

| WINSOME YARNS LIMITED                                                                             |                                                                                              |               |            |            |              |            |
|---------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|---------------|------------|------------|--------------|------------|
| Regd. Office: SCO # 191-192, Sector 34-A, Chandigarh - 160022                                     |                                                                                              |               |            |            |              |            |
| UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER/ PERIOD ENDED ON 31 <sup>st</sup> Mar 2013 |                                                                                              |               |            |            |              |            |
| (Rs. In lacs)                                                                                     |                                                                                              |               |            |            |              |            |
| PART-I                                                                                            |                                                                                              |               |            |            |              |            |
| Sr. No.                                                                                           | Particulars                                                                                  | Quarter Ended |            |            | Period Ended | Year Ended |
|                                                                                                   |                                                                                              | Unaudited     |            |            | Unaudited    | (Audited)  |
|                                                                                                   |                                                                                              | 31.03.2013    | 31.12.2012 | 31.03.2012 | 31.03.2013   | 31.03.2012 |
| 1                                                                                                 | Income from operations                                                                       |               |            |            |              |            |
|                                                                                                   | (a) Net Sales/Income from operations(Net of Excise Duty)                                     | 12231         | 13872      | 10252      | 51295        | 41869      |
|                                                                                                   | (b) Other Operating Income                                                                   | 763           | 393        | 745        | 2004         | 1606       |
|                                                                                                   | Total Income from operations (Net)                                                           | 12994         | 14265      | 10997      | 53299        | 43475      |
| 2                                                                                                 | Expenses                                                                                     |               |            |            |              |            |
|                                                                                                   | (a) Cost of Material consumed                                                                | 5098          | 5177       | 5410       | 22083        | 22688      |
|                                                                                                   | (b) Purchase of stock-in-trade                                                               | 2338          | 5040       | 1829       | 13921        | 8521       |
|                                                                                                   | (c) Changes in Inventories of finished goods, Work in progress & stock in trade              | 850           | (352)      | (1,151)    | (885)        | 1397       |
|                                                                                                   | (d) Employee Benefit expense                                                                 | 627           | 588        | 485        | 2236         | 1817       |
|                                                                                                   | (e) Depreciation & Amortisation expenses                                                     | 554           | 540        | 595        | 2173         | 2296       |
|                                                                                                   | (f) Power & Fuel(net)                                                                        | 927           | 1077       | 803        | 3791         | 2597       |
|                                                                                                   | (g) Other expenses                                                                           | 1174          | 1275       | 1869       | 4455         | 4258       |
|                                                                                                   | Total Expenses                                                                               | 11,568        | 13,345     | 9,840      | 47,774       | 43,574     |
| 3                                                                                                 | Profit/(Loss) from Operations before other Income, Finance cost & Exceptional Items(1-2)     | 1,426         | 920        | 1,157      | 5,525        | (99)       |
| 4                                                                                                 | Other Income                                                                                 | 54            | 419        | 42         | 138          | 481        |
| 5                                                                                                 | Profit/(Loss) from ordinary activities before Finance cost & Exceptional Items (3+4)         | 1,480         | 1,339      | 1,199      | 5,663        | 382        |
| 6                                                                                                 | Finance cost                                                                                 | 1297          | 1,281      | 1153       | 5,126        | 4,927      |
| 7                                                                                                 | Profit/(Loss) from ordinary activities after finance cost but before Exceptional Items (5-6) | 183           | 58         | 46         | 537          | (4,545)    |
