Ruchi
RUCHI SOYA INDUSTRIES LIMITED
REGD. OFFICE : : 408, TULSIANI CHAMBERS, NARIMAN POINT, MUMBAI - 400 021.
Phone : (91) - 22- 6656 0600 / 2282 4851 Fax : (91)-22-2204 2865 E-mail : ruchisoya@ruchigroup.com Website : www.ruchisoya.com

RSIL/2011

10/08/2011

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**

Delhi Stock Exchange Ltd.
DSE House, 3/1, Asaf Ali Road, **New Delhi – 110 002**

Dear Sirs,

Sub. : Outcome of the meeting of Board of Directors held on 10th August, 2011

The Board of Directors of the Company at its meeting held on 10th August, 2011, inter-alia, considered the following –

A) Audited Annual Accounts of the Company for the year ended 31st March, 2011 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 25% (Re. 0.50 per equity share of face value Rs.2/-) on Equity Share Capital of Rs. 66.60 Crores.

C) It was decided to call the 25th Annual General Meeting of the Company at 10.00 AM on Friday, the 30th September, 2011 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 Monday, 26th September, 2011 to Friday, 30th September, 2011 (both days inclusive).

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

FINANCIAL RESULTS :-

		2010-2011 (Rs. in Crore)		2009-2010 (Rs. in Crore)
Total Income		16663.77		13529.72
Gross Profit		447.97		369.33
Depreciation		119.92		100.37
Exceptional Items		-		3.52
Profit before taxation		328.05		272.48
Provision for taxation for the year		82.70		60.40
Profit before deferred tax		245.35		212.08
Provision for deferred tax		29.30		35.00
Income tax of earlier years		2.84		4.61
Profit after taxation		213.21		172.47
Balance brought forward from previous year		429.64		344.55
Balance brought forward from previous year Relating to Transferor Company		10.16		1.54
Amount available for appropriation		653.01		518.56
APPROPRIATION				
General Reserve		25.00		25.00
Capital Redemption Reserve		-		45.25
Proposed Dividend				
- Preference	0.02		0.41	
- Equity	16.65	16.67	15.55	15.96
Tax on dividend		2.71		2.71
Surplus carried to balance sheet		608.63		429.64
		653.01		518.56

RUCHI SOYA INDUSTRIES LTD. MUMBAI

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E) Unaudited Financial Results of the Company for the quarter ended 30th June, 2011 were approved by the Board. The same are subject to limited review by the Auditors and are enclosed herewith 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 Soya Industries Ltd.**

Company Secretary

Enclosures : As Above

RUCHI SOYA INDUSTRIES LIMITED

Regd. Office :614, Tulsiani Chambers, Nariman Point, Mumbai - 400 021

Annexure A

AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MARCH, 2011

(Rs.in Crores)

