



RUPA & COMPANY LIMITED



Date: August 09, 2024

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400 001

Ref: NSE Symbol- RUPA / BSE Scrip Code- 533552

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Outcome of Board Meeting held on August 09, 2024

Dear Sir/ Madam,

We hereby inform that the Board of Directors of Rupa & Company Limited ('the Company') at their Meeting held today, inter-alia, transacted the following business:

- i. Considered and approved the Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter ended June 30, 2024, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').
- ii. Took note of completion of second and final term of the following Non-Executive Independent Directors of the Company w.e.f. closure of business hours on September 05, 2024:
 - a) Mr. Dipak Kumar Banerjee (DIN: 00028123)
 - b) Mr. Vinod Kumar Kothari (DIN: 00050850)
 - c) Mr. Sushil Patwari (DIN: 00023980)
 - d) Mr. Dharam Chand Jain (DIN: 00453341)
- iii. Pursuant to the cessation of directorship of the above mentioned Directors, approved the appointment of the following as the Additional Directors (Category: Non-Executive, Independent) of the Company, as per the recommendation of Nomination & Remuneration Committee, w.e.f. September 06, 2024, to hold the office for a term of five consecutive years, subject to the approval of the shareholders at the ensuing Annual General Meeting ('AGM') of the Company:
 - a) Mr. Joginder Pal Dua (DIN: 02374358)
 - b) Mr. Sumit Malhotra (DIN: 02183825)
 - c) Mrs. Mamta Binani (DIN: 00462925)
 - d) Mr. Arvind Baheti (DIN: 08094824)

- iv. On the recommendation of Nomination & Remuneration Committee, approved the re-appointment of the following Whole-time Directors of the Company for a further period of five years, w.e.f. April 01, 2025, subject to the approval of the shareholders at the ensuing AGM.
- a) Mr. Prahlad Rai Agarwala (DIN: 00847452)
b) Mr. Ramesh Agarwal (DIN: 00230702)
c) Mr. Mukesh Agarwal (DIN: 02415004)
- v. On the recommendation of Nomination & Remuneration Committee, approved the appointment of Mr. Sumit Jaiswal (ICSI Membership No. F9485) as the Company Secretary and Compliance Officer (Key Managerial Personnel) of the Company with effect from August 10, 2024. Further noted the cessation of Ms. Swati Parakh (ICSI Membership No. A54949) as the Interim Compliance Officer of the Company w.e.f. closure of business hours on August 09, 2024.
- vi. Considered and approved the list of Key Managerial Personnel, pursuant to Regulation 30(5) of SEBI Listing Regulations, who are authorized to determine materiality of an event or information and for the purpose of making disclosure to the stock exchange(s), with effect from August 10, 2024, as mentioned below:

Authority for determination: The following Key Managerial Personnel/Whole-time Director of the Company are severally authorised for the purpose of determining materiality of an event or information and making disclosures to the Stock Exchange(s) pursuant to Regulation 30 of the SEBI Listing Regulations:

Name	Designation	Contact Details
Mr. Kunj Bihari Agarwal	Managing Director	kba@rupa.co.in +91 33 40573100
Mr. Ramesh Agarwal	Whole-time Director	ramesh@rupa.co.in +91 33 40573100
Mr. Mukesh Agarwal	Whole-time Director	mukesh@rupa.co.in +91 33 40573100
Mr. Vikash Agarwal	Whole-time Director	vikash@rupa.co.in +91 33 40573100

Authority for disclosure: In addition to the above, Mr. Sumit Khowala, Chief Financial Officer (Email Id: sumit.khowala@rupa.co.in; Phone No.: +91-33 40573100) and Mr. Sumit Jaiswal, Company Secretary of the Company (Email Id: cs@rupa.co.in; Phone No.: +91-33 40573100), are severally authorized for the purpose of making disclosures to the Stock Exchange(s) pursuant to Regulation 30(5) of SEBI Listing Regulations.



RUPA & COMPANY LIMITED



Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed herein.

The meeting of Board of Directors commenced at 3:00 p.m. and concluded at 6:45 p.m.

Kindly take the same on record.

Thanking you.

