

3rd February, 2017

To

The Secretary
Listing Department
The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001

The Manager,
The National Stock Exchange India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra(E), Mumbai-400051

Symbol: SFL

Scrip Code: 540203

**Subject: Limited Reviewed Un-audited Standalone Financial Results for the quarter
ended 31st December, 2016**

Dear Sir/Madam

In terms of Regulations 30 and 33 and other applicable provisions of the SEBI(Listing Obligation and Disclosures Requirements) Regulations, 2015 read with related circulars and notifications, please find enclosed herewith, the extracts of the Unaudited Standalone and Consolidated Financial results of the Company for the quarter ended on 31st December, 2016 as approved by the Board of Directors in its meeting held on 3rd February, 2017 at Jaypee Greens Hotel and Resorts, Greater Noida(U.P), which commenced at 10.30 am and concluded at 4.15 pm.

The limited review report submitted by the Auditors of the Company is also enclosed with the Result.

The management update on quarterly results is also enclosed.

Thanking you.

Yours faithfully,

For Sheela Foam Limited



Md Iquebal Ahmad

Company Secretary and Compliance Officer

SHEELA FOAM LIMITED

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CIN-U74899DL1971PLC005679

SHEELA FOAM LIMITED

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UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED DECEMBER 31, 2016

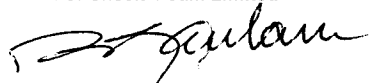
(Rs. in Crores)

Sr. No.	Particulars	Quarter Ended			Year to date figures for the current Period ended	Year to date figures for the previous year Period ended	Previous Year ended
		December 31, 2016	September 30, 2016	December 31, 2015	December 31, 2016	December 31, 2015	March 31, 2016
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income from Operations						
	a) Net Sales/Income from Operations (Net of excise duty)	409.74	339.85	367.02	1,045.48	948.45	1,263.72
	b) Other Operating Income	0.23	0.43	0.37	2.39	1.01	1.33
	Total income from operations (net) (a) + (b)	409.97	340.28	367.39	1,047.87	949.46	1,265.05
2	Expenses						
	a) Cost of materials consumed	225.98	200.60	197.54	567.62	514.09	679.31
	b) Purchases of stock-in-trade	9.90	9.69	2.43	24.29	10.81	14.32
	c) Change in inventories of finished goods, work-in-progress and stock-in-trade	3.76	(21.70)	1.48	(19.19)	8.39	8.74
	d) Employee benefits expense	23.19	22.02	21.10	69.50	59.44	80.72
	e) Depreciation and amortisation expense	6.22	5.75	5.70	17.21	17.08	22.78
	f) Other expenses	91.66	84.38	93.69	263.10	250.80	341.44
	Total Expenses (a)+ (b)+ (c) + (d) + (e) + (f)	360.71	300.75	321.94	922.53	860.61	1,147.31
3	Profit / (Loss) from operations before other Income, finance costs and exceptional items (1-2)	49.26	39.53	45.45	125.34	88.85	117.74
4	Other Income	5.36	4.20	3.99	15.46	12.93	21.29
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	54.62	43.73	49.44	140.80	101.78	139.03
6	Finance Costs	1.58	2.00	1.82	5.05	5.60	6.77
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	53.04	41.73	47.62	135.75	96.18	132.26
8	Exceptional items	-	-	-	-	-	-
9	Profit / (Loss) from ordinary activities before tax (7+8)	53.04	41.73	47.62	135.75	96.18	132.26
10	Tax expenses	14.89	12.94	14.09	39.82	31.45	42.12
11	Net Profit / (Loss) from ordinary activities after tax (9-10)	38.15	28.79	33.53	95.93	64.73	90.14
12	Extraordinary items	-	-	-	-	-	-
13	Net Profit / (Loss) for the period (11+12)	38.15	28.79	33.53	95.93	64.73	90.14
14	Paid up Equity Share Capital Rs. 5/- (Rs. 10/- each)	24.39	24.39	16.26	24.39	16.26	16.26
15	Reserves excluding revaluation reserves as per balance sheet of Previous accounting year	-	-	-	-	-	294.27
16 i	Earning per share (EPS) (before extraordinary items) (of face value Rs. 5/- (Rs.10/- each)) (not annualised) :	7.82	5.90	20.62	23.48	39.81	55.44
	(a) Basic and Diluted						
16 ii	Earning per share (EPS) (after extraordinary items) (of face value Rs. 5/- (Rs.10/- each)) (not annualised) :	7.82	5.90	20.62	23.48	39.81	55.44
	(a) Basic and Diluted						

