	-	72.00	-
(b) Changes in inventories of stock in trade	(72.00)	-	-	(72.00)	-
(c) Employee Benefits Expense	384.68	377.52	412.43	1,571.61	1,742.37
(d) Depreciation and Amortization expense	43.40	41.99	415.36	170.25	603.25
(e) Loss on pre-matured recovery of debts	-	136.68	-	136.68	-
(f) Provision for diminution in investments	265.40	-	-	265.40	-
(g) Other Expenditure	365.86	328.94	252.58	1,239.58	1,153.76
Total Expenses	1,059.34	885.13	1,080.37	3,383.52	3,499.38
3 Profit from Operations before other income, finance costs (1 - 2)	(110.95)	296.47	236.31	1,122.29	1,774.80
4 Other Income	75.78	64.28	43.01	256.63	508.45
5 Profit before finance costs (3 + 4)	(35.17)	360.75	279.32	1,378.92	2,283.25
6 Finance Costs	29.73	38.68	35.37	113.68	51.97
7 Profit before tax (5 - 6)	(64.90)	822.07	243.95	1,265.24	2,231.28
8 Tax Expense					
(a) Current Tax	1.08	32.77	202.46	325.08	774.68
(b) Deferred Tax	14.97	19.19	(80.99)	62.10	(49.27)
(c) Excess provision for taxation no longer required written back	-	-	-	-	(18.51)
9 Net Profit after tax (7 - 8)	(80.95)	270.11	122.48	878.06	1,524.38
10 Share of Profit / (Loss) of Associate	2.74	(16.74)	(56.19)	(57.06)	(120.63)
11 Minority Interest	1.40	-	-	1.40	-
12 Net Profit after taxes, minority interest and share of loss of Associate	(79.61)	253.37	56.29	819.60	1,403.75
13 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
14 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year				24,465.04	23,645.44
15 Earnings per share (Basic and Diluted)	(0.25)*	0.80*	0.18*	2.58	4.41

* Not annualised

Part - II

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

Particulars	Quarter Ended			Year Ended	
	31-Mar-13	31-Dec-12	31-Mar-12	31-Mar-13	31-Mar-12
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
A PARTICULARS OF SHAREHOLDING					
1 Public Shareholding					
- Number of Shares	1,12,07,365	1,14,70,621	1,23,62,426	1,12,07,365	1,23,62,426
- Percentage of Shareholding	35.23%	36.06%	38.86%	35.23%	38.86%
2 Promoters and Promoter Group Shareholding					
a) Pledged/Encumbered					
Number of Shares	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total share capital of the Company)	Nil	Nil	Nil	Nil	Nil
b) Non-encumbered					
Number of Shares	2,06,03,135	2,03,39,879	1,94,48,074	2,06,03,135	1,94,48,074
Percentage of Shares (as a % of the total shareholding 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)	64.77%	63.94%	61.14%	64.77%	61.14%

Particulars	Quarter ended 31-Mar-13
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

(Rs. in Lacs)

Particulars	Quarter Ended			Year Ended	
	31-Mar-13	31-Dec-12	31-Mar-12	31-Mar-13	31-Mar-12
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
Gross Revenue	367.92	510.25	628.72	1,789.85	2,289.45
Profit before Tax	248.91	290.40	185.60	1,291.69	1,581.88
Profit after Tax	215.01	249.94	127.30	976.23	1,091.23

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

(Rs. in Lacs)

Particulars	Quarter Ended			Year Ended	
	31-Mar-13	31-Dec-12	31-Mar-12	31-Mar-13	31-Mar-12
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1 Segment Revenue					
(a) Financing and Investment	449.97	508.72	641.96	1,951.30	2,392.52
(b) Investment Banking and Related Services	41.12	114.11	68.04	395.37	403.24
(c) Brokerage (Equity, Commodity and Currency including Depository Services) and related services	423.07	519.07	547.18	1,969.29	2,171.69
(d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services	33.33	39.70	59.50	189.85	306.73
(e) Others	-	-	-	-	-
Total	948.39	1,181.60	1,316.68	4,505.81	5,274.18
Less: Inter Segment Revenue	-	-	-	-	-
Income from Operations	948.39	1,181.60	1,316.68	4,505.81	5,274.18
2 Segment Results					
Profit before Finance Costs and Tax					
(a) Financing and Investment	305.42	300.68	362.15	1,464.37	1,833.40
(b) Investment Banking and Related Services	(90.43)	(47.91)	(78.25)	(144.34)	(184.54)
(c) Brokerage (Equity, Commodity and Currency including Depository Services) and related services	(50.22)	33.51	17.66	49.59	184.81
(d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services	(5.42)	(9.18)	5.91	6.93	83.56
(e) Others	(2.07)	-	-	(2.07)	-
Total	157.28	277.10	307.47	1,374.48	1,917.23
Less:					
Finance Costs (Refer note 1)	11.58	1.44	35.33	22.91	19.60
Other unallocable expenditure not of unallocable income	210.60	(46.41)	28.19	86.33	(333.65)
Profit before tax	(64.90)	322.07	243.95	1,265.24	2,231.28
3 Capital Employed					
(Segment Assets - Segment Liabilities)					
(a) Financing and Investment	16,831.53	16,314.57	19,357.37	16,831.53	19,357.37
(b) Investment Banking and Related Services	1,858.09	1,399.48	1,323.93	1,858.09	1,323.93
(c) Brokerage (Equity, Commodity and Currency including Depository Services) and related services	1,270.85	1,929.90	897.89	1,270.85	897.89
(d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services	129.11	159.74	139.33	129.11	139.33
(e) Others	2,152.11	-	-	2,152.11	-
(f) Unallocated	5,415.80	7,938.75	5,107.97	5,415.80	5,107.97
Total	27,657.49	27,742.44	26,826.49	27,657.49	26,826.49