Yours faithfully,

For Rupa & Company Limited

Sumit Khowala

Chief Financial officer

i) Details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 for the completion of tenure of the Non-Executive Independent Directors of the Company:

1.	Name	Mr. Dipak Kumar Banerjee (DIN: 00028123)	Mr. Vinod Kumar Kothari (DIN: 00050850)	Mr. Sushil Patwari (DIN: 00023980)	Mr. Dharam Chand Jain (DIN: 00453341)
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Cessation as the Non-Executive Independent Director of the Company w.e.f. closure of business hours on September 05, 2024, on account of completion of second and final term of five consecutive years.	Cessation as the Non-Executive Independent Director of the Company w.e.f. closure of business hours on September 05, 2024, on account of completion of second and final term of five consecutive years.	Cessation as the Non-Executive Independent Director of the Company w.e.f. closure of business hours on September 05, 2024, on account of completion of second and final term of five consecutive years.	Cessation as the Non-Executive Independent Director of the Company w.e.f. closure of business hours on September 05, 2024, on account of completion of second and final term of five consecutive years.
3.	Date of appointment/cessation (as applicable) & term of appointment	Cessation w.e.f. closure of business hours on September 05, 2024.	Cessation w.e.f. closure of business hours on September 05, 2024.	Cessation w.e.f. closure of business hours on September 05, 2024.	Cessation w.e.f. closure of business hours on September 05, 2024.
4.	Brief profile (in case of appointment)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
6.	Affirmation that the director is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	Not Applicable	Not Applicable	Not Applicable	Not Applicable

ii) Details as required under Regulation 30 of SEBI Listing Regulations, read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 for the appointment of the Additional Directors (Category: Non-Executive, Independent) of the Company:

1.	Name	Mr. Joginder Pal Dua (DIN: 02374358)	Mr. Sumit Malhotra (DIN: 02183825)	Mrs. Mamta Binani (DIN: 00462925)	Mr. Arvind Baheti (DIN: 08094824)
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as the Additional Director (Category: Non-Executive, Independent) of the Company.	Appointment as the Additional Director (Category: Non-Executive, Independent) of the Company.	Appointment as the Additional Director (Category: Non-Executive, Independent) of the Company.	Appointment as the Additional Director (Category: Non-Executive, Independent) of the Company.
3.	Date of appointment/cessation (as applicable) & term of appointment	Appointment w.e.f. September 06, 2024, for a term of five consecutive years, subject to the approval of the shareholders of the Company at the ensuing AGM.	Appointment w.e.f. September 06, 2024, for a term of five consecutive years, subject to the approval of the shareholders of the Company at the ensuing AGM.	Appointment w.e.f. September 06, 2024, for a term of five consecutive years, subject to the approval of the shareholders of the Company at the ensuing AGM.	Appointment w.e.f. September 06, 2024, for a term of five consecutive years, subject to the approval of the shareholders of the Company at the ensuing AGM.
4.	Brief profile (in case of appointment)	Mr. Joginder Pal Dua holds a degree in Law from Meerut University & Masters in Economics from Punjab University. He has served Oriental Bank of Commerce for more than 30 years, lastly as General Manager (Corporate Credit). Mr. Dua has served as an Executive Director as well as Chairman & Managing Director of Allahabad Bank for five years. He was appointed to Board for Industrial & Financial Reconstruction (B.I.F.R.) and retired as the Chairman. He	Mr. Sumit Malhotra holds a Bachelor's Degree in Pharmacy from IIT – BHU & a PGDM from IIM - Ahmedabad. In a career span of around 37 years, Mr. Malhotra has worked with various Indian Promoter controlled FMCG companies. He is associated with the Bajaj Group since 2004 and is currently a Non-Executive Director and Advisor to the Board. He is also an Independent Director and the Head of the Audit Committee for the Consumer arm of the Sanjay Ghodawat	Dr. (h.c.) Mamta Binani is a Fellow Member of the Institute of Company Secretaries of India (ICSI) besides being a Commerce and a Law Graduate. Ms. Binani is the first Insolvency Professional of the Country, registered with the Insolvency & Bankruptcy Board of India. She is the Vice President of the National Company Law Tribunal Kolkata Bar Association, Chairperson of the Merchant Chamber of Commerce-Legal Affairs & Governance Council. With over 28 years of	Mr. Arvind Baheti is a Chartered Accountant and a law graduate, presently working as an Executive Director with Khaitan & Co. co-heading the areas of International Trade & Indirect Tax laws, Employment and Labour and Benefits and White Collar Practise. His specialisation lies in GST law, import duties, trade tariffs and other nuanced aspects of employment law involving wage rationalisation, employee exits, provident fund



