



Vardhmān POLYTEX LIMITED

Corporate & Regd. Office : 341, K-1, Mundian Khurd, P.O. Sahabana,
Chandigarh Road, Ludhiana-141123 Punjab (INDIA)
Phone : +91-161-6629888, 6629990, 2685301-305

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E-mail : info@oswalgroup.com

Website : www.oswalgroup.com

CIN : L17122PB1980PLC004242

REF: VPL: SCY: NOV: 2014-15

Dated: 11.11.2014

**The Listing Department,
NATIONAL STOCK EXCHANGE OF INDIA LTD,
"Exchange Plaza"
Bandra – Kurla Complex,
Bandra (East),
Mumbai- 400 051
Scrip Code: VARDMNPOLY**

**The Listing Department,
BOMBAY STOCK EXCHANGE LIMITED
25th Floor,
P.J. Towers,
Dalal Street, Fort,
Mumbai- 400 001
Scrip Code: 514175**

SUBJECT: Un-audited Financial Result for the Quarter/ Half year ended 30.09.2014

Dear Sir/ Madam,

Pursuant to the Clause 41 of the Listing Agreement, we are enclosing herewith the Un-audited Financial Result for the quarter/ half year ended 30.09.2014 along with Statement of Assets and Liabilities as on 30.09.2014 and Limited Review report from the statutory auditors of the company. The same is considered and approved by the Board of Director's in their meeting held on dated 11.11.2014.

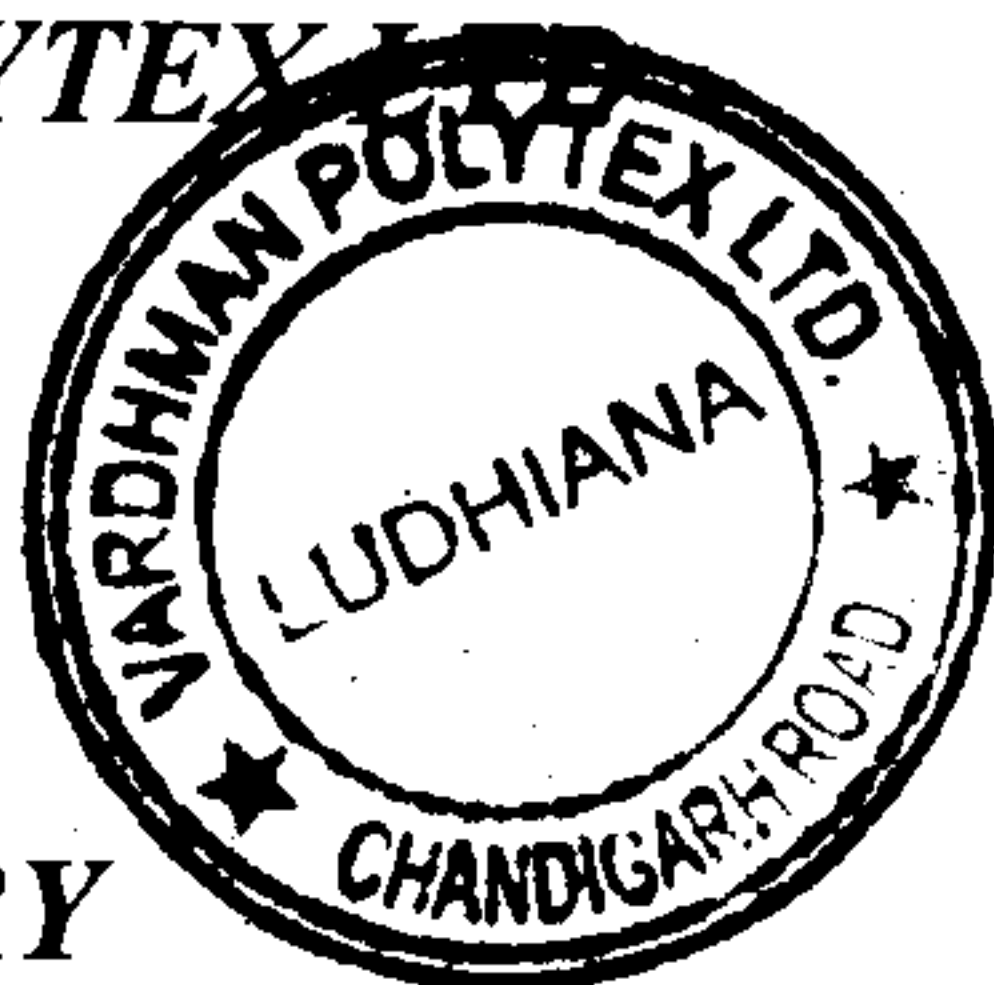
This is for your information & Record.

