



OPTO CIRCUITS (INDIA) LIMITED.

DATE: 12-11-2013

The Manager,
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001.

NATIONAL STOCK EXCHANGE OF INDIA LTD,
EXCHANGE PLAZA, BANDRA - KURLA COMPLEX,
BANDRA (E)
MUMBAI - 400 051.

Dear Sir,

Sub: Outcome of the Board meeting held on 12th November 2013.

This is to inform the Exchange that the Board of Directors of the Company at its meeting held on 12th November 2013 has approved the following:

1. Stand alone Un-Audited Result for the period ending 30th September 2013.
2. Consolidated Un-audited Results for the period ended 30th September 2013.
3. Proposed to appoint S R Batliboi & Associates LLP (SRBALLP), Chartered Accountants as Auditors for its Three U.S Subsidiaries namely Criticare Systems Inc., Unetixs Vascular Inc., and Cardiac Science Corporation for the purpose of consolidated financial statements of Opto Cardiac Care Limited.

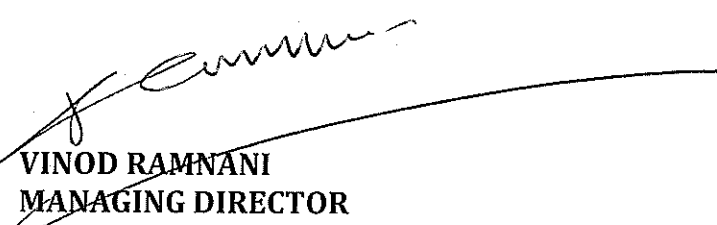
In terms of the listing agreement, executed with your Stock Exchange, we are sending herewith the said financial results of the company in the prescribed format.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

for OPTO CIRCUITS (INDIA) LTD.,


VINOD RAMNANI
MANAGING DIRECTOR

Opto Circuits (India) Limited

Reg. Office: Plot # 83, Electronics city, Hosur Road, Bangalore - 560100

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER & PERIOD ENDED 30TH SEPTEMBER 2013 STAND ALONE

(Rs.in Lacs except Shares & EPS)

	PARTICULARS	Quarter Ended			Period Ended		Year Ended
		30.09.2013 (UNAUDITED)	30.06.2013 (UNAUDITED)	30.09.2012 (UNAUDITED)	30.09.2013 (UNAUDITED)	30.09.2012 (UNAUDITED)	31.03.2013 (AUDITED)
1	Income From Operations						
	(a) Net Sales / Income from Operations (Net of Excise Duty)	9424.47	10547.57	20097.81	19972.04	39008.78	69925.35
	(b) Other Operating Income	(385.98)	(132.22)	(206.54)	(518.20)	(831.01)	(227.27)
	Total income from Operations (net)	9038.49	10415.35	19891.27	19453.84	38177.77	69698.08
2	Expenses						
	(a) Cost of Materials consumed	5032.05	4942.29	10347.11	9974.34	20279.02	39589.92
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(835.17)	657.94	583.26	(177.24)	481.24	(398.88)
	(c) Employee benefits expense	225.74	254.47	327.84	480.21	523.87	953.36
	(d) Depreciation and amortisation expense	199.19	197.02	136.42	396.20	270.43	661.15
	(e) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations shown separately)	425.03	347.40	712.88	772.44	1257.68	2204.91
	Total expenses	5046.84	6399.12	12107.51	11445.95	22812.24	43010.46
3	Profit from operations before other income, finance costs and exceptional items (1-2)	3991.65	4016.23	7783.76	8007.89	15365.53	26687.62
4	Other income						
5	Profit from ordinary activities before finance costs and exceptional items (3 ± 4)	3991.65	4016.23	7783.76	8007.89	15365.53	26687.62
6	Finance costs	1937.32	1389.36	1151.88	3326.68	2347.54	2200.26
7	Profit from ordinary activities after finance costs but before exceptional items (5 ± 6)	2054.33	2626.87	6631.88	4681.21	13017.99	24487.36
8	Exceptional items						
9	Profit from ordinary activities before tax (7 ± 8)	2054.33	2626.87	6631.88	4681.21	13017.99	24487.36
10	Tax expense	465.56	406.57	127.17	872.13	234.52	382.99
11	Net Profit from ordinary activities after tax (9 ± 10)	1588.77	2220.30	6504.71	3809.08	12783.47	24104.37
12	Extraordinary items (net of tax expense Rs in Lakhs)						
13	Net Profit / (Loss) for the period (11 ± 12)	1588.77	2220.30	6504.71	3809.08	12783.47	24104.37
14	Share of profit / (loss) of associates						
15	Minority interest						
16	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 ± 14 ± 15)	1588.77	2220.30	6504.71	3809.08	12783.47	24104.37
17	Paid-up equity share capital (Face Value of the Share shall be indicated)	24231.94	24231.94	24231.94	24231.94	24231.94	24231.94
18	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						
19.i	Earnings per share (before extraordinary items) (of Rs 10 /- each) (not annualised):						
	(a) Basic	0.66	0.92	2.68	1.57	5.28	9.95
	(b) Diluted						
19.ii	Earnings per share (after extraordinary items) (of Rs 10 /- each) (not annualised):						
	(a) Basic	0.66	0.92	2.68	1.57	5.28	9.95
	(b) Diluted						
A	PARTICULARS OF SHAREHOLDING						
1	Public shareholding						
	Number of shares	173948517	174048517	174049617	173948517	174049617	174048517
	Percentage of shareholding	71.78%	71.83%	71.83%	71.78%	71.83%	71.83%
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	68370890	68270890	68269790	68370890	68269790	68270890
	Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	100%	100%	100%	100%	100%	100%
	Percentage of shares (as a % of the total share capital of the company)	28.22%	28.17%	28.17%	28.22%	28.17%	28.17%