		<p>was the Vice-President of Indian Banks' Association and has been associated as the Member of the Governing Boards of various premier Institutes of India. He is considered as a stalwart in the Banking industry and has played a key role in developing many functional areas including credit, technology upgradation, enhancing brand image, MSME and Financial inclusion.</p>	<p>Group of Companies, Kolhapur. His expertise lies in the field of Marketing and Sales and strategizing the path towards high profitability. His strengths are running fast growing, highly profitable companies along with building and managing high performing teams. He also provides advisory services and strategic direction to the Companies in various matters.</p>	<p>experience, she specializes in restructuring and rehabilitating and also provides consultancy on corporate and legal matters, and is a keen practitioner on litigation matters. She is a regular acclaimed speaker at professional forums and shares her passion for writing through leading journals, magazines, and newspapers.</p>	<p>contribution structuring etc. He has been a trusted advisor to various reputed groups based in Eastern India and has worked on a number of diverse transactions across industries, involving tax efficient structuring, contract reviews, compliance reviews and tax related financial modelling.</p>
5.	<p>Disclosure of relationships between directors (in case of appointment of a director)</p>	<p>He is not related to any of the Directors or Promoters of the Company.</p>	<p>He is not related to any of the Directors or Promoters of the Company.</p>	<p>She is not related to any of the Directors or Promoters of the Company.</p>	<p>He is not related to any of the Directors or Promoters of the Company.</p>
6.	<p>Affirmation that the director is not debarred from holding the office of director by virtue of any SEBI order or any other such authority</p>	<p>He is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.</p>	<p>He is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.</p>	<p>She is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.</p>	<p>He is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.</p>

iii) Details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 for the re-appointment of the Whole-time Directors of the Company:

1.	Name	Mr. Prahlad Rai Agarwala (DIN: 00847452)	Mr. Ramesh Agarwal (DIN: 00230702)	Mr. Mukesh Agarwal (DIN: 02415004)
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment as the Whole-time Director of the Company	Re-appointment as the Whole-time Director of the Company.	Re-appointment as the Whole-time Director of the Company.
3.	Date of appointment/cessation (as applicable) & term of appointment	Re-appointment w.e.f. April 01, 2025, for a further period of five years, subject to the approval of the shareholders of the Company at the ensuing AGM.	Re-appointment w.e.f. April 01, 2025, for a further period of five years, subject to the approval of the shareholders of the Company at the ensuing AGM.	Re-appointment w.e.f. April 01, 2025, for a further period of five years, subject to the approval of the shareholders of the Company at the ensuing AGM.
4.	Brief profile (in case of appointment)	Mr. Prahlad Rai Agarwala is the Chairman (Executive) of the Company. With over five decades of experience, he has been instrumental in building India's first organized hosiery brand-Rupa. For his distinguished service in the field of Trade and Industry, he has been conferred with Padma Shri, one of the highest civilian honours of India in the year 2022. His knowledge and understanding of the hosiery business and related activities apart from his wisdom and rich experience in governance, leadership, strategic guidance, risk foresight is immensely beneficial to the Company.	Mr. Ramesh Agarwal is having more than 30 years of rich experience in the textile industry. He has wide experience in formulating strategies, production, planning, sales and distribution. In view of his long association within the hosiery business, he has in-depth knowledge of business, risk involved and internal control. His extensive knowledge and leadership qualities have helped in the expansion of business across the globe.	Mr. Mukesh Agarwal is having more than three decades of vast experience in the textile industry and has played a crucial strategic role in the setting up systems & process for distribution and production planning. He is a result-orientated individual with a positive outlook and his capabilities to experiment and innovate with newer products have given Rupa an edge in the market globally.
5.	Disclosure of relationships	Mr. Prahlad Rai Agarwala is the Promoter of the Company.	Mr. Ramesh Agarwal belongs to the Promoter group of the	Mr. Mukesh Agarwal belongs to the Promoter group of the

	between directors (in case of appointment of a director)	Further, he is brother of Mr. Ghanshyam Prasad Agarwala and Mr. Kunj Bihari Agarwal and father of Mr. Ramesh Agarwal (all being the Directors of the Company).	Company. Further, he is son of Mr. Prahlad Rai Agarwala, Director of the Company.	Company. Further, he is son of Mr. Ghanshyam Prasad Agarwala, Director of the Company.
6.	Affirmation that the director is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	He is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.	He is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.	He is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

iv) Details as required under Regulation 30 of SEBI Listing Regulations, read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 for cessation of Ms. Swati Parakh as the Interim Compliance Officer of the Company:

