

| PART I   |  |                          |                          |                          |                            |  | ( ₹ In Lakhs )        |
|--|--|--------------------------|--------------------------|--------------------------|----------------------------|--|-----------------------|
| Statement of Standalone Unaudited Financial Results for the quarter ended 30th September, 2015 |  |                          |                          |                          |                            |  |                       |
| Sl. No.  | Particulars  | Quarter ended 30.09.2015 | Quarter ended 30.06.2015 | Quarter ended 30.09.2014 | Half year ended 30.09.2015 | Half year ended 30.09.2014                           | Year ended 31.03.2015 |
|  |  | Unaudited                | Unaudited                | Unaudited                | Unaudited                  | Unaudited  | Audited               |
| 1  | <b>Income from operations</b>  |                          |                          |                          |                            |  |                       |
|  | (a) Net sales/ income from operations  | 220.49                   | 177.88                   | 160.15                   | 398.37                     | 296.90   | 653.85                |
|  | (b) Other operating income   | 0.00                     | 0.00                     | 0.00                     | 0.00                       | 0.00   | 0                     |
|  | <b>Total income from operations (net)</b>  | <b>220.49</b>            | <b>177.88</b>            | <b>160.15</b>            | <b>398.37</b>              | <b>296.90</b>  | <b>653.85</b>         |
| 2  | <b>Expenses</b>  |                          |                          |                          |                            |  |                       |
|  | (a) Cost of materials consumed   | 106.88                   | 93.68                    | 66.84                    | 200.56                     | 135.15   | 288.01                |
|  | (b) Changes in inventories of finished goods & work-in-progress  | -0.25                    | -12.27                   | 2.97                     | -12.52                     | -10.84   | 13.12                 |
|  | (c) Employee benefits expense  | 62.91                    | 61.03                    | 60.71                    | 123.94                     | 99.36  | 241.01                |
|  | (d) Depreciation and amortisation expense  | 9.91                     | 9.89                     | 13.77                    | 19.80                      | 24.44  | 39.40                 |
|  | (e) Other expenses   | 60.44                    | 48.89                    | 39.53                    | 109.33                     | 98.83  | 174.01                |
|  | <b>Total expenses</b>  | <b>239.89</b>            | <b>201.22</b>            | <b>183.82</b>            | <b>441.11</b>              | <b>346.94</b>  | <b>755.55</b>         |
| 3  | <b>Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>    | <b>-19.40</b>            | <b>-23.34</b>            | <b>-23.67</b>            | <b>-42.74</b>              | <b>-50.04</b>  | <b>-101.70</b>        |
| 4  | Other income   | 0.25                     | 2.47                     | 1.04                     | 2.72                       | 3.44   | 9.27                  |
| 5  | <b>Profit / (Loss) from Ordinary activities before finance costs and exceptional items (3 + 4)</b>       | <b>-19.15</b>            | <b>-20.87</b>            | <b>-22.63</b>            | <b>-40.02</b>              | <b>-46.60</b>  | <b>-92.43</b>         |
| 6  | Finance costs  | 25.73                    | 24.99                    | 22.62                    | 50.72                      | 39.39  | 88.11                 |
| 7  | <b>Profit / (Loss) from Ordinary activities after finance costs but before exceptional items (5 + 6)</b> | <b>-44.88</b>            | <b>-45.86</b>            | <b>-45.25</b>            | <b>-90.74</b>              | <b>-85.99</b>  | <b>-180.54</b>        |
| 8  | Exceptional items  | 0.00                     | 0.00                     | 0.00                     | 0.00                       | 0.00   | 0.00                  |
| 9  | <b>Profit / (Loss) from Ordinary activities before tax (7+ 8)</b>  | <b>-44.88</b>            | <b>-45.86</b>            | <b>-45.25</b>            | <b>-90.74</b>              | <b>-85.99</b>  | <b>-180.54</b>        |
| 10   | Tax expense  | 0.00                     | 0.00                     | 0.00                     | 0.00                       | 0.00   | 0.00                  |
| 11   | <b>Net Profit / (Loss) from Ordinary activities after tax (9 + 10)</b>                                   | <b>-44.88</b>            | <b>-45.86</b>            | <b>-45.25</b>            | <b>-90.74</b>              | <b>-85.99</b>  | <b>-180.54</b>        |
