RUPA & COMPANY LTD.

May 28, 2012

Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051 **NSE Symbol: RUPA**	The Department of Corporate Services Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 **Scrip Code 533552**

Dear Sir,

Sub: Intimation pursuant to Clause-41 of the Listing Agreement

The Board of Directors of the Company at its meeting held on May 28, 2012 has approved the following:

1. The Annual Audited Results for the quarter and year ended March 31, 2012 (Duly signed copy is enclosed herewith).
2. Recommendation of Dividend of ₹ 1.50 per share on Equity Shares (150 % on face value of ₹ 1 each) for the financial year 2011-12, subject to approval by members at ensuing Annual General Meeting.

This is for your information and record.

Thanking You,

Yours truly,
For Rupa & Company Limited

RUPA & CO. LTD. KOL-71 1, HO-CHI-MINH SARANI

Priya Punjabi Agarwal
(Company Secretary & Compliance Officer)

CC:

The Secretary, Calcutta Stock Exchange Limited 7, Lyons Range Kolkata-700 001 **Scrip Code: 028161**	Jaipur Stock Exchange Limited Stock Exchange Building, Jawaharlal Nehru Marg, Malviya Nagar, Jaipur – 302017 **Scrip Code: 811**

Metro Tower, 1, Ho Chi Minh Sarani, Kolkata 700 071
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Email: connect@rupa.co.in, www.rupa.co.in
An ISO 9001:2008 Certified Company

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RUPA & COMPANY LTD.
REGD. OFFICE : "METRO TOWER",1,HO CHI MINH SARANI, KOLKATA-700 071

Statement of Standalone Audited Results for the Quarter and Year Ended 31 March 2012 (₹ in Lakhs)

PART I

SL NO	Particulars	3 Months ended			Financial Year ended	
		31 March 2012 Audited	31 December 2011 Unaudited	31 March 2011 Audited	31 March 2012 Audited	31 March 2011 Audited
1	**Income from operations**					
	a) Net Sales / Income from operations(Net of Excise Duty)	21,306.63	14,070.09	18,836.00	69,879.59	63,850.34
	b) Other Operating income	-	-	-		-
	Total income from operations [1(a)+1(b)]	**21,306.63**	**14,070.09**	**18,836.00**	**69,879.59**	**63,850.34**
2	**Expenses**					
	a) Cost of Raw Material consumed	9,198.41	8,541.46	12278.19	37,746.84	39,342.87
	b) Purchases of Finished Goods	1,208.58	521.60	550.20	3,217.44	2,315.19
	c) Changes in inventories of finished goods, work-in-progress and stock in trade	982.62	(2,012.95)	(1951.91)	(3,305.18)	(6,061.70)
	d) Employee benefits expense	233.68	195.50	211.79	828.06	611.49
	e) Depreciation and amortisation expense	149.51	150.05	137.57	606.15	458.02
	f) Other Expenses	7,246.53	5,028.68	5929.67	22,721.11	20,991.56
	Total expenses [2(a) to 2(f)]	**19,019.33**	**12,424.34**	**17,155.51**	**61,814.42**	**57,657.43**
3	**Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)**	**2,287.30**	**1,645.75**	**1,680.49**	**8,065.17**	**6,192.91**
4	Other Income	19.08	21.89	21.68	67.68	129.42
5	**Profit/(Loss) from operations before finance costs and exceptional items (3+4)**	**2,306.38**	**1,667.64**	**1,702.17**	**8,132.85**	**6,322.33**
6	Finance Costs	493.80	563.22	398.47	2,114.30	1,519.64
7	**Profit/(Loss) from operatons after finance costs but before exceptional items (5-6)**	**1,812.58**	**1,104.42**	**1,303.70**	**6,018.55**	**4,802.69**
8	Exeptional Items	-	-	-	-	-
9	**Profit/(Loss) from operations before tax [7+8]**	**1,812.58**	**1,104.42**	**1,303.70**	**6,018.55**	**4,802.69**
10	Tax Expense	501.76	358.33	436.26	1,866.39	1,600.87
11	**Net Profit/(Loss) from operations after tax (9-10)**	**1,310.82**	**746.09**	**867.44**	**4,152.16**	**3,201.82**
12	Extra Ordinary Item (Net of Tax)	-	-	-	-	-
13	**Net Profit/(Loss) for the period (11+12)**	**1,310.82**	**746.09**	**867.44**	**4,152.16**	**3,201.82**
14	Paid up Equity Share Capital (Face Value- ₹ 1/ each)	795.25	795.25	795.25	795.25	795.25
15	Reserve excluding Revaluation Reserve		-		18,227.60	15,461.81
16	Basic earnings per share (Not Annualised)- in ₹ (before & after extraordinary items)	1.65	0.94	1.09	5.22	4.03
17	Diluted earnings per share (Not Annualised)- in ₹ (before & after extraordinary items)	1.65	0.94	1.09	5.22	4.03

