



SOFTLOGIC HOLDINGS PLC

INTERIM FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 MARCH 2014

Softlogic Holdings PLC

CONSOLIDATED INCOME STATEMENT

	Unaudited 12 months to 31-03-2014 Rs.	Audited 12 months to 31-03-2013 Rs.	Change as a %	Unaudited 03 months to 31-03-2014 Rs.	Unaudited 03 months to 31-03-2013 Rs.	Change as a %
Revenue	29,281,557,919	25,360,636,147	15.46%	7,543,072,037	6,345,070,997	18.88%
Cost of sales	(19,492,234,407)	(17,143,556,549)	13.70%	(5,176,485,426)	(4,176,771,749)	23.94%
Gross profit	9,789,323,512	8,217,079,598	19.13%	2,366,586,611	2,168,299,248	9.14%
Other operating income	540,252,543	470,329,044	14.87%	118,771,267	40,787,225	191.20%
Distribution expenses	(1,543,627,063)	(1,323,911,846)	16.60%	(491,015,355)	(468,083,849)	4.90%
Administrative expenses	(5,987,522,814)	(5,032,208,723)	18.98%	(1,590,975,706)	(1,408,582,600)	12.95%
Results from Operating Activities	2,798,426,178	2,331,288,073	20.04%	403,366,817	332,420,024	21.34%
Finance income	1,172,335,193	825,455,974	42.02%	543,612,367	292,365,008	85.94%
Finance expenses	(2,764,713,408)	(2,754,633,185)	0.37%	(750,802,040)	(596,545,356)	25.86%
Net Finance Cost	(1,592,378,215)	(1,929,177,211)	-17.46%	(207,189,673)	(304,180,348)	-31.89%
Change in fair value of investment property	91,100,500	61,309,000	48.59%	83,690,500	61,309,000	36.51%
Share of profit of equity accounted investees	12,850,650	20,823,707	-38.29%	4,577,517	9,865,673	-53.60%
Profit before tax	1,309,999,113	484,243,569	170.52%	284,445,161	99,414,349	186.12%
Tax expense	(252,452,441)	(293,633,128)	-14.02%	(30,018,866)	(99,318,055)	-69.78%
Profit for the Period	1,057,546,672	190,610,441	454.82%	254,426,295	96,294	264118.22%
Attributable to:						
Equity holders of the parent	248,850,839	(338,365,963)	173.54%	52,576,746	77,966,174	-32.56%
Non-controlling interest	808,695,833	528,976,404	52.88%	201,849,549	(77,869,880)	-359.21%
Profit for the Period	1,057,546,672	190,610,441	454.82%	254,426,295	96,294	264118.22%
Earnings per share - Basic	0.32	(0.44)		0.07	0.10	
Dividend per share	0.13	0.30		0.13	0.30	

Note : Figures in brackets indicate deductions.

The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Unaudited 12 months to 31-03-2014 Rs.	Audited 12 months to 31-03-2013 Rs.	Change as a %	Unaudited 03 months to 31-03-2014 Rs.	Unaudited 03 months to 31-03-2013 Rs.	Change as a %
Profit for the period	1,057,546,672	190,610,441	454.82%	254,426,295	96,294	264118.22%
Other comprehensive income						
Currency translation of foreign operations	18,211,308	2,448,866	643.66%	(13,357,200)	5,321,244	-351.02%
Revaluation of land and buildings	60,300,500	1,678,021,953	-96.41%	-	-	-
Net (loss) / gain on available-for-sale financial assets	(61,303,025)	391,267,941	-115.67%	157,071,552	146,019,990	7.57%
Actuarial gains/ (loss) on retirement benefits	(2,330,859)	-	-	(2,330,859)	-	-
Tax on other comprehensive income	-	(156,081,827)	-100.00%	-	(150,193,632)	-100.00%
Other comprehensive income for the period, net of tax	14,877,924	1,915,656,933		141,383,493	1,147,602	
Total comprehensive income for the period, net of tax	1,072,424,596	2,106,267,374		395,809,788	1,243,896	
Attributable to:						
Equity holders of the parent	261,040,550	575,241,096		135,394,901	91,105,379	
Non-controlling interest	811,384,046	1,531,026,278		260,414,887	(89,861,483)	
Profit for the period	1,072,424,596	2,106,267,374		395,809,788	1,243,896	

Note : Figures in brackets indicate deductions.

