VISESH INFOTECNICS LTD.

An ISO 9001 : 2008 Company
508, Arunachal Building, 19 Barakhamba Road,
New Delhi-1, Ph.: 011-47613300 Fax : 011-47613399
E-mail : info@viseshinfo.com

November 14, 2013

Ref: VIL/SEC/2013/46

Listing Department
The Bombay Stock Exchange Ltd.
Floor 25, PJ Towers,
Dalal Street
Mumbai 400 001

Scrip Code: 532411

Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

NSE Symbol: VISESHINFO

Sub: Outcome of Board Meeting

Dear Sir/Madam,

This is to inform your good office that at Board Meeting held today i.e. on November 14, 2013, the Board has discussed and decided as follows:

1. Pursuant to Clause 41 of the Listing Agreement, considered and approved the Un-audited Financial Results (Standalone & Consolidated) along with segment wise reporting of Revenue and Capital Employed of the Company for the quarter ended on September 30, 2013 alongwith the Statement of Assets and Liability for the half year ended on September 30, 2013, which are enclosed herewith along with Limited Review Report by Statutory Auditors of the Company.

2. Pursuant to Clause 30(a) of the Listing Agreement, it is hereby informed that Mr. S.N. Sharma, Director of the Company has resigned from his directorship and the Board has accepted the same in meeting.

You are requested to kindly take the above on record and oblige.

Thanking you,

Yours' faithfully,
For Visesh Infotecnics Limited

Sonia Arora
Company Secretary

Enclosure: as above

VISESH INFOTECNICS LIMITED
(An ISO 9001:2008 Company)
Regd.Office : 508, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi 110 001
STATEMENT OF STANDALONE FINANCIAL RESULTS FOR QUARTER ENDED SEPTEMBER 30, 2013

S.No	Particulars	QUARTER ENDED			SIX MONTHS 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)
							Rs. in Lacs
1	**Income from operations**						
	(a) Net Sales/income from operations (Net of Excise duty)	6,532.37	6,802.64	4,510.25	13,335.01	8,828.57	24,882.95
	(b) Other operating income	-	-	-	-	-	-
	Total income from operations (net)	**6,532.37**	**6,802.64**	**4,510.25**	**13,335.01**	**8,828.57**	**24,882.95**
2	**Expenses**						
	(a) Purchase of stock-in-trade	5,875.53	6,125.99	3,808.88	12,001.52	7,617.24	21,335.84
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade (Increase)/ Decrease	-	-	89.49	-	102.76	102.76
	(c) Employees benefits expense	71.56	71.27	91.74	142.83	118.85	261.71
	(d) Depreciation and amortisation expense	400.67	365.98	347.56	766.65	655.77	1,353.06
	(e) Other expenses	49.47	31.31	48.27	80.78	82.77	257.84
	Total Expenses	**6,397.23**	**6,594.55**	**4,385.94**	**12,991.78**	**8,577.39**	**23,311.21**
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	135.14	208.09	124.31	343.23	251.18	1,571.74
4	Other Income	5.99	0.77	0.78	6.76	1.61	9.88
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	141.13	208.86	125.09	349.99	252.79	1,581.62
6	Finance Costs	70.96	70.49	58.51	141.45	123.97	287.08
7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	70.17	138.37	66.58	208.54	128.82	1,294.54
8	Exceptional items	-	-	-	-	-	-
9	Profit/(Loss) form ordinary activities before tax (7-8)	70.17	138.37	66.58	208.54	128.82	1,294.54
10	Tax expense: Current & Deferred	21.74	47.13	22.61	68.87	43.78	357.79
11	Net Profit / (Loss) from ordinary activities	48.43	91.24	43.97	139.67	85.04	936.75
12	Extraordinary items	-	-	-	-	-	-
13	**Net Profit for the period (11-12)**	**48.43**	**91.24**	**43.97**	**139.67**	**85.04**	**936.75**
16	Paid-up equity share capital of Rs. 10/- each	37,744.37	37,744.37	34,313.06	37,744.37	34,313.06	37,744.37
17	Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year		-	-		-	9,864.73
18	Earnings per share of Rs.10/- each (not annualised)						
	(a) Basic	0.0013	0.0024	0.0128	0.0037	0.0248	0.0200
	(b) Diluted	0.0013	0.0024	0.0100	0.0037	0.0200	0.0200
Part-II							
A	**PARTICULARS OF SHAREHOLDING**						
1	**Public shareholding**						
	a. Number of Shares	1994968362	1994968362	175115376	1994968362	175115376	1994968362
	b. Percentage of Shareholding	52.85%	52.85%	51.03%	52.85%	51.03%	52.85%
2	**Promoter and Promoter Group Shareholding**						
	a) Pledged / Encumbered						
	- Number of Shares	788864667	788864667	-	788864667	-	-
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	44.33%	44.33%	-	44.33%	-	-

