



MAN INFRACONSTRUCTION LIMITED

12th Floor, Krushal Commercial Complex, Above Shoppers Stop, G. M. Road, Chembur (West), Mumbai - 400089. India
T: 91 22 42463999 | F: 91 22 25260589/91 | E: office@maninfra.com | W: www.maninfra.com | FB: www.facebook.com/maninfra

August 12, 2015

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

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001
Script Code: 533169

Sub: Proceedings of the Board Meeting held on August 12, 2015

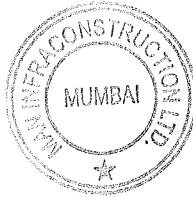
Dear Sir/Madam,

Further to our letter dated 4th August, 2015, intimating you of the Board Meeting to be held today, we hereby inform you that the Board of Directors has approved the standalone and consolidated unaudited financial statements for the quarter ended 30th June, 2015. Please find enclosed the copies of standalone and consolidated un-audited financial results for the quarter ended on 30th June, 2015 along with the Limited Review Report issued by M/s G. M. Kapadia & Co., Chartered Accountants, the Statutory Auditors of the Company for the said period in accordance with the provisions of Clause 41 of the Listing Agreement.

This is for your information and records.

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


Company Secretary



Encl: As above

G. M. KAPADIA & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

1007, RAHEJA CHAMBERS, 213, NARIMAN POINT, MUMBAI 400 021. INDIA

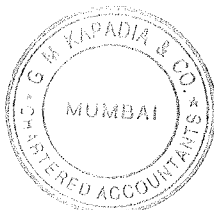
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LIMITED REVIEW REPORT ON THE UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED ON JUNE 30, 2015

To
The Board of Directors
Man Infraconstruction Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of **Man Infraconstruction Limited** ('the Company') for the quarter ended June 30, 2015 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management to the stock exchanges 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 these financial results based on our review.
2. We conducted our review in accordance with Standard on Review Engagement (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 financial statements are 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 standalone financial results prepared in accordance with the Accounting Standards specified under 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.

Mumbai
Dated: August 12, 2015



For G. M. KAPADIA & CO.
Chartered Accountants
Firm Registration No. 104767W

Viren Thakkar
Partner
Membership No. 49417



MAN INFRACONSTRUCTION LIMITED

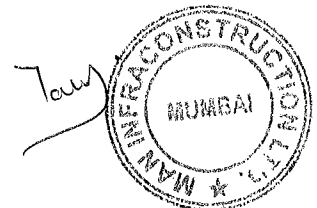
Reg. Office: 12th Floor, Krushal Commercial Complex, G M Road, Chembur (West), Mumbai 400 089

Tel: +91 22 42463999 Fax: +91 22 25251589 email: investors@maninfra.com Website: www.maninfra.com CIN: L70200MH2002PLC136849

STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30th JUNE, 2015

(₹ in Lakhs)					
PART I					
Sr. No.	Particulars	Quarter Ended 30 th June, 2015	Quarter Ended 31 st March, 2015	Quarter Ended 30 th June, 2014	Year Ended 31 st March, 2015
		Unaudited	Audited (Refer Note 4)	Unaudited	Audited
1	Income from Operations				
(a)	Net Sales / Income from Operations	4,271.19	3,555.28	6,470.22	18,348.70
(b)	Other Operating Income	36.49	87.59	164.64	828.12
	Total Income from Operations (Net)	4,307.68	3,642.87	6,634.86	19,176.82
2	Expenses				
(a)	Cost of materials consumed / sold	1,576.84	1,214.54	2,208.26	6,430.71
(b)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(458.30)	72.13	23.22	3.12
(c)	Employee benefits expense	660.84	663.90	614.23	2,402.17
(d)	Depreciation and amortisation expense	164.96	235.91	263.03	1,017.28
(e)	Sub Contract/Labour Charges	1,448.14	1,075.80	1,978.26	5,842.94
(f)	Other Expenses	674.20	899.38	691.59	3,390.89
	Total Expenses	4,066.68	4,161.66	5,778.59	19,087.11
3	Profit from operations before Other Income, Finance Cost and Exceptional Items (1-2)	241.00	(518.79)	856.27	89.71
4	Other Income	1,101.95	1,305.64	1,813.96	7,358.90
(a)	Dividend Income	6.15	5.83	424.63	455.75
(b)	Interest Income	880.13	958.63	1,124.03	4,156.16
(c)	Others	215.67	341.18	265.30	2,746.99
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	1,342.95	786.85	2,670.23	7,448.61
6	Finance costs	10.18	19.69	19.97	109.33
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	1,332.77	767.16	2,650.26	7,339.28
8	Exceptional Items	-	-	-	-
9	Profit from ordinary activities before tax (7+8)	1,332.77	767.16	2,650.26	7,339.28
10	Tax expenses	481.82	312.56	740.30	2,287.48
11	Net Profit from ordinary activities after tax (9-10)	850.95	454.60	1,909.96	5,051.80
12	Extraordinary Items (net of tax expenses)	-	-	-	-
13	Net Profit for the period (11-12)	850.95	454.60	1,909.96	5,051.80
14	Paid-up Equity Share Capital	4,950.01	4,950.01	4,950.01	4,950.01
	(Face Value of Share ₹ 2/- each)				
15	Reserves excluding Revaluation Reserves				58,128.61
16.i	Earnings Per Share (EPS) (before extraordinary items) (Face Value of ₹ 2/- each) (not annualised) :				
a)	Basic	0.34	0.18	0.77	2.04
b)	Diluted	0.34	0.18	0.77	2.04
16.ii	Earnings Per Share (EPS) (after extraordinary items) (Face Value of ₹ 2/- each) (not annualised) :				
a)	Basic	0.34	0.18	0.77	2.04
b)	Diluted	0.34	0.18	0.77	2.04
PART II	SELECT INFORMATION FOR THE QUARTER ENDED 30 th June, 2015				
A	PARTICULARS OF SHAREHOLDING				
1	Public Shareholding				
	Number of shares	83,825,095	84,132,095	77,557,095	84,132,095
	Percentage of shareholding	33.87%	33.99%	31.34%	33.99%
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	163,675,175	163,368,175	169,943,175	163,368,175
	Percentage of shares (as a % of the total share holding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%
	Percentage of shares (as a % of the total share capital of the Company)	66.13%	66.01%	68.66%	66.01%

