

VISESH INFOTECHNICS LIMITED

(An ISO 9001:2008 Company)

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

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2014

							Rs. in Lacs
S.No	Particulars	30.09.2014 (Unaudited)	30.06.2014 (Unaudited)	30.09.2013 (Unaudited)	30.09.2014 (Unaudited)	30.09.2013 (Unaudited)	31.03.2014 (Audited) Please refer to Note No. 4 & 5
1	Income from operations						
	(a) Net Sales/income from operations (Net of Excise duty)	7,356.32	8,519.91	8,175.47	15,876.23	16,986.21	
	(b) Other operating income	-	-	-	-	-	-
	Total income from operations (net)	7,356.32	8,519.91	8,175.47	15,876.23	16,986.21	-
2	Expenses						
	(a) Purchase of stock-in-trade	7,262.92	8,449.11	7,499.09	15,712.03	15,598.03	
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade (Increase)/ Decrease	-	-	-	-	-	-
	(c) Employees benefits expense	65.73	67.66	71.56	133.39	142.83	
	(d) Depreciation and amortisation expense	33.75	31.25	400.67	65.00	766.65	
	(e) Other expenses	53.09	56.74	71.88	109.83	128.08	
	Total Expenses	7,415.49	8,604.76	8,043.20	16,020.25	16,635.59	-
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	(59.17)	(84.85)	132.27	(144.02)	350.62	-
4	Other Income	3.99	112.77	5.99	116.76	6.76	
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	(55.18)	27.92	138.26	(27.26)	357.38	-
6	Finance Costs	30.81	30.95	73.33	61.76	146.61	
7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(85.99)	(3.03)	64.93	(89.02)	210.77	-
8	Exceptional items	-	-	-	-	-	-
9	Profit/(Loss) form ordinary activities before tax (7-8)	(85.99)	(3.03)	64.93	(89.02)	210.77	-
10	Tax expense: Current & Deferred	(12.30)	(8.66)	21.74	(20.96)	68.87	
11	Net Profit / (Loss) from ordinary activities	(73.69)	5.63	43.19	(68.06)	141.90	-
12	Extraordinary items	-	-	-	-	-	-
13	Net Profit for the period (11-12)	(73.69)	5.63	43.19	(68.06)	141.90	-
14	Minority Interest	-	-	-	-	-	-
15	Net Profit/(Loss) after Taxes, Minority Interest for the period (13-14)	(73.69)	5.63	43.19	(68.06)	141.90	-
16	Paid-up equity share capital of Rs. 10/- each	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37
17	Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	-	-	-
18	Earnings per share of Rs. 10/- each (not annualised)						
	(a) Basic	(0.0020)	0.0001	0.0011	(0.0018)	0.0038	
	(b) Diluted	(0.0020)	0.0001	0.0011	(0.0018)	0.0038	

Part-II

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For VISESH INFOTECHNICS LTD.

EXECUTIVE DIRECTOR

A PARTICULARS OF SHAREHOLDING							
1 Public shareholding							
a. Number of Shares	2027977283	2027977283	1994968362	2027977283	1994968362	1994968362	1994968362
b. Percentage of Shareholding	53.73%	53.73%	52.85%	53.73%	52.85%	52.85%	52.85%
Promoter and Promoter Group							
2 Shareholding							
a) Pledged / Encumbered							
- Number of Shares	788864667	788864667	788864667	788864667	788864667	788864667	788864667
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	45.17%	45.17%	44.33%	44.33%	44.33%	44.33%	44.33%
- Percentage of shares (as a % of the total share capital of the company)	20.90%	20.90%	20.90%	20.90%	20.90%	20.90%	20.90%
b.) Non-encumbered							
- Number of shares	957669560	957594705	990603626	957669560	990603626	990603626	990603626
- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	54.83%	54.83%	55.67%	54.83%	55.67%	55.67%	55.67%
- Percentage of shares (as a % of the total share capital of the company)	25.37%	25.37%	26.25%	25.37%	26.25%	26.25%	26.25%

