G. M. KAPADIA & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

1007, RAHEJA CHAMBERS, 213, NARIMAN POINT, MUMBAI 400 021. INDIA PHONE: (91-22) 6611 6611 FAX: (91-22) 6611 6600

LIMITED REVIEW REPORT

To,
The Board of Directors,
Man Infraconstruction Limited
Mumbai

- 1. We have reviewed the accompanying statement of unaudited standalone financial results of Man Infraconstruction Limited ('the Company') for the quarter ended 30th June, 2014 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management to the stock exchanges 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 these financial results based on our review.
- 2. We conducted our review in accordance with Standard on Review Engagement (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 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.
- 3. Based on our review conducted as 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 the Accounting Standards notified under the Companies Act, 1956 which were deemed to be applicable as per section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 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 G. M. KAPADIA & CO. Chartered Accountants (Firm Registration No. 104767W)

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(VIREN THAKKAR)

Partner (Membership No. 49417)

Mumbai

Dated: August 13, 2014

MUMBAI NEW DELHI CHENNAI BENGALURU HYDERABAD JAIPUR

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MAN INFRACONSTRUCTION LIMITED

Reg. Office: 12th Floor, Krushal Commercial Complex, G M road, Chembur (West), Mumbai 400 089

Tel: +91 22 42463999 Fax: +91 22 25260589 email: office@maninfra.com Website: www.maninfra.com CIN: L70200MH2002PLC136849 STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30th JUNE, 2014 PART I (₹ in Lakhs **Particulars** Quarter Ended 30^t Quarter ended Quarter Ended 30th Year Ended 31st March, 2014 June, 2014 June, 2013 31st March, 2014 Audited Unaudited Unaudited Audited (Refer Note 4) Income from Operations (a) Net Sales / Income from Operations 6,470.22 7,400.08 6,562.60 25,402.16 (b) Other Operating Income 164.64 147.46 76.43 1,310.65 Total Income from Operations (Net) 6.634.86 7.547.54 6.639.03 26.712.81 2 Expenses (a) Cost of materials consumed / sold 10,260.70 2,208.26 2,935.76 2,567.28 (b) Changes in inventories of finished goods, work-in-progress and stock-in-trade 23.22 30.13 35.73 173.66 (c) Employee benefits expense 572.10 763.64 2,620.94 614.23 (d) Depreciation and amortisation expense 1,008.82 208.14 263.03 332.82 (e) Sub Contract/Labour Charges 2,643.77 9,285.72 ,978.26 2,456.28 (f) Other Expenses 1,735.46 3,777.78 691.59 515.36 **Total Expenses** 8,130.96 5,778.59 6,665.51 27,127.62 Profit from Operations before Other Income, Finance Cost and Exceptional Items (1-2) 856.27 (583.42)(26.48)(414.81)4 Other Income 1,813.96 1,096.06 1,237.50 4,655.66 (a) Dividend Income 424.63 21.67 320.65 378.07 (b) Interest Income 758.81 3,683.39 1,124.03 910.81 (c) Others 265.30 315.58 6.04 594.20 Profit from ordinary activities before finance costs and exceptional items (3+4) 2,670.23 512.64 1,211.02 4,240.85 6 19.02 19.97 49.59 105.81 7 Profit from ordinary activities after finance costs but before exceptional items (5-6) 493.62 2,650.26 1,161.43 4,135.04 8 Exceptional Items 9 Profit from Ordinary Activities before tax (7+8) 2,650.26 493.62 1,161.43 4,135.04 10 Tax expenses 740.30 152.73 294.01 1280.18 11 Net Profit from Ordinary Activities after tax (9-10) 1,909.96 340.89 867.42 2,854.86 12 Extraordinary Items (net of tax expenses) 13 Net Profit for the period (11-12) 1,909.96 340.89 867.42 2,854.86 14 Paid-up Equity Share Capital 4,950.01 4,950.01 4,950.01 4950.01 (Face Value of Share ₹ 10/- each) 15 Reserves excluding Revaluation Reserves 53,902.71 16.i Earnings Per Share (EPS) (before extraordinary items) (Face Value of ₹ 10/- each) (not annualised) : a) Basic 5.77 3.86 0.69 1.75 b) Diluted 5.77 3.86 0.69 1.75 16.ii Earnings Per Share (EPS) (after extraordinary items) (Face Value of ₹ 10/- each) (not annualised) : a) Basic 1.75 3.86 0.69 5.77 b) Diluted 3.86 0.69 1.75 5.77 SELECT INFORMATION FOR THE QUARTER ENDED 30th June, 2014 A PARTICULARS OF SHAREHOLDING 1 Public Shareholding Number of shares 15,511,419 15,551,028 15,551,028 16,069,033 Percentage of shareholding 31.34% 32.46% 31.42% **Promoters and Promoter Group Shareholding** 2 a) Pledged / Encumbered Number of shares Percentage of shares (as a % of the total share holding of promoter and promoter group) Percentage of shares (as a % of the total share capital of the Company) b) Non-encumbered Number of shares 33,988,635 33,949,026 33,431,021 33,949,026 Percentage of shares (as a % of the total share holding of 100.00% 100.00% 100.00% 100.00% promoter and promoter group Percentage of shares (as a % of the total share capital of the Company) 68.66% 68.58% 67.54% 68.58%

