

**Review Report to the Board of Directors of Indo Count Industries Ltd.**

We have reviewed the accompanying statement of unaudited financial results of Indo Count Industries Ltd. for the period ended 30<sup>th</sup> September, 2013. This statement is the responsibility of the Company's management and has been approved by the Committee of Board of Directors. Our responsibility is to issue a report on these financial statement based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, engagements to Review Financial Statements 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 provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

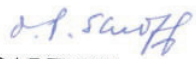
Our observations in relation to such review are as under :

The company has outstanding foreign currency related forward contracts in the form of options for hedging its business related exposure which are not speculative in nature. The contracts have long dated tenor with multiple contingent / uncertain events. As such ascertainment of fair value of these contracts is not feasible. However, banks estimate the total mark to market (MTM) of all outstanding contracts at approx Rs.2011.47 lac as at 30-09-2013 ( Previous year Rs.Nil). The management is of the opinion that the determination and crystallization of liability is dependent upon the outcome of uncertain future events or actions, not wholly within the control of the company. As adoption of AS-30 is presently not mandatory, the estimated MTM loss of Rs.2011.47 lac for the period ended 30-09-2013 (previous year Rs.Nil) has not been provided.

Based on our review conducted as above, nothing has come to our attention that caused us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place : Mumbai  
Date : 31.10.2013

**For B.K. SHROFF & CO.,**  
**Chartered Accountants**  
Reg. No.302166E

  
PARTNER  
Membership No.6329

INDO COUNT INDUSTRIES LIMITED

Regd. Office.: Office No 1, Villegge Alte, Tal.Hatkanangale, Kolhapur 416109

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30-09-2013

Figures are Rupees in Crore

SR No	Particulars	Quarter ended			Half year ended		Year ended	
		30-09-2013 Unaudited	30-Jun-13 Unaudited	30-09-2012 Unaudited	30-09-2013 Unaudited	30-09-2012 Unaudited	31-03-2013 Audited	
1	<b>Income from operations</b>							<b>TOTAL INCOME</b>
(a)	Net Sales (including export incentives) (Net of excise)	420.73	280.32	295.92	701.05	533.26	1,139.49	<b>Rs.714.36 Cr</b>
(b)	Other operating income	8.13	5.18	6.68	13.31	13.73	24.02	<b>31%</b>
	<b>Total Income from operations (net) (a+b)</b>	<b>428.87</b>	<b>285.50</b>	<b>302.61</b>	<b>714.36</b>	<b>547.00</b>	<b>1,163.51</b>	<b>↑</b>
2	<b>Expenditure</b>							<b>UP BY</b>
(a)	Cost of materials sold	246.41	205.00	185.85	451.41	343.91	770.15	
(b)	Purchases of stock-in-trade	3.87	2.98	-	6.85	0.33	2.34	
(c)	Changes in inventories of finished goods,work in progress and stock- in-trade	24.96	(24.03)	0.00	0.92	(1.46)	(41.01)	
(d)	Employee benefits expense	16.19	12.57	10.30	28.75	21.63	48.08	
(e)	Depreciation	4.65	4.64	4.40	9.29	8.74	17.76	
(f)	Other expenditure	74.14	39.73	61.32	113.87	100.68	219.32	
(g)	Power and Fuel	14.69	14.54	14.22	29.23	25.55	56.77	
	<b>Total expenses ( a+b+c+d+r+f+g)</b>	<b>384.90</b>	<b>255.42</b>	<b>276.10</b>	<b>640.33</b>	<b>499.38</b>	<b>1,073.41</b>	
3	<b>Earnings before interest,depreciation ,tax and amortisation (EBIDTA)</b>	<b>48.62</b>	<b>34.72</b>	<b>30.91</b>	<b>83.33</b>	<b>56.36</b>	<b>107.86</b>	<b>EBIDTA</b>
								<b>Rs.83.33 Cr</b>
4	<b>Profit / (Loss) from operations before other income, finance costs and exceptional items ( 1-2)</b>	<b>43.96</b>	<b>30.08</b>	<b>26.51</b>	<b>74.04</b>	<b>47.62</b>	<b>90.10</b>	<b>48%</b>
5	Other income	-	-	-	-	-	-	
6	<b>Profit / (Loss) from ordinary activities before finance costs and exceptional items</b>	<b>43.96</b>	<b>30.08</b>	<b>26.51</b>	<b>74.04</b>	<b>47.62</b>	<b>90.10</b>	<b>↑</b>
7	Finance costs	9.69	11.79	9.70	21.48	20.20	43.39	<b>UP BY</b>
8	<b>Profit / (Loss) from ordinary activities after finance costs but before exceptional items</b>	<b>34.27</b>	<b>18.29</b>	<b>16.81</b>	<b>52.56</b>	<b>27.42</b>	<b>46.71</b>	<b>PBT</b>
9	Exceptional items	-	-	(8.45)	-	(14.39)	(15.69)	
10	<b>Profit / (Loss) from ordinary activities before tax</b>	<b>34.27</b>	<b>18.29</b>	<b>8.37</b>	<b>52.56</b>	<b>13.03</b>	<b>31.02</b>	<b>Rs.52.56 Cr</b>
11	<b>Tax expenses :</b>							<b>303%</b>
	Current Income Tax	6.85	3.68	0.59	10.53	0.59	4.20	
	Tax of earlier years	-	-	-	-	-	-	
	Deferred Tax	8.89	4.47	2.73	13.36	4.23	3.33	
	MAT Credit Entitlement	(6.85)	(3.68)	(0.58)	(10.53)	(0.58)	(4.20)	<b>PAT</b>
	MAT Credit Entitlement of earlier years	-	-	-	-	-	0.57	<b>Rs.39.20 Cr</b>
12	<b>Net Profit / (Loss) from ordinary activities after tax</b>	<b>25.38</b>	<b>13.83</b>	<b>5.63</b>	<b>39.20</b>	<b>8.79</b>	<b>27.12</b>	<b>346%</b>
3	Extraordinary items ( net of tax expense Rs.-----)	-	-	-	-	-	-	
4	<b>Net profit / (Loss) for the period</b>	<b>25.38</b>	<b>13.83</b>	<b>5.63</b>	<b>39.20</b>	<b>8.79</b>	<b>27.12</b>	<b>↑</b>
5	<b>CASH PROFIT</b>	<b>32.07</b>	<b>19.26</b>	<b>12.17</b>	<b>51.32</b>	<b>21.18</b>	<b>44.01</b>	<b>CASH PROFIT</b>
6	Paid up equity share capital (Face Value of Rs 10/- each)	35.48	35.48	35.48	35.48	35.48	35.48	<b>Rs. 51.32 Cr</b>
7	Reserves excluding revaluation reserve at the last balance sheet date						25.80	<b>142%</b>
8	Earnings per Share:- a) Basic and diluted EPS before extra ordinary items for the period, for the year to date and for the previous year (not annualised)	7.13	3.90	1.59	11.03	2.48	7.61	<b>↑</b>
	b) Basic and diluted EPS after extra ordinary items for the period, for the year to date and for the previous year (not annualised)	7.13	3.90	1.59	11.03	2.48	7.61	<b>UP BY</b>



