

REF: GPIL/NSE & BSE /2011/1499

Date: 09.11.2011

1. The Listing Department,
The National Stock Exchange Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
MUMBAI – 400051
Fax : 022 – 26598237/38, 26598347/48
E-mail: cmlist@nse.co.in

2. The Corporate Relation Department,
The Stock Exchange, Mumbai,
1st Floor, Rotunda Building,
Dalal Street,
MUMBAI – 400 001
Fax: 022 – 2272 2061/41/39/37
E-mail: corp.relations@bseindia.com

Dear Sirs,

Sub: Outcome of the Board Meeting

A meeting of the Board of Directors of Godawari Power and Ispat Limited was held on 9th November, 2011 at 12:30 p.m. at the Corporate Office of the Company at First Floor, Hira Arcade, Near New Bus Stand, Pandri (C. G). The outcome of the said meeting is as given hereunder:

1. The Board approved the Un-audited Standalone and Consolidated Financial Results of the Company for the Quarter and Half Year ended 30th Spetmeber, 2011. Copy of the same is enclosed.
2. The Limited Review Report made by the Statutory Auditors on the Un-audited Financial Results of the Company for the Quarter and Half Year ended 30th Spetmeber, 2011 was also placed before the meeting. Copy of the same is enclosed
3. Shri G.B. Desai, Chairman-Independent Director and Shri Siddharth Agrawal, Executive Director have resigned from the Directorship of the Company w.e.f 09.11.2011. Shri Biswajit Choudhuri, Independent Director, has been appointed as Chirman of the Company w.e.f. 09.11.2011. Shri Abhishek Agrawal has been appointed as Additional Director and Executive Director w.e.f. 09.11.2011 and Shri Dinesh Kumar Agrawal, Executive Director of the Company has been re-designated as Non-Executive Director w.e.f. 09.11.2011. Consequent to these changes, the Board of Directors of the Company stands reconstituted comprising of the following Directors in line with the provisions of Clause 49 of the Listing Agreement:

Shri Biswajit Choudhuri	Independent Director	Chairman Non-Executive Director
Shri Bajrang Lal Agrawal	Non- Independent Director	Managing Director
Shri Dinesh Kumar Agrawal	Non- Independent Director	Non-Executive Director
Shri Abhishek Agrawal	Non- Independent Director	Executive Director
Shri Dinesh Kumar Gandhi	Non- Independent Director	Executive Director
Shri Vinod Pillai	Non- Independent Director	Executive Director
Shri Shashi Kumar	Independent Director	Non-Executive Director
Shri Bhriugu Nath Ojha	Independent Director	Non-Executive Director

Contd....2

GODAWARI POWER AND ISPAT LIMITED

core competency in core sector.

(An ISO 9001:2008, 14001:2004 & OHSAS 18001:2007 Certified Company)

Registered Office and Works : Plot No. 428/2, Phase I, Industrial Area, Siltara - 493111, Raipur (C.G.)

Tel. : 0771-4082333, 4082235, Fax : 0771-4082234. E-mail : igl@hiragroupindia.com

City Office : Hira Arcade, 1st Floor, New Bus Stand, Pandri, Raipur-492001 (C.G.)

Ph. : 0771-4082000, 4082001, Fax : 0771-4057601



GODAWARI POWER AND ISPAT LIMITED

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4. Consequent upon resignation of Shri G.B. Desai, the Audit Committee of the Board has been reconstituted comprising of Shri Biswajit Choudhury (Non-Executive Independent Director) as Chairman, Shri Bhrigu Nath Ojha (Non-Executive Independent Director) and Shri Dinesh Gandhi (Executive Director) as Members.
5. Similarly, the Remuneration Committee has been reconstituted comprising of Shri Shashi Kumar (Non-Executive Independent Director) as Chairman, Shri Bhrigu Nath Ojha (Non-Executive Independent Director) and Shri Dinesh Gandhi (Executive Director) as Members and the Investors' Grievance Committee has been reconstituted comprising of Shri Bhrigu Nath Ojha (Non-Executive Independent Director) as Chairman, and Shri Dinesh Agrawal (Non-Executive Director) and Mr. Dinesh Gandhi (Executive Director) as Members.

