



RUCHI SOYA INDUSTRIES LIMITED

Head Office :
301, Mahakosh House,
7/5, South Tukoganj,
Nath Mandir Road,
INDORE - 1 (M.P.) India
Phone : 4065012, 2513281-82-83
Fax : 91-731-4065019
E-mail : ruchisoya@ruchigroup.com

RSIL/2013

30/05/2013

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

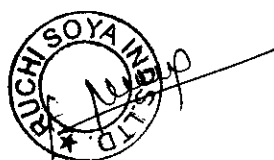
National Stock Exchange of India Ltd.,
“Exchange Plaza”, Bandra-Kurla Complex,
Bandra (E), **Mumbai – 400 051**

Dear Sirs,

Sub. : Outcome of the meeting of Board of Directors held on 30th May, 2013

In compliance with provisions of listing Agreement (in particular 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 16% (Re. 0.32 per equity share of face value Rs.2/-) on Equity Share Capital of Rs. 66.81 Crores. Such dividend, if approved, will be paid on or before 28th September, 2013.
- C) It was decided to call the 27th Annual General Meeting of the Company at 10.30 AM on Friday, the 30th August, 2013 at Sunville Deluxe Pavilion, 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 Tuesday the 27th August, 2013 to Friday, the 30th August, 2013 (both days inclusive) for ascertainment of entitlement of equity dividend, if any."



RUCHI SOYA INDUSTRIES LIMITED

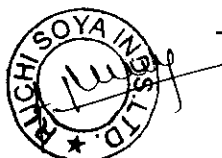
Head Office :
301, Mahakosh House,
7/5, South Tukoganj,
Nath Mandir Road,
INDORE - 1 (M.P.) India
Phone : 4065012, 2513281-82-83
Fax : 91-731-4065019
E-mail : ruchisoya@ruchigroup.com

: 2 :

- D) Mr. Sanjeev Kumar Asthana has been inducted on the Board with effect from 30th May, 2013, as Executive Director.
- E) The Board noted that the Compensation Committee at its meeting held on 28th May, 2013, has allotted 1,23,850 equity shares of Rs.2/- each on conversion of employees' stock options. Post such allotment the paid up equity capital of the Company has increased to Rs.66.81 crores.
- F) Financial result and appropriation of profit is as follows:-

FINANCIAL RESULTS :-

	<u>2012-2013</u> <u>(in Crore)</u>	<u>2011-2012</u> <u>(in Crore)</u>
Total Revenue	<u>26498.73</u>	<u>26223.86</u>
Profit before depreciation and tax	457.80	369.10
Depreciation	<u>154.26</u>	<u>140.78</u>
Profit before taxation and exceptional items	303.54	228.32
Exceptional Items	-	-
Profit before taxation	<u>303.54</u>	<u>228.32</u>
Provision for taxation	58.80	99.31
Provision for tax for earlier years	<u>8.48</u>	<u>6.70</u>
Profit after taxation	236.26	122.31
Balance brought forward from previous year	708.40	608.63
Adjustment on scheme of Amalgamation and Arrangement	-	-
Amount available for appropriation	<u>944.66</u>	<u>730.94</u>
APPROPRIATION		
General Reserve	25.00	10.00
Proposed Dividend – Preference	0.12	0.12
- Equity	10.69	10.67
Tax on dividend	1.83	1.75
Balance as at end of the year	<u>907.02</u>	<u>708.40</u>
	<u>944.66</u>	<u>730.94</u>





RUCHI SOYA INDUSTRIES LIMITED

Head Office :
301, Mahakosh House,
7/5, South Tukoganj,
Nath Mandir Road,
INDORE - 1 (M.P.) India
Phone : 4065012, 2513281-82-83
Fax : 91-731-4065019
E-mail : ruchisoya@ruchigroup.com

: 03 :

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.**

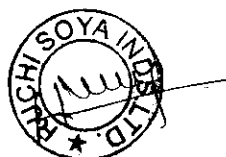

Company Secretary

Enclosures : As Above

RUCHI SOYA INDUSTRIES LIMITED
Regd. Office : 614, Tulsiani Chambers, Nariman Point, Mumbai - 400 021