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.

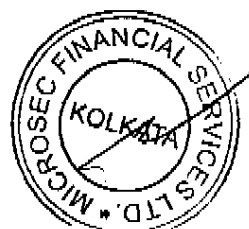
2 (i) Business Segments:

The Company has identified the following as business segments:

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

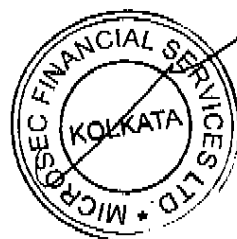
3. Item no. 2 (a) Purchase of Stock in Trade and item no. 2 (b) Changes in inventories of stock in trade in trade in Part I above represents investment in liquid scheme of mutual fund by one of the subsidiary.



CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

(Rs. In Lacs)

Particulars	Year Ended	
	As at 31.03.2013 (Audited)	As at 31.03.2012 (Audited)
A EQUITY AND LIABILITIES		
1 Shareholders' Funds		
(a) Share Capital	3,181.05	3,181.05
(b) Reserves & Surplus	24,465.04	23,645.44
Sub Total - Shareholders' Funds	27,646.09	26,826.49
2 Minority Interest	11.40	-
3 Non - Current Liabilities		
(a) Long-term borrowings	-	165.00
(b) Deferred Tax Liabilities (net)	283.94	236.12
(c) Long-term Provisions	84.15	15.24
Sub Total - Non-current Liabilities	368.09	416.36
4 Current Liabilities		
(a) Short-term borrowings	291.35	250.72
(b) Trade Payables	838.03	1,123.32
(c) Other current liabilities	781.47	2,578.46
(d) Short-term provisions	96.07	589.06
Sub Total - Current Liabilities	2,006.92	4,541.56
Total - Equity and Liabilities	30,032.50	31,784.41
B. ASSETS		
1 Non-current assets		
(a) Fixed Assets	4,536.84	1,957.62
(b) Goodwill on Consolidation	5,736.65	463.30
(c) Non-current Investments	2,144.63	4,402.31
(d) Deferred Tax Assets (net)	35.20	49.48
(e) Long-term loans and advances	2,233.03	1,188.52
(f) Other non current assets	1,005.88	1,049.93
Sub Total - Non-Current Assets	15,691.23	9,111.16
2 Current assets		
(a) Current Investments	4,275.80	20.00
(b) Inventories	72.00	-
(b) Trade Receivables	770.70	1,194.45
(c) Cash, Cash Equivalents and Other Bank Balances	2,788.57	1,176.42
(d) Short-term Loans and Advances	6,346.58	20,237.11
(e) Other Current Assets	87.62	45.27
Sub Total - Current Assets	14,941.27	22,673.25
Total - Assets	30,032.50	31,784.41



**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 24th May, 2013.
2. The Board of Directors at their meeting held on 8th February, 2013 has approved the proposal of the Company to convert it into a Systemically Important Core Investment Company (CIC-ND-SI) by 30th September, 2013 which has also been approved by the shareholders of the Company through postal ballot, the results of which were declared on 19th March, 2013. The Company has filed an application to the Reserve Bank of India (RBI) on 4th March, 2013 to provide an exemption from complying with exposure norms for concentration of credits / Investment as prescribed by the RBI during the transition period which is pending for approval from RBI.
3. The Auditors in their report on the accounts for the year ended 31st March, 2013 has 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 Systemically Important Core Investment Company (CIC-ND-SI). The Company has already applied to the Reserve Bank of India (RBI) seeking exemption from complying with the aforesaid norms to become a CIC-ND-SI and is hopeful to receive the exemption in the aforesaid matter.
4. The figures for the quarter ended 31st March, 2013 represent the derived figures between the audited figures in respect of the year ended 31st March, 2013 and the unaudited published "period to date" figures upto 31st December, 2012 being the date of the end of the third quarter of the current year end.
5. Figures for the previous periods have been regrouped/ rearranged where necessary.

