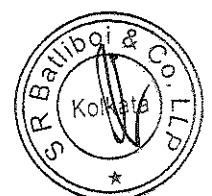


**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015****To****Board of Directors of****Rupa & Company Limited**

1. We have audited the quarterly standalone financial results of Rupa & Company Limited ('the Company') for the quarter ended March 31, 2016 and the standalone financial results for the year ended March 31, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The quarterly standalone financial results are the derived figures between the audited figures in respect of the year ended March 31, 2016 and the published year-to-date figures up to December 31, 2015, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The standalone financial results for the quarter ended March 31, 2016 and year to date ended March 31, 2016 have been prepared on the basis of the standalone financial results for the nine-month period ended December 31, 2015, the audited annual standalone financial statements as at and for the year ended March 31, 2015, and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these standalone financial results based on our review of the standalone financial results for the nine-month period ended December 31, 2015 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under the Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; our audit of the annual standalone financial statements as at and for the year ended March 31, 2016; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



# **S.R. BATLIBOI & Co. LLP**

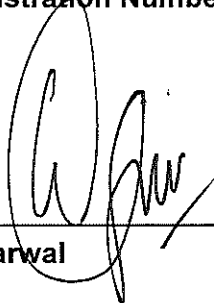
Chartered Accountants

3. We did not audit revenues and assets of Rs. 10,904.62 lacs and Rs. 14,926.14 lacs respectively, included in the accompanying audited financial results in respect of branches not audited by us, whose financial information have been audited by the other auditor and whose reports has been furnished to us. Our conclusion on the audited quarterly financial results, in so far as it relates to the affairs of such branches is based solely on the reports of the other auditor.
4. In our opinion and to the best of our information and according to the explanations given to us these quarterly standalone financial results as well as the year to date results:
  - i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
  - ii. give a true and fair view of the net profit and other financial information for the quarter ended March 31, 2016 and for the year ended March 31, 2016.
5. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2016 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2016 and the published year-to-date figures up to December 31, 2015, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**For S.R. BATLIBOI & CO. LLP**

Chartered Accountants

**ICAI Firm Registration Number: 301003E/E300005**

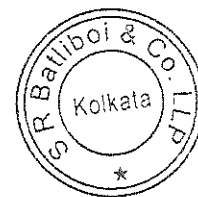


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**per Kamal Agarwal**

Partner

Membership No. 58652



Kolkata

May 30, 2016

**Auditor's Report On Consolidated Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To  
**Board of Directors of  
Rupa & Company Limited**

1. We have audited the consolidated financial results of Rupa & Company Limited ('the Company'), comprising its subsidiaries (together, 'the Group') for the year ended March 31, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The consolidated financial results for the year ended March 31, 2016 have been prepared on the basis of the audited annual consolidated financial statements as at and for the year ended March 31, 2016 and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the annual consolidated financial statements as at and for the year ended March 31, 2016 which were prepared in accordance with the applicable accounting standards and other accounting principles generally accepted in India and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. We did not audit the total assets of Rs. 15,902.64 lacs as at March 31, 2016, total revenues and profit before tax of Rs. 11,085.06 lacs and Rs. 4,533.08 lacs respectively for the year then ended, included in the accompanying consolidated financial statements in respect of three subsidiaries and certain branches of the Company, whose financial statements and other financial information have been audited by other auditors and whose reports have been furnished to us. Our opinion, in so far as it relates to the affairs of these subsidiaries and branches is based solely on the report of other auditors. Our opinion is not qualified in respect of this matter.



# **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

4. In our opinion and to the best of our information and according to the explanations given to us, these consolidated financial results for the year:
- a. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in this regard; and
  - b. give a true and fair view of the consolidated net profit and other financial information for the consolidated year to date results for the year ended March 31, 2016.

**For S.R. BATLIBOI & CO. LLP**

Chartered Accountants

**ICAI Firm Registration Number: 301003E/E300005**



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**per Kamal Agarwal**

Partner

Membership No. 58652



Kolkata

May 30, 2016



**RUPA & COMPANY LIMITED**  
 REGD. OFFICE : "METRO TOWER", 1, HO CHI MINH SARANI, KOLKATA-700 071  
 CIN. L17299WB1985PLC038517, Website: www.rupa.co.in, email: connect@rupa.co.in  
 Statement of Audited Financial Results for the Quarter & Year Ended 31st March, 2016

(₹ in lakhs)

