

MPS Infotecnics Limited

(Formerly Visesh Infotecnics Limited)

CIN: L30007DL1989PLC131190

An ISO 9001 - 2008 Company



August 19, 2017

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400051

Kind Atten: Mr. Kautuk Upadhyay, Manager / Ms. Swati Sopare, Deputy Manager – Listing Compliance

Subject: Database of listed Shell Companies

Dear Sir / Madam,

We are in receipt of your letter dated NSE/LIST/16119 dated August 17, 2017 through an Email dated 17th August 2017 at 10.11 p.m. in connection with the subject matter cited above wherein you had sought details, financial information, compliance confirmation, etc. as per the format attached with the email.

As desired by you please find attached herewith the desired details, financial information, compliance confirmations etc. as per your format. Kindly note that the details being furnished are being signed by Mr. Peeyush Aggarwal, Chairman of the Company, Mr. Sanjay Sharma, CFO and by Mr. Deepak Gupta, Partner, RMA & Associates, Statutory Auditors of the Company. Further please note that the company's CEO had resigned and the company is in the process of appointing CEO hence the details have been signed by Mr. Peeyush Aggarwal and not by the CEO.

We hope you will find the same in order and shall be glad to provide any further assistance, should you require any and shall request you to kindly grant us personal hearing through video conference at your New Delhi regional office.

We request you to kindly take the same on records.

Thanking you,

Yours faithfully,

For MPS Infotecnics Limited

A handwritten signature in black ink, appearing to read 'Peeyush Aggarwal', with a small flourish at the end.

Peeyush Aggarwal

Chairman

DIN: 00090423

B-313, Saraswati Vihar,

Pitampura,

Delhi 110034

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

Ph: +91-120-4713900, Fax: +91-120-4324040

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

Ph.: +91-11-43571044, Fax: +91-11-43571047

E-mail : info@viseshinfo.com

MPS Infotecnics Limited

(Formerly Visesh Infotecnics Limited)

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August 18, 2017

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G-Block,

BandraKurla Complex, Bandra (E),

Mumbai 400051

Kind Atten: Mr. Kautuk Upadhyay, Manager / Ms. Swati Sopare, Deputy Manager – Listing Compliance

Subject: Database of listed Shell Companies

Dear Sir / Madam,

The details as desired by you are as under:

1. Period of Examination: 3 years
2. Brief profile of Company
(Including business activity, details of Promoter, Directors and their shareholding in the below mentioned format)
 - a. Brief profile of the Company-Brief Profile along with Business Model is annexed herewith as Annexure-I.
 - b. PAN of the promoters / Directors As on 8th August 2017

| Sr. No. | Person Name | PAN | Category | % to total shareholding |
|---------|------------------------------------|------------|-----------------------|-------------------------|
| 1 | Peeyush Kumar Aggarwal | AACPA6470C | Promoter and Director | 20.84% |
| 2 | Seema Aggarwal | AACPA7883k | Promoter | 2.01% |
| 3 | Om kam Capital Markets Private Ltd | AABCV5458M | Promoter | 9.03% |
| 4 | Om kam Global Capital Pvt Ltd | AAACO1459Q | Promoter | 3.67% |
| 5 | Om kam Securities Pvt Ltd | AAACO3364N | Promoter | 6.41% |
| 6 | Manoj Kumar Jain | AGHPJ0168K | Director | 0.002% |
| 7 | Madhu Sharma | BSYPS5514G | Director | 0.00% |

- c. Number of Shareholders (as on 11th August, 2017): 31863

3. Number of employees and provident fund filing details are as under:

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

Ph: +91-120-4713900, Fax: +91-120-4324040

Regd. Office : 703, Arunachal Building,

19, Barakhamba Road, New Delhi-110001

Ph.: +91-11-43571044, Fax: +91-11-43571047

E-mail : info@viseshinfo.com



| Month | Nos. of Employees | Total Gross Salary | Date of Deposit of EPF | EPF Deposited including Employer's Contribution |
|--------|-------------------|--------------------|------------------------|---|
| Apr-14 | 72 | 1,642,813 | 19/05/2014 | 4,421.00 |
| May-14 | 67 | 1,532,552 | 13/6/2014 | 4,421.00 |
| Jun-14 | 66 | 1,513,806 | 19/07/2014 | 4,511.00 |
| Jul-14 | 68 | 1,671,869 | 19/08/2014 | 4,511.00 |
| Aug-14 | 67 | 1,672,326 | 16/09/2014 | 4,511.00 |
| Sep-14 | 64 | 1,597,313 | 20/10/2014 | 92,552.00 |
| Oct-14 | 63 | 1,567,964 | 19/11/2014 | 94,729.00 |
| Nov-14 | 63 | 1,554,682 | 20/12/2014 | 94,729.00 |
| Dec-14 | 63 | 1,544,675 | 20/01/2015 | 96,603.00 |
| Jan-15 | 60 | 1,530,052 | 16/02/2015 | 93,551.00 |
| Feb-15 | 59 | 1,478,635 | 17/03/2015 | 91,375.00 |
| Mar-15 | 58 | 1,474,920 | 16/04/2015 | 85,894.00 |
| Apr-15 | 54 | 1,392,513 | 21/05/2015 | 83,723.00 |
| May-15 | 52 | 1,346,204 | 23/06/2015 | 81,973.00 |
| Jun-15 | 51 | 1,320,526 | 18/07/2015 | 83,465.00 |
| Jul-15 | 43 | 1,244,936 | 31/08/2015 | 66,474.00 |
| Aug-15 | 43 | 1,250,740 | 21/09/2015 | 66,551.00 |
| Sep-15 | 43 | 1,265,742 | 30/10/2015 | 68,192.00 |
| Oct-15 | 43 | 1,264,613 | 19/11/2015 | 67,874.00 |
| Nov-15 | 44 | 1,241,774 | 24/12/2015 | 64,821.00 |
| Dec-15 | 45 | 1,253,506 | 15/01/2016 | 68,014.00 |



