

**Limited Review Report to
The Board of Directors
Microsec Financial Services Limited**

1. We have reviewed the accompanying statement of standalone unaudited financial results of Microsec Financial Services Limited ('the Company') for the quarter ended September 30, 2013 (the "Statement"), 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 reviewed by us. 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 the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity 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 Statement is 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.
3. *The Company has exceeded the limits of the concentration of credit/investment norms as provided in paragraph 18 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 (as amended), in order to become Core Investment Company (CIC). The Company has already applied to the Reserve Bank of India seeking exemption from complying with the aforesaid norms to become a CIC and pending such exemption, we are unable to comment on the possible effects of the above on the financial results.*

In respect of above, our audit report for the year ended 31st March, 2013 and review report for the previous quarter ended 30th June, 2013 was similarly modified.
4. Based on our review conducted as above, *except for the possible effects of our observations stated in paragraph 3 above* nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited standalone financial results prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", notified under the provisions of the Companies Act, 1956 and other recognised 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 S.R. BATLIBOI & CO. LLP
ICAI Firm Registration Number: 301003E
Chartered Accountants



per Bhaswar Sarkar

Partner

Membership No.:55596

Place : Kolkata

Date: 11th November, 2013

Microsec Financial Services Limited

Regd. Office : 1st Floor, Shivam Chambers, 53, Syed Amir Ali Avenue, Kolkata - 700 019



Part - I

STATEMENT OF CONSOLIDATED UNAUDITED RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER, 2013

(Rs. in Lacs except for EPS)

Particulars	Quarter Ended			Half Year Ended		Year Ended
	30-Sep-13	30-Jun-13	30-Sep-12	30-Sep-13	30-Sep-12	31-Mar-13
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 INCOME FROM OPERATIONS						
(a) Income from Operations (Refer Note 1)	4,346.60	3,468.56	1,256.51	7,815.16	2,375.82	4,505.81
(b) Other Operating Income	-	-	-	-	-	-
Total Income from Operations (Net)	4,346.60	3,468.56	1,256.51	7,815.16	2,375.82	4,505.81
2 EXPENSES						
(a) Purchase of stock in trade (Refer Note 1)	3,665.63	5,365.00	-	9,030.63	-	72.00
(b) Changes in inventories of stock in trade (Refer Note 1)	(25.60)	(2,518.00)	-	(2,543.60)	-	(72.00)
(c) Employee benefit expense	408.56	401.07	397.13	809.63	809.41	1,571.61
(d) Depreciation and Amortization expense	45.78	42.37	43.38	88.15	84.86	170.25
(e) Provision for diminution in investments	-	14.30	-	14.30	-	265.40
(f) Other Expenditure	395.92	388.43	304.42	784.35	544.78	1,376.26
Total Expenses	4,490.29	3,693.17	744.93	8,183.46	1,439.05	3,383.52
3 Profit / (Loss) from Operations before other income, finance costs (1 - 2)	(143.69)	(224.61)	511.58	(368.30)	936.77	1,122.29
4 Other Income	98.74	100.67	57.54	199.41	116.57	256.63
5 Profit / (Loss) before finance costs (3 + 4)	(44.95)	(123.94)	569.12	(168.89)	1,053.34	1,378.92
6 Finance Costs	13.79	13.48	29.19	27.27	45.27	113.68
7 Profit / (Loss) before tax (5 - 6)	(58.74)	(137.42)	539.93	(196.16)	1,008.07	1,265.24
8 Tax Expense						
(a) Current Tax	8.13	7.12	147.43	15.25	291.23	325.08
(b) Excess provision for taxation no longer required written back	(36.08)	-	-	(36.08)	-	-
(c) Deferred Tax	18.90	16.17	13.15	35.07	27.94	62.10
9 Net Profit / (Loss) after tax (7 - 8)	(49.69)	(160.71)	379.35	(210.40)	688.90	878.06
10 Share of Profit / (Loss) of Associate	-	-	(29.18)	-	(43.06)	(57.06)
11 Minority Interest	3.85	3.46	-	7.31	-	1.40
12 Net Profit / (Loss) after taxes, minority interest and share of loss of Associate	(53.54)	(164.17)	350.17	(217.71)	645.84	819.60
13 Paid up Equity Share Capital (Face Value per share Rs.10)	3,181.05	3,181.05	3,181.05	3,181.05	3,181.05	3,181.05
14 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year						24,465.04
15 Earnings per share (Basic and Diluted)	(0.17)*	(0.52)*	1.10*	(0.68)*	2.03*	2.58

