



VIRTUALSOFT
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BM/19-20/4

14th November, 2019

**THE STOCK EXCHANGE MUMBAI,
Phroze Jeejeebhoy Towers,
Dalai Street, Mumbai-400 011**

Kind Attn: S. Subraminian DCS-CRD

Sub: Notice of Board Meeting Pursuant to Regulation 29(1) of Listing Agreement to take on record the Un-Audited Provisional Financial Results of the Company for the Quarter ended 30th September-2019.

Dear Sir /Madam,

This is to inform that pursuant to Regulation 29 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Meeting of the Board of Directors of the Company was held, Today, Thursday, 14th November, 2019 at 3:00 P.M. at 145, First Floor Okhla Industrial Estate Phase-III, New Delhi-110 020, In pursuant to Clause 41 of the Listing Agreement to the inter-alia, consider and take on record the Un-Audited financial results for the Quarter ended September 30, 2019.

The results will be published in the Newspapers as per the requirement of the Listing Agreement. This is submitted for your kind information and records.

Thanking you,

Yours faithfully,

FOR VIRTUALSOFT SYSTEMS LIMITED

Mukta
Mukta Ahuja
Company Secretary *



VIRTUALSOFT SYSTEMS LIMITED

(CIN No.: L72200DL1992PLC047931)

Regd. Office: S-101, Panchsheel Park, New Delhi- 110 017 India

Corp. Office: 145, Okhla Industrial Estate, Phase-III, New Delhi - 110 020

T: +91 11 49045050, 42701491 | E: sales@virtsoft.com | W: www.virtsoft.com, www.vreach.net

VIRTUALSOFT SYSTEMS LIMITED

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

PHONE No. 011142701491

secretarial@virtsoft.com -www.virtsoft.com

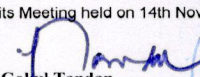
STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER ,2019

(Amount in Rs. lakhs)

PARTICULARS	Quarter Ended			Half Year Ended		YEAR ENDED
	30.09.2019	30.06.2019	30.09.2018	30.09.2019	30.09.2018	31.03.2019
	(Un-Audited)	(Un-Audited)	(Un-Audited)	Un-Audited)	(Un-Audited)	(Audited)
1. Income from Operations						
a) Net Sales/ Income From Operations	21.34	11.11	20.00	32.45	31.02	105.96
c) Other Income	-	-	-	-	-	2.38
Total Income (a+b)	21.34	11.11	20.00	32.45	31.02	108.34
2. Expenses						
a. Cost of Materials Consumed	-	-	-	-	-	-
b. Purchase of Stock In Trade	12.70	9.95	16.00	22.65	26.71	85.81
c. Change in the inventories of Finished Goods, Work in Progress and Stock in Trade	-	-	-	-	-	-
d. Depreciation & Amortisation expenses	-	-	-	-	-	2.09
e. Employee Benefit Expenses	12.13	12.14	15.50	24.27	30.58	61.48
f) Finance cost	0.01	0.11	12.30	0.12	0.06	-
g). Other expenditure	10.71	14.52	-	25.23	27.33	82.63
Total Expenses	35.55	36.72	43.80	72.27	84.68	232.01
3. Profit/(Loss) before Exceptional items and Extraordinary items and TAX (1-2)	(14.21)	(25.61)	(23.80)	(39.82)	(53.66)	(123.67)
4. Exceptional Items	-	-	-	-	-	-
5. Profit/(Loss) before Extraordinary Items and tax (3-4)	(14.21)	(25.61)	(23.80)	(39.82)	(53.66)	(123.67)
6. Extraordinary items	-	-	-	-	-	-
7. Profit/(Loss) before Tax (5-6)	(14.21)	(25.61)	(23.80)	(39.82)	(53.66)	(123.67)
8. TAX Expenses						
Current Tax	-	-	-	-	-	-
Deferred Tax	-	-	-	-	-	-
Total Tax Expenses	-	-	-	-	-	-
9. Net Profit/(Loss) for the period (7-8)	(14.21)	(25.61)	(23.80)	(39.82)	(53.66)	(123.67)
10. Other Comprehensive income/(Loss)						
(a) items that will not be reclassified to profit and loss in subsequent period, net of tax	-	-	-	-	-	-
(b) Items that will be reclassified to profit and loss in subsequent period, net of tax	-	-	-	-	-	-
(C) Remeasurments of post-employment benefit obligations	-	-	-	-	-	3.48
Other Comprehensive income/(Loss) for the period (Net of Tax Expense)	-	-	-	-	-	-
11. Total Comprehensive income for the period (9+10)	(14.21)	(25.61)	(23.80)	(39.82)	(53.66)	(120.19)
12. Paid-up equity share capital	1,029.76	1,029.76	1,029.76	1,029.76	1,029.76	1,029.76
13. Earning Per Share before and alter extraordinary Items (from Continuing Operations)						
(of Rs. 10/- each)						
(a) Basic (Rs.)	(0.14)	(0.25)	(0.23)	(0.39)	(0.52)	(1.20)
(b) Diluted (Rs.)	(0.14)	(0.25)	(0.23)	(0.39)	(0.52)	(1.20)

