



# OPTO CIRCUITS (INDIA) LIMITED. (UNIT II) 100% EOU

1<sup>st</sup> August 2017

The Manager  
Department of Corporate Services  
BSE Ltd  
PJ Towers, Dalal Street  
MUMBAI - 400 001  
Script Code: 532391

The Manager  
National Stock Exchange of India Ltd  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (E), MUMBAI - 400 051  
Script Code: OPTOCIRCUI

Dear Sir,

**Sub: Outcome of Board Meeting held today (1<sup>st</sup> August 2017) - Regulation 30(6) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.**

We would like to inform you that the Board of Directors at their Meeting held on this day inter-alia considered and approved the following:

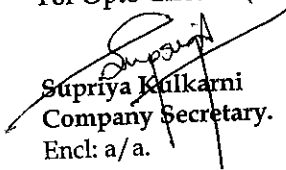
- c) Un-audited Financial Results for the quarter ended 30<sup>th</sup> June 2017 along with Limited Review Report.
- d) Notice of the 25<sup>th</sup> Annual General Meeting scheduled to be held on September 05<sup>th</sup> 2017 at the registered office of the company at 11.00 AM. A copy of the said notice will be sent in due course. The Register of Members and Share Transfer Books of the company will remain closed from 31<sup>st</sup> August 2017 to 5<sup>th</sup> September 2017 (both days inclusive) for the purpose of AGM.

In terms of the Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, submitting herewith the Un-audited Financial Results of the Company for the quarter ended 30<sup>th</sup> June 2017 in the prescribed format.

The Board meeting was started at 4.00 pm and it concluded at 5.15 pm.

Kindly take the same on record and acknowledge the receipt.

Thanking you,  
Yours faithfully,  
For Opto Circuits (India) Limited.,

  
Supriya Kulkarni  
Company Secretary.  
Encl: a/a.

CIN: L85110KA1992PLC013223

**OPTO CIRCUITS (INDIA) LIMITED.**

Regd. Office : Plot # 83, Electronic City, Hosur Road, Bangalore - 560 100.

**UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2017  
CONSOLIDATED**

Rs.in Lacs  
except Shares  
& EPS

Sl. No.	PARTICULARS	Quarter Ended			Period Ended
		30-Jun-2017 (Un- Audited)	31-Mar-2017 (Audited)	30-Jun-2016 (Un- Audited)	31-Mar-2017 (Audited)
<b>1.</b>	<b>Income from Operations</b>				
(a.)	Net sales/income from operations (Net of excise duty)	4,817.94	5,097.53	5,112.79	21,410.73
(b.)	Other operating income	17.29	12.85	16.61	118.47
	<b>Total income from operations (net)</b>	<b>4,835.23</b>	<b>5,110.39</b>	<b>5,129.40</b>	<b>21,529.19</b>
<b>2.</b>	<b>Expenses</b>				
(a.)	Cost of materials consumed	2,215.33	2,808.80	1,991.84	9,311.31
(b.)	Purchases of stock-in-trade	104.39	191.33	260.12	600.70
(c.)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	22.52	(507.14)	177.28	13.29
(d.)	Employee benefits expense	869.80	757.86	1,099.70	3,877.01
(e.)	Depreciation and amortisation expense	317.54	125.16	568.12	1,603.40
(f.)	Other expenses	869.22	2,036.27	1,060.11	5,368.04
	<b>Total Expenses</b>	<b>4,398.79</b>	<b>5,412.29</b>	<b>5,157.18</b>	<b>20,773.74</b>
<b>3.</b>	<b>Profit from Operations before Other Income, Finance costs &amp; Exceptional Items (1-2)</b>	<b>436.44</b>	<b>(301.91)</b>	<b>(27.78)</b>	<b>755.45</b>
<b>4.</b>	Other Income	8.64	17.04	251.83	69.51
<b>5.</b>	<b>Profit from ordinary activities before Finance costs &amp; Exceptional Items (3+4)</b>	<b>445.08</b>	<b>(284.87)</b>	<b>224.05</b>	<b>824.96</b>
<b>6.</b>	Finance Cost	218.51	317.78	402.01	1,707.14
<b>7.</b>	<b>Profit from ordinary activities after Finance costs but before Exceptional Items (5-6)</b>	<b>226.58</b>	<b>(602.65)</b>	<b>(177.95)</b>	<b>(882.18)</b>
<b>8.</b>	Exceptional Items	728.16	(37,687.55)	-	(49,867.30)
<b>9.</b>	<b>Profit from ordinary activities before Tax (7+8)</b>	<b>954.73</b>	<b>(38,290.19)</b>	<b>(177.95)</b>	<b>(50,749.48)</b>
<b>10.</b>	Tax Expenses	50.00	12.65	32.00	81.00
<b>11.</b>	<b>Net Profit/(Loss) from ordinary activities after tax (9-10)</b>	<b>904.73</b>	<b>(38,302.84)</b>	<b>(209.95)</b>	<b>(50,830.48)</b>
<b>12.</b>	<b>Other comprehensive income</b>				
	Add/(Less): Minority Interest	(15.27)	(161.81)	11.80	(176.76)
	Remeasurement of the net defined benefit liability/asset				
	Equity instruments through other comprehensive income				
	Items that will be reclassified subsequently to profit or loss				
	<b>Total other comprehensive income, net of taxes</b>	<b>(15.27)</b>	<b>(161.81)</b>	<b>11.80</b>	<b>(176.76)</b>
<b>13.</b>	<b>Total comprehensive income for the period and comprising profit(Loss) and other comprehensive income for the period (11 + 12)</b>	<b>889.46</b>	<b>(38,464.65)</b>	<b>(198.15)</b>	<b>(51,007.24)</b>
<b>14.</b>	Paid up Equity Share Capital (Face value of each share is Rs.10)	24,231.94	24,231.94	24,231.94	24,231.94
<b>15.</b>	Reserves excluding Revaluation Reserves as per Balance Sheet of Previous accounting year	-	-	-	-
<b>16.</b>	<b>Earnings Per Share (EPS) - Rs. per share</b>				
	- Basic	<b>0.37</b>	<b>(15.87)</b>	<b>(0.08)</b>	<b>(21.05)</b>
	- Diluted	<b>0.37</b>	<b>(15.87)</b>	<b>(0.08)</b>	<b>(21.05)</b>
<b>17.</b>	<b>Public Shareholding</b>				
	- No. of shares.	176,271,945	175,196,945	173,798,517	175,196,945
	- Percentage of share holding	72.74%	72.30%	71.72%	72.30%
<b>18.</b>	<b>Promoter and Promoter Group Share Holding</b>				
a.	Pledged/Encumbered				
	- No. of shares.	NIL	NIL	NIL	NIL
	-Percentage of Shares (as a Percentage of the total share holding of promoter and promoter group)	NIL	NIL	NIL	NIL
	-Percentage of Shares (as a Percentage of the total share capital of the company)	NIL	NIL	NIL	NIL
b.	Non-Encumbered				
	- No. of shares.	66,047,462	67,122,462	68,520,890	67,122,462
	-Percentage of Shares (as a Percentage of the total share holding of promoter and promoter group)	100.00	100.00	100.00	100.00
	-Percentage of Shares (as a Percentage of the total share capital of the company)	27.26	27.70	28.28	27.70

\* EPS for the previous quarter and corresponding period has been restated.

**NOTES:**

- The above un-audited financial results were taken on record by the Board of Directors at its meeting held on 1st Aug, 2017.
- The Consolidated Un-Audited Results include results of the following Subsidiaries.

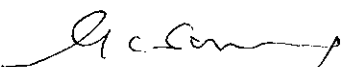
	Name of the Company	% of Holding
a	Advanced Micronic Devices Limited	59.71%
b	Mediaid Inc. USA	100%
c	Devon Innovations Pvt. Ltd	100%
d	Ormed Medical Technology Ltd	100%
e	Opto Infrastructure Limited	87.06%
f	Maxcor Lifescience, Inc USA	100%
g	Opto Circuits (Malaysia) Sdn. Bhd	100%
h	Opto Cardiac Care Limited	100%
i	Opto Eurocor Healthcare Limited	94.93%

- Un-Audited Financial Statements of Advanced Micronic Devices Ltd., being a listed Company is also published separately.
- These Consolidated un-audited Financial Results relate to Opto Circuits [India] Limited [The Holding Company] and its Subsidiaries [together constitute 'the Group'] and are prepared by applying IND AS 110 "Consolidated Financial Statements" and Ind AS 28 "Investments in Subsidiaries and Associates and Joint Ventures"
- Exceptional items includes the profit on sale of land belonging one of the step down subsidiary viz Altron Hotels Pvt Ltd.
- The above Consolidated Un-Audited Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors held on Aug, 1st 2017.
- The Statutory Auditors have conducted the limited review of the Consolidated un-audited financial results and rendered the limited review report on the same. The Statutory auditors have also completed the limited review of comparative corresponding previous quarter ended 30.06.2016 restated as per IND AS.
- Un-Audited Financial Results for the quarter ended 30th June 2017 are in compliance with Indian Accounting Standards (IND AS) notified by the Ministry of Corporate Affairs. Accordingly, Results for the quarter and the year ended 31st March 2017 have been restated to comply with Ind As to make those comparable. The Reconciliation of net profit and reserves between Ind As and erstwhile Indian GAAP is as below

Nature of adjustment	Quarter ended 30.06.2016
Net profit as per erstwhile Indian GAAP	(198.15)
Changes due to implementation of Ind AS	-
Net profit as per Ind AS	(198.15)

- The Group has only one Business Segment i.e. Healthcare.
- Figures of the previous quarter/Year have been regrouped/reclassified wherever necessary, to make it comparable.