This is for your kind information please.

Thanking you,

Yours faithfully,

For **GODAWARI POWER AND ISPAT LIMITED**



Y.C. RAO
COMPANY SECRETARY

Encl: As Above





GODAWARI POWER AND ISPAT LIMITED
UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH SEPTEMBER, 2011
 Regd. Office: Plot No. 428/2, Phase I, Industrial Area, Siltara, Raipur (C.G.)
 Corporate Office: First Floor, Hira Arcade, Near New Bus Stand, Raipur (C.G.)

Sr. No.	Particulars	(Rs. in Crores)				
		Stand Alone				
		3 months ended September, 30		6 months ended September, 30		Year Ended
		2011	2010	2011	2010	31.03.2011
		Post Merger	Pre Merger	Post Merger	Pre Merger	Post Merger
1	Income	Unaudited				Audited
	(a) Net Sales/Income from operations	338.59	142.89	759.38	321.15	932.08
	(b) Other operating income	-	-	-	-	-
	Total Income	338.59	142.89	759.38	321.15	932.08
2	Expenditure					
	(a) (Increase)/decrease in stock	(18.26)	(17.12)	(10.40)	(26.17)	(33.86)
	(b) Consumption of raw materials	251.14	89.86	534.70	206.59	570.75
	(c) Employees cost	9.80	7.02	17.40	12.28	29.40
	(d) Depreciation	12.70	10.32	25.22	20.36	46.83
	(e) Other expenditure	53.04	34.45	105.64	64.34	175.11
	Total Expenditure	308.42	124.53	672.56	277.40	788.23
3	Profit from operations before other income & interest (1-2)	30.17	18.36	86.82	43.75	143.85
4	Other Income	0.91	0.10	1.70	0.33	5.68
5	Profit before interest (3+4)	31.08	18.46	88.52	44.08	149.53
6	Interest Expenses	17.86	9.28	38.25	18.40	60.25
7	Profit before tax (5-6)	13.22	9.18	50.27	25.68	89.28
8	Tax expenses	3.31	2.07	10.70	5.36	18.01
9	Net Profit after tax (7- 8)	9.91	7.11	39.57	20.32	71.27
10	Paid-up equity share capital (face value of Rs.10/- each)	31.75	28.07	31.75	28.07	31.75
11	Reserves (excluding revaluation reserve) as per Balance Sheet of previous accounting year.					527.37
12	Earning per share					
	Basic & Diluted	3.12	2.53	12.46	7.24	22.44
13	Debit services coverage Ratio (DSCR)	1.18	1.16	1.56	1.28	1.43
14	Intrest services coverage Ratio (ISCR)	2.45	3.10	2.97	3.50	3.26
15	Public share holdings					
	-No. of shares	11,517,155	11,517,155	11,517,155	11,517,155	11,517,155
	-Percentage of share holding	41.03	41.03	41.03	41.03	36.27
16	Promoters and promoter group Shareholding					
	a) Pledged/Encumbered					
	-No. of shares	2,730,000	2,730,000	2,730,000	2,730,000	2,730,000
	-Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	13.49	16.49	13.49	16.49	13.49
	-Percentage of Shares (as a % of the total share capital of the Company)	8.60	9.73	8.60	9.73	8.60
	a) Non-encumbered					
	-No. of shares	17,509,092	13,822,652	17,509,092	13,822,652	17,509,092
	-Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	86.51	83.51	86.51	83.51	86.51
	-Percentage of Shares (as a % of the total share capital of the Company)	55.14	49.24	55.14	49.24	55.14
SEGMENT RESULTS						
1	Total Segment Revenue					
	a.Steel	330.89	140.28	741.73	291.95	889.31
	b.Power	33.23	14.54	63.05	45.86	112.01
	Total	364.12	154.82	804.78	337.81	1,001.32
	Less:Inter Segment Revenue	25.53	11.93	45.40	16.66	69.24
	Net Sales	338.59	142.89	759.38	321.15	932.08
2	Segment Results					
	a.Steel	34.00	23.67	80.76	35.43	130.12
	b.Power	6.04	0.45	21.83	18.94	49.59
	Total	40.04	24.12	102.59	54.37	179.71
	Less:Un-Allocable Expenses Net of un-allocable income	8.96	5.66	14.07	10.29	30.18
	Less: Interest & Finance Charges	17.86	9.28	38.25	18.40	60.25
	Net Profit Before Tax	13.22	9.18	50.27	25.68	89.28
3	Net Capital Employed					
	a.Steel	498.82	439.34	498.82	439.34	463.54
	b.Power	143.88	112.59	143.88	112.59	133.87
	Total	642.70	551.93	642.70	551.93	597.41
	Add:Un-Allocable Capital	(44.01)	(51.94)	(44.01)	(51.94)	(38.29)
	Total Capital Employed	598.69	499.99	598.69	499.99	559.12

