

ROSELABS FINANCE LIMITED

Lodha Excelus, N.M Joshi Marg, Mahalaxmi, Mumbai 400 011.

21st May, 2018

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Kala Ghoda, Fort,
Mumbai, 400001

Dear Sirs,

Outcome of Board Meeting

At its meeting held today, the Board of Directors ('the Board') have considered and approved following business Transaction:

1. Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we enclose herewith the Audited Financial Results for the year ended March 31, 2018, along with Audit report duly submitted by the Statutory Auditors of the Company
2. Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, We wish to inform that Mr. Mayank Padiya has been appointed as Independent Director of the Company with effect from 21st May, 2018.
3. Pursuant to Regulation 30 of Securities and Exchange Board of India (SEBI) (Listing Obligation and Disclosure Requirements) Regulations, 2015, We wish to inform that Mr. Mahesh Bhatt has been resigned from post of Company Secretary and Compliance Officer of the Company with effect from 21st May, 2018.
4. Pursuant to Regulation 30 of Securities and Exchange Board of India (SEBI) (Listing Obligation and Disclosure Requirements) Regulations, 2015, We wish to inform that Ms. Uma Hiremath has been appointed as Company Secretary and Compliance Officer of the company with effect from 21st May, 2018.

The above transaction were also approved by the Board of Directors at the meeting held today, which commenced at 3.00 p.m. and concluded at 7.30 p.m.

You are requested to take note of the above.

Yours faithfully
Roselabs Finance Limited



Sanjyot Rangnekar
Director
DIN: 07128992

ROSELABS FINANCE LIMITED

Lodha Excelus, N.M Joshi Marg, Mahalaxmi, Mumbai 400 011.

Date: 21st May, 2018

To,
The Listing Department,
BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai 400 001

Scrip: 531324

Dear Sir(s),

Ref : Regulation 30(2) of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Change in Key Managerial Personnel and Appointment of Independent Director

Dear Sir(s),

This is to inform you that the Board of Directors, at its meeting held on 21st May, 2018, has approved the following:

1. Ms. Uma Hiremath, has been appointed as Company Secretary of the Company with effect from 21st May, 2018. She is Associate Member of ICSI also has more than five year of experience in field of Secretarial work.
2. Mr. Mahesh Bhatt has been resigned from post of Company Secretary with effect from 21st May, 2018 due to pre occupation.
3. Mr. Mayank Padiya (DIN No: 07145403) has been appointed as Additional Director (categorized as Independent Director) of the Company with effect from 21st May, 2018. He is Company Secretary by profession also Graduate in Bachelor of business of administration from Saurashtra University and has experience in field of Legal and Secretarial work.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015. Kindly take the same on record.

Thanking You
Yours truly,

For Roselabs Finance Limited

Sanjyot Rangnekar

Sanjyot Rangnekar
Director
DIN: 07128992



Report On Quarterly Financial Results and Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**To the Board of Directors of Roselabs Finance Limited**

1. We have audited the accompanying Statement of Financial Results of Roselabs Finance Limited ('the Company') for the quarter and year ended March 31, 2018, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. The Statement, as it relates to the quarter ended March 31, 2018, are the balancing figures between audited figures in respect of the full financial and the published year to date figures up to the end of the third quarter of the financial year, prepared in accordance with the recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting" ('AS 25'). The Statement also relates to the year ended March 31, 2018, has been prepared on the basis of the related financial statements for the year ended March 31, 2018, prepared in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India. This Statement is the responsibility of the Company's Management and is approved by the Board of Directors. Our responsibility is to express an opinion on the Statement based on our audit of financial statements for the year ended March 31, 2018 and our review of financial results for the nine months period ended December 31, 2017.
3. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from 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 Company's preparation of the Statement that give a fair presentation view 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 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 Company's Directors, 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 on the Statement.



MSKA

& Associates

Chartered Accountants

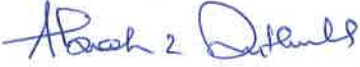
4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and
 - ii. gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net loss of the Company for the year ended 31st March 2018.
5. We draw attention to Note 3 & Note 4 to the unaudited financial results with regards to:
 - i. Receipt of Income Tax Demand of 119.74 Lakhs towards penalties under Section 271D of the Income Tax Act, 1961 and the Company has filed appeal there against with Commissioner of Income Tax (Appeals), Mumbai. No provision has been made for the same, as in the opinion of the management, based on expert opinion obtained and decision by the Appellate Tribunals and Courts in similar matter the same is not sustainable.
 - ii. The Board of the Company, at its meeting held on June 30, 2017 decided to seek cancellation of the Company's Certificate of Registration as a Non-Banking Financial Institution granted by Reserve Bank of India ('RBI') under section 45-IA of the RBI Act, 1934. The Company has applied to RBI for de-registration of its Certificate of Registration vide its letter dated July 3, 2017.

