



MPS Limited

C - 35, Sector- 62, Noida- 201 307, Uttar Pradesh (INDIA)
Tel: +91 120 4599 750

July 19, 2016

**Listing Department
National Stock Exchange of India
Limited**

Exchange Plaza, Plot no. C/1,
G Block, Bandra-Kurla Complex
Bandra (E),
Mumbai - 400 051
Trading Symbol: MPSLTD

**Department of Corporate Services –Listing
BSE Limited**

Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort,
Mumbai – 400 001

Scrip Code: 532440

Sub.: Outcome of the Board Meeting held on Tuesday, July 19, 2016

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we hereby wish to inform you that the Board of Directors of the Company at their meeting held today, i.e. July 19, 2016, *inter-alia*, considered and approved the Un-Audited Financial Results (Standalone and Consolidated) of the Company for the Quarter ended June 30, 2016. The said Financial Results alongwith Limited Review Reports of the Statutory Auditors thereon and Investors' release on these Financials are enclosed herewith.

You are requested take the above information and enclosed documents on your record.

Thanking you,

Yours Sincerely,

For **MPS Limited**

Hitesh Kumar Jain
DGM- Legal & Company Secretary

Encl.: as above

www.adi-mps.com

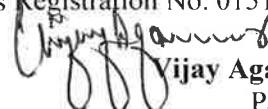
**TO THE BOARD OF DIRECTORS OF
MPS LIMITED**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **MPS LIMITED** ("the Company") and its subsidiary (the Company and its subsidiary constitute "the Group") for the Quarter ended June 30, 2016 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
2. 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 Statement is free of material misstatement. A review is limited primarily to inquiries of Holding Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. The Statement includes the results of its subsidiary, MPS North America LLC.
4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Accounting Standards and other accounting principles generally accepted in India, 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 **DELOITTE HASKINS & SELLS**

Chartered Accountants

(Firm's Registration No. 015125N)


Vijay Agarwal
Partner
(Membership No. 094468)

Gurgaon, July 19, 2016





MPS Limited

Registered Office: 4th Floor, R.R Towers IV, T.V.K. Industrial Estate, Guindy, Chennai 600 032
 Tel: +91 44 49162222, Fax: +91 44 49162225, Email: info@adi-mps.com, Web site: www.adi-mps.com
 CIN: L22122TN1970PLC005795

PART I: Statement of Consolidated Unaudited Financial Results for the Quarter ended 30-Jun-2016

in ₹ lacs

SI No	Particulars	Three months ended 30-Jun-2016 (Un-Audited)	Preceding three months ended 31-Mar-2016 (Audited) (Refer Note 2)	Corresponding three months ended in previous year 30-Jun-2015 (Un-Audited)	Previous Year ended 31-Mar-2016 (Audited)
1.	Income from operations				
a)	Net sales/income from operations	6,189	6,515	6,035	25,721
b)	Other operating Income	-	-	-	-
	Total Income from operations (net)	6,189	6,515	6,035	25,721
2.	Expenses				
a)	Cost of materials consumed	-	-	-	-
b)	Purchases of stock-in-trade	-	-	-	-
c)	Changes in inventories of work-in-process (Increase)/Decrease	-	-	-	-
d)	Employee benefit expense	2,813	2,775	2,736	10,955
e)	Depreciation and amortization expense	109	114	108	412
f)	Foreign Exchange (Gain)/Loss	(93)	(142)	(208)	(408)
g)	Other expenses	1,281	1,427	1,206	5,665
	Total expenses	4,110	4,174	3,842	16,624
3.	Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)	2,079	2,341	2,193	9,097
4.	Other income	304	667	33	1,429
5.	Profit/(Loss) from ordinary activities before finance costs and exceptional items (3+4)	2,383	3,008	2,226	10,526
6.	Finance costs	1	6	2	11
7.	Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5-6)	2,382	3,002	2,224	10,515
8.	Exceptional items	-	-	-	-
9.	Profit/(Loss) from ordinary activities before tax (7+8)	2,382	3,002	2,224	10,515
10.	a) Provision for taxation	706	1,006	786	3,626
	b) Provision for taxation for earlier years	-	(235)	-	(235)
11.	Net Profit/(Loss) from ordinary activities after tax (9-10)	1,676	2,231	1,438	7,124
12.	Extraordinary items (net of tax expense)	-	-	-	-
13.	Net Profit/(Loss) for the period (11±12)	1,676	2,231	1,438	7,124
14.	Paid-Up equity share capital (Face Value Rs. 10 per Equity Share)	1,862	1,862	1,862	1,862
15.	Reserves excluding Revaluation Reserve as per the balance sheet				26,081
16.	i Earnings per share (before extraordinary items) (not annualised):				
	(a) Basic	9.00	11.98	7.73	38.26
	(b) Diluted	9.00	11.98	7.73	38.26
	ii Earnings per share (after extraordinary items) (not annualised):				
	(a) Basic	9.00	11.98	7.73	38.26
	(b) Diluted	9.00	11.98	7.73	38.26