Thanking you,

Yours faithfully

For VARDHMAN POLYTEX LTD.

**SUSHIL SHARMA
COMPANY SECRETARY**



Enclosed: As Above

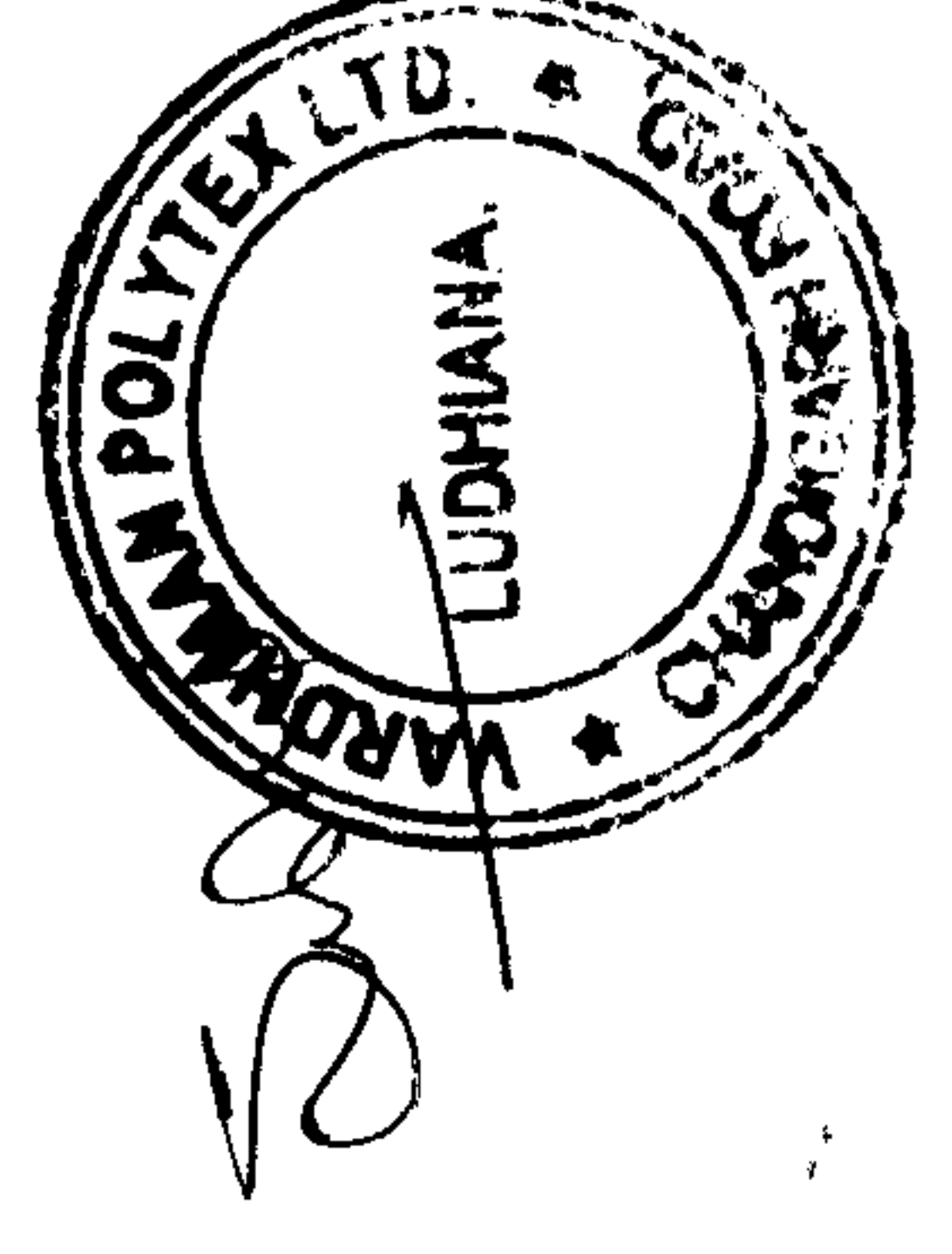
VARDHMAN POLYTEX LTD.