Our report is not qualified in respect of this matter.

For MSKA & Associates (Formerly known as MZSK & Associates)

Chartered Accountants

ICAI Firm Registration No.105047W



Abuali Darukhanawala

Partner

Membership No.: 108053



Place: Mumbai

Date: May 21, 2018

ROSELABS FINANCE LIMITED

CIN - L67120GJ1995PLC024070

Regd. Office : 416, Anand Mangal Complex, B/H. Omkar House, C.G. Road, Navrangpura, Ahmedabad - 380009

Tel.: +91.22.6133 4664

Website: www.roselabsfinancelimited.in, E-mail: roselabsfinance@lodhagroup.com

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MARCH, 2018

(₹ In Lakhs)

	Particulars	For the quarter ended			For the year ended	
		31-March-18 (Refer Note 2)	31-December-17 Reviewed	31-March-17 (Refer Note 2)	31-March-18 Audited	31-March-17 Audited
1	Income from Operations					
	(a) Net sales / Income from operations	2.48	280.22	11.46	352.64	251.77
	(b) Profit/(Loss) on Equity / Currency Derivatives	0.64	(8.89)	(43.62)	(49.58)	(14.57)
2	Other Income	6.50	-	0.07	148.50	1.01
3	Total Income from Operations (Net) (1+2)	9.62	271.33	(32.09)	451.56	238.21
4	Expenses					
	(a) Changes in Inventories	-	258.46	3.20	258.46	147.82
	(b) Employee Benefits Expense	1.54	3.07	21.75	10.75	21.75
	(c) Finance Costs	2.28	29.30	(14.11)	165.33	193.67
	(d) Other Expenses	4.49	2.71	2.17	12.69	17.96
	Total Expenses (4)	8.31	293.54	13.01	447.23	381.20
5	Profit/(Loss) before exceptional Items (3-4)	1.31	(22.21)	(45.10)	4.33	(142.99)
6	Exceptional Items	-	-	-	-	-
7	Profit/(Loss) before tax (5-6)	1.31	(22.21)	(45.10)	4.33	(142.99)
8	Tax Expenses (Net)	(1.74)	-	-	(1.74)	-
9	Profit/(Loss) for the year / period (7-8)	(0.43)	(22.21)	(45.10)	2.59	(142.99)
10	Net Profit / (Loss) for the year / period	(0.43)	(22.21)	(45.10)	2.59	(142.99)
11	Paid - up Equity Share Capital (Face value of ₹10 each)	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00
12	Reserves excluding Revaluation Reserve (As per Balance sheet of the previous accounting year)	-	-	-	(1,281.21)	(1,138.21)
13	Earnings Per Share (before and after ordinary items)(of ₹ 10 each) (Not Annualised):					
	(a) Basic	(0.004)	(0.22)	(0.45)	0.03	(1.43)
	(b) Diluted	(0.004)	(0.22)	(0.45)	0.03	(1.43)

Notes:

- The Audited financial results ('the Statement') of Roselabs Finance Limited ('RFL', the Company) for the quarter and year ended 31-March-18 have been reviewed by the Audit Committee and approved by the Board of Directors ('the Board') at its meeting held on 21-May-2018.
- The figures for the quarter ended 31-March-18 and 31-March-17 represents the balancing figures between the audited figures in respect of the full financial year and the reviewed published year-to-date figures up to the third quarter of the respective financial year.
- During the quarter ended 30th September, 2016, the Company received an Income Tax Demand of ₹ 119.74 Lakhs towards penalty under Section 271D of the Income Tax Act, 1961. The Company has filed an appeal with The Commissioner of Income Tax (Appeals), Mumbai. No provision has been made for the same, as in the opinion of the management which is based on expert opinion obtained and previous decision of the Appellate Tribunals and Courts on similar matter, is not sustainable.
- Pursuant to a review of the business strategy, the Board, at its meeting held on 30th June, 2017, decided to discontinue non-banking financial business and apply for voluntary deregistration of the Company's Certificate of Registration as a Non-Banking Financial Institution granted by Reserve Bank of India ('RBI') under section 45-IA of the RBI Act 1934. The Company, vide its letter dated 3rd July, 2017, has applied to RBI for the same.
- The Previous periods' / year's figures have been regrouped, rearranged and reclassified wherever necessary to conform to current year's presentation.