Particulars	Quarter Ended 30 th June, 2015
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	NIL
Received during the quarter	1
Disposed of during the quarter	1
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 12th August, 2015.
- 2 The Statutory Auditors of the Company have carried out a "Limited Review" of the unaudited financial results as required under Clause 41 of the Listing Agreement.
- 3 The Company's operations predominantly consist of construction, project activities and real estate development. Hence there are no reportable segments under Accounting Standard-17. The Company's operations are based in India.
- 4 Figures of the quarter ended 31st March, 2015 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 previous financial year.
- 5 The Board of Directors at its Meeting held on 27th May, 2015 had declared an Interim Dividend of ₹ 0.54 per share (i.e. 27%) on 247,500,270 Equity Shares having Face Value of ₹ 2/- each, for the financial year 2015-16. The record date for the purpose of determining the entitlement of shareholders for Interim Dividend was fixed as Monday, 8th June, 2015 and the said Dividend was dispatched/credited on Monday, 15th June, 2015.
- 6 Pursuant to the sub-division of the Equity Shares of the Company as approved by the shareholders vide Postal Ballot; the results of which were declared on 12th August, 2014, each fully paid up Equity Share of the face value of ₹10/- each has been sub-divided into 5 (Five) fully paid up Equity Shares of the face value of ₹2/- each w.e.f. 2nd September, 2014 and that the said Equity Shares of the face value of ₹2/- rank pari passu in all respects with and carry the same rights as the Equity Shares of ₹10/- each of the Company. All shares and per share information in the financial results reflect the effect of sub-division (split) retrospectively for the earlier reporting periods.
- 7 On 2nd July, 2015, the Company has entered into a Limited Liability Partnership namely Man Vastucon LLP (Man Vastucon) with 99.90% share in Man Vastucon.
- 8 Figures for previous periods are re-classified / re-arranged / re-grouped, wherever necessary.

Place: Mumbai
Date: 12th August, 2015



For and on behalf of Board of Directors

Parag K. Shah
Managing Director
DIN : 00063058



G. M. KAPADIA & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

1007, RAHEJA CHAMBERS, 213, NARIMAN POINT, MUMBAI 400 021. INDIA

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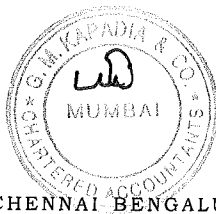
LIMITED REVIEW REPORT ON THE UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED ON JUNE 30, 2015

To,
The Board of Directors
Man Infraconstruction Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results of **Man Infraconstruction Limited** ('the Company'), and its subsidiaries and jointly controlled entities (collectively, the 'Group') for the quarter ended June 30, 2015 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management to the stock exchanges 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 these financial results based on our review.
2. We conducted our review in accordance with Standard on Review Engagement (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 financial statements are 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. We did not review the interim financial statements / information of:
 - a) Six subsidiaries whose interim financial statements reflect total assets and revenues for the quarter are ₹ 27,146.82 lakhs and ₹ 78.15 lakhs respectively;
 - b) Two jointly controlled entities whose interim financial statements reflect Group's share of assets and revenues for the quarter ₹ 11,003.07 lakhs and ₹ 300.18 lakhs respectively.

