

# VIRESH INFOTECNICS LTD.



CIN:L30007DL1989PLC131190

An ISO 9001 : 2008 Company

703, Arunachal Building, 19 Barakhamba Road,  
New Delhi-1, Ph.: 011-43070989 Fax : 011-43070989  
E-mail : info@viseshinfo.com

Through: Courier / E-mail

Ref: VIL/SEC/2014/49

Date: 14.08.2014

Listing Department,  
Bombay Stock Exchange limited,  
Floor 25, P J Towers,  
Dalal Street, Mumbai -400001

Listing Department,  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra,  
Kurla Complex (E), Mumbai-400051.

Scrip Code: 532411

NSE Symbol: VIRESHINFO

Dear Sir/Madam,

## Sub: Outcome of Board Meeting

This is to inform you that the Board of Directors of the Company at their meeting held today i.e., August 14, 2014, inter-alia, had consider and approved the Un-audited Financial Results of the Company (Standalone & Consolidated) along with segment wise reporting of Revenue and Capital Employed of the Company for the Quarter ended 30<sup>th</sup> June, 2014, which are enclosed herewith along with Limited Review Report by Statutory Auditors of the Company.

Further the Board, in the meeting, also appointed Ms. Vrishti Khare, Company Secretary, membership no. A34164, as Company Secretary and Compliance Officer of the Company w.e.f. 14<sup>th</sup> August, 2014.

The meeting of the Board concluded at 4:00 P.M.

Kindly take the above information on records and oblige.

Thanking you,

Yours' truly,  
For Visesh Infotecnics Limited

  
Karun Jain  
Executive Director  
00077035

Enclosure: as above

Corporate Office : B-55 Sector 65, Noida (UP)- 201301  
Ph: +91-0120-4713900, Fax:+91-0120-4324040

www.viseshinfo.com

VIRESH INFOTECNICS LIMITED  
CIN: L30007DL1989PLC131190  
(An ISO 9001:2008 Company)

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

Ph. No. 011-43070989, E-mail: info@viresinfo.com

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR QUARTER ENDED JUNE 30, 2014

S. No	Particulars	QUARTER ENDED			YEAR ENDED
		30.06.2014 (Unaudited)	31.03.2014 (Unaudited) Refer note no. 3	30.06.2013 (Unaudited)	31.03.2014 (Audited) Refer Note no. 3
		Rs. in Lacs	Rs. in Lacs	Rs. in Lacs	Rs. in Lacs
1	<b>Income from operations</b>				
	(a) Net Sales/income from operations (Net of Excise duty)	5,674.06		6,802.64	
	(b) Other operating income	-		-	
	<b>Total income from operations (net)</b>	<b>5,674.06</b>	-	<b>6,802.64</b>	-
2	<b>Expenses</b>				
	(a) Purchase of stock-in-trade	5,614.12		6,125.99	
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade (Increase)/ Decrease	-	-	-	
	(c) Employees benefits expense	67.66		71.27	
	(d) Depreciation and amortisation expense	31.25		365.98	
	(e) Other expenses	33.87		31.31	
	<b>Total Expenses</b>	<b>5,746.90</b>	-	<b>6,594.55</b>	-
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	(72.84)	-	208.09	-
4	Other Income	103.76		0.77	
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	30.92	-	208.86	-
6	Finance Costs	27.57		70.49	
7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	3.35	-	138.37	-
8	Exceptional items	-		-	
9	Profit/(Loss) form ordinary activities before tax (7-8)	3.35	-	138.37	-
10	Tax expense: Current	0.67		27.68	
	Deferred	(9.33)		19.45	
11	Net Profit / (Loss) from ordinary activities (9-10)	12.01	-	91.24	-
12	Extraordinary items	-		-	
13	<b>Net Profit for the period (11-12)</b>	<b>12.01</b>	-	<b>91.24</b>	-
14	Paid-up equity share capital of Re. 1/- each	37,744.37	37,744.37	37,744.37	37,744.37
15	Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	-

For VIRESH INFOTECNICS LTD.