The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

STATEMENT OF FINANCIAL POSITION

For the year ended 31 March	GROUP		COMPANY	
	Unaudited as at 2014 Rs.	Audited/ restated as at 2013 Rs.	Unaudited as at 2014 Rs.	Audited as at 2013 Rs.
ASSETS				
Non-current assets				
Property, plant and equipment	17,250,858,933	14,608,652,574	150,435,134	138,556,963
Lease rentals paid in advance	153,312,175	154,349,111	-	-
Investment property	2,266,146,000	2,175,045,500	394,000,000	333,699,500
Intangible assets	7,466,950,104	7,630,830,621	5,341,896	-
Investments in subsidiaries	-	-	9,035,730,282	8,269,143,002
Investments in associates	27,410,635	43,064,248	12,559,884	861,989,404
Other non current financial assets	5,453,759,316	5,163,842,564	75,435,440	226,330,874
Rental receivable on lease assets and hire purchase	3,685,515,680	4,278,441,219	-	-
Other non current assets	68,907,486	79,828,109	-	-
Deferred tax assets	303,143,057	230,672,828	-	-
	36,676,003,386	34,364,726,774	9,673,502,636	9,829,719,743
Current assets				
Inventories	5,117,382,782	3,705,323,096	-	-
Trade and other receivables	5,355,383,951	4,277,651,687	175,822,408	103,346,900
Loans and advances	2,077,038,703	1,912,559,755	-	-
Rental receivable on lease assets and hire purchase	4,679,374,429	2,986,756,466	-	-
Amounts due from related parties	868,702	94,382,414	2,499,357,785	901,045,992
Other current assets	2,573,003,674	1,668,241,445	32,210,199	14,800,718
Short term investments	7,351,821,040	3,544,438,862	1,643,910,925	512,099,401
Cash in hand and at bank	1,488,634,369	1,323,124,987	279,766,916	104,332,677
	28,643,507,650	19,512,478,712	4,631,068,233	1,635,625,688
Total Assets	65,319,511,036	53,877,205,486	14,304,570,869	11,465,345,431
EQUITY AND LIABILITIES				
Equity attributable to equity holders of the parent				
Stated capital	5,089,000,000	5,089,000,000	5,089,000,000	5,089,000,000
Revenue reserves	1,262,113,897	1,199,430,950	222,767,882	370,810,020
Other components of equity	467,394,600	1,062,275,245	(978,941)	(2,749,371)
	6,818,508,497	7,350,706,195	5,310,788,941	5,457,060,649
Non-controlling interest	6,146,351,747	6,298,335,034	-	-
	12,964,860,244	13,649,041,229	5,310,788,941	5,457,060,649
Non-current liabilities				
Insurance contract liabilities	4,382,014,235	3,218,377,437	-	-
Interest bearing borrowings	13,998,048,190	9,555,794,761	3,223,629,661	1,747,689,927
Public deposits	1,934,475,159	1,217,018,340	-	-
Deferred tax liabilities	331,403,922	366,359,147	-	-
Employee benefit liabilities	447,060,536	378,902,999	26,804,232	21,435,500
Other deferred liabilities	88,246,175	116,841,514	-	-
Other non current financial liabilities	-	1,812,828,000	-	906,414,000
	21,181,248,217	16,666,122,198	3,250,433,893	2,675,539,427
Current liabilities				
Trade and other payables	5,665,943,543	3,894,506,259	8,516,150	15,072,075
Amounts due to related parties	14,450,340	22,020,839	902,053,870	1,295,466,270
Income tax liabilities	147,959,922	191,813,895	-	-
Short term borrowings	11,585,961,068	7,710,575,994	3,921,121,063	947,436,149
Current portion of interest bearing borrowings	3,338,070,421	2,846,653,852	675,317,150	613,856,649
Other current liabilities	549,784,887	232,460,475	180,951,710	24,340,844
Public deposits	7,377,084,145	5,739,932,707	-	-
Bank overdrafts	2,494,148,249	2,924,078,038	55,388,092	436,573,368
	31,173,402,575	23,562,042,059	5,743,348,035	3,332,745,355
Total equity and liabilities	65,319,511,036	53,877,205,486	14,304,570,869	11,465,345,431

Note : Figures in brackets indicate deductions.

The above figures are not audited unless otherwise stated.

I certify that the financial statements comply with the requirements of the Companies Act No. 7 of 2007.

-sgd-

Chief Financial Controller

The Board of directors is responsible for the preparation and presentation of these financial statements.

