

B.Com., F.C.A.

V. R. RENUKA & CO. CHARTERED ACCOUNTANTS

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Limited Review Report

Review Report to the Board of Directors of Swan Energy Limited

We have reviewed the accompanying statement of unaudited financial results of **Swan Energy Limited** (Formerly known as Swan Mills Limited) for the quarter ended 30th September, 2015 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ committee of 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) 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 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 financial results prepared in accordance with applicable accounting standards and other recognised 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.

For V. R. Renuka & Co.

Chartered Accountants

V. R. Renuka Proprietor M. No. 32263

Firm Regn No. 108826W

Place Mumbai

Date: 10th November, 2015

SWAN ENERGY LIMITED (Formerly, Swan Mills Limited)

Corporate Identity Number(CIN): L17100MH1909PLC000294

Regd. Office: 6, Feltham House, J.N. Heredia Marg, Ballard Estate, Mumbai - 400 001

Phone:022-40587300; Fax:022-40587360; Email: swan@swan.co.in; Website: www.swan.co.in

Part - I STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER / HALF YEAR ENDED 30th SEPTEMBER, 2015

| | | | | | | | (₹ in Lacs) | |
|----|--|--------------------------------|---------------------------------|--------------------------------|--------------------------------|--------------------------------|--------------------------------|--|
| Sr | . Particulars | | Quarter Ended | | Half yea | r Ended | Year Ended | |
| | | Sept,30 2015 (Unaudited) | June, 30 2015 (Unaudited) | Sept,30 2014 (Unaudited) | Sept,30 2015 (Unaudited) | Sept,30 2014 (Unaudited) | March 31, 2015 (Audited) | |
| 1 | Income from Operations | | | | | | | |
| | (a) Income from Operations | 9,457.04 | 7,186.44 | 9,079.29 | 16,643.47 | 15,335.00 | 30,021.10 | |
| | (b) Other Operating Income | 113.86 | 22.54 | 87.60 | 136.41 | 155.52 | 1,210.78 | |
| | Total Income (a+ b) | 9,570.90 | 7,208.98 | 9,166.89 | 16,779.88 | 15,490.52 | 31,231.88 | |
| 2 | Expenses | | | | | | | |
| | (a) Cost of materials consumed - Textiles | 12,189.49 | 5,878.71 | 7,924.03 | 18,068.19 | 13,599.92 | 28,175.69 | |
| | (b) Purchases of stock-in-trade | * | 9 | | * | - | P. | |
| | (c) Changes in inventories of finished goods, work in progress and stock-in-trade | (4,069.69) | 197.68 | (817.34) | (3,872.01) | (1,896.54) | (4,680.36 | |
| | (d) Employee benefits expenses | 224.56 | 212.83 | 186.81 | 437.39 | 372.56 | 848.91 | |
| | (e) Depreciation & amortisation expenses | 126.60 | 140.20 | 109.60 | 266.81 | 217.93 | 543.96 | |
| | (f) Construction Expenses | 164.59 | 53.56 | 459.25 | 218.16 | 653.43 | 1,491.58 | |
| | (g) Other Expenditure | 654.65 | 481.39 | 500.24 | 1,136.04 | 942.03 | 2,232.91 | |
| | Total Expenses (a+b+c+d+e+f+g) | 9,290.20 | 6,964.37 | 8,362.59 | 16,254.58 | 13889.33 | 28,612.69 | |
| 3 | Profit from Operations before other income, finance cost and Exceptional Items (1-2) | 280.70 | 244.61 | 804.30 | 525.30 | 1.601.19 | 2,619.19 | |
| 4 | Other Income | | - | - | - | - | | |
| 5 | Profit from ordinary activities before finance costs and Exceptional Items (3+4) | 280.70 | 244.61 | 804.30 | 525.30 | 1,601.19 | 2.619.19 | |
| 6 | Finance costs | 263.66 | 237.48 | 629.28 | 501.14 | 1,255.42 | 1,916.46 | |
| 7 | Profit from ordinary activities after finance cost but before Exceptional Items (5-6) | 17.04 | 7.13 | 175.02 | 24.16 | 345.77 | 702.73 | |
| _ | Exceptional Items | 27.04 | 7.13 | 275.02 | 24.20 | 343.77 | 702.73 | |
| 9 | Profit from Ordinary activities before Tax (7+8) | 17.04 | 7.13 | 175.02 | 24.16 | 345.77 | 702.73 | |
| _ | Tax Expenses | - | - 1 | 270.02 | - | 5 (51,7) | 223.70 | |
| 11 | | 17.04 | 7.13 | 175.02 | 24.16 | 345.77 | 479.03 | |
| 12 | Extraordinary Items (net of tax expense) | | _ | | 2 | | | |
| 13 | Net Profit for the period (11-12) | 17.04 | 7.13 | 175.02 | 24.16 | 345.77 | 479.03 | |
| 14 | Paid - up Equity Share Capital (Face value Rs. 1/- per share) | 2,211.80 | 2,211.80 | 2,211.80 | 2,211.80 | 2,211.80 | 2,211.80 | |
| 15 | Reserves (excluding Revaluation Reserves) as per Balance Sheet as at 31/03/2015 | | - | *: | | - | 41,818.32 | |
| 16 | Earnings per Shares (EPS) Basic & Diluted | | | | | | | |
| | a) Before Extraordinary Items | 0.01 | 0.00 | 0.08 | 0.01 | 0.16 | 0.22 | |
| | b) After Extraordinary Items | 0.01 | 0.00 | 0.08 | 0.01 | 0.16 | 0.22 | |

