

MPS Infotecnics Limited

CIN: L30007DL1989PLC131190
An ISO 9001 - 2008 Company



November 14, 2018

To,

The Manager- Listing
National Stock Exchange of India Ltd.
Exchange Plaza, C -1, Block -G,
Bandra Kurla Complex, Bandra (East)
Mumbai— 400051

The Manager -Listing
BSE limited,
Floor 25, P. J. Towers,
Dalal Street,
Mumbai —400001

NSE Symbol: VISESHINFO

Scrip Code: 532411

Subject: Outcome of the Board Meeting and Submission of Unaudited Financial Results for the quarter and Half year ended 30th September, 2018 as required u/r 33 of the SEBI (LODR) Regulations, 2015.

Dear Sir,

This is to inform you that in pursuance to Regulation 33 of SEBI (LODR) Regulations, 2015, the Board of Directors of the Company in its meeting held today i.e. November 14, 2018 at 703, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi – 110001, has, inter-alia, considered and approved the Un-audited Standalone and Consolidated financial results for the quarter and half year ended 30th September 2018 along with Limited Review Report submitted by M/s. Nemani Garg Aggarwal & Co., Chartered Accountants, the Statutory Auditors of the Company.

Copies of the said Un-audited financial Results and Limited Review Report are enclosed herewith for your records and ready reference.

Further please note that the meeting of the Board of Directors commenced at 4:30 p.m. and concluded at 10.00 p.m.

Kindly acknowledge receipt and request you to take the same in your records.

Thanking you,

Yours faithfully,
For MPS Infotecnics Limited

A handwritten signature in black ink, appearing to read 'Garima Singh', written over a circular purple stamp.

Garima Singh
Company Secretary &
Compliance Officer



Corporate Office : B-55, Sector - 65, Noida (U.P.)-201301

Ph: +91-0120-4713900, Fax: +91-0120-4324040

Regd. Office : 703, Arunachal Building,
19, Barakhamba Road, New Delhi-1

Ph.: 011-43571044, Fax: 011-43571047

E-mail : info@viseshinfo.com

MPS INFOTECNICS LIMITED


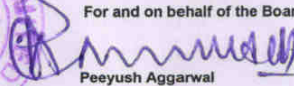
CIN: L30007DL1989PLC131190

Regd. Office : 703, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi 110 001
Statement of Un-audited Standalone Financial Results for the Quarter Ended 30th September 2018

(Rs. In Lacs)