Notes:

- The Financial Results were reviewed by the Audit Committee and upon their recommendation, approved by the Board of Directors at their meeting on 19-Jul-2016. The Statutory Auditors have carried out a Limited Review of the above consolidated financial results of the Company.
- The figures for the three months ended 31-Mar-2016 are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to preceding quarter of the relevant financial year.
- MPS Limited and MPS North America, LLC (the "Group") operates in a single segment, "the business of providing publishing solutions viz., typesetting and the data digitisation services".
- The Group has acquired MAG+AB, a company based in Sweden and Mag Plus Inc., a company based in USA vide Share Purchase Agreement dated 01-Jul-2016. Mag Plus Inc. has been acquired through MPS North America LLC. The consolidated investment is Rs. 23.72 crores to meet the acquisition cost and working capital requirements related to these acquisitions.

- 5 The Company has utilised a sum of Rs. 23.72 crores as detailed in note 4 above. The balance proceeds of Rs. 124.08 crores from Qualified Institutional Placement ('QIP') (net of issue expenses) raised during the year ended 31-Mar-2015, pending utilisation for the objects of QIP - growth opportunities such as acquisitions, strategic initiatives, general corporate purposes and any other purposes as may be permissible under applicable law, remains invested in interest/dividend bearing liquid instruments, including money market mutual funds.
- 6 Subsequent to the quarter ended 30-Jun-2016, the Company has sold its property on the second floor of Brigade Towers located at Bangalore for a consideration of Rs. 6.10 crores and accounted a pre tax profit of Rs. 5.86 crores in July 2016.
- 7 The standalone results are available on the Company's website www.adi-mps.com. The particulars in respect of standalone results are as under:

in ₹ lacs

Particulars (Standalone)	Three months ended 30-Jun-2016	Preceding three months ended 31-Mar-2016	Corresponding three months ended in previous year 30-Jun-2015	Year ended 31-Mar-2016
Net Sales	5,070	5,503	5,172	22,404
Profit before exceptional item and tax	2,122	2,818	2,155	10,388
Exceptional Items	-	-	-	-
Profit/(Loss) before tax	2,122	2,818	2,155	10,388
Tax Expense	606	698	753	3,335
Net Profit/(Loss)	1,516	2,120	1,402	7,053

- 8 Figures for the previous period(s)/years have been regrouped/recast where necessary.

Place: Chennai

Dated : 19-Jul-2016



By Order of the Board of Directors

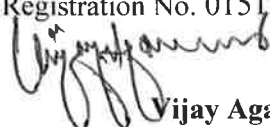
Rahul Arora

Chief Executive Officer and Whole Time Director

TO THE BOARD OF DIRECTORS OF MPS LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **MPS LIMITED** ("the Company") for the Quarter ended June 30, 2016 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
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3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Accounting Standards and other accounting principles generally accepted in India, 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 **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm's Registration No. 015125N)


Vijay Agarwal
Partner
(Membership No. 094468)

Gurgaon, July 19, 2016





MPS Limited

Registered Office: 4th Floor, R.R Towers IV, T.V.K. Industrial Estate, Guindy, Chennai 600 032
 Tel: +91 44 49162222, Fax: +91 44 49162225, Email: info@adi-mps.com, Web site: www.adi-mps.com
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in ₹ lacs

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1.	Income from operations				
a)	Net sales/income from operations	5,070	5,503	5,172	22,404
b)	Other operating Income	-	-	-	-
	Total Income from operations (net)	5,070	5,503	5,172	22,404
2.	Expenses				
a)	Cost of materials consumed	-	-	-	-
b)	Purchases of stock-in-trade	-	-	-	-
c)	Changes in inventories of work-in-process (Increase)/Decrease	-	-	-	-
d)	Employee benefit expense	2,340	2,322	2,263	9,081
e)	Depreciation and amortization expense	104	109	99	386
f)	Foreign Exchange (Gain)/Loss	(93)	(142)	(208)	(408)
g)	Other expenses	891	1,059	893	4,372
	Total expenses	3,242	3,348	3,047	13,431
3.	Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)	1,828	2,155	2,125	8,973
4.	Other income	295	669	32	1,426
5.	Profit/(Loss) from ordinary activities before finance costs and exceptional items (3+4)	2,123	2,824	2,157	10,399
6.	Finance costs	1	6	2	11
7.	Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5-6)	2,122	2,818	2,155	10,388
8.	Exceptional items	-	-	-	-
9.	Profit/(Loss) from ordinary activities before tax (7+8)	2,122	2,818	2,155	10,388
10.	a) Provision for taxation	606	933	753	3,570
	b) Provision for taxation for earlier years	-	(235)	-	(235)
11.	Net Profit/(Loss) from ordinary activities after tax (9-10)	1,516	2,120	1,402	7,053
12.	Extraordinary items (net of tax expense)	-	-	-	-
13.	Net Profit/(Loss) for the period (11±12)	1,516	2,120	1,402	7,053
14.	Paid-Up equity share capital (Face Value Rs. 10 per Equity Share)	1,862	1,862	1,862	1,862
15.	Reserves excluding Revaluation Reserve as per the balance sheet				25,625
16.	i Earnings per share (before extraordinary items) (not annualised):				
	(a) Basic	8.14	11.39	7.53	37.88
	(b) Diluted	8.14	11.39	7.53	37.88
	ii Earnings per share (after extraordinary items) (not annualised):				
	(a) Basic	8.14	11.39	7.53	37.88
	(b) Diluted	8.14	11.39	7.53	37.88

Notes:

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- 7 Figures for the previous period(s)/year have been regrouped/recast where necessary.

