RUCHI INFRASTRUCTURE LIMITED

Regd. Office : 615, Tulsiani Chambers, 212, Nariman Point, Mumbai - 400 021.
Tel. : 6656 0600 / 2282 4851 • Fax : 2202 3160

RIL/2013 30/05/2013

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 30th May, 2013

In pursuance with provisions of Listing Agreement (in particular of Clause 20 & 41), we may mention that the Board of Directors of the Company at its meeting held on 30th May, 2013, inter-alia, considered the following –

A) Audited Annual Accounts of the Company for the year ended 31st March, 2013 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 Re.1/-) on Equity Share Capital of Rs. 20,52,39,942. Such dividend, if approved, will be paid on or before 28th September, 2013.

C) It was decided to call the 29th Annual General Meeting of the Company at 10:30 A.M. on Friday, 30th August, 2013 at Sunville Deluxe Pavilion, Sunville Building, 9, Dr. Annie Besant Road, Worli, Mumbai - 400018. 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 Tuesday, 27th August, 2013 to Friday, 30th August, 2013 (both days inclusive) to ascertain the entitlement of dividend declared."

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

FINANCIAL RESULTS

Particulars	2012-2013 (Rs. in Crore)	2011-2012 (Rs. in Crore)
Total Revenue	**2272.89**	**2964.27**
Profit before depreciation and tax	**39.50**	**39.40**
Depreciation	22.23	26.00
Profit before taxation and exceptional items	**17.27**	**13.40**
Exceptional Items	0.00	0.00
Profit before taxation	**17.27**	**13.40**
Provision for taxation	11.89	3.50
Provision for tax for earlier years	0.00	0.65
Profit after taxation	**5.38**	**9.25**
Balance brought forward from previous year	27.58	27.56
Amount available for appropriation	32.96	36.81
APPROPRIATION		
General Reserve	1.00	4.00
Proposed Dividend :		
Preference	3.28	3.28
Equity	1.23	1.23
Tax on dividend	0.76	0.73
Balance as at end of the year	26.69	27.57
	32.96	36.81

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

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Part I

AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON 31ST MARCH 2013 (Rs. In Lacs)

	PARTICULARS	STANDALONE					CONSOLIDATED	
		Quarter Ended 31.03.2013	Quarter Ended 31.12.2012	Quarter Ended 31.03.2012	Year Ended 31.03.2013	Year ended 31.3.2012	Year Ended 31.03.2013	Year ended 31.3.2012
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
1	Income from operations							
	(a) Net Sales/Income from operations (Net of excise duty)	43072	100053	42116	227263	296427	227487	297128
	(b) Other Operating Income	26	-	-	26	-	26	-
	Total income from operations(net)	**43098**	**100053**	**42116**	**227289**	**296427**	**227513**	**297128**
2	**Expenses**							
	(a) Cost of materials consumed	39203	33301	15752	136849	132452	136849	132452
	(b) Purchases of stock-in-trade	2821	57458	25773	77101	147688	77305	148329
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(3,393)	4467	(5,952)	(2,847)	(605)	(2,847)	(605)
	(d) Employee benefits expenses	313	269	247	970	743	970	743
	(e) Depreciation and amortisation expense	550	525	649	2223	2600	2223	2600
	(f) Provision for Premium on FCCB	-	-	622	-	1022	-	1022
	(f) Other expenses	3153	3208	2229	11011	10115	11010	10125
	Total Expenses	**42647**	**99228**	**39320**	**225307**	**294015**	**225510**	**294666**
3	Profit/(Loss) from operations before other income, finance costs and exceptional items(1-2)	451	825	2796	1982	2412	2003	2462
4	Other Income	503	603	551	2269	2726	2242	2728
5	Profit/(Loss) from ordinary activities before finance costs and exceptional items(3+4)	954	1428	3347	4251	5138	4245	5190
6	Finance costs	548	661	1870	2524	3798	2524	3798
7	Profit/(Loss) from ordinary activities after finance costs but before exceptional items(5-6)	406	767	1477	1727	1340	1721	1392
8	Exceptional Items	-	-	-	-	-	-	
9	Profit/(Loss) from ordinary activities before tax(7+8)	406	767	1477	1727	1340	1721	1392
10	Tax Expenses	857	217	502	1189	415	1195	434
11	Net Profit/(Loss) from ordinary activities after tax(9-10)	(451)	550	975	538	925	526	958
12	Extraordinary items (net of tax expenses)	-	-	-	-	-	-	
13	**Net Profit/(Loss) for the period (11+12)**	**(451)**	**550**	**975**	**538**	**925**	**526**	**958**
14	Share of Profit / (loss) of associates	-	-	-	-	-	41	1
15	Minority Interest	-	-	-	-	-	0	(1)
16	**Net Profit/(Loss) after taxes, minority interest and share of profit/(loss) of associates (13±14±15).**	**(451)**	**550**	**975**	**538**	**925**	**567**	**960**
17	Paid up - Equity Share Capital (Face value Re.1/- per share)	2052	2052	2052	2052	2052	2052	2052
	Preference Share Capital (Face value Rs.100/- per share)	5461	5461	5461	5461	5461	5461	5461
18	Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	16,133	16,122	16,459	16,420
19.i	**Earning per share (before extraordinary items) (of Re. 1/-each) (not annualised)(in Rs. Per share)**							
	a) Basic	(0.41)	0.08	0.29	0.08	0.26	0.09	0.28
	b) Diluted	(0.41)	0.08	0.29	0.08	0.26	0.09	0.28
19.ii	**Earning per share (after extraordinary items) (of Re. 1/-each) (not annualised)(in Rs. Per share)**							
	a) Basic	(0.41)	0.08	0.29	0.08	0.26	0.09	0.28
	b) Diluted	(0.41)	0.08	0.29	0.08	0.26	0.09	0.28