	Particulars		Quarter ended 30.06.2014
В	INVESTOR COMPLAINTS		
	Pending at the beginning of the quarter		NIL
	Received during the quarter	NAME OF THE PARTY	NIL
	Disposed of during the quarter	// \$\\ \\\\$\\	NIL
	Remaining unresolved at the end of the quarter	11.749 A. N.	NIL



Notes:

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective Meetings held on 13th August, 2014.
- 2 The Statutory Auditors of the Company have carried out a "Limited Review" of the unaudited financial results as required under Clause 41 of the Listing Agreement.
- The Company's operations predominantly consist of construction, project activities and real estate development. Hence there are no reportable segments under Accounting Standard–17. The Company's operations are based in India.
- Figures of the quarter ended 31st March, 2014 are the balancing figures between audited figures in respect of the full financial year and published year to date figures up to the third quarter of the previous financial year.
- Consequent to the introduction of Schedule II of Companies Act, 2013 with effect from April 1, 2014, the useful lives of fixed assets have been reviewed and revised, wherever applicable. Due to above, depreciation charge for the quarter ended June 30, 2014 is higher by ₹83.13 lakhs. Further based on transitional provision provided in Note 7(b) of Schedule II to the Act, an amount of ₹44.09 lakhs (net of deferred tax) has been adjusted with retained earnings in respect of assets having no remaining useful life
- Pursuant to the sub-division of the Equity Shares of the Company as approved by the shareholders vide Postal Ballot; the results of which were declared on 12th August, 2014, each Equity Share of the face value of Rs. 10/- (Rupees Ten) each shall stand sub-divided into 5 (Five) Equity Shares of the face value of Rs. 2/- (Rupees Two Only) each fully paid up w.e.f. Tuesday, 2nd September, 2014 and that the said Equity Shares of the face value of Rs. 2/- (Rupees Two Only) shall rank pari- passu in all respects with and carry the same rights as the existing fully paid up Equity Shares of Rs. 10/- (Rupees Ten Only) each of the Company.
- The Board of Directors at its Meeting held on 25th June, 2014 had declared an Interim Dividend of Rs. 1.35 per share (i.e. 13.5%) on 4,95,00,054 Equity Shares having Face Value of Rs. 10/- each, for the financial year 2014-15. The record date for the purpose of determining the entitlement of shareholders for Interim Dividend was fixed as Monday, 7th July, 2014 and the said Dividend was dispatched/credited on 14th July, 2014.
- 8 In April 2014, the Company has entered into a Limited Liability Partnership namely Manmantra Infracon LLP (Manmantra). As on 30th June, 2014 the Company has 60% share in Manmantra.
- 9 Figures for previous periods are re-classified / re-arranged / re-grouped, wherever necessary.

Place: Mumbai

Date: 13th August, 2014

For and on behalf of Board of Directors

Parag K. Shah Managing Directo

ah MUI

G. M. KAPADIA & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

1007, RAHEJA CHAMBERS, 213, NARIMAN POINT, MUMBAI 400 021. INDIA PHONE: (91-22) 6611 6611 FAX: (91-22) 6611 6600

LIMITED REVIEW REPORT

To,
The Board of Directors,
Man Infraconstruction Limited
Mumbai

- 1. We have reviewed the accompanying statement of unaudited consolidated financial results of Man Infraconstruction Limited ('the Company'), and its subsidiaries, joint ventures and associate (collectively, the 'Group') for the quarter ended 30th June, 2014 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management to the stock exchanges 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 these financial results based on our review.
- 2. We conducted our review in accordance with Standard on Review Engagement (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 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.
- 3. We did not review the interim financial statements / information of:
 - a) Five subsidiaries whose interim financial statements reflect total revenues of ₹ 107.24 lakhs for the quarter ended 30th June, 2014 as well as total assets (net) of ₹ 10,296.00 lakhs as at 30th June, 2014;
 - b) Two joint ventures whose interim financial statements reflect Group's share of revenues of ₹277.27 lakhs for the quarter ended 30th June, 2014 as well as Group's share of total assets (net) of ₹1,144.56 lakhs as at 30th June, 2014;
 - c) One associate in which the Group's share of loss of ₹ Nil for the quarter ended 30th June, 2014.