NOTES

- 1) The above financial results were considered and approved by the board of directors at their meeting held on November 14, 2019.
- 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) In view of the losses, there is no provision for tax expenses is made.
- 5) The above results of VSSL as reviewed by the audited committee and the Consolidated financial have been approved by the board at its Meeting held on 14th November-2019.


Gokul Tandan
 Managing Director

New Delhi, November 14, 2019



VIRTUALSOFT SYSTEMS LIMITED
 Regd. Off: S-101 Panchsheel Park, New Delhi - 110017
 PHONE No. 011142701491

Statement of Assets and Liabilities	(Amount in Rs. lakhs)	
	As at 30.09.2019	As at 31.03.2019
	(Unaudited)	(Audited)
ASSETS		
Non-Current Assets		
(a) Property, Plant and Equipment	10.72	9.60
(b) Capital work-in-progress	-	-
(c) Investment Properties	-	-
(d) Intangible assets under development	45.11	45.11
(e) Financial Assets		
(i) Investments	926.30	926.30
(ii) Loans	23.80	6.06
(iii) Others	-	-
(f) Deferred Tax Assets (Net)	-	-
(g) Other non current assets	-	-
Total Non-Current Assets	1,005.93	987.07
Current Assets		
(a) Inventories		-
(b) Financial Assets		
(i) Trade Receivables	13.69	51.38
(ii) Cash and cash equivalents	13.25	12.05
(iii) Other Bank Balances	2.50	2.50
(iv) Loans	16.34	0.24
(v) Other current financial Assets	1.19	1.19
(c) Current Tax Assets (Net)		-
(d) Other current assets	8.52	42.46
Total Current Assets	55.49	109.82
Total Assets	1,061.42	1,096.89
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share Capital	1,029.76	1,029.76
(b) Other Equity	(1,814.30)	(1,773.80)
Total Equity	(784.54)	(744.04)
Liabilities		
Non-Current Liabilities		
(a) Financial Liabilities		
(i) Borrowing	1,809.39	1,747.39
(ii) Lease Liabilities	-	-
(b) Provisions	11.00	11.00
Total Non-Current Liabilities	1,820.39	1,758.39
Current Liabilities		
(a) Financial Liabilities		
(i) Borrowing	-	-
(ii) Trade payables		
-total outstanding dues of micro enterprises and small enterprises		-
-total outstanding dues of creditors other than micro enterprises and small enterprises	7.19	42.47
(iii) Other Financial Liabilities	3.47	1.71
(b) Other current liabilities	14.19	37.64
(c) Provisions	0.72	0.72
(d) Current Tax liability (Net)		
Total Current Liabilities	25.57	82.54
Total Equity and Liabilities	1,061.42	1,096.89

VIRTUALSOFT SYSTEMS LIMITED

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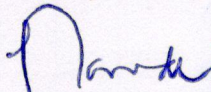
secretarial@virtsoft.com -www.virtsoft.com

Unaudited Statement of Cash Flows for Half Year ended 30th September, 2019

(Amount in Rs. lakhs)

