

# Microsec Financial Services Limited

Regd. Office : 1st Floor, Shivam Chambers, 53, Syed Amir Ali Avenue, Kolkata - 700 019



Part - I

## STATEMENT OF CONSOLIDATED AUDITED RESULTS FOR THE YEAR ENDED 31ST MARCH, 2013

(Rs. in Lacs except for EPS)

Particulars	Quarter Ended			Year Ended	
	31-Mar-13 (Unaudited)	31-Dec-12 (Unaudited)	31-Mar-12 (Unaudited)	31-Mar-13 (Audited)	31-Mar-12 (Audited)
<b>1 INCOME FROM OPERATIONS</b>					
(a) Income from Operations	948.39	1,181.60	1,316.68	4,505.81	5,274.18
(b) Other Operating Income	-	-	-	-	-
<b>Total Income from Operations (Net)</b>	<b>948.39</b>	<b>1,181.60</b>	<b>1,316.68</b>	<b>4,505.81</b>	<b>5,274.18</b>
<b>2 EXPENSES</b>					
(a) Purchase of Stock in Trade	72.00	-	-	72.00	-
(b) Changes in inventories of stock in trade	(72.00)	-	-	(72.00)	-
(c) Employee Benefits Expense	384.68	377.52	412.43	1,571.61	1,742.37
(d) Depreciation and Amortization expense	43.40	41.99	415.36	170.25	603.25
(e) Loss on pre-matured recovery of debts	-	136.68	-	136.68	-
(f) Provision for diminution in investments	265.40	-	-	265.40	-
(g) Other Expenditure	365.86	328.94	252.58	1,239.58	1,153.76
<b>Total Expenses</b>	<b>1,059.34</b>	<b>885.13</b>	<b>1,080.37</b>	<b>3,383.52</b>	<b>3,499.38</b>
<b>3 Profit from Operations before other income, finance costs (1 - 2)</b>	<b>(110.95)</b>	<b>296.47</b>	<b>236.31</b>	<b>1,122.29</b>	<b>1,774.80</b>
4 Other Income	75.78	64.28	43.01	256.63	508.45
<b>5 Profit before finance costs (3 + 4)</b>	<b>(35.17)</b>	<b>360.75</b>	<b>279.32</b>	<b>1,378.92</b>	<b>2,283.25</b>
6 Finance Costs	29.73	38.68	35.37	113.68	51.97
<b>7 Profit before tax (5 - 6)</b>	<b>(64.90)</b>	<b>322.07</b>	<b>243.95</b>	<b>1,265.24</b>	<b>2,231.28</b>
<b>8 Tax Expense</b>					
(a) Current Tax	1.08	32.77	202.46	325.08	774.68
(b) Deferred Tax	14.97	19.19	(80.99)	62.10	(49.27)
(c) Excess provision for taxation no longer required written back	-	-	-	-	(18.51)
<b>9 Net Profit after tax (7 - 8)</b>	<b>(80.95)</b>	<b>270.11</b>	<b>122.48</b>	<b>878.06</b>	<b>1,524.38</b>
10 Share of Profit / (Loss) of Associate	2.74	(16.74)	(66.19)	(57.06)	(120.63)
11 Minority Interest	1.40	-	-	1.40	-
<b>12 Net Profit after taxes, minority interest and share of loss of Associate</b>	<b>(79.61)</b>	<b>253.37</b>	<b>56.29</b>	<b>819.60</b>	<b>1,403.75</b>
13 Paid up Equity Share Capital (Face Value per share Rs.10)	3,181.05	3,181.05	3,181.05	3,181.05	3,181.05
14 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year				24,465.04	23,645.44
15 Earnings per share (Basic and Diluted)	(0.25)*	0.80*	0.18*	2.58	4.41

\* Not annualised

Part - II

## SELECT INFORMATION FOR THE QUARTER AND FOR THE YEAR ENDED 31ST MARCH, 2013

Particulars	Quarter Ended			Year Ended	
	31-Mar-13 (Unaudited)	31-Dec-12 (Unaudited)	31-Mar-12 (Unaudited)	31-Mar-13 (Audited)	31-Mar-12 (Audited)
<b>A PARTICULARS OF SHAREHOLDING</b>					
1 Public Shareholding					
- Number of Shares	1,12,07,365	1,14,70,621	1,23,62,426	1,12,07,365	1,23,62,426
- Percentage of Shareholding	35.23%	36.06%	38.86%	35.23%	38.86%
2 Promoters and Promoter Group Shareholding					
a) Pledged/Encumbered					
Number of Shares	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil
Percentage of Shares (as a % of the total share capital of the Company)	Nil	Nil	Nil	Nil	Nil
b) Non-encumbered					
Number of Shares	2,06,03,135	2,03,39,879	1,94,48,074	2,06,03,135	1,94,48,074
Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%
Percentage of Shares (as a % of the total share capital of the Company)	64.77%	63.94%	61.14%	64.77%	61.14%

