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

September 03, 2012

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. 3rd September, 2012, inter-alia have considered and approved the following items:

a. Considered and taken on record the Audited Annual Accounts of the Company for the year ended March 31, 2012 (both standalone and consolidated) alongwith Auditors Report thereupon.

b. Fixation of the 23rd Annual General Meeting of the Company to be held on 29th September, 2012 at 10.00 A.M. at Auditorium, at Bipin Chandra Pal Memorial Trust, A-81 Chittranjan Park, New Delhi-110019.

c. Closure of the Register of Members & Share Transfer Books of the Company from 26th September, 2012 to 29th September, 2012 (both days inclusive) for the purpose of 23rd Annual General Meeting of the Company..

Kindly take the above on record and oblige.

Thanking you,

For Visesh Infotecnics Limited

Rita Dedhwal
Company Secretary

VISESH INFOTECNICS LIMITED

(An ISO 9001:2008 Company)

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

CONSOLIDATED AUDITED RESULTS FOR THE YEAR ENDED MARCH 31, 2012

S.No	Particulars	March 31,2012 (Audited)	March 31,2011 (Audited)
		(Rs. In Lacs)	(Rs. In Lacs)
1	Income from operations		
	(a) Net Sales/income from operations (Net of Excise duty)	23,928.66	17,675.12
	(b) Other operating income	-	-
	Total income form operations(net)	**23,928.66**	**17,675.12**
2	Expenses		
	(a) Cost of materials consumed		
	(b) Purchase of stock-in-trade	21,923.76	15,989.14
	(c) Changes in inventories (Increase) / Decrease	(97.37)	4.80
	(d) Employee benefits expense	247.81	120.46
	(e) Depreciation and amortisation expense	1,184.30	1,098.24
	(f) Other expenses	232.47	95.21
	Total Expenses	**23,490.97**	**17,307.85**
3	Profit(Loss) from operations before other income, finance costs and exceptional items(1-2)	437.69	367.27
4	Other Income	67.60	81.79
5	Profit/ (Loss) from ordinary activities before finance costs and exceptional items (3+4)	505.29	449.06
6	Finance Costs	312.49	275.78
7	Profit/ (lLoss) from ordinary activities after finance costs but before exceptional items (5+/- 6)	192.80	173.28
8	Exceptional items	-	-
9	Profit/(Loss) form ordinary activities before tax (7+/-8)	192.80	173.28
10	Tax expense: Current & Deferred	66.89	62.53
11	Net Profit/ (Loss) from ordinary activities	125.91	110.75
12	Extraordinary items (net of tax expense)	0.67	1.21
13	**Net Profit/ (Loss) for the period (11+/-12)**	**125.24**	**109.54**
14	Net profit/ (Loss) after taxes, minority interest and share of profit/ (loss) of associates (13+/-14+/-15)	125.24	109.54
15	Paid-up equity share capital (Face Value of the share shall be indicated)	12313.06	6,374.11
16	Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	12838.71	12,122.26
17.i	Earning per share (before extraordinary items) (of Rs. 10/- each) (not annualised): (a) Basic	0.10	0.17
	(b) Diluted	0.07	0.13
17.ii	Earnings per share (after extraordinary items) (of Rs.10/- each) (not annualised): (a) Basic	0.10	0.17
	(b) Diluted	0.07	0.13

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For VISESH INFOTECNICS LTD.

Executive Director

Part-II			
A	**Particulars of Shareholding**	**March 31,2012 (Audited)**	**March 31,2012 (Audited)**
1	**Public shareholding**		
	a. Number of Shares	35315376	33228887
	b. Percentage of Shareholding	55.4	52.13
2	**Promoter and Promoter Group Shareholding**		
	a) Pledged / Encumbered		
	- Number of Shares	-	2000000
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	6.55
	- Percentage of shares (as a % of the total share capital of the company)	-	3.14
	b.) Non-encumbered		
	- Number of shares	28425714	28512203
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group	100	93.45
	- Percentage of shares (as a % of the total share capital of the company)	44.6	44.73