-sgd-

Director

-sgd-

Director

02 June 2014
Colombo

Softlogic Holdings PLC

CASH FLOW STATEMENT

	GROUP		COMPANY	
	Unaudited 12 months to 31-03-2014 Rs.	Audited 12 months to 31-03-2013 Rs.	Unaudited 12 months to 31-03-2014 Rs.	Audited 12 months to 31-03-2013 Rs.
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax	1,309,999,113	484,243,569	(27,297,138)	348,228,778
Adjustments for:				
Finance income	(755,387,018)	(580,502,165)	(353,712,620)	(255,175,695)
Dividend income	(146,289,554)	(145,007,524)	(403,985,123)	(360,652,382)
Finance costs	2,764,713,408	2,754,633,185	986,999,050	709,435,645
Change in fair value of investment property	(91,100,500)	(61,309,000)	(60,300,500)	-
(Appreciation)/ depreciation in market value of quoted shares	(270,658,621)	(99,946,285)	(656,523)	(872,857)
Share of results of associates	(12,850,650)	(20,823,707)	-	-
Gratuity provision and related costs	106,084,050	81,842,123	6,704,232	8,508,006
Provision for impairment of receivables	-	(1,037,876)	-	11,601,478
Depreciation of property, plant and equipment	906,708,149	824,136,261	25,342,420	25,785,838
Profit on sale of property, plant and equipment	(34,751,196)	(85,286,164)	(16,622,339)	(60,320,550)
Profit on sale of investments	(280,230,823)	(86,159,406)	(56,984,480)	(337,263,068)
Profit on disposal of subsidiary	-	(16,476,268)	-	-
Profit on partial de-recognition of interest in subsidiary	(28,792,361)	-	-	-
Unrealised (gain)/loss on foreign exchange	31,401,653	(21,520,441)	-	-
Amortisation / impairment of intangible assets	203,462,136	194,546,170	2,221,133	-
Amortisation of prepaid lease rentals	1,036,936	1,036,933	-	-
Impairment & derecognition of property, plant & equipment	-	487,826	-	-
Profit before working capital changes	3,703,344,722	3,222,857,231	101,708,112	89,275,193
(Increase) / decrease in inventories	(1,412,059,686)	(225,165,421)	-	-
(Increase) / decrease in trade and other receivable	(1,077,732,264)	(829,605,355)	(72,475,508)	(37,588,735)
(Increase) / decrease in loans and advances	(921,427,500)	(598,297,098)	-	-
(Increase) / decrease in investments in lease and hire purchase	(1,099,692,424)	(1,204,089,991)	-	-
(Increase) / decrease in other current assets	(904,762,229)	(660,411,236)	(17,409,481)	10,033
(Increase) / decrease in amount due from related parties	93,513,712	(82,292,355)	(2,049,211,793)	266,505,459
Increase / (decrease) in trade and other payables	1,771,437,284	1,269,419,053	(6,555,925)	5,045,179
Increase / (decrease) in amount due to related parties	(7,570,499)	(11,570,532)	(393,412,400)	1,009,314,590
Increase / (decrease) in other current liabilities	317,324,412	39,890,727	156,610,866	11,393,738
Increase / (decrease) in public deposits	2,354,608,257	2,495,100,921	-	-
Increase / (decrease) in deferred income	(28,595,339)	37,478,774	-	-
Increase / (decrease) in Insurance provision	1,163,636,798	792,753,277	-	-
Cash generated from / (used in) operations	3,952,025,244	4,246,067,995	(2,280,746,129)	1,343,955,457
Finance income received	755,387,018	580,502,165	353,712,620	255,175,695
Finance expenses paid	(2,796,115,061)	(2,733,010,156)	(986,999,050)	(709,435,645)
Dividend received	27,000,000	19,800,000	403,985,123	360,652,382
Tax paid	(400,755,830)	(290,725,490)	-	(2,228,444)
Gratuity paid/ transfers	(37,766,487)	(29,462,851)	(1,335,500)	(760,780)
Net cash flow from / (used in) operating activities	1,499,774,884	1,793,171,663	(2,511,382,936)	1,247,358,665
CASH FLOWS FROM / (USED IN) INVESTING ACTIVITIES				
Purchase and construction of property, plant and equipment	(3,510,701,742)	(2,258,470,611)	(14,782,876)	(17,003,802)
Addition to investment property	-	-	-	(207,999,500)
Addition to intangible assets	(305,766,803)	(8,381,405)	(7,563,029)	-
(Increase)/ decrease in other non current assets	10,920,623	(69,647,329)	-	-
(Purchase) / disposal of short term investments (net)	(1,902,568,823)	246,632,160	507,224,211	(184,490,600)
Dividends Received	146,289,554	145,007,524	-	-
(Purchase) / disposal of other non current financial assets	434,892,652	(1,603,699,653)	27,665,864	448,739,245
Increase in interest in associate	-	-	-	(14,788,004)
Increase in interest in subsidiaries	-	-	(315,687,280)	(2,873,468,038)
Acquisition of associate	-	(1,250,000)	-	(1,250,000)
Acquisition of business, net of cash acquired (A)	-	(183,980,447)	-	-
Disposal of subsidiary	-	28,899,922	-	-
Proceeds from sale of property, plant and equipment and intangible assets	96,056,484	129,297,796	24,095,340	68,332,566
Net cash flow used in investing activities	(5,030,878,055)	(3,575,592,043)	220,952,230	(2,781,928,133)
CASH FLOWS FROM / (USED IN) FINANCING ACTIVITIES				
Dividend paid to non controlling interest	(613,590,164)	(437,113,099)	-	-
Proceeds from shareholders with non-controlling interest, on issue of rights in subsidiaries	-	495,836,726	-	-
Proceeds from long term borrowings	7,481,762,840	6,615,163,253	2,000,000,000	1,980,633,593
(Increase) / decrease of controlling interest	(2,529,972,054)	650,407,082	-	-
Repayment of long term borrowings	(3,395,587,491)	(7,527,608,082)	(492,510,478)	(1,933,546,255)
Proceeds from / (repayment of) short term borrowings (net)	4,624,785,074	86,371,304	2,973,684,912	672,082,659
Proceeds from other borrowings	-	1,812,828,000	-	904,414,000
Direct cost on issue of shares	(3,073,140)	(83,981,116)	-	-
Dividend paid to equity holders of parent	(120,033,286)	(233,700,000)	(120,745,000)	(233,700,000)
Net cash flow from financing activities	5,444,291,779	1,378,204,068	4,360,429,434	1,389,883,997
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	1,913,188,608	(404,216,312)	2,069,998,728	(144,685,471)
CASH AND CASH EQUIVALENTS AT THE BEGINNING	(312,393,037)	91,876,892	(332,240,691)	(187,555,220)
Effect of exchange rate changes	(220,073)	(53,617)	-	-
CASH AND CASH EQUIVALENTS AT THE END	1,600,575,498	(312,393,037)	1,737,758,037	(332,240,691)
ANALYSIS OF CASH AND CASH EQUIVALENTS				
Favourable balances				
Cash in hand and at bank	1,488,634,369	1,323,124,987	279,766,916	104,332,677
Short term investments	2,606,089,378	1,288,560,014	1,513,379,213	-
Unfavourable balances				
Bank overdrafts	(2,494,148,249)	(2,924,078,038)	(55,388,092)	(436,573,368)
Cash and cash equivalents	1,600,575,498	(312,393,037)	1,737,758,037	(332,240,691)