Part I 1 STATEMENT OF STANDALONE AUDITED RESULTS FOR THE QUARTER AND YEAR ENDED ON 31/03/2013							
(Rs. in lac)							
PARTICULARS	STANDALONE				CONSOLIDATED		
	3 months ended 31.03.2013 (Refer Note 8)	3 months ended 31.12.2012	3 months ended 31.03.2012 (Refer Note 8)	Year to date figures for current year ended 31.03.2013	Year to date figures for previous year ended 31.03.2012	Year to date figures for current year ended 31.03.2013	Year to date figures for previous year ended 31.03.2012
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
1 Income from operations							
(a) Net Sales/Income from operations (Net of excise duty)	751,846.68	817,516.17	705,879.06	2,609,748.09	2,599,121.64	2,980,792.39	3,026,452.61
(b) Other Operating Income	3,749.70	(394.56)	(2,408.59)	6,283.73	538.63	6,333.23	556.52
Total Income from operations(net)	755,596.38	817,121.61	703,470.47	2,616,031.82	2,599,660.27	2,987,125.62	3,027,009.13
2 Expenses							
(a) Cost of materials consumed	405,423.55	507,702.41	403,647.23	1,601,462.77	1,403,499.46	1,640,022.64	1,509,733.83
(b) Purchases of stock-in-trade	274,627.82	282,949.37	260,339.47	751,797.92	982,789.10	1,030,784.62	1,304,912.87
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(2,725.82)	(39,559.69)	(57,349.73)	15,043.19	(61,214.93)	40,060.46	(74,876.57)
(d) Employee benefits expenses	3,694.28	4,310.02	2,630.55	14,255.90	11,025.61	16,237.83	12,496.47
(e) Depreciation and amortisation expenses	4,580.43	3,955.41	3,777.37	15,426.29	14,077.65	16,574.21	14,986.70
(f) Other expenses	62,638.50	51,135.92	77,744.00	189,924.54	197,250.28	207,501.02	208,195.81
Total Expenses	748,238.76	810,493.44	690,788.89	2,587,910.61	2,547,427.17	2,951,180.78	2,975,449.11
3 Profit/(Loss) from operations before other income, finance costs and exceptional items(1-2)	7,157.62	6,628.17	12,681.58	28,121.21	52,233.10	35,944.84	51,560.02
4 Other Income	10,285.91	8,464.86	6,722.20	33,840.73	22,725.65	44,980.62	34,252.19
5 Profit/(Loss) from ordinary activities before finance costs and exceptional items(3+4)	17,443.53	15,093.03	19,403.78	61,961.94	74,958.75	80,925.46	85,812.21
6 Finance costs	9,394.81	8,695.39	11,474.27	31,607.46	52,126.19	44,820.96	66,246.21
7 Profit/(Loss) from ordinary activities after finance costs but before exceptional items(5+6)	8,048.72	6,397.64	7,929.51	30,354.48	22,832.56	36,104.50	19,566.00
8 Exceptional Items	-	-	-	-	-	-	-
9 Profit/(Loss) from ordinary activities before tax(7+8)	8,048.72	6,397.64	7,929.51	30,354.48	22,832.56	36,104.50	19,566.00
10 Tax Expenses	190.05	1,456.63	5,096.63	6,728.07	10,601.09	7,682.83	10,769.19
11 Net Profit/(Loss) from ordinary activities after tax(9+10)	7,858.67	4,941.01	2,832.88	23,626.41	12,231.47	28,421.67	8,796.81
12 Extraordinary items (net of tax expenses - Nil)	-	-	-	-	-	-	-
13 Net Profit/(Loss) for the period (11+12)	7,858.67	4,941.01	2,832.88	23,626.41	12,231.47	28,421.67	8,796.81
14 Share of Profit/(loss) of associates	-	-	-	-	-	(104.03)	37.93
15 Less: Minority Interest share (Gain/Loss)	-	-	-	-	-	994.40	142.26
16 Net Profit/(Loss) after taxes, minority interest and share of profit/(loss) of associates (13+14+15)	7,858.67	4,941.01	2,832.88	23,626.41	12,231.47	27,323.24	8,692.48
17 Paid up - Equity Share Capital (Face value ` 2/- per share)	6,678.45	6,678.45	6,667.17	6,678.45	6,667.17	6,678.45	6,667.17
Preference Share Capital (Face value ` 100/- per share)	200.00	200.00	200.00	200.00	200.00	200.00	200.00
18 Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	190,772.75	172,187.04	196,339.68	173,898.77
19.i Earning per share (before extraordinary items) (of ` 2/-each) (not annualised)( in ` Per share)							
a) Basic	2.35	1.48	0.85	7.08	3.67	8.19	2.61
b) Diluted	2.35	1.48	0.85	7.07	3.66	8.18	2.60
19.ii Earning per share (after extraordinary items) (of ` 2/-each) (not annualised)( in ` Per share)							
a) Basic	2.35	1.48	0.85	7.08	3.67	8.19	2.61
b) Diluted	2.35	1.48	0.85	7.07	3.66	8.18	2.60

