NITIN FIRE PROTECTION INDUSTRIES LTD.

AN ISO 9001 COMPANY
FIRE PROTECTION ENGINEERS
A NITIN GROUP COMPANY

May 29, 2012

National Stock Exchange of India Limited
Listing Department
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051.

Fax No: (022) 26598237
Scrip Code: NITINFIRE

Sub: Out Come of the Board Meeting.

Dear Sir,

This to inform you that following resolution has been passed in our Board Meeting held on Tuesday, May 29, 2012 at 12.00 p.m. at registered office of the Company.

1. Considered quarterly results for the quarter ended March 31, 2012
2. Considered Audited Balance Sheet as at March 31, 2012 and Profit & Loss Accounts for the year ended March 31, 2012.
3. Appointment of the Cost Auditor.
4. Appointment of the Statutory Auditor
5. Declared dividend of Rs. 0.40 for the year ended March 31, 2012.
6. Mr. Satish Kumar Dheri has been appointed as an independent director of the Company.
7. In pursuance to section 81(1A) the issue of further equity shares of the Company.
8. Mr. Nitin M. Shah and Mr. Rahul N. Shah re-appointed as Managing Director and Executive Director respectively.
9. Fixed date and time of the next Annual General Meeting of the Company and other related matters.

Further, please attach herewith Financial Results of the Company.

Thanking you

For **NITIN FIRE PROTECTION INDUSTRIES LTD.**

NITIN FIRE PROTECTION INDUSTRIES LTD. MUMBAI COMPANY SECRETARY

Abhishek Shrivastava
Company Secretary

Headquarters : 501, Delta, Technology Street, Hiranandani Gardens, Powai, Mumbai - 400 076. India.
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NITIN FIRE PROTECTION INDUSTRIES LIMITED

Regd. Office : 501 Delta Technology Street, Hiranandani Business Park, Powai, Mumbai - 400 076.

Email: nitinfire@vsnl.com www.nitinfire.com

Audited Financial Results for the Year Ended 31.03.2012

PART - 1 (₹ In lacs, except otherwise stated)

	Pariculars	Standalone Audited Results					Consolidated Audited Results	
		Quarter Ended			Year Ended		Year Ended	
		31.03.2012	31.12.2011	31.03.2011	31.03.2012	31.03.2011	31.03.2012	31.03.2011
1	**Income from operations**							
	a) Net sales /income from operations	3,294.70	7,472.41	5,253.92	16,346.56	14,650.40	53,604.62	43,784.90
	b) Other operating income	58.89	1.07	100.60	63.27	116.69	110.63	256.15
	Total Income from operations (net)	**3,353.59**	**7,473.48**	**5,354.52**	**16,409.83**	**14,767.09**	**53,715.26**	**44,041.05**
2	**Expenses**							
	a) Cost of materials consumed	1,562.41	5,513.44	3,800.87	10,689.09	9,822.69	28,988.20	20,138.41
	b) Purchase of stock-in-trade	237.03	-	-	1,407.35	1,763.86	13,278.73	11,533.00
	c) Changes in inventories of finished goods, work-in-progress and stock -in-trade	(126.20)	773.59	25.70	(126.20)	-	(983.47)	39.04
	d) Employee benefits expense	242.99	139.11	136.26	667.57	429.27	1,832.83	2,068.01
	e) Depreciation and amortisation expense	75.94	8.34	8.49	99.75	28.33	296.88	534.30
	f) Other expenses	677.67	272.49	408.59	1,465.22	851.52	3,741.95	3,549.59
	Total Expenses	**2,669.84**	**6,706.97**	**4,379.91**	**14,202.78**	**12,895.67**	**47,155.13**	**37,862.35**
3	**Profit from operations before other income, finance costs and exceptional items (1 - 2)**	**683.75**	**766.51**	**974.61**	**2,207.05**	**1,871.42**	**6,560.13**	**6,178.70**
4	Other income	84.18	12.23	11.12	125.61	1,459.90	191.62	1,289.85
5	**Profit from ordinary activities before finance costs and exceptional Items (3 + 4)**	**767.93**	**778.74**	**985.73**	**2,332.65**	**3,331.32**	**6,751.75**	**7,468.55**
6	Finance costs	552.79	437.39	146.11	1,074.07	504.32	1,670.11	1,180.49
7	**Profit from ordinary activities after finance costs but before exceptional Items (5 - 6)**	**215.14**	**341.35**	**839.62**	**1,258.58**	**2,827.00**	**5,081.64**	**6,288.06**
8	Exceptional items	-	-	-	-	-	-	-
9	**Profit from ordinary activities before tax (7 + 8)**	**215.14**	**341.35**	**839.62**	**1,258.58**	**2,827.00**	**5,081.64**	**6,288.06**
10	Tax expense	41.36	68.22	226.17	253.05	455.17	377.17	486.83
11	**Net profit from ordinary activities after tax (9 - 10)**	**173.78**	**273.13**	**613.45**	**1,005.53**	**2,371.83**	**4,704.47**	**5,801.23**
12	Extraordinary items	-	-	-	-	-	-	-
13	**Net Profit for the period/year (11 + 12)**	**173.78**	**273.13**	**613.45**	**1,005.53**	**2,371.83**	**4,704.47**	**5,801.23**
14	Share of (loss) from an associate	-	-	-	-	-	(302.75)	(342.36)
15	(Minority interest)	-	-	-	-	-	-	(122.85)
16	**Net profit after taxes, share of loss from an associate and minority interest**	**173.78**	**273.13**	**613.45**	**1,005.53**	**2,371.83**	**4,401.72**	**5,336.02**
17	Paid-up Equity Share Capital (face value ₹ 2/- each)	4,411.05	4,411.05	1,260.31	4,411.05	1,260.31	4,411.05	1,260.31
18	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	9,330.91	11,300.36	22,089.97	21,675.74
19 (i)	Earning per Share (before extraordinary items - not annualised) (in ₹)							
	(a) Basic	0.08	0.12	0.28	0.46	1.08	2.00	2.42
	(b) Diluted	0.08	0.12	0.28	0.46	1.08	2.00	2.42
(ii)	Earning per Share (after extraordinary items - not annualised) (in ₹)							
	(a) Basic	0.08	0.12	0.28	0.46	1.08	2.00	2.42
	(b) Diluted	0.08	0.12	0.28	0.46	1.08	2.00	2.42