PARTICULARS	STANDALONE		CONSOLIDATED	
	YEAR ENDED (AUDITED)	PREVIOUS YEAR ENDED (AUDITED)	YEAR ENDED (AUDITED)	PREVIOUS YEAR ENDED (AUDITED)
	31.03.2011	31.03.2010	**31.03.2011**	31.03.2010
(1)	(3)	(4)	(5)	(6)
1 (a) Net Sales/Income from operations	16,643.50	13,508.09	18207.60	14,372.75
(b) Other Operating Income	5.32	3.74	6.27	3.74
2 Expenditure				
a. (Increase) / decrease in stock-in trade and work in progress	(436.33)	(37.75)	(636.17)	(53.62)
b. Consumption of raw materials	10,127.97	7,535.76	10656.14	7,548.23
c. Purchase of traded goods	5,141.05	4,653.78	6277.17	5,495.11
d. Employees cost	84.86	66.77	96.39	67.81
e. Total Depreciation, amortisation and impairment	141.64	120.28	145.84	120.34
Less: Adjusted to Business Development/General Reserve	21.72	19.91	21.72	19.91
Net Depreciation	119.92	100.37	124.12	100.43
f. Other Expenditure	1,180.34	874.39	1243.02	890.83
g. Total	16,217.81	13,193.32	17,760.67	14,048.79
3 Profit from Operations before other income interest and Exceptional Items (1-2)	431.01	318.51	453.20	327.70
4 Other Income	14.95	17.89	17.31	16.13
5 Profit before interest and Exceptional Items (3+4)	445.96	336.40	470.51	343.83
6 Interest (Net)	117.91	67.44	110.14	66.36
7 Profit after interest but before Exceptional Items (5-6)	328.05	268.96	360.37	277.47
8 Exceptional Items	-	3.52	(0.02)	3.52
9 **Profit(+)/Loss(-) from Ordinary Activities before tax (7- 8)**	**328.05**	**272.48**	**360.35**	280.99
10 Tax Expenses	114.84	100.01	125.92	103.29
11 **Net Profit (+)/Loss(-) from Ordinary Activities after tax (9-10)**	**213.21**	**172.47**	**234.43**	177.70
12 Extraordinary items (net of tax expenses)	-	-	-	-
13 Minority Interest	-	-	9.24	2.80
14 **Net Profit (+)/Loss(-) for the period (11-12-13)**	**213.21**	**172.47**	**225.19**	**174.90**
15 Paid-up Capital				
Equity Share Capital	66.51	52.58	66.51	52.58
Face value Rs.2/- per share				
Preference Share Capital	2.00	-	2.00	-
Face value Rs.100/- per share				
16 Reserve excluding Revaluation Reserve	1,668.50	1,424.18	1720.65	1,447.54
17 Earning per share (EPS) (in Rs.)				
a) Basic EPS for the period (not annualized)	6.62	6.92	7.28	7.13
b) Diluted EPS for the period (not annualized)	6.62	6.18	7.27	6.37
18 Public shareholding				
No. of shares	160,815,542	139,631,055	160,815,542	139,631,055
Percentage of Holding	48.36	53.11	48.36	53.11
19 Promoters and Promoters group shareholding				
a) Pledged/Encumbered				
- Number of shares	9,170,115	9,037,045	9,170,115	9,037,045
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	5.34	7.33	5.34	7.33
- Percentage of shares(as a % of the total share capital of the Company)	2.76	3.44	2.76	3.44
b) Non-encumbered				
- Number of shares	162,540,815	114,220,760	162,540,815	114,220,760
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	94.66	92.67	94.66	92.67
- Percentage of shares(as a % of the total share capital of the Company)	48.88	43.45	48.88	43.45

RUCHI SOYA INDUSTRIES LIMITED

Regd. Office : 614, Tulsiani Chambers, Nariman Point, Mumbai - 400 021

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(Rs.in Crores)

	PARTICULARS	STANDALONE		CONSOLIDATED	
		YEAR ENDED (AUDITED)	PREVIOUS YEAR ENDED (AUDITED)	YEAR ENDED (AUDITED)	PREVIOUS YEAR ENDED (AUDITED)
		31.03.2011	31.03.2010	**31.03.2011**	31.03.2010
	(1)	(4)	(6)	(7)	(8)
1	**Segment Revenue**				
	(Net Sale/Income from operations & other Income)				
	Oils	11,508.64	9,893.79	12514.60	10250.88
	Vanaspati	1,114.35	913.78	1144.66	913.78
	Seed Extraction	3,243.06	1,950.04	3243.06	1950.04
	Food Products	312.86	302.06	312.86	302.06
	Wind Turbine Power Generation	34.56	21.68	34.56	21.68
	Others	450.30	448.37	981.44	954.18
	Net Sales/Income from operations	16,663.77	13,529.72	18,231.18	14,392.62
2	**Segment Results**				
	(Profit before interest and tax)				
	Oils	260.60	214.51	278.73	217.77
	Vanaspati	27.06	18.36	28.00	18.36
	Seed Extraction	110.39	60.26	110.39	60.26
	Food Products	15.69	11.35	15.69	11.35
	Wind Turbine Power Generation	13.12	12.35	13.12	12.35
	Others	17.25	12.67	23.06	16.92
	Total	444.11	329.50	468.99	337.01
	Less: Interest (net)	117.91	67.44	110.14	66.36
	Less: Other unallocable expenditure net of un-allocable income	(1.85)	(10.42)	(1.50)	(10.34)
	Total Profit before tax	328.05	272.48	360.35	280.99
3	**Capital Employed**				
	(Segment Assets less Segment Liabilities)				
	Oils	1,746.34	753.89	2619.00	837.71
	Vanaspati	323.79	327.92	377.08	327.92
	Seed Extraction	1,610.58	811.63	1610.58	811.63
	Food Products	95.92	74.58	95.92	74.58
	Wind Turbine Power Generation	413.35	278.86	413.35	278.86
	Others	333.72	8.38	581.62	128.85
	T O T A L	4,523.70	2,255.26	5,697.55	2,459.55

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

sd/-

MANAGING DIRECTOR

Place : Mumbai

Date : August 10, 2011

RUCHI SOYA INDUSTRIES LTD. MUMBAI

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 10th August, 2011.

