

**S. Bhargava Associates**  
Chartered Accountants

"Vishwa Shila", House No 1,  
Pareek College Road,  
Bani Park,  
Jaipur – 302006

**S.S. Kothari Mehta & Co.**  
Chartered Accountants

146-148, Tribhuvan Complex  
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Mathura Road  
New Delhi - 110065

**Limited Review Report**

**Review Report to  
The Board of Directors  
RSWM Limited**

1. We have reviewed the accompanying statement of unaudited financial results of RSWM Limited ('the Company') for the quarter and nine months ended December 31, 2014 (the "Statement"), 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 reviewed 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 the Statement based on our review.
2. We conducted our review 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is 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.
3. Based on our review conducted as above, we draw attention to note No. 3 in the accompanying Statement relating to changes in accounting policy on account of useful lives of assets pursuant to Schedule II of the Companies Act 2013, there is nothing that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", [notified pursuant to the Companies (Accounting Standards) Rules, 2006, (as amended)] which continue to apply as per Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 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.
4. We have only verified the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in the Statement from Clause 35 of Listing Agreements with the Stock Exchanges.

**For S. BHARGAVA ASSOCIATES**  
Firm Registration No.003191C

per Harsha Ramnani  
Partner  
Membership No.411766



**For S.S. KOTHARI MEHTA & CO.**  
Firm Registration No.000756N

per K.K. Tulshan  
Partner  
Membership No.085033



Place : Noida  
Dated : February 10, 2015

**RSWM LIMITED**  
 CIN:L17115RJ1960PLC008216  
 Regd. Office: Kharigram, P.O. Gulabpura, Distt. Bhilwara, Rajasthan - 311021  
 Phone: +91-1483-223144 to 223150, Fax: +91-1483-223361, 223479  
 Corporate Office: Bhilwara Towers, A-12, Sector - 1, Noida - 201 301 (U.P)  
 Phone: +91-120-4390300 (EPABX), Fax: +91-1204277841, Website: www.rswm.in, E-mail:rswm.investor@injbhilwara.com  
 Unaudited Financial Results for the Quarter and Nine Months Ended 31st December, 2014

Sl. No.	Particulars	Quarter Ended			Nine Month Ended		Financial Year Ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	
1	<b>Income from operation</b>						
	a) Net sales/Income from operations (net of excise duty)	67,329	70,731	74,162	2,05,325	2,13,085	2,87,005
	b) Other Operating Income	495	343	309	1,159	896	1,224
	<b>Total Income from operation (net) (a + b)</b>	<b>67,824</b>	<b>71,074</b>	<b>74,471</b>	<b>2,06,484</b>	<b>2,13,981</b>	<b>2,88,229</b>
2	<b>Expenses</b>						
	a) Cost of material consumed	38,422	43,851	43,671	1,24,087	1,27,635	1,68,120
	b) Purchase of stock in trade	574	1,229	2,045	2,457	4,485	5,297
	c) Change in inventories of finished goods, work in progress and stock in trade	401	(2,944)	1,517	(4,944)	(3,027)	1,760
	d) Employees benefit expenses	6,666	6,729	5,952	19,620	17,702	23,283
	e) Depreciation and amortisation expenses	2,967	2,908	2,784	8,884	8,274	11,069
	f) Power & Fuel	6,062	6,205	5,847	18,058	16,995	22,469
	g) Other Expenditure	7,291	7,496	6,658	21,905	21,336	29,750
	<b>Total expenses</b>	<b>62,383</b>	<b>65,474</b>	<b>68,474</b>	<b>1,90,067</b>	<b>1,93,400</b>	<b>2,61,748</b>
3	Profit(+) / Loss (-) from Operations before Other Income, Finance costs, Tax & Exceptional Items (1 - 2)	5,441	5,600	5,997	16,417	20,581	26,481
4	Other Income	350	417	321	1,096	1,005	1,328
5	Profit(+) / Loss (-) from ordinary activities before Finance cost, Tax & Exceptional Items (3 + 4)	5,791	6,017	6,318	17,513	21,586	27,809
6	Finance Cost	2,762	2,717	3,089	8,300	9,323	12,176
7	Profit(+) / Loss (-) from ordinary activities after Finance cost but before Tax & Exceptional Items (5 - 6)	3,029	3,300	3,229	9,213	12,263	15,633
8	Exceptional items						
9	Profit(+) / Loss (-) from Ordinary Activities before tax (7+8)	3,029	3,300	3,229	9,213	12,263	15,633
10	Less: Tax Expense						
	Current	636	698	667	1,936	2,708	3,407
	Deferred	(64)	(151)	500	(292)	1,895	2,346
11	Net Profit (+) / Loss (-) from Ordinary Activities after tax (9-10)	2,457	2,753	2,062	7,569	7,660	9,880
12	Extraordinary Items (net of tax expense)						
13	Net Profit (+) / Loss (-) for the period (11-12)	2,457	2,753	2,062	7,569	7,660	9,880
14	Paid up Equity Share Capital (Face Value : ₹ 10/- per Share)	2,315	2,315	2,315	2,315	2,315	2,315
15	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year						37,090
16 i & ii	Earnings Per Share(before and after extraordinary items) (of ₹ 10 each) in ₹						
	a) Basic EPS (not annualised)	10.61	11.89	8.91	32.70	33.09	42.68
	b) Diluted EPS (not annualised)	10.61	11.89	8.91	32.70	33.09	42.68