Particulars	Quarter ended 30th September 2018	Quarter ended 30th June 2018	Quarter ended 30th September 2017	Year to date figures for the period ended 30th September 2018	Year to date figures for the period ended 30th September 2017	year ended 31st March 2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Revenue from operations	597.42	1,078.54	2,299.68	1,675.96	5,054.44	7,705.11
2 Other Income (Net)	0.13	0.18	0.88	0.31	2.20	685.87
3 TOTAL INCOME (1+2)	597.55	1,078.72	2,300.56	1,676.27	5,056.64	8,390.98
4 Expenses						
a) Cost of material consumed	-	-	-	-	-	-
b) Purchase of Stock in trade	584.76	1,059.99	2,287.10	1,644.75	5,001.65	7,622.44
c) Changes in inventories of finished goods, Work-in-Progress and Stock-in-trade	3.39	8.62	-	12.01	-	(8.62)
d) Employees Benefit Expenses	18.03	24.44	40.94	42.47	87.46	151.61
e) Finance Cost	15.26	14.91	10.31	30.17	198.04	321.17
f) Depreciation and amortization expense	37.41	37.42	29.09	74.83	55.72	162.53
g) Other expenses	25.11	25.93	44.51	51.04	85.28	142.03
TOTAL EXPENSES	683.96	1,171.31	2,411.95	1,855.27	5,428.15	8,391.15
5 Profit / (loss) before exceptional and extraordinary Items & Tax (3-4)	(86.41)	(92.59)	(111.38)	(179.00)	(371.50)	(0.18)
6 Exceptional items	-	-	-	-	-	-
7 Profit / (loss) before extraordinary items & Tax (5-6)	(86.41)	(92.59)	(111.38)	(179.00)	(371.50)	(0.18)
8 Prior Period Items	-	-	-	-	-	-
9 Extraordinary Items	-	-	(0.17)	-	3.46	-
9 Profit before Tax (7-8)	(86.41)	(92.59)	(111.21)	(179.00)	(374.96)	(0.18)
10 Tax Expenses						
(a) Current Tax	-	-	-	-	-	-
(b) Earlier years (Net)	-	-	-	-	-	(360.29)
(b) Deferred Tax	129.03	59.81	(9.12)	188.84	(17.40)	108.98
11 Profit / (Loss) for the period for continuing Operations (9-10)	(215.44)	(152.40)	(102.09)	(367.84)	(357.56)	251.13
12 Profit / (loss) from discontinuing operations	-	-	-	-	-	-
13 Tax expense from discontinuing operations	-	-	-	-	-	-
14 Profit / (loss) from discontinuing operations after Tax (12-13)	-	-	-	-	-	-
15 Profit / (Loss) for the period (11+14)	(215.44)	(152.40)	(102.09)	(367.84)	(357.56)	251.13
16 Other Comprehensive Income / (Expense)- net of tax	0.74	0.75	-	1.49	-	3.69
17 Total Comprehensive Income for the Period (15+16)	(214.70)	(151.65)	(102.09)	(366.35)	(357.56)	254.81
Paid-up Equity Shares (face value of Re. 1/- per Share)	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37
18 Earning per share						
a) Basic	(0.006)	(0.004)	(0.003)	(0.01)	(0.009)	0.007
b) Diluted	(0.006)	(0.004)	(0.003)	(0.01)	(0.009)	0.007
Unaudited Standalone Segment Information for the quarter and half year ended 30th September 2018						
Particulars	Quarter-ended 30th September 2018	Quarter ended 30th June 2018	Quarter ended 30th September 2017	Year to date figures for the period ended 30th September 2018	Year to date figures for the period ended 30th September 2017	year ended 31st March 2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Segment Revenue						
(Net sale / income from each segment should be disclosed under this head)						
a) IT Solutions & Products	-	10.92	58.22	10.92	114.87	196.55
b) IT Enabled Services	17.12	9.10	11.45	26.22	24.68	50.14
c) Telecommunications	580.30	1,058.52	2,230.02	1,638.82	4,914.89	7,458.43
Total	597.42	1,078.54	2,299.69	1,675.96	5,054.44	7,705.11
2 Segment Results Profit (+) / Loss (-) before tax and interest from each segment						
a) IT Solutions & Products	(0.55)	0.26	(1.54)	(0.29)	(3.12)	(3.24)
b) IT Enabled Services	4.37	0.14	1.90	4.51	3.38	4.13
c) Telecommunications	(33.34)	(37.06)	(79.52)	(70.40)	(119.46)	(186.41)
Total	(29.52)	(36.67)	(79.16)	(66.19)	(119.20)	(185.52)
Less: (i) Interest	15.26	14.91	10.31	30.17	198.04	321.17
(ii) Other un-allocable Expenditure net off	41.77	41.20	22.80	82.97	56.47	179.36
(iii) Un-allocable income	0.13	0.18	0.88	0.31	2.20	685.87
Total Profit before Tax	(86.41)	(92.59)	(111.38)	(179.00)	(371.50)	(0.18)