For VISESH INFOTECNICS LTD.

EXECUTIVE DIRECTOR

	- Percentage of shares (as a % of the total share capital of the company)	20.90%	20.90%	-	20.90%	-	-
	b.) Non-encumbered						
	- Number of shares	990603626	990603626	168015229	990603626	168015229	1779468293
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group	55.67%	55.67%	100%	55.67%	100%	100%
	- Percentage of shares (as a % of the total share capital of the company)	26.25%	26.25%	48.97%	26.25%	48.97%	47.15%
	Particulars	**Quarter ended 30/09/2013**					
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 Segmentwise revenue, results and capital employed as per clause 41 of the Listing Agreement, for the Quarter ended September 30, 2013

1. Segment Revenue						
(a) IT Solutions & Products	1,054.72	1,724.49	3,235.56	2,779.21	6,951.69	13,429.79
(b) IT Enabled Services	54.01	58.98	114.74	112.99	143.89	329.89
(c) Telecommunication	5,423.64	5,019.17	1,159.95	10,442.81	1,732.99	11,123.27
Total	6,532.37	6,802.64	4,510.25	13,335.01	8,828.57	24,882.95
Less: Inter Segment Revenue	-	-	-	-	-	-
Net sales/Income From Operations	**6,532.37**	**6,802.64**	**4,510.25**	**13,335.01**	**8,828.57**	**24,882.95**
2. **Segment Results** (Profit before tax and interest from each segment)						
(a) IT Solutions & Products	305.00	394.16	729.26	699.16	1,180.08	2,736.09
(b) IT Enabled Services	24.82	24.19	13.33	49.01	16.59	97.58
(c) Telecommunication	224.94	174.86	4.94	399.80	7.52	251.59
Total	554.76	593.21	747.53	1,147.97	1,204.19	3,085.26
Less: (i) Interest	70.96	70.49	58.51	141.45	123.97	287.08
(ii) Other Un-allocable Expenditure	422.87	385.13	623.22	808.00	953.00	1,513.52
Add: (iii) Un-allocable income	5.99	0.77	0.78	6.76	1.61	9.88
Total Profit Before Tax	**66.92**	**138.37**	**66.58**	**205.29**	**128.82**	**1,294.54**
3. Capital Employed (Segment Assets - Segment Liabilities)						
Since Fixed Assets used in the Company's Business can not be specifically identified with any of the reportable segments as these are used interchangeably among segments, hence segmentwise disclosure on capital employed has not been furnished.						