	Standalone					Consolidated	
	3 Months ended			Year ended		Year ended	
	31st March 2016 Audited (Refer Note 3)	31 December 2015 Unaudited	31st March 2015 Audited	31st March 2016 Audited	31st March 2015 Audited	31st March 2016 Audited	31st March 2015 Audited
<b>1 Income from operations</b>							
a) Net Sales / Income from operations	30,708.37	22,540.97	32,911.11	1,00,843.05	96,404.46	1,01,023.48	96,757.68
b) Other Operating income	119.00	115.17	114.09	459.91	502.23	459.91	502.23
<b>Total income from operations [1(a)+1(b)]</b>	<b>30,827.37</b>	<b>22,656.14</b>	<b>33,025.20</b>	<b>1,01,302.96</b>	<b>96,906.69</b>	<b>1,01,483.39</b>	<b>97,259.91</b>
<b>2 Expenses</b>							
a) Cost of Materials consumed	10,245.34	9,382.02	11,732.97	42,990.19	52,253.75	42,996.50	51,762.97
b) Purchases of Traded Goods	-	-	-	-	1,418.69	-	68.46
c) Changes in inventories of finished goods, work-in-progress and stock in trade	6,099.72	1,134.17	6,902.14	5,529.36	(7,367.74)	5,553.71	(5,650.15)
d) Employee benefits expense	685.15	800.07	608.22	2,953.57	2,590.40	2,968.35	2,599.63
e) Depreciation and amortisation expense	467.81	355.43	369.41	1,517.03	1,506.00	1,523.99	1,513.18
f) Sub-contracting/Jobbing Expenses	4,820.86	4,652.70	4,400.94	19,574.48	19,562.68	19,594.52	19,619.13
g) Other Expenses	5,430.88	3,699.42	4,487.18	17,123.19	15,056.39	17,161.18	15,085.80
<b>Total expenses [2(a) to 2(g)]</b>	<b>27,749.76</b>	<b>20,023.81</b>	<b>28,500.86</b>	<b>89,687.82</b>	<b>85,020.17</b>	<b>89,798.25</b>	<b>84,999.02</b>
<b>3 Profit from operations before other income &amp; finance costs (1-2)</b>	<b>3,077.61</b>	<b>2,632.33</b>	<b>4,524.34</b>	<b>11,615.14</b>	<b>11,886.52</b>	<b>11,685.14</b>	<b>12,260.89</b>
4 Other Income	274.63	(3.44)	191.37	377.49	494.87	377.96	503.99
<b>5 Profit from ordinary activities before finance costs (3+4)</b>	<b>3,352.24</b>	<b>2,628.89</b>	<b>4,715.71</b>	<b>11,992.63</b>	<b>12,381.39</b>	<b>12,063.10</b>	<b>12,764.88</b>
6 Finance Costs	350.68	461.41	661.82	1,875.89	2,338.10	1,878.11	2,353.84
<b>7 Profit from ordinary activities before Exceptional items and tax</b>	<b>3,001.56</b>	<b>2,167.48</b>	<b>4,053.89</b>	<b>10,116.74</b>	<b>10,043.29</b>	<b>10,184.99</b>	<b>10,411.04</b>
8 Exceptional Items	-	-	-	1,229.99	-	-	-
<b>9 Profit from ordinary activities before tax (7+8)</b>	<b>3,001.56</b>	<b>2,167.48</b>	<b>4,053.89</b>	<b>11,346.73</b>	<b>10,043.29</b>	<b>10,184.99</b>	<b>10,411.04</b>
10 Tax Expense	1,033.28	758.72	1,436.11	3,551.36	3,472.59	3,592.20	3,594.38
<b>11 Net Profit for the period (9-10)</b>	<b>1,968.28</b>	<b>1,408.76</b>	<b>2,617.78</b>	<b>7,795.37</b>	<b>6,570.70</b>	<b>6,592.79</b>	<b>6,816.66</b>
12 Paid up Equity Share Capital (Face Value- ₹ 1/ each)	795.25	795.25	795.25	795.25	795.25	795.25	795.25
13 Reserve excluding Revaluation Reserve				35,794.58	30,631.34	35,946.39	31,985.76
14 Basic and Diluted earnings per share - in ₹	2.48 #	1.77 #	3.29 #	9.80	8.26	8.29	8.57

# Not Annualised



**RUPA & COMPANY LTD.**  
REGD. OFFICE : "METRO TOWER", 1, HO CHI MINH SARANI, KOLKATA-700 071

Notes

1. Statement of assets and liabilities

(₹ in Lakhs)

