

VIRTUALSOFT SYSTEMS LIMITED

Regd. Off: S-101 Panchsheel Park, New Delhi - 110017

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31,2014

(Figures in Lacs)

PARTICULARS	3 Months Ended		Nine Months Ended	Year Ended	
	(Audited)	(Audited)	(Un-Audited)	(Audited)	(Audited)
	31.03.2014	31.03.2013	31.12.2013	31.03.2014	31.03.2013
1. Income from Operations					
a) Net Sales/ Income From Operations	73.38	93.57	139.64	213.02	283.84
b) Oter Opearting Income	0.12	0.00	11.11	11.23	0.00
2. Expenses					
a. Cost of Materials Consumed	0.00	0.00	0.00	0.00	0.00
b. Purchase of Stcok In Trade	0.00	51.23	86.92	86.92	194.87
c. Change in the inventories of Finished Goods, Work in Progress and Stock in Trade	0.00	0.00	-2.86	-2.86	6.08
d. Employee Benift Expenses	39.85	57.49	140.97	180.82	200.56
e. Depreciation & Amortisation expenses	0.61	2.02	4.94	5.55	9.26
f. Other expenditure	52.24	86.56	69.98	122.22	205.76
g. Total	92.69	197.30	299.95	392.64	616.53
3. Profit from Operations before Other Income, Finance Cost Interest and Exceptional Items (1-2)	(19.19)	(103.73)	(149.19)	(168.38)	(332.69)
4. Other Income	0.00	7.91	0.00	0.00	19.82
5. Profit before Interest and Exceptional Items (3+4)	(19.19)	(95.82)	(149.19)	(168.38)	(312.87)
6. Finance Cost	0.00	11.77	0.00	0.00	0.00
7. Profit after Interest but before Exceptional Items (5-6)	(19.19)	(107.59)	(149.19)	(168.38)	(312.87)
8. Exceptional items	0.00	0.00	471.41	471.41	0.00
9. Profit (+)/ Loss (-) from Ordinary Activities before tax (7+8)	(19.19)	(107.59)	322.22	303.03	(312.87)
10. Tax expense	0.00	0.00	0.00	0.00	0.00
11. Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	(19.19)	(107.59)	322.22	303.03	(312.87)
12. Extraordinary Item (net of tax expense Rs.	0.00	0.00	0.00	0.00	0.00
13. Net Profit(+)/ Loss(-) for the period (11-12)	(19.19)	(107.59)	322.22	303.03	(312.87)
14. Paid-up equity share capital (Face Value of the Share shall be indicated)	1029.76	1029.76	1029.76	1029.76	1029.76
15. Reserve excluding Revaluation	20.00	20.00	20.00	20.00	20.00
16. Earnings Per Share (EPS)					
a) Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(0.19)	(1.04)	3.13	2.94	(3.04)
b) Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(0.19)	(1.04)	3.13	2.94	(3.04)
17. Public Shareholding					
- No. of shares	2,677,517	2,677,517	2,677,517	2,677,517	2,677,517
- Percentage of shareholding	26.00%	26.00%	26.00%	26.00%	26.00%
18. Promoters and promoter group Shareholding **					
a) Pledged/Encumbered					
- Number of shares	0.00	0.00	0.00	0.00	0.00
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.00	0.00	0.00	0.00	0.00
- Percentage of shares (as a % of the total share capital of the company)	0.00	0.00	0.00	0.00	0.00
b) Non-encumbered					
- Number of Shares	7,620,083	7,620,083	7,620,083	7,620,083	7,620,083
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	74.00%	74.00%	74.00%	74.00%	74.00%
- Percentage of shares (as a % of the total share capital of the company)	74.00%	74.00%	74.00%	74.00%	74.00%