1.	Name	Ms. Swati Parakh
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Cessation as the Interim Compliance Officer of the Company, pursuant to the appointment of Whole-time Company Secretary & Compliance Officer of the Company.
3.	Date of appointment/cessation (as applicable) & term of appointment	Cessation w.e.f. closure of business hours on August 09, 2024
4.	Brief profile (in case of appointment)	Not Applicable
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
6.	Affirmation that the director is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	Not Applicable



RUPA & COMPANY LIMITED



v) Details as required under Regulation 30 of SEBI Listing Regulations, read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 for appointment of Mr. Sumit Jaiswal as the Company Secretary & Compliance Officer of the Company:

1.	Name	Mr. Sumit Jaiswal
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as the Company Secretary (Key Managerial Personnel) & Compliance Officer of the Company
3.	Date of appointment/ cessation (as applicable) & term of appointment	Appointment w.e.f. August 10, 2024
4.	Brief profile (in case of appointment)	Mr. Sumit Jaiswal is a Fellow member of The Institute of Company Secretaries of India (ICSI membership No. F9485) and an Associate member of The Institute of Cost Accountants of India. Mr. Jaiswal has more than 13 years of working experience mainly in the field of Corporate laws & Statutory Compliances. Previously, he has worked with other companies like Vedant Fashions Limited and Titagarh Rail Systems Limited.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
6.	Affirmation that the director is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	Not Applicable

Independent Auditor's Review Report on the Unaudited Standalone Financial Results of Rupa & Company Limited for the quarter ended June 30, 2024 pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To
The Board of Directors,
Rupa & Company Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of M/s. Rupa & Company Limited ('the Company') for the quarter ended June 30, 2024 together with notes thereon (hereinafter referred to as 'the Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Listing Regulation').
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors in their meeting held on August 09, 2024, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), 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. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement 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. A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
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 recognition and measurement principle laid down in the applicable Indian Accounting Standards ('Ind AS') as prescribed under Section 133 of the Companies Act, 2013, as amended read with relevant rules issued there under and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Listing 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.
5. We draw attention to the Note no. 3 of the Statement which states that the Statement includes the results for the quarter ended 31st March 2024 being the balancing figure between the audited figure in respect of the full financial year and the unaudited published figures upto the third quarter of the previous financial year which were subjected to limited review by us.

Our conclusion on the Statement is not modified in respect of the above matter.

For Singhi & Co.
Chartered Accountants
Firm Registration No.302049E



Shrenik Mehta

(Shrenik Mehta)
Partner

Membership No. 063769

UDIN: 24063769BK FYLZG 778

Place: Kolkata
Dated: August 09, 2024

RUPA & COMPANY LIMITED
CIN. L17299WB1985PLC038517
REGD. OFFICE : METRO TOWER, 8th Floor, 1,HO CHI MINH SARANI, KOLKATA-700 071
Website: www.rupa.co.in, Email: connect@rupa.co.in
Phone: + 91 33 4057 3100; Fax: +91 33 22881362

Statement of Unaudited Standalone Financial Results for the Quarter Ended June 30, 2024