Place: Kolkata

Date: 24th May, 2013

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

**Part - I****STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MARCH, 2013**

(Rs. in Lacs except for EPS)

Particulars	Quarter Ended			Year Ended	
	31-Mar-13 [Refer Note 4]	31-Dec-12	31-Mar-12	31-Mar-13	31-Mar-12
	(Audited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1 INCOME FROM OPERATIONS					
(a) Income from Operations	366.26	501.75	626.19	1,776.72	2,282.19
(b) Other Operating Income	-	-	-	-	-
Total Income from Operations (Net)	366.26	501.75	626.19	1,776.72	2,282.19
2 EXPENSES					
(a) Employees Benefits Expense	46.51	50.90	33.52	179.17	101.92
(b) Depreciation and amortization expense	9.70	9.77	371.81	38.71	441.36
(c) Advertisement and Publicity	12.46	1.41	13.39	18.33	34.73
(d) Loss on pre-matured recovery of debts	-	136.68	-	136.68	-
(e) Other Expenditure	50.34	20.85	24.08	120.08	129.24
Total Expenses	119.01	219.61	442.80	492.97	707.25
3 Profit from Operations before Other Income, finance costs (1 - 2)	247.25	282.14	183.39	1,283.75	1,574.94
4 Other Income	1.66	8.50	2.53	13.13	7.26
5 Profit before finance costs (3 + 4)	248.91	290.64	185.92	1,296.88	1,582.20
6 Finance Costs	-	0.24	0.32	5.19	0.32
7 Profit before tax (5 - 6)	248.91	290.40	185.60	1,291.69	1,581.88
8 Tax Expense					
(a) Current Tax	30.65	33.88	171.58	297.51	612.07
(b) Deferred Tax	3.25	6.58	(113.28)	17.95	(109.48)
(c) Excess provision for taxation no longer required written back	-	-	-	-	(11.94)
9 Net Profit after tax (7 - 8)	215.01	249.94	127.30	976.23	1,091.23
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
11 Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year				19,272.73	18,296.50
12 Earnings per share (Basic and Diluted)	0.68*	0.79*	0.40*	3.07	3.43

* Not annualised

Part - II

Particulars	Quarter Ended			Year Ended	
	31-Mar-13 [Refer Note 4]	31-Dec-12	31-Mar-12	31-Mar-13	31-Mar-12
	(Audited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
A PARTICULARS OF SHAREHOLDING					
1 Public Shareholding					
- Number of Shares	1,12,07,365	1,14,70,621	1,23,62,426	1,12,07,365	1,23,62,426
- Percentage of Shareholding	35.23%	36.06%	38.86%	35.23%	38.86%
2 Promoters and Promoter Group Shareholding					
a) Pledged/Encumbered					
Number of Shares	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil
b) Non-encumbered					
Number of Shares	2,06,03,135	2,03,39,879	1,94,48,074	2,06,03,135	1,94,48,074
Percentage of Shares (as a % of the total shareholding 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)	64.77%	63.94%	61.14%	64.77%	61.14%



	Particulars	Quarter ended 31-Mar-13
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 SEGMENT REVENUE, RESULTS AND CAPITAL EMPLOYED UNDER CLAUSE 41 OF THE LISTING AGREEMENT

(Rs. in Lacs)

Particulars	Quarter Ended			Year Ended	
	31-Mar-13 [Refer Note 4]	31-Dec-12	31-Mar-12	31-Mar-13	31-Mar-12
	(Audited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1 Segment Revenue					
(a) Financing and Investment	362.06	501.75	621.99	1,772.52	2,277.99
(b) Investment Banking and Related Services	4.20	-	4.20	4.20	4.20
Total	366.26	501.75	626.19	1,776.72	2,282.19
Less : Inter Segment Revenue	-	-	-	-	-
Income from Operations	366.26	501.75	626.19	1,776.72	2,282.19
2 Segment Results					
Profit before Finance Cost and Tax					
(a) Financing and Investment	263.92	294.12	199.64	1,332.95	1,630.93
(b) Investment Banking and Related Services	3.59	-	3.83	3.59	3.83
Total	267.51	294.12	203.47	1,336.54	1,634.76
Less:					
Finance Cost	-	0.24	-	0.47	0.32
Other unallocable expenditure net of unallocable income	18.60	3.48	17.87	44.38	52.56
Profit before tax	248.91	290.40	185.60	1,291.69	1,581.88
3 Capital Employed					
(Segment Assets - Segment Liabilities)					
(a) Financing and Investment	22,167.48	20,799.06	21,381.57	22,167.48	21,381.57
(b) Investment Banking and Related Services	4.25	-	-	4.25	-
(c) Unallocated	282.05	1,439.71	95.98	282.05	95.98
Total	22,453.78	22,238.77	21,477.55	22,453.78	21,477.55