Notes :

1) The above results have been reviewed by Audit Committee and taken on record by the Board of Directors at the respective meetings held on May 28 , 2012

2) The figures for the last quarter for the current year and for the previous year are the balancing figures in respect of the full financial year in the 31st March 2011 and the unaudited published year to date figure upto the 3rd quarter ended December 31, 2011

3) The financial statements have been presented as per revised schedule VI of the Companies Act, 1956 which had a significant impact on presentation. Previous period/ year figures have been regrouped / reclassified to make them comparable with those of current period/ year wherever necessary.

4) The Board of Directors at its meeting considered and recommended dividend @ 150% i.e. ₹ 1.50 per Equity share of ₹ 1/- each

BY ORDER OF THE BOARD

RUPA & CO. LTD. KOL-71 1, HO-CHI-MINH SARANI

Kunj Bihari Agarwala
Managing Director

Place : Kolkata
Dated : 28.05.2012

PART II

Particulars	Quarter ended 31.03.2012 (Audited)	Previous Quarter ended 31.12.2011 (Un-Audited)	Corresponding Quarter ended 31.03.2011 (Audited)	Year ended 31.03.2012 (Audited)	Year ended 31.03.2011 (Audited)
A Particulars of Shareholding					
1 Aggregate of public shareholding					
Number of shares	19,938,170	19,938,170	19,938,170	19,938,170	19,938,170
% of shareholding	25.07	25.07	25.07	25.07	25.07
2 Promoters and Promoter Group Shareholding					
(a) Pledged / Encumbered					
Number of Shares	NIL	NIL	NIL	NIL	NIL
%of shares to total shareholding of promoter & promoter group	NIL	NIL	NIL	NIL	NIL
% of shares to total share capital of the company	NIL	NIL	NIL	NIL	NIL
(b) Non- Encumbered					
Number of Shares	59,586,390	59,586,390	59,586,390	59,586,390	59,586,390
%of shares to total shareholding of promoter & promoter group	100	100	100	100	100
% of shares to total share capital of the company	74.93	74.93	74.93	74.93	74.93

Particulars	Quarter ended on 31.03.2012
B Investor Complaints	
Pending at the beginning of the quarter	NIL
Received during the quarter	NIL
Disposed off during the quarter	NIL
Remaining unresolved at the end of the quarter	NIL

RUPA & CO. LTD. * KOL-71 * 1, HO CHI MINH SARANI

For Rupa & Company Limited

K. B. Agarwal

(Managing Director)

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RUPA & COMPANY LTD.

REGD. OFFICE : "METRO TOWER",1,HO CHI MINH SARANI, KOLKATA-700 071

Statement of Consolidated Audited Results for the Quarter and Year Ended 31 March 2012

(₹ in Lakhs)