| 8                                                                                                 | Exceptional Items                                                                            | -             | -          | -          | -            | -          |
| 9                                                                                                 | Profit/(Loss) from Ordinary Activities before Tax (7-8)                                      | 183           | 58         | 46         | 537          | (4,545)    |
| 10                                                                                                | Tax Expense                                                                                  |               |            |            |              |            |
|                                                                                                   | - Current Tax                                                                                | -             | -          | -          | -            | -          |
|                                                                                                   | - Deferred Tax Liability/(Asset)                                                             | -             | -          | 63         | -            | (1,368)    |
| 11                                                                                                | Net Profit/(Loss) from ordinary activities after tax (9-10)                                  | 183           | 58         | (17)       | 537          | (3,177)    |
| 12                                                                                                | Extraordinary items                                                                          | -             | -          | -          | -            | -          |
| 13                                                                                                | Net Profit/(Loss) for the period (11-12)                                                     | 183           | 58         | (17)       | 537          | (3,177)    |
| 14                                                                                                | Paid - up Equity Capital (Face Value – Rs. 10/- each)                                        | 7,071         | 7,071      | 7,071      | 7,071        | 7,071      |
| 15                                                                                                | Reserves excluding Revaluation Reserve as per Balance Sheet of previous accounting year      | -             | -          | -          | -            | 4,520      |
| 16                                                                                                | Earnings Per Share of Rs 10/- each (Not Annualised)                                          |               |            |            |              |            |
|                                                                                                   | - Basic & Diluted (Rs.)                                                                      | 0.26          | 0.08       | (0.02)     | 0.76         | (4.81)     |
| PART II                                                                                           |                                                                                              |               |            |            |              |            |
| A                                                                                                 | PARTICULARS OF SHAREHOLDING                                                                  |               |            |            |              |            |
| 1                                                                                                 | Public shareholding (Rs. 10/- each)                                                          |               |            |            |              |            |
|                                                                                                   | - No. of Shares                                                                              | 43,367,620    | 43,367,620 | 43,367,620 | 43,367,620   | 43,367,620 |
|                                                                                                   | - Percentage of Shareholding                                                                 | 61.33%        | 61.33%     | 61.33%     | 61.33%       | 61.33%     |
| 2                                                                                                 | Promoters and promoter group Shareholding (Rs. 10/- each)                                    |               |            |            |              |            |
|                                                                                                   | a) Pledged/Encumbered                                                                        |               |            |            |              |            |
|                                                                                                   | - Number of Shares                                                                           | 25,979,609    | 25,979,609 | 25,979,609 | 25,979,609   | 25,979,609 |
|                                                                                                   | - Percentage of Shares (as a % of the total shareholding of promoter and promoter group)     | 95.03%        | 95.03%     | 95.03%     | 95.03%       | 95.03%     |
|                                                                                                   | - Percentage of Shares (as a % of the total share capital of the Company)                    | 36.74%        | 36.74%     | 36.74%     | 36.74%       | 36.74%     |
|                                                                                                   | b) Non-encumbered                                                                            |               |            |            |              |            |
|                                                                                                   | - Number of Shares                                                                           | 1,360,000     | 1,360,000  | 1,360,000  | 1,360,000    | 1,360,000  |
|                                                                                                   | - Percentage of Shares (as a % of the total shareholding of promoter and promoter group)     | 4.97%         | 4.97%      | 4.97%      | 4.97%        | 4.97%      |
|                                                                                                   | - Percentage of Shares (as a % of the total share capital of the Company)                    | 1.93%         | 1.93%      | 1.93%      | 1.93%        | 1.93%      |

