PIONEER GROUP

Date : 6th February, 2014
Ref. : NSE/39/2013-2014

To,
Mr. Hari K.
Manager
NATIONAL STOCK EXCHNGE OF INDIA LIMITED
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051.

Dear Sir,

Ref. : COMPANY CODE : PIONEEREMB
Sub. : OUTCOME OF BOARD MEETING HELD ON 06-02-2014

With reference to above please note that the Board of Directors at its meeting held on Thursday, 6th February, 2014 has inter-alia considered and taken on record the following:

1. Un- Audited Financial Results for quarter ended 31st December, 2013 A copy of the same alongwith the Limited Review Report issued by the Company's Auditors is attached.

2. Withdrawal of Nomination of Mr. Sudatta Mandal, Nominee Director of EXIM Bank.

3. Appointment of Mr. Joginder Kumar Baweja as Independent and Additional Director on the Board with effect from 6th February, 2014

Please also note that Mr. Joginder Kumar Baweja is also appointed as member of Audit Committee and Remuneration Committee.

We request you to take the above facts on your records.

Thanking you,

Yours faithfully,
For PIONEER EMBROIDERIES LIMITED

(HARSH VARDHAN BASSI)
Executive Director
*Encl As above*

**PIONEER EMBROIDERIES LIMITED**
.... a stitch ahead of time
**Corp. Off.:** Unit No 21 to 25, 2nd Floor Orient House, 3-A Udyog Nagar, Off S. V. Road, Goregaon (West), Mumbai - 400062
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## UNAUDITED FINANCIAL RESULTS

**PART I**

**Statement of Unaudited (Standalone) Financial Results for the Quarter and Nine Months Ended 31.12.2013**

*(₹in lacs)*

| Sr. No. | Particulars | Quarter Ended | | | Nine Months Ended | | Year Ended |
|---|---|---|---|---|---|---|---|
| | | 31.12.2013 (Unaudited) | 30.09.2013 (Unaudited) | 31.12.2012 (Unaudited) | 31.12.2013 (Unaudited) | 31.12.2012 (Unaudited) | 31.03.2013 (Audited) |
| 1. | **Income from Operations** | | | | | | |
| | a) Net Sales/Income from Operations (net of excise duty) | 6,804.20 | 6,987.09 | 5,747.30 | 19,765.63 | 17,482.69 | 23,922.13 |
| | b) Other Operating Income | 149.19 | 172.69 | 9.42 | 379.53 | 106.92 | 126.57 |
| | **Total Income from Operations (net)** | **6,953.39** | **7,159.78** | **5,756.72** | **20,145.16** | **17,589.61** | **24,048.70** |
| 2. | **Expenses** | | | | | | |
| | a) Cost of Material Consumed | 4,278.52 | 4,395.23 | 3,498.62 | 12,538.38 | 11,338.58 | 15,298.77 |
| | b) Purchase of Stock in Trade | 102.59 | 77.44 | 94.04 | 280.11 | 262.00 | 257.69 |
| | c) Changes in Inventories of Finished Goods, Work-in-Progress and in Stock in trade | 24.50 | 139.39 | 1.78 | (6.53) | (369.19) | (85.37) |
| | d) Employee Benefit Expense | 610.09 | 598.69 | 507.93 | 1,728.76 | 1,491.52 | 2,115.54 |
| | e) Depreciation & Amortisation Expense | 248.94 | 309.55 | 279.72 | 871.69 | 921.00 | 1,266.18 |
| | f) Other Expense | 1,415.57 | 1,506.06 | 1,105.85 | 4,184.10 | 3,549.69 | 4,972.75 |
| | **Total Expenses** | **6,680.21** | **7,026.36** | **5,487.94** | **19,596.51** | **17,193.60** | **23,825.56** |
| 3. | Profit/(Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2) | **273.18** | **133.42** | **268.78** | **548.65** | **396.01** | **223.14** |
| 4. | Other Income | (87.98) | 523.37 | 306.23 | 1,003.21 | 615.27 | 683.68 |
| 5. | Profit/(Loss) from Ordinary Activities before Finance Cots and Exceptional Items (3+4) | **185.20** | **656.79** | **575.01** | **1,551.86** | **1,011.28** | **906.82** |
| 6. | Finance Costs | 363.70 | 574.74 | 433.76 | 1,353.13 | 1,173.56 | 1,532.20 |
| 7. | Profit/(Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5-6) | **(178.50)** | **82.05** | **141.25** | **198.73** | **(162.28)** | **(625.38)** |
| 8. | Exceptional Items: Income/(Loss) net | -- | -- | -- | -- | -- | (861.80) |
| 9. | Profit/(Loss) from Ordinary Activities before tax (7+8) | **(178.50)** | **82.05** | **141.25** | **198.73** | **(162.28)** | **(1,487.18)** |
| 10. | Tax Expense | -- | -- | -- | -- | -- | 1851.00 |
| 11. | Profit/(Loss) from Ordinary Activities after tax (9-10) | **(178.50)** | **82.05** | **141.25** | **198.73** | **(162.28)** | **(3,338.18)** |
| 12. | Extraordinary Items | -- | -- | -- | -- | -- | -- |
| 13. | Net Profit/(Loss) for the period (11-12) | **(178.50)** | **82.05** | **141.25** | **198.73** | **(162.28)** | **(3,338.18)** |
| 14. | Paid-up Equity Share Capital Face Value : ₹10 Per Share | 1,769.91 | 1,769.91 | 1,291.52 | 1,769.91 | 1,291.52 | 1,769.91 |
| 15. | Reserves excluding revaluation reserves (as per last audited balance sheet) | -- | -- | -- | -- | -- | 4,867.70 |
| 16. | Earning Per Share (Rs.) (Not annualized) | | | | | | |
| | a) Basic before/after Extraordinary Item | (1.01) | 0.46 | 1.09 | 1.12 | (1.26) | (25.41) |
| | b) Diluted before/after Extraordinary Item | (1.01) | 0.46 | 0.31 | 1.12 | (1.26) | (25.41) |