Particulars

Quarter ended 30/09/2014

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 September 30, 2014

1. Segment Revenue							
(a) IT Solutions & Products	-	-	1,054.72	-	-	2,779.21	-
(b) IT Enabled Services	32.13	35.29	54.01	67.42	-	112.99	-
(c) Telecommunication	7,324.20	8,484.62	7,066.74	15,808.82	-	14,094.01	-
Total	7,356.32	8,519.91	8,175.47	15,876.23	-	16,986.21	-
Less: Inter Segment Revenue							
Net sales/Income From Operations	7,356.32	8,519.91	8,175.47	15,876.23	16,986.21	-	-
2. Segment Results (Profit before tax and interest from each segment)							
(a) IT Solutions & Products	-	-	305.00	-	-	699.16	-
(b) IT Enabled Services	8.16	8.94	24.82	17.10	-	49.01	-
(c) Telecommunication	(18.48)	(47.36)	429.33	(65.84)	-	614.46	-
Total	(10.32)	(38.42)	759.16	(48.74)	-	1,362.63	-
Less: (i) Interest	30.81	30.95	73.33	61.76	-	146.61	-
(ii) Other Un-allocable Expenditure	48.85	46.43	626.88	95.28	-	1,012.01	-
Add: (iii) Un-allocable income	3.99	112.77	5.99	116.76	-	6.76	-
Total Profit Before Tax	(85.99)	(3.03)	64.93	(89.02)	-	210.77	-

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:

- 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 11, 2014.
- Statutory Auditors of the Company have carried out the limited review of the financial results for the half year ended on 30th September 2014.
- 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:

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For VISESH INFOTECHNICS LTD.

EXECUTIVE DIRECTOR

Particulars	QUARTER ENDED			SIX MONTHS ENDED		YEAR
	30.09.2014 (Unaudited)	30.06.2014 (Unaudited)	30.09.2013 (Unaudited)	30.09.2014 (Unaudited)	30.09.2013 (Unaudited)	31.03.2014 (Audited) Refer Note No. 4 below
Net Sales	5,759.96	5,674.06	6,532.37	11,434.02	13,335.01	
Profit before tax	(94.12)	3.35	70.17	(90.77)	208.54	
Profit after tax	(81.82)	12.01	48.43	(69.81)	139.67	

4. The audited financials for the FY 2013-14 have not been incorporated in the Unaudited financial results for the half year ended on 30/09/2014 since the Directorate General of Central Excise Intelligence during search in the month of March 2014 has taken the Hard Disc containing Accounting and Financial Data for the FY 2013-14 consequently, the accounts for the FY 2013-14 could not be finalized and audited and therefore could not be published and submitted to the Stock Exchanges pursuant to clause 41 of the Listing Agreement. Since there has been delay in compliance of Clause 41 of the Listing Agreement, your company had requested the Stock Exchanges and SEBI for extending the time period for complying with submission of Audited Financial Results for the FY 2013-14. However, our request has not been acceded to, hence your company has preferred an appeal before the Securities and Appellate Tribunal and the matter is pending therein. On 6th November 2014, your company have received back the Hard Discs containing the accounting and financial data for the FY 2013-14 from the Directorate general of Central Excise Intelligence and we are now in the process of finalizing the accounts. We expect to finalize the accounts soon and get the same audited by the Statutory Auditors of the Company. As soon as the accounts for the FY 2013-14 are finalized and audited, the same would be published and submitted with the Stock Exchanges.
5. As stated in Note 3 above that the Directorate General of Central Excise Intelligence during search in the month of March 2014 has taken the Hard Disc containing Accounting and Financial Data for the FY 2013-14 consequently, the accounts for the FY 2013-14 could not be finalized and audited and hence the Annual General Meeting of the Company could not be held by 30th September, 2014. The Company had sought extension for holding the Annual General Meeting of the Company with the Ministry of Corporate Affairs. Your company had on 6th November 2014 received back the Hard Disc from the Directorate General of Central Excise Intelligence and we are now in the process of finalizing the accounts and get the same audited. As soon as the accounts are finalized and audited, we shall hold Annual General Meeting of the Company.
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 of the previous periods have been re-grouped / re-arranged wherever necessary.

By order of the Board
For **Vishesh Infotecnics Limited**
SD/-
Authorised Signatory

Place: New Delhi
Date : November 11, 2014

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For VISESH INFOTECNICS LTD.