Regd. Office : 341K-1, Mundian Khurd, P.O. Sahabana, Chandigarh Road, Ludhiana - 141 123

CIN: L17122PB1980PLC 004242, PHONES: 0161-2685301-04, 6629888, FAX : 6629988, E-Mail- info@oswalgroup.com, Web: www.oswalgroup.com

Unaudited Standalone Financial Results for the Quarter ended 30-09-2014

Part - I	Sr. No.	Particulars	Rs. in Lakhs			
			For the quarter ended		For the half year ended	
			9/30/2014 (Unaudited)	6/30/2014 (Unaudited)	9/30/2013 (Unaudited)	3/31/2014 (Audited)
1		Income from operations				
		(a) Net Sales / income from operations (Net of excise duty)	24,317.52	22,083.30	23,183.04	90,619.37
		(b) Other operating income	361.72	535.36	406.53	1,652.43
		Total Income from operations (Net)	24,679.24	22,618.66	23,589.57	92,271.80
2		Expenses				
		a) Cost of materials consumed	16,760.44	16,944.16	15,886.22	63,343.34
		b) Purchase of stock in trade	478.03	172.01	-	277.15
		c) Changes in inventories of finished goods, work in progress and stock in trade	960.29	(1,609.28)	(705.53)	(2,333.76)
		d) Employee benefits expense	1,361.03	1,382.59	1,430.91	5,302.26
		e) Depreciation and amortisation expense	869.45	796.91	806.80	3,265.85
		f) Other expenses	4,189.18	4,070.14	4,501.58	16,923.46
		Total expenses	24,618.42	21,756.53	21,919.98	86,778.30
3		Profit/(Loss) from operations before other income, finance costs and exceptional items (1)-(2)	60.82	862.13	1,669.59	5,493.50
4		Other income	58.56	355.19	815.38	2,016.12
5		Profit/(Loss) from Ordinary activities before finance costs and exceptional items (3)+(4)	119.38	1,217.32	2,484.97	7,509.62
6		Finance Costs	1,996.24	1,975.55	1,787.36	7,177.39
7		Profit/(Loss) from Ordinary activities after finance costs but before exceptional items (5)-(6)	(1,876.87)	(758.23)	697.61	332.23
8		Exceptional Items	-	-	-	-
9		Profit/(Loss) from Ordinary activities before tax (7)-(8)	(1,876.87)	(758.23)	697.61	332.23
10		Tax Expense	(837.93)	(320.01)	(99.00)	(145.28)
11		Profit/(Loss) from Ordinary activities after tax (9)-(10)	(1,038.94)	(438.22)	796.61	477.51
12		Extraordinary income (net of tax expense Rs. Nil)	-	-	-	-
13		Net Profit/(Loss) for the period (11)-(12)	(1,038.94)	(438.22)	796.61	477.51
14		Paid up Equity Share Capital (Face Value of Rs. 10/- each)	1,985.24	1,985.24	1,787.75	1,985.24
15		Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	9,903.63
16		(i) Earning per Share (not annualised)	(5.24)	(2.21)	4.46	2.59
		(a) Basic before and after Extraordinary Items (Rs.)	(4.66)	(1.97)	4.46	2.28
		(b) Diluted before and after Extraordinary Items (Rs.)				