Notes:

- This quarter being the first when review is applicable to the Company, therefore figures for the quarter and nine months ended December 31, 2016 are reviewed by the Statutory Auditors and the figures for the quarters ended December 31, 2015, September 30, 2016 and year to date figures for the period ended December 31, 2015 are based on management accounts and not subject to audit or review.
- Previous period/year's figure have been regrouped/reclassified wherever necessary to correspond with the current period's classification/disclosure.
- The Audit Committee has reviewed the above results and the Board of Directors has approved the above results in their respective meetings held on February 03, 2017. The Statutory Auditors of the Company have conducted limited review of the results for the quarter and nine months ending December 31, 2016.

For Sheela Foam Limited



(Rahul Gautam)
Managing Director

CONSOLIDATED SHEELA FOAM LIMITED

Regd. office: C-55 Preet Vihar, Vikas Marg, New Delhi-110092
Corporate Office :37/2 Site IV Sahibabad Industrial Area Ghaziabad-201010
Tel: 0120-4162200, Fax:0120-41622825
CIN U74899DL1971PLC005679

UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED DECEMBER 31, 2016

(Rs. in Crores)

Sr. No.	Particulars	Quarter Ended			Year to date figures for the current Period ended	Year to date figures for the previous year Period ended	Previous Year ended
		December 31, 2016	September 30, 2016	December 31, 2015	December 31, 2016	December 31, 2015	March 31, 2016
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income from Operations						
	a) Net Sales/Income from Operations (Net of excise duty)	486.04	414.22	445.52	1,279.38	1,158.27	1,548.66
	b) Other Operating Income	0.23	0.43	0.37	2.39	1.01	1.33
	Total income from operations (net) (a) + (b)	486.27	414.65	445.89	1,281.77	1,159.28	1,549.99
2	Expenses						
	a) Cost of materials consumed	256.10	233.74	232.76	670.87	609.98	808.87
	b) Purchases of stock-in-trade	9.90	9.69	2.43	24.29	10.81	14.32
	c) Change in inventories of finished goods, work-in-progress and stock-in-trade	4.99	(22.60)	0.44	(22.11)	4.69	4.38
	d) Employee benefits expense	39.12	39.49	36.43	117.76	102.53	139.41
	e) Depreciation and amortisation expense	7.99	7.47	7.44	22.37	21.92	29.27
	f) Other expenses	111.25	101.59	111.82	320.24	300.80	407.04
	Total Expenses (a)+ (b)+ (c) + (d) + (e) + (f)	429.35	369.38	391.32	1,133.42	1,050.73	1,403.29
3	Profit / (Loss) from operations before other Income, finance costs and exceptional items (1-2)	56.92	45.27	54.57	148.35	108.55	146.70
4	Other Income	4.44	3.26	2.88	12.68	9.62	16.88
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	61.36	48.53	57.46	161.03	118.18	163.58
6	Finance Costs	2.45	2.69	3.78	7.95	9.55	11.67
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	58.91	45.84	53.68	153.08	108.63	151.91
8	Exceptional items	-	-	-	-	-	-
9	Profit / (Loss) from ordinary activities before tax (7+8)	58.91	45.84	53.68	153.08	108.63	151.91
10	Tax expenses	16.92	14.17	15.60	45.14	34.84	47.20
11	Net Profit / (Loss) from ordinary activities after tax (9-10)	41.99	31.67	38.08	107.94	73.79	104.71
12	Extraordinary items	-	-	-	-	-	-
13	Net Profit / (Loss) for the period (11+12)	41.99	31.67	38.08	107.94	73.79	104.71
14	Share of Profit/ (loss) of associates	-	-	-	-	-	-
15	Minority Interest	-	-	-	-	-	-
16	Net Profit / (Loss) after taxes, minority interest and share of profit/ (loss) of associates (13-14-15)	41.99	31.67	38.08	107.94	73.79	104.71
17	Paid up Equity Share Capital Rs. 5/- (Rs. 10/- each)	24.39	24.39	16.26	24.39	16.26	16.26
18	Reserves excluding revaluation reserves as per balance sheet of Previous accounting year	-	-	-	-	-	322.17
19. i.	Earning per share (EPS) (before extraordinary items) (of face value Rs. 5/- (Rs.10/- each)) (not annualised) :	8.61	6.49	23.42	26.42	45.37	64.40
	(a) Basic and Diluted						
19. ii.	Earning per share (EPS) (after extraordinary items) (of face value Rs. 5/- (Rs.10/- each)) (not annualised) :	8.61	6.49	23.42	26.42	45.37	64.40
	(a) Basic and Diluted						