| PARTICULARS OF SHAREHOLDING | | | | | | |
|---|-------------|-------------|-------------|-------------|-------------|-------------|
| Public shareholding | | | | | | |
| - Number of shares | 62,680,000 | 62,680,000 | 62,680,000 | 62,680,000 | 62,680,000 | 62,680,000 |
| - Face Value per share (In Rs.) | 1 | 1 | 1 | 1 | 1 | 1 |
| - Percentage of Shareholding | 28.34 | 28.34 | 28.34 | 28.34 | 28.34 | 28.34 |
| Promoters and promoter group Shareholding | | | | | | |
| a) Pledged / Encumbered | | | | | | |
| - Number of shares | 36,139,000 | 24,330,000 | 43,304,064 | 36,139,000 | 43,304,064 | 29,400,000 |
| - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 22.80 | 15.35 | 23.28 | 22.80 | 23.28 | 18.55 |
| - Percentage of shares (as a % of the total share capital of the company) | 16.34 | 11.00 | 16.69 | 16.34 | 16.69 | 13.29 |
| b) Non-encumbered | | | | | | |
| - Number of shares | 122,361,000 | 134,170,000 | 115,195,936 | 122,361,000 | 115,195,936 | 129,100,000 |
| Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 77.20 | 84.65 | 76.72 | 77.20 | 76.72 | 81.45 |
| - Percentage of shares (as a % of the total share capital of the company) | 55.32 | 60.66 | 54.98 | 55.32 | 54.98 | 58.37 |





| | Particulars | Quarter Ended | | | Half year Ended | | Year Ended | |
|---|--|---------------|----------|---------|-----------------|---------|------------|--|
| В | INVESTOR COMPLAINTS | Sept,30 | June, 30 | Sept,30 | Sept,30 | Sept,30 | March 31, | |
| П | | 2015 | 2015 | 2014 | 2015 | 2014 | 2015 | |
| | Pending at the beginning of the Quarter | 2 | = [| 2 | - | 12 | 121 | |
| | Received during thr Quarter | - | 1 | | 1 | 1 | 3 | |
| | Disposed of during the Quarter | | 1 | | 1 | 1 | 3 | |
| | Remaining unresolved at the end of the Quarter | - | Ξ. | ÷. | 5 | 121 | | |

SEGMENT - WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(₹ in Lacs)

| | Particulars | Quarter Ended | | | Half year Ended | | Year Ended | |
|-----|---|--------------------------------|---------------------------------|--------------------------------|--------------------------------|--------------------------------|--------------------------------|--|
| Sr. | | Sept,30 2015 (Unaudited) | June, 30 2015 (Unaudited) | Sept,30 2014 (Unaudited) | Sept,30 2015 (Unaudited) | Sept,30 2014 (Unaudited) | March 31, 2015 (Audited) | |
| 1 | SEGMENT REVENUE Net Income from Sales/Services | | | | | | | |
| | a) Segment - Textile | 9,438.93 | 7,159.83 | 9,114.79 | 16,598.75 | 14,714.73 | 30,094.28 | |
| | b) Segment - Construction/Others | 131.97 | 49.15 | 52.10 | 181.13 | 775.79 | 1,137.60 | |
| | TOTAL | 9,570.90 | 7,208.98 | 9,166.89 | 16,779.88 | 15,490.52 | 31,231.88 | |
| 2 | SEGMENT RESULTS (+/-) before tax and interest from segments | | | | | | | |
| | a) Segment - Textile | 376.20 | 447.69 | 781.55 | 823.89 | 1,077.96 | 2,219.45 | |
| | b) Segment - Construction / Others | (95.50) | (203.08) | 22.75 | (298.58) | 523.23 | 399.72 | |
| | TOTAL | 280.70 | 244.61 | 804.30 | 525.31 | 1,601.19 | 2,619.17 | |
| 3 | Less : Interest | 263.66 | 237.48 | 629.28 | 501.14 | 1,255.42 | 1,916.46 | |
| | Less: Others un-allocable exp | | = = | (#1 | * | 100 | 1.00 | |
| 4 | Total Profit before Tax | 17.04 | 7.13 | 175.02 | 24.17 | 345.77 | 702.71 | |
| 5 | CAPITAL EMPLOYED Segments Assets - Segments Liabilities | | | | | | | |
| | a) Segment - Textile | 9,652.58 | 9,589.01 | 8,710.49 | 9,652.58 | 8,710.49 | 9,297.60 | |
| | b) Segment - Construction / Others | 30,738.95 | 31,134.75 | 32,071.05 | 30,738.95 | 32,071.05 | 31,455.92 | |
| | TOTAL | 40,391.53 | 40,723.76 | 40,781.54 | 40,391.53 | 40,781.54 | 40,753.52 | |