	Particulars	**For the year ended March 2012**
B	**INVESTOR COMPLAINTS**	
	Pending at the beginning of the year	0
	Received during the year	3
	Disposed of during the year	3
	Remaining unresolved at the end of the year	0

Consolidated Segmentwise results for the Year ended March 31, 2012 as per clause 41 of the Listing Agreement

	Particulars	**March 31,2012 (Audited)**	**March 31,2011 (Audited)**
1	**Segment Revenue** (net sale/income from each segment should be disclosed under this head)		
	(a) IT Solutions & Product Support	15,280.47	17,045.62
	(b) IT Enabled Services	131.21	629.50
	(c) Telecommunications	8,516.98	-
	Total	23,928.66	17,675.12
	Less: Inter Segment Revenue	-	-
	Net sales/Income From Operations	23,928.66	17,675.12
2	**Segment Results** (Profit)(+)/ Loss (-) before tax and interest from Each segment)		
	(a) IT Solutions & Product Support	1,553.05	1,386.65
	(b) IT Enabled Services	45.29	126.41
	(c) Telecommunications	83.00	-
	Total	1,681.34	1,513.06
	Less: (i) Interest**	312.49	275.78
	(ii) Other Un-allocable Expenditure net off	1,243.65	1,145.79
	Add: Un-allocable income	67.60	81.79
	Total Profit Before Tax	192.80	173.28
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, segmentwise disclosure on capital employed has not been furnished.		

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For VI[illegible]SH INFOTECHNICS LTD.
Executive Director

Consolidated Statement of Assets and Liabilities (Rs. in Lakhs)

		Particulars	March 31,2012 (Audited)	March 31,2011 (Audited)
A		**EQUITY AND LIABILITES**		
	1	**Shareholders Funds**		
		a) Share Capital	12,313.06	6,374.11
		b) Reserves & Surplus	12,838.71	12,122.26
		c) Money recd against share warrants	15,884.70	9,407.83
	2	**Non-Current Liabilities**		
		a) Long term borrowings	3,251.77	3,090.87
		b) Deferred tax liabilities (Net)	1,376.31	1,339.88
		c) Long-term provisions	-	-
	3	**Current Liabilities**		
		a)Short term borrowings	-	-
		b) Trade payables	1,242.85	826.85
		c) Other current liabilities	471.35	108.26
		d) Short term provisions	55.53	102.00
		Total	47,434.28	33,372.06
B		**ASSETS**		
	1	**Non-Current Assets**		
		a) Fixed Assets	29,800.99	23,398.90
		b) Goodwill (on consolidation)	6,169.11	-
		c) Non-current Investments	0.48	41.55
		d) Long-term loans and advances	397.79	334.90
		e) Other non-current assets	-	-
	2	**Current Assets**		
		a) Inventories	102.76	5.39
		b) Trade receivables	7279.65	5885.38
		c) Cash and cash equivalents	3610.57	3619.59
		d) Short term loans and advances	-	-
		e) Other current assets	72.93	86.35
		Total	47,434.28	33,372.06

NOTES:-

1. The above results were reviewed by the audit committee and thereafter taken on record by the Board of at its meeting held on 3rd September 2012.
2. Pursuant to order of Hon'ble High Court dated 20.07.2012 sanctioning the scheme of merger of Axis Convergence Pvt. Ltd. with the Company, it has acquired two foreign subsidiaries, hence the figures of current year includes operations of erstwhile Transferor Company, and thus are not comparable with the figures of previous year. The merger scheme becomes effective from 29.08.2012.
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 availabe on the Company's website at www.viseshinfo.com and on the websites of BSE & NSE. Standalone audited financial results are as under:

Particulars	March 31,2012 (Audited)	March 31,2011 (Audited)
Net Sales	23,928.66	17,675.12
Profit befor tax	192.80	173.28
Profit after tax	125.24	109.54

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
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 : 03.09.2012

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For VISESH INFOTECNICS LTD
Executive Director