



RUCHI INFRASTRUCTURE LIMITED

Regd. Office : 615, Tulsiani Chambers, 212 Nariman Point, Mumbai - 400 021.

Tel. : 6656 0600 / 2282 4851 • Fax : 2202 3160

14/08/2012

Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Tower,
Dalal Street, **Mumbai – 400 001**

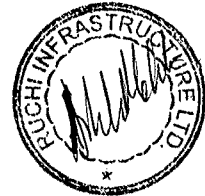
National Stock Exchange of India Ltd.,
“Exchange Plaza”, Bandra-Kurla Complex,
Bandra (E), **Mumbai – 400 051**

Dear Sirs,

Sub. : Outcome of the meeting of Board of Directors held on 14th August, 2011

The Board of Directors of the Company at its meeting held on 14th August, 2012, inter-alia, considered the following –

- A) Audited Annual Accounts of the Company for the year ended 31st March, 2012 were approved by the Board of Directors of the Company. Financial Results for the said financial year are given hereinafter in para (D) with the figures for corresponding period for your information and records. Also please find enclosed herewith the audited financial figures in the format prescribed under clause 41 of the Listing Agreement. (Refer **Annexure - A**)
- B) The Board has recommended a dividend of 6% (Re. 0.06 per equity share of face value Rs.1/-) on Equity Share Capital of Rs. 20,52,39,942.
- C) It was decided to call the 28th Annual General Meeting of the Company at 12.30 PM on Tuesday, the 25th September, 2012 at Sunville Deluxe Pavillian, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai – 400 018. Notice for calling the Annual General Meeting was also approved by the Board. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 22nd September, 2012 to Tuesday, 25th September, 2012 (both days inclusive) for ascertainment of dividend, if any.





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D) Financial result and appropriation of profit is as follows:-

FINANCIAL RESULTS:

	(Rs. in Crore)	
	2011-12	2010-11
Total Revenue	2964.27	1752.63
Profit before Depreciation, Tax & Extraordinary Items	<u>39.40</u>	<u>49.39</u>
Less: Depreciation	26.00	26.18
Profit before Tax & Extraordinary Items	13.40	23.21
Less : Extraordinary Items	--	(1.16)
Profit before Tax	13.40	24.37
Less: Provision for Tax	6.64	6.85
Less: Provision for deferred tax	(3.14)	(2.65)
Less: Provision for Taxation of earlier year	0.65	(0.17)
Profit after Taxation	9.25	20.34
Add: Balance brought forward from previous year	27.57	22.94
Amount available for appropriation	<u>36.82</u>	<u>43.28</u>
APPROPRIATIONS:		
General Reserve	4.00	10.00
Dividend on Preference Shares	3.28	3.28
Dividend on Equity Shares	1.23	1.64
Tax on Dividend	0.73	0.79
Surplus Carried to Balance Sheet	27.58	27.57
	<u>36.82</u>	<u>43.28</u>





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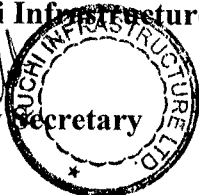
E) Unaudited Financial Results of the Company for the quarter ended 30th June, 2012 were approved by the Board. The Statutory Auditors have carried out limited review of the same. The results along with the Limited Review Report thereon are annexed as **Annexure- B**.

Kindly take note of above in compliance of provisions of the Listing Agreements.

We hope, you will find the above in order.

Thanking you,
Yours faithfully,
For **Ruchi Infrastructure Ltd.**

Company Secretary



Enclosures : As above.