Particulars	Quarter ended 31-Mar-13
<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

(Rs. in Lacs)

Particulars	Quarter Ended			Year Ended	
	31-Mar-13	31-Dec-12	31-Mar-12	31-Mar-13	31-Mar-12
	(Audited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
Gross Revenue	367.92	510.25	628.72	1,789.85	2,289.45
Profit before Tax	248.91	290.40	185.60	1,291.69	1,581.88
Profit after Tax	215.01	249.94	127.30	976.23	1,091.23

**AUDITED CONSOLIDATED SEGMENT REVENUE, RESULTS AND CAPITAL EMPLOYED UNDER CLAUSE 41 OF THE LISTING AGREEMENT**

(Rs. in Lacs)

Particulars	Quarter Ended			Year Ended	
	31-Mar-13	31-Dec-12	31-Mar-12	31-Mar-13	31-Mar-12
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
<b>1 Segment Revenue</b>					
(a) Financing and Investment	449.97	508.72	641.96	1,951.30	2,392.52
(b) Investment Banking and Related Services	41.12	114.11	68.04	395.37	403.24
(c) Brokerage (Equity, Commodity and Currency including Depository Services) and related services	423.97	519.07	547.18	1,969.29	2,171.69
(d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services	33.33	39.70	59.50	189.85	306.73
(e) Others	-	-	-	-	-
<b>Total</b>	<b>948.39</b>	<b>1,181.60</b>	<b>1,316.68</b>	<b>4,505.81</b>	<b>5,274.18</b>
Less : Inter Segment Revenue	-	-	-	-	-
<b>Income from Operations</b>	<b>948.39</b>	<b>1,181.60</b>	<b>1,316.68</b>	<b>4,505.81</b>	<b>5,274.18</b>
<b>2 Segment Results</b>					
<b>Profit before Finance Costs and Tax</b>					
(a) Financing and Investment	305.42	300.68	362.15	1,464.37	1,833.40
(b) Investment Banking and Related Services	(90.43)	(47.91)	(78.25)	(144.34)	(184.54)
(c) Brokerage (Equity, Commodity and Currency including Depository Services) and related services	(50.22)	33.51	17.66	49.59	184.81
(d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services	(5.42)	(9.18)	5.91	6.93	83.56
(e) Others	(2.07)	-	-	(2.07)	-
<b>Total</b>	<b>157.28</b>	<b>277.10</b>	<b>307.47</b>	<b>1,374.48</b>	<b>1,917.23</b>
Less:					
Finance Costs (Refer note 1)	11.58	1.44	35.33	22.91	19.60
Other unallocable expenditure net of unallocable income	210.60	(46.41)	28.19	86.33	(333.65)
<b>Profit before tax</b>	<b>(64.90)</b>	<b>322.07</b>	<b>243.95</b>	<b>1,265.24</b>	<b>2,231.28</b>
<b>3 Capital Employed</b>					
(Segment Assets - Segment Liabilities)					
(a) Financing and Investment	16,831.53	16,314.57	19,357.37	16,831.53	19,357.37
(b) Investment Banking and Related Services	1,858.09	1,399.48	1,323.93	1,858.09	1,323.93
(c) Brokerage (Equity, Commodity and Currency including Depository Services) and related services	1,270.85	1,929.90	897.89	1,270.85	897.89
(d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services	129.11	159.74	139.33	129.11	139.33
(e) Others	2,152.11	-	-	2,152.11	-
(f) Unallocated	5,415.80	7,938.75	5,107.97	5,415.80	5,107.97
<b>Total</b>	<b>27,657.49</b>	<b>27,742.44</b>	<b>26,826.49</b>	<b>27,657.49</b>	<b>26,826.49</b>

**Notes :**

1. Finance Costs pertaining to the segments having operations which are primarily of financial nature has been considered as part of segment results and not disclosed separately.