| 12   | Extraordinary items (net of tax expense )  | 0.00                     | 0.00                     | 0.00                     | 0.00                       | 0.00   | 0.00                  |
| 13   | <b>Net Profit / (Loss) for the period (11 + 12)</b>  | <b>-44.88</b>            | <b>-45.86</b>            | <b>-45.25</b>            | <b>-90.74</b>              | <b>-85.99</b>  | <b>-180.54</b>        |
| 14   | Paid-up equity share capital ( Face value ₹ 1/-)   | 1019.97                  | 1019.97                  | 531.58                   | 1019.97                    | 531.58   | 1019.97               |
| 15   | Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year                  | -                        | -                        | -                        | -                          | -  | 259.64                |
| 16   | <b>Earnings per share before and after extraordinary items (of ₹ 1/- each) (not annualised):</b>         |                          |                          |                          |                            |  |                       |
|  | a) Basic   | -0.04                    | -0.04                    | -0.09                    | -0.09                      | -0.16  | -0.18                 |
|  | b) Diluted   | -0.04                    | -0.04                    | -0.04                    | -0.09                      | -0.08  | -0.18                 |
| PART II - Select Information for the quarter ended 30th September, 2015                        |  |                          |                          |                          |                            |  |                       |
| A  | <b>PARTICULARS OF SHAREHOLDING</b>   |                          |                          |                          |                            |  |                       |
| 1  | Public shareholding  |                          |                          |                          |                            |  |                       |
|  | - Number of shares   | 4319804                  | 4319337                  | 4317197                  | 4319804                    | 4317197  | 4317068               |
|  | - Percentage of Shareholding   | 4.24                     | 4.23                     | 8.12                     | 4.24                       | 8.12   | 4.23                  |
| 2  | Promoters and Promoter Group Shareholding  |                          |                          |                          |                            |  |                       |
|  | a) Pledged / Encumbered  |                          |                          |                          |                            |  |                       |
|  | - Number of shares   | NIL                      | NIL                      | NIL                      | NIL                        | NIL  | NIL                   |
|  | - Percentage of shares (as a % of the total shareholding of promoter and promoter group)                 | NIL                      | NIL                      | NIL                      | NIL                        | NIL  | NIL                   |
|  | - Percentage of shares (as a % of the total share capital of the company)                                | NIL                      | NIL                      | NIL                      | NIL                        | NIL  | NIL                   |
|  | b) Non - encumbered  |                          |                          |                          |                            |  |                       |
|  | - Number of shares   | 97676721                 | 97677188                 | 48841068                 | 97676721                   | 48841068   | 97679457              |
|  | - Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)             | 100                      | 100                      | 100                      | 100                        | 100  | 100                   |
|  | - Percentage of shares (as a % of the total share capital of the company)                                | 95.76                    | 95.77                    | 91.88                    | 95.76                      | 91.88  | 95.77                 |
| B  | <b>INVESTOR COMPLAINTS - Quarter ended 30/09/2015</b>  |                          |                          |                          |                            |  |                       |
|  | Pending at the beginning of the quarter : Nil  |                          |                          |                          |                            | Received during the quarter : Nil                    |                       |
|  | Disposed of during the quarter : Nil   |                          |                          |                          |                            | Remaining unresolved at the end of the quarter : Nil |                       |