Part - II

Sr. No.	Particulars	For the quarter ended				For the half year ended		For the year ended
		9/30/2014 (Unaudited)	6/30/2014 (Unaudited)	9/30/2013 (Unaudited)	9/30/2014 (Unaudited)	9/30/2013 (Unaudited)	3/31/2014 (Audited)	
A	PARTICULARS OF SHAREHOLDING							
1	Public Shareholding							
	-Number of shares	8,886,755	8,910,755	8,910,505	8,886,755	8,910,505	8,910,505	
	-Percentage of Shareholding	44.84%	44.96%	49.94%	44.84%	49.94%	44.96%	
2	Promoter and Promoter Group Shareholding							
	a) Pledged/ Encumbered							
	- Number of Shares	10,907,202	10,907,202	7,484,877	10,907,202	7,484,877	8,932,202	
	- % of Shares (as a % of the total shareholding of promoter and promoter group)	99.78%	100.00%	83.79%	99.78%	83.79%	81.89%	
	- % of Shares (as a % of the total share capital of Company)	55.04%	55.04%	41.95%	55.04%	41.95%	45.07%	
	b) Non-Encumbered							
	- Number of Shares	24,000	-	1,447,575	24,000	1,447,575	1,975,250	
	- % of Shares (as a % of the total shareholding of promoter and promoter group)	0.22%	0.00%	16.21%	0.22%	16.21%	18.11%	
	- % of Shares (as a % of the total share capital of Company)	0.12%	0.00%	8.11%	0.12%	8.11%	9.97%	

Particulars	Quarter ended 30-09-2014
B	
INVESTOR COMPLAINTS	
Pending at the beginning of the period	-
Received during the period	-
Disposed of during the period	-
Remaining unresolved at the end of the period	-

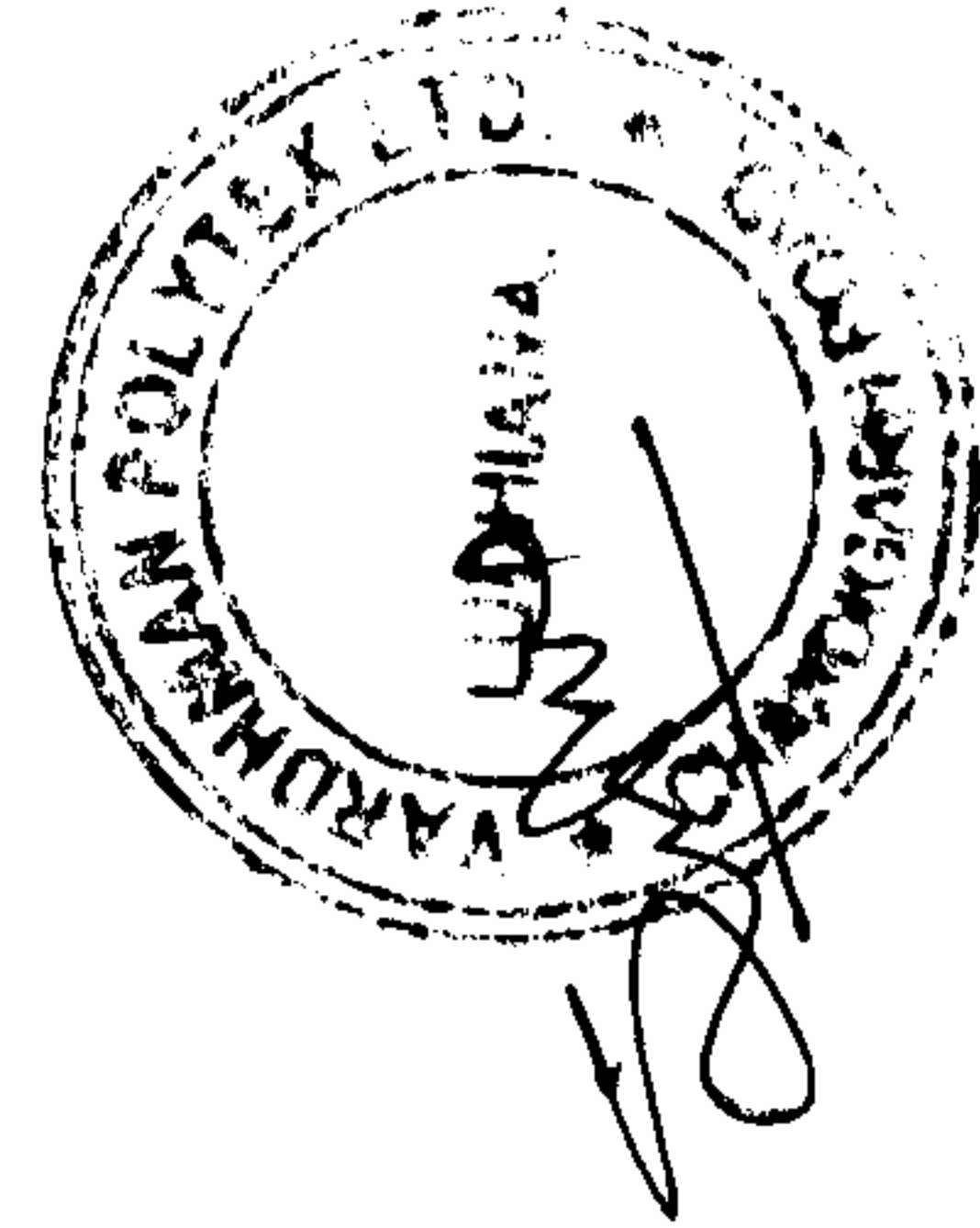
Notes:

