

MPS INFOTECNICS LIMITED

(FORMERLY VISESH INFOTECNICS LIMITED)

An ISO 9001:2008 Company

Regd. Off.: 703, Arunachal Building, 19, Barakhamba Road,
New Delhi 110001

Ph. No. +91 11 43070989 Fax: +91 11 43070989

Email: info@viseshinfo.com; website: www.viseshinfo.com

To,

Date: 13.02.2016

**Listing Department
The Bombay Stock Exchange Ltd.
Floor 25, PJ Towers,
Dalal Street
Mumbai 400 001**

**Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051**

Scrip Code: 532411

NSE Symbol: VISESHINFO

Sub: Outcome of the Board Meeting

Dear Sir/ Madam,

Pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors in the meeting held today i.e. 13/02/2016 which concluded at 6:35 P.M inter-alia approved the Un-Audited Financial Statements, (Standalone and Consolidated) of the Company for the Quarter and Nine Months Ended 31st December, 2015. The Board also took note of the Limited Review Report by the Statutory Auditors of the Company. Copy of the Unaudited Financial Results (Standalone and Consolidated) for the quarter and nine months ended 31/12/2015 along with Limited Review Report is enclosed herewith for your ready reference and records.

Further the Board also took note of fresh Certificate of Incorporation issued by the Registrar of Companies, Delhi & Haryana and the company consequent upon the change in the name of the company from "Visesh Infotecnics Limited" to "MPS Infotecnics Ltd."

Kindly take the above information on records and oblige.

Thanking You,

Yours Faithfully,
For Visesh Infotecnics Limited


Garima Singh
Company Secretary
M.No.-37294

MPS INFOTECHNICS LIMITED
(Formerly VISESH INFOTECHNICS LIMITED)

(An ISO 9001:2008 Company)

CIN: L30007DL1989PLC131190

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

Statement of Standalone Unaudited Results for the Quarter and Nine Months Ended 31/12/2015

Particulars	3 months ended	Preceding 3	Corresponding	Year to date	Year to date	Previous year ended
	31.12.2015	months ended 30.09.2015	3 months ended in the previous year 31.12.2014	figures for current period 31.12.2015	figures for the previous year ended 31.12.2014	
Rs. In Lacs						
(Refer Notes Below)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
1. Income from Operations						
(a) Net Sales/Income from Operations (Net of excise duty)	6,460.29	6,510.46	5,687.54	19,744.18	17,121.56	23,327.12
(b) Other Operating Income	-	-	-	-	-	-
Total income from Operations (net)	6,460.29	6,510.46	5,687.54	19,744.18	17,121.56	23,327.12
2. Expenses						
(a) Cost of Materials consumed	-	-	-	-	-	-
(b) Purchase of stock-in-trade	6,423.49	6,454.89	5,529.88	19,609.01	16,834.17	23,080.64
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(21.80)	-	-	(21.80)	-	-
(d) Employee benefits expense	45.76	45.32	58.37	141.16	191.76	252.08
(e) Depreciation and amortisation expense	27.08	32.57	33.64	88.59	98.64	129.03
(f) Other expenses/Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	41.76	43.83	43.14	115.01	114.58	165.40
Total Expenses	6,516.29	6,576.61	5,665.03	19,931.97	17,239.15	23,627.15
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1 -2)	(56.00)	(66.15)	22.51	(187.79)	(117.59)	(300.03)
4. Other Income	0.70	86.79	1.35	88.22	105.98	3.41
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(55.30)	20.64	23.86	(99.57)	(11.61)	(296.62)
6. Finance Costs	0.27	0.42	22.81	0.74	78.11	0.12
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 -6)	(55.57)	20.22	1.05	(100.31)	(89.72)	(296.74)
8. Exceptional Items	-	-	-	-	-	-
9. Profit / (Loss) from ordinary activities before tax (7 + 8)	(55.57)	20.22	1.05	(100.31)	(89.72)	(296.74)
10. Tax expense	(10.21)	(8.85)	(5.97)	(27.78)	(26.93)	(68.60)
11. Net Profit / (Loss) from ordinary activities after tax (9 + 10)	(45.36)	29.07	7.02	(72.53)	(62.79)	(228.14)
12. Extraordinary items (net of tax expenses)	-	-	-	-	-	-