RUCHI INFRASTRUCTURE LTD

Regd. Office :615, Tulsiani Chambers, Nariman Point, Mumbai – 400 021

Part I 1 STATEMENT OF STANDALONE AND CONSOLIDATED AUDITED RESULTS FOR THE YEAR ENDED ON 31st MARCH 2012					(Rs. in Lac)
PARTICULARS	STANDALONE		CONSOLIDATED		
	Current year ended 31.3.2012	Previous year ended 31.3.2011	Current year ended 31.3.2012	Previous year ended 31.3.2011	
	(Audited)	(Audited)	(Audited)	(Audited)	
1 Income from operations					
(a) Net Sales/Income from operations (Net of excise duty)	296,427	175,263	297,128	206,398	
(b) Other Operating Income					
Total income from operations(net)	296,427	175,263	297,128	206,398	
2 Expenses					
(a) Cost of materials consumed	132,452	101,901	132,452	101,901	
(b) Purchases of stock-in-trade	147,688	60,507	148,329	87,417	
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade.	(605)	(1,697)	(605)	(1,697)	
(d) Employee benefits expenses	743	676	743	872	
(e) Depreciation and amortisation expense	2,600	2,618	2,600	2,799	
(f) Other expenses	11,138	8,723	11,146	12,039	
Total Expenses	294,016	172,730	294,665	203,331	
3 Profit/(Loss) from operations before other income, finance costs and exceptional items(1-2)	2,411	2,533	2,463	3,067	
4 Other Income	2,726	1,389	2,728	1,455	
5 Profit/(Loss) from ordinary activities before finance costs and exceptional items(3+4)	5,137	3,922	5,191	4,522	
6 Finance costs	3,797	1,601	3,798	2,200	
7 Profit/(Loss) from ordinary activities after finance costs but before exceptional items(5+6)	1,340	2,321	1,393	2,322	
8 Exceptional Items	-	-	-	-	
9 Profit/(Loss) from ordinary activities before tax(7+8)	1,340	2,321	1,393	2,322	
10 Tax Expenses	415	403	433	281	
11 Net Profit/(Loss) from ordinary activities after tax(9+10)	925	1,918	960	2,041	
12 Extraordinary items (net of tax expenses)	-	116	-	116	
13 Net Profit/(Loss) for the period (11+12)	925	2,034	960	2,157	
14 Share of Profit/(loss) of associates	-	-	-	-	
15 Minority Interest	-	-	-	(61)	
16 Net Profit/(Loss) after taxes, minority interest and share of profit/(loss) of associates (13+14+15).	925	2,034	960	2,096	
17 Paid up - Equity Share Capital (Face value Rs.1/- per share)	2,052	2,052	2,052	2,052	
Preference Share Capital (Face value Rs.100/- per share)	5,461	5,461	5,461	5,461	
18 Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	16,122	15,721	17,278	16,511	
19.i Earning per share (before extraordinary items) (of Rs. 1/-each) (not annualised)(in Rs. Per share)					
a) Basic	0.27	0.74	0.28	0.80	
b) Diluted	0.27	0.70	0.28	0.76	
19.ii Earning per share (after extraordinary items) (of Rs.2/-each) (not annualised)(in Rs. Per share)					
a) Basic	0.27	0.81	0.28	0.86	
b) Diluted	0.27	0.76	0.28	0.81	

Part II				
A. PARTICULARS OF SHARE HOLDING				
1	Public shareholding			
	No. of shares	99,161,087	97,916,282	99,161,087
	Percentage of Holding	48.31	47.71	48.31
2	Promoters and Promoters group shareholding			
a)	Pledged/Encumbered			
	- Number of shares	3,875,000	15800000	3,875,000
	- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	3.65	14.72	3.65
	- Percentage of shares(as a % of the total share capital of the Company)	1.89	7.70	1.89
b)	Non-encumbered			
	- Number of shares	102,203,855	91,523,660	102,203,855
	- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	96.35	85.28	96.35
	- Percentage of shares(as a % of the total share capital of the Company)	49.80	44.59	49.80

	Current year ended 31.3.2012
Particulars	
B. INVESTOR COMPLAINTS	
Pending at the beginning of the year	Nil
Received during the year	Nil
Disposed of during the year	Nil
Remaining unresolved at the end of the year	Nil