Note : Figures in brackets indicate deductions.
The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

CASH FLOW STATEMENT

ACQUISITION OF SUBSIDIARIES

Softlogic Capital PLC, which is a 54.15% owned subsidiary of Softlogic Holding PLC acquired 100% stake in Stockbrokers (Pvt) Ltd (Previously known as Arrenga Capital (Pvt) Ltd as at 01 April 2012.

The acquisition had the following effect on the Groups' assets and liabilities

	GROUP	
	Unaudited 12 months to 31-03-2014 Rs.	Audited 12 months to 31-03-2013 Rs.
Acquisition of Softlogic Stockbrokers (Pvt) Ltd [Previously known as Arrenga Capital (Pvt) Ltd]		
Property, Plant and Equipment	-	12,912,457
Intangible Assets	-	27,775,137
Deposits with Colombo Stock Exchange	-	3,500,000
Trade and Other Receivables	-	55,663,157
Prepayments	-	183,940
Cash and Bank Balance	-	18,619,495
Deferred Tax Liability	-	(785,210)
Retirement Benefit Obligation	-	(876,799)
Trade and Other Payables	-	(34,919,284)
Income Tax Payable	-	(908,860)
Bank Overdraft	-	(2,899,942)
Net Identifiable assets and liabilities	-	78,264,091
Non Controlling Interest holding	-	(35,884,653)
Goodwill/ (negative goodwill) acquired/ loss on disposal	-	65,756,665
	-	108,136,104
Investment by Non Controlling Interest	-	91,563,896
	-	199,700,000
Total purchase price paid		
Cash Consideration	-	199,700,000
Cash at Bank and in hand acquired	-	(15,719,553)
	-	183,980,447

Softlogic Holdings PLC

STATEMENT OF CHANGES IN EQUITY

GROUP

In Rs.	Attributable to equity holders of parent									Non-controlling interest	Total equity
	Stated capital	Treasury Shares	Revaluation reserve	Exchange translation reserve	Available for sale reserve	Statutory reserve fund	Other reserves - restated	Revenue reserve - restated	Total		
As at 1 April 2012	5,089,000,000	-	705,136,747	(96,334,476)	(38,507,190)	255,850,552	-	1,287,030,750	7,202,176,384	4,110,003,320	11,312,179,704
Tax adjustment previous year - associate	-	-	-	-	-	-	-	(15,616,650)	(15,616,650)	-	(15,616,650)
Changes in holdings of subsidiary companies	-	-	-	-	-	-	(129,341,654)	129,341,654	-	-	-
As at 1 April 2012 - restated	5,089,000,000	-	705,136,747	(96,334,476)	(38,507,190)	255,850,552	(129,341,654)	1,400,755,754	7,186,559,734	4,110,003,320	11,296,563,054
Profit for the period	-	-	-	-	-	-	-	(338,365,963)	(338,365,963)	528,976,404	190,610,441
Other comprehensive income	-	-	632,187,145	2,448,866	278,971,048	-	-	-	913,607,059	1,002,049,874	1,915,656,933
Total comprehensive income	-	-	632,187,145	2,448,866	278,971,048	-	-	(338,365,963)	575,241,096	1,531,026,278	2,106,267,374
Direct cost on issue of shares	-	-	-	-	-	-	-	(53,054,220)	(53,054,220)	(30,926,896)	(83,981,116)
Transfer to reserve fund	-	-	-	-	-	56,940,038	-	(56,940,038)	-	-	-
Allocation for Life Solvency	-	-	-	-	-	(225,000,000)	-	225,000,000	-	-	-
Treasury shares purchased during the period	-	(47,753,697)	-	-	-	-	-	-	(47,753,697)	-	(47,753,697)
Acquisitions, disposals and changes in holding - restated	-	-	-	-	-	-	(332,322,134)	255,735,417	(76,586,717)	1,125,345,430	1,048,758,713
Dividend paid	-	-	-	-	-	-	-	(233,700,000)	(233,700,000)	-	(233,700,000)
Subsidiary dividend to non-controlling interest	-	-	-	-	-	-	-	-	-	(437,113,098)	(437,113,098)
As at 31 March 2013 - restated	5,089,000,000	(47,753,697)	1,337,323,892	(93,885,610)	240,463,858	87,790,590	(461,663,788)	1,199,430,950	7,350,706,196	6,298,335,034	13,649,041,230
Profit for the period	-	-	-	-	-	-	-	248,850,839	248,850,839	808,695,833	1,057,546,672
Other comprehensive income	-	-	60,300,500	18,211,308	(64,571,535)	-	-	(1,750,562)	12,189,711	2,688,213	14,877,924
Total comprehensive income	-	-	60,300,500	18,211,308	(64,571,535)	-	-	247,100,277	261,040,550	811,384,046	1,072,424,596
Direct cost on issue of shares	-	-	-	-	-	-	-	(3,073,140)	(3,073,140)	-	(3,073,140)
Treasury shares purchased during the period	-	(8,167,488)	-	-	-	-	-	-	(8,167,488)	-	(8,167,488)
Transfer to reserve fund	-	-	-	-	-	61,310,904	-	(61,310,904)	-	-	-
Additions, disposals and changes in holding	-	-	-	-	-	-	(661,964,334)	-	(661,964,334)	(349,777,169)	(1,011,741,503)
Dividend paid	-	-	-	-	-	-	-	(120,033,286)	(120,033,286)	-	(120,033,286)
Subsidiary dividend to non-controlling interest	-	-	-	-	-	-	-	-	-	(613,590,164)	(613,590,164)
As at 31 March 2014	5,089,000,000	(55,921,185)	1,397,624,392	(75,674,302)	175,892,323	149,101,494	(1,123,628,122)	1,262,113,897	6,818,508,498	6,146,351,747	12,964,860,245

