

**WINSOME YARNS LIMITED**

Regd. Office: SCO # 191-192, Sector 34-A, Chandigarh - 160022

CIN : L17115CH1990PLC010566, Email – cshare@winsomergroup.com, Website – www.winsomergroup.com

**AUDITED FINANCIAL RESULTS FOR THE PERIOD & QUARTER ENDED ON 31ST MARCH 2015**

PART-I	Sr. No.	Particulars	Rs. in lacs					
			Standalone			Consolidated		
			Unaudited			Audited		
			Quarter Ended			6 Months Ended	12 Months Ended	6 Months Ended
	31.03.2015	31.12.2014	31.03.2014	31.03.2015	30.09.2014	31.03.2015	30.09.2014	
1	<b>Income from operations</b>							
	(a) Net Sales/Income from operations (Net of Excise Duty)	8451	9997	11800	18448	38126	18448	38126
	(b) Other Operating Income	828	859	722	1687	2270	1687	2270
	<b>Total Income from operations (Net)</b>	<b>9279</b>	<b>10856</b>	<b>12522</b>	<b>20135</b>	<b>40396</b>	<b>20135</b>	<b>40396</b>
2	<b>Expenses</b>							
	(a) Cost of Material consumed	7323	6055	7545	13378	25759	13378	25759
	(b) Purchase of stock-in-trade	-	-	431	-	1929	-	1929
	(c) Changes in Inventories of finished goods, Work in progress & stock in trade	573	4096	747	4669	3592	4669	3592
	(d) Employee Benefit expense	611	698	719	1309	2600	1309	2600
	(e) Depreciation & Amortisation expenses	512	362	544	874	2176	874	2176
	(f) Power & Fuel (net)	1195	1022	1276	2217	4029	2217	4029
	(g) Other expenses	1323	1083	1500	2406	4662	2412	4682
	<b>Total Expenses</b>	<b>11,537</b>	<b>13,316</b>	<b>12,762</b>	<b>24,853</b>	<b>44,747</b>	<b>24,859</b>	<b>44,767</b>
3	<b>Profit/(Loss) from Operations before other Income, Finance cost &amp; Exceptional Items (1-2)</b>	<b>(2,258)</b>	<b>(2,460)</b>	<b>(240)</b>	<b>(4,718)</b>	<b>(4,351)</b>	<b>(4,724)</b>	<b>(4,371)</b>
4	Other Income	19	299	45	318	265	319	265
5	<b>Profit/(Loss) from ordinary activities before Finance cost &amp; Exceptional Items (3+4)</b>	<b>(2,239)</b>	<b>(2,161)</b>	<b>(195)</b>	<b>(4,400)</b>	<b>(4,086)</b>	<b>(4,405)</b>	<b>(4,106)</b>
6	Finance cost	(1,197)	1,472	1617	275	6,133	275	6133
7	<b>Profit/(Loss) from ordinary activities after finance cost but before Exceptional Items (5-6)</b>	<b>(1,042)</b>	<b>(3,633)</b>	<b>(1,812)</b>	<b>(4,675)</b>	<b>(10,219)</b>	<b>(4,680)</b>	<b>(10,239)</b>
8	Exceptional Items	-	-	-	-	944	-	944
9	<b>Profit/(Loss) from Ordinary Activities before Tax (7-8)</b>	<b>(1,042)</b>	<b>(3,633)</b>	<b>(1,812)</b>	<b>(4,675)</b>	<b>(11,163)</b>	<b>(4,680)</b>	<b>(11,183)</b>
10	Tax Expense							
	- Current Tax	-	-	-	-	-	-	-
	- Deferred Tax Liability/(Asset)	-	-	-	-	-	-	-
11	<b>Net Profit/(Loss) from ordinary activities after tax (9-10)</b>	<b>(1,042)</b>	<b>(3,633)</b>	<b>(1,812)</b>	<b>(4,675)</b>	<b>(11,163)</b>	<b>(4,680)</b>	<b>(11,183)</b>
12	Extraordinary items	-	-	-	-	-	-	-
13	<b>Net Profit/(Loss) for the period (11-12)</b>	<b>(1,042)</b>	<b>(3,633)</b>	<b>(1,812)</b>	<b>(4,675)</b>	<b>(11,163)</b>	<b>(4,680)</b>	<b>(11,183)</b>
14	Paid - up Equity Capital (Face Value – Rs. 10/- each)	7,071	7,071	7,071	7,071	7,071	7,071	7,071
15	Reserves excluding Revaluation Reserve as per Balance Sheet of previous accounting year				(14,147)	(14,147)	(14,147)	(13,936)
16	Earnings Per Share of Rs 10/- each (Not Annualised)							
	- Basic & Diluted (Rs.)	(1.47)	(5.14)	(2.56)	(6.61)	(15.79)	(6.62)	(15.82)
<b>PART II</b>								
<b>A PARTICULARS OF SHAREHOLDING</b>								
1	Public shareholding (Rs.10/- each)							
	- No. of Shares	43,367,620	43,367,620	43,367,620	43,367,620	43,367,620	43,367,620	43,367,620
	- Percentage of Shareholding	61.33%	61.33%	61.33%	61.33%	61.33%	61.33%	61.33%
2	Promoters and promoter group Shareholding (Rs.10/- each)							
a)	Pledged/Encumbered							
	- Number of Shares	25,979,609	25,979,609	25,979,609	25,979,609	25,979,609	25,979,609	25,979,609
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	95.03%	95.03%	95.03%	95.03%	95.03%	95.03%	95.03%
	- Percentage of Shares (as a % of the total share capital of the Company)	36.74%	36.74%	36.74%	36.74%	36.74%	36.74%	36.74%
b)	Non-encumbered							
	- Number of Shares	1,360,000	1,360,000	1,360,000	1,360,000	1,360,000	1,360,000	1,360,000
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	4.97%	4.97%	4.97%	4.97%	4.97%	4.97%	4.97%
	- Percentage of Shares (as a % of the total share capital of the Company)	1.93%	1.93%	1.93%	1.93%	1.93%	1.93%	1.93%
<b>PARTICULARS</b>		<b>3 Months ended 31.03.2015</b>						
<b>B INVESTOR COMPLAINTS</b>								
	Pending at the beginning of the quarter	Nil						
	Received during the quarter	12						
	Disposed during the quarter	12						
	Remaining unresolved at the end of the quarter	Nil						