See accompanying note to the financial results



Part II

Select Information for the Quarter and year ended 31/03/2013							
PARTICULARS	STANDALONE				CONSOLIDATED		
	3 months ended 31.03.2013 (Refer Note 8)	3 months ended 31.12.2012	3 months ended 31.03.2012 (Refer Note 8)	Year to date figures for current year ended 31.03.2013	Year to date figures for previous year ended 31.03.2012	Year to date figures for current year ended 31.03.2013	Year to date figures for previous year ended 31.03.2012
A. PARTICULARS OF SHARE HOLDING							
1 Public shareholding							
No. of shares	151,321,271	151,898,726	154,020,318	151,321,271	154,020,318	151,321,271	154,020,318
Percentage of Shareholding	45.32	45.49	46.20	45.32	46.20	45.32	46.20
2 Promoters and Promoters Group Shareholding							
a) Pledged/Encumbered							
- Number of shares	30,724,217	2,278,640	7,801,665	30,724,217	7,801,665	30,724,217	7,801,665
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	16.83	1.25	4.35	16.83	4.35	16.83	4.35
- Percentage of shares(as a % of the total share capital of the Company)	9.20	0.68	2.34	9.20	2.34	9.20	2.34
b) Non-encumbered							
- Number of shares	151,877,084	179,745,206	171,536,589	151,877,084	171,536,589	151,877,084	171,536,589
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	83.17	98.75	95.65	83.17	95.65	83.17	95.65
- Percentage of shares(as a % of the total share capital of the Company)	45.48	53.83	51.46	45.48	51.46	45.48	51.46
B. INVESTOR COMPLAINTS							
Pending at the beginning of the quarter							
Received during the quarter							
Disposed of during the quarter							
Remaining unresolved at the end of the quarter							

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

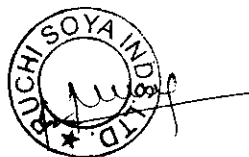
Date : May 30, 2013

Sd/-
MANAGING DIRECTOR

				31.03.2013	31.03.2012	31.03.2013	31.03.2012
	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
1	Segment Revenue						
	Oils	372,653.12	592,871.11	330,661.93	1,668,897.45	1,864,454.60	1,872,636.33
	Vanaspati	15,524.61	20,821.10	18,857.77	78,374.31	95,302.88	89,436.53
	Seed Extraction	335,638.19	266,310.95	346,353.50	951,384.66	828,429.39	1,007,158.93
	Food Products	9,318.78	9,000.02	7,226.46	41,220.63	31,010.82	41,220.63
	Wind Turbine Power Generation	1,539.08	1,061.98	2,175.60	7,094.25	5,676.07	7,094.25
	Others	78,758.93	35,245.22	83,377.58	168,006.14	112,885.88	274,198.27
	Unallocated						
	Total Segment Revenue	813,432.71	925,310.38	788,652.84	2,914,977.44	2,937,759.64	3,291,744.94
	Less : Inter segment Revenue	61,786.03	107,794.21	82,773.78	305,229.35	338,638.00	310,952.55
	Net Sales/Income from operations	751,646.68	817,516.17	705,879.06	2,609,748.09	2,599,121.64	2,980,792.39
2	Segment Results						
	Profit/(loss) before tax and interest from each segment						
	Oils	3,187.73	(494.69)	(10,995.63)	8,481.62	14,986.48	10,604.50
	Vanaspati	541.49	623.36	135.85	1,683.98	1,134.36	2,078.66
	Seed Extraction	9,820.11	10,652.80	21,880.79	25,381.39	30,750.60	26,273.12
	Food Products	180.29	425.69	643.48	1,382.10	1,360.33	1,382.10
	Wind Turbine Power Generation	582.71	169.43	1,289.26	3,667.60	2,816.75	3,667.60
	Others	(5,175.28)	(4,598.33)	429.15	(10,126.84)	2,194.98	(4,919.77)
	Unallocated						
	Total	9,137.05	6,778.26	13,382.90	30,469.85	53,243.50	39,086.21
	Less: (i) Finance costs	9,394.61	8,695.39	11,474.27	31,607.46	52,126.19	44,820.96
	(ii) Interest Income	(8,306.48)	(8,273.96)	(6,020.88)	(31,451.28)	(21,655.24)	(42,452.01)
	(iii) Other unallocable expenditure net off un-allocable income		(40.81)	-	(40.81)	(60.01)	612.76
	Total Profit before tax	8,048.92	6,397.64	7,929.51	30,354.48	22,832.56	36,104.50
3	Capital Employed	0	0	0	0	(0)	(0)
	(Segment Assets less Segment Liabilities)						
	Oils	175,556.35	141,366.12	127,173.00	175,556.35	127,173.00	206,059.29
	Vanaspati	37,258.14	28,036.07	56,355.18	37,258.14	56,355.18	44,714.13
	Seed Extraction	145,151.22	131,129.63	137,428.16	145,151.22	137,428.16	145,161.22
	Food Products	13,751.02	14,725.97	13,345.45	13,751.02	13,345.45	13,751.02
	Wind Turbine Power Generation	45,020.25	47,331.25	45,336.84	45,020.25	45,336.84	45,020.25
	Others	79,417.97	52,362.17	71,969.74	79,417.97	71,969.74	96,749.02
	Unallocated						
	TOTAL	496,154.95	414,951.21	451,608.37	496,154.95	451,608.37	551,454.93