Notes:

1 This quarter being the first when review is applicable to the Company, therefore figures for the quarter and nine months ended December 31, 2016 are reviewed by the Statutory Auditors and the figures for the quarters ended December 31, 2015, September 30, 2016 and year to date figures for the period ended December 31, 2015 are based on management accounts and not subject to audit or review.

2 Segment Reporting:

a) Primary Segment:Business Segment:

The group has considered business segment as the primary segment for disclosure. The group is engaged in the manufacturing of the products of the same type/class and as such there is no reportable segment as per AS -17 dealing with Segment Reporting

b) Secondary Segment:Geographical Segment:

The analysis of the geographical segment is based on the sales made within India and outside India by the Group is as under:

	Qtr. ending 31.12. 2016	Qtr. ending 30.09. 2016	Qtr. ending 31.12. 2015	9 months ending 31.12. 2016	9 months ending 31.12. 2015	Year ending 31.03.2016
Net Income from operations-Within India	409.97	340.26	367.19	1,046.99	948.88	1264.28
Net Income operations-Outside India	76.30	74.39	78.70	234.78	210.40	285.71
Profit after tax:						
Within India	37.20	28.78	33.18	94.96	64.26	89.51
Outside India	4.79	2.89	4.90	12.98	9.53	15.20

3 Previous period/year's figure have been regrouped/reclassified wherever necessary to correspond with the current period's classification/disclosure.

4 The Audit Committee has reviewed the above results and the Board of Directors has approved the above results in their respective meetings held on

For Sheela Foam Limited


(Rahul Gautam)
Managing Director

S.P. CHOPRA & CO.

Chartered Accountants

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**INDEPENDENT AUDITORS' REVIEW REPORT ON REVIEW OF STANDALONE INTERIM
FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER,
2016 TO THE BOARD OF DIRECTORS OF SHEELA FOAM LIMITED**

The Board of Directors,
Sheela Foam Limited,
New Delhi.

1. Introduction

We have reviewed the accompanying Statement of Standalone Unaudited Financial Results (hereinafter referred to as 'Standalone Results') of Sheela Foam Limited for the quarter and nine months ended 31st December, 2016. These Standalone Results are the responsibility of the Company's Management and have been approved by the Board of Directors. Our responsibility is to issue a report on these Standalone Results based on our review.

2. Scope of Review

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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

3. Conclusion

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of Standalone 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 Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place : New Delhi
Date : 03.02.2017



S.P. Chopra & Co.
Chartered Accountants
ICAI Firm Regn. No. 000346N

(Pawan K. Gupta)
Partner
M. No. 092529

S.P. CHOPRA & CO.

Chartered Accountants

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**INDEPENDENT AUDITORS' REVIEW REPORT ON REVIEW OF CONSOLIDATED INTERIM
FINANCIAL RESULTS FOR QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2016
TO THE BOARD OF DIRECTORS OF SHEELA FOAM LIMITED**

The Board of Directors,
Sheela Foam Limited,
New Delhi.

1. Introduction

We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results (hereinafter referred to as 'Consolidated Results') of Sheela Foam Limited for the quarter and nine months ended 31st December, 2016. These Consolidated Results are the responsibility of the Company's Management and have been approved by the Board of Directors. Our responsibility is to issue a report on these Consolidated Results based on our review.

The Consolidated Results include the financial results of the following entities.