NOTES :

- The above results were reviewed by statutory auditors and audit committee of the company and approved by Board of Directors in their meeting held on 09.11.11
- During the quarter, the company has received a demand of Rs. 7.58 Crores from Chhattisgarh State power Distribution Company Ltd (CSPDCL) relating to cross subsidy on power sold under open access for FY 2009-10. The company has contested the demand and obtained stay from CSERC. The Company expects a favorable decision and hence no provision has been made in the accounts.
- The company has not made any provision relating to RPO obligation, as company is consuming captive power generated through renewable energy sources i.e. Bio mass and hence no additional liability is expected on this account.
- No provision has been made in respect of mark to market losses of Rs. 12 Crores on forex loans, in view of the high volatility in currency market. Due adjustment, if any will be made at the time of year end as per the practice followed by the company consistently.
- The previous year/period have been regrouped/rearranged wherever found necessary.
- There were no investor complaints pending at the beginning & at the end of the quarter and the company received & disposed One complain during the quarter ended 30th September, 2011.
- Ratios have been computed as follows:
 a) DSCR = Earning before interest and depreciation but after tax / (interest on term loans & debentures + principal repayment of term loans and debentures).
 b) ISCR = Earning before interest, depreciation & tax / interest expenses.

Place: Raipur
 Date: 09.11.2011



For and on behalf of Board of Directors.

B.L. Agrawal
 Managing Director



GODAWARI POWER AND ISPAT LIMITED

UN AUDITED STATEMENT OF ASSETS & LIABILITIES AS ON 30TH SEPTEMBER'2011

Regd. Office: Plot No. 428/2, Phase I, Industrial Area, Siltara, Raipur (C.G.)

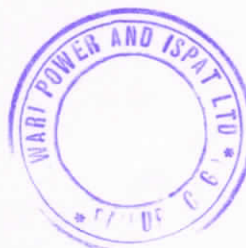
Corporate Office: First Floor, Hira Arcade, Near New Bus Stand, Raipur (C.G.)

(Rs. in Cr)

Sr. No.	Particulars	STAND ALONE	
		Post Merger	Pre Merger
		30.09.2011	30.09.2010
1	Shareholders' Fund		
(a)	Share Capital	31.75	28.07
(c)	Reserves and Surplus	566.93	471.91
	TOTAL (a) + (b) + (c)	598.68	499.98
2	Loan Funds		
(a)	Secured Loan	634.57	449.85
(b)	Unsecured Loan	57.42	6.31
	TOTAL (a) + (b)	691.99	456.16
3	Minority Interest	-	-
4	Deferred Tax Liability (Net)	-	-
	TOTAL	1,290.67	956.14
1	Goodwill arising on Consolidation	-	-
2	Fixed Assets	739.94	657.60
3	Investment	212.18	83.53
4	Current Assets Loans & Advances		
(a)	Inventories	274.60	181.55
(b)	Sundry Debtors	77.93	30.89
(c)	Cash & Bank Balance	32.76	11.01
(d)	Loan and Advances	65.18	55.30
	TOTAL (a) + (b) + (c) + (d)	450.47	278.75
Less:	Current Liabilities & Provisions		
(a)	Current Liabilities	94.46	59.79
(b)	Provisions	17.47	3.95
	TOTAL (a) + (b)	111.93	63.74
	Net Cureent Assets	338.54	215.01
5	Miscellaneous Expenditure (not written off)	0.01	-
	TOTAL	1,290.67	956.14

For and on behalf of Board of Directors

Place: Raipur
Date: 09.11.11



B.L. Agrawal
Managing Director



GODAWARI POWER AND ISPAT LIMITED
CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH SEPTEMBER, 2011
 Regd. Office: Plot No. 428/2, Phase I, Industrial Area, Siltara, Raipur (C.G.)
 Corporate Office: First Floor, Hira Arcade, Near New Bus Stand, Raipur (C.G.)