Place : Mumbai
Date : 21-May-2018



For ROSELABS FINANCE LIMITED

Sanjot Rangnekar
Sanjot Rangnekar
Director
DIN: 07128992

ROSELABS FINANCE LIMITED

CIN - L67120GJ1995PLC024070

Regd. Office : 416, Anand Mangal Complex, B/H. Omkar House, C.G. Road, Navrangpura, Ahmedabad - 380009

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Website: www.roselabsfinance.com, E-mail: roselabsfinance@lodhagroup.com

Statement of Assets and Liabilities		As at 31-March-18 ₹ In Lakhs (Audited)	As at 31-March-17 ₹ in Lakhs (Audited)
A	EQUITY AND LIABILITIES		
1	Shareholders' Funds		
	(a) Share Capital	1,000.00	1,000.00
	(b) Reserves and Surplus	(1,278.63)	(1,281.21)
	Sub-Total - Shareholders' Fund	(278.63)	(281.21)
2	Non-Current Liabilities		
	Long-Term Provisions	0.88	2.98
	Sub-Total - Non- Current Liabilities	0.88	2.98
3	Current Liabilities		
	(a) Short-Term Borrowings	737.53	2,854.14
	(b) Trade Payables	1.09	26.62
	(c) Other Current Liabilities	251.63	312.58
	Sub-Total - Current Liabilities	990.25	3,193.34
	TOTAL	712.50	2,915.11
B	ASSETS		
1	Non-Current Assets		
	Property, Plant and Equipment	-	-
	Long-Term Loans and Advances	392.89	1,232.93
	Sub-Total - Non- Current Assets	392.89	1,232.93
2	Current Assets		
	(a) Current Investments	0.13	0.13
	(b) Inventories	-	258.46
	(c) Trade Receivables	-	1,200.00
	(d) Cash and Cash Balances	45.87	100.15
	(e) Short-Term Loans and Advances	218.87	76.89
	(f) Other Current Assets	54.74	46.55
	Sub-Total - Current Assets	319.61	1,682.18
	TOTAL	712.50	2,915.11

For ROSELABS FINANCE LIMITED

Sanjyot Rangnekar

Sanjyot Rangnekar
Director
DIN: 07128992

Place : Mumbai
Date : 21-May-2018



ROSELABS FINANCE LIMITED

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Financial Results for the Year Ended 31st March, 2018
Segment wise Revenue, Results and Capital Employed

(₹ In Lakhs)

Particulars	For the quarter ended			For the year ended	
	31-March-18 (Refer Note)	31-December-17 Reviewed	31-March-17 (Refer Note)	31-March-18 Audited	31-March-17 Audited
1 Segment Revenue					
(a) Trading in Securities and Profit / Loss on Equity / Currency	0.64	250.89	(37.98)	221.83	193.60
(b) Financing Activity	2.48	20.44	5.82	81.23	43.60
Net sales/Income From Operations	3.12	271.33	(32.16)	303.06	237.20
2 Segment Results					
(a) Trading in Securities and Profit / Loss on Equity / Currency Derivatives	0.64	(7.57)	(41.18)	(36.63)	45.78
(b) Financing Activity	2.48	20.44	5.82	81.23	43.60
Total	3.12	12.87	(35.36)	44.60	89.38
Less:-					
(a) Interest	(2.28)	(29.30)	14.11	(165.33)	(193.67)
(b) Other Unallocable Expenditure	(6.03)	(5.78)	(23.92)	(23.44)	(39.71)
(c) Unallocable Income	6.50	-	0.07	148.50	1.01
Profit / (Loss) Before Tax	1.31	(22.21)	(45.10)	4.33	(142.99)
3 Capital Employed (Segment assets - Segment Liabilities)					
(a) Trading in Securities	-	7.61	335.80	-	335.80
(b) Financing Activity	198.01	316.33	1,192.90	198.01	1,192.90
(c) Advisory Services	-	-	1,200.00	-	1,200.00
(d) Unallocated	(476.64)	(602.12)	(3,009.91)	(476.64)	(3,009.91)
Total	(278.63)	(278.18)	(281.21)	(278.63)	(281.21)

Note:

The figures for the quarter ended 31-March-18 and 31-March-17 represents the balancing figures between the audited figures in respect of the full financial year and the reviewed published year-to-date figures up to the third quarter of the respective financial year.

For ROSELABS FINANCE LIMITED

Place : Mumbai
Date : 21-May-2018



S. Rangnekar
Sanjyot Rangnekar
Director
DIN: 07128992