* Not annualised

Note 1 - The below noted items in Part-I above includes the following figures relating to liquid scheme of Mutual Fund by one of the subsidiary in the respective reporting periods :-

Particulars	Quarter Ended			Half Year Ended		Year Ended
	30-Sep-13	30-Jun-13	30-Sep-12	30-Sep-13	30-Sep-12	31-Mar-13
1(a) Income from Operations	3,695.53	2,889.85	-	6,585.38	-	-
2(a) Purchase of stock in trade	3,630.00	5,365.00	-	8,995.00	-	72.00
2(b) Changes in inventories of stock in trade	10.00	(2,518.00)	-	(2,508.00)	-	(72.00)

Part - II

SELECT INFORMATION FOR THE QUARTER ENDED 30TH SEPTEMBER, 2013

Particulars	Quarter Ended			Half Year Ended		Year Ended
	30-Sep-13	30-Jun-13	30-Sep-12	30-Sep-13	30-Sep-12	31-Mar-13
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
A PARTICULARS OF SHAREHOLDING						
1 Public Shareholding						
- Number of Shares	9,832,187	10,998,766	11,976,700	9,832,187	11,976,700	11,207,365
- Percentage of Shareholding	30.91%	34.58%	37.65%	30.91%	37.65%	35.23%
2 Promoters and Promoter Group Shareholding						
a) Pledged/Encumbered						
Number of Shares	Nil	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total share capital of the Company)	Nil	Nil	Nil	Nil	Nil	Nil
b) Non-encumbered						
Number of Shares	21,978,313	20,811,734	19,833,800	21,978,313	19,833,800	20,603,135
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
Percentage of Shares (as a % of the total share capital of the Company)	69.09%	65.42%	62.35%	69.09%	62.35%	64.77%



Particulars		Quarter ended 30-Sep-13
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 financial results are summarised below and also available on the Company's website: www.microsec.in

(Rs. in Lacs)

Particulars	Quarter Ended			Half Year Ended		Year Ended
	30-Sep-13	30-Jun-13	30-Sep-12	30-Sep-13	30-Sep-12	31-Mar-13
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Gross Revenue	60.55	70.58	459.79	131.13	911.68	1,789.85
Profit / (Loss) before Tax	(3.45)	2.19	361.72	(1.26)	752.38	1,291.69
Profit / (Loss) after Tax	(6.12)	(2.20)	246.75	(8.32)	511.28	976.23

UNAUDITED CONSOLIDATED SEGMENT REVENUE, RESULTS AND CAPITAL EMPLOYED UNDER CLAUSE 41 OF THE LISTING AGREEMENT

(Rs. in Lacs)