PIONEER EMBROIDERIES LTD. MUMBAI


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| PART II | | | | | | | |
|---|---|---|---|---|---|---|---|
| | **Select Information for the Quarter and Year Ended 31.12.2013** | | | | | | |
| **Sr. No.** | **Particulars** | **Quarter Ended** | | | **Nine Months Ended** | | **Year Ended** |
| | | **31.12.2013** | **30.09.2013** | **31.12.2012** | **31.12.2013** | **31.12.2012** | **31.03.2013** |
| A | **PARTICULARS OF SHAREHOLDING** | | | | | | |
| 1. | Public Shareholding | | | | | | |
| | -No. of Shares | 91,17,165 | 9,117,165 | 91,17,165 | 91,17,165 | 91,17,165 | 91,17,165 |
| | -Percentage of Shareholding | 51.51% | 51.51% | 70.59% | 51.51% | 70.59% | 51.51% |
| 2. | Promoters and Promoter Group Shareholding | | | | | | |
| | a) Pledged/Encumbered | | | | | | |
| | - Number of shares | 14,43,265 | 21,48,847 | 21,48,847 | 14,43,265 | 21,48,847 | 21,48,847 |
| | - Percentage of shares (as a % of the total shareholding of the promoter and promoter group) | 16.82% | 25.04% | 56.58% | 16.82% | 56.58% | 25.04% |
| | - Percentage of shares (as a % of the total share capital of the company) | 8.15% | 12.14% | 16.64% | 8.15% | 16.64% | 12.14% |
| | b) Non-encumbered | | | | | | |
| | - Number of shares | 71,38,664 | 64,33,082 | 1,649,153 | 71,38,664 | 1,649,153 | 64,33,082 |
| | - Percentage of shares (as a % of the total shareholding of the promoter and promoter group) | 83.18% | 74.96% | 43.42% | 83.18% | 43.42% | 74.96% |
| | - Percentage of shares (as a % of the total share capital of the company) | 40.33% | 36.35% | 12.77% | 40.33% | 12.77% | 36.35% |

| | **Particulars** | **3 months ended (31-12-2013)** |
|---|---|---|
| **B** | **Investor Complaint** | |
| | Pending at the beginning of the quarter | Nil |
| | Received during the quarter | 1 |
| | Disposed of during the quarter | 1 |
| | Remaining unresolved at the end of the quarter | Nil |

*Notes:*

1. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meeting held on 6th February, 2014.
2. Other income includes ₹91.04 lacs being loss on account of exchange rate fluctuation on monetary items.
3. The above results have been reviewed by the Statutory Auditors of the Company.
4. During the quarter, the Company has bought back outstanding FCCBs of aggregate face value of US $ 11 mn for a sum of US $ 0.7 mn. Discount of US $ 10.3 mn has been treated as Capital Reserve. There are no outstanding FCCBs as at 31st December, 2013.
5. As reported earlier, State Bank of India has initiated action against the Company for recovery of their dues under SARFAESI. The Company, however, continues to explore restructuring options with its lenders including SBI.
6. The Company operates in single segment of Textiles.
7. The above results are on a stand-alone basis and do not include results of Subsidiaries of the Company.
8. No tax liability is considered in view of carry forward losses.
9. The previous period figures have been regrouped and reclassified wherever necessary.

For & on behalf of Board of Directors

HARSH VARDHAN BASSI
*Executive Director*

Place : Mumbai
Date : 6th February, 2014

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# M B A H & CO

CHARTERED ACCOUNTANTS
120, MIDAS, Sahar Plaza Complex, Andheri Kurla Road,
Andheri (E), Mumbai 400059
Telefax: 022 40104772 Email: mbahco@gmail.com


## LIMITED REVIEW REPORT

We have reviewed the accompanying statement of unaudited financial results of **Pioneer Embroideries Limited** having its registered office at 101-B, Abhishek Premises, Plot No. C 5-6, Dalia Industrial Estate, Andheri (West), Mumbai 400058 for the **period ended 31st December 2013** 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 the Company personnel and an analytical procedure 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.

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 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.

This certificate has been issued at the request of the company.

For **M B A H & CO**
Chartered Accountants
(Firm Registration No 121426W)

M B A H & CO. MUMBAI Chartered Accountants

**Mahesh Bhageria**
Partner
Membership No. 034499

Place: Mumbai
Date: 6th February 2014