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

May 30, 2013

Ref: VIL/SEC/2013/37

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., May 30th, 2013, inter-alia had considered and approved Annual Audited Financial Results of the Company (Standalone & Consolidated) for the year ended on 31st March, 2013 as well as for the last quarter ended on March 31, 2013 along with segment wise reporting of Revenue, Results and Capital Employed of the Company and Statement of Assets and Liability for the year ended on the same date, which are enclosed herewith for uploading the same on the website.

Kindly take the above information on record 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 AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2013

		QUARTER ENDED			YEAR ENDED	
S.No	Particulars	31.03.2013 (Audited)	31.12.2012 (Unaudited)	31.03.2012 (Unaudited)	31.03.2013 (Audited)	31.03.2012 (Audited)
1	**Income from operations**					**Rs. in Lacs**
	(a) Net Sales/income from operations (Net of Excise duty)	13,247.41	7,166.70	3,342.24	33,039.99	23,928.66
	(b) Other operating income	-	-	-	-	-
	Total income from operations (net)	13,247.41	**7,166.70**	3,342.24	33,039.99	**23,928.66**
2	**Expenses**	-				
	(a) Purchase of stock-in-trade	11,501.07	6,519.52	3,018.75	29,354.03	21,923.76
	(b) Changes in inventories of finished goods, WIP and SIT (Inc)/ Dec	(0.00)	-	(102.76)	102.76	(97.37)
	(c) Employees benefits expense	78.59	64.27	28.1	261.71	247.81
	(d) Depreciation and amortisation Exps.	343.13	354.16	308.52	1,353.06	1,184.30
	(e) Other expenses	143.06	84.00	29.49	354.10	232.47
	Total Expenses	**12,065.85**	**7,021.95**	**3,282.10**	**31,425.66**	**23,490.97**
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	1,181.56	144.75	60.14	1,614.33	437.69
4	Other Income	6.44	1.83	26.55	9.91	67.60
5	Profit / (Loss) from ordinary activities before finance costs & exceptional items (3+4)	1,188.00	146.58	86.69	1,624.24	505.29
6	Finance Costs	95.03	71.77	79.58	294.33	312.49
7	Profit/ (Loss) from ordinary activities after finance costs & exceptional items(5-6)	1,092.97	74.81	7.11	1,329.91	192.80
8	Exceptioal Items	-	-	-	-	
9	Profit/(loss) from ordinary Activities before tax	1,092.97	**74.81**	**7.11**	**1,329.91**	**192.80**
10	Tax expense: Current & Deferred	301.84	23.87	6.09	369.49	66.89
11	Net Profit / (Loss) from ordinary activities	791.13	50.94	1.02	960.42	125.91
12	Extraordinary items	-	-	-	-	0.67
13	**Net Profit for the period (11-12)**	**791.13**	**50.94**	**1.02**	**960.42**	**125.24**
14	Minority Interest				(466.00)	(0.01)
15	Net profit/ (Loss) after taxes, minority interest (13-14)	791.13	50.94	1.02	1,426.42	125.25
16	Paid-up equity share capital of Re. 1/-	37744.366	34313.06	6374.11	37,744.37	12,313.06
17	Reserve excluding Revaluation Reserve	-			-	12,838.71
18	EPS of Re.1/- each (not annualised)	-				
	(a) Basic	0.02	0.01	-	0.02	0.10
	(b) Diluted	0.02	0.01	-	0.02	0.07
Part-II						
A	**PARTICULARS OF SHAREHOLDING**					
1	**Public shareholding**					
	a. Number of Shares	1994968362	175115376	35315376	1994968362	35315376
	b. Percentage of Shareholding	52.85%	51.03%	55.40%	52.85%	55.40%
2	**Promoter and Promoter Group Shareholding**					
	a) Pledged / Encumbered					
	- Number of Shares	-	-	-	-	-
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	-
	b.) Non-encumbered					
	- Number of shares	1779468293	168015229	28425714	1779468293	28425714
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group	100%	100%	100.00%	100%	100%
	- Percentage of shares (as a % of the total share capital of the company)	47.15%	48.97%	44.60%	47.15%	44.60%