- The financial results of the Company for the quarter ended 30th Sep, 2014 have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 11th November, 2014 and the limited review of the same has been carried out by Statutory Auditors of the Company.
- The Board of Directors in its meeting held on 11.11.2014 has allotted 24,73,000 warrants convertible into equivalent number of equity shares of Rs. 10/- each at a premium of Rs. 45/- per share (Total issue price Rs. 55.00/- per shares) to the Promoter/Promoter group company
- Notional loss of Rs. 45.57 lacs arising on account of foreign exchange differences on foreign currency monetary items including (FCCB) as required by "Accounting Standard - 11 - Effects of Change in Foreign Currency Rates", has not been accounted for during the current quarter due to wide fluctuation in Indian Rupees vis a vis foreign currencies. The same would be recognised in the annual financial results.
- The Company has rescheduled the repayment of 2% FCCB in Feb' 13. As per new terms of payment the amount repayable has been discounted and divided into instalment payable upto F Y 2016. As and when the payment will be made the amount so paid will entitle the Company to cancel the original proportionate amount and the attributable discount on the cancelled bonds will be transferred to income.
- The Auditor's Qualification on the accounts for the year ended 31st March 2014 with respect of creating provision for write-off of investments in subsidiary companies namely Oswal Industrial Enterprise (P) Ltd. and F M Hammerle Textiles Ltd (FMH) - Kohlapur has not been addressed, as both the companies have starting reviving.
- The project of the company 'Vardhman Park' is in the development stage, hence no revenue has been recognised under the segment "Real Estate" upto current quarter. The disclosure requirement of Accounting Standard (AS - 17) on "Segment reporting" shall be made when the revenue under Real Estate business will start.
- Figures for previous periods have been recast/regrouped wherever necessary.