EXECUTIVE DIRECTOR

VISESH INFOTECHNICS LIMITED

(An ISO 9001:2008 Company)

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

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2014

		QUARTER ENDED			SIX MONTHS ENDED		Rs. in Lacs
S.No	Particulars	30.09.2014 (Unaudited)	30.06.2014 (Unaudited)	30.09.2013 (Unaudited)	30.09.2014 (Unaudited)	30.09.2013 (Unaudited)	YEAR ENDED 31.03.2014 (Audited) Please refer to Note No. 3 & 4
1	Income from operations						
	(a) Net Sales/income from operations (Net of Excise duty)	5,759.96	5,674.06	6,532.37	11,434.02	13,335.01	
	(b) Other operating income	-	-	-	-	-	-
	Total income from operations (net)	5,759.96	5,674.06	6,532.37	11,434.02	13,335.01	-
2	Expenses						
	(a) Purchase of stock-in-trade	5,690.17	5,614.12	5,875.53	11,304.29	12,001.52	
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade (Increase)/ Decrease	-	-	-	-	-	-
	(c) Employees benefits expense	65.73	67.66	71.56	133.39	142.83	
	(d) Depreciation and amortisation expense	33.75	31.25	400.67	65.00	766.65	
	(e) Other expenses	37.57	33.87	49.47	71.44	80.78	
	Total Expenses	5,827.22	5,746.90	6,397.23	11,574.12	12,991.78	-
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	(67.26)	(72.84)	135.14	(140.10)	343.23	-
4	Other Income	0.87	103.76	5.99	104.63	6.76	
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	(66.39)	30.92	141.13	(35.47)	349.99	-
6	Finance Costs	27.73	27.57	70.96	55.30	141.45	
7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(94.12)	3.35	70.17	(90.77)	208.54	-
8	Exceptional items	-	-	-	-	-	-
9	Profit/(Loss) form ordinary activities before tax (7-8)	(94.12)	3.35	70.17	(90.77)	208.54	-
10	Tax expense: Current & Deferred	(12.30)	(8.66)	21.74	(20.96)	68.87	
11	Net Profit / (Loss) from ordinary activities	(81.82)	12.01	48.43	(69.81)	139.67	-
12	Extraordinary items	-	-	-	-	-	-
13	Net Profit for the period (11-12)	(81.82)	12.01	48.43	(69.81)	139.67	-
14	Minority Interest	-	-	-	-	-	-
15	Net Profit/(Loss) after Taxes, Minority Interest for the period (13-14)	(81.82)	12.01	48.43	(69.81)	139.67	-
16	Paid-up equity share capital of Rs. 10/- each	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37
17	Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	-	-	-
18	Earnings per share of Rs.10/- each (not annualised)						
	(a) Basic	(0.0022)	0.0003	0.0013	(0.0018)	0.0037	0.02

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For VISESH INFOTECHNICS LTD.

EXECUTIVE DIRECTOR

(b) Diluted	(0.0022)	0.0003	0.0013	(0.0018)	0.0037	0.02
Part-II						
A	PARTICULARS OF SHAREHOLDING					
1	Public shareholding					
a.	Number of Shares	2027977283	2027977283	1994968362	2027977283	1994968362
b.	Percentage of Shareholding	53.73%	53.73%	52.85%	53.73%	52.85%
2	Promoter and Promoter Group Shareholding					
a)	Pledged / Encumbered					
-	Number of Shares	788864667	788864667	788864667	788864667	788864667
-	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	45.17%	45.17%	44.33%	44.33%	44.33%
-	Percentage of shares (as a % of the total share capital of the company)	20.90%	20.90%	20.90%	20.90%	20.90%
b.)	Non-encumbered					
-	Number of shares	957669560	957594705	990803626	957669560	990603626
-	Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	54.83%	54.83%	55.67%	54.83%	55.67%
-	Percentage of shares (as a % of the total share capital of the company)	25.37%	25.37%	26.25%	25.37%	26.25%
	Particulars	Quarter ended 30/09/2014				
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 September 30, 2014