2. The movement in the Employee Stock Options during the year ended March 31, 2011 is as follows:

Date of Grant	Opening Balance as on 1st April ,2010	Issued During the year	Cancelled	Exercised during the year	Closing Balance as on March 31,2011
April 1st 2008	9,45,200	-	84,500	2,70,250	5,90,450
October 1st 2009	14,95,000	-	1,47,500	2,28,900	11,18,600
April 1st 2010	-	2,53,500	-	-	2,53,500
Total	**24,40,200**	**2,53,500**	**2,32,000**	**4,99,150**	**19,62,550**

Compensation Committee of the Board at its meeting held on 14th May, 2011 granted 198000 options and cancelled 250500 options in terms of the Scheme and converted 491950 options into equal numbers of shares. As on date 14,18,100 options are outstanding.

3. The Board of Directors of the Company at their meeting held on 3rd July, 2010 approved the Scheme of Amalgamation and Arrangement involving Amalgamation of Sunshine Oleochem Limited and Ruchi Soya Industries Limited and their respective shareholders under Sections 391 to 394 read with Section 78 and Sections 100 to 103 and other applicable provisions of the Companies Act, 1956. The Scheme was duly approved by the jurisdictional High Court and became effective from the appointed date, i.e., 1st July, 2010. The required formalities in terms of the Scheme were completed during the year ended 31st March, 2011, including allotment / cancellation of Equity / Preference Shares. The above results for the year ended March 31, 2011 incorporate the financial results of the transferor company, and no such figures have been considered in the figures for the comparable earlier financial year, since the appointed date under the said Scheme was July 1, 2010.

4. Pursuant to the Scheme of Amalgamation and Arrangement between Company and Mac Oil Palm Limited, the Board has approved the following amounts as charge to Business Development Reserve during the year ended 31st March, 2011:

Particulars	**Amount (Rs.in lacs)**
Bad debts written off	3,803.69
Provision for doubtful Advances	1,122.60
Provision for doubtful debts	992.07
Additional depreciation on revaluation of Fixed assets	2,171.86
Advertisement expenses	498.10
	8,588.32
Less: Current / deferred tax	2,148.28
Total	6,440.04

5. The results of subsidiary Companies, associates, joint venture & trust namely, Ruchi Worldwide Limited, Gemini Edibles and Fats India Private Limited, Mrig Trading Private Limited, Ruchi Green Energy Private Limited, Ruchi Soya Industries Limited Beneficiaries Trust, Ruchi Industries Pte. Ltd., Ruchi Agri Plantation (Cambodia) Pvt. Limited, Ruchi Ethiopia Holdings Pvt. Limited, GHI Energy Private Limited and Indian Oil Ruchi Bio fuels LLP have been consolidated.

6. Interest income has been netted off against interest cost.

7. The figures for the corresponding periods have been re-grouped/re-arranged to make the same comparable with the figures for the year ended 31st March, 2010.

8. The proceeds of the preferential allotments of securities made by the Company during the current financial year have been utilised for the purposes they were raised.

Place : Mumbai

Date : August 10, 2011

For AND ON BEHALF OF THE BOARD OF DIRECTORS
Sd/-
MANAGING DIRECTOR

Annexure B

RUCHI SOYA INDUSTRIES LIMITED

Regd. Office : 614, Tulsiani Chambers, Nariman Point, Mumbai – 400 021

UNAUDITED FINANCIAL RESULTS (PROVISIONAL) FOR THE QUARTER ENDED JUNE 30, 2011

(Rs. in Crores)