Part II

SELECT INFORMATION FOR THE QUARTER AND YEAR MONTHS ENDED ON 31ST MARCH , 2013

	A. PARTICULARS OF SHARE HOLDING	Quarter Ended 31.03.2013	Quarter Ended 31.12.2012	Quarter Ended 31.03.2012	Year Ended 31.03.2013	Year ended 31.3.2012
1	Public shareholding					
	No. of shares	9,60,50,642	9,79,16,282	9,91,61,087	9,60,50,642	9,91,61,087
	Percentage of Holding	46.80	47.71	48.31	46.80	48.31
2	Promoters and Promoters group shareholding					
	a) Pledged/Encumbered					
	- Number of shares	48,00,000	48,00,000	38,75,000	48,00,000	38,75,000
	- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	4.40	4.47	3.65	4.40	3.65
	- Percentage of shares(as a % of the total share capital of the Company)	2.34	2.34	1.89	2.34	1.89
	b) Non-encumbered					
	- Number of shares	10,43,89,300	10,25,23,660	10,22,03,855	10,43,89,300	10,22,03,855
	- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	95.60	95.53	96.35	95.60	96.35
	- Percentage of shares(as a % of the total share capital of the Company)	50.86	49.95	49.80	50.86	49.80

	Particulars	3 Months ended 31.03.2013
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

Date : 30th May, 2013

For AND ON BEHALF OF THE BOARD OF DIRECTORS

DIRECTOR

RUCHI INFRASTRUCTURE LTD

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

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(Rs. In Lacs)

		STANDALONE					CONSOLIDATED	
	PARTICULARS	**Quarter Ended 31.03.2013**	**Quarter Ended 31.12.2012**	**Quarter Ended 31.03.2012**	**Year Ended 31.03.2013**	**Year ended 31.3.2012**	**Year Ended 31.03.2013**	**Year ended 31.3.2012**
	Refer note below	**(Audited)**	**(Unaudited)**	**(Audited)**	**(Audited)**	**(Audited)**	**(Audited)**	**(Audited)**
1	**Segment Revenue**							
	Oils	41693	98719	41054	221851	292070	221851	292070
	Infrastructure	1109	1084	1038	4289	4050	4289	4050
	Others	296	250	24	1149	307	1373	1008
	Total Segment Revenue	**43098**	**1,00,053**	**42,116**	**2,27,289**	**2,96,427**	**2,27,513**	**2,97,128**
	Less : Inter segment Revenue	-	-	-	-	-	-	-
	Net Sales/Income from operations	**43,098**	**1,00,053**	**42,116**	**2,27,289**	**2,96,427**	**2,27,513**	**2,97,128**
2	**Segment Results** (Profit/(loss) before tax and interest from each segment)							
	Oils	239	603	2,817	1076	2935	1076	2935
	Infrastructure	400	535	200	1573	852	1573	852
	Others	78	4	56	112	59	141	111
	Unallocable	237	286	274	1490	1292	1455	1292
	Total	**954**	**1,428**	**3,347**	**4,251**	**5,138**	**4,245**	**5,190**
	Less: (i) Finance Cost	548	661	1,870	2,524	3,798	2,524	3,798
	(ii) Other unallocable expenditure net off un-allocable income	-	-	-	-	-	-	-
	Total Profit before tax	**406**	**767**	**1,477**	**1,727**	**1,340**	**1,721**	**1,392**
3	**Capital Employed** (Segment Assets less Segment Liabilities)							
	Oils	4139	3446	4098	4139	4098	4139	4098
	Infrastructure	16612	18280	19130	16612	19130	16612	19130
	Others	146	116	126	146	126	499	465
	Unallocable	26587	18490	23702	26587	23702	26627	23702
	T O T A L	**47,484**	**40,332**	**47,056**	**47,484**	**47,056**	**47,878**	**47,395**