| PARTICULARS |                                                | 3 months ended 31.03.2013 |
|-------------|------------------------------------------------|---------------------------|
| B           | INVESTOR COMPLAINTS                            |                           |
|             | Pending at the beginning of the quarter        | Nil                       |
|             | Received during the quarter                    | 5                         |
|             | Disposed during the quarter                    | 5                         |
|             | Remaining unresolved at the end of the quarter | Nil                       |



| WINSOME YARNS LIMITED                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                              |            |
|---------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|------------|
| Regd. Office: SCO # 191-192, Sector 34-A, Chandigarh - 160022 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                              |            |
|                                                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Rs in Lacs                                                                                                                   |            |
| Statement of Asset & Liability                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Unaudited                                                                                                                    | Audited    |
| Particulars                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Period Ended                                                                                                                 | Year Ended |
|                                                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 31.03.2013                                                                                                                   | 31.03.2012 |
| I.                                                            | EQUITY & LIABILITIES                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                              |            |
| (1)                                                           | Shareholders' Funds                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                              |            |
| (a)                                                           | Share Capital                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 7,082                                                                                                                        | 7,082      |
| (b)                                                           | Reserves & Surplus                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 5,048                                                                                                                        | 4,520      |
|                                                               | Sub-total- Shareholders' fund                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 12,130                                                                                                                       | 11,602     |
| (2)                                                           | Non- Current Liabilities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                              |            |
| (a)                                                           | Long Term Borrowings                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 21,821                                                                                                                       | 25,809     |
| (b)                                                           | Deferred Tax Liability (Net)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | -                                                                                                                            | -          |
| (c)                                                           | Long Term Provisions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 110                                                                                                                          | 111        |
|                                                               | Sub-total- Non- Current Liabilities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 21,931                                                                                                                       | 25,920     |
| (3)                                                           | Current Liabilities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                              |            |
| (a)                                                           | Short Term Borrowings                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 20,520                                                                                                                       | 20,900     |
| (b)                                                           | Trade Payables                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 11,247                                                                                                                       | 9,816      |
| (c)                                                           | Other Current Liabilities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 9,044                                                                                                                        | 8,259      |
| (d)                                                           | Short Term Provisions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 12                                                                                                                           | 11         |
|                                                               | Sub-total- Current Liabilities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 40,823                                                                                                                       | 38,986     |
|                                                               | TOTAL-EQUITY AND LIABILITIES                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 74,884                                                                                                                       | 76,508     |
| II.                                                           | Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                              |            |
| (1)                                                           | Non- Current Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                              |            |
| (a)                                                           | Fixed Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 32,018                                                                                                                       | 33,947     |
| (b)                                                           | Non Current Investment                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 1,517                                                                                                                        | 1,517      |
| (c)                                                           | Deferred Tax Asset (Net)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 1,233                                                                                                                        | 1,233      |
| (d)                                                           | Long term loans & advances                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 385                                                                                                                          | 391        |
|                                                               | Sub-total- Non- Current Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 35,153                                                                                                                       | 37,088     |
| (2)                                                           | Current Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                              |            |
| (a)                                                           | Inventories                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 16,424                                                                                                                       | 17,366     |
| (b)                                                           | Trade receivables                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 14,432                                                                                                                       | 12,863     |
| (c)                                                           | Cash & bank balances                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 4,032                                                                                                                        | 3,852      |
| (d)                                                           | Short term Loans & Advances                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 4,843                                                                                                                        | 5,339      |
|                                                               | Sub-total- Current Assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 39,731                                                                                                                       | 39,420     |
|                                                               | TOTAL - ASSETS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 74,884                                                                                                                       | 76,508     |
| Notes:                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                              |            |
| 1                                                             | The above results have been approved by the Board of Directors in their meeting held on 15 <sup>th</sup> May, 2013 and reviewed by the Audit Committee and also been limited reviewed by the Statutory Auditors.                                                                                                                                                                                                                                                                                                                            |                                                                                                                              |            |
| 2                                                             | The company is only in one line of business namely Textiles (Yarn, Knitwear & related revenue).                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                              |            |
| 3                                                             | The company has commenced generation of power in its fifth unit out of five hydro power units for captive consumption in current quarter.                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                              |            |
| 4                                                             | Auditors remarks on the accounts for the year ended 31 <sup>st</sup> March 2012:(a) Non provision against overdue debts of Rs.1641.09 lacs, since in the opinion of the management, these debts are good for recovery; Management Response : There is no significant change in status of these debts. (b) Non provision for diminution in the value of investment in subsidiary ; Management Response : Investments being long term in nature, hence diminution in value,being temporary, is not considered.                                |                                                                                                                              |            |
| 5                                                             | An amount of USD 60,49,664(balance against GDR issue of 19,94,125 nos.made in financial year 2010-11,entitling 19,94,12,500 fully paid up equity shares of Re.1/- each at Rs.2.97 per share including premium) (now 1,99,41,250 fully paid up equity shares of Rs.10/- each at Rs.29.70 including premium on account of consolidation) is lying in money market fund outside India. Necessary steps have been initiated by Company to bring balance amount of Rs.3314.69 lacs (including interest and forex gain), to its account in India. |                                                                                                                              |            |
| 6                                                             | As per terms of CDR, the company is required to pledge 100% shareholding of Promoter or Promoter Group Companies or 51% of issued capital of the company, whichever is less. The company has already pledged 100% shareholding of its promoters and promoter group except PSIDC, one of the promoter which hold 1.93% of share capital of the company, which is in process..                                                                                                                                                                |                                                                                                                              |            |
| 7                                                             | The company is in process of Internal restructuring and Board of Directors have decided to extend the financial year 2012-13 till 30 <sup>th</sup> September 2013 subject to approval of Registrar of Companies & other authorities.                                                                                                                                                                                                                                                                                                        |                                                                                                                              |            |
| 8                                                             | Provision for current & deferred tax will be made at the year end                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                              |            |
| 9                                                             | Previous periods/quarters figures have been regrouped and/or re-arranged wherever necessary to make their classification comparable with current period.                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                              |            |
|                                                               | For and on behalf of Board of Directors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                                                                              |            |
| Place :                                                       | Chandigarh                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | <br>Manish Bagrodia<br>Managing Director |            |
| Date :                                                        | 15 <sup>th</sup> May, 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                              |            |