SL NO	Particulars	3 Months ended			Financial Year ended	
		31 March 2012 Audited	31 December 2011 Unaudited	31 March 2011 Audited	31 March 2012 Audited	31 March 2011 Audited
1	**Income from operations**					
	a) Net Sales / Income from operations(Net of Excise Duty)	21,594.56	14,143.46	18940.51	71,100.23	65,003.38
	b) Other Operating income	-	-	-	-	-
	Total income from operations [1(a)+1(b)]	**21,594.56**	**14,143.46**	**18,940.51**	**71,100.23**	**65,003.38**
2	**Expenses**					
	a) Cost of Raw Material consumed	9,552.54	9,196.95	13732.48	39,587.77	42,672.42
	b) Purchases of Finished Goods	189.89	-	5.37	189.89	33.89
	c) Changes in inventories of finished goods, work-in-progress and stock in trade	1,579.58	(2,373.80)	(3240.08)	(2,542.93)	(7,745.55)
	d) Employee benefits expense	252.51	216.57	221.81	888.04	642.91
	e) Depreciation and amortisation expense	151.30	151.85	139.49	613.31	465.08
	f) Other Expenses	7,495.28	5,269.31	6347.81	23,942.77	22,452.33
	Total expenses [2(a) to 2(f)]	19,221.10	12,460.88	17,206.88	62,678.85	58,521.08
3	**Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)**	**2,373.46**	**1,682.58**	**1,733.63**	**8,421.38**	**6,482.30**
4	Other Income	20.76	57.42	21.57	71.64	130.83
5	**Profit/(Loss) from operations before finance costs and exceptional items (3+4)**	**2,394.22**	**1,740.00**	**1,755.20**	**8,493.02**	**6,613.13**
6	Finance Costs	506.93	579.50	419.49	2,172.78	1,559.78
7	**Profit/(Loss) from operatons after finance costs but before exceptional Items (5-6)**	**1,887.29**	**1,160.50**	**1,335.71**	**6,320.24**	**5,053.35**
8	Exeptional Items	-	-	-	-	-
9	**Profit/(Loss) from operations before tax [7+8]**	**1,887.29**	**1,160.50**	**1,335.71**	**6,320.24**	**5,053.35**
10	Tax Expense	526.68	377.17	446.05	1,964.64	1,683.30
11	**Net Profit/(Loss) from operations after tax (9-10)**	**1,360.61**	**783.33**	**889.66**	**4,355.60**	**3,370.05**
12	Extra Ordinary Item (Net of Tax)	-	-	-	-	-
13	**Net Profit/(Loss) for the period (11+12)**	**1,360.61**	**783.33**	**889.66**	**4,355.60**	**3,370.05**
14	Paid up Equity Share Capital (Face Value- ₹ 1/ each)	795.25	795.25	795.25	795.25	795.25
15	Reserve excluding Revaluation Reserve		-		18,882.80	15,913.58
16	Basic earnings per share (Not Annualised)-in ₹ (before & after extraordinary items)	1.71	0.99	1.12	5.48	4.24
17	Diluted earnings per share (Not Annualised)-in ₹ (before & after extraordinary items)	1.71	0.99	1.12	5.48	4.24

Notes :

1) The above results have been reviewed by Audit Committee and taken on record by the Board of Directors at the respective meetings held on May 28 , 2012

2) In terms of Clause 41 of the listing Agreement details of no. of Investors complaints for the quarter ended 31.03.2012 beginning NIL Received NIL , disposed off NIL, Pending NIL.

3) The above Consolidated Financial Results (CFS) represents results of:

a) Rupa & Company Limited

b) its Subsidiaries

(i) Euro Fashion Inners International Pvt. Ltd.

(ii) Imoogi Fashions Pvt. Ltd.

4) The figures for the last quarter for the current year and for the previous year are the balancing figures in respect of the full financial year in the 31st March 2011 and the unaudited published year to date figure upto the 3rd quarter ended December 31, 2011

5) The financial statements have been presented as per revised schedule VI of the Companies Act, 1956 which had a significant impact on presentation. Previous period/ year figures have been regrouped / reclassified to make them comparable with those of current period/ year wherever necessary.

6) The Board of Directors at its meeting considered and recommended dividend @ 150% i.e. ₹ 1.50 per Equity share of ₹ 1/- each for the financial year 2011-12

BY ORDER OF THE BOARD

Kunj Bihari Agarwala
Managing Director

Place : Kolkata
Dated : 28.05.2012

RUPA & CO. LTD. * 1, HO CHI MINH SARANI * KOL-71

RUPA & COMPANY LTD.