PARTICULARS	Half Year ended 30.09.2019 Unaudited	Half Year ended 30.09.2018 Unaudited
A. Cash flow from operating activities		
Profit before Income Tax	(39.82)	(53.66)
Adjustments to reconcile profit before tax to net cash flows		
Depreciation and amortisation expense	-	-
Profit/Loss on disposal of Property, plant and equipment	-	-
Other comprehensive Income	-	-
Rental Income	-	-
Interest Income	-	-
Interest / Finance Charges	0.12	0.06
Operating profit before working capital changes	(39.70)	(53.60)
Movements in working capital		
(Increase)/Decrease in trade & Other Receivables	55.53	62.37
(Increase)/Decrease in Inventories	-	-
Increase/(Decrease) in trade & Other Payables	(57.88)	(59.57)
Cash generated from operations	(42.05)	(50.80)
Income Tax Paid	-	-
Net Cash flow from Operating Activities (A)	(42.05)	(50.80)
B. Cash Flows from Investing Activities		
Purchase of Property, plant and equipment	(1.12)	-
Sale of Fixed Assets	-	-
Interest Income	-	-
(Increase) / Decrease in Non current Assets	(17.74)	0.05
Rental Income	-	-
Net Cash Flow from Investing Activities (B)	(18.86)	0.05
C. Cash flow from Financial Activities		
Proceeds from long term borrowings (Net)	62.00	52.90
Interest / Finance Charges	0.12	0.06
Increase / (Decrease) in short term borrowings (Net)	-	-
Net Cash flow from Financial Activities (C)	62.12	52.96
Net Change in Cash and Cash Equivalents (A+B+C)	1.21	2.21
Cash & Cash Equivalents at the beginning of the period	12.04	13.66
Cash & Cash Equivalents at the end of half year	13.25	15.87

For VirtualSoft Systems Limited


Gokul Naresh Tandan
Managing Director


VIRTUALSOFT SYSTEMS LIMITED

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

PHONE No. 011142701491

secretarial@virtsoft.com -www.virtsoft.com

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30TH SEPTEMBER ,2019 (Amount in lakhs)

PARTICULARS	QUARTER ENDED			Half Year Ended		YEAR ENDED
	30.09.2019	30.06.2019	30.09.2018	30.09.2019	30.09.2018	31.03.2019
	(Un-Audited)	(Un-Audited)	(Un-Audited)	Un-Audited)	(Un-Audited)	(Audited)
1. Income from Operations						
a) Net Sales/ Income From Operations	129.58	155.90	149.70	285.48	355.02	608.22
c) Other Income	2.08	-	4.00	2.08	3.97	12.96
Total Income (a+b)	131.66	155.90	153.70	287.56	358.99	621.18
2. Expenses						
a. Cost of Materials Consumed	-	-	-	-	-	-
b. Purchase of Stock In Trade	111.55	116.50	59.40	228.05	158.55	346.03
c. Change in the inventories of Finished Goods, Work in Progress and Stock in Trade	(44.25)	26.10	2.10	(18.15)	26.45	23.24
d. Depreciation & Amortisation expenses	8.50	8.50	8.50	17.00	17.00	30.38
e. Employee Benefit Expenses	88.24	96.50	82.80	184.74	172.18	352.04
f) Finance cost	9.49	0.10	1.20	9.59	3.82	28.60
g). Other expenditure	49.06	62.30	64.20	111.36	123.69	295.82
Total Expenses	222.59	310.00	218.20	532.59	501.69	1,076.11
3. Profit/(Loss) before Exceptional items and Extraordinary items and TAX (1-2)	(90.93)	(154.10)	(64.50)	(245.03)	(142.70)	(454.93)
4. Exceptional Items	-	-	-	-	-	-
5. Profit/(Loss) before Extraordinary Items and tax (3-4)	(90.93)	(154.10)	(64.50)	(245.03)	(142.70)	(454.93)
6. Extraordinary items	-	-	-	-	-	-
7. Profit/(Loss) before Tax (5-6)	(90.93)	(154.10)	(64.50)	(245.03)	(142.70)	(454.93)
8. TAX Expenses						
Current Tax	-	-	-	-	-	-
Deferred Tax	-	-	-	-	-	-
Total Tax Expenses	-	-	-	-	-	-
9. Net Profit/(Loss) for the period (7-8)	(90.93)	(154.10)	(64.50)	(245.03)	(142.70)	(454.93)
10. Other Comprehensive income/(Loss)						
(a) items that will not be reclassified to profit and loss in subsequent period, net of tax	-	-	-	-	-	-
(b) Items that will be reclassified to profit and loss in subsequent period, net of tax	-	-	-	-	-	-0.9
(C) Remeasurments of post-employment benefit obligations	-	-	-	-	-	-
Other Comprehensive income/(Loss) for the period (Net of Tax Expense)	-	-	-	-	-	-
11. Total Comprehensive income for the period (9+10)	(90.93)	(154.10)	(64.50)	(245.03)	(142.70)	(455.83)
12. Paid-up equity share capital	1,029.76	1,029.76	1,029.76	1,029.76	1,029.76	1,029.76
13. Earning Per Share before and alter extraordinary Items (from Continuing Operations)						
(of RS. 10/- each)						
(a) Basic (RS.)	(0.88)	(1.50)	(0.63)	(2.38)	(1.39)	(4.42)
(b) Diluted (RS.)	(0.88)	(1.50)	(0.63)	(2.38)	(1.39)	(4.42)

NOTES

- 1) The above financial results were considered and approved by the board of directors at their meeting held on November 14, 2019.
- 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) In view of the losses, there is no provision for tax expenses is made.
- 5) The above results of VSSL as reviewed by the audited committee and the Consolidated financial have been approved by the board at its Meeting held on 14th November-2019.