Place : Mumbai

Date : 30th May, 2013



3 Statement of Assets and Liabilities

(Rs.in Lac)

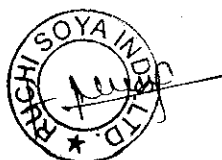
	Particulars	STANDALONE		CONSOLIDATED	
		As at current year ended on 31.3.2013	As at previous year ended on 31.3.2012	As at current year ended on 31.3.2013	As at previous year ended on 31.3.2012
A	EQUITY AND LIABILITIES				
(1)	Shareholders' funds				
	(a) Share capital	6,878.45	6,867.17	6,878.45	6,867.17
	(b) Reserves and surplus	229,744.21	213,300.71	235,311.15	215,015.71
	(c) Money received against share warrants	-	-	-	-
	Sub-total-Shareholders' funds	236,622.66	220,167.88	242,189.60	221,882.88
(2)	Share application money pending allotment	-	-	-	-
(3)	Minority interest	-	-	4,998.19	3,103.78
(4)	Non-current liabilities				
	(a) Long-term borrowings	103,741.81	79,970.50	112,261.15	87,532.41
	(b) Deferred tax liabilities (Net)	24,667.11	25,287.21	24,948.22	25,288.03
	(c) Other Long term liabilities	2,795.43	3,522.93	2,952.69	3,899.10
	(d) Long-term provisions	0.15	166.69	179.70	174.29
	Sub-total-Non-current liabilities	131,204.50	108,947.33	140,341.76	116,893.83
(5)	Current liabilities				
	(a) Short-term borrowings	440,132.39	378,740.09	596,022.66	502,025.31
	(b) Trade payables	482,329.46	412,407.82	537,837.02	446,711.40
	(c) Other current liabilities	150,323.27	145,954.04	158,677.49	168,871.28
	(d) Short-term provisions	2,119.85	1,702.64	2,150.47	1,937.30
	Sub-total-current liabilities	1,074,904.97	938,804.59	1,294,687.64	1,119,545.29
	TOTAL -EQUITY AND LIABILITIES	1,442,732.13	1,267,919.80	1,682,217.19	1,461,425.78
B.	ASSETS				
(1)	Non-current assets				
	(a) Fixed assets	269,312.36	258,199.77	287,434.93	273,746.40
	(b) Goodwill on consolidation	-	-	-	-
	(c) Non-current investments	26,107.96	21,028.55	14,040.74	14,158.16
	(d) Long-term loans and advances	11,891.45	8,470.98	12,889.63	9,843.83
	(e) Other non-current assets	34.19	38.77	34.19	38.78
	Sub-total-Non-current Assets	307,345.96	287,738.07	314,399.49	297,787.17
(2)	Current assets				
	(a) Current investments	2,182.57	44.18	2,182.57	44.95
	(b) Inventories	334,415.06	366,020.26	356,283.39	416,143.30
	(c) Trade receivables	424,677.47	309,901.57	485,623.31	335,082.28
	(d) Cash and Bank Balances	294,994.32	239,923.28	429,619.03	331,505.64
	(e) Short-term loans and advances	54,560.38	47,067.23	64,297.47	56,506.83
	(f) Other current assets	24,556.37	17,225.21	29,811.93	24,355.61
	Sub-total-Current Assets	1,135,386.17	980,181.73	1,367,817.70	1,163,638.61
	TOTAL -ASSETS	1,442,732.13	1,267,919.80	1,682,217.19	1,461,425.78

