

B. K. SHROFF & CO.
Chartered Accountants

3/7-B, Asaf Ali Road,
1st Floor, Flat No. 4,
New Delhi - 110002.
Phones : 23271407, 23284825, 23284826
Telefax : 23270362
E-mail : bkshroffdelhi@yahoo.com
bkshroffdelhi@rediff.com

To
Board of Directors,
INDO COUNT INDUSTRIES LIMITED

Re: Limited Review Report for the quarter ended 30TH June,2015

We have reviewed the accompanying Statement of Unaudited Financial Results of **INDO COUNT INDUSTRIES LIMITED** (the "Company") for the quarter ended 30TH June,2015("the Statement") being submitted by the Company pursuant to requirement of Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II-Select Information referred to in paragraph 4 below. The Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.

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. 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 Stated above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the Accounting Standards specified under Companies Act 1956 (which are deemed to be applicable as per Section 133 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) and other accounting principles generally accepted in India, had not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Further, we also report that we have traced the number of Shares as well as percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoter and promoter group shareholding in terms of Clause 35 of Listing Agreements with the Stock Exchanges and the particulars relating to investor complaints disclosed in Part II-Select information for the quarter ended 30 th June,2015 of the Statement, from details furnished by the Registrars.

Place : Mumbai
Date : 03-08-2015



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

O.P. Shroff
PARTNER
Membership No.6329

INDO COUNT INDUSTRIES LIMITED

Figures are rupees in crore except EPS

Part - I : Statement of standalone unaudited financial results for the period ended 30th June, 2015					
SR No	Particulars	Quarter Ended			Year Ended
		30-06-2015	31-03-2015	30-06-2014	31-03-2015
		Unaudited	Audited	Unaudited	Audited
1	Income from operations				
(a)	Net Sales (including export incentives) (Net of excise duty)	454.66	444.51	303.37	1,615.56
(b)	Other operating income	6.33	12.17	12.71	64.39
	Total Income from operations (net) (a+b)	460.99	456.68	316.08	1,679.95
2	Expenditure				
(a)	Cost of materials sold	266.67	229.05	220.32	964.77
(b)	Purchases of stock-in-trade	-	-	0.38	0.38
(c)	Changes in inventories of finished goods, work in progress and stock- in-trade	(42.19)	8.84	(41.05)	(31.44)
(d)	Employee benefits expense	22.05	20.16	15.91	72.78
(e)	Depreciation	4.21	3.82	3.57	15.40
(f)	Other expenditure	95.10	95.04	54.72	311.30
(g)	Power and Fuel	15.59	16.49	13.83	60.89
	Total expenses (a+b+c+d+e+f+g)	361.43	373.40	267.68	1,394.08
3	Earnings before interest,depreciation ,tax and amortisation (EBIDTA)	103.77	87.10	51.97	301.27
4	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	99.56	83.28	48.40	285.87
5	Other income	-	-	-	-
6	Profit / (Loss) from ordinary activities before finance costs and exceptional items	99.56	83.28	48.40	285.87
7	Finance costs	14.85	16.61	13.90	62.53
8	Profit / (Loss) from ordinary activities after finance costs but before exceptional items	84.71	66.67	34.50	223.35
9	Exceptional items	-	(25.74)	-	(25.74)
10	Profit / (Loss) from ordinary activities before tax	84.71	40.93	34.50	197.60
11	Tax expenses :				
	Current Income Tax	18.10	8.58	7.25	41.44
	Deferred Tax	0.35	4.17	9.59	50.33
	MAT Credit Entitlement	10.90	0.15	(7.25)	(32.71)
	MAT Credit Entitlement of earlier years	-	-	-	(0.50)
12	Net Profit / (Loss) from ordinary activities after tax	55.36	28.03	24.91	139.04
13	Extraordinary items (net of tax expense)	-	-	-	-
14	Net profit / (Loss) for the period	55.36	28.03	24.91	139.04
15	CASH PROFIT	70.82	36.18	30.82	171.57
16	Paid up equity share capital (Face Value of Rs 10/- each)	39.48	39.48	36.58	39.48
17	Reserves excluding revaluation reserve at the last balance sheet date				270.76
18	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) Rs.	14.02	7.50	6.80	37.18

SR No	Particulars	Quarter Ended			Year Ended
		30-06-2015	31-03-2015	30-06-2014	31-03-2015
		Unaudited	Audited	Unaudited	Audited
	b) Basic and diluted EPS after extra ordinary items for the period, for the year to date and for the previous year (not annualised) Rs.	14.02	7.50	6.80	37.18

Part - II : Select Information 30th June, 2015					
No	Particulars	Quarter Ended			Year Ended
		30-06-2015	31-03-2015	30-06-2014	31-03-2015
		Unaudited	Audited	Unaudited	Audited
A	PARTICULARS OF SHAREHOLDING				
1	Public shareholding				
	- No of shares	16,205,429	16,205,429	16,282,094	16,205,429
	- Percentage of shareholding	41.05%	41.05%	44.51%	41.05%
2	Promoters and Promoters group Shareholding				
	a) Pledged / Encumbered				
	- Number of shares	7,395,495	7,395,495	6,295,495	7,395,495
	- % of shares (as % of the total number of Shareholding of Promoter and Promoter group)	31.78%	31.78%	31.01%	31.78%
	- % of shares (as % of the total Share Capital of the Company)	18.73%	18.73%	17.21%	18.73%
	b) Non encumbered				
	- Number of shares	15,879,010	15,879,010	14,004,045	15,879,010
	- % of shares (as % of the total number of Shareholding of Promoter and Promoter group)	68.22%	68.22%	68.99%	68.22%
	- % of shares (as % of the total Share Capital of the Company)	40.22%	40.22%	38.28%	40.22%

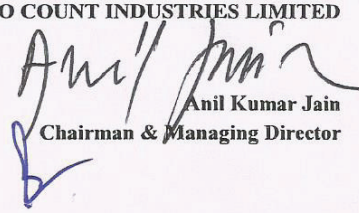
NOTES:

- 1) The above financial results were reviewed by the Audit Committee and approved by the Board of Directors on 03.08.2015
- 2) The Company operates in only one primary business segment i.e. Textile Segment. Hence, information relating to primary segments is not required to be separately furnished.
- 3) Total pledged / encumbered equity shares will be released shortly. Majority of lenders have given their consent for depledge and consent from only one bank is expected shortly.
- 4) Previous period / year's figures have been regrouped/rearranged wherever necessary.
- 5) Details of investor complaints for the quarter ended 30-06-2015 : begining - Nil, received - 2, resolved - 2, pending- Nil.

FOR INDO COUNT INDUSTRIES LIMITED

Place: Mumbai

Date : 03.08.2015


Anil Kumar Jain
Chairman & Managing Director