Nandan
Gokul Tandan
Managing Director



New Delhi, November 14, 2019

(Rs. in Lakhs)

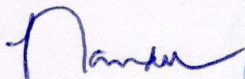
Statement of Assets and Liabilities	As at	As at
	30.09.2019	31.03.2019
	(Unaudited)	(Audited)
ASSETS		
Non-Current Assets		
(a) Property, Plant and Equipment	71.17	68.35
(b) Capital work-in-progress	-	-
(c) Investment Properties	-	-
(d) Intangible assets	817.87	776.43
(e) Intangible assets under development	1,063.92	1,023.26
(f) Financial Assets		
(i) Investments	-	-
(ii) Loans	50.35	33.00
(iii) Others	-	-
(g) Deferred Tax Assets (Net)	-	-
(h) Other non current assets	-	-
Total Non-Current Assets	2,003.31	1,901.04
Current Assets		
(a) Inventories	44.27	26.13
(b) Financial Assets		
(i) Trade Receivables	94.75	130.02
(ii) Cash and cash equivalents	15.79	12.64
(iii) Other Bank Balances	2.50	2.50
(iv) Loans	23.30	20.38
(v) Other current financial Assets	1.19	1.19
(c) Current Tax Assets (Net)	-	-
(d) Other current assets	15.22	90.29
Total Current Assets	197.02	283.15
Total Assets	2,200.33	2,184.19
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share Capital	1,029.76	1,029.76
(b) Other Equity	(2,416.90)	(2,308.65)
Total Equity	(1,387.14)	(1,278.89)
Minority Interest	146.98	213.41
Liabilities		
Non-Current Liabilities		
(a) Financial Liabilities		
(i) Borrowing	3,069.65	2,784.76
(ii) Lease Liabilities	-	-
(b) Provisions	35.09	35.09
Total Non-Current Liabilities	3,104.74	2,819.85
Current Liabilities		
(a) Financial Liabilities		
(i) Borrowing	97.32	100.68
(ii) Trade payables		
-total outstanding dues of micro enterprises and small enterprises	-	-
-total outstanding dues of creditors other than micro enterprises and small enter	27.28	71.89
(iii) Other Financial Liabilities	7.37	6.67
(b) Other current liabilities	201.62	248.42
(c) Provisions	2.16	2.16
(d) Current Tax liability (Net)	-	-
Total Current Liabilities	335.75	429.82
Total Equity and Liabilities	2,200.33	2,184.19

Unaudited Statement of Cash Flows for Half Year ended 30th September, 2019

Rs./lacs

PARTICULARS	Half Year ended 30.09.2019 Unaudited	Half Year ended 30.09.2018 Unaudited
A. Cash flow from operating activities		
Profit before Income Tax	(245.03)	(142.70)
Adjustments to reconcile profit before tax to net cash flows		
Depreciation and amortisation expense	17.00	17.00
Profit/Loss on disposal of Property, plant and equipment	-	-
Other comprehensive Income	-	-
Rental Income	-	-
Interest Income	2.08	3.97
Interest / Finance Charges	9.59	3.82
Operating profit before working capital changes	(216.36)	(117.91)
Movements in working capital		
(Increase)/Decrease in trade & Other Receivables	107.42	43.74
(Increase)/Decrease in Inventories	(18.15)	26.45
Increase/(Decrease) in trade & Other Payables	(94.07)	(70.37)
Cash generated from operations	(221.16)	(118.09)
Income Tax Paid	-	-
Net Cash flow from Operating Activities (A)	(221.16)	(118.09)
B. Cash Flows from Investing Activities		
Purchase of Property, plant and equipment	(72.25)	(28.15)
Sale of Fixed Assets	-	-
Interest Income	2.08	3.97
(Increase) / Decrease in Non current Assets	-	-
Rental Income	-	-
Net Cash Flow from Investing Activities (B)	(70.17)	(24.18)
C. Cash flow from Financial Activities		
Proceeds from long term borrowings (Net)	284.89	145.90
Interest / Finance Charges	9.59	3.82
Increase / (Decrease) in short term borrowings (Net)	-	-
Net Cash flow from Financial Activities (C)	294.48	149.72
Net Change in Cash and Cash Equivalents (A+B+C)	3.15	7.45
Cash & Cash Equivalents at the beginning of the period	12.64	18.88
Cash & Cash Equivalents at the end of half year	15.79	26.33