13. Net Profit / (Loss) for the period (11 + 12)	(45.36)	29.07	7.02	(72.53)	(62.79)	(228.14)
14. Share of Profit / (loss) of associates	-	-	-	-	-	-
15. Minority Interest	-	-	-	-	-	-
16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)	(45.36)	29.07	7.02	(72.53)	(62.79)	(228.14)
17. Paid-up equity share capital of Re./- each	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37
18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						6,186.59
19.i Earnings Per Share (before extraordinary items) (of ' Re./- each) (not annualised):						
(a) Basic	(0.0012)	0.0008	0.0002	(0.0019)	(0.0017)	(0.0060)
(b) Diluted	(0.0012)	0.0008	0.0002	(0.0019)	(0.0017)	(0.0060)
19.ii Earnings Per Share (after extraordinary items) (of Re./- each) (not annualised):						
(a) Basic	(0.0012)	0.0008	0.0002	(0.0019)	(0.0017)	(0.0060)
(b) Diluted	(0.0012)	0.0008	0.0002	(0.0019)	(0.0017)	(0.0060)
See accompanying note to the Financial Results						

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Segment wise Revenue, Results and Capital Employed along with the quarterly results

(Rs in Lacs)

Particulars	3 months ended 31.12.2015	Previous 3 months ended 30.09.2015	Corresponding 3 months ended in the previous year 31.12.2014	Year to date figures for current period ended 31.12.2015	Year to date figures for the previous year ended 31.12.2014	Previous accounting year ended 31.03.2015
1. Segment Revenue	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
(net sale/income from each segment should be disclosed under this head)						
(a) IT Solutions & Products	-	-	-	-	-	-
(b) IT Enabled Services	13.08	11.50	26.61	39.26	94.03	133.33
(c) Telecommunication	6,447.21	6,498.96	5,660.92	19,704.93	17,027.53	23,193.79
Total	6,460.29	6,510.46	5,687.54	19,744.18	17,121.56	23,327.12
Less: Inter Segment Revenue	-	-	-	-	-	-
2. Segment Results (Profit)(+)/ Loss (-) before tax and interest from Each segment)#						
(a) IT Solutions & Products	-	-	-	-	-	-
(b) IT Enabled Services	3.10	2.91	6.76	9.47	23.86	(22.98)
(c) Telecommunication	(15.17)	(21.36)	69.47	(64.40)	7.55	(50.49)
Total	(12.07)	(18.45)	76.23	(54.93)	31.41	(73.47)
Less: i) Interest	0.27	0.42	22.81	0.74	78.11	0.12
ii) Other Un-allocable Expenditure net off	43.93	47.70	53.71	132.86	148.99	226.55
(iii) Un-allocable Income	0.70	86.79	1.35	88.22	105.98	3.41
Total Profit Before Tax	(55.57)	20.22	1.05	(100.31)	(89.72)	(296.74)
3. Capital Employed						

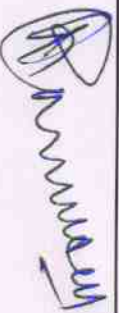
Since Fixed Assets used in the Company's Business can not be specifically identified with any of the reportable segments as these are used interchangeably among segments, hence segmentwise disclosure on capital employed has not been furnished.

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 February 13, 2016.

Statutory Auditors of the Company have carried out the limited review of the financial results for the quarter ended 31st December 2015.

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.



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.

The qualifications made by the Auditors in their Audit Report on the accounts of the Company for the year ended 31st March 2015, 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.

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 TVLSB before the 10th Lower Court of Lisbon, Portugal. The Company has no additional explanation to offer. In view of the matter being sub-judice.