Audited Standalone Statement of Assets and Liabilities as at September 30,2013

	Particulars	September 30 ,2013 (Unaudited Standalone)	March 31,2013 (Audited Standalone)
A	**EQUITY AND LIABILITES**		**Rs in Lacs**
1	**Shareholders Funds**		
	a) Share Capital	37,744.37	37,744.36
	b) Reserves & Surplus	10,004.40	9,864.73
	c) Money recd against share warrants	-	-
2	**Non-Current Liabilities**		
	a) Long term borrowings	3,288.06	3,093.49
	b) Deferred tax liabilities (Net)	1,511.61	1,485.10
3	**Current Liabilities**		
	a) Trade payables	799.23	1,160.11
	b) Other current liabilities	970.48	1,041.48
	c) Short term provisions	343.15	301.50
	d) Short term borrowings	-	0.17
	Total	**54,661.29**	**54,690.94**

For VISESH INFOTECNICS LTD.

EXECUTIVE DIRECTOR

B	**ASSETS**		
1	**Non-Current Assets**		
	a) Fixed Assets	38264.84	37,271.43
	c) Non-current Investments	6175.30	6,175.30
	d) Long-term loans and advances	371.66	352.07
2	**Current Assets**		
	a) Inventories	-	-
	b) Trade receivables	5972.27	6806.11
	c) Cash and cash equivalents	3541.46	3622.4
	d) Other current assets	335.76	463.63
	Total	**54,661.29**	**54,690.94**

Note:

1. The above results were reviewed by the audit committee and thereafter taken on record by the Board of Directors at its meeting held on November 14, 2013.
2. Statutory Auditors of the Company have carried out the limited review of the financial results for the quarter ended September 30, 2013.
3. The financial results are based on the accounts drawn in accordance with generally accepted accounting practices consistently followed in compliance with all the mandatory accounting standards.
4. The figures of the previous periods have been re-grouped / re-arranged wherever necessary.

By order of the Board
For **Visesh Infotecnics Limited**
SD/-
Authorised Signatory

Place: New Delhi
Date : November 14, 2013

For VISESH INFOTECNICS LTD.

EXECUTIVE DIRECTOR

VISESH INFOTECNICS LIMITED

(An ISO 9001:2008 Company)

Regd Office : 508, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi 110 001

STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR QUARTER ENDED SEPTEMBER 30, 2013

		QUARTER ENDED			HALF YEAR ENDED		YEAR ENDED
S.No	Particulars	30.09.2013 (Unaudited)	30.06.2013 (Unaudited)	30.09.2012 (Unaudited)	30.09.2013 (Unaudited)	30.09.2012 (Unaudited)	31.03.2013 (Audited)
							Rs. in Lacs
1	**Income from operations**						
	(a) Net Sales/income from operations (Net of Excise duty)	8,175.47	**8,810.74**	**8,307.56**	**16,986.21**	12,625.88	33,039.99
	(b) Other operating income	-	-	-	-	-	-
	Total income from operations (net)	**8,175.47**	**8,810.74**	**8,307.56**	**16,986.21**	**12,625.88**	**33,039.99**
2	**Expenses**						
	(a) Purchase of stock-in-trade	7,499.09	8,098.94	7,525.08	15,598.03	11,333.44	29,354.03
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade (Increase)/ Decrease	-	-	89.49	-	102.76	102.76
	(c) Employees benefits expense	71.56	71.27	91.74	142.83	118.85	261.71
	(d) Depreciation and amortisation expense	400.67	365.98	347.56	766.65	655.77	1,353.06
	(e) Other expenses	71.88	56.20	92.54	128.08	127.04	354.10
	Total Expenses	**8,043.20**	**8,592.39**	**8,146.41**	**16,635.59**	**12,337.86**	**31,425.66**
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	132.27	218.35	161.15	350.62	288.02	1,614.33
4	Other Income	5.99	0.77	0.81	6.76	1.64	9.91
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	138.26	219.12	161.96	357.38	289.66	1,624.24
6	Finance Costs	73.33	73.28	62.07	146.61	127.53	294.33
7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	64.93	145.84	99.89	210.77	162.13	1,329.91
8	Exceptional items	-	-	-	-	-	-
9	Profit/(Loss) form ordinary activities before tax (7-8)	64.93	145.84	99.89	210.77	162.13	1,329.91
10	Tax expense: Current & Deferred	21.74	47.13	22.61	68.87	43.78	369.49
11	Net Profit / (Loss) from ordinary activities	43.19	98.71	77.28	141.90	118.35	960.42
12	Extraordinary items	-	-	-	-	-	-
13	**Net Profit for the period (11-12)**	**43.19**	**98.71**	**77.28**	**141.90**	**118.35**	**960.42**
14	**Minority Interest**	-	-	-	-	-	-
15	**Net Profit/ (Loss) after Taxes, Minority Interest (13-14)**	**43.19**	**98.71**	**77.28**	**141.90**	**118.35**	**960.42**
16	Paid-up equity share capital of Rs. 10/- each	37,744.37	37,744.37	34,313.06	37,744.37	34,313.06	37,744.37
17	Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	-	-	10,401.27
18	Earnings per share of Rs.10/- each (not annualised)						
	(a) Basic	0.0011	0.0026	0.02	0.0038	0.03	0.0254
	(b) Diluted	0.0011	0.0026	0.02	0.0038	0.03	0.0254
Part-II							
A	**PARTICULARS OF SHAREHOLDING**						
1	**Public shareholding**						