COMPANY

In Rs.	Stated capital	Available for sale reserve	Revenue reserve	Total equity
As at 1 April 2012	5,089,000,000	442,818,842	256,720,117	5,788,538,959
Profit for the period	-	-	347,789,903	347,789,903
Other comprehensive income	-	(445,568,213)	-	(445,568,213)
Total comprehensive income	-	(445,568,213)	347,789,903	(97,778,310)
Dividend paid	-	-	(233,700,000)	(233,700,000)
As at 31 March 2013	5,089,000,000	(2,749,371)	370,810,020	5,457,060,649
Profit for the period	-	-	(27,297,138)	(27,297,138)
Other comprehensive income	-	1,770,430	-	1,770,430
Total comprehensive income	-	1,770,430	(27,297,138)	(25,526,708)
Dividend paid	-	-	(120,745,000)	(120,745,000)
As at 31 March 2014	5,089,000,000	(978,941)	222,767,882	5,310,788,941

Note : Figures in brackets indicate deductions.

The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

INCOME STATEMENT

	Unaudited 12 months to 31-03-2014 Rs.	Audited 12 months to 31-03-2013 Rs.	Change as a %	Unaudited 03 months to 31-03-2014 Rs.	Unaudited 03 months to 31-03-2013 Rs.	Change as a %
Revenue	360,354,590	280,764,425	28.35%	87,963,115	68,135,450	29.10%
Cost of sales	(90,542,915)	(75,078,810)	20.60%	(20,262,358)	(11,501,733)	76.17%
Gross profit	269,811,675	205,685,615	31.18%	67,700,757	56,633,717	19.54%
Dividend income	403,985,123	358,107,954	12.81%	373,384,068	337,397,805	10.67%
Other operating income	89,677,861	403,611,206	-77.78%	67,965,919	15,105,888	349.93%
Administrative expenses	(218,442,390)	(168,333,332)	29.77%	(49,773,691)	(47,809,398)	4.11%
Results from Operating Activities	545,032,269	799,071,443	-31.79%	459,277,053	361,328,012	27.11%
Finance income	354,369,143	258,592,980	37.04%	104,285,142	83,888,944	24.31%
Finance expenses	(986,999,050)	(709,435,645)	39.12%	(293,038,770)	(203,687,293)	43.87%
Net Finance Cost	(632,629,907)	(450,842,665)	40.32%	(188,753,628)	(119,798,349)	57.56%
Change in fair value of investment property	60,300,500	-	-	-	-	-
Profit/ (loss) before tax	(27,297,138)	348,228,778	-107.84%	270,523,425	241,529,663	12.00%
Tax expense	-	(438,875)	-	-	(438,875)	-
Profit/ (loss) for the Period	(27,297,138)	347,789,903	-107.85%	270,523,425	241,090,788	12.21%

Softlogic Holdings PLC

STATEMENT OF COMPREHENSIVE INCOME

	Unaudited 12 months to 31-03-2014 Rs.	Audited 12 months to 31-03-2013 Rs.	Change as a %	Unaudited 03 months to 31-03-2014 Rs.	Unaudited 03 months to 31-03-2013 Rs.	Change as a %
Profit/ (loss) for the Period	(27,297,138)	347,789,903	-107.85%	270,523,425	241,090,788	12.21%
Other comprehensive income						
Net (loss) / gain on available-for-sale financial assets	1,770,430	(445,568,213)	-100.40%	2,377,462	269,755	781.34%
Other comprehensive income for the period, net of tax	1,770,430	(445,568,213)	-100.40%	2,377,462	269,755	781.34%
Total comprehensive income for the period, net of tax	(25,526,708)	(97,778,310)	-73.89%	272,900,887	241,360,543	13.07%

Note : Figures in brackets indicate deductions.