NOTES

- 1.) The above results were considered and taken on record by the board of directors in their meeting held on May 30, 2014
- 2.) Previous year figures have been re-classified & regrouped wherever necessary to confirm to the current year's classifications
- 3.) Number of complaints received and disposed during the quarter - Nil and Number of complaints lying unresolved at the commencement and at the end of the quarter- Nil
- 4.) Pusuant to the approval granted by member by way of Postal Ballot on dated 17th September 2013, the company had Consummated Sale of its International Roaming Card division, as a going concern to its Subsidiary Company Roam1 Telecom Limited, w.e.f. the close of the business hour of 30th June, 2013 for a total consideration of Rs. 8.00 Crores.
- 5.) In view of brought forward losses the company, no provision for Income tax and Deferred tax has been created.
- 6.) As per Companies Act 1956, as amendmend (2013), we have Consolidated Financial Statement of Virtualsoft System Limited & Roam 1 Telecom Limited w.e.f. 1st July 2013.
- 7.) The above results of VSSL as reviewed by audited committee and the consolidated financial have been approved by the Board at its Meeting held on 30th May 2014.

Gokul Tandan

Managing Director

New Delhi, May 30, 2014



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STANDLONE SUMMARY OF ASSETS AND LIABILITIES AS AT 31ST MARCH 2014

PARTICULARS	Figure in Lacs)	
	As At	As At
	31.03.2014	31.03.2013
A Equity And Laibilities		
1.Shareholder's Funds		
(a) Share Capital	1029.76	1029.76
(b) Recerve & Surplus	(1440.80)	(1743.83)
	(411.04)	(714.07)
2 Share Applcation Money	-	0.00
3 Non -Current Liabilities		
(a)Long Term Borrowings	1303.01	1010.07
(b)Deferred Tax Liability	0.00	0.00
4 Current Liabilities		
(a) short Term borrowings	10.52	5.58
(b) Trade Payable	21.48	87.58
(c) Other Current Liabilities	49.39	103.36
(d) Short term provisions	0.00	6.26
TotalEquity And Laibilities	973.36	498.78
B Assets		
1 Non-Current Assests		
(a)Fixed Assets	18.14	41.91
(b)Capital Work-in progress	45.11	264.61
(C)Investments	-	-
(D)Long Term Loans & Advances	75.31	29.03
(d)Other nonCurrent Assets		
2 Curent Assets		
(a) Current Investment	792.00	0.00
(b)Inventories	0.00	8.04
(c)Sundry Debtors	7.99	101.25
(d)Cash & Bank Balances	18.10	8.31
(e) Other Current Assets	0.00	0.00
(f)Short Term Loans and Advances	16.71	45.63
Total Net Current Assets	973.36	498.78

For VirtualSoft Systems Limited



Gokul Tandan
Managing Director

VIRTUALSOFT SYSTEMS LIMITED

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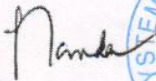


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Standalone Segment Wise Revenue Results and Capital Employed Under Clause 41 of the Listing Agreement

(Figure in Lacs)		
PARTICULARS	As at 31.03.2014	As at 31.03.2013
Segment Revenue (Net Sales)		
(a) Roaming & Telecom Solutions	542.22	267.19
(b) Virtual Event & Demand Gen. Setrvices	85.45	36.45
Total	627.67	303.64
Segment Results (Profit before Interest and Tax)		
(a) Roaming & Telecom Solutions	(177.14)	(43.08)
(b) Virtual Event & Demand Gen. Setrvices	347.15	(269.81)
Total	170.02	(312.89)
Less : Unallocated Interest and Financial Expenses	0.00	0.00
Profit Before Tax	170.02	(312.89)
Capital Employed		
(a) Roaming & Telecom Solutions	851.14	584.61
(b) Virtual Event & Demand Gen. Setrvices	891.97	1455.22
Total	1743.11	1455.22

For VirtualSoft Systems Limited



Gokul Tandan
Managing Director




VIRTUALSOFT SYSTEMS LIMITED

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Telecom Subsidiary: **ROAM1** Telecom Limited