	Particulars	Quarter ended 31/03/2013
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

	1. Segment Revenue					
	(a) IT Solutions & Products	3,605.69	2,872.41	3,249.28	13,429.79	15,280.47
	(b) IT Enabled Services	152.52	33.48	92.96	329.89	1,31.21
	(c) Telecommunication	9,489.20	4,260.81	-	19,280.31	8,516.98

For VISESH INFOTECNICS LTD

	Total	13,247.41	7,166.70	3,342.24	33,039.99	23,928.66
	Less: Inter Segment Revenue	-	-	-	-	-
	Net sales/Income From Operations	**13,247.41**	**7,166.70**	**3,342.24**	**33,039.99**	**23,928.66**
	2. **Segment Results** (Profit before tax and interest from each segment)					
	(a) IT Solutions & Products	1,303.55	528.14	453.38	2,736.09	1,552.38
	(b) IT Enabled Services	52.99	10.21	9.14	97.58	45.29
	(c) Telecommunication	254.16	27.49	-	286.94	83.00
	Total	**1,610.70**	**565.84**	**462.52**	**3,120.61**	**1,680.67**
	Less: (i) Interest	91.34	71.77	79.58	287.08	312.49
	(ii) Other Un-allocable Expenditure	432.86	421.08	402.38	1,513.52	1,243.65
	Add: (iii) Un-allocable income	6.48	1.82	26.55	9.91	67.60
	Total Profit Before Tax	**1,092.97**	**74.81**	**7.11**	**1,329.91**	**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.					

Audited Consolidated Statement of Assets and Liabilities as at March 31,2013

	Particulars	March 31,2013 (Audited)	March 31,2012 (Audited)
A	**EQUITY AND LIABILITES**	**Rs in Lacs**	**Rs in Lacs**
1	**Shareholders Funds**		
	a) Share Capital	37,744.37	12,313.06
	b) Reserves & Surplus	10,401.27	12,838.71
	c) Money recd against share warrants	-	15,884.70
2	**Non-Current Liabilities**		
	a) Long term borrowings	3,093.49	3,251.77
	b) Deferred tax liabilities (Net)	1,485.10	1,376.31
3	**Current Liabilities**		
	a) Trade payables	1,754.29	1,242.85
	b) Other current liabilities	1,046.71	471.35
	c) Short term provisions	311.19	55.53
	d) Short term borrowings	10.05	-
	Total	**55,846.47**	**47,434.28**
B	**ASSETS**		
1	**Non-Current Assets**		
	a) Fixed Assets	37,271.42	29,800.99
	b) Goodwill (on consolidation)	6,169.11	6,169.11
	c) Non-current Investments	0.48	0.48
	d) Long-term loans and advances	352.08	397.79
2	**Current Assets**		
	a) Inventories	-	102.76
	b) Trade receivables	7,918.04	7,279.65
	c) Cash and cash equivalents	3,647.85	3,610.57
	d) Other current assets	487.49	72.93
	Total	**55,846.47**	**47,434.28**

1 The above results were reviewed by the audit committee and thereafter taken on record by the Board of Directors at their meeting held on May 30, 2013.

2 Statutory Auditors of the Company have carried out the audit of the financial results for the year ended March 31, 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 audited 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 (Rs In Lacs)			YEAR ENDED (Rs In Lacs)	
Particulars	**31.03.2013 (Audited)**	**31.12.2012 (Unaudited)**	**31.03.2012 (Unaudited)**	**31.03.2013 (Audited)**	**31.03.2012 (Audited)**
Net Sales	11,341.88	4,712.50	3,342.24	24,882.95	15,473.93
Profit befor tax	1,096.75	68.97	7.11	1,294.54	115.40
Profit after tax	806.61	45.10	1.02	936.75	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 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.

5 Pursuant to the approval received from shareholders in the Extraordinary General Meeting of the Company held on 22.02.2013 for issue of Bonus shares, the Board of Directors of the Company in their meeting held on March 11, 2013 alloted 34,31,30,605 Bonus Equity Shares in ratio of 1:10 ie 1(one) Bonus Equity Share for every 10(Ten) Equity Shares held.