The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

NOTES TO THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Softlogic Holdings PLC, is a public limited company incorporated and domiciled in Sri Lanka and listed on the Colombo Stock Exchange.

The interim financial statements of the Group and the Company for the 12 months ended 31 March 2014 were authorised for issue by the Board of directors on 02 June 2014.

2. BASIS OF PREPARATION

The interim financial statements have been prepared in compliance with Sri Lanka Accounting Standard LKAS 34 -Interim Financial Reporting. These interim financial statements should be read in conjunction with the annual financial statements for the year ended 31 March 2013 and changes to the accounting policies as given in note 3 to these financial statements.

The presentation and classification of the financial statements of the previous period have been amended, where relevant, for better presentation and to be comparable with those of the current period.

The interim financial statements are presented in Sri Lankan Rupees.

3. CHANGE IN ACCOUNTING POLICIES

Goodwill or gain from a bargain purchase on subsequent acquisitions of further equity interest

During the year, the Group changed its accounting policy with respect to the recognition of goodwill or gain from a bargain purchase on subsequent acquisitions of further equity interest in its subsidiaries.

The Group now recognises goodwill or gain from a bargain purchase on subsequent acquisitions of further equity interest in its subsidiaries in the other components of equity instead of recognising it in the revenue reserve.

This change did not result in any material impact on the total equity of the group and the impact on each line item of consolidated equity statement of the Group is shown in the below:

	Stated capital	Other components of equity	Revenue reserve	Total	Non-controlling interest	Total equity
As at 1 April 2012						
As reported	5,089,000,000	826,145,633	1,287,030,750	7,202,176,383	4,110,003,320	11,312,179,703
Tax adjustment	-	-	(15,616,650)	(15,616,650)	-	(15,616,650)
Adjustments	-	(129,341,654)	129,341,654	-	-	-
Restated	5,089,000,000	696,803,979	1,400,755,754	7,186,559,733	4,110,003,320	11,296,563,053
As at 31 March 2013						
As reported/ restated	5,089,000,000	1,394,597,380	867,108,813	7,350,706,193	6,298,335,034	13,649,041,227
Adjustments	-	(332,322,134)	332,322,134	-	-	-
Restated	5,089,000,000	1,062,275,246	1,199,430,947	7,350,706,193	6,298,335,034	13,649,041,227

4. OTHER NON CURRENT FINANCIAL LIABILITIES

Softlogic Holdings PLC ("SH"), Softlogic Capital PLC ("SC") and Asian Alliance Insurance PLC ("AAI") entered into a "Shareholders Agreement" and "Share Purchase Agreement" dated 20 December 2012 as amended 13 February 2013 with Deutsche Investitions - Und Entwicklungsgesellschaft MBH ("DEG") and Nederlandse Financierings-Maatschappij Voor Ontwikkelingslanden N.V. ("FMO") to sell 19% of the ordinary shares of AAI, held by SH to FMO and 19% of the AAI ordinary shares held by SC to DEG. As per the above agreements, SC has granted a 'Put Option' to FMO and DEG which will be valid for a three year period with effect from 7 March 2017 to repurchase 38% of the shares held by DEG and FMO based on a 'Put Option' price as specified in the amended agreements.

As per the New Sri Lankan Accounting Standards framework (SLFRS/LKAS) adopted by the Group with effect from 1 April 2012 the Investment in AAI sold to FMO and DEG by SH and SC did not meet the de-recognition criteria in LKAS 39, and continued to be recognised as an Investment and the proceeds received under this transaction with FMO and DEG was recognised as a financial liability in the group financial statements as of 31 March 2013.

Subsequent to the further amendments made to the "Shareholders Agreement" on 31 March 2014, the group met the de-recognition criteria as per LKAS 39, and the said 38% stake held by SH and SC in AAI and the financial liability which initially recognized in the group financial statements were de recognized in the group financial statements as at 31 March 2014.

Softlogic Holdings PLC

NOTES TO THE FINANCIAL STATEMENTS

5. SHARE INFORMATION

5.1 Public Share Holdings

The percentage of shares held by the public as at 31 March 2014 was 30.05% (as at 31 March 2013 - 30.84%)

5.2 Directors' Share Holdings

The number of shares held by the Board of directors are as follows:

As at	31-03-2014
A K Pathirage - Chairman/ Managing Director	349,135,096
G W D H U Gunawardena	57,527,300
R J Perera	60,836,700
H K Kaimal	64,870,800
M P R Rasool	Nil
Dr S Selliah	2,000,000
Deshamanya P D Rodrigo	Nil
W M P L De Alwis	Nil
G L H Premaratne (appointed w.e.f. 20 February 2014)	Nil
R A Ebell (appointed w.e.f. 20 March 2014)	Nil
Total	534,369,896