By Order of the Board,  
For Opto Circuits (India) Limited

  
G.C.Somadas  
Managing Director

Place: Bangalore  
Date : 01.08.2017

**OPTO CIRCUITS (INDIA) LIMITED.**

Regd. Office : Plot # 83, Electronic City, Hosur Road, Bangalore - 560 100.

**UNAUDITED FINANCIAL RESULTS FOR THE QUARTER/PERIOD ENDED 30TH JUNE, 2017  
STANDALONE**

Rs.in Lacs except  
Shares & EPS

Sl. No.	PARTICULARS	Quarter Ended			Year Ended
		30-Jun-2017 (Un- Audited)	31-Mar-2017 (Audited)	30-Jun-2016 (Un- Audited)	31-Mar-2017 (Audited)
1.	<b>Income from Operations</b>	1,005.98	963.42	1,407.04	5,038.01
(a.)	Net sales/income from operations	-	-	-	-
(b.)	Other operating income	1,005.98	963.42	1,407.04	5,038.01
	<b>Total income from operations (1)</b>				
2.	<b>Expenses</b>	441.13	572.60	503.12	2,252.60
(a.)	Cost of materials consumed	-	-	-	-
(b.)	Purchases of stock-in-trade	(47.17)	(503.94)	87.45	(270.31)
(c.)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	188.52	213.46	200.85	820.53
(d.)	Employee benefits expense	229.65	191.50	228.38	879.45
(e.)	Depreciation and amortisation expense	124.78	253.80	141.98	735.09
(f.)	Other expenses	936.92	727.43	1,161.79	4,417.36
	<b>Total Expenses (2)</b>	<b>69.06</b>	<b>235.99</b>	<b>245.25</b>	<b>620.65</b>
3.	<b>Profit from Operations before Other Income, Finance costs &amp; Exceptional Items (1-2)</b>	5.09	14.63	1.21	16.99
4.	Other Income	74.15	250.62	246.46	637.64
5.	<b>Profit from ordinary activities before Finance costs &amp; Exceptional Items (3+4)</b>	138.91	108.45	219.30	785.21
6.	Finance Cost	(64.75)	142.18	27.17	(147.57)
7.	<b>Profit from ordinary activities after Finance costs but before Exceptional Items (5-6)</b>	-	2,292.62	-	36,256.56
8.	Exceptional Items	(64.75)	(2,150.44)	27.17	(36,404.14)
9.	<b>Profit from ordinary activities before Tax (7+8)</b>	-	-	-	-
10.	Tax Expenses	(64.75)	(2,150.44)	27.17	(36,404.14)
11.	<b>Net Profit/(Loss) from ordinary activities after tax (9-10)</b>				
12.	<b>Other comprehensive income</b>				
	Items that will not be reclassified subsequently to profit or loss				
	Remeasurement of the net defined benefit liability/asset	-	-	-	-
	Equity instruments through other comprehensive income	-	-	-	-
	Items that will be reclassified subsequently to profit or loss	-	-	-	-
	<b>Total other comprehensive income, net of taxes</b>	(64.75)	(2,150.44)	27.17	(36,404.14)
13.	<b>Total comprehensive income for the period and comprising profit(Loss) and other comprehensive income for the period (11 + 12)</b>	24,231.94	24,231.94	24,231.94	24,231.94
14.	Paid up Equity Share Capital (Face value of each share is Rs.10)				
15.	Reserves excluding Revaluation Reserves as per Balance Sheet of Previous accounting year				
16.	<b>Earnings Per Share (EPS) - Rs. per share</b>				
	- Basic	(0.03)	(0.89)	0.01	(15.02)
	- Diluted	(0.03)	(0.89)	0.01	(15.02)
17.	<b>Public Shareholding</b>				
	- No. of shares.	176,271,945	175,196,945	173,798,517	175,196,945
	- Percentage of share holding	72.74%	72.30%	71.72%	72.30%
18.	<b>Promoter and Promoter Group Share Holding</b>				
a.	<b>Pledged/Encumbered</b>				
	- No. of shares.	NIL	NIL	NIL	NIL
	-Percentage of Shares (as a Percentage of the total share holding of promoter and promoter group)	NIL	NIL	NIL	NIL
	-Percentage of Shares (as a Percentage of the total share capital of the company)	NIL	NIL	NIL	NIL
b.	<b>Non-Encumbered</b>				
	- No. of shares.	66,047,462	67,122,462	68,520,890	67,122,462
	-Percentage of Shares (as a Percentage of the total share holding of promoter and promoter group)	100.00	100.00	100.00	100.00
	-Percentage of Shares (as a Percentage of the total share capital of the company)	27.26%	27.70%	28.28%	27.70%

\* EPS for the previous quarter and corresponding period has been restated.