**INDO COUNT INDUSTRIES LIMITED**

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**UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30-09-2013**

No	PART II Particulars	Quarter ended			Half year ended		Year ended
		30-09-2013	30-Jun-13	30-09-2012	9/30/2013	30-09-2012	31-03-2013
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
A	<b>PARTICULARS OF SHAREHOLDING</b>						
1	<b>Public shareholding</b>						
	- No of shares	16,294,559	16,294,559	16,294,559	16,294,559	16,294,559	16,294,559
	- Percentage of shareholding	45.92%	45.92%	45.92%	45.92%	45.92%	45.92%
2	<b>Promoters and Promoters group Shareholding</b>						
a)	<b>Pledged / Encumbered</b>						
	- Number of shares	6,295,495	6,295,495	6,295,495	6,295,495	6,295,495	6,295,495
	- % of shares (as % of the total number of shareholding of Promoter and Promoter group)	32.81%	32.81%	32.81%	32.81%	32.81%	32.81%
	- % of shares (as % of the total Share Capital of the Company)	17.74%	17.74%	17.74%	17.74%	17.74%	17.74%
b)	<b>Non encumbered</b>						
	- Number of shares	12,891,580	12,891,580	12,891,580	12,891,580	12,891,580	12,891,580
	- % of shares (as % of the total number of shareholding of Promoter and Promoter group)	67.19%	67.19%	67.19%	67.19%	67.19%	67.19%
	- % of shares (as % of the total Share Capital of the Company)	36.33%	36.33%	36.33%	36.33%	36.33%	36.33%