PART - 2 Select information for the quarter and year ended 31.03.2012

	Particulars	Standalone Audited Results					Consolidated Audited Results	
		Quarter Ended			Year Ended		Year Ended	
		31.03.2012	31.12.2011	31.03.2011	31.03.2012	31.03.2011	31.03.2012	31.03.2011
A	**Particulars of shareholding**							
1	**Public shareholding**	63,334,665	64,330,256	18,735,826	63,334,665	18,735,826	63,334,665	18,735,826
	- Number of shares	28.72%	29.17%	29.73%	28.72%	29.73%	28.72%	29.73%
	- Percentage of shareholding							
2	**Promoter and promoter group shareholding**							
	a) Pledged /encumbered							
	- Number of shares	67,320,000	67,320,000	11,520,000	67,320,000	11,520,000	67,320,000	11,520,000
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	42.82%	43.09%	26.02%	42.82%	26.02%	42.82%	26.02%
	- Percentage of shares (as a % of total share capital of the Company)	30.52%	30.52%	18.28%	30.52%	18.28%	30.52%	18.28%
	b) Non -encumbered							
	- Number of shares	89,898,029	88,902,438	32,759,879	89,898,029	32,759,879	89,898,029	32759879
	- Percentage of shares (as a % of total shareholding of promoter and promoters group)	57.12%	56.91%	73.98%	57.12%	73.98%	57.12%	73.98%
	- Percentage of shares (as a % of total share capital of the Company)	40.76%	40.31%	51.96%	40.76%	51.96%	40.76%	51.96%

(₹ In Lacs, except otherwise stated)

Segment Information	Standalone basis					Consolidated basis	
	Quarter Ended			Year Ended		Year Ended	
	31.03.2012	31.12.2011	31.03.2011	31.03.2012	31.03.2011	31.03.2012	31.03.2011
Segment Sales							
India	3082.85	2099.36	1747.8	9025.87	5800.77	11235.84	13638.35
Rest of the World	211.85	5373.05	3506.12	7320.69	8849.63	42368.78	30146.55
Segment Assets							
India	636.26	3155.29	(908.10)	3791.55	2307.13	4123.72	2259.05
Rest of the World	(3,187.07)	4035.87	2389.44	848.80	5946.57	9708.21	13163.92

	Particulars	3 months ended 31.03.2012
B	**Investor complaints**	
	Pending at the beginning of the quarter	NIL
	Received during the quarter	1
	Disposed of during the quarter	1
	Remaining unresolved at the end of the quarter	NIL

Notes to standalone results:

1 The above results were reviewed by the Audit Committee and taken on record by the Board of Directors at its meeting held on 29/05/2012.

2 Figures for the previous period's are re-classified /re-arranged/regrouped, whwerever necesary as per the format revised by SEBI in conformity with the amended Schedule VI to the Companies Act, 1956 and the same are not comparable pursuant to reasons stated in note 5, below.

3 The figures of the last quarter are the balancing figures between the audited figures of the full financial year and the year to date figures upto the third quarter of the financial year.