Sr. No.	Particulars	Quarter Ended			(Rs. in lakhs)
		June 30	March 31	June 30	Year Ended
		2024	2024	2023	March 31
	Unaudited	Audited (Refer Note No. 3)	Unaudited	2024 Audited	
1	a) Sales of Products and Services	20,400.13	39,271.75	19,049.98	1,18,818.63
	b) Other Operating income	216.23	120.05	124.66	598.27
	Revenue from Operations [1(a) + 1(b)]	20,616.36	39,391.80	19,174.64	1,19,416.90
	c) Other Income	468.33	493.51	321.36	1,665.09
	Total Income	21,084.69	39,885.31	19,496.00	1,21,081.99
2	Expenses				
	a) Cost of Materials consumed	16,225.89	14,702.80	11,897.51	51,638.54
	b) Purchases of Stock-in-Trade	165.36	131.76	77.64	306.48
	c) Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	(10,121.28)	6,690.11	(4,541.01)	7,691.47
	d) Employee benefits expense	1,426.51	1,406.01	1,323.45	5,609.18
	e) Finance Costs	485.41	484.78	520.96	2,065.12
	f) Depreciation and amortisation expenses	359.40	371.02	343.58	1,467.95
	g) Sub-contracting Expenses	6,748.00	7,187.61	4,908.48	24,761.20
	h) Other Expenses	4,397.00	5,255.39	4,392.71	17,776.60
	Total expenses [2(a) to 2(h)]	19,686.29	36,229.48	18,923.32	1,11,316.54
3	Profit from ordinary activities before Exceptional items and tax (1-2)	1,398.40	3,655.83	572.68	9,765.45
4	Exceptional Item - Expense (refer note no. 4)	-	381.81	-	381.81
5	Profit from ordinary activities before tax (3-4)	1,398.40	3,274.02	572.68	9,383.64
6	Tax Expense				
	a) Current Tax	347.00	918.00	128.00	2,455.00
	b) Deferred Tax	25.13	(50.58)	33.95	11.56
	c) Tax for earlier years	0.90	-	5.00	5.00
	Total Tax Expense [6(a)+6(b)+6(c)]	373.03	867.42	166.95	2,471.56
7	Net Profit for the period (5-6)	1,025.37	2,406.60	405.73	6,912.08
8	Other Comprehensive Income (Net of Tax)				
	a) Items that will not be reclassified to Profit and loss (net of tax)	8.98	27.32	2.81	35.18
	b) Items that will be reclassified to Profit and loss (net of tax)	-	-	-	-
	Total Other Comprehensive Income (Net of Tax)	8.98	27.32	2.81	35.18
9	Total Comprehensive Income for the period (Net of Tax) (7+8)	1,034.35	2,433.92	408.54	6,947.26
10	Paid up Equity Share Capital (Face Value Rs 1/ each)	795.24	795.24	795.24	795.24
11	Other Equity				94,460.46
12	Basic and Diluted earnings per share - in Rs	1.29 *	3.03 *	0.51 *	8.69

* not annualized

Notes:

1. The above standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 read with relevant rules thereunder and in terms of Regulation 33 of SEBI (Listing Obligations & Disclosures Requirements) Regulations 2015 (as amended). The said results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on August 9, 2024.

2. As the Company's business activity falls within a single significant primary business segment i.e. 'Hosiery and related service', no separate segment information is disclosed. These in the context of Ind AS 108 on "Operating Segments" are considered to constitute one segment and hence, the Company has not made any additional segment disclosures.

3. The figures for the Quarter ended March 31, 2024, represents derived figures between the audited figures in respect of the year ended March 31, 2024 and the unaudited published period to date figures upto December 31, 2023 which was subject to Limited Review by Statutory Auditors

4. There were no exceptional items during the quarter ended June 30, 2024. During the quarter ended March 31, 2024, the unamortized balance of "Business Rights" classified under Intangible assets pertaining to a licensed brand amounting to Rs 381.81 lakhs has been fully charged off and recognized as an exceptional item pursuant to decision by the management to make mutual settlement with the Licensor and relinquish its rights under the said license.

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

Place: Kolkata
Date: August 9, 2024



By Order of the Board

K.B. Agarwal

Kunj Bhagiri Agarwal
Managing Director
DIN: 00224857

Independent Auditor's Review Report on the Unaudited Consolidated Financial Results of Rupa & Company Limited for the quarter ended June 30, 2024 pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To
The Board of Directors,
Rupa & Company Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results of M/s. Rupa & Company Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter ended June 30, 2024 together with notes thereon (herein after referred to as 'the Statement'), attached herewith, being submitted by the Parent Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("the Listing Regulation").
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors in their meeting held on August 09, 2024, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), 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. Our responsibility is to express a conclusion on the Statement 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. A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the financial results of the Parent and the following entities:

Name of the Entity	Relationship
Imoogi Fashions Private Limited	Wholly Owned Subsidiary
Euro Fashion Inners International Private Limited	Wholly Owned Subsidiary
Oban Fashions Private Limited	Wholly Owned Subsidiary
Rupa Fashions Private Limited	Wholly Owned Subsidiary
Rupa Bangladesh Private Limited	Wholly Owned Subsidiary