For VirtualSoft Systems Limited



Gokul Naresh Tandan
Managing Director





Limited Review Report

To
The Board of Directors
Virtualsoft Systems Limited
New Delhi

1. We have reviewed the accompanying statement of unaudited standalone and consolidated financial results of **Virtualsoft Systems Limited** ("The Company") for the quarter and half year ended 30th September, 2019 attached herewith, being submitted by the Company pursuant to the requirement of regulation 33 of Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015 ('Listing regulations') as amended which was initiated by us for identification.
2. The preparation of statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind-AS) 34 Interim Financial Reporting, prescribed under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India is the responsibility of the Company's management and has been approved by the Board of Directors of the Company's management. Our responsibility is to express a conclusion based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", 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 provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. 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 Krishna Neeraj & Associates
Chartered Accountants

FRN: 023233M

CA Krishna Neeraj
Partner
Membership No. 506669

Place: New Delhi
Date: 14.11.2019

Delhi : H.O.
54 (G.F.), Rajendra Bhawan,
Rajendra Place,
New Delhi, India-110008

Faridabad :
B-532, 2nd Floor,
Nehru Ground,
NIT, Faridabad -121001

Contact:
Tel: +91 11 47980045
info@knaca.in
www.knaca.in

Notes:

1. The above Financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 14th November, 2019.
2. These financial results have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind-AS) prescribed under section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.
3. The Statutory Auditors have carried out a Limited Review of the results of the Company.
4. There is no separate reportable segment as per the Indian Accounting Standard (Ind-AS 108) on segment reporting.
5. Effective from 1st April, 2019, the Company has adopted Ind-AS 116 Leases under the modified retrospective approach without adjustment of comparatives. The Standard is applied to contracts that remain in force as at 1st April, 2019. The application of the Standard did not have any significant impact on the retained earnings as at 1st April, 2019 and financial results for the current quarter and half year ended 30th September, 2019.
6. Previous period/year figures have been regrouped / restated wherever necessary.



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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF VIRTUALSOFT SYSTEMS LIMITED HELD AT 3:00 P.M. TO 5:30 P.M ON THURSDAY 14th NOVEMBER 2019 AT ITS CORPORATE OFFICE AT 145, FIRST FLOOR OKHLA INDUSTRIAL ESTATE PHASE-III, NEW DELHI-110020

The Director, **Gokul Naresh Tandan** informed the Board that Mr. Suresh Chandra Rajpal, and Ms. Ritu Tandan Director has resigned from the Directorship of the Company due to personal reasons. The Board took note of the same. In this connection the following resolutions were passed:

Item 1:

“**RESOLVED THAT** resignation of Mr. Suresh Chandra Rajpal, as Director, from the Board of Directors of the company, be and is hereby accepted with effect from 14th November 2019.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to the above passed resolutions, any one of the Directors of the Company, be and is hereby authorized to file the necessary E-Forms with the Registrar of Companies, NCT of Delhi and Haryana.

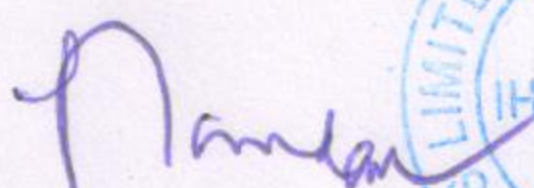

Item 2:

“**RESOLVED THAT** resignation of Ms. Ritu Tandan, as Director, from the Board of Directors of the company, be and is hereby accepted with effect from 14th November 2019.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to the above passed resolutions, any one of the Directors of the Company, be and is hereby authorized to file the necessary E-Forms with the Registrar of Companies, NCT of Delhi and Haryana

Certified True Copy

For **VIRTUALSOFT SYSTEMS LIMITED**

(Gokul Naresh Tandan)
Director
DIN 00441563

VIRTUALSOFT SYSTEMS LIMITED

(CIN No.: L72200DL1992PLC047931)

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