| | | | | |
|--------|----|-----------|------------|-----------|
| Jan-16 | 45 | 1,200,806 | 16/02/2016 | 67,602.00 |
| Feb-16 | 42 | 1,187,367 | 15/03/2016 | 66,401.00 |
| Mar-16 | 43 | 1,189,848 | 15/04/2016 | 67,310.00 |
| Apr-16 | 44 | 1,115,666 | 14/05/2016 | 70,930.00 |
| May-16 | 43 | 1,215,967 | 15/06/2016 | 69,903.00 |
| Jun-16 | 42 | 1,204,096 | 20/07/2016 | 67,951.00 |
| Jul-16 | 42 | 1,206,444 | 16/08/2016 | 68,321.00 |
| Aug-16 | 43 | 1,190,195 | 14/09/2016 | 69,087.00 |
| Sep-16 | 43 | 1,180,657 | 14/10/2016 | 67,521.00 |
| Oct-16 | 43 | 1,203,002 | 17/11/2016 | 68,044.00 |
| Nov-16 | 43 | 1,148,370 | 16/12/2016 | 60,991.00 |
| Dec-16 | 42 | 1,186,012 | 20/02/2017 | 58,987.00 |
| Jan-17 | 46 | 1,305,325 | 20/02/2017 | 72,115.00 |
| Feb-17 | 44 | 1,260,722 | 31/03/2017 | 70,962.00 |
| Mar-17 | 44 | 1,211,197 | 14/04/2017 | 65,953.00 |

4. Financials:

(Rs. in crores)

| Particulars | Year Ended | | |
|--|---|---|---|
| | March 2017 | March 2016 | March 2015 |
| Net Sales | 186.43 | 261.89 | 233.27 |
| Other Income | 1.40 | 6.51 | 0.03 |
| Expenditure | 189.26 | 268.49 | 232.27 |
| Net Profit / (Loss) | (1.12) | 0.24 | (2.28) |
| Paid up Capital (No. of shares & Value both) | 3774436655 Equity Shares of Re. 1/- each amounting to Rs. 377,44,36,655/- | 3774436655 Equity Shares of Re. 1/- each amounting to Rs. 377,44,36,655/- | 3774436655 Equity Shares of Re. 1/- each amounting to Rs. 377,44,36,655/- |



| | | | |
|---|-------------------------|--------|--------|
| Share Premium reserves | 89.91 | 89.91 | 89.91 |
| Net worth | 438.38 | 439.55 | 439.31 |
| Book Value per share (Networth/ No. of shares) | 1.16 | 1.16 | 1.16 |
| Fixed Assets | | | |
| Tangible Assets | 0.46 | 0.99 | 1.82 |
| Capital Work in progress | 82.60 | 82.60 | 82.60 |
| Intangible Assets | 5.53 | 6.48 | 7.43 |
| Investments: | | | |
| 1. In quoted securities | Nil | Nil | Nil |
| 2. In unquoted securities | Nil | Nil | Nil |
| 3. Others (Bank & Cash Balance) | 35.11 | 35.13 | 35.52 |
| Total Non-Current Investments | 61.75 | 61.75 | 61.75 |
| Total Assets (Excluding Fixed Assets, Investments, Bank Balances and non-current Investments) | 328.24 | 328.16 | 330.47 |
| Current Liabilities | 60.77 | 60.63 | 60.49 |
| Market Price/ Book value per share as on Aug 07, 2017 or for last traded day if no trading on Aug 07, 2017 | Rs. 0.13p per shares | | |