Particulars	Quarter Ended			Half Year Ended		Year Ended
	30-Sep-13	30-Jun-13	30-Sep-12	30-Sep-13	30-Sep-12	31-Mar-13
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Segment Revenue						
(a) Financial Services	4,344.67	3,468.56	1,256.51	7,813.23	2,375.82	4,505.81
(b) Digital Media of Consumer Engagement (www.foreseegame.com)	1.90	-	-	1.90	-	-
(c) Digital Pharmacy & Healthcare Store (www.sastasundar.com)	0.03	-	-	0.03	-	-
Total	4,346.60	3,468.56	1,256.51	7,815.16	2,375.82	4,505.81
Less : Inter Segment Revenue	-	-	-	-	-	-
Income from Operations	4,346.60	3,468.56	1,256.51	7,815.16	2,375.82	4,505.81
2 Segment Results						
Profit / (Loss) before Finance Costs and Tax						
(a) Financial Services	200.85	89.82	494.49	290.67	930.21	1,393.57
(b) Digital Media of Consumer Engagement (www.foreseegame.com)	(245.07)	(214.47)	-	(459.54)	-	(39.93)
(c) Digital Pharmacy & Healthcare Store (www.sastasundar.com)	(9.21)	(1.97)	-	(11.18)	-	(4.35)
Total	(53.43)	(126.62)	494.49	(180.05)	930.21	1,349.29
Less:						
Finance Costs (Refer note 1)	-	-	-	-	-	-
Other unallocable expenditure net of unallocable income	5.31	10.80	(45.44)	16.11	(77.86)	84.05
Profit / (Loss) before tax	(58.74)	(137.42)	539.93	(196.16)	1,008.07	1,265.24
3 Capital Employed						
(Segment Assets - Segment Liabilities)						
(a) Financial Services	21,180.43	21,041.21	24,707.98	21,180.43	24,707.98	21,239.64
(b) Digital Media of Consumer Engagement (www.foreseegame.com)	2,130.27	2,397.87	-	2,130.27	-	2,401.60
(c) Digital Pharmacy & Healthcare Store (www.sastasundar.com)	2,137.86	2,093.77	-	2,137.86	-	2,078.82
(d) Unallocated	1,998.53	1,963.93	2,764.35	1,998.53	2,764.35	1,937.43
Total	27,447.09	27,496.78	27,472.33	27,447.09	27,472.33	27,657.49

Notes :

1. Finance Costs pertaining to the segments having operations which are primarily of financial nature has been considered as part of segment results and not disclosed separately.

2 (i) Business Segments :

The Company has identified the following as business segments :

(a) Financial Services - mainly consists of financing of loans and investment in shares and securities, financial consultancy, debt syndication, Brokerage (Equity, Commodities and Currency including Depository Services), insurance broking, financial planning and distribution services.

(b) Digital Media of Consumer Engagement (www.foreseegame.com) - includes activities under foreseegame.com.

(c) Digital Pharmacy & Healthcare Store (www.sastasundar.com) - includes activities for food processing, preservation and marketing of healthcare products through e-commerce portal www.sastasundar.com.

(ii) Geographical Segments : The Company operates in only one geographical segment i.e. "within India" and no separate information for geographical segment has been given.



CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

(Rs. In Lacs)

Particulars	As at 30-Sep-13 (Unaudited)	As at 31-Mar-13 (Audited)
A EQUITY AND LIABILITIES		
1 Shareholders' Funds		
(a) Share Capital	3,181.05	3,181.05
(b) Reserves & Surplus	24,247.32	24,465.04
Sub Total - Shareholders' Funds	27,428.37	27,646.09
2 Minority Interest	18.71	11.40
3 Non - Current Liabilities		
(a) Deferred Tax Liabilities (net)	311.03	283.94
(b) Long-term Provisions	84.67	84.15
Sub Total - Non-current Liabilities	395.70	368.09
4 Current Liabilities		
(a) Short-term borrowings	152.11	291.35
(b) Trade Payables	1,547.80	838.03
(c) Other current liabilities	962.57	781.47
(d) Short-term provisions	77.90	96.07
Sub Total - Current Liabilities	2,740.38	2,006.92
Total - Equity and Liabilities	30,583.16	30,032.50
B. ASSETS		
1 Non-current assets		
(a) Fixed Assets	4,816.38	4,535.84
(b) Goodwill on Consolidation	5,738.52	5,736.65
(c) Non-current Investments	2,028.97	2,144.63
(d) Deferred Tax Assets (net)	27.21	35.20
(e) Long-term loans and advances	2,706.95	2,233.03
(f) Other non current assets	815.35	1,005.88
Sub Total - Non-Current Assets	16,133.38	15,691.23
2 Current assets		
(a) Current Investments	2,024.26	4,275.80
(b) Inventories	2,615.60	72.00
(c) Trade Receivables	1,048.64	770.70
(d) Cash, Cash Equivalents and Other Bank Balances	4,228.85	2,788.57
(e) Short-term Loans and Advances	4,379.18	6,346.58
(f) Other Current Assets	153.25	87.62
Sub Total - Current Assets	14,449.78	14,341.27
Total - Assets	30,583.16	30,032.50