Demand Gen & Virtual Event Division:  vReach™

VIRTUALSOFT SYSTEMS LIMITED

Regd. Off: S-101 Panchsheel Park, New Delhi - 110017

STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2014

(Figures in Lacs)

PARTICULARS	3 Months Ended		Nine Months Ended	Year Ended	
	(Audited)	(Audited)	(Un-Audited)	(Audited)	(Audited)
	31.03.2014	31.03.2013	31.12.2013	31.03.2014	31.03.2013
1. Income from Operations					
a) Net Sales/ Income From Operations	388.84	93.57	227.60	616.44	283.84
b) Oter Opearting Income	-7.12	0.00	18.35	11.23	0.00
2. Expenses					
a. Cost of Materials Consumed	0.00	0.00	0.00	0.00	0.00
b. Purchase of Stcok In Trade	211.00	51.23	142.64	353.64	194.87
c. Change in the inventories of Finished Goods, Work in Progress and Stock in Trade	-26.36	0.00	3.70	-22.66	6.08
d. Employee Benift Expenses	204.29	57.49	117.77	322.06	200.56
e. Depreciation & Amortisation expenses	4.91	2.02	5.83	10.74	9.26
f. Other expenditure	182.22	86.56	83.06	265.28	205.76
g. Total	576.06	197.30	353.00	929.06	616.53
3. Profit from Operations before Other Income, Finance Cost Interest and Exceptional Items (1-2)	(194.34)	(103.73)	(107.05)	(301.39)	(332.69)
4. Other Income	0.00	7.91	0.00	0.00	19.82
5. Profit before Interest and Exceptional Items (3+4)	(194.34)	(95.82)	(107.05)	(301.39)	(312.87)
6. Finance Cost	0.00	0.00	0.00	0.00	0.00
7. Profit after Interest but before Exceptional Items (5-6)	(194.34)	(95.82)	(107.05)	(301.39)	(312.87)
8. Exceptional items	0.00	0.00	0.00	471.41	0.00
9. Profit (+)/ Loss (-) from Ordinary Activities before tax (7+8)	(194.34)	(95.82)	(107.05)	170.02	(312.87)
10. Tax expense	0.00	0.00	0.00	0.00	0.00
11. Net Profit (+)/ Loss (-) from Ordinary Activities after tax (9-10)	(194.34)	(95.82)	(107.05)	170.02	(312.87)
12. Extraordinary Item (net of tax expense Rs.	0.00	0.00	0.00	0.00	0.00
13. Net Profit(+)/ Loss(-) for the period (11-12)	(194.34)	(95.82)	(107.05)	170.02	(312.87)
14. Paid-up equity share capital (Face Value of the Share shall be indicated)	1029.76	1029.76	1029.76	1029.76	1029.76
15. Reserve excluding Revaluation	20.00	20.00	20.00	20.00	20.00
16. Earnings Per Share (EPS)					
a) Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(1.89)	(0.93)	(1.04)	1.65	(3.04)
b) Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)	(1.89)	(0.93)	(1.04)	1.65	(3.04)
17. Public Shareholding					
- No. of shares	2,677,517	2,677,517	2,677,517	2,677,517	2,677,517
- Percentage of shareholding	26.00%	26.00%	26.00%	26.00%	26.00%
18. Promoters and promoter group					
Shareholding **					
a) Pledged/Encumbered					
- Number of shares	0.00	0.00	0.00	0.00	0.00
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.00	0.00	0.00	0.00	0.00
- Percentage of shares (as a% of the total share capital of the company)	0.00	0.00	0.00	0.00	0.00
b) Non-encumbered					
- Number of Shares	7,620,083	7,620,083	7,620,083	7,620,083	7,620,083
- Percentage of shares (as a% of the total shareholding of promoter and promoter group)	74.00%	74.00%	74.00%	74.00%	74.00%
- Percentage of shares (as a % of the total share capital of the company)	74.00%	74.00%	74.00%	74.00%	74.00%