3	Capital Employed: Since Fixed Assets used in the company's business cannot be specifically identified with any of the reportable segments as these are used interchangeably among segments, hence segment wise disclosure on capital employed has not been furnished.
NOTES:	
(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, 2018
(2)	Financial results for all the periods have been prepared in accordance with the recognition and measurement principles of IND AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
(3)	The figures of the previous periods have been re-cast / re-grouped / re-arranged wherever necessary in conformity with the requirements of the revised schedule III, of the Companies Act, 2013.
(4)	In the AGM held on 29th September 2018, M/s. Nemani Garg Aggarwal & Co., Chartered Accountants were appointed as the Statutory Auditors of the Company. M/s. Nemani Garg Aggarwal & Co., Statutory Auditors have not reviewed the previous period financial results of the Company. M/s. Nemani Garg Aggarwal & Co., has relied upon the financial results of the previous quarters / period reviewed by the erstwhile auditors of the Company.
(5)	The qualifications made by the Auditors in their Audit Report on the accounts of the Company for the year ended 31st March 2017, explanation of the Board thereon and undated position as on date are as under:
	Auditors' Qualification: (a) The Company has shown in the Balance Sheet, Bank Balance in Banco Efisa (Lisbon, Portugal) amounting to Rs. 350,955,439/- (In USD 8,883,210.75) Which the bank has adjusted and the matter is in court of Law. Consequently the Bank balance show in the balance Sheet is overstated by Rs. 350,977,439/-
	(b) The Company has increased its Authorised Capital fro Rs. 52.45 Crores to Rs. 377.50 crores during the period from FY 2010-11 to FY 2012-13, RoC fees towards the same stands payable, under the head other current liabilities in the Financial Statements.
	(c) All statutory dues have generally been deposited with the appropriate authorities except Income Tax payable for AY-2013-14 amounting to Rs. 2.73 crores.
	Explanation: (a) As regards auditors qualification at S.No. 6(a) the company has filed a civil suit bearing No. 2446/12.2TVLSB before the 10th Lower Court of Lisbon, Portugal. The Company has no additional explanation to offer. In view of the matter being sub-judice.
	(b) As regards auditors' qualification at Serial No. 6(b), it is submitted that the company has filed a writ petition bearing no. WP (C) 5199/2015 before the Hon'ble Delhi High Court challenging the applicability of provisions prescribed under para 3 of table B under registration of offices and fees rules 2014. The matter is presently pending before the Hon'ble Delhi High Court hence the company has no additional explanation to offer.
	(c) Provisions has already been made in the Books of accounts for the amount of Income Tax payable for the AY 2013-14. As such this liability has no further impact on the profits / retained earnings of the reported period of the Company.
(5)	In exercise of powers given by SEBI vide letter reference SEBI/HO/ISD/OW/P/2017/26891 dated November, 2, 2017, the National Stock Exchange Vide interim order dated 10th January 2018, modified the actions envisaged in SEBI's letter dated August 7, 2017 and directed trading in securities of the Company as it stood prior to issuance of letter dated August 7, 2017 by SEBI; National Stock Exchange of India to appoint an independent forensic auditor; the promoters and directors of the company are permitted to buy the securities of the company. The shares held by the promoters and directors in the company shall not be allowed to be transferred for sale by depositories.
	<div style="display: flex; justify-content: space-between; align-items: center;"> <div style="text-align: left;"> <p>Place: New Delhi Date: 14th November 2018</p> </div> <div style="text-align: right;">  <p>For and on behalf of the Board  Peeyush Aggarwal Chairman</p> </div> </div>

MPS INFOTECNICS LIMITED

CIN: L30007DL1989PLC131190

Regd. Office : 703, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi 110 001

Statement of Un-audited Standalone Financial Results for the Quarter Ended 30th September 2018

(Rs. In Lacs)

	Particulars	As at 30th September 2018	As at 31st March 2018
		Un-audited	Audited
ASSETS			
Non-current assets			
	Property, Plant and Equipments	2.49	2.45
	Capital-work-in-progress	-	-
	Investment Property	-	-
	Intangible Assets	2,944.82	3,019.59
	Intangible Assets under Development	5,644.40	5,644.40
	Financial Assets		-
	- Investments	6,174.85	6,174.85
	- Loans	-	-
	- Other Financial Assets	-	-
	Deferred Tax Assets (Net)	-	-
	Other Non-current Assets	22,359.23	22,358.99
	Total Non-current Assets	37,125.78	37,200.29
Current Assets			
	- Inventories	6,219.71	6,231.72
	- Financial Assets	-	-
	- Trade Receivables	1,537.60	2,191.72
	- Cash & Cash Equivalents - Owned Fund	4.50	3.58
	- Bank Balances & Loans	3,486.25	3,491.75
	- Other Financial Assets	-	-
	Current Assets (Net)		-
	Other Current Assets	356.21	368.65
	Total Current Assets	11,604.27	12,287.43
	Total Assets	48,730.05	49,487.71
EQUITY & LIABILITIES			
	Equity Share Capital	37,744.37	37,744.37
	Other Equity	7,118.78	7,485.12
	Total Equity	44,863.14	45,229.49
LIABILITIES			
Non-current Liabilities			
	Financial Liabilities	-	-
	Borrowings	189.59	171.20
	Deferred Tax Liability (Net)	457.55	268.71
	Other Non-current Liabilities	-	-
		647.15	439.90
Current Liabilities			
	Financial Liabilities	-	-
	Borrowings	2,056.72	2,057.27
	Trade & Other Payables		
	- Total outstanding dues of micro enterprises and small enterprises	-	-
	- Total outstanding dues of creditors other than micro enterprises and small creditors	301.68	529.42
	Other Financial Liabilities	-	-
	Provisions	52.21	51.90
	Other Current Liabilities	809.16	1,179.73
	Current Tax Liabilities	-	-
	Total Current Liabilities	3,219.77	3,818.32
	Total Equity and Liabilities	48,730.05	49,487.71