Notes:

1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 11th November, 2013.
2. The Statutory Auditors have carried out the "Limited Review" of the results of the Stand -alone Company for the quarter ended 30th September, 2013.
3. The Statutory Auditors in their limited review report for the year ended 31st March, 2013 and subsequent limited review reports for the quarter ended 30th June, 2013 has commented regarding concentration of credit / investment norms as provided in paragraph 18 of Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 (as amended), having exceeded the limits provided therein, in order to become a Core Investment Company (CIC). The Company has already applied to the Reserve Bank of India (RBI) seeking exemption from complying with the aforesaid norms to become a CIC and is hopeful to receive the exemption in the aforesaid matter. Further, the Company has also written a letter to RBI seeking clarification on application for CIC.
4. Figures for the previous periods have been regrouped/ rearranged where necessary.

Place: Kolkata
Date: 11th November, 2013



For Microsec Financial Services Limited


B.L.Mittal
Chairman cum Managing Director

Microsec Financial Services Limited

Regd. Office : 1st Floor, Shivam Chambers, 53, Syed Amir Ali Avenue, Kolkata - 700 019



Part - I

STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER, 2013

(Rs. In Lacs except for EPS)

Particulars	Quarter Ended			Half Year Ended		Year Ended
	30-Sep-13	30-Jun-13	30-Sep-12	30-Sep-13	30-Sep-12	31-Mar-13
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 INCOME FROM OPERATIONS						
(a) Income from Operations	7.68	18.87	458.28	26.55	908.71	1,776.72
(b) Other Operating Income	50.00	50.00	-	100.00	-	-
Total Income from Operations (Net)	57.68	68.87	458.28	126.55	908.71	1,776.72
2 EXPENSES						
(a) Employee benefit expense	31.99	33.39	49.10	65.38	81.76	179.17
(b) Depreciation and amortization expense	8.81	8.68	- 9.75	17.49	19.24	38.71
(c) Advertisement and Publicity	5.88	5.77	3.15	11.65	4.46	18.33
(d) Loss on pre-matured recovery of debts	-	-	-	-	-	136.68
(e) Other Expenditure	17.32	20.41	31.35	37.73	48.89	120.08
Total Expenses	64.00	68.25	93.35	132.25	154.35	492.97
3 Profit / (Loss) from Operations before Other Income, finance costs (1 - 2)	(6.32)	0.62	364.93	(5.70)	754.36	1,283.75
4 Other Income	2.87	1.71	1.51	4.58	2.97	13.13
5 Profit / (Loss) before finance costs (3 + 4)	(3.45)	2.33	366.44	(1.12)	757.33	1,296.88
6 Finance Costs	-	0.14	4.72	0.14	4.95	5.19
7 Profit / (Loss) before tax (5 - 6)	(3.45)	2.19	361.72	(1.26)	752.38	1,291.69
8 Tax Expense						
(a) Current Tax	(0.28)	0.28	111.05	-	232.98	297.51
(b) Deferred Tax	2.95	4.11	3.92	7.06	8.12	17.95
9 Net Profit / (Loss) after tax (7 - 8)	(6.12)	(2.20)	246.75	(8.32)	511.28	976.23
10 Paid up Equity Share Capital (Face Value per share Rs.10)	3,181.05	3,181.05	3,181.05	3,181.05	3,181.05	3,181.05
11 Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year						19,272.73
12 Earnings per share (Basic and Diluted)	(0.02)*	(0.01)*	0.78*	-0.03*	1.61*	3.07