RUCHI INFRASTRUCTURE LTD

STATEMENT OF ASSETS AND LIABILITIES

(Rs. in Lacs)

		STANDALONE		CONSOLIDATED	
	Particulars	As at 31.03.2013	As at (previous year end) 31.03.2012	As at 31.03.2013	As at (previous year end) 31.03.2012
		Audited	Audited	Audited	Audited
A	**EQUITY AND LIABILITIES**				
(1)	**Shareholders' funds**				
	(a) Share capital	7,513	7,513	7513	7513
	(b) Reserves and surplus	15,169	16,122	15495	16420
	(c) Money received against share warrants	-	-		
	Sub-total-Shareholders' funds	**22,682**	**23,635**	**23,008**	**23,933**
(2)	**Share application money pending allotment**	-	-		
(3)	**Minority interest**	-	-	2	4
(4)	**Non-current liabilities**				
	(a) Long-term borrowings	10,022	13,370	10022	13168
	(b) Deferred tax liabilities (Net)	1,570	181	1254	(140.38)
	(c) Other Long term liabilities		-	-	
	(d) Long-term provisions	47	24	47	24
	Sub-total-Non-current liabilities	**11,639**	**13,575**	**11,323**	**13,052**
(5)	**Current liabilities**				
	(a) Short-term borrowings	20,845	19,450	21056	19660
	(b) Trade payables	34,803	29,639	35058	29743
	(c) Other current liabilities	4,735	2,879	4713	3098
	(d) Short-term provisions	561	529	561	529
	Sub-total-current liabilities	**60,944**	**52,497**	**61,388**	**53,030**
	TOTAL -EQUITY AND LIABILITIES	**95,265**	**89,707**	**95,721**	**90,019**
B.	**ASSETS**				
(1)	**Non-current assets**				
	(a) Fixed assets	20,390	23,343	20532	23496
	(b) Goodwill on consolidation	-	-		
	(c) Non-current investments	10,729	10,928	10349	10540
	(d) Deferred tax assets (net)	-	-		
	(e) Long-term loans and advances	1,001	855	1004	886
	(f) Other non-current assets	429	300	429	302
	Sub-total-Non-current Assets	**32,549**	**35,426**	**32,314**	**35,224**
(2)	**Current assets**				
	(a) Current investments	42	148	42	148
	(b) Inventories	28,982	16,085	28982	16,085
	(c) Trade receivables	6,394	13,670	7019	14,124
	(d) Cash and Bank Balances	24,150	21,119	24190	21,143
	(e) Short-term loans and advances	2,663	2,600	2689	2,636
	(f) Other current assets	485	659	485	659
	Sub-total-Current Assets	**62,716**	**54,281**	**63,407**	**54,795**
	TOTAL -ASSETS	**95,265**	**89,707**	**95,721**	**90,019**

For AND ON BEHALF OF THE BOARD OF DIRECTORS

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 30th May, 2013.

2 Corresponding figures for the previous period have been regrouped/ reclassified to make them comparable with those of current period.

3 The figures for the quarter ended 31st March, 2013 and 31st March, 2012 are the balancing figures between audited figures in respect of the full financial year ended 31st March, 2013 and 31st March, 2012 respectively and the published year to date unaudited figures upto 31st December, 2012 and 31st December, 2011 respectively.

4 The results of subsidiary companies, namely Peninsular Tankers Pvt. Ltd. , Union Infrasatructure Solutions Pvt. Ltd. , Mangalore Impex Pvt. Ltd. , Ruchi Resorces Pte. Ltd. and Narang & Ruchi Developers (Associate) have been considered in consolidated financial statement after making necessary adjustments in respect of differences in accounting policies.

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Place : Mumbai

Date : 30th May 2013

Director