Place: Chennai

Dated : 19-Jul-2016



By Order of the Board of Directors

Rahul Arora

Chief Executive Officer and Whole Time Director

MPS

Financial Performance
FY17 Q1

Platforms and services for content creation,
production, and distribution

Financial Summary

MPS

| www.adi-mps.com

Metrics		FY17 Q1	FY16 Q1	FY16 Q4	Y-o-Y	Q-o-Q
Revenue	Reported Revenue (INR Lacs)	6,189	6,035	6,515	3%*	-5%*
	FX Gain/Loss adjusted revenue (INR Lacs)	6,280	6,147	6,656	2%	-6%
Profit	EBITDA (INR Lacs)	2,188	2,217***	2,455	-1%	-11%
	Operating Profit (INR Lacs)	2,078	2,107***	2,335	-1%	-11%
	PBT (INR Lacs)	2,382	2,140***	3,002	11%	-21%
	PAT (INR Lacs)	1,676	1,354***	1,996**	24%	-16%
Margin	EBITDA (%)	34.8%	36.1%	36.9%		
	Operating Margin (%)	33.1%	34.3%	35.1%		
	PBT (%)	37.9%	34.8%	45.1%		
	PAT (%)	26.7%	22.0%	30.0%		
EPS	Basic and Diluted EPS (INR)	9.00	7.73	11.98		
	Adjusted EPS (INR)	9.00	7.27***	10.72**		
	Adjusted trailing 12 months EPS (INR)	38.28	33.76	37.01		

- * In constant currency Q1 FY'17 revenue is flat on YoY and -4% on QoQ.
- ** Adjusted for write back of tax provision for earlier years.
- *** Adjusted for non operating provisions.
- Constant currency revenue numbers for Q1 FY17 is calculated as per FEDAI exchange rates.

Cash and Cash equivalents

- Total Cash and Cash equivalents as on 30-Jun-16 is Rs. 186 Crores and Rs. 183 Crores as on 31-Mar-16; zero debt.

CSR Update

- Total YTD Spending Rs. 24 Lacs.

IIMPACT

- Area Covered: Girls Education
- Project Name: MPS Limited Girls Education Project
- Total Learning Centres being Supported: 100

Vedanta Cultural Foundation

- Area Covered: Promoting education, including special education and employment enhancing vocation skills, especially among children, women, elderly and the differently abled and livelihood enhancement projects.

Computer Education

- Imparting free computer education to under privileged students.

Metrics		FY17 Q1	FY16 Q1	FY16 Q4
Currency Contribution (%)	USD	69%	69%	68%
	GBP	28%	26%	27%
	EURO	2%	3%	3%
	Others	1%	2%	2%
Geographic Concentration	North America	55%	54%	53%
	UK/Europe	43%	43%	45%
	Rest of the World	2%	3%	2%
Client Concentration	Client Billed	93	103	83
	Top 5 contribution	64%	59%	63%
	Top 10 contribution	82%	81%	80%

Balance Sheet Abstract

MPSwww.adi-mps.com

INR Lacs.

Particulars	As on 30-Jun-16 (UnAudited)	As on 31-Mar-16 (Audited)	% of Change
Shareholder's Funds			
Share Capital	1,862	1,862	0%
Reserves and Surplus	27,811	26,082	7%
Total Shareholder's Funds	29,672	27,943	6%
Application of Funds			
Fixed Assets	3,556	3,589	-1%
Non-current Loans & Advances(net)	1,834	2,545	-28%
Net Current Assets	24,282	21,809	11%
Total Application of Funds	29,672	27,943	6%

Note:

- Non current Loans & Advances reduced mainly due to refund of service tax claims Rs.7 Crores.

This presentation contains forward-looking statements, inter-alia, to enable investors to comprehend Company's prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is, inter-alia, subject to assumptions, risks, uncertainties, including but not limited to our ability to successfully conclude and integrate (potential) acquisition(s) and general regulatory and economic conditions affecting the industry. Should known or unknown risks or uncertainties materialize or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated, expected or projected. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Further this presentation may also contain references to findings of various reports available in public domain. We make no representations as to their accuracy or that we necessarily subscribe to those findings. Figures for previous periods / year have been regrouped, wherever necessary.

Thank You

MPS | www.adi-mps.com

Thank You