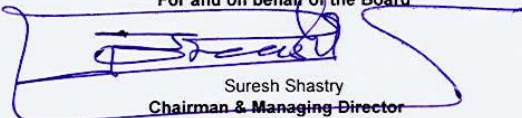


| STATEMENT OF ASSETS AND LIABILITIES ( Amount in ₹ ) |  |                             |                           |
|---|--|-----------------------------|---------------------------|
| Particulars   |  | 30/09/2015<br>( Unaudited ) | 31/03/2015<br>( Audited ) |
| <b>A</b>  | <b>EQUITY AND LIABILITIES</b>                              |                             |                           |
| 1   | Shareholders' funds  |                             |                           |
|   | (a) Share capital  | 101996525                   | 101996525                 |
|   | (b) Reserves and Surplus                                   | 16889952                    | 25963686                  |
|   | <b>Sub-total – Shareholders' funds</b>                     | <b>118886477</b>            | <b>127960211</b>          |
| 2   | Shares pending allotment for consideration other than cash | 0                           | 0                         |
| 3   | Non-current liabilities                                    |                             |                           |
|   | (a) Long-term borrowings                                   | 11082857                    | 12523395                  |
|   | (b) Long-term provisions                                   | 3586588                     | 3586588                   |
|   | <b>Sub-total – Non-current liabilities</b>                 | <b>14,669,445</b>           | <b>16109983</b>           |
| 4   | Current liabilities  |                             |                           |
|   | (a) Short-term borrowings                                  | 66793889                    | 64429770                  |
|   | (b) Trade payables   | 11280101                    | 8289028                   |
|   | (c) Other current liabilities                              | 7681093                     | 5894550                   |
|   | (d) Short-term provisions                                  | 206667                      | 301516                    |
|   | <b>Sub-total – Current liabilities</b>                     | <b>85961751</b>             | <b>78914863</b>           |
|   | <b>TOTAL – EQUITY AND LIABILITIES</b>                      | <b>219517672</b>            | <b>222985057</b>          |
| <b>B</b>  | <b>ASSETS</b>  |                             |                           |
| 1   | Non-current assets   |                             |                           |
|   | (a) Fixed assets   | 191768259                   | 193608438                 |
|   | (b) Capital Work-in-progress                               | 0                           | 0                         |
|   | (c) Non-current Investments                                | 19286                       | 19286                     |
|   | (d) Other Non-current Assets                               | 3080114                     | 3070470                   |
|   | <b>Sub-total – Non-current assets</b>                      | <b>194867659</b>            | <b>196698194</b>          |
| 2   | Current assets   |                             |                           |
|   | (a) Inventories  | 13100395                    | 14253693                  |
|   | (b) Trade receivables                                      | 10010760                    | 10679169                  |
|   | (c) Cash & Bank Balances                                   | 97015                       | 98999                     |
|   | (d) Short-term loans and advances                          | 1005649                     | 738617                    |
|   | (e) Other Current Assets                                   | 436195                      | 516385                    |
|   | <b>Sub-total – Current assets</b>                          | <b>24650013</b>             | <b>26286863</b>           |
|   | <b>TOTAL – ASSETS</b>                                      | <b>219517672</b>            | <b>222985057</b>          |

**Notes:**

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 07.11.2015. The Statutory Auditors have carried out a limited review of the above financial results.
- 2 The Company does not have more than one reportable segment in line with the Accounting Standard (AS)17 'Segment Reporting' issued by the Institute of Chartered Accountants of India and hence segmental reporting is not required to be given.
- 3 Previous period's figures have been regrouped / reclassified, wherever necessary.

Place: Bangalore  
Date: 07.11.2015

For and on behalf of the Board  
  
Suresh Shastry  
Chairman & Managing Director





**Review Report to:**

**The Board of Directors,  
Smiths & Founders (India) Limited.**

We have reviewed the accompanying statement of un-audited financial results of SMITHS & FOUNDERS (INDIA) LIMITED, having its registered office at 3rd Floor, Soundarya Sampige, 8th Cross, Sampige Road, Malleswaram, Bangalore 560-003, for the quarter ended 30<sup>th</sup> 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 [The Accounting Standards notified pursuant to Companies (Indian Accounting Standards) Rules, 2015 and / or Accounting Standards issued by Institute of Chartered Accountants of India] 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.

For B N Subramanya & Co  
Chartered Accountants  
FRN 004142S



Vasudev R  
Partner  
Membership No. 232733

Date : 07<sup>th</sup> November 2015  
Place: Bangalore