Place : Ludhiana

Date : 11-11-2014

For Vardhman Polytex Ltd.
sd/-



(Ashok Kumar Oswal)
Chairman &
Managing Director

Standalone Statement of Assets & Liabilities

Disclosure as required under Clause 41 of the listing Agreement as under:-

Rs. in Lakhs			
Sr. No.	Particulars	As at 9/30/2014 (Unaudited)	As at 3/31/2014 (Audited)
A	EQUITY AND LIABILITIES		
1	SHAREHOLDER'S FUNDS		
	a) Share Capital	1,985.24	1,985.24
	b) Reserve & Surplus	7,667.93	9,903.64
	Sub total - Shareholders' funds	9,653.17	11,888.88
2	Share application money pending allotment	1,188.00	985.00
3	Non - Current Liabilities		
	(a) Long term borrowings	25,009.41	26,141.61
	(b) Other long term liabilities	46.43	-
	(c) Long term provisions	361.86	439.47
	Sub total Non Current Liabilities	25,417.70	26,581.08
4	Current Liabilities		
	(a) Short term borrowings	13,953.12	12,427.48
	(b) Trade payables	10,905.80	7,191.92
	(c) Other current liabilities	10,708.81	12,553.64
	(d) Short term provisions	291.36	296.08
	Sub total Current Liabilities	35,859.09	32,469.12
	TOTAL EQUITY AND LIABILITIES	72,117.96	71,924.08
B	ASSETS		
1	Non Current Assets		
	(a) Fixed Assets	27,257.19	29,088.61
	(b) Non Current Investments	13,650.47	13,650.48
	(c) Deferred tax assets (net)	2,979.35	1,821.41
	(d) Long term loans and advances	700.68	947.55
	(e) Other non current assets	2,316.49	2,362.99
	Sub Total Non Current Assets	46,904.18	47,871.04
2	Current Assets		
	(a) Current Investments	43.99	69.55
	(b) Inventories	8,984.59	9,219.17
	(c) Trade receivables	5,533.51	6,595.01
	(d) Cash and Bank balances	1,215.67	1,310.34
	(e) Short term loans and advances	9,436.02	6,858.97
	Sub Total Current Assets	25,213.78	24,053.04
	TOTAL ASSETS	72,117.96	71,924.08

Place: Ludhiana

Date: 11-11-2014

For Vardhman Polytex Ltd.
sd/-

(Ashok Oswal)
Chairman &
Managing Director

S S KOTHARI MEHTA & CO

CHARTERED ACCOUNTANTS

146-148 Tribhuvan Complex
Ishwar Nagar
Mathura Road
New Delhi-110065
Phones : +91-11-4670 8888
Fax : +91-11-6662 8889
E-mail : delhi@sskmin.com

Limited Review Report for the quarter ended 30th September, 2014

To
The Board of Directors
Vardhman Polytex Limited

1. We have reviewed the accompanying statement of unaudited financial results of Vardhman Polytex Limited ('the Company') for the quarter ended September 30, 2014 (the "Statement") being submitted by the company pursuant to the requirements of clause 41 of the Listing Agreement with Stock Exchanges except for the disclosures regarding 'Public Shareholding' and "Promoter and Promoter Group Shareholding" which have been traced from the disclosures made by the management and have not been reviewed by us. The statement of quarterly financial results has been prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", [specified under the Companies Act, 1956 (which are deemed to be applicable 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 in India, 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 the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (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 statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide is less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. (a) *The Company has not provided for foreign exchange differences on foreign currency monetary items as required by Accounting Standard AS-11 "Effect of Changes in Foreign Exchange Rates" amounting to Rs. 45.57 lacs for the half year period ended 30th September, 2014 owing to the reasons as explained in foot no. 3 of the Statement of unaudited financial results. Due to this, loss for the half year period ended 30th September, 2014 is understated by the same amount.*

(b) *The Company had made an investment of Rs.4,996.00 lacs in one of the wholly owned subsidiary company Oswal Industrial Enterprises Private Limited. On this investment, provision for diminution in value of Rs.495.00 lacs has already been created in the earlier years. On the balance amount of Rs. 4,501.00 lacs no further provision has been made although the net worth is substantially eroded due to the subsidiary company having accumulated losses of Rs. 4,055.27 lacs against share capital of Rs.5,005.00 lacs as on March 31, 2014 and no provision has been made for the investment in one of the subsidiary company Oswal FM Hammerie Textiles Ltd. of Rs. 9,126.41 lacs whose net worth are substantially eroded and having a loss of Rs. 11,338.59 lacs against share capital of Rs. 12,248.75 Lacs as on March 31, 2014. This is at variance with Accounting Standard AS-13 'Accounting for Investments' notified under the provisions of the Companies Act, 1956, (specified under the Companies Act, 1956 which are deemed to be applicable as per Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) resulting in profit for the half year period ended 30th September, 2014, investments and reserve and surplus being overstated by the same amount.*
4. Subject to clause 3, 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 has not been

