VISESH INFOTECNICS LTD.

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

February 14, 2013

Ref: VIL/SEC/2013/27

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 you that the Board of Directors of the Company at their meeting held today i.e., 14th February, 2013, inter-alia had considered and approved the Un-audited Financial Results (Standalone & Consolidated) along with segment wise reporting of Revenue, Results and Capital Employed of the Company for the Quarter ended on 31st December, 2012, which are enclosed herewith along with Limited Review Report by Statutory Auditors of the Company.

Kindly take the above information on records and oblige.

Thanking you

Yours' truly,
FOR Visesh Infotecnics Limited

Rita Dedhwal
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 CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED DECEMBER 31, 2012

S.No	Particulars	QUARTER ENDED			NINE MONTHS ENDED		YEAR ENDED
		31.12.2012 (Unaudited)	30.09.2012 (Unaudited)	31.12.2011 (Unaudited)	31.12.2012 (Unaudited)	31.12.2011 (Unaudited)	31.03.2012 (Audited)
1	**Income from operations**						**Rs. in Lacs**
	(a) Net Sales/income from operations (Net of Excise duty)	7,166.70	8,307.56	**3,804.04**	19,792.58	11,956.15	23,928.66
	(b) Other operating income	-	-	-	-	-	-
	Total income from operations (net)	**7,166.70**	**8,307.56**	**3,804.04**	**19,792.58**	**11,956.15**	**23,928.66**
2	**Expenses**						
	(a) Purchase of stock-in-trade	6,519.52	7,525.08	3,307.03	17,852.96	10,636.16	21,923.76
	(b) Changes in inventories of finished goods, Work in Progress and Stock in Trade (Increase)/ Decrease	(0.00)	89.49	5.27	102.76	5.39	(97.37)
	(c) Employees benefits expense	64.27	91.74	44.34	183.12	87.56	247.81
	(d) Depreciation and amortisation Expenses.	354.16	347.56	322.96	1,009.93	872.29	1,184.30
	(e) Other expenses	84.00	92.54	14.34	211.04	46.31	232.47
	Total Expenses	**7,021.95**	**8,146.41**	**3,693.94**	**19,359.81**	**11,647.71**	**23,490.97**
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	144.75	161.15	110.10	432.77	308.44	437.69
4	Other Income	1.83	0.81	1.31	3.47	5.85	67.60
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	146.58	161.96	111.41	436.24	314.29	505.29
6	Finance Costs	71.77	62.07	84.84	199.30	228.91	312.49
7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	74.81	99.89	26.57	236.94	85.38	192.80
8	Exceptional items	-	-	-	-	-	-
9	Profit/(Loss) form ordinary activities before tax (7-8)	74.81	99.89	26.57	236.94	85.38	192.80
10	Tax expense: Current & Deferred	23.87	22.61	16.10	67.65	48.80	66.89
11	Net Profit / (Loss) from ordinary activities	50.94	77.28	10.47	169.29	36.58	125.91
12	Extraordinary items	-	-	-	-	-	0.67
13	**Net Profit for the period (11-12)**	**50.94**	**77.28**	**10.47**	**169.29**	**36.58**	**125.24**
14	Minority Interest	-	-	-	-	-	(0.01)
15	Net profit/ (Loss) after taxes, minority interest (13-14)	50.94	77.28	10.47	169.29	36.58	125.25
16	Paid-up equity share capital of Rs. 10/-	34313.06	34313.06	6374.11	34313.06	6374.11	12,313.06
17	Reserve excluding Revaluation Reserve					-	12,838.71
18	EPS of Rs.10/- each (not annualised)						
	(a) Basic	0.01	0.02	0.02	0.05	0.06	0.10
	(b) Diluted	0.01	0.02	0.01	0.05	0.03	0.07
Part-II							
A	**PARTICULARS OF SHAREHOLDING**						
1	**Public shareholding**						
	a. Number of Shares	175115376	175115376	35425797	175115376	35425797	35315376
	b. Percentage of Shareholding	51.03%	51.03%	55.58%	51.03%	55.58%	55.40%
2	**Promoter and Promoter Group Shareholding**						
	a) Pledged / Encumbered						
	- Number of Shares	-	-	500000	-	500000	-
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	1.77%	-	1.77	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	0.78%	-	0.78	-

For VISESH INFOTECNICS LTD.