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CIN: L30007DL1989PLC131190

Regd. Office : 703, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi 110 001
Statement of Un-audited Consolidated Financial Results for the Quarter Ended 30th September 2018

(Rs. In Lacs)

Particulars	Quarter ended 30th September 2018	Quarter ended 30th June 2018	Quarter ended 30th September 2017	Year to date figures for the period ended 30th September 2018	Year to date figures for the period ended 30th September 2017	year ended 31st March 2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Revenue from operations	597.42	1,078.54	2,255.34	1,675.96	5,063.76	7,776.73
2 Other Income (Net)	0.13	0.18	0.88	0.31	2.20	685.87
3 TOTAL INCOME (1+2)	597.55	1,078.72	2,256.23	1,676.27	5,065.97	8,462.60
4 Expenses						
a) Cost of material consumed	-	-	-	-	-	-
b) Purchase of Stock in trade	584.76	1,059.99	2,243.23	1,644.75	5,010.78	7,693.19
c) Changes in inventories of finished goods, Work-in-Progress and Stock-in-trade	3.39	8.62	-	12.01	-	(8.62)
d) Employees Benefit Expenses	18.03	24.44	40.94	42.47	87.46	151.61
e) Finance Cost	15.26	14.91	10.31	30.17	198.04	321.17
f) Depreciation and amortization expense	37.41	37.42	29.09	74.83	55.72	162.53
g) Other expenses	25.11	25.93	44.09	51.04	85.51	143.29
TOTAL EXPENSES	683.96	1,171.31	2,367.65	1,855.27	5,437.50	8,463.16
5 Profit / (loss) before exceptional and extraordinary items & Tax (3-4)	(86.41)	(92.59)	(111.42)	(179.00)	(371.53)	(0.56)
6 Exceptional items	-	-	-	-	-	-
7 Profit / (loss) before extraordinary items & Tax (5-6)	(86.41)	(92.59)	(111.42)	(179.00)	(371.53)	(0.56)
Prior Period Items	-	-	-	-	-	-
8 Extraordinary Items	-	-	(0.17)	-	3.46	-
9 Profit before Tax (7-8)	(86.41)	(92.59)	(111.25)	(179.00)	(374.99)	(0.56)
10 Tax Expenses						
(a) Current Tax	-	-	-	-	-	-
(b) Earlier years (Net)	-	-	-	-	-	360.29
(b) Deferred Tax	129.03	59.81	(9.12)	188.84	(17.40)	(108.98)
11 Profit / (Loss) for the period for continuing Operations (9-10)	(215.44)	(152.40)	(102.13)	(367.84)	(357.59)	250.74
12 Profit / (loss) from discontinuing operations	-	-	-	-	-	-
13 Tax expense from discontinuing operations	-	-	-	-	-	-
14 Profit / (loss) from discontinuing operations after Tax (12-13)	-	-	-	-	-	-
15 Profit / (Loss) for the period (11+14)	(215.44)	(152.40)	(102.13)	(367.84)	(357.59)	250.74
16 Other Comprehensive Income / (Expense)- net of tax	0.74	0.75	-	1.49	-	3.69
17 Total Comprehensive Income for the Period (15+16)	(214.70)	(151.65)	(102.13)	(366.35)	(357.59)	254.43
Paid-up Equity Shares (face value of Re. 1/- per Share)	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37
18 Earning per share						
a) Basic	(0.006)	(0.004)	(0.003)	(0.010)	(0.009)	0.007
b) Diluted	(0.006)	(0.004)	(0.003)	(0.010)	(0.009)	0.007
Unaudited Consolidated Segment information for the quarter and half year ended 30th September 2018						
Particulars	Quarter ended 30th September 2018	Quarter ended 30th June 2018	Quarter ended 30th September 2017	Year to date figures for the period ended 30th September 2018	Year to date figures for the period ended 30th September 2017	year ended 31st March 2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Segment Revenue						
(Net sale / income from each segment should be disclosed under this head)						
a) IT Solutions & Products	-	10.92	58.22	10.92	114.87	196.55
b) IT Enabled Services	17.12	9.10	11.45	26.22	24.68	50.14
c) Telecommunications	580.30	1,058.52	2,185.67	1,638.82	4,924.21	7,530.04
Total	597.42	1,078.54	2,255.34	1,675.96	5,063.76	7,776.73
2 Segment Results Profit (+) / Loss (-) before tax and interest from each segment						
a) IT Solutions & Products	(0.55)	0.26	(1.54)	(0.29)	(3.12)	(3.24)