These interim financial statements / information have been audited by other auditors whose reports have been furnished to us and our opinion, in so far as it relates to the amounts included in respect of these entities, is based solely on the reports of the other auditors.



4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with the Accounting Standards notified under the Companies Act, 1956 which were deemed to be applicable as per section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 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.

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For G. M. KAPADIA & CO. Chartered Accountants (Firm Registration No. 104767W)

(VIREN THAKKAR)
Partner

(Membership No. 49417)

Mumbai

Dated: August 13, 2014



MAN INFRACONSTRUCTION LIMITED

Reg. Office: 12th Floor, Krushal Commercial Complex, G M Road, Chembur (West), Mumbai 400 089

		Tel: +91 22 42463999 Fax: +91 22 25260589 email: offi CONSOLIDATED FINANCIAL	ce@maninfra.com Websi		• • • • • • • • • • • • • • • • • • • •	136849
PART	1	CONSOLIDATED FINANCIAL	RESULTS FOR THE QUAR	TER ENDED 30 JUNE, A	2014	/ ₹ in 1 min
Sr. No.	Т	Particulars	Quarter Ended 30 th June, 2014	Quarter ended 31 st March, 2014	Quarter Ended 30 th June, 2013	(₹ in Lakh Year Ended 31st March, 2014
			Unaudited	Audited (Refer Note 4)	Unaudited	Audited
	_					
1	(-)	Income from Operations Net Sales / Income from Operations	0.502.66	44 220 00	0.460.04	20.442.24
	(a) (b)	Other Operating Income	9,592.66 177.16	11,330.98 159.94	9,469.84	38,412.29
	(0)	Total Income from Operations (Net)	9,769.82	11,490.92	9,516.93	1,315.84 39,728.1 3
2		Expenses		22,130132	0,020.00	
	(a)	Cost of materials consumed / sold	2,827.27	3,846.45	3,450.61	13,964.0
	(b)	Changes in inventories of finished goods, work-in-progress and stock-	(05.05)	504.04	247.07	470.0
	(c)	in-trade Employee benefits expense	(95.95) 802.50	601.91 729.27	247.37 936.21	473.0 3,297.8
	(d)	Depreciation and amortisation expense	318.64	263.31	388.95	1,233.5
	(e)	Sub Contract/Labour Charges	3,743.19	4,404.12	3,360.81	14,992.69
	(f)	Other Expenses	1,077.67	2,145.63	1,008.21	5,488.4
		Total Expenses	8,673.32	11,990.69	9,392.16	39,449.6
3		Profit from operations before Other Income, Finance Cost and Exceptional Items (1-2)	1,096.50	(499.77)	124.77	278.4
4		Other Income	1,491.07	1,181.57	944.00	4,671.1
	(a)	Dividend Income	8.63	21.67	1.05	58.48
	(b)	Interest Income	1,182.96	809.83	927.70	3,863.89
5	(c)	Others Profit from ordinary activities before finance costs and exceptional	299.48	350.07	15.25	748.75
,		items (3+4)	2,587.57	681.80	1,068.77	4,949.57
6		Finance costs	39.39	19.62	55.67	119.9
7		Profit from ordinary activities after finance costs but before exceptional items (5-6)	2,548.18	662.18	1,013.10	4,829.60
8		Exceptional Items				-
9		Profit from ordinary activities before tax (7+8)	2,548.18	662.18	1,013.10	4,829.6
10		Tax expenses	874.47	296.44	363.14	1,759.5
11		Net Profit from ordinary activities after tax (9-10)	1,673.71	365.74	649.96	3,070.07
12		Extraordinary Items (net of tax expenses)			-	•
13		Net Profit for the period (11- 12)	1,673.71	365.74	649.96	3,070.07
14 15		Share of profit / (loss) of associates Minority interest		(0.40)		470.70
16		Net Profit after taxes, minority interest and share of profit / (loss) of associates (13-14-15)	64.35 1,609.36	(0.48) 366.22	36.33 613.63	179.72 2,890.3 5
17		Paid-up Equity Share Capital	4,950.01	4,950.01	4,950.01	4,950.01
		(Face Value of Share ₹ 10/- each)				
18	_	Reserves excluding Revaluation Reserves				E4 03E 3
19.1		Earnings Per Share (EPS) (before extraordinary items) (Face Value of				54,935.33
**"		₹ 10/- each) (not annualised) :				
		a) Basic	3.25	0.74	1.24	5.84
		b) Diluted	3.25	0.74	1.24	5.84
		Earnings Per Share (EPS) (after extraordinary items) (Face Value of ₹				
19.ii	\dashv	10/- each) (not annualised) : a) Basic	3.25	0.74	1.24	5.84
\neg	_	b) Diluted	3.25	0.74	1.24	5.84
ART I	'	SELECT INFORMATION FOR THE QUARTER ENDED 30 th JUNE,2014				
	A	PARTICULARS OF SHAREHOLDING				
1		Public Shareholding				
		Number of shares Percentage of shareholding	15,511,419	15,551,028	16,069,033	15,551,028
2		Promoters and Promoter Group Shareholding	31.34%	31.42%	32.46%	31.429
-+		a) Pledged / Encumbered				
	\neg	Number of shares		-	-	_
\top		Percentage of shares (as a % of the total share holding of promoter and promoter group)		-	-	-
1	П	Percentage of shares (as a % of the total share capital of the Company)		-	+	-
\dashv	-	b) Non-encumbered				
\neg	1	Number of shares	33,988,635	33,949,026	33,431,021	33,949,026
		Percentage of shares (as a % of the total share holding of promoter and promoter group)	100.00%	100.00%	100.00%	100.009
+	-	Percentage of shares (as a % of the total share capital of the	68.66%	68.58%	67.54%	68.58
- 1	- 1,	Company)	00.00%	00.3070	07.34%	00.38