Executive Director

	b.) Non-encumbered						
	- Number of shares	168015229	168015229	27815293	168015229	27815293	28425714
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group	100%	100%	98.23%	100%	98.23%	100%
	- Percentage of shares (as a % of the total share capital of the company)	48.97%	48.97%	43.64%	48.97%	43.64%	44.60%
	Particulars	**Quarter ended 31/12/2012**					
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 31st December, 2012

1. Segment Revenue						
(a) IT Solutions & Products	2,872.41	3,235.56	3,768.96	9,824.10	11,855.66	15,280.47
(b) IT Enabled Services	33.48	114.74	35.08	177.37	100.49	1,31.21
(c) Telecommunication	4,260.81	4,957.26	-	9,791.11	-	8,516.98
Total	7,166.70	8,307.56	3,804.04	19,792.58	11,956.15	23,928.66
Less: Inter Segment Revenue	-	-	-	-	-	-
Net sales/Income From Operations	**7,166.70**	**8,307.56**	**3,804.04**	**19,792.58**	**11,956.15**	**23,928.66**
2. **Segment Results** (Profit before tax and interest from each segment)						
(a) IT Solutions & Products	528.14	453.58	510.99	1,432.54	1,398.28	1,552.38
(b) IT Enabled Services	10.21	31.12	12.00	44.59	36.41	45.29
(c) Telecommunication	27.49	2.71	-	32.78	-	83.00
Total	565.84	487.41	522.99	1,509.91	1,434.69	1,680.67
Less: (i) Interest	71.77	58.51	84.84	195.74	228.91	312.49
(ii) Other Un-allocable Expenditure	421.08	329.79	412.89	1,080.66	1,126.25	1,243.65
Add: (iii) Un-allocable income	1.82	0.78	1.31	3.43	5.85	67.60
Total Profit Before Tax	**74.81**	**99.89**	**26.57**	**236.94**	**85.38**	**192.13**
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.

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 February 14, 2013.
2. Statutory Auditors of the Company have carried out the limited review of the financial results for the quarter ended 31 Dec, 2012.
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:

Particulars	**QUARTER ENDED**			**NINE MONTHS ENDED**		**YEAR ENDED**
	31.12.2012 (Unaudited)	**30.09.2012 (Unaudited)**	**31.12.2011 (Unaudited)**	**31.12.2012 (Unaudited)**	**31.12.2011 (Unaudited)**	**31.03.2012 (Audited)**
Net Sales	4,712.50	4,510.25	3,804.04	13,541.07	11,956.15	15,473.93
Profit befor tax	68.97	66.58	26.57	197.79	85.38	115.40
Profit after tax	45.10	43.97	10.47	130.14	36.58	54.25

4. Pursuant to the approval received from shareholders in the Extraordinary General Meeting of the Company held on 21.12.2012 for subdivision of shares, the Board of Directors had fixed 4th January, 2013 as the record date for the purpose of subdivision of denomination of Equity
5. 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.
6. 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 : 14th February, 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 STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED DECEMBER 31, 2012

		QUARTER ENDED			NINE MONTHS ENDED		YEAR ENDED
S.No	Particulars	31.12.2012 (Unaudited)	30.09.2012 (Unaudited)	31.12.2011 (Unaudited)	31.12.2012 (Unaudited)	31.12.2011 (Unaudited)	31.03.2012 (Audited)
1	**Income from operations**						**Rs. in Lacs**
	(a) Net Sales/income from operations (Net of Excise duty)	4,712.50	4,510.25	3,804.04	13,541.07	11,956.15	15,473.93
	(b) Other operating income	-	-	-	-	-	-
	Total income from operations (net)	**4,712.50**	**4,510.25**	**3,804.04**	**13,541.07**	**11,956.15**	**15,473.93**
2	**Expenses**						
	(a) Purchase of stock-in-trade	4,100.48	3,808.88	3,307.03	11,717.72	10,636.16	13,655.22
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade (Increase)/ Decrease	-	89.49	5.27	102.76	5.39	(97.37)
	(c) Employees benefits expense	64.27	91.74	44.34	183.12	87.56	247.81
	(d) Depreciation and amortisation expense	354.16	347.56	322.96	1,009.93	872.29	1,184.30
	(e) Other expenses	56.46	48.27	14.34	139.23	46.31	128.35
	Total Expenses	**4,575.37**	**4,385.94**	**3,693.94**	**13,152.76**	**11,647.71**	**15,118.31**
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	137.13	124.31	110.10	388.31	308.44	355.62
4	Other Income	1.82	0.78	1.31	3.43	5.85	67.60
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	138.95	125.09	111.41	391.74	314.29	423.22
6	Finance Costs	69.98	58.51	84.84	193.95	228.91	307.82
7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	68.97	66.58	26.57	197.79	85.38	115.40
8	Exceptional items	-	-	-	-	-	-
9	Profit/(Loss) form ordinary activities before tax (7-8)	68.97	66.58	26.57	197.79	85.38	115.40
10	Tax expense: Current & Deferred	23.87	22.61	16.10	67.65	48.80	60.48
11	Net Profit / (Loss) from ordinary activities	45.10	43.97	10.47	130.14	36.58	54.92
12	Extraordinary items		-	-	-	-	0.67
13	**Net Profit for the period (11-12)**	**45.10**	**43.97**	**10.47**	**130.14**	**36.58**	**54.25**
16	Paid-up equity share capital of Rs. 10/- each	34,313.06	34,313.06	6,374.11	34,313.06	6,374.11	12,313.06
17	Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	-	-	12,359.28
18	Earnings per share of Rs.10/- each (not annualised)						
	(a) Basic	0.01	0.01	0.02	0.04	0.06	0.04
	(b) Diluted	0.01	0.01	0.01	0.04	0.03	0.03
Part-II							
A	**PARTICULARS OF SHAREHOLDING**						
1	**Public shareholding**						
	a. Number of Shares	175115376	175115376	35425797	175115376	35425797	35315376
	b. Percentage of Shareholding	51.03%	51.03%	55.58%	51.03%	55.58%	55.40%
2	**Promoter and Promoter Group Shareholding**						
	a) Pledged / Encumbered						
	- Number of Shares	-	-	500000	-	500000	-
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	1.77%	-	1.77	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	0.78%	-	0.78	-