b)	IT Enabled Services	4.37	0.14	1.90	4.51	3.38	4.13
c)	Telecommunications	(33.34)	(37.06)	(79.56)	(70.40)	(119.49)	(186.80)
	Total	(29.52)	(36.67)	(79.20)	(66.18)	(119.23)	(185.91)
	Less: (i) Interest	15.26	14.91	10.31	30.17	198.04	321.17
	(ii) Other un-allocable Expenditure net off	41.77	41.20	22.80	82.97	56.47	179.36
	(iii) Un-allocable income	0.13	0.18	0.88	0.31	2.20	685.87
	Total Profit before Tax	(86.41)	(92.59)	(111.42)	(179.00)	(371.53)	(0.56)

3 Capital Employed: Since Fixed Assets used in the company's business cannot be specifically identified with any of the reportable segments as these are used interchangeably among segments, hence segment wise disclosure on capital employed has not been furnished.

NOTES:

- (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, 2018
- (2) The Statutory Auditors have carried out Limited Review of the financial results for the quarter ended 30th September 2018.
- (2) Financial results for all the periods have been prepared in accordance with the recognition and measurement principles of IND AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
- (3) The figures of the previous periods have been re-cast / re-grouped / re-arranged wherever necessary in conformity with the requirements of the revised schedule III, of the Companies Act, 2013.
- (4) Pursuant to the provisions of the Listing Regulations, 2015, the Management has decided to publish consolidated Un-audited financial results in the newspapers. However, the standalone un-audited financial results will be made available on the Company's website at www.mpsinfotec.com.

Particulars	Quarter ended			Half Year ended		Year ended
	30-Sep-2018 (Un-audited)	30-June-2018 (Un-audited)	30-Sep-2017 (Un-audited)	30-sep-2018 (Un-audited)	30-Sep-2017 (Un-audited)	31-Mar-18
Net Sales	597.42	1,078.54	2,299.68	1,675.96	5,054.44	7,705.11
Profit before Tax	(86.41)	(92.59)	(111.38)	(179.00)	(371.50)	(0.18)
Profit after Tax	(215.44)	(152.40)	(102.09)	(367.84)	(357.56)	251.13

- (5) In the AGM held on 29th September 2018, M/s. Nemani Garg Aggarwal & Co., Chartered Accountants were appointed as the Statutory Auditors of the Company. M/s. Nemani Garg Aggarwal & Co., Statutory Auditors have not reviewed the previous period financial results of the Company. M/s. Nemani Garg Aggarwal & Co., has relied upon the financial results of the previous quarters / period reviewed by the erstwhile auditors of the Company.
- (6) The qualifications made by the Auditors in their Audit Report on the accounts of the Company for the year ended 31st March 2017, explanation of the Board thereon and undated position as on date are as under:

Auditors' Qualification: (a) The Company has shown in the Balance Sheet, Bank Balance in Banco Efisa (Lisbon, Portugal) amounting to Rs. 350,955,439/- (In USD 8,883,210.75) Which the bank has adjusted and the matter is in court of Law. Consequently the Bank balance show in the balance Sheet is overstated by Rs. 350,977,439/-

(b) The Company has increased its Authorised Capital fro Rs. 52.45 Crores to Rs. 377.50 crores during the period from FY 2010-11 to FY 2012-13, RoC fees towards the sane stands payable, under the head other current liabilities in the Financial Statements.

(c) All statutory dues have generally been deposited with the appropriate authorities except Income Tax payable for AY-2013-14 amounting to Rs. 2.73 crores.

Explanation: (a) As regards auditors qualification at S.No. 6(a) the company has filed a civil suit bearing No. 2446/12.2TVLSB before the 10th Lower Court of Lisbon, Portugal. The Company has no additional explanation to offer. In view of the matter being sub-judice.

(b) As regards auditors' qualification at Serial No. 6(b), it is submitted that the company has filed a writ petition bearing no. WP (C) 5199/2015 before the Hon'ble Delhi High Court challenging the applicability of provisions prescribed under para 3 of table B under registration of offices and fees rules 2014. The matter is presently pending before the Hon'ble Delhi High Court hence the company has no additional explanation to offer.

(c) Provisions has already been made in the Books of accounts for the amount of Income Tax payable for the AY 2013-14. As such this liability has no further impact on the profits / retained earnings of the reported period of the Company.
- (7) In exercise of powers given by SEBI vide letter reference SEBI/HO/ISD/OW/P/2017/26891 dated November, 2, 2017, the National Stock Exchange Vide interim order dated 10th January 2018, modified the actions envisaged in SEBI's letter dated August 7, 2017 and directed trading in securities of the Company as it stood prior to issuance of letter dated August 7, 2017 by SEBI; National Stock Exchange of India to appoint an independent forensic auditor; the promoters and directors of the company are permitted to buy the securities of the company. The shares held by the promoters and directors in the company shall not be allowed to be transferred for sale by depositories.

Place: New Delhi
Date: 14th November 2018



For and on behalf of the Board
Peeyush Aggarwal
Chairman

MPS INFOTECNICS LIMITED

CIN: L30007DL1989PLC131190

Regd. Office : 703, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi 110 001

Statement of Un-audited Consolidated Financial Results for the Quarter Ended 30th September 2018

(Rs. In Lacs)

	Particulars	As at 30th September 2018	As at 31st March 2018
		Un-audited	Audited
ASSETS			
Non-current assets			
	Property, Plant and Equipments	2.49	2.45
	Capital-work-in-progress	0	-
	Investment Property	0	-
	Goodwill	6169.11	6,169.11
	Intangible Assets	2944.82	3,019.59
	Intangible Assets under Development	5644.4	5,644.40
	Financial Assets		
	- Investments	0.04	0.04
	- Loans	0	-
	- Other Financial Assets	0	-
	Deferred Tax Assets (Net)	0	-
	Other Non-current Assets	22368.32	22,367.48
	Total Non-current Assets	37,129.18	37,203.07
Current Assets			
	- Inventories	6219.71	6,231.72
	- Financial Assets	0	-
	- Trade Receivables	3124.82	3,614.78
	- Cash & Cash Equivalents - Owned Fund	8.17	6.87
	- Bank Balances & Loans	3486.38	3,491.88
	- Other Financial Assets	0	-
	Current Assets (Net)	12,839.08	13,345.25
	Other Current Assets	376.43	387.06
	Total Current Assets	13,215.51	13,732.30
	Total Assets	50,344.69	50,935.37
EQUITY & LIABILITIES			
	Equity Share Capital	37,744.37	37,744.37
	Other Equity	7851.04	8,141.02
	Total Equity	45,595.41	45,885.38
LIABILITIES			
Non-current Liabilities			
	Financial Liabilities	0	-
	Borrowings	189.59	171.20
	Deferred Tax Liability (Net)	457.55	268.71
	Other Non-current Liabilities	0	-
		647.14	439.90
Current Liabilities			
	Financial Liabilities		
	Borrowings	2056.72	2,057.27
	Trade & Other Payables		
	- Total outstanding dues of micro enterprises and small enterprises		
	- Total outstanding dues of creditors other than micro enterprises and small creditors	1160.31	1,299.24
	Other Financial Liabilities	0	-
	Provisions	57.46	56.61
	Other Current Liabilities	827.65	1,196.97
	Current Tax Liabilities	0	-
	Total Current Liabilities	4,102.14	4,610.09
	Total Equity and Liabilities	50,344.69	50,935.37