For VISESH INFOTECNICS LTD.

EXECUTIVE DIRECTOR

	a. Number of Shares	1994968362	1994968362	175115376	1994968362	175115376	1994968362
	b. Percentage of Shareholding	52.85%	52.85%	51.03%	52.85%	51.03%	52.85%
2	**Promoter and Promoter Group Shareholding**						
	a) Pledged / Encumbered						
	- Number of Shares	788864667	788864667	-	788864667	-	-
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	44.33%	44.33%	-	44.33%	-	-
	- Percentage of shares (as a % of the total share capital of the company)	20.90%	20.90%	-	20.90%	-	-
	b.) Non-encumbered						
	- Number of shares	990603626	990603626	168015229	990603626	168015229	1779468293
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	55.67%	55.67%	100%	55.67%	100%	100%
	- Percentage of shares (as a % of the total share capital of the company)	26.25%	26.25%	48.97%	26.25%	48.97%	47.15%

	Particulars	Quarter ended 30/09/2013
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 Segmentwise revenue, results and capital employed as per clause 41 of the Listing Agreement, for the Quarter ended September 30, 2013

1. Segment Revenue						
(a) IT Solutions & Products	1,054.72	1,724.49	3,235.56	2,779.21	6,951.69	13,429.79
(b) IT Enabled Services	54.01	58.98	114.74	112.99	143.89	329.89
(c) Telecommunication	7,066.74	7,027.27	4,957.26	14,094.01	5,530.30	19,280.31
Total	**8,175.47**	**8,810.74**	**8,307.56**	**16,986.21**	**12,625.88**	**33,039.99**
Less: Inter Segment Revenue	-	-	-	-	-	-
Net sales/Income From Operations	**8,175.47**	**8,810.74**	**8,307.56**	**16,986.21**	**12,625.88**	**33,039.99**
2. **Segment Results** (Profit before tax and interest from each segment)						
(a) IT Solutions & Products	305.00	394.16	729.26	699.16	1,180.08	2,736.09
(b) IT Enabled Services	24.82	24.19	13.33	49.01	16.59	97.58
(c) Telecommunication	429.33	185.13	38.25	614.46	40.83	286.94
Total	**759.15**	**603.48**	**780.84**	**1,362.63**	**1,237.50**	**3,120.61**
Less: (i) Interest	73.33	73.28	58.51	146.61	123.97	287.08
(ii) Other Un-allocable Expenditure	626.88	385.13	623.22	1,012.01	953.01	1,513.52
Add: (iii) Un-allocable income	5.99	0.77	0.78	6.76	1.61	9.91
Total Profit Before Tax	**64.93**	**145.84**	**99.89**	**210.77**	**162.13**	**1,329.92**
3. Capital Employed (Segment Assets - Segment Liabilities)						

Since Fixed Assets used in the Company's Business can not be specifically identified with any of the reportable segments as these are used interchangeably among segments, hence segmentwise disclosure on capital employed has not been furnished.