KARUN JAIN  
EXECUTIVE DIRECTOR

DIN: 00077035

16	Earnings per share of Re.1/- each (not annualised)				
	(a) Basic	0.0003	-	0.0024	-
	(b) Diluted	0.0003	-	0.0024	-
<b>Part-II</b>					
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>				
1	<b>Public shareholding</b>				
	a. Number of Shares	2027977283	1994968362	1994968362	1994968362
	b. Percentage of Shareholding	53.73%	52.85%	52.85%	52.85%
2	<b>Promoter and Promoter Group Shareholding</b>				
	<b>a) Pledged / Encumbered</b>				
	- Number of Shares	788864667	788864667	788864667	788864667
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	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%
	<b>b.) Non-encumbered</b>				
	- Number of shares	957594705	990603626	990603626	990603626
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	54.83%	55.67%	55.67%	55.67%
	- Percentage of shares (as a % of the total share capital of the company)	25.37%	26.25%	26.25%	26.25%
	<b>Particulars</b>	<b>Quarter ended 30/06/2014</b>			
<b>B</b>	<b>INVESTOR COMPLAINTS</b>				
	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		
<b>Standalone Segmentwise revenue, results and capital employed as per clause 41 of the Listing Agreement, for the Quarter ended June 30, 2014</b>					
<b>1. Segment Revenue</b>					
	(a) IT Solutions & Products	-		1,724.49	
	(b) IT Enabled Services	35.29		58.98	
	(c) Telecommunication	5,638.77		5,019.17	
	<b>Total</b>	<b>5,674.06</b>	<b>-</b>	<b>6,802.64</b>	<b>-</b>
	<b>Less: Inter Segment Revenue</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Net sales/Income From Operations</b>	<b>5,674.06</b>	<b>-</b>	<b>6,802.64</b>	<b>-</b>
<b>2. Segment Results (Profit before tax and interest from each segment)</b>					
	(a) IT Solutions & Products	-		394.16	
	(b) IT Enabled Services	8.94		24.19	
	(c) Telecommunication	(35.35)		174.86	
	<b>Total</b>	<b>(26.41)</b>	<b>-</b>	<b>593.21</b>	<b>-</b>
	<b>Less: (i) Interest</b>	<b>27.57</b>		<b>70.49</b>	
	(ii) Other Un-allocable Expenditure	46.43		385.13	
	<b>Add: (iii) Un-allocable income</b>	<b>103.76</b>		<b>0.77</b>	
	<b>Total Profit Before Tax</b>	<b>3.35</b>	<b>-</b>	<b>138.37</b>	<b>-</b>

CERTIFIED TRUE COPY  
For VISESH TOYS LTD.

KARAN JAIN  
DIRECTOR

DIN: 00077035

### 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, these are used interchangeably among segments, hence segmentwise disclosure on capital employed has not been furnished.

#### Note:

1. The above results were reviewed by the audit committee and thereafter taken on record by the Board of Directors at its meeting held on August 14, 2014.
2. Statutory Auditors of the Company have carried out the limited review of the financial results for the quarter ended 30th June, 2014.
3. The audited financials for the FY 2013-14 & the unaudited for the quarter ended 31st March 2014 have not been incorporated in the Unaudited financial results for the quarter ended on 30/06/2014 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 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, the 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 the Company has preferred an appeal before the Securities and Appellate Tribunal and the matter is pending therein. Also the Company will announce and publish the audited financials for the Financial Year ended 31st March 2014 immediately once the records are received from the Directorate General of Central Excise Intelligence and are audited by the Auditors.
4. Effective from 1st April 2014, the Company has charged depreciation based on revised remaining useful life of the Fixed Assets as per the requirement of schedule II of the Companies Act, 2013. Due to above, depreciation charged for the quarter ended 30.06.2014 is lower by Rs. 89.92 Lacs.
5. Other income includes Rs. 102.31 Lacs towards profit on sale of short term investments.
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.

Place: New Delhi  
Date : 14.08.2014

For VISESH INFOTECHNICS LTD.

  
DIRECTOR  
DIN : 00077035  
KARUN JAIN

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

**VIRESH INFOTECNICS LIMITED**  
**CIN: L30007DL1989PLC131190**  
(An ISO 9001:2008 Company)

Regd. Office: 703, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi 110 001  
Ph. No. 011-43070989, E-mail: info@viresinfo.com

**STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR QUARTER ENDED JUNE 30, 2014**

S.No	Particulars	QUARTER ENDED			YEAR ENDED
		30.06.2014 (Unaudited)	31.03.2014 (Unaudited) Refer note no. 3	30.06.2013 (Unaudited)	31.03.2014 (Audited) Refer Note no. 3
		Rs. in Lacs	Rs. in Lacs	Rs. in Lacs	Rs. in Lacs
1	<b>Income from operations</b>				
	(a) Net Sales/income from operations (Net of Excise duty)	8,519.91		8,810.74	
	(b) Other operating income	-		-	
	<b>Total income from operations (net)</b>	<b>8,519.91</b>	<b>-</b>	<b>8,810.74</b>	<b>-</b>
2	<b>Expenses</b>				
	(a) Purchase of stock-in-trade	8,449.11		8,098.94	
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade (Increase)/ Decrease	-	-	-	-
	(c) Employees benefits expense	67.66		71.27	
	(d) Depreciation and amortisation expense	31.25		365.98	
	(e) Other expenses	56.74		56.2	
	<b>Total Expenses</b>	<b>8,604.76</b>	<b>-</b>	<b>8,592.39</b>	<b>-</b>
3	Profit / (Loss) from operations before other income, finance costs and exceptional items(1-2)	(84.85)	-	218.35	-
4	Other Income	112.77		0.77	
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	27.92	-	219.12	-
6	Finance Costs	30.95		73.28	
7	Profit/ (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(3.03)	-	145.84	-
8	Exceptional items	-		-	
9	Profit/(Loss) form ordinary activities before tax (7-8)	(3.03)	-	145.84	-
10	Tax expense: Current	0.67		27.68	
	Deferred	(9.33)		19.45	
11	Net Profit / (Loss) from ordinary activities (9-10)	5.63	-	98.71	-
12	Extraordinary items	-		-	
13	<b>Net Profit for the period (11-12)</b>	<b>5.63</b>	<b>-</b>	<b>98.71</b>	<b>-</b>
14	Minority Interest				
15	<b>Net Profit/ (Loss) after Taxes, Minority Interest (13-14)</b>	<b>5.63</b>	<b>-</b>	<b>98.71</b>	<b>-</b>
16	Paid-up equity share capital of Re. 1/- each	37,744.37	37,744.37	37,744.37	37,744.37

For VIRESH INFOTECNICS LTD.

