

MZSK & Associates
Chartered Accountants
The Ruby - Level 9, NW Wing
Senapati Bapat Marg
Dadar West, Mumbai 400028
India

L.K. Maheshwari & Co.
Chartered Accountants
324, Starlit Tower
29, Y.N. Road
Indore 452003
India

Independent Auditor's Report

To the Board of Directors

Flexituff International Limited

1. We have audited the accompanying Statement of Consolidated Financial Results of Flexituff International Limited (the 'Holding Company'), its subsidiaries and jointly controlled entities (together the 'Group') for the year ended March 31, 2016 (the 'Statement'), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This statement is the responsibility of the Holding Company's Management and has been approved by the Board of Directors, has been prepared on the basis of the related consolidated financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 as applicable, and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the Statement is free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Holding Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Holding Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

3. We did not audit financial statements of a subsidiary company and three jointly controlled entities. Aggregate amount of revenue, assets and total profit after tax (before adjusting minority interest) of a subsidiary company and jointly controlled entities for the year ended on March 31, 2016 are Rs. 8,000.39 lacs, Rs. 7,768.71 lacs and Rs.102.06 lacs respectively. These financial statements have been audited by the other auditors whose reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of a subsidiary and three jointly controlled entities, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiary and three jointly controlled entities, is based solely on the report of other auditors.



4. We did not audit financial statements of two subsidiary companies. Aggregate amount of revenue, assets and total loss after tax (before adjusting minority interest) of these two subsidiaries for the year ended on March 31, 2016 are Rs. 12,455.32 lacs, Rs. 7,732.87 lacs and Rs. 48.77 lacs respectively, whose financial statements are prepared under generally accepted accounting principles (GAAPs) accepted in the respective countries. These financial statements have been audited by other auditors, who have submitted their audit opinions, prepared under generally accepted auditing standards of their respective countries, to the shareholders/Board of Directors of the respective companies, copies of which have been provided to us by the management. The management of the Holding Company has converted these audited financial statements of the Company's two subsidiaries, to accounting principles generally accepted in India, for the purpose of preparation of the Company's consolidated financial statements under accounting principles generally accepted in India. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of such other auditors under the aforementioned GAAPs in respective countries and the aforesaid conversion undertaken by the management; examined by us on a test basis.
5. We did not audit financial statements of a subsidiary. Aggregate amount of revenue, assets and total loss after tax (before adjusting minority interest) of the subsidiaries for the year ended on March 31, 2016 are nil, nil and Rs. 0.59 lacs respectively whose financial statements, have not been audited and whose unaudited financial statements, have been furnished to us by the management for the period from April 1, 2015 to November 1, 2015 (date of liquidation). Our opinion, in so far as it relates to amounts and disclosures included in respect of this subsidiary, is based solely on such unaudited financial statements. In our opinion and according to the information and explanation given to us by the management, this financial statement is not material to the Group.
6. The Statement includes the results for the Quarter ended March 31, 2016, being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to third quarter of the current financial year which were subject to limited review by us.
7. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
- i. Includes the results of the following entities:
 - a) Nanofil Technologies Private Limited
 - b) Flexiglobal Holding Limited, Cyprus
 - c) Flexiglobal (UK) Limited, United Kingdom
 - d) Lakshmi Incorporated, USA
 - e) Flexituff SA Enterprises LLP
 - f) Flexituff Javed LLP
 - g) Flexituff Hi Tech LLP



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L.K. Maheshwari & Co.
Chartered Accountants

- ii. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- iii. gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India, of the net profit and other financial information of the Group for the year ended March 31, 2016.

For MZSK & Associates
Chartered Accountants
Firm Registration No.105047W

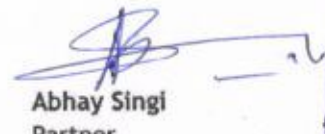


Amrish Vaidya
Partner
Membership No.: 101739



Place: Pithampur
Date: May 20, 2016

For L.K. Maheshwari & Co.
Chartered Accountants
Firm Registration No. 000780C

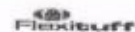


Abhay Singi
Partner
Membership No.: 079873



Place: Pithampur
Date: May 20, 2016

FLEXITUFF INTERNATIONAL LIMITED
 Regd. Office: C 41-50, SEZ SECTOR -3, PITHAMPUR, DHAR- 454775 (M.P.)
AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED 31st MARCH 2016
 CIN - L25202MP1993PLC034616



(Rs. In Lacs)