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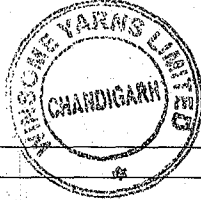
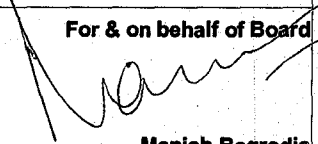
(Rs in Lacs)

Statement of Asset & Liability		Audited			
		Standalone		Consolidated	
		Year Ended	Year Ended	Year Ended	Year Ended
Particulars	31.03.2015	30.09.2014	31.03.2015	30.09.2014	
<b>I. EQUITY &amp; LIABILITIES</b>					
<b>(1) Shareholders' Funds</b>					
(a) Share Capital	7,082	7,082	7,082	7,082	
(b) Reserves & Surplus	(18,945)	(14,146)	(18,782)	(13,936)	
<b>Sub-total- Shareholders' fund</b>	<b>(11,863)</b>	<b>(7,064)</b>	<b>(11700)</b>	<b>(6,854)</b>	
<b>(2) Non- Current Liabilities</b>					
(a) Long Term Borrowings	12,952	15,005	12,952	15,005	
(b) Deferred Tax Liability (Net)	-	-	-	-	
(c) Long Term Provisions	120	171	120	171	
<b>Sub-total- Non- Current Liabilities</b>	<b>13,072</b>	<b>15,176</b>	<b>13,072</b>	<b>15,176</b>	
<b>(3) Current Liabilities</b>					
(a) Short Term Borrowings	28,156	28,694	28,156	28,694	
(b) Trade Payables	4,153	5,910	4,190	5,956	
(c) Other Current Liabilities	17,039	15,393	17,055	15,399	
(d) Short Term Provisions	13	16	13	16	
<b>Sub-total- Current Liabilities</b>	<b>49,361</b>	<b>50,013</b>	<b>49,414</b>	<b>50,065</b>	
<b>TOTAL-EQUITY AND LIABILITIES</b>	<b>50,570</b>	<b>58,125</b>	<b>50,786</b>	<b>58,387</b>	
<b>II. Assets</b>					
<b>(1) Non- Current Assets</b>					
(a) Fixed Assets	27,708	28,705	27,708	28,705	
(b) Non Current Investment	-	-	-	-	
(c) Deferred Tax Asset (Net)	-	-	-	-	
(d) Long term loans & advances	690	395	690	395	
<b>Sub-total- Non- Current Assets</b>	<b>28,398</b>	<b>29,100</b>	<b>28,398</b>	<b>29,100</b>	
<b>(2) Current Assets</b>					
(a) Current Investment	2,679	2,680	2,679	2,680	
(b) Inventories	4,285	9,823	4,285	9,823	
(c) Trade receivables	11,845	11,996	12,049	12,238	
(d) Cash & bank balances	286	517	297	537	
(e) Short term Loans & Advances	3,077	4,009	3,078	4,009	
<b>Sub-total- Current Assets</b>	<b>22,172</b>	<b>29,025</b>	<b>22,388</b>	<b>29,287</b>	
<b>TOTAL - ASSETS</b>	<b>50,570</b>	<b>58,125</b>	<b>50,786</b>	<b>58,387</b>	