These interim financial statements / information have been reviewed by other auditors whose reports have been furnished to us and our opinion, in so far as it relates to the amounts included in respect of these entities, is based solely on the reports of the other auditors.

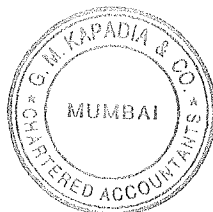
4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with the Accounting Standards specified under section 133 of the Companies Act, 2013, read with 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.

5. Emphasis of Matter

Without qualifying our observations, we invite attention to note no. 5 to the unaudited consolidated financial results regarding issue of termination letter by Manaj Tollway Private Limited, (MTPL) a subsidiary of the Company (wherein the Company holds 63.64%) to Public Works Department, Government of Maharashtra (PWD) on 30th March 2015 for terminating the Concession Agreement with respect to the construction of road on DBFOT basis due to unresolved matters on land acquisition and forest clearance and has stopped the work. As at June 30, 2015, expenses incurred on construction of tollway and classified as "Intangibles under Development" by MTPL amounted to ₹ 12,530 Lakhs. MTPL has claimed costs incurred and compensation in line with the terms of the Concession Agreement from the authorities. MTPL has been legally advised that it has a strong case on merits to recover such claims. The management is confident that it would be able to recover a substantial amount of such claims within a reasonable timeframe.



Mumbai

Dated: August 12, 2015

**For G. M. KAPADIA & CO.
Chartered Accountants
Firm Registration No. 104767W**

Viren Thakkar

**Viren Thakkar
Partner**

Membership No. 49417



MAN INFRACONSTRUCTION LIMITED

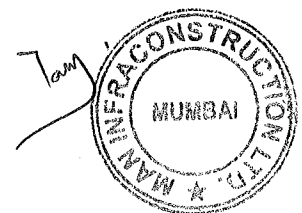
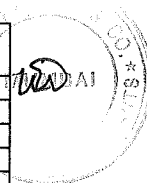
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CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30th JUNE, 2015

PART I		(& in Lakhs)			
Sr. No.	Particulars	Quarter Ended 30 th June, 2015	Quarter Ended 31 st March, 2015	Quarter Ended 30 th June, 2014	Year Ended 31 st March, 2015
		Unaudited	Audited (Refer Note 4)	Unaudited	Audited
1	Income from Operations				
(a)	Net Sales / Income from Operations	4,726.71	5,324.56	9,592.66	26,586.47
(b)	Other Operating Income	51.05	104.77	177.16	893.69
	Total Income from Operations (Net)	4,777.76	5,429.33	9,769.82	27,480.16
2	Expenses				
(a)	Cost of materials consumed / sold	1,734.68	1,410.09	2,827.27	7,652.34
(b)	Changes in inventories of finished goods, work-in-progress and stock-in trade	(1,539.32)	(362.39)	(95.95)	(2,498.30)
(c)	Employee benefits expense	818.86	823.49	802.50	3,125.97
(d)	Depreciation and amortisation expense	194.15	282.35	318.64	1,223.32
(e)	Sub Contract/Labour Charges	1,570.49	1,359.17	3,743.19	9,085.49
(f)	Other Expenses	1,624.88	2,171.58	1,077.67	7,629.24
	Total Expenses	4,403.74	5,684.29	8,673.32	26,218.06
3	Profit from operations before Other Income, Finance Cost and Exceptional Items (1-2)	374.02	(254.96)	1,096.50	1,262.10
4	Other Income	1,061.80	1,237.90	1,491.07	7,007.84
(a)	Dividend Income	6.15	6.99	8.63	40.91
(b)	Interest Income	819.18	861.18	1,182.96	4,107.65
(c)	Others	236.47	369.73	299.48	2,859.28
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	1,435.82	982.94	2,587.57	8,269.94
6	Finance costs	539.07	286.68	39.39	730.95
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	896.75	696.26	2,548.18	7,538.99
8	Exceptional Items	-	-	-	-
9	Profit from ordinary activities before tax (7+8)	896.75	696.26	2,548.18	7,538.99
10	Tax expenses	506.00	381.47	874.47	2,670.61
11	Net Profit from ordinary activities after tax (9-10)	390.75	314.79	1,673.71	4,868.38
12	Extraordinary Items (net of tax expenses)	-	-	-	-
13	Net Profit for the period (11-12)	390.75	314.79	1,673.71	4,868.38
14	Share of profit / (loss) of associates	-	-	-	-
15	Minority Interest	(88.00)	6.80	64.35	127.37
16	Net Profit after taxes, minority interest and share of profit / (loss) of associates (13-14-15)	478.75	307.99	1,609.36	4,741.01
17	Paid-up Equity Share Capital	4,950.01	4,950.01	4,950.01	4,950.01
	(Face Value of Share ₹ 2/- each)				
18	Reserves excluding Revaluation Reserves				58,760.20
19.i	Earnings Per Share (EPS) (before extraordinary items) (Face Value of ₹ 2/- each) (not annualised) :				
a)	Basic	0.19	0.12	0.65	1.92
b)	Diluted	0.19	0.12	0.65	1.92
19.ii	Earnings Per Share (EPS) (after extraordinary items) (Face Value of ₹ 2/- each) (not annualised) :				
a)	Basic	0.19	0.12	0.65	1.92
b)	Diluted	0.19	0.12	0.65	1.92
PART II SELECT INFORMATION FOR THE QUARTER ENDED 30 th JUNE, 2015					
A	PARTICULARS OF SHAREHOLDING				
1	Public Shareholding				
	Number of shares	83,825,095	84,132,095	77,557,095	84,132,095
	Percentage of shareholding	33.87%	33.99%	31.34%	33.99%
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	163,675,175	163,368,175	169,943,175	163,368,175
	Percentage of shares (as a % of the total share holding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%
	Percentage of shares (as a % of the total share capital of the Company)	66.13%	66.01%	68.66%	66.01%