	Particulars	Standalone		Consolidated	
		As at 31st March, 2016 (Audited)	As at 31st March, 2015 (Audited)	As at 31st March, 2016 (Audited)	As at 31st March, 2015 (Audited)
<b>A.</b>	<b>EQUITY &amp; LIABILITIES</b>				
1)	<b>Shareholder's Fund</b>				
	a) Share Capital	796.29	796.29	796.29	796.29
	b) Reserve & Surplus	35,794.58	30,631.34	35,946.39	31,985.76
		<b>36,590.87</b>	<b>31,427.63</b>	<b>36,742.68</b>	<b>32,782.05</b>
2)	<b>Non- Current Liabilities</b>				
	a) Long Term Borrowings	428.89	753.01	428.89	753.01
	b) Deferred Tax Liabilities	1,456.48	1,495.88	1,494.42	1,532.88
	c) Other Long Term Liabilities	2,690.49	2,389.17	2,690.49	2,389.17
		<b>4,575.86</b>	<b>4,638.06</b>	<b>4,613.80</b>	<b>4,675.06</b>
3)	<b>Current Liabilities</b>				
	a) Short Term Borrowings	13,879.71	20,013.35	13,879.71	20,013.35
	b) Trade Payables	8553.72	10736.91	8,708.01	9,326.72
	c) Other Current Liabilities	3,639.74	3,987.15	3,677.26	4,018.76
	d) Short Term Provisions	491.36	3,093.60	515.14	3,408.93
		<b>26,564.53</b>	<b>37,831.01</b>	<b>26,780.12</b>	<b>36,767.76</b>
	<b>TOTAL</b>	<b>67,731.26</b>	<b>73,896.70</b>	<b>68,136.60</b>	<b>74,224.87</b>
<b>B.</b>	<b>ASSETS</b>				
1)	<b>Non- Current Assets</b>				
	a) Tangible Assets	15,199.77	13,311.99	15,502.35	13,620.62
	b) Intangible Assets	92.59	30.18	93.61	31.18
	c) Capital Work In Progress	646.75	1,902.60	646.75	1,902.60
	d) Intangible assets under development	231.56	-	231.56	-
	e) Non Current Investments	413.15	412.15	1.18	1.18
	f) Long Term- Loans & Advances	1,863.39	1,470.13	1,959.54	1,566.28
	g) Other Non Current Assets	15.01	39.35	15.01	39.35
		<b>18,462.22</b>	<b>17,166.40</b>	<b>18,450.00</b>	<b>17,161.21</b>
2)	<b>Current Assets</b>				
	a) Inventories	29,990.72	36,076.31	30,203.79	36,311.05
	b) Trade Receivables	17,213.92	18,275.73	17,246.50	18,335.14
	c) Cash and cash Equivalents	648.16	519.65	922.71	687.77
	d) Short Term- Loans & Advances	808.93	1,039.61	706.29	910.70
	e) Other Current Assets	607.31	819.00	607.31	819.00
		<b>49,269.04</b>	<b>56,730.30</b>	<b>49,686.60</b>	<b>57,063.66</b>
	<b>TOTAL</b>	<b>67,731.26</b>	<b>73,896.70</b>	<b>68,136.60</b>	<b>74,224.87</b>
		-	-	-	-

2. The aforementioned results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meeting on May 30, 2016 at Kolkata.

3. The figures for the quarter ended 31st March, 2016 represents the derived figures between the audited figures in respect of the year ended 31st March, 2016 and the unaudited published period to date figures upto 31st December, 2015 being the date of the end of the third quarter of the current year, which was subjected to a limited review.

4. There is only one primary business segment i.e. "Garments & hosiery goods and related services" and hence no separate segment information is disclosed in these results.

5. The Company has received and recognised dividend amounting to Rs 1229.99 lakhs from one of its subsidiaries during the quarter ended 30th September, 2015. Since the subsidiary has ceased its business operations, the Company does not expect recurrence of the said income and hence the same has been considered as exceptional item during the quarter ended 30th September, 2015. There were no extraordinary items during the quarter and year ended 31st March, 2016.

6. The Consolidated results include wholly owned subsidiaries viz Imoogi Fashions Pvt. Ltd., Euro Fashions Inner International Pvt. Ltd and Oban Fashions Pvt. Ltd. (incorporated during the year).

7. For the financial year the Board has declared and paid interim dividend of ₹ 2.75 per share (275%) paid based on record date of March 23, 2016.

8. The previous period figures have been regrouped/rearranged wherever necessary, to confirm to the current period figures.

Place: Kolkata  
Date: May 30, 2016



By Order of the Board

*K.B. Agarwala*  
K.B. Agarwala  
Managing Director