6 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.

7 The figures for the quarter ended on 31.03.2013 are the balancing figures between audited figures in respect of the full financial year ended on 31.03.2013 and the published unaudited financial results for the nine months ended on 31.12.2012.

8 The figures of the previous periods have been re-grouped / re-arranged wherever necessary.

By order of the Board
For **Visesh Infotecnics Limited**

Place: New Delhi
Date : May 30, 2013

SD/-
Authorised Signatory

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For VISESH INFOTECNICS LTD.

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 AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2013

		QUARTER ENDED			YEAR ENDED	
S.No	Particulars	31.03.2013 (Audited)	31.12.2012 (Unaudited)	31.03.2012 (Unaudited)	31.03.2013 (Audited)	31.03.2012 (Audited)
1	**Income from operations**					Rs. in Lacs
	(a) Net Sales/income from operations (Net of Excise duty)	11,341.88	4,712.50	3,342.24	24,882.95	15,473.93
	(b) Other operating income	-	-	-	-	-
	Total income from operations (net)	**11,341.88**	**4,712.50**	3,342.24	**24,882.95**	**15,473.93**
2	**Expenses**	-				
	(a) Purchase of stock-in-trade	9,618.12	4,100.48	3,018.75	21,335.84	13,655.22
	(b) Changes in inventories of finished goods, WIP and SIT (Inc)/ Dec	-	-	(102.76)	102.76	(97.37)
	(c) Employees benefits expense	78.59	64.27	28.1	261.71	247.81
	(d) Depreciation and amortisation Exps.	343.13	354.16	308.52	1,353.06	1,184.30
	(e) Other expenses	118.61	56.46	29.49	257.84	128.35
	Total Expenses	**10,158.45**	**4,575.37**	**3,282.10**	**23,311.21**	**15,118.31**
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	1,183.43	137.13	60.14	1,571.74	355.62
4	Other Income	6.45	1.82	26.55	9.88	67.60
5	Profit / (Loss) from ordinary activities before finance costs (3+4)	1,189.88	138.95	86.69	1,581.62	423.22
6	Finance Costs	93.13	69.98	79.58	287.08	307.82
7	Profit/ (Loss) from ordinary activities after finance costs (5-6)	1,096.75	68.97	7.11	1,294.54	115.40
8	Exceptioal Items	-	-	-	-	-
9	Profit/(loss) from ordinary Activities before tax before Tax	**1,096.75**	**68.97**	**7.11**	**1,294.54**	**115.40**
10	Tax expense: Current & Deferred	290.14	23.87	6.09	357.79	60.48
11	Net Profit / (Loss) from ordinary activities	806.61	45.10	1.02	936.75	54.92
12	Extraordinary items	-	-	-	-	0.67
13	**Net Profit for the period (11-12)**	**806.61**	**45.10**	**1.02**	**936.75**	**54.25**
14	Paid-up equity share capital of Re. 1/-	37744.366	34313.06	6374.11	37744.366	12,313.06
15	Reserve excluding Revaluation Reserve		0	0	0	12,359.28
16	EPS of Re.1/- each (not annualised)					
	(a) Basic	0.02	0.01	-	0.02	0.04
	(b) Diluted	0.02	0.01	-	0.02	0.03
Part-II						
A	**PARTICULARS OF SHAREHOLDING**					
1	**Public shareholding**					
	a. Number of Shares	1994968362	175115376	35315376	1994968362	35315376
	b. Percentage of Shareholding	52.85%	51.03%	55.40%	52.85%	55.40%
2	**Promoter and Promoter Group Shareholding**					
	a) Pledged / Encumbered					
	- Number of Shares	-	-	-		-
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-		-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-		-
	b.) Non-encumbered					
	- Number of shares	1779468293	168015229	28425714	1779468293	28425714
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group	100%	100%	100.00%	100%	100%
	- Percentage of shares (as a % of the total share capital of the company)	47.15%	48.97%	44.60%	47.15%	44.60%
	Particulars	**Quarter ended 31/03/2013**				
B	**INVESTOR COMPLAINTS**					
	Pending at the beginning of the quarter	Nil				

