

Date: August 12, 2014

To,
National Stock Exchange of India,
Listing Department,
Exchange Plaza,
5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Ref Symbol: **VASCONEQ**

Subject: Outcome of the Board Meeting of Vascon Engineers Limited held on August 12, 2014.

Dear Sir,

Please note that, the Board of Directors of Vascon Engineers Limited, in their meeting held and concluded on **August 12, 2014** have discussed and approved the following:

1. Unaudited Standalone and Consolidated Financial Results of the Company for the quarter ended June 30, 2014 pursuant to Clause 41 of Listing Agreement in the prescribed format. Please find the results attached.
2. Pursuant to Clause 41 of the Listing Agreement, Limited Review Report by Statutory Auditor on Financial Results for the quarter ended June 30, 2014. Please find the report attached.
3. The Board of Directors have recommended to the members of the Company, to increase the Authorised Share Capital of the Company from Rs. 150, 00, 00,000 (Rupees One Hundred and Fifty Crore only) to Rs. 200, 00, 00,000/- (Rupees Two Hundred Crore only).
4. The Board of Directors have recommended to the members of the Company, to approve grant of 22,50,000 stock options to the eligible employees of the Company as per the terms and conditions mentioned in ESOS, 2014 Scheme.
5. The Board of Directors have approved purchase of 30% shares of Vascon Pricol Infrastructures Limited ('VPIL') for a consideration of Rs. 3.70 crores, making VPIL as its 100% subsidiary company .

MUTHUSWAMY
KRISHNAMURTHI
HI

Digitally signed by MUTHUSWAMY
KRISHNAMURTHI
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KRISHNAMURTHI
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Vascon Engineers Limited

CIN: L70100MH1986PLC038511

Registered Office: 15/16, Hazari Baugh, L.B.S. Marg, Vikhroli, Mumbai-400083

Corporate Office: 'Phoenix', Bund Garden Road, Pune- 411 001

6. Pursuant to Clause 20(b) of the Listing Agreement, the brief financials of Vascon Engineers Limited (on standalone basis) are given below:

(Rs. In Lakhs)

Sr. No.	Particulars	For Quarter ended June 30, 2014	For Quarter ended March 31, 2014	For Quarter ended June 30, 2013	Year to date figures for the period ended March 31, 2014
		Unaudited	Audited	Unaudited	Audited
1	Total Turnover	7605	8247	6571	32667
2	Gross Profit/Loss	1063	(146)	1487	3275
3	Provision for depreciation	175	382	190	1077
4	Provision for Tax	0	0	0	0
5	Net Profit	(668)	(2546)	(713)	(4488)
6	Amount appropriated for the purpose of dividend from current year profits	0	0	0	0

7. Statement of Utilization of Initial Public Offer (IPO) proceeds pursuant to clause 43 of Listing Agreement.

You are requested to take note of the same.

Thanking you,

Yours faithfully,

For Vascon Engineers Limited,

MUTHUSWAMY
KRISHNAMURTHI

Digitally signed by MUTHUSWAMY KRISHNAMURTHI
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M. Krishnamurthi

Company Secretary and Compliance Officer

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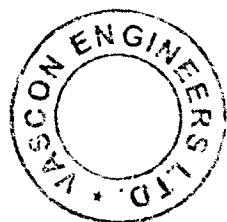
Vascon Engineers Limited

UNAUDITED CONSOLIDATED AND STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30 TH JUNE, 2014

PART I

(Rs. In Lakhs)