Notes :

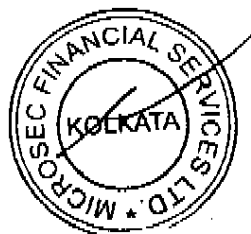
1. The interest expense pertains to the segments having operations which are primarily of financial nature and therefore, the same has been considered as part of segment results and not disclosed separately.

2 (i) Business Segments :

The Company has identified the following as its business segments :

- (a) Financing and Investment - consists of financing of loans and investments in shares and securities and income from royalty.
- (b) Investment Banking and Related Services - consists of financial consultancy and debt syndication.

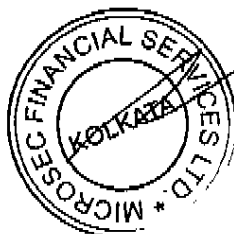
(ii) Geographical Segments : The company operates in only one geographical segment i.e. "within India" and no separate information for geographical segment has been given.



STANDALONE STATEMENT OF ASSETS AND LIABILITIES

(Rs. in Lacs)

Particulars	Year Ended	
	As at 31.03.2013 (Audited)	As at 31.03.2012 (Audited)
A EQUITY AND LIABILITIES		
1 Shareholders' Funds		
(a) Share Capital	3,181.05	3,181.05
(b) Reserves & Surplus	19,272.73	18,296.50
Sub Total - Shareholders' Funds	22,453.78	21,477.55
2 Non - Current Liabilities		
(a) Long Term Provisions	83.36	15.23
(b) Other Long Term Liabilities	1,194.53	-
Sub Total - Non-current Liabilities	1,277.89	15.23
3 Current Liabilities		
(a) Short Term Borrowings	5.00	-
(b) Trade Payables	37.18	16.40
(c) Other current liabilities	5.30	1.90
(d) Short-term provisions	68.64	531.22
Sub Total - Current Liabilities	116.12	549.52
Total - Equity and Liabilities	23,847.79	22,042.30
B. ASSETS		
1 Non-current assets		
(a) Fixed Assets	465.28	494.75
(b) Non-current Investments	22,147.17	4,396.39
(c) Deferred Tax Assets	30.83	48.78
(d) Long-term loans and advances	84.98	82.31
Sub Total - Non-Current Assets	22,728.26	5,022.23
2 Current assets		
(a) Current Investments	800.00	-
(b) Trade Receivables	4.25	-
(c) Cash, Cash Equivalents and Other Bank Balances	163.02	349.30
(d) Short-term Loans and Advances	150.95	16,668.02
(e) Other Current Assets	1.31	2.75
Sub Total - Current Assets	1,119.53	17,020.07
Total - Assets	23,847.79	22,042.30



**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 24th May, 2013.
2. The Board of Directors at their meeting held on 8th February, 2013 has approved the proposal of the Company to convert it into a Systemically Important Core Investment Company (CIC-ND-SI) by 30th September, 2013 which has also been approved by the shareholders of the Company through postal ballot, the results of which were declared on 19th March, 2013. The Company has filed an application to the Reserve Bank of India (RBI) on 4th March, 2013 to provide an exemption from complying with exposure norms for concentration of credits / investment as prescribed by the RBI during the transition period which is pending for approval from RBI.
3. The Auditors in their report on the accounts for the year ended 31st March, 2013 has 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 Systemically Important Core Investment Company (CIC-ND-SI). The Company has already applied to the Reserve Bank of India (RBI) seeking exemption from complying with the aforesaid norms to become a CIC-ND-SI and is hopeful to receive the exemption in the aforesaid matter.
4. The figures for the quarter ended 31st March, 2013 represent the derived figures between the audited figures in respect of the year ended 31st March, 2013 and the unaudited published "period to date" figures upto 31st December, 2012 being the date of the end of the third quarter of the current year end which were subjected to a limited review.
5. Figures for the previous periods have been regrouped/ rearranged where necessary.

Place: Kolkata
Date: 24th May, 2013



For Microsec Financial Services Limited

B.L.Mittal
Chairman cum Managing Director