KARUN JAIN  
EXECUTIVE DIRECTOR

DIN: 000 77035

17	Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	-
18	Earnings per share of Re.1/- each (not annualised)				
	(a) Basic	0.0001	-	0.003	-
	(b) Diluted	0.0001	-	0.003	-
<b>Part-II</b>					
<b>A PARTICULARS OF SHAREHOLDING</b>					
1	<b>Public shareholding</b>				
	a. Number of Shares	2027977283	1994968362	1994968362	1994968362
	b. Percentage of Shareholding	53.73%	52.85%	52.85%	52.85%
2	<b>Promoter and Promoter Group Shareholding</b>				
	<b>a) Pledged / Encumbered</b>				
	- Number of Shares	788864667	788,864,667.00	788,864,667.00	788,864,667.00
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	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%
	<b>b.) Non-encumbered</b>				
	- Number of shares	957594705	990603626	990603626	990603626
	- Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	54.83%	55.67%	55.67%	55.67%
	- Percentage of shares (as a % of the total share capital of the company)	25.37%	26.25%	26.25%	26.25%
<b>Particulars</b>		<b>Quarter ended 30/06/2014</b>			
<b>B INVESTOR COMPLAINTS</b>					
	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	
<b>Consolidated Segmentwise revenue, results and capital employed as per clause 41 of the Listing Agreement, for the Quarter ended June 30, 2014</b>					
<b>1. Segment Revenue</b>					
	(a) IT Solutions & Products	-		1,724.49	
	(b) IT Enabled Services	35.29		58.98	
	(c) Telecommunication	8,484.62		7,027.27	
	<b>Total</b>	<b>8,519.91</b>	<b>-</b>	<b>8,810.74</b>	<b>-</b>
	<b>Less: Inter Segment Revenue</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Net sales/Income From Operations</b>	<b>8,519.91</b>	<b>-</b>	<b>8,810.74</b>	<b>-</b>
<b>2. Segment Results (Profit before tax and interest from each segment)</b>					
	(a) IT Solutions & Products	-		394.16	
	(b) IT Enabled Services	8.94		24.19	
	(c) Telecommunication	(47.36)		185.13	
	<b>Total</b>	<b>(38.42)</b>	<b>-</b>	<b>603.48</b>	<b>-</b>

For VISESH INFOTECHNICS LTD.

KARUN JAIN  
EXECUTIVE DIRECTOR

DIN: 00077035

Less: (i) Interest	30.95		73.28	
(ii) Other Un-allocable Expenditure	46.43		385.13	
Add: (iii) Un-allocable income	112.77		0.77	
<b>Total Profit Before Tax</b>	<b>(3.03)</b>	-	<b>145.84</b>	-

### 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, 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 August 14, 2014.
- Statutory Auditors of the Company have carried out the limited review of the financial results for the quarter ended 30th June, 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](http://www.viseshinfo.com) and on the websites of BSE & NSE. Standalone audited financial results are as under:

Particulars	QUARTER ENDED			YEAR ENDED
	30.06.2014 (Unaudited)	31.03.2014 (Unaudited) Refer note no. 3	30.06.2013 (Unaudited)	31.03.2014 (Audited) Refer Note no. 3
Net Sales	5,674.06		6,802.64	
Profit before tax - current & deferred	3.35		138.37	
Profit after tax	12.01		91.24	

- The audited financials for the FY 2013-14 & the unaudited for the quarter ended 31st March 2014 have not been incorporated in the Unaudited financial results for the quarter ended on 30/06/2014 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 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, the 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 the company has preferred an appeal before the Securities and Appellate Tribunal and the matter is pending therein. Also the Company will announce and publish the audited financials for the Financial Year ended 31st March 2014 immediately once the records are received from the Directorate General of Central Excise Intelligence and are audited by the Auditors.
- Effective from 1st April 2014, the Company has charged depreciation based on revised remaining useful life of the Fixed Assets as per the requirement of schedule II of the Companies Act, 2013. Due to above, depreciation charged for the quarter ended 30.06.2014 is lower by Rs. 89.92 Lacs.
- Other income includes Rs. 102.31 Lacs towards profit on sale of short term investments.
- 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-grouped/re-arranged wherever necessary.

Place: New Delhi  
Date : 14.08.2014

For VISESH INFOTECHNICS LTD.

EXECUTIVE DIRECTOR  
KARUN JAIN

DIN: 00077035

By the Order of Board  
For Visesh Infotecnics Ltd.  
Sd/-  
Authorised Signatory