Notes:

1 Disclosure of assets and liabilities as per Clause 41(I) (ea) of the Listing Agreement for the half year ended September 30, 2015

(₹in Lacs)

| | As at | As at | As at | | |
|--|-------------|-------------|------------|--|--|
| Particulars | Sept,30 | Sept,30 | March 31, | | |
| Faiticulais | 2015 | 2014 | 2015 | | |
| | (Unaudited) | (Unaudited) | (Audited) | | |
| A EQUITY AND LIABILITIES | | | | | |
| 1. Shareholders' funds | | | | | |
| 200 | 2 244 00 | 2 244 00 | 2 244 22 | | |
| (a) Share capital | 2,211.80 | 2,211.80 | 2,211.80 | | |
| (b) Reserves and surplus | 41,842.50 | 42,084.40 | 41,818.32 | | |
| (c) Money received against share warrants | *** | | | | |
| Sub-total - Shareholders' funds | 44,054.30 | 44,296.20 | 44,030.12 | | |
| 2. Share application money pending allotment | - | (2) | * | | |
| 3. Minority interest * | * | * | | | |
| 4. Non-current liabilities | | | | | |
| (a) Long-term borrowings | 6,516.24 | 4,004.50 | 4,003.50 | | |
| (b) Deferred tax liabilities (net) | 672.53 | 643.83 | 672.53 | | |
| (c) Other long-term liabilities | 42,195.65 | 41,690.75 | 42,190.75 | | |
| (d) Long-term provisions | 24. | 20 | * | | |
| Sub-total - Non-current liabilities | 49,384.42 | 46,339.08 | 46,866.78 | | |
| 5. Current liabilities | | | | | |
| (a) Short-term borrowings | 10,045.13 | 13,272.01 | 10,293.65 | | |
| (b) Trade payables | 10,824.06 | 8,115.68 | 4,673.93 | | |
| (c) Other current liabilities | 7,004.77 | 3,652.62 | 3,180.93 | | |
| (d) Short-term provisions | 2,940.10 | 2,975.71 | 3,271.87 | | |
| Sub-total - Current liabilities | 30,814.06 | 28,016.02 | 21,420.38 | | |
| TOTAL - EQUITY AND LIABILITIES | 124,252.78 | 118,651.30 | 112,317.28 | | |
| | | | | | |
| B ASSETS | | | | | |
| 1. Non-current assets | | | | | |
| (a) Fixed assets - Tangible | 8,889.08 | 9,413.51 | 9,097.07 | | |
| (b) Goodwill on consolidation * | | (4) | - | | |
| (c) Non-current investments | 2,508.00 | 2,508.00 | 2,508.00 | | |
| (d) Deferred tax assets (net) | | 2 | | | |
| (e) Long-term loans and advances | 26,867.18 | 35,783.64 | 28,607.60 | | |
| (f) Other non-current assets | 3 | 290 | | | |
| Sub-total - Non-current assets | 38,264.26 | 47,705.15 | 40,212.67 | | |
| 2. Current assets | | | | | |
| (a) Current investments | 1,123.21 | 8.00 | 108.73 | | |
| (b) Inventories | 59,506.11 | 51,865.36 | 55,558.95 | | |
| (c) Trade receivables | 8,682.99 | 8,228.06 | 5,729.74 | | |
| (d) Cash and cash equivalents | 1,705.18 | 1,706.59 | 1,641.30 | | |
| (e) Short-term loans and advances | 13,986.17 | 8,173.89 | 8,097.49 | | |
| (f) Other current assets | 984.86 | 964.25 | 968.40 | | |
| Sub-total - Current assets | 85,988.52 | 70,946.15 | 72,104.61 | | |
| TOTAL - ASSETS | 124,252.78 | 118,651.30 | 112,317.28 | | |
| | | | | | |

Notes

- 1 The above results have been reviewed by the Audit Committee and thereafter were approved by the Board of Directors at its meeting held on Tuesday, November 10, 2015.
- 2 The Statutory Auditors of the Company have carried out a Limited Review of the Financial results of the Company for the Quarter ended September 30, 2015.
- 3 The Company operates in two segments namely, a) Textiles and b) Construction/others.
- 4 Provision for Taxation shall be made at the end of the year.
- 5 The figures for the previous period have been regrouped and/or rearranged, wherever considered necessary.

Place : Mumbai

Date: November 10, 2015

For Swan Energy Limited

Paresh V. Merchant Executive Director