* EPS for the previous quarter, corresponding period has been restated

B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	0
Received during the quarter	107
Disposed off during the quarter	106
Remaining unresolved at the end of the quarter	1

Statement of Assets and Liabilities		As at 30-Sep-2013	As at 31-Mar-2013
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital		24231.94	24231.94
(b) Reserves and surplus		124992.33	121183.26
(c) Money received against share warrants			
Sub-total - Shareholders' funds		149224.27	145415.20
2 Share application money pending allotment		-	-
3 Non-current liabilities			
(a) Long-term borrowings		0.00	0.63
Sub-total - Non-current liabilities		0.00	0.63
4 Current liabilities			
(a) Short-term borrowings		78421.18	80078.03
(b) Trade payables		6755.02	5541.57
(c) Other current liabilities		10548.19	16372.58
(d) Short-term provisions		957.13	103.59
Sub-total - Current liabilities		96681.52	102095.77
TOTAL - EQUITY & LIABILITIES		245905.79	247511.60
B ASSETS			
1 Non-current assets			
(a) Fixed assets		11829.67	12218.85
(c) Non-current investments		38166.46	38166.46
(d) Deferred tax assets (net)		42.46	34.89
Sub-total - Non-current assets		50038.59	50420.20
2 Current assets			
(a) Current investments		-	-
(b) Inventories		38087.99	36052.72
(c) Trade receivables		53998.76	58426.22
(d) Cash and cash equivalents		423.73	216.03
(e) Short-term loans and advances		103346.38	102375.41
(f) Other current assets		10.34	21.02
Sub-total - Current assets		195867.20	197091.40
TOTAL - ASSETS		245905.79	247511.60

NOTES:

- 1) The above audited results were approved by the Board of Directors at its meeting held on 12th November 2013
- 2) The auditors have conducted limited review of the above financial results for the quarter and half year ended 30th September 2013
- 3) Figures of the previous quarter have been regrouped/reclassified wherever necessary, to make it comparable.
- 4) There has been no changes during the period with regard to auditors remarks on the accounts of 31st March 2013
- 5) The company has only one Business segment i.e. Healthcare.

By order of the Board
for OPTO CIRCUITS (INDIA) LIMITED

Place: Bangalore
Date: 12th November 2013

VINOD RAMNANI
CHAIRMAN & MANAGING DIRECTOR

OPTO CIRCUITS (INDIA) LIMITED.

Regd. Office : Plot # 83, Electronic City, Hosur Road, Bangalore - 560 100.

**UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH SEPTEMBER' 2013
CONSOLIDATED**

Rs. in lakhs except Shares & EPS							
Sl. No.	PARTICULARS	Quarter Ended			Period Ended		Previous Accounting Year ended 31-Mar-2013 (Audited)
		30-Sep-2013 (Un-Audited)	30-Jun-2013 (Un- Audited)	30-Sep-2012 (Un- Audited)	30-Sep-2013 (Un-Audited)	30-Sep-2012 (Un-Audited)	
1.	Income from Operations						
(a.)	Net sales/income from operations (Net of excise duty)	36,997.17	40,489.07	60,700.53	77,486.24	132,206.60	239,760.98
(b.)	Other operating income	14.78	18.68	98.76	33.47	166.34	174.49
	Total income from operations (net)	37,011.96	40,507.75	60,799.30	77,519.71	132,372.94	239,935.47
2.	Expenses						
(a.)	Cost of materials consumed	18,893.76	19,010.46	32,529.62	37,904.22	67,071.91	125,945.04
(b.)	Purchases of stock-in-trade	63.66	4,863.75	1,758.70	4,927.41	7,164.74	10,640.08
(c.)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(1,892.92)	682.88	(178.03)	(1,210.04)	(380.82)	(1,854.97)
(d.)	Employee benefits expense	3,986.33	4,780.86	4,929.57	8,767.18	10,258.75	19,979.34
(e.)	Depreciation and amortisation expense	2,232.83	2,314.36	1,961.78	4,547.20	3,917.02	9,595.14
(f.)	Other expenses	6,604.54	3,312.07	5,135.33	9,916.61	12,572.86	27,652.99
	Total Expenses	29,888.20	34,964.38	46,136.98	64,852.58	100,604.46	191,957.61
3.	Profit from Operations before Other Income, Finance costs & Exceptional Items (1-2)	7,123.76	5,543.37	14,662.32	12,667.13	31,768.47	47,977.86
4.	Other Income	811.30	2,137.29	(452.64)	2,948.59	(247.60)	1,092.96
5.	Profit from ordinary activities before Finance costs & Exceptional Items (3+4)	7,935.06	7,680.66	14,209.68	15,615.72	31,520.87	49,070.82
6.	Finance Cost	3,305.60	2,363.21	1,863.81	5,668.81	3,730.04	9,373.55
7.	Profit from ordinary activities after Finance costs but before Exceptional Items (5-6)	4,629.46	5,317.45	12,345.87	9,946.90	27,790.83	39,697.27
8.	Extraordinary Items	661.80	-	-	661.80	-	(1,148.90)
9.	Profit from ordinary activities before Tax (7+8)	5,291.25	5,317.45	12,345.87	10,608.70	27,790.83	38,548.38
10.	Tax Expenses	952.84	388.66	633.38	1,341.50	2,128.65	312.19
11.	Net Profit/(Loss) from ordinary activities after tax (9-10)	4,338.41	4,928.79	11,712.49	9,267.20	25,662.18	38,236.19
12.	Add/(Less):Minority Interest	61.62	194.66	(88.84)	256.29	(236.85)	(254.72)
13.	Net Profit/(Loss) for the Period after Minority Interest (11-12)	4,400.04	5,123.45	11,623.64	9,523.49	25,425.33	37,981.47
14.	Paid up Equity Share Capital (Face value of each share is Rs.10)	24,231.94	24,231.94	24,231.94	24,231.94	24,231.94	24,231.94
15.	Reserves excluding Revaluation Reserves as per Balance Sheet of Previous accounting year	-	-	-	-	-	145,700.76
16.	Earnings Per Share (EPS) - Rs. per share - Basic	1.82	2.11	4.80	3.93	10.49	15.67
17.	Public Shareholding						
-	No. of shares.	173,948,517	174,048,517	174,049,617	173,948,517	174,049,617	174,048,517
-	Percentage of share holding	71.78	71.83	71.83	71.78	71.83	71.83
18.	Promoter and Promoter Group Share Holding						
a.	Pledged/Encumbered						
-	No. of shares.	NIL	NIL	NIL	NIL	NIL	NIL
-	Percentage of Shares (as a Percentage of the total share holding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL	NIL
-	Percentage of Shares (as a Percentage of the total share capital of the company)	NIL	NIL	NIL	NIL	NIL	NIL
b.	Non-Encumbered						
-	No. of shares.	68,370,890	68,270,890	68,269,790	68,370,890	68,269,790	68,270,890
-	Percentage of Shares (as a Percentage of the total share holding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00	100.00
-	Percentage of Shares (as a Percentage of the total share capital of the company)	28.22	28.17	28.17	28.22	28.17	28.17

* EPS for the previous quarter and corresponding period has been restated.

NOTES:

- The above results were taken on record by the Board of Directors at its meeting held on 12th November 2013.
- There has been no change during the period with regard to Auditors' remarks on the accounts of 31st March, 2013.
- The Consolidated Results include results of the following Subsidiaries.