PARTICULARS	QUARTER ENDED (UNAUDITED) 30.06.2011	QUARTER ENDED (UNAUDITED) 30.06.2010	PREVIOUS YEAR ENDED (AUDITED) 31.03.2011
(1)	(2)	(3)	(4)
1 (a)Net Sales/Income from Operations	5,898.89	3,457.04	16,643.50
(b) Other Operating Income	2.83	0.67	5.32
2 Expenditure			
a. (Increase) / decrease in stock-in trade and work in progress	249.74	134.38	(436.33)
b. Consumption of raw materials	2,988.03	1,848.79	10,127.97
c. Purchase of traded goods	2,194.03	1,179.04	5,141.05
d. Employees cost	22.26	17.77	84.86
e. Total Depreciation ,amortisation and impairment	36.70	30.98	141.64
Less: Adjusted to Business Development/General Reserve	5.14	4.84	21.72
Net Depreciation	31.56	26.14	119.92
f. Other Expenditure	285.37	179.69	1,180.34
g. Total	5,770.99	3,385.81	16,217.81
3 Profit from Operations before Other Income, Interest and Exceptional Items (1-2)	130.73	71.90	431.01
4 Other Income	1.51	11.34	14.95
5 Profit before Interest and Exceptional Item (3+4)	132.24	83.24	445.96
6 Interest (Net)	27.98	3.68	117.91
7 Profit after interest but before Exceptional Items (5-6)	104.26	79.56	328.05
8 Exceptional Items	-	-	-
9 **Profit(+)/Loss(-) from Ordinary Activities before tax (7 - 8)**	**104.26**	**79.56**	**328.05**
10 Tax Expenses	38.10	27.15	114.84
11 **Net Profit(+)/Loss(-) from Ordinary Activities after tax (9- 10)**	**66.16**	**52.41**	**213.21**
12 Extraordinary items	-	-	-
13 **Net Profit (+)/Loss(-) for the period (11-12-13)**	**66.16**	**52.41**	**213.21**
14 Paid-up Capital Equity Share Capital (Face value Rs.2/- per share)	66.60	52.58	66.51
Preference Share Capital (Face value Rs.100/- per share)	2.00	-	2.00
16 Reserve excluding revaluation reserve	-	-	1,668.50
17 Earning Per Share (EPS)			
a) Basic EPS for the period (not annualized)	1.99	1.89	6.62
b) Diluted EPS for the period (not annualized)	1.98	1.77	6.62
18 Public shareholding			
No. of shares	160,081,303	139,638,805	160,815,542
Percentage of holding	48.07	53.12	48.36
19 Promoters and Promoters group shareholding			
a) Pledged/Encumbered			
- Number of shares	9,213,290	11,437,045	9,170,115
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	5.33	9.28	5.34
- Percentage of shares(as a % of the total share capital of the Company)	2.77	4.35	2.76
b) Non-encumbered			
- Number of shares	163,723,829	111,813,010	162,540,815
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	94.67	90.72	94.66
- Percentage of shares(as a % of the total share capital of the Company)	49.16	42.53	48.88

RUCHI SOYA INDUSTRIES LIMITED

Regd. Office : 614, Tulsiani Chambers, Nariman Point, Mumbai – 400 021

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(Rs. in Crores)

PARTICULARS	QUARTER ENDED (UNAUDITED) 30.06.2011	QUARTER ENDED (UNAUDITED) 30.06.2010	PREVIOUS YEAR ENDED (AUDITED) 31.03.2011
(1)	(2)	(3)	(4)
1 **Segment Revenue**			
(Net Sale/Income from operations & other Income)			
Oils	4,781.96	2,710.53	11,508.64
Vanaspati	253.50	229.99	1,114.35
Seed Extraction	695.97	323.27	3,243.06
Food Products	81.55	83.06	312.86
Wind Turbine Power Generation	17.42	14.70	34.56
Others	72.83	107.50	450.30
Net Sales/Income from operations	**5,903.23**	**3,469.05**	**16,663.77**
2 **Segment Results**			
(Profit before interest and tax)			
Oils	88.94	46.47	260.60
Vanaspati	4.95	3.62	27.06
Seed Extraction	20.18	12.29	110.39
Food Products	2.61	2.60	15.69
Wind Turbine Power Generation	10.96	9.22	13.12
Others	4.60	8.49	17.25
Total	**132.24**	**82.69**	**444.11**
Less: Interest (Net)	27.98	3.68	117.91
Less: Other unallocable expenditure net of un-allocable income	-	(0.55)	(1.85)
Total Profit before tax	**104.26**	**79.56**	**328.05**
3 **Capital Employed**			
(Segment Assets less Segment Liabilities)			
Oils	988.96	813.75	1,746.34
Vanaspati	287.04	234.31	323.79
Seed Extraction	1,364.67	796.17	1,610.58
Food Products	97.92	60.09	95.92
Wind Turbine Power Generation	451.17	298.14	413.35
Others	246.74	234.38	333.72
T O T A L	**3,436.50**	**2,436.84**	**4,523.70**

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

sd/-

MANAGING DIRECTOR

Place : Mumbai

Date : August 10, 2011

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 10th August, 2011. The results are subject to 'limited review' by the auditors.