5. **LODR Compliance:** On the basis of the Secretarial Audit report dated 29th May 2015 for the FY 2014-15 and 30th May 2016 for FY 2015-16 of M/s. A.K. Friends & Associates and Secretarial Audit Report dated 30th May 2017 of M/s. Kundan Agarwal & Associates for FY 2016-17, we certify that the Company had been regularly complying with the SEBI (LODR) Regulations, 2015 and Clauses of the Listing Agreement, however, there was a delay in complying with Clause 41 of the Listing Agreement for the Quarter and Financial Year ended 31st March 2014. The financial results for the quarter and year ended 31st March 2014 were filed on 30th November 2014 in terms of Clause 41 of the Listing Agreement. The delay in preparing the audited financial statement was due to the fact that the Directorate General of Central Excise, in a search conducted by them in the month of March 2014 had seized the records including the Accounting Data of the Company. Though the company had informed the Stock Exchanges well in advance that the Company would not be in a position to provide the Audited Financial Results for the quarter and year ended 31st March 2014 in terms of Clause 41 of the Listing Agreement, however, the Stock Exchange imposed penalty on the company. Against the Stock Exchange's communication imposing penalty, the company had filed an appeal, bearing No. 251 of 2014 before the Hon'ble Securities Appellate Tribunal. The Hon'ble Securities Appellate Tribunal vide its order dated 10th November 2014, quashed and set aside the communication dated 16th June 2014 issued by the Stock Exchanges and restored the matter to the file of BSE and NSE for passing fresh orders on merits and in accordance with Law. Copy of the order passed by the Hon'ble Securities Appellate Tribunal is annexed herewith as **Annexure - II**



6. **ROC compliances:** Name of the Company had been changed from "Visesh Infotecnics Limited" to "MPS Infotecnics Limited" in 12th February, 2016. ROC compliances for name change of the Company is enclosed as **Annexure-III**.

7. **Income Tax Return Filing (including disputed income tax liability) is as under:**

Status of Filing Annual Income Tax Return for last three years as under:

| S. No. | Assessment Year | Acknowledgment No. | Date of Filing |
|--------|-----------------|--------------------|----------------|
| 1. | 2014-15 | 435065921301114 | 30.11.2014 |
| 2. | 2015-16 | 840167321300915 | 30.09.2015 |
| 3. | 2016-17 | 506885581171016 | 17.10.2016 |

Status of any Pending Disputes with Income Tax Department as under:

| S.No | Assessment Year | Demand Under Section Code | Date on Which Demand is raised | Amount of Outstanding Demand | Status of Demand |
|------|-----------------|---------------------------|--------------------------------|------------------------------|---|
| 1. | 1998-99 | 143(3) | 30.12.2007 | 8873.00 | Outstanding Demand is Adjusted against Refund of Rs. 8,21,133 of A.Y. 2005-06. |
| 2. | 2005-06 | 143(3) | 30.12.2007 | 11,04,827.00 | Demand is deleted by CIT (Appeal)-15, Delhi in Appeal No. 216/16-17(426/15-16) dated 28.02.2017 |
| | 2005-06 | 143(1) | 05.03.2007 | 15,69,325.00 | |
| 3. | 2006-07 | 143(3) | 30.12.2008 | 12,35,589.00 | Demand is Outstanding & the Appeal against said demand is filed with CIT (Appeal)-III, Bangalore vide Appeal No. 193/08-09 Dated 29.01.2009 which is still pending. |
| 4. | 2006-07 | 143(1) | 17.10.2007 | 1,46,67,170.00 | Paid vide challan 6930003/56109 dated 06/02/2006 and challan 0210161/3 dated 30/09/2006. Rectification filed, pending with DCIT Cr 17(1), New Delhi |
| 5. | 2008-09 | 143(3) | 31.12.2010 | 4,26,97,765.00 | Demand is deleted by DCIT (Appeal), Appeal 9, Delhi in Appeal No. 212/2010-11 dated 27.05.2013 |
| | 2008-09 | 143(1) | 25.02.2010 | 2,10,49,611.00 | |
| 6. | 2009-10 | 115 WE | 12.03.2011 | 9438.00 | Demand is Outstanding |
| 7. | 2010-11 | 143(3) | 05.03.2013 | 2,48,53,100.00 | Demand is deleted by DCIT (Appeal), Appeal No. 9, Delhi in Appeal No. 10/13-14 dated |



| | | | | | |
|-----|---------|--------|------------|-----------------|---|
| | | | | | 26.03.2014 |
| 8. | 2011-12 | 143(3) | 28.03.2014 | 44,57,98,390.00 | Demand is Outstanding & the Appeal against said demand is filed with CIT (Appeal)-33, Delhi vide Appeal No. 126/14-15 Dated 29.04.2014 Which is still pending. |
| 9. | 2012-13 | 143(3) | 31.03.2015 | 88,30,590.00 | Partial Demand is deleted by CIT (Appeal)-15, Delhi in Appeal No. 217/16-17(322/15-16) dated 27.02.2017 but Demand made on Addition amounting at Rs. 8,73,190 made at the time of Assessment Proceedings U/s 143(3) is still Pending. |
| 10. | 2016-17 | 143(1) | 19.06.2017 | 12,46,300 | Demand is Outstanding |

For and on behalf of
MPS Infotecnics Limited


Peeyush Aggarwal
Chairman


Sanjay Sharma
CFO

CC: BSE Limited
Floor No. 25, P.J. Towers,
Dalal Street,
Mumbai 400 001


Deepak Gupta (M no. 081535)
RMA & Associates LLP
Statutory Auditor
978 N/500062N