REGD. OFFICE : "METRO TOWER",1,HO CHI MINH SARANI, KOLKATA-700 071

Standalone Statement of Assets and Liabilities

(₹ in Lakhs)

	Pariculars	As at 31-Mar-2012	As at 31-Mar-2011
A.	**EQUITY & LIABILITIES**		
1)	**Shareholder's Fund**		
	a) Share Capital	796.29	796.29
	b)Reserve & Surplus	18,288.35	15,522.56
	Sub Total- Shareholder's Fund	**19,084.64**	**16,318.85**
2)	**Non- Current Liabilities**		
	a) Long Term Borrowings	1,600.00	2,400.00
	b) Deferred Tax Liabilities	1,261.98	1,118.49
	c) Other Long Term Liabilities	1,426.75	968.58
	Sub Total- Non- Current Liabilities	**4,288.73**	**4,487.07**
3)	**Current Liabilities**		
	a) Short Term Borrowings	14,708.80	15,101.21
	b) Trade Payables	3,884.88	5,335.06
	c) Other Current Liabilities	5,392.14	4,627.39
	d) Short Term Provisions	1,386.38	924.25
	Sub Total-Current Liabilities	**25,372.20**	**25,987.91**
	TOTAL- EQUITY & LIABILITIES	**48,745.57**	**46,793.83**
B.	**ASSETS**		
1)	**Non- Current Assets**		
	a) Tangible Assets	11,169.58	10,316.07
	b) Intangible Assets	124.17	209.19
	c) Capital Work In Progress	398.51	402.35
	d) Non Current Investments	412.00	412.00
	e) Long Term- Loans & Advances	1,144.02	926.32
	Sub Total- Non- Current Assets	**13,248.28**	**12,265.93**
2)	**Current Assets**		
	a) Inventory	20,666.46	21,081.84
	b) Trade Receivables	12,554.52	10,179.75
	c) Cash and cash Equivalents	512.45	736.00
	d) Short Term- Loans & Advances	1,204.17	2,276.67
	e) Other Current Assets	559.69	253.64
	Sub Total- Current Assets	**35,497.29**	**34,527.90**
	TOTAL-ASSETS	**48,745.57**	**46,793.83**

For Rupa & Company Limited

K. B. Agarwala

K. B. Agarwala
(Managing Director)

RUPA & CO. LTD. KOL-71 1, HO-CHI-MINH SARANI

RUPA & COMPANY LTD.

REGD. OFFICE : "METRO TOWER",1,HO CHI MINH SARANI, KOLKATA-700 071

Consolidated Statement of Assets and liabilities

(₹ in Lakhs)

	Paricuiars	As at 31-Mar-2012	As at 31-Mar-2011
A.	**EQUITY & LIABILITIES**		
1)	**Shareholder's Fund**		
	a) Share Capital	796.29	796.29
	b)Reserve & Surplus	18,943.55	15,974.33
	Sub Total- Shareholder's Fund	**19,739.84**	**16,770.62**
2)	**Non- Current Liabilities**		
	a) Long Term Borrowings	1,600.00	2,400.00
	b) Deferred Tax Liabilities	1,287.07	1,138.22
	c) Other Long Term Liabilities	1,448.06	995.10
	Sub Total- Non- Current Liabilities	**4,335.13**	**4,533.32**
3)	**Current Liabilities**		
	a) Short Term Borrowings	15,234.34	15,128.25
	b) Trade Payables	4,110.17	5,765.07
	c) Other Current Liabilities	5,651.36	4,937.05
	d) Short Term Provisions	1,386.38	924.25
	Sub Total-Current Liabilities	**26,382.25**	**26,754.62**
	TOTAL- EQUITY & LIABILITIES	**50,457.22**	**48,058.56**
B.	**ASSETS**		
1)	**Non- Current Assets**		
	a) Tangible Assets	11,494.12	10,645.24
	b) Intangible Assets	126.67	212.19
	c) Capital Work In Progress	398.51	402.35
	d) Non Current Investments	1.00	1.00
	e) Long Term- Loans & Advances	1,225.02	992.32
	f) Other Non Current Assets	0.13	0.20
	Sub Total- Non- Current Assets	**13,245.45**	**12,253.30**
2)	**Current Assets**		
	a) Inventory	22,227.10	23,562.92
	b) Trade Receivables	12,689.89	10,224.01
	c) Cash and cash Equivalents	526.67	743.44
	d) Short Term- Loans & Advances	1,208.41	1,021.25
	e) Other Current Assets	559.70	253.64
	Sub Total- Current Assets	**37,211.77**	**35,805.26**
	TOTAL-ASSETS	**50,457.22**	**48,058.56**
		-	-