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : 14th August, 2012

DIRECTOR

Sd/-

RUCHI INFRASTRUCTURE LTD

Regd. Office : 615, Tulsiani Chambers, Nariman Point, Mumbai – 400 021

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

		(Rs.in lacs)			
2	PARTICULARS	STANDLONE		CONSOLIDATED	
		Current year ended 31.3.2012	Previous year ended 31.3.2011	Current year ended 31.3.2012	Previous year ended 31.3.2011
	Refer note below	(Audited)	(Audited)	(Audited)	(Audited)
1	Segment Revenue				
	Oils	292,070	168,067	292,070	168,067
	Infrastructure	4,050	3,788	4,050	3,788
	Others	307	3,408	1,008	34,543
	Total Segment Revenue	296,427	175,263	297,128	206,398
	Less : Inter segment Revenue	-	-	-	-
	Net Sales/Income from operations	296,427	175,263	297,128	206,398
2	Segment Results (Profit/(loss) before tax and interest from each segment)				
	Oils	5,481	3,818	5,481	3,818
	Infrastructure	852	578	852	578
	Others	59	(97)	113	503
	Unallocable	(1,255)	(377)	(1,255)	(377)
	Total	5,137	3,922	5,191	4,522
	Less: (i) Finance Cost	3,797	1,601	3,798	2,200
	(ii) Other unallocable expenditure net off un-allocable income	-	-	-	-
	Total Profit before tax	1,340	2,321	1,393	2,322
3	Capital Employed (Segment Assets less Segment Liabilities)				
	Oils	4,098	1,771	4,098	1,771
	Infrastructure	19,130	19,378	19,130	19,378
	Others	126	113	2,469	2,014
	Unallocable	23,702	19,541	23,702	19,541
	TOTAL	47,056	40,803	49,399	42,704

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : 14th August, 2012

Sd/-
DIRECTOR

3 Statement of Assets and Liabilities

(Rs.in Lac)

	Particulars	STANDALONE		CONSOLIDATED	
		As at current year ended on 31.3.2012	As at previous year ended on 31.3.2011	As at current year ended on 31.3.2012	As at previous year ended on 31.3.2011
A	EQUITY AND LIABILITIES				
(1)	Shareholders' funds				
	(a) Share capital	7,513.01	7,513.01	7,513.01	7,513.01
	(b) Reserves and surplus	16,121.91	15,720.63	17,278.27	16,510.55
	Sub-total-Shareholders' funds	23,634.92	23,233.64	24,791.28	24,023.56
(2)	Minority interest	-	-	(653.63)	(355.76)
(3)	Non-current liabilities				
	(a) Long-term borrowings	13,369.78	6,366.16	13,369.78	6,366.16
	(b) Deferred tax liabilities (Net)	181.21	495.56	(140.38)	155.15
	(c) Other Long term liabilities	-	-	-	-
	(d) Long-term provisions	23.95	4.88	23.95	4.88
	Sub-total-Non-current liabilities	13,574.94	6,866.60	13,253.35	6,526.19
(4)	Current liabilities				
	(a) Short-term borrowings	19,449.62	11,885.09	19,660.50	11,885.10
	(b) Trade payables	29,639.06	36,672.51	29,742.95	36,853.07
	(c) Other current liabilities	2,879.23	10,241.81	2,990.40	10,439.06
	(d) Short-term provisions	528.51	587.07	528.51	587.07
	Sub-total-current liabilities	52,496.42	59,386.48	52,922.35	59,764.30
	TOTAL -EQUITY AND LIABILITIES	89,706.28	89,486.72	90,313.35	89,958.29
B.	ASSETS				
(1)	Non-current assets				
	(a) Fixed assets	23,343.07	24,413.61	23,496.55	24,567.09
	(b) Non-current investments	10,927.50	10,716.24	8,796.57	8,796.55
	(c) Long-term loans and advances	855.12	1,038.21	894.96	1,086.06
	(d) Other non-current assets	299.66	79.95	653.27	415.63
	Sub-total-Non-current Assets	35,425.35	36,248.01	33,841.35	34,865.33
(2)	Current assets				
	(a) Current investments	147.77	-	-	-
	(b) Inventories	16,085.24	23,088.09	16,085.24	23,088.09
	(c) Trade receivables	13,669.97	11,257.06	14,123.77	11,578.88
	(d) Cash and Bank Balances	21,119.42	13,834.55	20,870.81	13,610.23
	(e) Short-term loans and advances	2,600.01	4,940.43	3,055.91	5,256.07
	(f) Other current assets	658.52	118.57	2,336.27	1,559.69
	Sub-total-Current Assets	54,280.93	53,238.71	56,472.00	55,092.96
	TOTAL -ASSETS	89,706.28	89,486.72	90,313.35	89,958.29