Sr. No.	PARTICULARS	CONSOLIDATED				STANDALONE			
		Quarter Ended		Year Ended		Quarter Ended		Year Ended	
		30th June, 2014	31st March, 2014	30th June, 2013	31st March, 2014	30th June, 2014	31st March, 2014	30th June, 2013	31st March, 2014
		(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income from operations								
	a) Net Sales/Income from Operations	13,863	16,819	11,892	62,036	7,117	7,717	6,411	29,944
	b) Other Operating Income	27	18	(8)	513	488	531	160	2,723
	Total Income from operations net	13,890	16,837	11,884	62,549	7,605	8,247	6,571	32,667
2	Expenditure								
	a) Construction Expenses / Cost of materials consumed	10,153	12,078	9,969	46,672	6,461	8,242	5,722	29,414
	b) Purchase of stock- in- trade	4	-	-	4	-	-	-	4
	c) Changes of inventories of finished goods, work in progress and stock in trade	(678)	1,324	(1,779)	-254	(407)	(379)	(797)	(2,749)
	d) Employees benefits expenses	1,889	1,758	1,891	8,021	976	777	1,092	4,530
	e) Depreciation and amortisation expenses	347	609	387	1,877	175	382	190	1,077
	f) Other expenses	1,719	1,969	1,560	6,780	586	1,040	735	2,656
	Total Expenses	13,434	17,738	12,028	63,100	7,790	10,062	6,942	34,933
	Profit / (Loss) from Operations before Other Income, Finance costs & Exceptional Items (1-2)	456	(901)	(144)	(551)	(185)	(1,815)	(371)	(2,266)
4	Other Income	318	192	844	1,776	226	431	525	1,407
5	Profit / (Loss) from ordinary activities before Finance costs & Exceptional Items (3+4)	774	(709)	700	1,225	41	(1,385)	154	(859)
6	Finance costs	868	1,416	940	4,197	790	1,164	866	3,630
7	Profit / (Loss) from ordinary activities after Finance costs but before Exceptional Items (5-6)	(94)	(2,125)	(240)	(2,972)	(749)	(2,548)	(712)	(4,489)
8	Exceptional Items	(610)	1	-	1	81	2	(1)	1
9	Profit(+)/Loss(-) from Ordinary Activities before tax (7+8)	(704)	(2,124)	(240)	(2,973)	(668)	(2,546)	(713)	(4,488)
10	Tax Expenses	370	550	190	1,347	-	-	-	-
11	Net Profit(+)/Loss(-) from Ordinary Activities after tax (9-10)	(1,074)	(2,674)	(430)	(4,320)	(668)	(2,546)	(713)	(4,488)
12	Extraordinary Items	-	-	-	-	-	-	-	-
13	Net Profit (+) / Loss (-) for the period (11-12)	(1,074)	(2,674)	(430)	(4,320)	(668)	(2,546)	(713)	(4,488)
14	Share of profit / (loss) of Associates	-	-	-	-	-	-	-	-
15	Less: Minority Interest	(177)	8	17	73	-	-	-	-
16	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13-14)	(897)	(2,682)	(447)	(4,393)	(668)	(2,546)	(713)	(4,488)
17	Paid-up Equity Share Capital (Face Value Rs. 10/- per share)	9,018	9,018	9,018	9,018	9,018	9,018	9,018	9,018
18	Reserves excluding Revaluation Reserves (as per balance sheet of previous accounting year)				56,955				53,441
19	Earnings Per Share (EPS)								
	a) Basic EPS before Extraordinary items for the period and for the previous year (in Rs.) (Not Annualised)	(0.99)	(2.97)	(0.50)	(4.87)	(0.74)	(2.82)	(0.79)	(4.98)
	b) Diluted EPS before Extraordinary items for the period and for the previous year (in Rs.) (Not Annualised)	(0.99)	(2.95)	(0.49)	(4.83)	(0.74)	(2.80)	(0.79)	(4.94)
	c) Basic EPS after Extraordinary items for the period and for the previous year (in Rs.) (Not Annualised)	(0.99)	(2.97)	(0.50)	(4.87)	(0.74)	(2.82)	(0.79)	(4.98)
	b) Diluted EPS after Extraordinary items for the period and for the previous year (in Rs.) (Not Annualised)	(0.99)	(2.95)	(0.49)	(4.83)	(0.74)	(2.80)	(0.79)	(4.94)



Vascon Engineers Limited

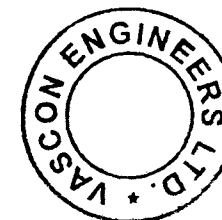
PART II

Sr. No.	PARTICULARS	CONSOLIDATED				STANDALONE			
		Quarter Ended		Year Ended		Quarter Ended		Year Ended	
		30th June, 2014	31st March, 2014	30th June, 2013	31st March, 2014	30th June, 2014	31st March, 2014	30th June, 2013	31st March, 2014
		(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Public Shareholding - Number of shares - Percentage of shareholding	55,312,727 61.33	55,312,727 61.33	55,310,327 61.33	55,312,727 61.33	55,312,727 61.33	55,312,727 61.33	55,310,327 61.33	55,312,727 61.33
2	Promoters and promoter group shareholding								
	a) Pledged/Encumbered								
	- Number of Shares	-	-	-	-	-	-	-	-
	- Percentage of Shares (as a % of total shareholding of Promoter and Promoter Group)	-	-	-	-	-	-	-	-
	- Percentage of Shares (as a % of total shareholding of the Company)	-	-	-	-	-	-	-	-
	a) Non-encumbered								
	- Number of Shares	34,869,823	34,869,823	34,869,823	34,869,823	34,869,823	34,869,823	34,869,823	34,869,823
	- Percentage of Shares (as a % of total shareholding of Promoter and Promoter Group)	100.00	100.00	100.00	100.00	100.00	100.00	100.00	100.00
	- Percentage of Shares (as a % of total shareholding of the Company)	38.67	38.67	38.67	38.67	38.67	38.67	38.67	38.67