(Rs. in Crores)

Sr. No.	Particulars	CONSOLIDATED				
		3 months ended		6 months ended		Year Ended
		Post Merger	Pre Merger	Post Merger	Pre Merger	Post Merger
		30.09.11	30.09.10	30.09.11	30.09.10	31.03.11
		Unaudited				Audited
1	(a) Net Sales/Income from operations	428.72	147.81	922.68	343.82	1116.05
	(b) Other operating income	-	-	-	-	-
	(c) Total	428.72	147.81	922.68	343.82	1116.05
2	Expenditure					
	(a) Purchase of Trading Goods	2.90	-	2.90	-	-
	(b) (Increase)/decrease in stock	(10.25)	(24.05)	(9.39)	(28.92)	(33.22)
	(c) Consumption of raw materials	289.45	96.60	618.17	223.31	671.47
	(d) Employees cost	13.24	7.59	23.34	13.30	35.47
	(e) Depreciation	16.98	11.19	33.28	22.09	55.42
	(f) Other expenditure	80.76	37.29	159.12	69.68	209.99
	Total Expenditure	393.08	128.62	827.42	299.46	939.13
3	Profit from operations before other incomes & exceptional items (1-2)	35.64	19.19	95.26	44.36	176.92
4	Other income	3.44	0.12	7.80	0.35	15.45
5	Profit before interest & exceptional items (3+4)	39.08	19.31	103.06	44.71	192.37
6	Interest Expenses	25.06	10.23	52.18	20.28	73.10
7	Profit after interest but before exceptional items (5-6)	14.02	9.08	50.88	24.43	119.27
8	Exceptional items	-	-	-	-	-
9	Profit/(Loss) from operating activity before tax (7-8)	14.02	9.08	50.88	24.43	119.27
10	Tax expenses					
	-Current	4.07	2.07	11.92	5.36	24.17
	-Deferred	(0.91)	(0.23)	(2.66)	(0.80)	(4.35)
11	Net Profit(+)/Loss (-) from ordinary activities after tax (9-10)	10.86	7.24	41.62	19.87	99.45
12	Extraordinary items (net of tax expenses)	-	-	-	-	-
13	Net Profit(+)/Loss (-) before minority interest (11-12)	10.86	7.24	41.62	19.87	99.45
14	Less: Minority Interest	0.23	-	0.90	-	14.00
15	Add: Shares of profit in Associated Company	-	-	-	-	0.41
16	Net Profit(+)/Loss (-) for the period (13-14+15)	10.63	7.24	40.72	19.87	85.86
17	Paid-up equity share capital (face value of Rs.10/- each)	31.75	26.94	31.75	26.94	31.75
18	Reserves (excluding revaluation reserve) as per Balance Sheet of previous accounting year					573.17
19	Earning per share					
	(a) Basic EPS before and after extra-ordinary items	3.35	2.69	12.83	7.38	27.04
	(b) Diluted EPS before and after extra-ordinary items	3.35	2.69	12.83	7.38	27.04
20	Debt service coverage Ratio (DSCR)	1.12	1.03	1.39	1.03	1.42
21	Interest service coverage Ratio (ISCR)	2.24	2.98	2.61	3.29	2.92
20	Public share holdings					
	-No. of shares	11517155	11517155	11517155	11517155	11517155
	-Percentage of share holding	36.27	41.03	36.27	41.03	36.27
21	Promoters and promoter group Shareholding					
	a) Pledged/Encumbered					
	-No. of shares	2730000	2730000	2730000	2730000	2730000
	-Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	13.49	16.49	13.49	16.49	13.49
	-Percentage of Shares (as a % of the total share capital of the Company)	8.60	9.73	8.60	9.73	8.60
	a) Non-encumbered					
	-No. of shares	17509092	13822652	17509092	13822652	17509092
	-Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	86.51	83.51	86.51	83.51	86.51
	-Percentage of Shares (as a % of the total share capital of the Company)	55.14	49.24	55.14	49.24	55.14
SEGMENT RESULTS						
1	Total Segment Revenue					
	a.Steel	417.40	144.38	901.45	313.20	1,048.85
	b.Power	46.86	15.36	86.94	47.28	174.91
	Total	464.26	159.74	988.39	360.48	1,223.76
	Less: Inter Segment Revenue	35.54	11.93	65.71	16.66	107.71
	Net Sales	428.72	147.81	922.68	343.82	1,116.05
2	Segment Results					
	a.Steel	30.26	23.97	89.99	35.20	141.09
	b.Power	11.30	1.04	22.00	19.90	72.70
	Total	41.56	25.01	111.99	55.10	213.79
	Less: Un-Allocable Expenses Net of un-allocable income	2.78	5.70	9.23	10.39	21.42
	Less: Interest & Finance Charges	24.76	10.23	51.88	20.28	73.10
	Net Profit Before Tax	14.02	9.08	50.88	24.43	119.27
3	Net Capital Employed					
	a.Steel	385.64	463.68	385.64	463.68	382.06
	b.Power	363.33	117.42	363.33	117.42	320.90
	Total	748.97	581.10	748.97	581.10	702.96
	Add: Un-Allocable Capital	(16.85)	(51.94)	(16.85)	(51.94)	(27.24)
	Total Capital Employed	732.12	529.16	732.12	529.16	675.72