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the management reviewed financial information / financial results in case of five subsidiaries referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013, as amended read with relevant rules issued there under and other recognized accounting principles generally accepted in India, has not disclosed the



information required to be disclosed in terms of the Listing Regulation, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Other Matters

6. i) The consolidated unaudited financial results also includes the interim financial information / financial results of four ("4") subsidiaries incorporated in India which have not been reviewed by their auditors, whose interim financial information / financial results reflects total assets of Rs. 1371.05 lakhs and net assets of Rs. 1137.38 lakhs as at June 30, 2024, total revenue of Rs 444.74 lakhs, total net profit after tax of Rs. 21.13 lakhs, total comprehensive income of Rs. 21.15 lakhs for the quarter ended on June 30, 2024 and net cash outflows of Rs. 8.33 lakhs for the quarter ended on June 30, 2024, as considered in the consolidated unaudited financial results. According to the information and explanations given to us by the management, these interim financial information / financial results are not material to the Group. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the above subsidiaries, is based solely on the financial information / financial results certified by the management and the procedures performed by us as stated in paragraph 3 above.
- ii) The interim financial information/financial results of one subsidiary located outside India, included in the unaudited consolidated financial results, which reflects total assets of Rs. 8.71 lakhs and net assets of Rs. 8.20 lakhs as at June 30, 2024, total revenue of Rs. Nil, net loss after tax of Rs. 0.09 lakhs, total comprehensive loss of Rs. 0.68 lakhs for the quarter ended on June 30, 2024 and net cash outflows of Rs. 0.27 lakhs for the quarter ended on June 30, 2024, have been prepared in accordance with accounting principles generally accepted in its country of incorporation and have not been reviewed by their auditor. The Company's management has converted the interim financial information / financial results of such subsidiary located outside India from the accounting principles generally accepted in its country to the accounting principles generally accepted in India. According to the information and explanations given to us by the management, these interim financial information / financial results are not material to the Group. Our conclusion in so far as it relates to the balances and affairs of such subsidiary located outside India, including other information, is based on the conversion adjustments prepared and certified by the management of the Parent Company.
7. We draw attention to the Note no. 4 of the Statement which states that the Statement includes the results for the quarter ended 31st March 2024 being the balancing figure between the audited figure in respect of the full financial year and the unaudited published figures upto the third quarter of the previous financial year which were subjected to limited review by us.

Our conclusion on the Statement is not modified in respect of the above matters.



Place: Kolkata
Dated: August 09, 2024

For Singhi & Co.
Chartered Accountants
Firm Registration No.302049E

Shrenik Mehta

(Shrenik Mehta)
Partner

Membership No. 063769

UDIN: 24063769BKfymA9328

RUPA & COMPANY LIMITED
CIN. L17299WB1985PLC038517
REGD. OFFICE : METRO TOWER, 8th Floor, 1,HO CHI MINH SARANI, KOLKATA-700 071
Website: www.rupa.co.in, Email: connect@rupa.co.in
Phone: + 91 33 4057 3100; Fax: +91 33 22881362

Statement of Unaudited Consolidated Financial Results for the Quarter Ended June 30, 2024