Figures are Rupees in Crore

1	Segment Reporting :-	Quarter ended			Half year ended		Year ended
		30-09-2013	30-Jun-13	30-09-2012	9/30/2013	30-09-2012	31-03-2013
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	<b>Segment Revenue</b>						
	a) Textiles	379.48	249.66	255.18	629.14	451.42	1,013.77
	b) Consumer Durable Goods/Electronics	41.25	30.67	40.74	71.92	81.84	125.72
	<b>Total</b>	<b>420.73</b>	<b>280.32</b>	<b>295.92</b>	<b>701.05</b>	<b>533.26</b>	<b>1,139.49</b>
2	<b>Segment Results (Profit before interest,tax&amp;exceptional items)</b>						
	a) Textiles	42.21	28.81	24.05	71.02	43.19	83.78
	b) Consumer Durable Goods/Electronics	1.75	1.27	2.46	3.02	4.42	6.32
	<b>Total</b>	<b>43.96</b>	<b>30.08</b>	<b>26.51</b>	<b>74.04</b>	<b>47.62</b>	<b>90.10</b>
3	<b>Capital employed ( assets - liabilities)</b>						
	a) Textiles	185.63	171.73	170.70	185.63	170.70	168.82
	b) Consumer Durable Goods/Electronics	34.95	35.20	30.05	34.95	30.05	31.93
	<b>Total</b>	<b>220.58</b>	<b>206.93</b>	<b>200.75</b>	<b>220.58</b>	<b>200.75</b>	<b>200.75</b>

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UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30-09-2013

Statement of Assets & Liabilities

Figures are Rupees in Crore

Sr. No.	Particulars	As at	As at
		30-09-2013	31-03-2013
		Unaudited	Audited
<b>A</b>	<b>EQUITY AND LIABILITY</b>		
<b>1</b>	<b>Shareholders' funds</b>		
	(a) Share Capital	37.98	37.98
	(b) Reserves and Surplus	173.63	139.99
	<b>Sub-total - Shareholders' funds</b>	<b>211.61</b>	<b>177.97</b>
<b>2</b>	<b>Share Application Money pending Allotment</b>	1.10	1.10
<b>3</b>	<b>Non-current liabilities</b>		
	(a) Long-term borrowings	116.55	135.86
	(b) Other long term liabilities	1.16	1.40
	<b>Sub-total - Non-current liabilities</b>	<b>117.71</b>	<b>137.26</b>
<b>4</b>	<b>Current liabilities</b>		
	(a) Short-term borrowings	242.76	228.53
	(b) Trade payables	231.79	182.61
	(c) Other current liabilities	87.48	81.14
	(d) Short-term provisions	11.13	4.32
	<b>Sub-total - Current liabilities</b>	<b>573.16</b>	<b>496.60</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>903.59</b>	<b>812.93</b>
<b>B</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non - current assets</b>		
	(a) Fixed assets	328.76	334.09
	(b) Non-current investments	15.77	19.47
	(c) Deferred tax assets (net)	3.56	16.91
	(d) Long-term loans and advances	2.15	3.32
	<b>Sub-total - Non-current assets</b>	<b>350.23</b>	<b>373.80</b>
<b>2</b>	<b>Current assets</b>		
	(a) Inventories	201.37	196.00
	(b) Trade receivables	217.32	127.61
	(c) Cash and cash equivalents	9.60	7.57
	(d) Short-term loans and advances	67.25	50.08
	(e) Other current assets	57.82	57.87
	<b>Sub-total - Current assets</b>	<b>553.36</b>	<b>439.13</b>
	<b>TOTAL ASSETS</b>	<b>903.59</b>	<b>812.93</b>

NOTES

- The above financial results for the quarter ended 30th Sept., 2013 have been reviewed by the Statutory Auditors of the Company as per Listing Agreement with the Stock Exchanges and approved by the Board of Directors on 31st October, 2013.
- The Company has offered for sale 37,00,000 equity shares of Pranavadiya Spinning Mills Limited, a subsidiary company so as to comply with the requirement of minimum public share holding as per SEBI Order.
- The Company has outstanding Foreign Currency Contracts in the form of hedging its business related exposure which are not speculative in nature. The Contracts have long dated tenor with multiple contingent / uncertain events. As such ascertainment of fair value of these Contracts is not feasible. Banks estimate MTM loss on these Contracts at Rs. 20.11 Crore as at 30th September 2013. As AS 30 is not mandatory, the Company has not provided for the Loss in its Books of Accounts.
- The Company has only two reportable segments i.e. Textiles and Consumer Durable Goods / Electronics.
- In terms of clause 41 (I) (e) of the Listing Agreement, the Company has exercised an option to publish standalone quarterly financial results.
- Previous period's figures have been regrouped wherever necessary.
- Details of Investor Complaints for the Quarter ended 30-09-2013: Beginning - Nil, Received - 2, Resolved - 2, Pending Nil.

FOR INDO COUNT INDUSTRIES LIMITED

Anil Kumar Jain  
Chairman & Managing Director

Place: Mumbai

Date: 31-10-2013