5.3 Twenty Largest Shareholders of the Company are as follows:

As at	Number of shares 31-03-2014	%
1 Mr. A K Pthirage	311,860,096	40.03
2 Mr. H K Kaimal	64,870,800	8.33
3 Mr. R J Perera	60,836,700	7.81
4 Mr. G W D H U Gunawardena	57,527,300	7.38
5 Pemberton Asian Opportunities Fund	40,000,000	5.13
6 Commercial Bank of Ceylon PLC/ A K Pathirage	38,950,000	5.00
7 Bank of Ceylon A/C Ceybank Unit Trust	20,472,173	2.63
8 Sri Lanka Insurance Corporation Ltd - General Fund	15,812,400	2.03
9 Dr. K M P Karunaratne	10,313,159	1.32
10 Employees Provident Fund	7,230,500	0.93
11 Asian Alliance Insurance PLC - A/C 02 (Life Fund)	4,591,702	0.59
12 Mrs. A Selliah	4,236,000	0.54
13 Arunodhaya Investments (Private) Limited	3,950,000	0.51
14 Arunodhaya Industries (Private) Limited	3,950,000	0.51
15 Arunodhaya (Private) Limited	3,950,000	0.51
16 Waldock Mackenzie Ltd/ Hi-Line Trading (Pvt) Ltd	3,868,046	0.50
17 Miss. S Subramaniam	3,800,000	0.49
18 Mr. V Kailasapillai	3,800,000	0.49
19 Mrs. A Kailasapillai	3,800,000	0.49
20 Sampath Bank PLC - A/C No. 1	3,594,000	0.46

6. STATED CAPITAL MOVEMENTS

	Rs
As at 01 April 2013	5,089,000,000
As at 31 March 2014	5,089,000,000

7. INVESTOR INFORMATION

7.1 Market Value of Shares

The market value of an ordinary share of Softlogic Holdings PLC was as follows.

	31-03-2014
Closing price on	10.60
Highest price recorded for the three months ending	12.00
Lowest price recorded for the three months ending	8.40
Market Capitalisation (Rs. Mn)	8,257.40

7.2 Ratios

Net assets per share at the period end 8.80

7.3 Share Trading information from 01 January 2014 to 31 March 2014

Number of shares traded 38,423,580
Value of shares traded (Rs.) 401,910,869

8. LISTED DEBENTURES

Details regarding the listed debentures are as follows;

8.1 10,000,000 rated unsecured redeemable debentures at the face value of Rs. 100.00 each with an annual effective interest rate of 16.70% were issued on 09 September 2013 which will be matured on 09 September 2016.

Interest rate of comparable Government Securities as at 31 March, 2014 7.85% (Net of tax)

8.2 Ratios

	31-03-2014
Debt/ equity ratio	2.40
Quick asset ratio	0.80
Interest cover	1.40

8.3 The Listed Debentures were not traded during the three month period from 01 January 2014 to 31 March 2014. Therefore, Highest Traded Price, Lowest Traded Price, Interest Yield and Yield to Maturity of trade as at 31 March 2014 were not available.

Softlogic Holdings PLC

NOTES TO THE FINANCIAL STATEMENTS

9. CONTINGENCIES

CONTINGENT LIABILITIES

There were no significant contingent liabilities as at the date of the statement of financial position other than what is disclosed below, which require adjustments to or disclosures in the financial statements.

- 9.1 Pending litigations against Asiri Hospital Holdings PLC and Asiri Hospitas Matara (Pvt) Ltd with a maximum liability of Rs. 43 Mn and Rs. 51 Mn respectively exist as at the balance sheet date. Although there can be no assurance, the directors believe, based on the information currently available, that the ultimate resolution of such legal procedures would not likely to have a material adverse effect on the results of operations, financial position or liquidity of the group. Accordingly no provision for any liability has been made in these financial statements.

- 9.2 Asian Alliance Insurance PLC has been issued with an assessment by the Department of Inland Revenue on 28 October 2011 and 26 April 2013 under the Value Added Tax Act, in relation to the taxable period ending 31 December 2009 and 2010 for Rs. 4.90 Mn and Rs. 26.90 Mn respectively.

The Company has filed an appeal in November 2011 on the basis that the underlying computation includes items which are exempt /out of scope of the VAT Act. The Commissioner General of Inland Revenue has determined the assessment and the Company is in the process of appeal to the Tax Appeals Commission. The Company is awaiting the final decision.

Based on the information available and the Tax expert advice, the Directors are confident that the ultimate resolution of the above contingency is unlikely to have a material adverse effect on the Statement of Financial Position of the Company.

10. CAPITAL AND OTHER COMMITMENTS

As at 31 March 2014, the group had capital commitments contracted but not provided in the financial statements amounting to Rs. 2,620 Mn (31 March 2013 - 2,019 Mn).

11. POST BALANCE SHEET EVENTS

There were no significant events subsequent to the date of the statement of financial position, which require disclosure in the interim financial statements other than the following.