**PART II**

**A PARTICULARS OF SHAREHOLDING**

1	Public shareholding						
	- Number of shares	1,12,42,035	1,12,42,035	1,12,42,035	1,12,42,035	1,12,42,035	1,12,42,035
	- Percentage of shareholding	48.56%	48.56%	48.56%	48.56%	48.56%	48.56%
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)						
	- Percentage of shares (as a % of the total share capital of the company)						
	b) Non - Encumbered						
	Number of shares	1,19,06,654	1,19,06,654	1,19,06,654	1,19,06,654	1,19,06,654	1,19,06,654
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%
	Percentage of shares (as a % of the total share capital of the company)	51.44%	51.44%	51.44%	51.44%	51.44%	51.44%
	Particulars	Quarter ended 31.12.2014					
B	INVESTOR COMPLAINTS						
	Pending at the beginning of the quarter	Nil					
	Received during the quarter	10					
	Disposed of during the quarter	10					
	Remaining unresolved at the end of quarter	Nil					



**RSWM LIMITED**

CIN:L17115RJ1960PLC008216

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Unaudited Financial Results for the Quarter and Nine Months Ended 31st December, 2014

**SEGMENTWISE REVENUE, RESULTS AND CAPITAL EMPLOYED**

Sl. No.	Particulars	Quarter ended			Nine Month Ended		<b>Financial Year ended</b>
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
<b>1</b>	<b>Segment Revenue</b>						
	a) Yarn *	58,986	60,534	64,458	1,77,955	1,85,468	2,49,882
	b) Fabrics	11,400	12,868	11,861	35,573	34,954	45,981
	c) Others	(10)	82	(8)	80	(9)	32
	Total	70,376	73,484	76,311	2,13,608	2,20,413	2,95,895
	Less : - Inter Segment Revenue	2,552	2,410	1,840	7,124	6,432	7,666
	<b>Net Sales /Income from Operations</b>	<b>67,824</b>	<b>71,074</b>	<b>74,471</b>	<b>2,06,484</b>	<b>2,13,981</b>	<b>2,88,229</b>
<b>2</b>	<b>Segment Result</b> (Profit (+)/Loss (-) before tax and Interest from each Segment)						
	a) Yarn	4,747	4,864	5,761	14,617	19,138	24,974
	b) Fabrics	1,150	1,122	584	3,064	2,528	3,053
	Total	5,897	5,986	6,345	17,681	21,666	28,027
	Less :- i. Interest	2,762	2,717	3,089	8,300	9,323	12,176
	ii. Other un-allocable expenditure net off unallocable income	106	(31)	27	168	80	218
	<b>Total Profit Before Tax</b>	<b>3,029</b>	<b>3,300</b>	<b>3,229</b>	<b>9,213</b>	<b>12,263</b>	<b>15,633</b>
<b>3</b>	<b>Capital Employed</b> (Segment assets- Segment liabilities)						
	a) Yarn	1,04,581	1,09,155	1,20,052	1,04,581	1,20,052	1,19,822
	b) Fabrics	29,434	27,504	29,302	29,434	29,302	29,572
	Total	1,34,015	1,36,659	1,49,354	1,34,015	1,49,354	1,49,394
	Other assets	37,580	27,749	21,412	37,580	21,412	18,594
	<b>Total Capital Employed</b>	<b>1,71,595</b>	<b>1,64,408</b>	<b>1,70,766</b>	<b>1,71,595</b>	<b>1,70,766</b>	<b>1,67,988</b>

\* Include Captive & Standby power

Notes:

1. The Auditors have conducted limited review of the financial result for the quarter ended December 31, 2014. The above Financial Results were reviewed by the Audit Committee and thereafter were approved and taken on record by the Board of Directors at its meeting held on 10th February, 2015.
2. The figures of the previous period / year have been regrouped / recast wherever considered necessary.
3. Depreciation has been provided based on useful lives prescribed in Schedule II of the Companies Act, 2013 on all assets other than Plant & Machinery used in textile and power generation businesses where in management estimates that useful lives worked out as per the Companies Act, 1956 represent useful lives of these Plant & Machinery.



By order of Board  
For RSWM Limited

Arun Churiwal  
Managing Director & Chief Executive Officer

Place: Noida (U.P.)  
Date: 10th February, 2015