For Rupa & Company Limited

K. B. Agarwal

K. B. Agarwal

(Managing Director)

RUPA & CO. LTD. KOL-71 HO-CHI-MINH SARANI

SEGMENTAL RESULTS

(₹ in Lakhs)

Particulars	3 Months ended			Financial Year ended			
	31 March 2012 Audited	31 December 2011 Unaudited	31 March 2011 Audited	31 March 2012 Audited	31 March 2011 Audited	31 March 2012 Audited	31 March 2011 Audited
	Standalone	Standalone	Standalone	Standalone	Standalone	Consolidated	Consolidated
Primary Segments (Business Segments)							
Revenue by Business Segment:							
Sales	**20,910.05**	13,669.64	18606.02	67,906.63	63,261.18	69,127.27	64,414.22
Services	**968.13**	715.81	504.98	3,381.90	1,436.05	3,381.90	1,436.05
Power Generation	**8.11**	2.43	7.02	79.76	79.65	79.76	79.65
Total	**21,886.29**	**14,387.88**	**19,118.02**	**71,368.29**	**64,776.88**	**72,588.93**	**65,929.92**
Less : Inter Segment Services	**579.66**	317.79	282.02	1,488.70	926.54	1,488.70	926.54
Net Sales/Income from operations	**21,306.63**	**14,070.09**	**18,836.00**	**69,879.59**	**63,850.34**	**71,100.23**	**65,003.38**
Segment results before finance costs, exceptional items and tax:							
Sales	**2,243.80**	1,560.87	1658.64	7,660.08	6,173.85	8,020.25	6,464.65
Services	**65.54**	107.65	40.65	429.77	115.72	429.77	115.72
Power Generation	**(2.96)**	(0.87)	2.88	43.00	32.76	43.00	32.76
Total Segment results before finance costs, exceptional items and tax	**2,306.38**	**1,667.64**	**1,702.17**	**8,132.85**	**6,322.33**	**8,493.02**	**6,613.13**
Less: Finance Costs	**493.80**	563.22	398.47	2,114.30	1,519.64	2,172.78	1,559.78
Profit/(Loss) before exceptional items & tax	**1,812.58**	**1,104.42**	**1,303.70**	**6,018.55**	**4,802.69**	**6,320.24**	**5,053.35**
Secondary Geographical Segments							
Segment Revenues							
Domestic	**20,599.65**	13,618.57	**18,650.65**	**67,999.65**	63,244.54	69,220.29	64,397.58
Export	**706.98**	451.52	**185.35**	**1,879.94**	605.80	**1,879.94**	605.80
Total	**21,306.63**	**14,070.09**	**18,836.00**	**69,879.59**	**63,850.34**	**71,100.23**	**65,003.38**
Segement results (Profit Before Interest & Tax)							
Domestic	**2,122.87**	1,553.13	1,658.17	7,669.46	6,178.54	8,029.63	6,469.34
Export	**183.51**	114.51	44.00	**463.39**	143.79	**463.39**	143.79
Total	**2,306.38**	**1,667.64**	**1,702.17**	**8,132.85**	**6,322.33**	**8,493.02**	**6,613.13**
Less: Finance Charges	**493.80**	563.22	398.47	**2,114.30**	1,519.64	**2,172.78**	1,559.78
Profit before Tax	**1,812.58**	**1,104.42**	**1,303.70**	**6,018.55**	**4,802.69**	**6,320.24**	**5,053.35**

Note : Assets used in the Company's Operations or Liabilities contracted have not been identified to any of the reportable segments, as the assets and liabilities are used interchangeably between segments.

For Rupa & Company Limited

K. B. Agarwal
(Managing Director)

RUPA & CO. LTD. KOL-71