- 11.1 In March 2014, the shareholders of Softlogic Capital PLC, which is a subsidiary of Softlogic Holdings PLC approved to issue 388,960,000 ordinary shares in the proportion of thirteen (13) ordinary shares for every ten (10) ordinary shares in the capital of the Company by way of a Rights Issue, at a price of three rupees and forty cents (Rs. 3.40) per share. Immediately after the right issue, the total no of shares of Softlogic Capital PLC increased to 688,160,000 shares from 299,200,000 shares.

Subsequent to the Rights Issue, shares were listed at the Colombo Stock Exchange on 22 May 2014 .

The purpose of the issue was to settle Rs. 1,322,464,000/- of the outstanding debt of the Company and funds raised from the issue have accordingly been utilized for the said purpose.

- 11.2 Softlogic Holdings PLC, which is the parent company of Softlogic Capital PLC subscribed to its entire entitlement of rights (i.e. 72.34%) and also applied for additional 55,298,284 right shares issued by Softlogic Capital PLC. After the allocation of shares of right issue, the controlling stake of the entity increased to 80.38% from 72.34%.

As a result of it, the effective holding in the Softlogic Finance PLC increased to 51.67% from 46.66%, Asian Alliance Insurance PLC increased to 47.20% from 42.49% and Softlogic Stockbrokers (Pvt) Ltd increased to 80.38% from 72.34%.

Softlogic Holdings PLC

NOTES TO THE FINANCIAL STATEMENTS

12. RELATED PARTY TRANSACTIONS

12.1 Transactions with related parties

	Group		Company	
	Unaudited 12 months to 31-03-2014	Unaudited 12 months to 31-03-2013	Unaudited 12 months to 31-03-2014	Unaudited 12 months to 31-03-2013
	Rs.	Rs.	Rs.	Rs.
Subsidiaries				
(Purchases) / sales of goods	-	-	(16,203,937)	(6,240,660)
(Receiving) / rendering of services	-	-	330,606,590	251,660,675
(Purchases) / sale of property plant & equipment	-	-	(12,668,394)	(3,010,928)
Loans given / (obtained)	-	-	862,622,047	671,087,585
Interest received / (paid)	-	-	301,540,484	208,971,703
Rent received / (paid)	-	-	16,630,000	20,182,000
Dividend received	-	-	379,542,198	340,287,954
Guarantee charges received	-	-	-	5,987,241
Guarantees given / (obtained)	-	-	(6,461,400,000)	(4,306,145,000)
Associates				
(Purchases) / sale of property plant & equipment	26,466,211	19,671,031	-	-
(Receiving) / rendering of services	(186,055,138)	(86,128,107)	11,568,000	13,121,750
Dividend received	-	-	24,300,000	17,820,000
Key management personnel				
(Receiving) / rendering of services	-	-	-	-
Close family members of KMP				
(Receiving) / rendering of services	-	-	-	-
Post employment benefit plan				
Contributions to the provident fund	6,153,896	5,098,369	3,629,428	2,975,009

12.2 Terms and conditions of transactions with related parties

Transactions with related parties are carried out in the ordinary course of the business. Outstanding current account balances at year end are unsecured, interest free and settlement occurs in cash. Interest bearing borrowings are at pre-determined interest rates and terms.

Softlogic Holdings PLC

CORPORATE INFORMATION

Name of Company

Softlogic Holdings PLC

Legal Form

Public Limited Liability Company

Incorporated in Sri Lanka on 25 February 1998 as a Private Limited Liability Company under the Companies Act No. 17 of 1982

Re-registered on 17 December 2007 as a Public Limited Liability Company under the Companies Act No 07 of 2007.

Ordinary shares listed on Main Board of Colombo Stock Exchange

The status of the Company was changed to a Public Limited Company on 10 December 2008. Subsequent to the listing of shares on the Main Board of Colombo Stock Exchange, the name of the Company was changed to Softlogic Holdings PLC on 25 August 2011

Company Registration No

PV 1536 PB/PQ

Registered Office of the Company

14, De Fonseka Place,
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Contact Details

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E-mail : info@softlogic.lk

Web : www.softlogic.lk

Directors

A K Pathirage - Chairman/ Managing Director

G W D H U Gunawardena

R J Perera

H Kaimal

R Rasool

Dr S Selliah

Deshamanya P D Rodrigo

W M P L De Alwis, PC

G L H Premaratne

R A Ebell

Audit Committee

Deshamanya P D Rodrigo - Chairman

W M P L De Alwis, PC

Dr S Selliah

Remuneration Committee

W M P L De Alwis - Chairman

Deshamanya P D Rodrigo

Secretaries and Registrars

Softlogic Corporate Services (Pvt) Ltd

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Bankers

Amana Bank Limited

Bank of Ceylon

Citibank NA

Commercial Bank Ceylon PLC

DFCC Bank PLC

Hatton National Bank PLC

Hongkong & Shanghai Banking Corporation

National Development Bank PLC

Nations Trust Bank PLC

Pan Asia Banking Corporation

Sampath Bank PLC

Seylan Bank PLC

Union Bank Colombo PLC

Auditors

Ernst & Young

Chartered Accountants

201, De Saram Place,

Colombo 10