Name of the Company	% of Holding
a. Advanced Micronic Devices Limited	59.71%
b. Mediaid Inc. USA	100%
c. Devon Innovations Pvt. Ltd	100%
d. Ormed Medical Technology Ltd	100%
e. Opto Infrastructure Limited	87.20%
f. Maxcor Lifescience, Inc USA	100%
g. Opto Circuits (Malaysia) Sdn. Bhd	100%
h. Opto Cardiac Care Limited	100%
i. Opto Eurocor Healthcare Limited	96.85%

4 Financial Statements of Advanced Micronic Devices Ltd., being a listed Company is also published separately.

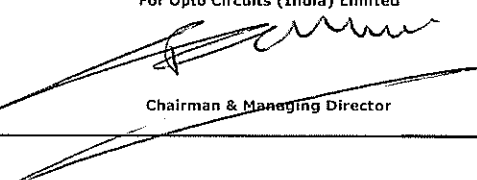
5 During the period Cardiac Science Corporation a Subsidiary of Opto Cardiac care Limited has sold the monitoring division and the net proceeds on this sale amounting to Rs. 6.61 crores has been treated under extra ordinary item.

6 Research and Development expenses incurred for the period, amounting to Rs.11.60 crores is treated as revenue expenditure.

7 The Group has only two Business Segments consisting of Health Care & Information Technology.

PARTICULARS	Rs. In Lacs		
	INTERNATIONAL	DOMESTIC	TOTAL
	30.09.2013	30.09.2013	30.09.2013
1. Segment Revenue			
a. Health Care	75,897.90	1,153.13	77,051.03
b. Information Technology	-	435.21	435.21
c. Others	28.49	3,483.32	3,511.81
Total	75,926.39	5,071.66	80,998.06
Less: Inter Segment Revenue	(6.00)	(528.73)	(534.73)
Net Sales/Income From Operations	75,920.39	4,542.93	80,463.32
2. Segment Results (Profit before Interest & Tax)			
a. Health Care	16,898.92	(181.22)	16,717.70
b. Information Technology	-	(435.21)	(435.21)
c. Others	-	-	-
Total	16,898.92	(616.43)	16,282.49
Less: Interest	5,504.59	169.19	5,673.79
Total Profit Before Tax	11,394.32	(785.62)	10,608.70

By Order of the Board,
For Opto Circuits (India) Limited


Chairman & Managing Director

Place: Bangalore
Date :12.11.2013

All Figures Rs. In Lacs

8 Consolidated Statement of Assets and Liabilities		Consolidated	
		As at 30.09.2013 Un- Audited	As at 31.03.2013 Audited
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
Share capital		24,231.94	24,231.94
Reserves and surplus		205,501.84	183,960.68
Money received against share warrants		-	-
Sub-total - Shareholders' funds		229,733.78	208,192.62
2 Share application money pending allotment		-	-
3 Minority interest *		1,800.55	2,058.89
4 Non-current liabilities			
Long-term borrowings		26,551.01	22,574.94
Deferred tax liabilities (net)		-	-
Other long-term liabilities		-	-
Long-term provisions		297.55	274.63
Sub-total - Non-current liabilities		26,848.56	22,849.57
5 Current liabilities			
Short-term borrowings		99,509.51	109,467.70
Trade payables		29,169.36	40,841.73
Other current liabilities		39,013.05	42,833.32
Short-term provisions		8,230.71	7,027.50
Sub-total - Current liabilities		175,922.62	200,170.25
TOTAL - EQUITY AND LIABILITIES		434,305.51	433,271.34
B ASSETS			
1 Non-current assets			
(a) Fixed assets		70,076.39	76,296.20
(b) Goodwill on consolidation *		42,114.00	44,913.35
(c) Non-current investments		1.09	1.09
(d) Deferred tax assets (net)		7,353.31	6,367.60
(e) Long-term loans and advances		8.34	8.34
(f) Other non-current assets		12,076.12	5,684.61
Sub-total - Non-current assets		131,629.25	133,271.19
2 Current assets			
(a) Current investments		-	-
(b) Inventories		81,385.55	74,430.49
(c) Trade receivables		137,521.57	158,940.22
(d) Cash and cash equivalents		1,898.66	4,316.90
(e) Short-term loans and advances		79,081.89	60,089.17
(f) Other current assets		2,788.58	2,223.37
Sub-total - Current assets		302,676.25	300,000.15
TOTAL - ASSETS		434,305.50	433,271.34
9 Figures have been regrouped/reclassified wherever necessary, to make it comparable. 10 The Standalone results of the company for the said quarter is available on the company's website www.optoindia.com and also on BSE and NSE websites. 11 Goodwill has been restated consequent to the sale of monitoring division in Cardiac Science Corporation a subsidiary of Opto Cardiac Care Limited			
		By Order of the Board, For OPTO CIRCUITS (INDIA)	
PLACE: BANGALORE. Date : 12.11.2013		VINOD RAMNANI CHAIRMAN & MANAGING DIRECTOR	