S. No.	Particulars	Quarter Ended			Year Ended	
		31/03/2016	31/12/2015	31/03/2015	31/03/2016	31/03/2015
		Audited	Unaudited	Audited	Audited	Audited
1	Income from operations					
	(a) Net Sales/Income from Operations (Net of Excise Duty)	36,128.90	29,574.68	32,635.79	130,539.07	116,952.83
	(b) Other Operating Income	242.00	147.84	178.50	719.70	732.78
	Total income from operations	36,370.90	29,722.52	32,814.29	131,258.77	117,685.61
2	Expenses					
	(a) Cost of materials consumed ¹	12,216.44	11,426.39	13,395.18	52,033.50	51,607.60
	(b) Purchases of stock-in-trade	14,082.43	7,718.37	11,339.63	38,186.75	29,028.60
	(c) Changes in Inventories of finished goods, work-in-progress and stock-in-trade	(289.89)	(270.76)	(1,998.94)	(3,101.64)	(240.42)
	(d) Employee benefits expense	4,045.27	3,816.05	3,246.16	15,552.49	13,133.71
	(e) Depreciation and amortisation expense	1,624.66	1,675.00	1,233.13	6,595.15	4,608.86
	(f) Other Expenses	2,456.69	3,798.15	3,740.64	14,283.25	12,694.41
	Total Expenses	34,134.50	28,163.20	30,965.80	123,549.50	110,832.76
	(Any item exceeding 10% of the total expenditure to be shown separately)					
3	Profit/(Loss) from Operations before Other income, Finance Cost and Exceptional Items (1-2)	2,236.40	1,559.32	1,858.49	7,710.07	6,852.85
4	Other income	485.50	109.99	270.59	1,874.63	1,222.23
5	Profit/(Loss) from ordinary activities before Finance Cost and Exceptional Items (3+4)	2,721.90	1,669.31	2,129.08	9,584.70	8,075.08
6	Finance Cost	2,620.87	2,183.73	1,733.53	9,326.37	6,931.29
7	Profit/(Loss) from ordinary activities after Finance Cost but before Exceptional Items (5-6)	101.03	(514.42)	395.55	258.33	1,143.79
8	Exceptional Items	-	-	-	-	-
9	Profit (+)/ Loss (-) from Ordinary Activities before tax (7+8)	101.03	(514.42)	395.55	258.33	1,143.79
10	Tax Expense charged/(credit)	(7.98)	(182.02)	(102.92)	(223.86)	(736.67)
11	Net Profit / (Loss) from Ordinary Activities after tax (9-10)	109.01	(332.40)	498.47	482.19	1,880.46
12	Extraordinary Item (Net of tax expenses)	-	-	-	-	-
13	Net Profit(+)/ Loss(-) for the period (11-12)	109.01	(332.40)	498.47	482.19	1,880.46
14	Paid-up equity share capital @ Rs. 10 Each (Face Value of the Share shall be indicated)	2,488.28	2,488.28	2,488.28	2,488.28	2,488.28
15	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				35,818.49	35,404.32
16 (i)	Earnings Per Share (before extraordinary items) (of Rs. 10 each) (not annualised):					
	a) Basic	0.44	(1.34)	2.00	1.94	7.56
	b) Diluted	0.44	(1.33)	1.82	1.93	5.57
16 (ii)	Earnings Per Share (after extraordinary items) (of Rs. 10 each) (not annualised):					
	a) Basic	0.44	(1.34)	2.46	1.94	7.56
	b) Diluted	0.44	(1.33)	1.82	1.93	5.57

Note :

- The above financial results has been prepared in accordance with Regulation 33 of the SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015 and has been reviewed by audit committee and approved by the Board of Directors of the Company at their meeting held on May 20, 2016
- The Company has opted to publish Standalone financial results for the quarter and year ended March 31, 2016 and Consolidated financial results will be made available on the website of the Stock Exchanges & Company.
- The standalone revenue from operation for the quarter ended 31 st March 2016 is Rs. 34,095.22 lacs and standalone net profit before tax is Rs. 627.60 lacs and standalone net profit after tax is Rs. 499.45 lacs.
- The Company has identified 'Technical Textile' as its only primary reportable segment in accordance with the requirements of Accounting Standard (AS) 17 - Segment Reporting. Accordingly no separate segment information has been provided.
- The figures for the quarter ended March 31, 2016 and March 31, 2015 are the balancing figures between the Audited figures in respect of the full financial year and the year to date figures upto the third quarter for the respective years which are subject to limited review by the Auditors.
- Previous periods/year figures have been regrouped/reclassified where ever considered necessary.

Place : Pithampur
Date : 20.05.2016



For and on behalf of the Board

(Signature)
WHOLE TIME DIRECTOR



FLEXITUFF INTERNATIONAL LIMITED
 Regd. Office: C 41-50, SEZ SECTOR - 3, PITHAMPUR, DHAR - 454775 (M.P.)
 CIN - L25202MP1993PLC034616

Audited Consolidated Statement of Assets and Liabilities			
(Rs. In Lacs)			
Sr. No	Particulars	As at 31/03/2016 Audited	As at 31/03/2015 Audited
A	EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share Capital		
	(b) Reserves and surplus	2,488.28	2,488.28
		35,818.49	35,404.32
	Sub-total - Shareholders' funds	38,306.77	37,892.60
2	Non-current liabilities		
	(a) Long-term borrowings	29,015.84	29,602.49
	(b) Deferred tax liabilities (net)	3,440.94	3,711.70
	(c) Long-term provisions	638.85	589.76
	Sub-total - Non-current liabilities	33,095.63	33,903.95
3	Current liabilities		
	(a) Short-term borrowings		
	(b) Trade payables	28,936.78	27,259.16
	(c) Other current liabilities	25,031.41	20,495.97
	(d) Short-term provisions	10,877.32	11,261.72
		102.45	380.44
	Sub-total - Current liabilities	64,947.96	59,397.29
	TOTAL - EQUITY AND LIABILITIES	136,350.37	131,193.84
B	ASSETS		
1	Non-current assets		
	(a) Fixed assets		
	(b) Non-current investments	71,055.67	69,791.26
	(c) Long-term loans and advances		2.35
	(d) Other non-current assets	493.56	287.30
		212.33	7.80
	Sub-total - Non-current assets	71,761.56	70,088.71
2	Current assets		
	(a) Current investments		
	(b) Inventories		
	(c) Trade receivables	16,689.36	14,903.22
	(d) Cash and cash equivalents	37,112.79	29,855.30
	(e) Short-term loans and advances	2,746.31	3,018.25
	(f) Other current assets	7,982.16	13,285.57
		58.18	42.79
	Sub-total - Current assets	64,588.80	61,105.13
	TOTAL - ASSETS	136,350.36	131,193.84

Place : Pithampur
 Date : 20.05.2016



For and on behalf of the Board

[Signature]
 Whole Time Director