For and on behalf of the Board
MPS Infotecnics Limited
(formerly Visesh Infotecnics Ltd.)


Peeyush Aggarwal
Chairman

Place: New Delhi

Date: February 13, 2016

MPS INFOTECNICS LIMITED
(Formerly VISESH INFOTECNICS LIMITED)

(An ISO 9001:2008 Company)
CIN: L30007DL1989PLC131190

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

Statement of Consolidated Unaudited Financial Results for the Quarter and Nine Months Ended 31/12/2015

Particulars	3 months ended 31.12.2015	Preceding 3 months ended 30.09.2015	Corresponding 3 months ended in the previous year 31.12.2014	Year to date figures for current period ended 31.12.2015	Year to date figures for the previous year ended 31.12.2014	Previous year ended 31.03.2015	Rs. In Lacs
							(Unaudited)
1. Income from Operations	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
(a) Net Sales/Income from Operations (Net of excise duty)	7,230.42	7,624.07	7,134.41	23,129.74	23,010.64	30,660.32	
(b) Other Operating Income	-	-	-	-	-	-	
Total Income from Operations (net)	7,230.42	7,624.07	7,134.41	23,129.74	23,010.64	30,660.32	
2. Expenses							
(a) Cost of Materials consumed	-	-	-	-	-	-	
(b) Purchase of stock-in-trade	7,183.81	7,568.10	6,963.48	22,977.27	22,675.51	30,328.38	
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(21.80)	-	-	(21.80)	-	-	
(d) Employee benefits expense	45.76	45.32	58.37	141.16	191.76	252.08	
(e) Depreciation and amortisation expense	27.08	30.26	33.64	88.59	98.64	129.03	
(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	67.66	64.77	55.59	178.62	165.42	262.87	
Total Expenses	7,302.51	7,708.45	7,111.08	23,363.84	23,131.33	30,972.35	
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - Total Expenses)	(72.09)	(84.38)	23.33	(234.10)	(120.69)	(312.02)	
4. Other Income	5.18	101.32	7.67	113.87	124.43	29.08	
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(66.91)	16.94	31.00	(120.23)	3.74	(282.94)	
6. Finance Costs	0.42	2.71	25.87	5.50	87.63	0.12	
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	(67.33)	14.23	5.13	(125.73)	(83.88)	(283.06)	
8. Exceptional Items	-	-	-	-	-	-	

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9. Profit / (Loss) from ordinary activities before tax (7 - 8)	(67.33)	14.23	5.13	(125.73)	(83.88)	(283.06)
10. Tax expense	(10.21)	(8.85)	(5.97)	(27.78)	(26.93)	(66.98)
11. Net Profit / (Loss) from ordinary activities after tax (9 + 10)	(57.12)	23.08	11.10	(97.95)	(56.95)	(216.08)
12. Extraordinary items (net of tax expenses)	-	-	-	-	-	-
13. Net Profit / (Loss) for the period (11 + 12)	(57.12)	23.08	11.10	(97.95)	(56.95)	(216.08)
14. Share of Profit / (loss) of associates	-	-	-	-	-	-
15. Minority Interest	-	-	-	-	-	-
16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)	(57.12)	23.08	11.10	(97.95)	(56.95)	(216.08)
17. Paid -up equity share capital of Re.1/-	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37	37,744.37
18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						6,845.06
19.i Earnings Per Share (before extraordinary items)						
(of ` Re.1/- each) (not annualised):						
(a) Basic	(0.0015)	0.0006	0.0003	(0.0026)	(0.0015)	(0.0057)
(b) Diluted	(0.0015)	0.0006	0.0003	(0.0026)	(0.0015)	(0.0057)
19.ii Earnings Per Share (after extraordinary items)						
(of ` Re.1/- each) (not annualised):						
(a) Basic	(0.0015)	0.0006	0.0003	(0.0026)	(0.0015)	(0.0057)
(b) Diluted	(0.0015)	0.0006	0.0003	(0.0026)	(0.0015)	(0.0057)
See accompanying note to the Financial Results						

