

ROSELABS FINANCE LIMITED

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

7th February, 2018

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 unaudited Financial Results for the quarter ended December 31, 2017, along with limited review 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. Prakash Lavji Vaghela has been appointed as Independent Director of the Company with effect from 7th February, 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. Prakash Bhatt has been resigned from Independent Director of the Company with effect from 7th February, 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 7.00 p.m.

You are requested to take note of the above.

Yours faithfully

Roselabs Finance Limited



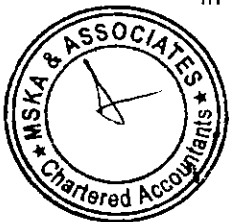
Sanjyot Rangnekar
Director
DIN: 07128992



Independent Auditor's Review Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**The Board of Directors
Roselabs Finance Limited**

1. We have reviewed the accompanying statement of unaudited financial results of Roselabs Finance Limited ('the Company') for the quarter ended December 31, 2017 and the year to-date results for the period April 1, 2017 to December 31, 2017 ('the Statement'), being submitted by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Agreement). This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors, which has been prepared in accordance with the recognition and measurement principles as laid down in the Accounting Standard 25 "Interim Financial Reporting" (AS 25), prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on these unaudited financial results based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (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 Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on review conducted above, nothing has come to our attention that causes to believe that the accompanying statement prepared in accordance with the recognition and measurement principal laid down in Accounting Standard 25, Interim Financial Reporting (AS 25), prescribed under section 133 of the Companies Act, 2013 and other recognized accounting practices and policies, and has not disclosed the information required to be disclosed in terms of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. We draw attention to Note 2 & Note 3 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.



MSKA

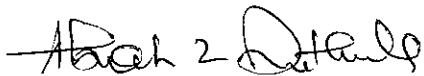
& Associates

Chartered Accountants

- 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



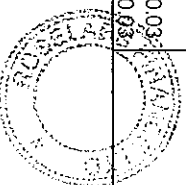
Abuali Darukhanawala
Partner
Membership No.: 108053
Place: Mumbai
Date: February 7, 2018



STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2017

(₹ in Lakhs)

Particulars	For the quarter ended			For the nine months ended			For the Year ended
	31-December-17 Unaudited	30-September-17 Unaudited	31-December-16 Unaudited	31-December-17 Unaudited	31-December-16 Unaudited	31-March-17 Audited	
1 Income from Operations							
(a) Net sales / Income from operations	280.22	41.61	23.83	350.16	240.31	251.77	
(b) Profit/(Loss) on Equity / Currency Derivatives	(8.89)	(26.90)	19.50	(50.22)	29.05	(14.57)	
2 Other Income	-	142.00	-	142.00	0.94	1.01	
3 Total Income from Operations (Net) (1+2)	271.33	156.71	43.33	441.94	270.30	238.21	
4 Expenses							
(a) Changes in Inventories	258.46	-	-	258.46	144.62	147.82	
(b) Employee Benefits Expense	3.07	6.14	-	9.21	-	21.75	
(c) Finance Costs	29.30	64.93	68.18	163.05	207.78	193.67	
(d) Other Expenses	2.71	1.06	4.93	8.20	15.79	17.96	
Total Expenses (4)	293.54	72.13	73.11	438.92	368.19	381.20	
5 Profit/(Loss) before exceptional items (3-4)	(22.21)	84.58	(29.78)	3.02	(97.89)	(142.99)	
6 Exceptional Items	-	-	-	-	-	-	
7 Profit/(Loss) before tax (5-6)	(22.21)	84.58	(29.78)	3.02	(97.89)	(142.99)	
8 Tax Expenses (Net)	-	-	-	-	-	-	
9 Profit/(Loss) for the period from Continuing Operation (7-8)	(22.21)	84.58	(29.78)	3.02	(97.89)	(142.99)	
10 Net Profit / (Loss) for the period	(22.21)	84.58	(29.78)	3.02	(97.89)	(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	1,000.00	
12 Reserves excluding Revaluation Reserve (As per Balance sheet of the previous accounting year)	-	-	-	-	-	(1,138.21)	
13 Earnings Per Share (before and after ordinary items) for ₹10 each (Not Annualised):							
(a) Basic	(0.22)	0.85	(0.30)	0.03	(0.98)	(1.43)	
(b) Diluted	(0.22)	0.85	(0.30)	0.03	(0.98)	(1.43)	



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

Notes:

- 1 The unaudited financial results ('the Statement') of Roselabs Finance Limited ('RFL', the Company') for the quarter and nine months ended 31-December-17 have been reviewed by the Audit Committee and approved by the Board of Directors ('the Board') at its meeting held on 7th-February-18.
- 2 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.
- 3 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 45-1A of the RBI Act 1934. The Company, vide its letter dated 3rd July, 2017, has applied to RBI for the same.
- 4 The Previous periods' / year's figures have been regrouped, rearranged and reclassified wherever necessary to conform to current period's presentation.

For ROSELABS FINANCE LIMITED



Sanjyot Rangnekar
Director
DIN: 07128992



Place : Mumbai
Date : 7th February, 2018

ROSELABS FINANCE LIMITED

CIN - L67120GJ1995PLC024070

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Tel: +91 22 61 33 4664 Website: www.roselabsfinance.in, E-mail: roselabsfinance@lodhgroup.com

Unaudited Financial Results for the Quarter and Nine months ended 31st December, 2017

(₹ in Lakhs)

Particulars	For the quarter ended			For the nine months ended		For the Year ended Audited
	31-December-17 Unaudited	30-September-17 Unaudited	31-December-16 Unaudited	31-December-17 Unaudited	31-December-16 Unaudited	
1 Segment Revenue						
(a) Trading in Securities and Profit / Loss on Equity / Currency Derivatives	250.89	(21.08)	25.39	221.19	231.58	193.60
(b) Financing Activity	20.44	35.79	17.94	78.75	37.78	43.60
Net sales/Income From Operations	271.33	14.71	43.33	299.94	269.36	237.20
2 Segment Results						
(a) Trading in Securities and Profit / Loss on Equity / Currency Derivatives	(7.57)	(21.08)	25.39	(37.27)	86.96	45.78
(b) Financing Activity	20.44	35.79	1.96	78.75	7.11	43.60
Total	12.87	14.71	27.35	41.48	94.07	89.38
Less:-						
(a) Interest	(29.30)	(64.93)	(52.20)	(163.05)	(177.11)	(193.67)
(b) Other Unallocable Expenditure	(5.78)	(7.20)	(4.93)	(17.41)	(15.79)	(39.71)
(c) Unallocable Income	-	142.00	-	142.00	0.94	1.01
Profit / (Loss) Before Tax	(22.21)	84.58	(29.78)	3.02	(97.89)	(142.99)
3 Capital Employed (Segment assets - Segment Liabilities)						
(a) Trading in Securities	7.61	292.30	359.08	7.61	359.08	335.80
(b) Financing Activity	316.33	947.34	191.18	316.33	191.18	892.90
(c) Advisory Services	-	718.60	1,200.00	-	1,200.00	1,200.00
(d) Unallocated	(602.12)	(2,214.22)	(1,986.36)	(602.12)	(1,986.36)	(2,709.90)
Total	(278.18)	(255.98)	(236.10)	(278.18)	(236.10)	(281.20)

For ROSELABS FINANCE LIMITED

Santosh Rangrekar

Director

DIN: 07128992



Place : Mumbai
Date : 7th February, 2018