Particulars	Quarter Ended 30 th June, 2015
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	NIL
Received during the quarter	1
Disposed of during the quarter	1
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 12th August, 2015.
- 2 The Statutory Auditors of the Company have carried out a "Limited Review" of the unaudited financial results as required under Clause 41 of the Listing Agreement.
- 3 The Group's operations predominantly consist of construction, project activities and real estate development. Hence there are no reportable segments under Accounting Standard-17. The Company's operations are based in India.
- 4 Figures of the quarter ended 31st March, 2015 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.
- 5 Manaj Tollway Private Limited, (MTPL) a subsidiary of the Company (wherein the Company holds 63.64%) has issued a termination letter to Public Works Department, Government of Maharashtra (PWD) on 30th March 2015 for terminating the Concession Agreement with respect to the construction of road on DBFOT basis due to unresolved matters on land acquisition and forest clearance and has stopped the work. Accordingly, MTPL has suspended the capitalization of the interest cost for the period and debited the same to Profit & Loss account as active development of the project has been interrupted. MTPL has claimed costs incurred and compensation in line with the terms of the Concession Agreement from the authorities. MTPL has been legally advised that it has a strong case on merits to recover such claims. The management is confident that it would be able to recover a substantial amount of such claims within a reasonable timeframe. The auditor of MTPL has emphasized this matter.
- 6 The Board of Directors at its Meeting held on 27th May, 2015 had declared an Interim Dividend of ₹ 0.54 per share (i.e. 27%) on 247,500,270 Equity Shares having Face Value of ₹ 2/- each, for the financial year 2015-16. The record date for the purpose of determining the entitlement of shareholders for Interim Dividend was fixed as Monday, 8th June, 2015 and the said Dividend was dispatched/credited on Monday, 15th June, 2015.
- 7 Pursuant to the sub-division of the Equity Shares of the Company as approved by the shareholders vide Postal Ballot; the results of which were declared on 12th August, 2014, each fully paid up Equity Share of the face value of ₹10/- each has been sub-divided into 5 (Five) fully paid up Equity Shares of the face value of ₹2/- each w.e.f. 2nd September, 2014 and that the said Equity Shares of the face value of ₹2/- rank pari passu in all respects with and carry the same rights as the Equity Shares of ₹10/- each of the Company. All shares and per share information in the financial results reflect the effect of sub-division (split) retrospectively for the earlier reporting periods.
- 8 On 2nd July, 2015, the Company has entered into a Limited Liability Partnership namely Man Vastucon LLP (Man Vastucon) with 99.90% share in Man Vastucon.
- 9 Figures for previous periods are re-classified / re-arranged / re-grouped, wherever necessary.
- 10 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 :

		(₹ in Lakhs)			
Sr. No.	Particulars	Quarter Ended 30 th June, 2015	Quarter Ended 31 st March, 2015	Quarter Ended 30 th June, 2014	Year Ended 31 st March, 2015
		Unaudited	Audited (Refer Note 4)	Unaudited	Audited
1	Income from Operations	4,307.68	3,642.87	6,634.86	19,176.82
2	Profit/loss before tax	1,332.77	767.16	2,650.26	7,339.28
3	Profit/loss after tax	850.95	454.60	1,909.96	5,051.80

For and on behalf of Board of Directors

Place: Mumbai

Date: 12th August, 2015

Tammy
 Parag K. Shah
 Managing Director
 DIN : 00063058