Audited Standalone Statement of Assets and Liabilities as at September 30,2013

Particulars	September 30 ,2013 (Unaudited Consolidated)	March 31,2013 (Audited Consolidated)

For VISESH INFOTECNICS LTD.

EXECUTIVE DIRECTOR

A	EQUITY AND LIABILITES		Rs in Lacs
1	**Shareholders Funds**		
	a) Share Capital	37,744.37	37,744.37
	b) Reserves & Surplus	10,636.38	10,401.27
	c) Money recd against share warrants	-	-
2	**Non-Current Liabilities**		
	a) Long term borrowings	3,288.06	3,093.49
	b) Deferred tax liabilities (Net)	1,511.61	1,485.10
3	**Current Liabilities**		
	a) Trade payables	1,307.51	1,754.29
	b) Other current liabilities	1,098.17	1,046.71
	c) Short term provisions	343.15	311.19
	d) Short term borrowings	-	10.05
	Total	**55,929.25**	**55,846.47**
B	**ASSETS**		
1	**Non-Current Assets**		
	a) Fixed Assets	38,264.84	37,271.42
	b) Goodwill (on consolidation)	6,169.11	6,169.11
	c) Non-current Investments	0.48	0.48
	d) Long-term loans and advances	371.66	352.08
2	**Current Assets**		
	a) Inventories	-	-
	b) Trade receivables	7,161.24	7,918.04
	c) Cash and cash equivalents	3,615.62	3,647.85
	d) Other current assets	346.30	487.49
	Total	**55,929.25**	**55,846.47**

Note:

1. The above results were reviewed by the audit committee and thereafter taken on record by the Board of Directors at its meeting held on November 14, 2013.
2. Statutory Auditors of the Company have carried out the limited review of the financial results for the quarter ended September 30,2013.
3. Pursuant to the provisions of the Listing agreement, the management has decided to publish consolidated audited financial results in the newspapers. However, the standalone unaudited financial results will be made available on the Company's website at www.viseshinfo.com and on the websites of BSE & NSE. Standalone audited financial results are as under:

	QUARTER ENDED			SIX MONTHS ENDED		YEAR ENDED
Particulars	**30.09.2013 (Unaudited)**	**30.06.2013 (Unaudited)**	**30.09.2012 (Unaudited)**	**30.09.2013 (Unaudited)**	**30.09.2012 (Unaudited)**	**31.03.2013 (Audited)**
Net Sales	6,532.37	6,802.64	4,510.25	13,335.01	8,828.57	24,882.95
Profit befor tax	70.17	138.37	66.58	208.54	128.82	1,294.54
Profit after tax	48.43	91.24	43.97	139.67	85.04	936.75

4. The financial results are based on the accounts drawn in accordance with generally accepted accounting practices consistently followed in compliance with all the mandatory accounting standards.
5. The figures of the previous periods have been re-grouped / re-arranged wherever necessary.

By order of the Board
For Visesh Infotecnics Ltd.
Sd/-
Authorised Signatory

Date : November 14, 2013

For VISESH INFOTECNICS LTD.

EXECUTIVE DIRECTOR

RMA & Associates (ISO 9001:2008 Firm)
Chartered Accountants

LIMITED REVIEW REPORT

To,
The Board of Directors
Visesh Infotecnics Limited

We have reviewed the accompanying statement of unaudited financial results of **VISESH INFOTECNICS LIMITED** for the quarter ended on September 30, 2013 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 audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ Committee of Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, engagements to Review Financial Statements 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 provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

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 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 RMA & Associates
Chartered Accountants
FRN: 000978N

Pankaj Chander
Partner
M. No. 089065

Place: New Delhi
Date: November 14, 2013

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