**INVESTOR COMPLAINTS**

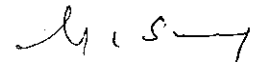
Pending at the beginning of the quarter	0
Received during the quarter	4
Disposed off during the quarter	4
Remaining unresolved at the end of the quarter	0

1 Unaudited Financial Results for the quarter ended 30th June 2017 are in compliance with Indian Accounting Standards (IND AS) notified by the Ministry of Corporate Affairs. Accordingly, Unaudited Financial Results for the quarter ended 30th June 2016 have been restated to comply with Ind As to make those comparable. The Reconciliation of net profit and reserves between Ind As and erstwhile Indian GAAP is as below

Nature of adjustment	Quarter ended
	30.06.2016
Net profit as per erstwhile Indian GAAP	27.17
Changes due to implementation of Ind AS	-
Net profit as per Ind AS	27.17

- The above Standalone Unaudited Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors held on August, 01, 2017.
- The Statutory Auditors have conducted the Limited Review of the Standalone Unaudited financial results and rendered the report on the same. The Statutory auditors have also completed the Limited Review of comparative corresponding previous quarter ended 30.06.2016 restated as per IND AS.
- The Company has only one Business Segment i.e. Healthcare.
- Figures of the previous quarter/Year have been regrouped/reclassified wherever necessary, to make it comparable.

By order of the Board  
for OPTO CIRCUITS (INDIA) LIMITED



GC SOMADAS  
MANAGING DIRECTOR

Place: Bangalore  
Date : 01.08.2017



Ref. : Date :  
**Limited Review Report on Unaudited Standalone Financial Results For the quarter ended June 30, 2017**  
**(Pursuant Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015)**

To,  
**The Board of Directors,**  
**Opto Circuits (India) Limited,**  
**Bangalore.**


We have reviewed the accompanying statement of unaudited Standalone financial results of OPTO CIRCUITS (INDIA) LIMITED ['the Company'], for the quarter ended on June 30, 2017, attached herewith, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, SEBI Circular No CFD/CMD/15/2015 dated November 30, 2015 read with circular No CIR/CFD/FAC/62/2016 dated July 5, 2016.

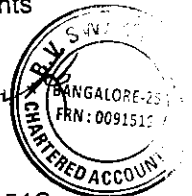
This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results, prepared in accordance with applicable Indian accounting standards (Ind AS) as per section 133 of the Companies Act, 2013 read with relevant rules issued there under and other recognized accounting practices and policies generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular No. CIR/CFO/FAC/62/2016 dated 5th July, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B. V. SWAMI & CO,  
Chartered Accountants

  
[A. AMARANATH]  
Partner  
Firm Regn No: 009151S  
Membership No: 213629



Place: Bangalore  
Date: 01.08.2017



Ref. : **Limited Review Report on Unaudited Consolidated Financial Results For the quarter ended June 30, 2017 (Pursuant Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015)**

Date :

To,  
**The Board of Directors,  
Opto Circuits (India) Limited,  
Bangalore.**

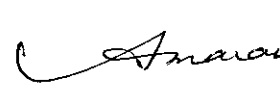
We have reviewed the accompanying statement of unaudited consolidated financial results of OPTO CIRCUITS (INDIA) LIMITED [The Group], for the quarter ended on June 30, 2017, attached herewith, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, SEBI Circular No CFD/CMD/15/2015 dated November 30, 2015 read with circular No CIR/CFD/FAC/62/2016 dated July 5, 2016.

This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

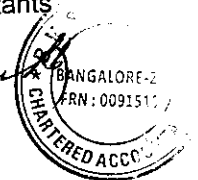
We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to 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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results, prepared in accordance with applicable Indian accounting standards (Ind AS) as per section 133 of the Companies Act, 2013 read with relevant rules issued there under and other recognized accounting practices and policies generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular No. CIR/CFO/FAC/62/2016 dated 5th July, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B. V. SWAMI & CO,  
Chartered Accountants

  
[A. AMARANATH]  
Partner

Firm Regn No: 009151S  
Membership No: 213629



Place: Bangalore  
Date: 01.08.2017