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	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					
	1. Segment Revenue					
	(a) IT Solutions & Products	3,657.79	2,820.31	3,249.28	13,429.79	15,280.47
	(b) IT Enabled Services	100.42	85.58	92.96	329.89	131.21
	(c) Telecommunication	7,583.67	1,806.61	-	11,123.27	62.25
	Total	11,341.88	4,712.50	3,342.24	24,882.95	15,473.93
	Less: Inter Segment Revenue		-			-
	Net sales/Income From Operations	**11,341.88**	**4,712.50**	**3,342.24**	**24,882.95**	**15,473.93**
	2. **Segment Results** (Profit before tax and interest from each segment)					
	(a) IT Solutions & Products	1,319.43	512.26	453.38	2,736.09	1,553.05
	(b) IT Enabled Services	37.11	26.09	9.14	97.58	45.29
	(c) Telecommunication	219.12	19.86	-	251.59	0.26
	Total	1,575.66	558.21	462.52	3,085.26	1,598.60
	Less: (i) Interest	93.13	69.98	79.58	287.08	307.82
	(ii) Other Un-allocable Expenditure	392.23	421.08	402.38	1,513.52	1,243.65
	Add: (iii) Un-allocable income	6.45	1.82	26.55	9.88	67.60
	Total Profit Before Tax	**1,096.75**	**68.97**	**7.11**	**1,294.54**	**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.					

Audited Standalone Statement of Assets and Liabilities as at March 31,2013

	Particulars	March 31,2013 (Audited)	March 31,2012 (Audited)
A	**EQUITY AND LIABILITES**		Rs in Lacs
1	**Shareholders Funds**		
	a) Share Capital	37,744.36	12,313.06
	b) Reserves & Surplus	10,113.72	12,359.29
	c) Money recd against share warrants	-	15,884.70
2	**Non-Current Liabilities**		
	a) Long term borrowings	3,093.49	3,251.77
	b) Deferred tax liabilities (Net)	1,485.10	1,376.31
3	**Current Liabilities**		
	a) Trade payables	1,160.11	796.43
	b) Other current liabilities	1,041.48	463.05
	c) Short term provisions	52.51	49.12
	d) Short term borrowings	0.17	-
	Total	**54,690.93**	**46,493.73**
B	**ASSETS**		
1	**Non-Current Assets**		
	a) Fixed Assets	37271.43	29,800.99
	c) Non-current Investments	6175.30	6,175.30
	d) Long-term loans and advances	352.07	396.39
2	**Current Assets**		
	a) Inventories	0	102.76
	b) Trade receivables	6806.11	6385.03
	c) Cash and cash equivalents	3622.40	3572.96
	d) Other current assets	463.62	60.3
	Total	**54,690.93**	**46,493.73**

1.	The above results were reviewed by the audit committee and thereafter taken on record by the Board of Directors at their meeting held on May 30, 2013
2	Statutory Auditors of the Company have carried out the audit of the financial results for the year ended March 31, 2013.
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	Pursuant to the approval received from shareholders in the Extraordinary General Meeting of the Company held on 22.02.2013 for issue of Bonus shares, the Board of Directors of the Company in their meeting held on March 11, 2013 alloted 34,31,30,605 Bonus Equity Shares in ratio of 1:10 ie 1 (One) Bonus Equity Share for every 10 (Ten) Equity Shares held.

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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 for the quarter ended on 31.03.2013 are the balancing figures between audited figures in respect of the full financial year ended on 31.03.2013 and the published unaudited financial results for the nine months ended on 31.12.2012.
7	The figures of the previous periods have been re-grouped / re-arranged wherever necessary.

By order of the Board
For **Visesh Infotecnics Limited**

Place: New Delhi
Date : May 30, 2013

SD/-
Authorised Signatory

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For VISESH INFOTECNICS LTD.

Executive Director