	PARTICULARS	Quarter ended 30th June, 2014
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

Consolidated Segment wise Revenue, Results and Capital Employed for the quarter ended & year ended 30th June, 2014

Particulars	Quarter Ended			Year Ended
	30th June, 2014	31st March, 2014	30th June, 2013	31st March, 2014
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
1. Segment Revenue				
EPC	6,105	6,650	5,815	25,210
Real Estate Development	2,885	5,590	1,858	17,530
Hotel	122	173	97	546
Manufacturing & BMS	5,107	6,278	4,433	22,932
Total	14,219	18,691	12,203	66,218
Less: Inter-Segment Revenue	(330)	(1,854)	(319)	(3,669)
Net Sales/Income from operations	13,890	16,837	11,884	62,549
2. Segment Results				
EPC	359	(1,260)	481	-502
Real Estate Development	314	1,734	716	3827
Hotel	20	130	(38)	125
Manufacturing & BMS	369	33	313	1215
Subtotal	1,062	637	1,472	4665
Less: Interest	(861)	(1,363)	(939)	-4135
Other unallocable expenditure net off unallocable income	(905)	(1,398)	(773)	(3,503)
Total Profit before Tax	(704)	(2,124)	(240)	(2,973)



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Vascon Engineers Limited

Less: Interest	(861)	(1,363)	(939)	-4135
Other unallocable expenditure net off unallocable income	(905)	(1,398)	(773)	(3,503)
Total Profit before Tax	(704)	(2,124)	(240)	(2,973)
3. Capital Employed				
EPC	981	4,084	21,713	4,084
Real Estate Development	42,297	40,341	39,232	40,341
Hotel	1,106	4,099	4,254	4,099
Manufacturing & BMS	10,987	10,027	9,705	10,027
Unallocable	9,821	7,422	(4,005)	7,422
Total	65,192	65,973	70,899	65,973

Notes:

1. The above unaudited financial results were reviewed by the Audit Committee. The Board of Directors at its meeting held on 12th August, 2014 has approved the above results and its release.
2. The above financial results are in accordance with the accounting policies followed by the Company in preparation of statutory accounts.
3. Consolidated financial results have been prepared in accordance with Accounting Standard 21 - "Consolidated Financial Statement" and Accounting Standard 27 - "Financial Reporting of Interests in Joint Ventures" and AS - 23 "Accounting for Investments in Associates in consolidated financial statements".
4. The details of utilisation of proceeds of Initial Public Offer (IPO) in January 2010 as required under clause 43 of the Listing Agreement as as under:

(Rs in lakhs)

Sr No	Particulars	Amounts to be utilised	Actual utilisation till 30th June, 2014
1	Construction of our EPC contracts and real estate development projects	11,892	11,892
2	Repayment of debt	3,617	3,617
3	General corporate purposes	1,034	1,034
4	Issue expenses paid out of IPO proceeds	1,277	1,277
	Total	17820	17820

5. For the purpose of Consolidated Results, the Company has identified in line with Accounting Standard 17 "Segment Reporting" issued by the Institute of Chartered Accountants of India, four

- a) EPC
- b) Real Estate Development
- c) Hotel
- d) Manufacturing and BMS

6. The Company / group has engaged in its business mainly within India. Accordingly no separate geographical disclosures are considered necessary.

7. During the period the Company has provided bank guarantee commission to managing director amounting to Rs. 1.38 cr.

8. Consequent to the introduction of Schedule II of the Companies Act, 2013, the useful life of assets has been revised. Accordingly depreciation for the quarter is lower by Rs. 32.10 lakhs. As per the transitional provision, depreciation of Rs 32.77 lakhs has been adjusted against retained earnings.

9. The Company has provided managerial remuneration to MD amounting to Rs 30 lakhs for this Quarter as per Schedule V of the Companies Act 2013. The Company is also in process of getting the managerial remuneration approved by the Central Government for enhanced compensation in terms of shareholders resolution effective upto 31.03.2016.

9. During the quarter ended 30th June, 2014 the subsidiary of the company has sold its equity stake in Caspia Hotels Private Limited (Step down subsidiary) for a consideration of Rs. 11.08crs.

Consequently Caspia Hotels Premises Private Limited has ceased to be a Subsidiary of the company.