[Handwritten Signature]

NOTES :

- 1 The above results were reviewed by statutory auditors and audit committee of the company and approved by Board of Directors in their meeting held on 09.11.2011
- 2 During the quarter, the company has received a demand of Rs. 7.58 Crores from Chhattisgarh State power Distribution Company Ltd (CSPDCL) relating to cross subsidy on power sold under open access for FY 2009-10. The company has contested the demand and obtained stay from CSERC. The Company expects a favorable decision and hence no provision has been made in the accounts.
- 3 The company has not made any provision relating to RPO obligation, as company is consuming captive power generated through renewable energy sources i.e. Bio mass and hence no additional liability is expected on this account.
- 4 No provision has been made in respect of mark to market losses of Rs. 12 Crores on forex loans, in view of the high volatility in currency market. Due adjustment, if any will be made at the time of year end as per the practice followed by the company consistently.
- 5 The unaudited financial results of the subsidiary companies have been consolidated.
- 5 The previous year/period have been regrouped/rearranged wherever found necessary.
- 6 There were no investor complaints pending at the beginning & at the end of the quarter and the company received & disposed One complain during the quarter ended 30th September, 2011.
- 7 Ratios have been computed as follows:
 - a) DSCR = Earning before interest and depreciation but after tax / (interest on term loans & debentures + principal repayment of term loans and debentures).
 - b) ISCR = Earning before interest, depreciation & tax / interest expenses.
- 8 The standalone financial results of the company are available on the website of the company i.e. www.gpilindia.com and on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com). The key standalone financial results are given below:

Sr. No.	Particulars	Quarter Ended		Half Year Ended		Year Ended
		Unaudited				Audited
		30.09.2011	30.09.2010	30.09.2011	30.09.2010	31.03.2011
1	Income from operations & other income	338.59	142.99	759.38	321.48	932.08
2	Profit/Loss before tax	13.22	9.18	50.27	25.68	89.28
3	Profit/Loss after tax	9.91	7.11	39.57	20.32	71.27

For and on behalf of Board of Directors

Place: Raipur
Date: 09.11.2011



[Signature]
B. L. Agrawal
Managing Director



GODAWARI POWER AND ISPAT LIMITED

UNAUDITED STATEMENT OF ASSETS & LIABILITIES AS ON 30TH SEPTEMBER'2011

Regd. Office: Plot No. 428/2, Phase I, Industrial Area, Siltara, Raipur (C.G.)

Corporate Office: First Floor, Hira Arcade, Near New Bus Stand, Raipur (C.G.)