Name of Entity	Nature of relationship
Sheela Foam Limited	Parent Company
Joyce Foam Pty. Ltd. and its Controlling entities	Wholly owned Foreign Subsidiary
Divya Software Solutions Private Limited	Wholly owned Indian Subsidiary

2. Scope of Review

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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

3. Conclusion

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of Consolidated 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 Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

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4. Other Matter

We did not review the financial results of the two wholly owned subsidiaries, whose financial results reflect total revenue and profit (net) of Rs. 76.33 crores and Rs. 1.51 crores respectively for the quarter ended 31st December, 2016 and total revenue and profit (net) of Rs. 234.88 crores and Rs. 12.97 crores respectively for the nine months ended 31st December, 2016, as considered in the Consolidated Results. These financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and considered by us while giving our conclusion on the Consolidated Results.

Place : New Delhi
Date : 03.02.2017



S.P. Chopra & Co.
Chartered Accountants
ICAI Firm Regn. No. 000346N

(Pawan K. Gupta)
Partner
M. No. 092529

SHEELAFOAM LIMITED Q3 FY 17 RESULTS

REVENUE GROWTH 9.1% , EBITDA MARGIN 13.3%, EBITDA UP 4.9% ,PAT 8.6% ,PAT UP 10.2%

During this quarter,Sheela Foam posted a Revenue from operations of Rs. 486 crores,compared to Rs. 446 crores of Q3 FY 16-an increase of over 9% .This growth was achieved despite the negative impact of demonetization from 8th Nov. 2017. EBITDA also increased from Rs. 62 crores to Rs. 65 crores. The Net Profit also improved from Rs. 38 crores to Rs. 42 crores.

During the qtr. the Revenue from operations on standalone basis increased from Rs. 367 crores of Q3 FY 16 to Rs. 410 crores -by 11.6%. The Net profit also increased from Rs. 34 crores to Rs. 38 crores-increase of 11.8%

The Revenue from operations from Australia went down from Rs. 79 crores of Q3FY 16 to Rs. 76 Crores(-1.3% in Foreign Currency). However the PAT remained at the same level of Rs. 5 crores.

A snapshot of results is given below

Particulars(Rs. Crores)	Q3FY17	GROWTH OVER Q3FY16	9MFY17	GROWTH OVER 9M FY16
REVENUE FROM OPERATIONS	486	9.1%	1282	10.6%
EBITDA	65	4.9%	171	30.8%
EBITDA MARGIN-%	13.3%		13.3%	
PROFIT AFTER TAX	42	10.2%	108	46.3%

Other Updates:

1.IMPACT OF DEMONETISATION-Post 8th Nov. Company witnessed lower sales level than expected.As the confidence of consumer on cash withdrawal is improving,the business sentiments are also likely to improve.

2.EXCLUSIVE DEALER NETWORK-The company increased its exclusive dealer network from 2226 to 2505 in the qtr.This is in line with the philosophy of company to increase SLEEPWELL sales through Exclusive Network.

3.RAW MATERIAL PRICES:The Quarter witnessed extreme volatility in raw material prices especially TDI.

4.VERTICAL VARIABLE PRESSURE FOAMING PLANT: The Company started trial runs from the plant from January 2017. As stated in Red Herring Prospectus,this would be the first plant in the world to produce Foam under Variable Pressure in a vertical direction. The Company plans to produce newer grades of Foams as well as improve existing grades both on quality and cost.

5.BRAND-SLEEPWELL: SLEEPWELL Brand rests with Sleepwell Enterprises. Private Limited. As per company commitment ,the Brand will rest with Sheela Foam only. As a first step towards this ,the Board has decided in its meeting held on 3rd Feb. 2017 to make Sleepwell Enterprises as a wholly owned subsidiary of Sheela Foam Limited.

6.DIVIDEND POLICY: Board of Directors approved the Dividend Policy in its meeting held on 3rdFeb. The same is being posted on Company Website . Regarding the quantum of profits to be distributed ,the same will be recommended within the parameters of Dividend Policy by the Board.

7. GOODS AND SERVICE TAX (GST): As per the present indications the GST is likely to be implemented from 1.7.2017. This legislation is likely to benefit the company as two third of Mattress Business is with unorganised sector. The Company has already started taking measures to implement the GST including IT set up,Logistics, Distribution etc.