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : May 30, 2013

Sd/-
MANAGING 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 May 30, 2013.
- 2 The Compensation Committee of the Board of Directors, at its meeting held on -28 May 2013 has allotted 1,23,850 equity shares of Rs.2/- each on exercise of 1,23,850 options by the eligible employees in accordance with the Employee Stock Option Scheme – 2007 of the Company, as amended from time to time.

The Employee Stock Options outstanding as on 31 March, 2013 are as follows :

Date of Grant	Opening Balance as on 1 st Jan , 2013 (Refer Note (4) below)	Issued during the quarter	Exercised during the quarter	Cancelled during the quarter	Closing Balance as on March 31, 2013
April 1st 2008	56,200	-	-	56,200	-
October 1st 2009	157,900	-	-	37,950	119,950
April 1st 2010	89,950	-	-	15,500	74,450
April 1st 2011	157,400	-	-	5,000	152,400
April 1st 2012	15,000	-	-	-	15,000
Total	476,450	-	-	114,650	361,800

Note-The opening balances under various grants inter se have been regrouped in terms of the decision of the Compension Committee of the Board of Directors.

- 3 The Company has exercised the option provided under paragraph 46A of AS 11: The Effects of Changes in Foreign Exchange Rates inserted vide Notification dated December 29, 2011. Consequently, the exchange differences on long term foreign currency monetary items are dealt with in the The exchange difference to the extent it relates to acquisition of depreciable asset, is adjusted to the cost of the depreciable asset, and depreciated over the balance life of the asset.

In other cases, the exchange difference is accumulated in a Foreign Currency Monetary Item Translation Difference Account, and amortised over the balance period of such long term asset/ liability.

(a) Accordingly , the Company has adjusted exchange loss of ` 2,966.03 lac ( Previous year: ` 5,367.95 lac) in respect of long term foreign currency monetary items relating to acquisition of depreciable fixed assets to the cost of fixed assets and

(b) Amortised exchange loss relating to long term foreign currency monetary item in other cases over the life of the long term liability and included ` 610.58 lac ( Previous year ` 514.06 lac) being the unamortised portion in Foreign Currency Monetary Item Transaction Account.

- 4 Pursuant to the Scheme of Amalgamation and Arrangement between the Company and Mac Oil Palm Limited, the Board has approved the following amounts as charge to Business Development Reserve during the quarter ended on March 31, 2013 :

Particulars	3 Months quarter ended March 31, 2013 (` In lacs)	Year ended 2012-13 Amount(` In lacs)
Provision for Doubtful Advances (net of deferred tax)	309.60	309.60
Advances written off (net of current tax)	52.68	52.68
Provision for Doubtful Debts (net of deferred tax)	2,653.43	2,653.43
Advertisement Expenses (net of current tax)	527.79	1,064.72
Additional depreciation on account of revaluation	556.71	2,114.37
Additional loss on sale of revalued assets	35.57	35.65
Total	4,135.78	6,230.45

- 5 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/(gain) of Rs. 1,672.80 lacs (Including gain of Rs. 316.26 lacs for the 3 month under review) on account of interest rate swaps designated as effective hedge has been recognized in the balance sheet under the head "Hedging Reserve".

- 6 Tax expenses comprises Net current tax Rs. 6,500 lac (Current Tax 8,909.97 lac - MAT Credit adjusted 2,409.97 lac) , Deferred tax Rs. (620.10 lac) and tax for earlier year Rs. 848.17 lac.

- 7 The results of subsidiary companies, associate/s, Trust and Joint Venture will be consolidated with the year end results.

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

- 9 The financial statements have been prepared as per the Revised Schedule VI to the Companies Act. 1956 which had a significant impact on presentation. Corresponding figures for the previous period have been regrouped/ reclassified to make them comparable with those of current period.

Place : Mumbai

Date : May 30 , 2013

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Sd/-
MANAGING DIRECTOR