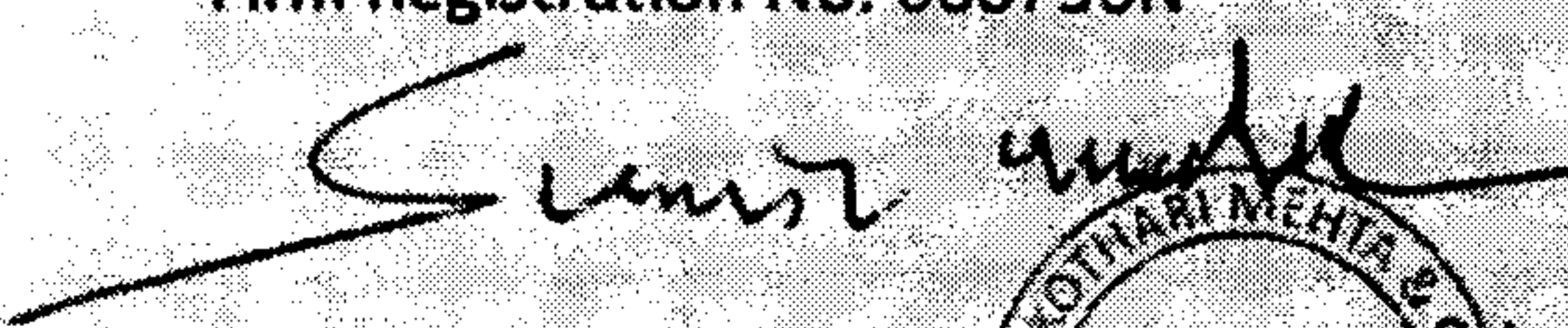


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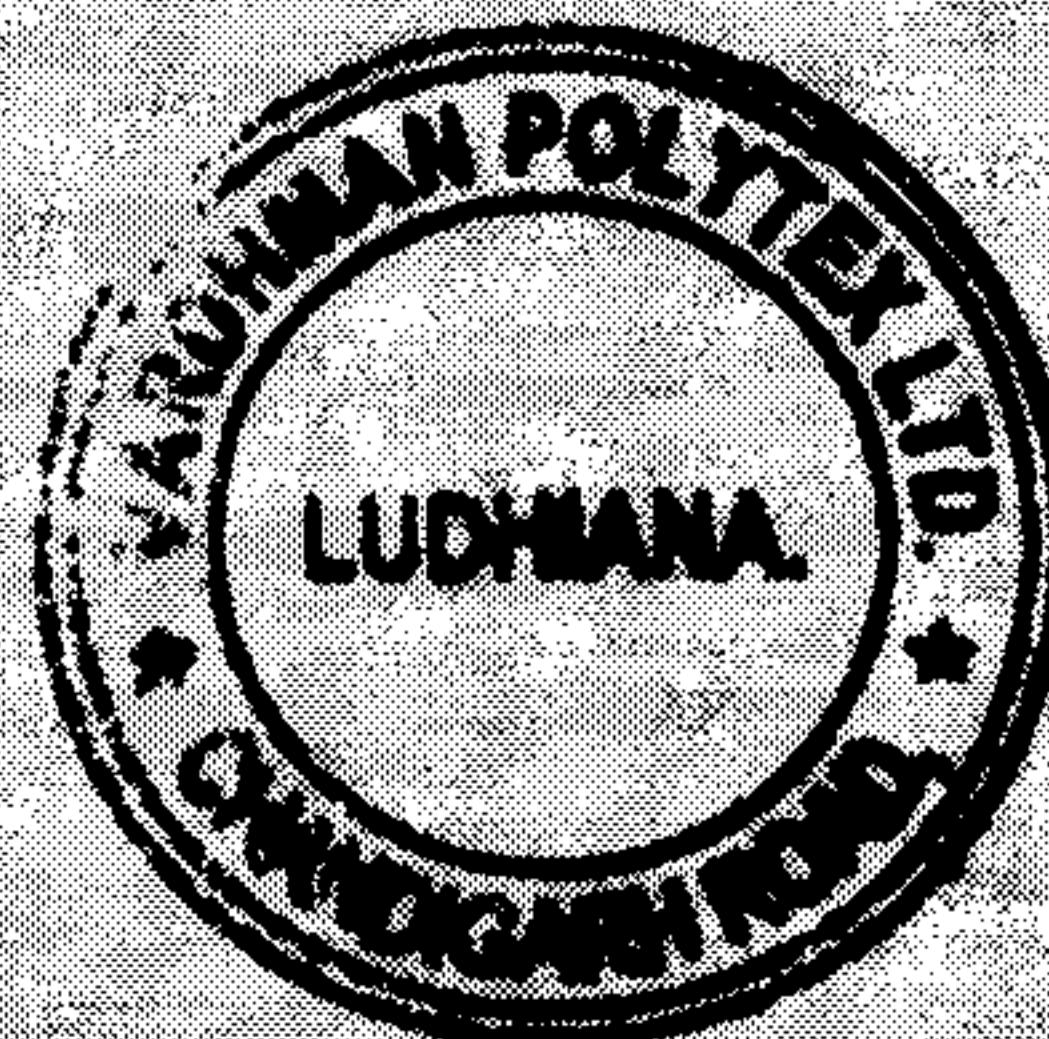
prepared in all material respects in accordance with recognition and measurement principles laid down in Accounting Standard AS-25 "Interim Financial Reporting", [specified under the Companies Act, 1956 (which are deemed to be applicable as per section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014)] and other recognized accounting practices and policies, and has not disclosed the information required to be disclosed in terms of requirements of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