2. During the quarter, Company received 7 investors' complaints which were redressed. There were no complaints pending at the beginning of quarter and at the end of the quarter.

3. The movement in the Employee Stock Options during the quarter ended June 30, 2011 is as follows:

Date of Grant	Opening Balance as on 1st April, 2011	Issued during the quarter	Cancelled during the quarter	Exercised during the quarter	Closing Balance as on June 30,2011
April 1st 2008	5,90,450	-	52,000	4,91,950	46,500
October 1st 2009	11,18,600	-	1,48,500	-	9,70,100
April 1st 2010	2,53,500	-	50,000	-	2,03,500
April 1st 2011		1,98,000	-		1,98,000
Total	**19,62,550**	**1,98,000**	**2,50,500**	**4,91,950**	**14,18,100**

4. The Board of Directors of the Company at their meeting held on 3rd July, 2010 approved the Scheme of Amalgamation and Arrangement involving Amalgamation of Sunshine Oleochem Limited and Ruchi Soya Industries Limited and their respective shareholders under Sections 391 to 394 read with Section 78 and Sections 100 to 103 and other applicable provisions of the Companies Act, 1956. The Scheme was duly approved by the jurisdictional High Court and became effective from the appointed date, i.e., 1st July, 2010. The required formalities in terms of the Scheme were completed during the quarter ended 31st March, 2011, including allotment / cancellation of Equity / Preference Shares. The above results for the quarter ended June 30, 2011 incorporate the financial results of the transferor company, and no such figures have been considered in the figures for the corresponding quarter ended June 30, 2010, since the appointed date under the said Scheme was July 1, 2010.

5. The Board of Directors of the Company at their meeting held on 8th February, 2010 approved the Scheme of Amalgamation involving Amalgamation of Palm Tech India Limited and Ruchi Soya Industries Limited and their respective shareholders under Sections 391 to 394 read with Sections 100 to 103 and other applicable provisions of the Companies Act, 1956. The Scheme was duly approved by the jurisdictional High Court and became effective from the appointed date, i.e., 1st April, 2009. The required formalities in terms of the Scheme were completed during the quarter ended 30th September, 2010, including allotment of Equity Shares. The above results for the quarter ended June 30, 2011 incorporate the financial results of the transferor company, and no such figures have been considered in the figures for the corresponding quarter ended June 30, 2010.

6. Pursuant to the Scheme of Amalgamation and Arrangement between Company and Mac Oil Palm Limited the Board has approved the following amounts as charge to Business Development Reserve during the quarter ended June 30, 2011:

Particulars	**Amount (Rs. in lacs)**
Additional depreciation/impairment/amortisation on account Of revaluation of Fixed assets	513.94
Advertisement and sales promotion expenses	

for Business development	192.15
	706.09
Less: Income Tax / Deferred tax	62.34
Total	**643.75**

7. With effect from 1 April 2011, the Company has adopted the principles of derivatives and hedge accounting of Accounting Standard (AS) 30 "Financial Instruments: Recognition and Measurement", to account for interest rate swaps. Accordingly, mark to market losses of Rs 1,752.86 lacs as at 30 June, 2011 on account of interest rate swaps designated as effective hedge has been recognized in the balance sheet under the head `Hedge Reserve'.

8. The results of subsidiary companies, associates, Trust and Joint Venture will be consolidated with the year end results.

9. Interest income has been netted off against interest cost.

10. The figures for the corresponding periods have been re-grouped/re-arranged to make the same comparable with the figures for the quarter ended June 30, 2010.

Place : Mumbai

Date : August 10, 2011

For AND ON BEHALF OF THE BOARD OF DIRECTORS
Sd/-
MANAGING DIRECTOR