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : 14th August, 2012

Sd/-
DIRECTOR

Notes:

- 1 The above results have been reviewed by the Audit Committee and have been approved by the Board of Directors of the Company at the meeting held on 14th August, 2012.
- 2 Pursuant to notification dated 31st March 2009, and subsequently on 29th December 2011 and 31st March 2012 issued by the Ministry of Corporate Affairs, the Company has exercised the option available under the said Clause. Accordingly, the exchange difference arising on reporting of long term foreign currency monetary items, in so far as they relate to acquisition of depreciable fixed assets, have been adjusted to the cost of the assets and in other cases, the same has been accumulated in 'Foreign Currency Monetary Item Translation Difference Account' and will be amortised over the balance period of liability. On account of this change in the method of accounting, the profit before tax for the year ended 31st March 2012 is higher by Rs. 1617 lacs.
- 3 The results of subsidiary companies, namely Peninsular Tankers Pvt Ltd, Mangalore Liquid Impex Pvt Ltd, Union Infrastructure Solutions Pvt Ltd, Ruchi Green Energy Pvt Ltd, Ruchi Resources Pte Ltd and associates Narang & Ruchi Developers and Shubdeep Habitants LLP have been consolidated.
- 4 The financial statements have been prepared as per the Revised Schedule VI to the Companies Act, 1956 which had a significant impact on presentation. Previous year figures have been regrouped/ reclassified to make them comparable with those of current year.

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Place : Mumbai

Date : 14th August, 2012

Sd/-
DIRECTOR

To,
The Board of Directors
Ruchi Infrastructure Ltd
Mumbai

14.08.2012

Sub : Limited Review for the quarter ending 30th June 2012

Dear Sir,

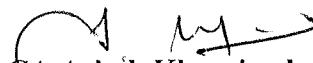
We have reviewed the accompanying statement of un audited financial result of **RUCHI INFRASTRUCTURE LIMITED** for the quarter ending 30th June 2012. This statement is the responsibility of the company's management and has been approved by the Board of directors. Our responsibility is to issue a report on these financial statements based on our review.

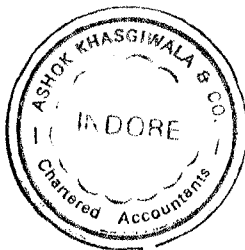
We conducted our review in accordance with the standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of un audited financial results prepared in accordance with the applicable accounting standards and other recognized accounting practices has not disclose the information required to be disclose in terms of clause 41 of the listing agreement including the manner in which it is to be disclosed or that it contains any material misstatement.