**Notes:**

- The above results have been reviewed by the Audit committee and approved by the Board of Directors in their meeting held on 28th May, 2015.
- The company is only in one line of business namely Textiles (Yarn, Knitwear & related revenue) .
- As per Audited financial Statements as at 30<sup>th</sup> September, 2014, the accumulated losses of the Company have exceeded its entire net worth and the Company has become a Sick Industrial Company under section 3(1)(o) of the Sick Industrial Companies (Special Provisions) 1985(SICA). Though, the Board of Directors of the Company had sufficient reasons to form an opinion that the Company had become a Sick Industrial Company, on the basis of unaudited financial statements for the period ended June 30, 2014 and accordingly a Reference was filed with Board for Industrial and Financial Reconstruction(BIFR) under section 15(1) of the SICA on October 16, 2014 and the same is registered with the BIFR as case no 52/2015.
- Auditors remarks on the accounts for the year ended 31<sup>st</sup> Mar.2015 (a) Regarding pending confirmation/reconciliation of balances of certain receivables (including overseas overdue receivables), bank balances, payables (including associate company),secured loans, contingent and other liabilities, loans and advances- impact unascertainable).; Management response : these accounts are in process of confirmation/reconciliation. The Management is of the opinion that adjustment, if any ; arising out of such reconciliation would not be material.(b) Regarding non provision against certain overdue receivables and loan & advances.; Management response ; the management has already initiated necessary steps for the recovery/ reconciliation of the same .(c) Regarding accounting of consumption of Raw Material and Stores & Spares as balancing figure And valuation of inventories is as taken valued and certified by the management ( Impact unascertainable).;Management response : Accounting is being done as per past practice, however, Company is in process to further strengthen the system.(d) non-provision against diminution in value of Knitwear unit [Impact unascertainable (except of AS-28)] : Management response : The Company will reassess the value of CGU and the resulting impairment loss on sanction by the lenders of corrective Action Plan or Reworking of its Debts, and adjustment of impairment and lenders liability, if any, will be accounted in books of account of the company concurrently therewith.(e) regarding non-provision for penal interest and penalty and adjustment/set off of receivable/ payables pending necessary approval Management response ; regarding adjustment/set off of receivable with payables the company has already applied to AD/RBI AND regarding penal interest etc. read with note no.7.(f) Regarding pending receipt of part money of GDR; Management response : Read with note no.5.
- An amount of USD 60,49,664(balance against GDR issue of 19,94,125 nos. made in financial year 2010-11,entitling 19,94,12,500 fully paid up equity shares of Re.1/- each at Rs.2.97 per share including premium) (now 1,99,41,250 fully paid up equity shares of Rs.10/- each at Rs.29.70 including premium on account of consolidation) is invested in money market fund outside India. The balance issue proceeds of Rs.2679.34 lacs are pending to be utilised, since not been called
- The Company account has been exited from CDR, as per decision of CDR-EG dated November 20, 2014.
- Due to continuous losses and financial tightness, the company has not been able to fully pay due installments & interest of term loan on due dates & certain overdue amount is continuing/ unpaid till date (as detailed in note no.5.5). Interest on term loans and working capital including overdue amount, penal interest etc. (amount unascertained) has not been provided and as the same will be provided / accounted for as and when paid/settled as the company is in process of getting loans to be restructured by the lenders.



8	During the current year, the Company has computed depreciation based on useful life of the fixed assets as specified under schedule II of the Companies Act, 2013. The carrying value of the fixed assets which have completed their useful lives as on 1 <sup>st</sup> October, 2014 has been charged against the balance in General Reserve/Retained Earnings of amounting to Rs.119.11 lacs . Had there not been any change in the useful life of the fixed assets, the depreciation would have been higher by Rs.212.65 lacs for the year ended 31 <sup>st</sup> March 2015 and to that extent profit would have been lower.
9	Current period figures in statement of Profit & Loss are for six months which are not strictly comparable with the figures of the previous year.
10	Previous periods/quarters figures have been regrouped and/or re-arranged wherever necessary to make their classification comparable with current period.
 <b>For &amp; on behalf of Board</b>  <b>Manish Bagrodia</b> <b>Managing Director</b> <b>DIN No.00046944</b>	
<b>Place:</b>	<b>Chandigarh</b>
<b>Date :</b>	<b>28<sup>th</sup> May, 2015</b>