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Format for Reporting of Segment wise Revenue, Results and Capital Employed along with the quarterly results

(Rs in Lacs)

Particulars	3 months ended 31.12.2015	Previous 3 months ended 30.09.2015	Corresponding 3 months ended in the previous year 31.12.2014	Year to date figures for current period ended 31.12.2015	Year to date figures for the previous year ended 31.12.2014	Previous accounting year ended 31.03.2015
1. Segment Revenue	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
(net sale/income from each segment should be disclosed under this head)						
(a) IT Solution & Products	-	-	-	-	-	-
(b) IT Enabled Services	13.08	11.50	26.61	39.26	94.03	133.33
(c) Telecommunications	7,217.34	7,612.57	7,107.79	23,090.48	22,916.61	30,526.99
Total	7,230.42	7,624.07	7,134.41	23,129.74	23,010.64	30,660.33
Less: Inter Segment Revenue						
2. Segment Results (Profit)/(+) / Loss (-) before tax and interest from Each segment)#						
(a) IT Solution & Products	-	-	-	-	-	-
(b) IT Enabled Services	3.10	2.91	6.76	9.47	23.86	(22.98)
(c) Telecommunications	(30.12)	(32.27)	70.28	(102.25)	4.44	(26.45)
Total	(27.02)	(29.36)	77.04	(92.78)	28.30	(49.43)
Less: i) Interest	0.42	2.71	25.87	5.50	87.63	0.12
ii) Other Un-allocable Expenditure net off	45.07	55.02	53.71	141.32	148.99	262.58
(iii) Un-allocable Income	5.18	101.32	7.67	113.87	124.43	29.08
Total Profit Before Tax	(67.33)	14.23	5.13	(125.73)	(83.88)	(283.06)
3. Capital Employed						

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.

Notes:

- The above results were reviewed by the audit committee and thereafter taken on record by the Board of Directors at its meeting held on February 13, 2016.
- Statutory Auditors of the Company have carried out the limited review of the financial results for the quarter ended 31st December 2015
- Pursuant to the provisions of the Listing agreement, the management has decided to publish consolidated Unaudited financial results in the newspapers. However, the standalone unaudited financial results will be made available on the Company's website at www.visheshinfo.com and on the websites of BSE & NSE. Standalone audited financial results are as under:

Particulars	3 months ended 31.12.2015	Previous 3 months ended 30.09.2015	Corresponding 3 months ended in the previous year 31.12.2014	Year to date figures for current period ended 31.12.2015	Year to date figures for the previous year ended 31.12.2014	Previous accounting year ended 31.03.2015
Net Sales	6,460.29	6,510.46	5,687.54	19,744.18	17,121.56	23,327.12
Profit before tax	(55.57)	20.22	1.05	(100.31)	(89.72)	(296.74)
Profit after Tax	(45.36)	29.07	7.02	(72.53)	(62.79)	(228.14)

4. 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.

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

6. 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 from 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.TVLSB 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.

For and on behalf of the Board
MPS Infotecnics Limited
(formerly Visesh Infotecnics Limited)



Peeyush Aggarwal
Chairman

Place: New Delhi

Date: February 13, 2016



Limited Review Report

To,
The Board of Directors
MPS Infotecnic Limited
(formerly known as Visesh Infotecnic Limited)
703, Arunachal Building,
19, Barakhamba Road,
New Delhi 110001

We have reviewed the accompanying statement of unaudited financial results of MPS Infotecnic Limited (formerly known as Visesh Infotecnic Limited) for the period ended 31st December, 2015. 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.

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 RMA & Associates
Chartered Accountants
Firm Reg. No.000978N

Santosh



Signature
Santosh Kumar
Partner
(533944)

Place of signature: New Delhi
Date: 13/02/2016

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Tel : 011-45261214, 43465985 Fax : 011-22248165 E-mail : rma.ca12@gmail.com

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