* Not annualised

Part - II

Particulars	Quarter Ended			Half Year Ended		Year Ended
	30-Sep-13	30-Jun-13	30-Sep-12	30-Sep-13	30-Sep-12	31-Mar-13
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
A PARTICULARS OF SHAREHOLDING						
1 Public Shareholding						
- Number of Shares	9,832,187	10,998,766	11,976,700	9,832,187	11,976,700	11,207,365
- Percentage of Shareholding	30.91%	34.58%	37.65%	30.91%	37.65%	35.23%
2 Promoters and Promoter Group Shareholding						
a) Pledged/Encumbered						
Number of Shares	Nil	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil	Nil
b) Non-encumbered						
Number of Shares	21,978,313	20,811,734	19,833,800	21,978,313	19,833,800	20,603,135
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
Percentage of Shares (as a % of the total share capital of the company)	69.09%	65.42%	62.35%	69.09%	62.35%	64.77%

Particulars	Quarter ended 30-Sep-13
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 STATEMENT OF ASSETS AND LIABILITIES

(Rs. in Lacs)

Particulars		As at 30-Sep-13 (Unaudited)	As at 31-Mar-13 (Audited)
A	EQUITY AND LIABILITIES		
1	Shareholders' Funds		
	(a) Share Capital	3,181.05	3,181.05
	(b) Reserves & Surplus	19,264.41	19,272.73
	Sub Total - Shareholders' Funds	22,445.46	22,453.78
2	Non - Current Liabilities		
	(a) Long Term Provisions	83.36	83.36
	(b) Other Long Term Liabilities	1,144.53	1,194.53
	Sub Total - Non-current Liabilities	1,227.89	1,277.89
3	Current Liabilities		
	(a) Short Term Borrowings	-	5.00
	(b) Trade Payables	6.03	37.18
	(c) Other current liabilities	4.10	5.30
	(d) Short-term provisions	58.80	68.64
	Sub Total - Current Liabilities	68.93	116.12
	Total - Equity and Liabilities	23,742.28	23,847.79
B.	ASSETS		
1	Non-current assets		
	(a) Fixed Assets	451.43	465.28
	(b) Non-current Investments	22,659.48	22,147.17
	(c) Deferred Tax Assets	23.77	30.83
	(d) Long-term loans and advances	90.58	84.98
	Sub Total - Non-Current Assets	23,225.26	22,728.26
2	Current assets		
	(a) Current Investments	40.05	800.00
	(b) Trade Receivables	0.05	4.25
	(c) Cash, Cash Equivalents and Other Bank Balances	415.78	163.02
	(d) Short-term Loans and Advances	59.11	150.95
	(e) Other Current Assets	2.03	1.31
	Sub Total - Current Assets	517.02	1,119.53
	Total - Assets	23,742.28	23,847.79



Notes:

1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on 8th November, 2013.
2. The Statutory Auditors have carried out the "Limited Review" of the results of the Stand -alone Company for the quarter ended 30th September, 2013.
3. The Statutory Auditors in their limited review report for the year ended 31st March, 2013 and subsequent limited review reports for the quarter ended 30th June, 2013 has commented regarding concentration of credit / investment norms as provided in paragraph 18 of Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 (as amended), having exceeded the limits provided therein, in order to become a Core Investment Company (CIC). The Company has already applied to the Reserve Bank of India (RBI) seeking exemption from complying with the aforesaid norms to become a CIC and is hopeful to receive the exemption in the aforesaid matter. RBI vide its letter dated 20th August, 2013 have advised the Company to comply with the CIC norms and submit the application with the RBI for registration as a CIC by 31st December, 2013.
4. The Company has only one reportable business segment, i.e., "Financial Services" and have only one reportable geographic segment in India.
5. Figures for the previous periods have been regrouped/ rearranged where necessary.

Place: Kolkata

Date: 11th November, 2013



For Microsec Financial Services Limited



A handwritten signature in black ink, appearing to read "B.L. Mittal".

B.L.Mittal

Chairman cum Managing Director