4 The Board of Directors has recommended dividend of ₹ 0.40 per equity share, equivalent to 20% on paid up equity share capital of the Company for the year ended 31/03/2012. The dividend will be paid when declared by the share holders in accordance with the law.

5 Pursuant to scheme of amalgamation under sections 391-394 of the Companies Act, 1956, and operative from 01/04/2010 (Appointed date under the Scheme),sanctioned by the Honourable High Court of Bombay vide order dated 13/01/2012 two subsidiaries of the Company stood transferred and vested with the Company from the appointed date as going concerns. Results reported for earlier period's of the current year did not include the effect of amalgamation as the scheme became effective in the current quarter only.

6 The shares pledged as reflected in part-2 2(a) above by the promoters of the Company are to banks for credit facilities availed by the Company and extended to subsidiaries/ a step down subsidiary.

7 The Earnings Per Share for the period's reported have been adjusted for issue of bonus shares during the quarter ended 30/09/2011 as per Accounting Standard 20 'Earnings Per Share'.

8 Managements reply to the qualifications:

a The Company is under the process of implementing an ERP system and accordingly will ensure compliance with Accounting Standard-7.

b Consequent to part sale of equity stake in an erstwhile subsidiary in December 2010, the Company has taken over an outstanding claim of a derivative contract amounting to ₹ 501.33 lacs (excluding interest). Based on a legal opinion, the Company has filed a petition in the Hon'ble High Court of Bombay challenging the legality of the contract. Pending decision, no provision is made in the books of account for this claim.

9 Other income in the previous year ended 31/03/2011 includes ₹ 1,082.23 lacs and ₹ 1,130.78 lacs in the annual stand alone and consolidated results respectively, being profit on sale of stake in Worthington Nitin Cylinders Private Limited, an erstwhile domestic subsidary.

Mumbai
29.5.2012

For and on behalf of the Board

Nitin M. Shah
Chairman and Managing Director

Statement of Assets and Liabilities

As per Clause 41 of the Listing Agreement

(₹ In lacs, except otherwise stated)

	Particulars	Standalone Audited Results		Consolidated Audited Results	
		As at 31.03.2012	As at 31.03.2011	As at 31.03.2012	As at 31.03.2011
A	**EQUITY AND LIABILITIES**				
1	**Shareholders' funds**				
	(a) Share capital	4,411.05	1,260.31	4,411.05	1,260.31
	(a) Reserves and surplus	9,401.47	11,380.32	22,160.53	21,755.67
	Sub-total -Shareholders funds	**13,812.52**	**12,640.63**	**26,571.58**	**23,015.98**
2	**Minority interest**	-	-	-	**197.46**
3	**Non-current liabilities**				
	(a) Long-term borrowings	-	-	2.69	-
	(b) Deferred tax liabilities	25.66	20.54	39.62	36.88
	Sub-total -Non-current liabilities	**25.66**	**20.54**	**42.31**	**36.88**
4	**Current liabilities**				
	(a) Short-term borrowings	18,027.17	4,790.82	29,256.96	14,520.36
	(b) Trade payables	1,351.21	2,661.89	9,209.33	15,647.89
	(c) Other current liabilities	560.45	1,211.37	2,369.79	8,263.23
	(d) Short-term provisions	1,042.76	745.96	1,085.61	758.41
	Sub-total -Current liabilities	**20,981.59**	**9,410.04**	**41,921.69**	**39,189.89**
	TOTAL- EQUITY AND LIABILITIES	**34,819.77**	**22,071.21**	**68,535.58**	**62,440.21**
B	**ASSETS**				
1	**Non-current assets**				
	(a) Fixed assets	1,336.21	267.87	12,783.41	12,165.05
	(b) Non-current investments	8,433.22	6,383.93	6,628.51	6,072.51
	(c) Deferred tax assets (net)	-	-	-	1.42
	(d) Long-term loans and advances	329.37	63.79	3,903.71	1,895.97
	Sub-total -Non-current assets	**10,098.80**	**6,715.59**	**23,315.63**	**20,134.95**
2	**Current assets**				
	(a) Inventories	14,542.42	3,945.15	20,902.44	7,517.92
	(b) Trade receivables	4,640.35	8,253.70	17,319.17	24,190.37
	(c) Cash and cash equivalents	1,514.09	460.33	2,090.94	1,196.45
	(d) Short-term loans and advances	3,915.79	2,593.08	4,742.32	9,052.66
	(e) Other current assets	108.32	103.36	165.08	347.86
	Sub-total -Current assets	**24,720.97**	**15,355.62**	**45,219.95**	**42,305.26**
	TOTAL - ASSETS	**34,819.77**	**22,071.21**	**68,535.58**	**62,440.21**

Mumbai
29.5.2012

For and on behalf of the Board

Nitin M. Shah
Chairman and Managing Director