	Particulars	Quarter ended 30.06.2014
В	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	NII





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 13th August, 2014.
- 2 The Statutory Auditors of the Company have carried out a "Limited Review" of the unaudited financial results as required under Clause 41 of the Listing Agreement.
- 3 The Group's operations predominantly consist of construction, project activities and real estate development. Hence there are no reportable segments under Accounting Standard—17. The Company's operations are based in India.
- Figures of the quarter ended 31st March, 2014 are the balancing figures between audited figures in respect of the full financial year and published year to date figures up to the third quarter of the relevant financial year.
- 5 Consequent to the introduction of Schedule II of Companies Act, 2013 with effect from April 1, 2014, the useful lives of fixed assets have been reviewed and revised, wherever applicable. Due to above, depreciation charge for the quarter ended June 30, 2014 is higher by ₹93.74 lakhs. Further based on transitional provision provided in Note 7(b) of Schedule II to the Act, an amount of ₹45.21 lakhs (net of deferred tax) has been adjusted with retained earnings in respect of assets having no remaining useful life.
- Pursuant to the sub-division of the Equity Shares of the Company as approved by the shareholders vide Postal Ballot; the results of which were declared on 12th August, 2014, each Equity Share of the face value of Rs. 10/- (Rupees Ten) each shall stand sub-divided into 5 (Five) Equity Shares of the face value of Rs. 2/- (Rupees Two Only) each fully paid up w.e.f. Tuesday, 2nd September, 2014 and that the said Equity Shares of the face value of Rs. 2/- (Rupees Two Only) shall rank pari- passu in all respects with and carry the same rights as the existing fully paid up Equity Shares of Rs. 10/- (Rupees Ten Only) each of the Company.
- The Board of Directors at its Meeting held on 25th June, 2014 had declared an Interim Dividend of Rs. 1.35 per share (i.e. 13.5%) on 4,95,00,054 Equity Shares having Face Value of Rs. 10/- each, for the financial year 2014-15. The record date for the purpose of determining the entitlement of shareholders for interim Dividend was fixed as Monday, 7th July, 2014 and the said Dividend was dispatched/credited on 14th July, 2014.
- 8 In April 2014, the Company has entered into a Limited Liability Partnership namely Manmantra Infracon LLP (Manmantra). As on 30th June, 2014 the Company has 60% share in Manmantra.
- The standalone financial results of the Company are available on the website of the Company www.maninfra.com and on the website of NSE (www.nseindia.com) and BSE (www.bseindia.com). Key standalone financial information is as follows:

Sr.	Particulars	Quarter Ended	Quarter ended	Quarter Ended	Year Ended
No.		30 th June, 2014	31 st March, 2014	30 th June, 2013	31 st March, 2014
		Unaudited	Audited	Unaudited	Audited
			(Refer Note 4)		
1	Income from Operations	6,634.86	7,547.54	6,639.03	26,712.81
2	Profit/loss before tax	2,650.26	493.62	1,161.43	4,135.04
3	Profit/loss after tax	1,909.96	340.89	867.42	2,854.86

10 Figures for previous periods are re-classified / re-arranged / re-grouped, wherever necessary.

Place: Mumbai

Date: 13th August, 2014

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For and on behalf of Board of Directors

Parag K. Shah Managing Director