For VISESH INFOTECNICS LTD.

Executive Director

	b.) Non-encumbered						
	- Number of shares	168015229	168015229	27815293	168015229	27815293	28425714
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group	100	100	98.23%	100	98.23%	100
	- Percentage of shares (as a % of the total share capital of the company)	48.97%	48.97%	43.64%	48.97%	43.64%	44.60%
	Particulars	**Quarter ended 31/12/2012**					
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 31st December, 2012						
	1. Segment Revenue						
	(a) IT Solutions & Products	2,820.31	3,235.56	3,768.96	9,772.00	11,855.66	15,280.47
	(b) IT Enabled Services	85.58	114.74	35.08	229.47	100.49	131.21
	(c) Telecommunication	1,806.61	1,159.95	-	3,539.60	-	62.25
	Total	4,712.50	4,510.25	3,804.04	13,541.07	11,956.15	15,473.93
	Less: Inter Segment Revenue	-	-	-	-	-	-
	Net sales/Income From Operations	**4,712.50**	**4,510.25**	**3,804.04**	**13,541.07**	**11,956.15**	**15,473.93**
	2. **Segment Results** (Profit before tax and interest from each segment)						
	(a) IT Solutions & Products	512.26	453.58	510.99	1,416.66	1,398.28	1,553.05
	(b) IT Enabled Services	26.09	31.12	12.00	60.47	36.41	45.29
	(c) Telecommunication	19.86	10.03	-	32.47	-	0.26
	Total	558.21	494.73	522.99	1,509.60	1,434.69	1,598.60
	Less: (i) Interest	69.98	58.51	84.84	193.95	228.91	307.82
	(ii) Other Un-allocable Expenditure	421.08	370.42	412.89	1,121.29	1,126.25	1,243.65
	Add: (iii) Un-allocable income	1.82	0.78	1.31	3.43	5.85	67.60
	Total Profit Before Tax	**68.97**	**66.58**	**26.57**	**197.79**	**85.38**	**114.73**
	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.						

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 February 14, 2013

2 Statutory Auditors of the Company have carried out the limited review of the financial results for the quarter ended 31 December, 2012.

3 Pursuant to the approval received from shareholders in the Extraordinary General Meeting of the Company held on 21.12.2012 for subdivision of shares, the Board of Directors had fixed 4th January, 2013 as the record date for the purpose of subdivision of denomination of Equity Shares in such a manner that each existing Equity Share of nominal value of Rs.10 each had been subdivided into Ten (10) Equity Shares of nominal value of Re.1/- each.

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 Limited**
SD/-
Authorised Signatory

Place: New Delhi
Date : 14th February, 2013

For VISESH INFOTECNICS LTD.

Executive Director

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

LIMITED REVIEW REPORT

"We have reviewed the accompanying statement of unaudited financial results of **VISESH INFOTECNICS LIMITED** for the period ended 31st December, 2012. 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 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

RMA & ASSOCIATES * NEW DELHI * CHARTERED ACCOUNTANTS

Deepak Gupta
Partner
M.No. 081535

Place: New Delhi
Date: 14.02.2013

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