(Rs. Cr)

Sr. No.	Particulars	CONSOLIDATED	
		Quarter Ended	
		30.09.2011	30.09.2010
1	Shareholders' Fund		
(a)	Share Capital	31.76	26.94
(b)	Share Application Money	-	0.02
(c)	Reserves and Surplus	616.76	485.27
	TOTAL (a) + (b) + (c)	648.52	512.23
2	Loan Funds		
(a)	Secured Loan	839.91	595.11
(b)	Unsecured Loan	75.80	14.31
	TOTAL (a) + (b)	915.71	609.42
3	Minority Interest	91.84	15.27
4	Deferred Tax Liability (Net)	-	0.03
	TOTAL	1,656.07	1,136.95
1	Goodwill arising on Consolidation	-	4.54
2	Fixed Assets	1,171.52	875.41
3	Investment	22.02	13.87
4	Deferred Tax Assets (Net)	8.15	-
5	Current Assets Loans & Advances		
(a)	Inventories	338.49	197.42
(b)	Sundry Debtors	92.70	36.71
(c)	Cash & Bank Balance	100.56	11.89
(d)	Loan and Advances	115.75	69.65
	TOTAL (a) + (b) + (c) + (d)	647.50	315.67
Less:	Current Liabilities & Provisions		
(a)	Current Liabilities	174.33	68.52
(b)	Provisions	18.87	4.12
	TOTAL (a) + (b)	193.20	72.64
	Net Current Assets	454.30	243.03
6	Miscellaneous Expenditure (not written off)	0.08	0.10
	TOTAL	1,656.07	1,136.95

For and on behalf of Board of Directors

Place: Raipur
Date: 09.11.2011

B.L. Agrawal
Managing Director



OPSinghania & Co.
CHARTERED ACCOUNTANTS

LIMITED REVIEW REPORT

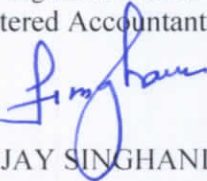
**Review Report to Board of Directors of
GODAWARI POWER & ISPAT LTD.**

We have reviewed the accompanying statement of unaudited financial results of **Godawari Power & Ispat Ltd.** for the quarter and half year ended **30th September, 2011** except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ committee of 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 an analytical procedure 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 audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed 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.

For O.P.SINGHANIA & Co.
(Firm Registration No.002172C)
Chartered Accountants


SANJAY SINGHANIA
Partner
Membership No.076961



Raipur, 9th November, 2011



OPSinghania & Co.

CHARTERED ACCOUNTANTS

To
Board of Directors of
Godawari Power and Ispat Limited

We have reviewed the **unaudited consolidated financial results** of **Godawari Power and Ispat Limited** for the quarter and half year ended **30th September, 2011** attached herewith, being submitted by the company pursuant to the requirement of clause 41 of the Listing Agreement except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. These consolidated quarterly financial results as well as the consolidated year to date financial results have been prepared from consolidated interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, issued pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 or by the Institute of Chartered Accountants of India and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these consolidated quarterly financial results as well as the consolidated year to date results:

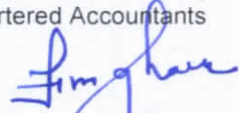
- 1) include the quarterly and half year financial results ended 30th September, 2011 and of the subsidiary companies viz. Hira Ferro Alloys Ltd., Ardent Steel Ltd., Godawari Energy Ltd., Godawari Clinker & Cement Ltd., Godawari Green Energy Ltd., Godawari Integrated Steel (India) Ltd., and Krishna Global & Minerals Ltd.
- 2) have been presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
- 3) give a true and fair view of the consolidated net profit and other financial Information for the quarter and half year ended 30th September, 2011.

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the consolidated number of shares as well as percentage of shareholdings in respect of aggregate amount of consolidated public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

Place : Raipur
Date : 09.11.2011



For **O.P. SINGHANIA & Co.**
(Firm Registration No. 002172C)
Chartered Accountants


(**SANJAY SINGHANIA**)
Partner
Membership No. 076961

JDS CHAMBERS, 1ST FLOOR, 6-CENTRAL AVENUE, CHOUBE COLONY, RAIPUR – 492001. (C.G.),
PHONE: 0771 – 4041235, 4041236, FAX : +91-0771-4061216; E-mail : opsinghania.co@gmail.com