To  
The Board of Directors,  
Winsome Yarns Limited,  
SCO 191-192, Sector 34-A  
Chandigarh-160022

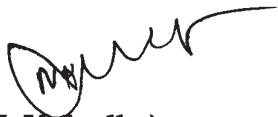
**Subject: Limited Review Report for the Quarter ended 31<sup>st</sup> March 2013**

1. We have reviewed the accompanying statement of unaudited financial results of Winsome Yarns Limited for the quarter ended 31<sup>st</sup> March 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 reviewed by us. This 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 these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *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 misstatements. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provided less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Attention is invited to:-  
  
Note no. 5 of accompanying financial results regarding pending receipt of remittance in India against issue of GDR as stated in the said note of Rs. 3314.69 lacs (Further as stated in our audit report for the year ended 31<sup>st</sup> March, 2011 & 31<sup>st</sup> March, 2012 amount received, as explained to us, out of GDR issue has not been brought to India).
4. Further Attention is invited to:
  - i. Regarding non provision for short fall in recovery (amount unascertainable) against overdue debts aggregating to Rs.1,641.09 lacs (as at 31<sup>st</sup> March 2012) and cumulative gain recognised on restatement of said debtors of Rs.326.05 lacs (as at 31<sup>st</sup> March 2012) for which other persuasive action for recovery, as explained, has been initiated by the management; as in the opinion of the management these debts are good and recoverable and our inability to comment thereon [note no. 4(a) of accompanying financial results and note no. 2.16 of Audited Financial Statements for the year ended 31.03.2012].



- ii. Regarding non provision for diminution in the value of investment in a subsidiary company (impact unascertainable) and our inability to comment thereon [note no.4 (b) of accompanying financial results and note no. 2.10 of Audited Financial Statements for the year ended 31.03.2012].
  - iii. Note no. 8 of the accompanying financial results regarding non provision of tax expense (impact unascertainable) as same will be made at year-end.
  - iv. Regarding pending confirmation /reconciliation of balances of certain Debtors (pending in respect of commission of Rs. 652.66 lacs), Creditors (including of associate Company), Loans & Advances (including capital advances) and other liabilities, in this respect impact unascertainable. As explained, the exercise of reconciliation is being carried out at year end / once in a year, internal control needs to be further strengthened.
5. Subject to para 3 & 4 above, 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 read with notes thereon, 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.

**For Lodha & Co.,**  
Chartered Accountants  
Firm Registration No. 301051E

  
(N. K. Lodha)  
Partner  
M. No. 85155



Place: New Delhi

Dated: 16-5-2013