Thanking You

For Ashok Khasgiwala & Co.
Chartered Accountants


CA Ashok Khasgiwala
(Partner)
M.No. 070288



Encl : as above

RUCHI INFRASTRUCTURE LTD

Regd. Office :615, Tulsiani Chambers, Nariman Point, Mumbai – 400 021

Part I UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE 2012

Rs. In Lacs

PARTICULARS	Quarter Ended 30.06.2012	Quarter Ended 31.03.2012	Quarter Ended 30.06.2011	Year ended 31.3.2012
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Income from operations				
(a) Net Sales/Income from operations (Net of excise duty)	38393	41919	98884	296,427
(b) Other Operating Income				
Total income from operations(net)	38393	41,919	98,884	296,427
2 Expenses				
(a) Cost of materials consumed	32841	15512	38970	132,452
(b) Purchases of stock-in-trade	6374	27259	57253	147,688
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade.	(3,925)	(5,660)	(556)	(605)
(d) Employee benefits expenses	179	176	154	743
(e) Depreciation and amortisation expense	557	651	590	2,600
(f) Provision for Premium on FCCB	-	622	105	1,022
(f) Other expenses	1887	2420	1266	11,909
Total Expenses	37913	40,980	97,782	295,809
3 Profit/(Loss) from operations before other income, finance costs and exceptional items(1-2)	480	939	1,102	618
4 Other Income	461	684	65	2,726
5 Profit/(Loss) from ordinary activities before finance costs and exceptional items(3+4)	941	1,623	1,167	3,344
6 Finance costs	643	120	336	2,004
7 Profit/(Loss) from ordinary activities after finance costs but before exceptional items(5+6)	298	1,503	831	1,340
8 Exceptional Items	-	-	-	-
9 Profit/(Loss) from ordinary activities before tax(7+8)	298	1503	831	1340
10 Tax Expenses	95	490	229	415
11 Net Profit/(Loss) from ordinary activities after tax(9+10)	203	1,013	602	925
12 Extraordinary items (net of tax expenses)				-
13 Net Profit/(Loss) for the period (11+12)	203	1,013	602	925
17 Paid up - Equity Share Capital (Face value Re.1/- per share)	2052	2052	2052	2,052
Preference Share Capital (Face value Rs.100/- per share)	5461	5461	5461	5,461
18 Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	16122
19.i Earning per share (before extraordinary items) (of Re. 1/-each) (not annualised)(in Rs. Per share)				
a) Basic	0.10	0.49	0.29	0.27
b) Diluted	0.10	0.49	0.28	0.27
19.ii Earning per share (after extraordinary items) (of Re. 1/-each) (not annualised)(in Rs. Per share)				
a) Basic	0.10	0.49	0.29	0.27
b) Diluted	0.10	0.49	0.28	0.27

[illegible]

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : 14th August, 2012

DIRECTOR

RUCHI INFRASTRUCTURE LTD

Regd. Office : 615, Tulsiani Chambers, Nariman Point, Mumbai – 400 021
SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

Rs. In Lacs

2	PARTICULARS				
		Quarter Ended 30.06.2012	Quarter Ended 31.03.2012	Quarter Ended 30.06.2011	year ended 31.3.2012
	Refer note below	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Segment Revenue				
	Oils	37,280	40748	97844	292070
	Infrastructure	1,020	1092	977	4050
	Others	93	79	63	307
	Total Segment Revenue	38,393	41,919	98,884	296,427
	Less : Inter segment Revenue				
	Net Sales/Income from operations	38,393	41,919	98,884	296,427
2	Segment Results (Profit/(loss) before tax and interest from each segment)				
	Oils	714	2179	1019	5481
	Infrastructure	290	231	266	852
	Others	(18)	1	6	59
	Unallocable	(45)	(788)	(124)	(1,255)
	Total	941	1,623	1,167	5,137
	Less: (i) Finance Cost	643	120	336	3797
	(ii) Other unallocable expenditure net off un-allocable income				
	Total Profit before tax	298	1,503	830	1,340
3	Capital Employed (Segment Assets less Segment Liabilities)				
	Oils	2,730	4,106	4113	4098
	Infrastructure	19,311	19,198	19436	19130
	Others	116	126	87	126
	Unallocable	21,413	23,858	18397	23702
	TOTAL	43,570	47,288	42,033	47,056

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : 14th August, 2012

Sd/-
DIRECTOR

Notes:

- 1 The above results have been reviewed by the Audit Committee and have been approved by the Board of Directors of the Company at the meeting held on 14th August 2012
- 2 The financial statements have been prepared as per the Revised Schedule VI to the Companies Act, 1956 which had a significant impact on presentation. Previous period figures have been regrouped/ reclassified to make them comparable with those of current period.

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Place : Mumbai

Date : 14th August, 2012

Sd/-
Director