NEMANI GARG AGARWAL & CO.

CHARTERED ACCOUNTANTS

**1517, DEVIKA TOWER, 6, NEHRU PLACE,
NEW DELHI- 110 019.**

& Ch. No.5, Kamadgiri Aptt., Kaushambi, Ghaziabad-201010

Tel.-011-26448022/33;0120-4374727

Email ID: sknemani@sknemani.com,nemani61@gmail.com

Auditor's Report on Quarterly Consolidated Financial Results and Consolidated Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of
MPS Infotecnics Limited
(formerly Visesh Infotecnics Limited)

We have audited the quarterly consolidated financial results of M/S. MPS Infotecnics Limited (formerly Visesh Infotecnics Limited) for the quarter and half year ended 30th September 2018 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These consolidated quarterly financial results as well as the consolidated year to date financial results have been prepared from consolidated interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), mandated under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements of the three (3) subsidiaries included in the consolidated quarterly financial results, whose consolidated interim financial statements reflect total revenue of Rs. Nil as at 30th September 2018. These interim financial statements and other financial information have been audited by other auditors whose report(s) has/have been furnished to us, and our opinion on the quarterly financial results and the year to date results, to the extent they have been derived from such interim financial statements is based solely on the report of such other auditors.

In our opinion and to the best of our information and according to the explanations given to us these consolidated quarterly financial results as well as the consolidated year to date results:



NEMANI GARG AGARWAL & CO.

**CHARTERED ACCOUNTANTS
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- (i) include the quarterly financial results and year to date of the following entities (list of entities included in consolidation);
- (ii) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (iii) give a true and fair view of the consolidated net profit/loss and other financial information for the quarter ended 30th September 2018 as well as the consolidated year to date results for the period from 1st April 2018 to 30th September 2018.
- (iv) That we were appointed as Statutory Auditors of the company in their AGM held on 29th September 2018. We have relied upon the reports of the erstwhile Auditors of the Company for the previous periods / quarters.

**For Nemani Garg Agarwal & Co.
Chartered Accountants
Firm Reg. No. 010192N**



**S.K. Nemani
Partner
M.No. 085199**



Place: New Delhi
Date: 14th November, 2018

NEMANI GARG AGARWAL & CO.

CHARTERED ACCOUNTANTS

**1517, DEVIKA TOWER, 6, NEHRU PLACE,
NEW DELHI- 110 019.**

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To,
The Board of Directors
MPS Infotecnic Limited
(formerly Visesh Infotecnic Ltd.)

We have reviewed the accompanying statement of standalone & consolidated unaudited financial results of MPS Infotecnic Limited (formerly known as Visesh Infotecnic Limited) for the quarter and half year ended 30th September 2018. 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 provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Basis of Qualified conclusion

The Company has shown in the balance sheet, bank balance in Banco Effisa (Lisbon Portugal) amounting to Rs. 347,892,163/- (in USD8883210.75) which the Bank has adjusted and the matter is in court of law. Consequently the bank balance shown in balance sheet is overstated by Rs.347,892,163/-. The Company has increased its authorized capital from Rs.52.45 crores to Rs. 377.50 crores during the period from FY 2010-11 to FY 2012-13, ROC fees of Rs. 5.13 crores toward the same stands payable, under the head "other Current Liabilities" in the Financial Statements.

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 Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For Nemani Garg Agarwal & Co.
Chartered Accountants
Firm Reg. No. 010192N**

S.K. Nemani
Partner
M.No. 085199



Place: New Delhi
Date: 14th November, 2018