NOTES

- 1.) The above results were considered and taken on record by the board of directors in their meeting held on May 30, 2014
- 2.) Previous year figures have been re-classified & regrouped wherever necessary to confirm to the current year's classifications
- 3.) Number of complaints received and disposed during the quarter - Nil and Number of complaints lying unresolved at the commencement and at the end of the quarter- Nil
- 4.) Pursuant to the approval granted by member by way of Postal Ballot on dated 17th September 2013, the company had Consummated Sale of its International Roaming Card division, as a going concern to its Subsidiary Company Roam1 Telecom Limited, w.e.f. the close of the business hour of 30th June, 2013 for a total consideration of Rs. 8.00 Crores.
- 5.) In view of brought forward losses the company, no provision for Income tax and Deferred tax has been created.
- 6.) As per Companies Act 1956, as amendmend (2013), we have Consolidated Financial Statement of Virtualsoft System Limited & Roam 1 Telecom Limited w.e.f. 1st July 2013.
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Gokul Tandan

Managing Director

New Delhi, May 30, 2014



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CONSOLIDATED SUMMARY OF ASSETS AND LIABILITIES AS AT 31ST MARCH 2014

PARTICULARS	Figure in Lacs)	
	As At	As At
	31.03.2014	31.03.2013
A Equity And Laibilities		
1.Shareholder's Funds		
(a) Share Capital	1029.76	1029.76
(b) Recerve & Surplus	(1009.60)	(1743.83)
	20.16	(714.07)
2 Minority Interest	135.19	0.00
3 Non -Current Liabilities		
(a)Long Term Borrowings	1472.34	1010.07
(b)Deferred Tax Liability	0.00	0.00
4 Current Liabilities		
(a) short Term borrowings	4.60	5.58
(b) Trade Payable	128.64	87.58
(c) Other Current Liabilities	133.29	103.36
(d) Short term provisions	10.52	6.26
TotalEquity And Laibilities	1904.74	498.78
B Assets		
1 Non-Current Assests		
(a)Fixed Assets	744.41	41.91
(b)Intangible assets under development	850.33	264.61
(C)Investments	-	-
(D)Long Term Loans & Advances	31.00	29.03
(d)Other nonCurrent Assets		
2 Curent Assets		
(a) Current Investment	0.00	0.00
(b)Inventories	19.79	8.04
(c)Sundry Debtors	187.57	101.25
(d)Cash & Bank Balances	25.78	8.31
(e) Other Current Assets	0.00	0.00
(f)Short Term Loans and Advances	45.86	45.63
Total Net Current Assets	1904.74	498.78

For VirtualSoft Systems Limited

Gokul Tandan

Managing Director

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**Consolidated Segment Wise Revenue Results and Capital Employed Under
Clause 41 of the Listing Agreement**

PARTICULARS	(Figure in Lacs)	
	As at 31.03.2014	As at 31.03.2013
Segment Revenue (Net Sales)		
(a) Roaming & Telecom Solutions	138.81	267.19
(b) Virtual Event & Demand Gen. Setrvices	85.45	36.45
Total	224.25	303.64
Segment Results (Profit before Interest and Tax)		
(a) Roaming & Telecom Solutions	(44.12)	(43.08)
(b) Virtual Event & Demand Gen. Setrvices	347.15	(269.81)
Total	303.03	(312.89)
Less : Unallocated Interest and Financial Expenses	0.00	0.00
Profit Before Tax	303.03	(312.89)
Capital Employed		
(a) Roaming & Telecom Solutions	0.00	584.61
(b) Virtual Event & Demand Gen. Setrvices	891.97	1455.22
Total	891.97	1455.22

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Telecom Subsidiary: **ROAM1** Telecom Limited

Demand Gen & Virtual Event Division: vReach™