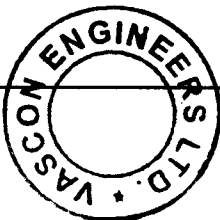
10. Previous period figures have been regrouped and reclassified wherever necessary, for the purpose of comparison.

By Order of the Board of Directors

R. Vasudevan
R. Vasudevan
Managing Director

Place: Mumbai

Date: August 12, 2014



Handwritten signature/initials



Anand Mehta & Associates
Chartered Accountants

Mulratna, 1st Floor,
334, Narshi Natha Street,
Masjid (West), Mumbai 400 009
Office 022-23400882 Fax 23420195
Email: amcon.mumbai@amcount.com

To
The Board of Directors,
Vascon Engineers Limited,
15/16, Hazari Baug,
L. B. S. Marg,
Vikhroli (West),
Mumbai 400 083

Dear Sirs,

Limited Review Report

1. Introduction

We have reviewed the accompanying statement of standalone unaudited financial results of Vascon Engineers Limited ("The Company") for the quarter ended 30th June, 2014 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' and status of investor complaints which have been traced from the confirmations received from the management and Registrar and Transfer Agent respectively 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 on 12th August, 2014. Management is responsible for the preparation and fair presentation of this interim financial information in accordance with Indian Generally Accepted Accounting Principles. Our responsibility is to issue a report on these financial results based on our review.

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2. Scope of Review

We conducted our review in accordance with the 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 results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus, provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

3. Conclusion

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 applicable accounting standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013 and other recognized 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 *Anand Mehta & Associates*

Chartered Accountants

Firm Registration No. 127305W

Kulin V. Mehta

Kulin V. Mehta

Partner

M. No. 038440

Mumbai; 12th August, 2014





Anand Mehta & Associates

Chartered Accountants

Mulratna, 1st Floor,
334, Narshi Natha Street,
Masjid (West), Mumbai 400 009
Office 022-23400882 Fax 23420195
Email: amcon.mumbai@amcount.com

To
The Board of Directors,
Vascon Engineers Limited,
15/16, Hazari Baug,
L. B. S. Marg,
Vikhroli (West),
Mumbai 400 083

Dear Sirs,

Limited Review Report

1. Introduction

We have reviewed the accompanying statement of unaudited consolidated financial results of Vascon Engineers Limited (the Company), its 13 subsidiaries, 1 subsidiary LLP, 6 jointly controlled entities and 2 Associates ("Vascon Group") for the quarter ended 30th June, 2014 except for the disclosures regarding "Public Shareholding" and 'Promoter and Promoter Group Shareholding' and status of investor complaints which have been traced from the confirmations received from the management and Registrar and Transfer Agent respectively 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 on 12th August, 2014. Management is responsible for the preparation and fair presentation of this interim financial information in accordance with Indian Generally Accepted Accounting Principles. Our responsibility is to issue a report on these Consolidated Financial results based on our review.

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2. Scope of Review

We conducted our review in accordance with the 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 results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus, provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

3. Emphasis of Matter

Without qualifying our review conclusion, we draw attention to;

- a. We did not review the financial results of 2 subsidiaries included in the consolidated financial results, whose consolidated financial results reflect net total profit of Rs. 197.90 Lakhs (after eliminating intra group transactions) for the quarter ended 30th June, 2014. The financial results and other information's have been reviewed by the other auditor whose reports have been furnished to us.
- b. We did not review the financial results of entities mentioned herein below included in the consolidated financial results, whose consolidated unaudited financial results reflect net total profit of Rs. 107.97 Lakhs (after eliminating intra group transactions) for the quarter ended 30th June, 2014.

Particulars	Numbers	Amount Rupees Profit/(Loss)
Joint Venture	2	101.00
Associates	1	6.97
Total		107.97

- c. We did not review the financial results of entities mentioned herein below included in the consolidated financial results, whose consolidated financial results reflect net

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profit/loss of Rs. Nil (after eliminating intra group transactions) for the quarter ended 30th June, 2014. These financial review reports have not been received as on date from the auditors of respective entities.

Rupees in lakhs

Particulars	Numbers	Amount Rupees Profit/(Loss)
Subsidiary LLP	1	Nil
Associates	1	Nil
Total		Nil

4. Conclusion

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 applicable accounting standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013 and other recognized 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 *Anand Mehta & Associates*

Chartered Accountants

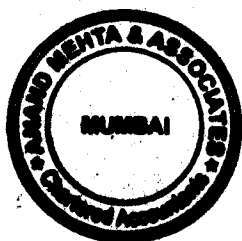
Firm Registration No. 127305W

Kulin V. Mehta

Kulin V. Mehta

Partner

M. No. 038440



Mumbai; 12th August, 2014