1. Segment Revenue						
(a) IT Solutions & Products	-	-	1,054.72	-	2,779.21	-
(b) IT Enabled Services	32.13	35.29	54.01	67.42	112.99	-
(c) Telecommunication	5,727.84	5,638.77	5,423.64	11,366.61	10,442.81	-
Total	5,759.96	5,674.06	6,532.37	11,434.02	13,335.01	-
Less: Inter Segment Revenue	-	-	-	-	-	-
Net sales/Income From Operations	5,759.96	5,674.06	6,532.37	11,434.02	13,335.01	-
2. Segment Results (Profit before tax and interest from each segment)						
(a) IT Solutions & Products	-	-	305.00	-	699.16	-
(b) IT Enabled Services	8.16	8.94	24.82	17.10	49.01	-
(c) Telecommunication	(26.57)	(35.35)	228.19	(61.92)	403.05	-
Total	(18.41)	(26.41)	558.01	(44.82)	1,151.22	-
Less: (i) Interest	27.73	27.57	70.96	55.30	141.45	-
(ii) Other Un-allocable Expenditure	48.85	46.43	422.87	95.28	808.00	-
Add: (iii) Un-allocable income	0.87	103.76	5.99	104.63	6.76	-
Total Profit Before Tax	(94.12)	3.35	70.17	(90.77)	208.54	-

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:

- 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 11, 2014.
- Statutory Auditors of the Company have carried out the limited review of the financial results for the half year ended on 30th September 2014.

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For VISESH INFOTECHNICS LTD.

EXECUTIVE DIRECTOR

- 3 The audited financials for the FY 2013-14 have not been incorporated in the Unaudited financial results for the half year ended on 30/09/2014 since the Directorate General of Central Excise Intelligence during search in the month of March 2014 has taken the Hard Disc containing Accounting and Financial Data for the FY 2013-14 consequently, the accounts for the FY 2013-14 could not be finalized and audited and therefore could not be published and submitted to the Stock Exchanges pursuant to clause 41 of the Listing Agreement. Since there has been delay in compliance of Clause 41 of the Listing Agreement, your company had requested the Stock Exchanges and SEBI for extending the time period for complying with submission of Audited Financial Results for the FY 2013-14. However, our request has not been acceded to, hence your company has preferred an appeal before the Securities and Appellate Tribunal and the matter is pending therein. On 6th November 2014, your company have received back the Hard Discs containing the accounting and financial data for the FY 2013-14 from the Directorate general of Central Excise Intelligence and we are now in the process of finalizing the accounts. We expect to finalize the accounts soon and sell get the same audited by the Statutory Auditors of the Company. As soon as the accounts for the FY 2013-14 are finalized and audited, the same would be published and submitted with the Stock Exchanges.
- 4 As stated in Note 3 above that the Directorate General of Central Excise Intelligence during search in the month of March 2014 has taken the Hard Disc containing Accounting and Financial Data for the FY 2013-14 consequently, the accounts for the FY 2013-14 could not be finalized and audited and hence the Annual General Meeting of the Company could not be held by 30th September, 2014. The Company had sought extension for holding the Annual General Meeting of the Company with the Ministry of Corporate Affairs. Your company had on 6th November 2014 received back the Hard Disc from the Directorate General of Central Excise Intelligence and we are now in the process of finalizing the accounts and get the same audited. As soon as the accounts are finalized and audited, we shall hold Annual General Meeting of the Company.
- 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 : November 11, 2014

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For **VISESH INFOTECNICS LTD.**


EXECUTIVE DIRECTOR



LIMITED REVIEW REPORT

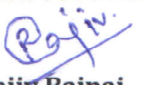
The Board of Directors
Visesh Infotechnics Limited

We have reviewed the accompanying statement of unaudited financial results of **VISESH INFOTECHNICS LIMITED** for the quarter ended 30th September, 2014 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' and Depreciation which have been traced from disclosures made by the management and have not been audited by us. Further this Limited Review Report is independent to this quarter ended September 2014 as the Financial Statement for the financial year 2013-14 could not be audited for the reason as explained by the management in the note no. 3 & 4 of unaudited financial results for the quarter ended September 30, 2014. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ Committee of 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
FRN: 000978N


Rajiv Bajpai
Partner
M.No.: 405219



Place: New Delhi
Date: 11.11.2014