Sr. No.	Particulars	Quarter ended			(Rs. In lakhs)
		June 30	March 31	June 30	Year Ended
		2024	2024	2023	March 31
	Unaudited	Audited (Refer Note No. 4)	Unaudited	2024 Audited	
1	a) Sales of Products and Services	20,813.26	39,928.04	19,418.95	1,21,053.07
	b) Other Operating income	216.23	120.05	124.66	598.27
	Revenue from Operations [1(a) + 1(b)]	21,029.49	40,048.09	19,543.61	1,21,651.34
	c) Other Income	472.48	496.51	323.55	1,678.67
	Total Income	21,501.97	40,544.60	19,867.16	1,23,330.01
2	Expenses				
	a) Cost of Materials consumed	16,234.04	14,693.74	11,907.22	51,647.12
	b) Purchases of Stock-in-Trade	532.94	777.94	390.64	2,325.13
	c) Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	(10,124.78)	6,657.99	(4,531.60)	7,729.17
	d) Employee benefits expense	1,437.23	1,420.72	1,334.12	5,656.32
	e) Finance Costs	485.41	485.06	520.96	2,065.40
	f) Depreciation and amortisation expenses	360.61	372.33	344.89	1,473.19
	g) Sub-contracting Expenses	6,748.09	7,187.45	4,909.66	24,761.50
	h) Other Expenses	4,401.73	5,270.99	4,399.32	17,821.20
	Total expenses [2(a) to 2(h)]	20,075.27	36,866.22	19,275.21	1,13,479.03
3	Profit from ordinary activities before Exceptional items and tax (1-2)	1,426.70	3,678.38	591.95	9,850.98
4	Exceptional Item - Expense (refer note no. 5)	-	381.81	-	381.81
5	Profit from ordinary activities before tax (3-4)	1,426.70	3,296.57	591.95	9,469.17
6	Tax Expense				
	a) Current Tax	354.27	923.15	130.46	2,474.77
	b) Deferred Tax	25.14	(50.69)	34.02	11.66
	c) Tax for earlier years	0.90	-	5.00	5.00
	Total Tax Expense [6(a)+6(b)+6(c)]	380.31	872.46	169.48	2,491.43
7	Net Profit for the period (5-6)	1,046.39	2,424.11	422.47	6,977.74
8	Other Comprehensive Income (Net of Tax)				
	a) Items that will not be reclassified to Profit and loss (net of tax)	9.00	27.40	2.81	35.26
	b) Items that will be reclassified to Profit and loss (net of tax)	(0.59)	0.04	(0.11)	(0.09)
	Total Other Comprehensive Income (Net of Tax)	8.41	27.44	2.70	35.17
9	Total Comprehensive Income for the period (Net of Tax) (7+8)	1,054.80	2,451.55	425.17	7,012.91
10	Paid up Equity Share Capital (Face Value Rs 1/ each)	795.24	795.24	795.24	795.24
11	Other Equity				95,007.62
12	Basic and Diluted earnings per share - in Rs	1.32 *	3.05 *	0.53 *	8.77

* not annualized

Notes:

1. The above Consolidated Financial Results have been prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 read with relevant rules thereunder and in terms of Regulation 33 of SEBI (Listing Obligations & Disclosures Requirements) Regulations 2015 (as amended). The said results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on August 9, 2024.

2. As the Group's business activity falls within a single significant primary business segment i.e. 'Hosiery and related service', no separate segment information is disclosed. These in the context of Ind AS 108 on "Operating Segments" are considered to constitute one segment and hence, the Company has not made any additional segment disclosures.

3. The Consolidated figures includes figures of wholly owned subsidiaries viz Imoogi Fashions Pvt. Ltd., Euro Fashion Inners International Pvt. Ltd, Oban Fashions Pvt. Ltd., Rupa Fashions Private Limited and Rupa Bangladesh Private Limited.

4. The figures for the Quarter ended March 31, 2024, represents derived figures between the audited figures in respect of the year ended March 31, 2024 and the unaudited published period to date figures upto December 31, 2023 which was subject to Limited Review by Statutory Auditors

5. There were no exceptional items during the quarter ended June 30, 2024. During the quarter ended March 31, 2024, the unamortized balance of "Business Rights" classified under Intangible assets pertaining to a licensed brand amounting to Rs 381.81 lakhs has been fully charged off and recognized as an exceptional item pursuant to decision by the management to make mutual settlement with the Licensor and relinquish its rights under the said license.

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

Place : Kolkata
Date : August 09, 2024



By Order of the Board

K.B. Agarwal
Kunj Bihari Agarwal
Managing Director
DIN: 00224857

Date: 01/08/2024

To,
Board of Directors,
Rupa & Company Limited
Metro Tower, 8th Floor,
1, Ho Chi Minh Sarani,
Kolkata – 700071

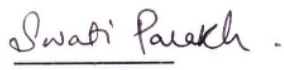
Sub- Cessation from the position of Interim Compliance Officer of the Company

Respected Sir/Madam,

I would like to inform that pursuant to the appointment of Whole-time Company Secretary & Compliance Officer of the Company w.e.f. August 10, 2024, my position in the Company as 'Interim Compliance Officer' will cease to exist with effect from the closure of business hours on August 09, 2024.

I convey my sincere thanks to the Board of Directors and management of the Company for their support and cooperation extended to me during my tenure.

Thanking you,
Yours Sincerely,


Swati Parakh
Swati Parakh