2 (i) Business Segments :

The Company has identified the following as business segments :

- (a) Financing and Investment - consists of financing of loans and investments in shares and securities.
- (b) Investment Banking and Related Services - consists of financial consultancy, professional fees and debt syndication.
- (c) Brokerage (Equity, Commodities and Currency including Depository Services) and related services - consists of brokerage and related services.
- (d) Wealth Management, Insurance Broking, Financial Planning, Distribution and related services - consists of Brokerage from insurance activities, distribution and financial planning services.
- (e) Others - consists of business activities relating to (a) foresegame.com and (b) sastasundar.com

(ii) Geographical Segments : The Company operates in only one geographical segment i.e. "within India" and no separate information for geographical segment has been

3. Item no. 2 (a) Purchase of Stock in Trade and item no. 2 (b) Changes in inventories of stock in trade in Part I above represents investment in liquid scheme of mutual fund by one of the subsidiary.

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

(Rs. in Lacs)

Particulars	Year Ended	
	As at 31.03.2013 (Audited)	As at 31.03.2012 (Audited)
<b>A EQUITY AND LIABILITIES</b>		
<b>1 Shareholders' Funds</b>		
(a) Share Capital	3,181.05	3,181.05
(b) Reserves & Surplus	24,465.04	23,645.44
<b>Sub Total - Shareholders' Funds</b>	<b>27,646.09</b>	<b>26,826.49</b>
<b>2 Minority Interest</b>	11.40	-
<b>3 Non - Current Liabilities</b>		
(a) Long-term borrowings	-	165.00
(b) Deferred Tax Liabilities (net)	283.94	236.12
(c) Long-term Provisions	84.15	15.24
<b>Sub Total - Non-current Liabilities</b>	<b>368.09</b>	<b>416.36</b>
<b>4 Current Liabilities</b>		
(a) Short-term borrowings	291.35	250.72
(b) Trade Payables	838.03	1,123.32
(c) Other current liabilities	781.47	2,578.46
(d) Short-term provisions	96.07	589.06
<b>Sub Total - Current Liabilities</b>	<b>2,006.92</b>	<b>4,541.56</b>
<b>Total - Equity and Liabilities</b>	<b>30,032.50</b>	<b>31,784.41</b>
<b>B. ASSETS</b>		
<b>1 Non-current assets</b>		
(a) Fixed Assets	4,535.84	1,957.62
(b) Goodwill on Consolidation	5,736.65	463.30
(c) Non-current Investments	2,144.63	4,402.31
(d) Deferred Tax Assets (net)	35.20	49.48
(e) Long-term loans and advances	2,233.03	1,188.52
(f) Other non current assets	1,005.88	1,049.93
<b>Sub Total - Non-Current Assets</b>	<b>15,691.23</b>	<b>9,111.16</b>
<b>2 Current assets</b>		
(a) Current Investments	4,275.80	20.00
(b) Inventories	72.00	-
(c) Trade Receivables	770.70	1,194.45
(d) Cash, Cash Equivalents and Other Bank Balances	2,788.57	1,176.42
(e) Short-term Loans and Advances	6,346.58	20,237.11
(f) Other Current Assets	87.62	45.27
<b>Sub Total - Current Assets</b>	<b>14,341.27</b>	<b>22,673.25</b>
<b>Total - Assets</b>	<b>30,032.50</b>	<b>31,784.41</b>



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 24<sup>th</sup> May, 2013.
2. The Board of Directors at their meeting held on 8<sup>th</sup> February, 2013 has approved the proposal of the Company to convert it into a Systemically Important Core Investment Company (CIC-ND-SI) by 30<sup>th</sup> September, 2013 which has also been approved by the shareholders of the Company through postal ballot, the results of which were declared on 19<sup>th</sup> March, 2013. The Company has filed an application to the Reserve Bank of India (RBI) on 4<sup>th</sup> March, 2013 to provide an exemption from complying with exposure norms for concentration of credits / investment as prescribed by the RBI during the transition period which is pending for approval from RBI.
3. The Auditors in their report on the accounts for the year ended 31<sup>st</sup> March, 2013 has commented regarding concentration of credit / investment norms as provided in paragraph 18 of Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 (as amended), having exceeded the limits provided therein, in order to become a Systemically Important Core Investment Company (CIC-ND-SI). The Company has already applied to the Reserve Bank of India (RBI) seeking exemption from complying with the aforesaid norms to become a CIC-ND-SI and is hopeful to receive the exemption in the aforesaid matter.
4. The figures for the quarter ended 31<sup>st</sup> March, 2013 represent the derived figures between the audited figures in respect of the year ended 31<sup>st</sup> March, 2013 and the unaudited published "period to date" figures upto 31<sup>st</sup> December, 2012 being the date of the end of the third quarter of the current year end.
5. Figures for the previous periods have been regrouped/ rearranged where necessary.

Place: Kolkata  
Date: 24<sup>th</sup> May, 2013

**For Microsec Financial Services Limited**

**B.L.Mittal**  
**Chairman cum Managing Director**