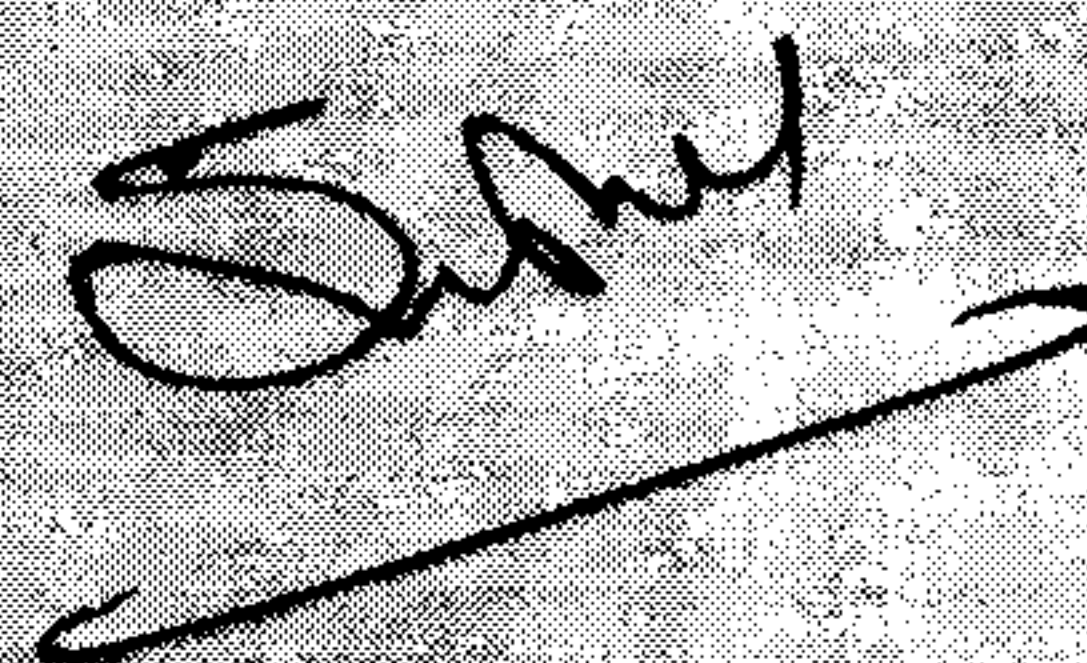
For S.S. Kothari Mehta & Co.
Chartered Accountants
Firm Registration No. 000756N


SUNIL WAHAL
Partner
Membership No. 087294



Place: New Delhi
Date: 11th November, 2014



A handwritten signature in black ink.