



RUCHI SOYA INDUSTRIES LIMITED

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7/5, South Tukoganj,
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INDORE - 1 (M.P.) India
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RSIL/2013

14.11.2013

BSE Ltd.
Phiroze Jeejeebhoy Tower
Floor No.25,
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 Board Meeting and Press Release

We attach herewith the unaudited (Provisional) financial results of Ruchi Soya Industries Limited (hereinafter called “the Company”) for the quarter and half year ended 30th September, 2013, duly reviewed by the Statutory Auditors and Audit Committee and approved by the Board of Directors at its meeting held on 14th November, 2013. The limited review report issued by the Statutory Auditors in this regard is also attached for your records.

We would also like to mention that at the same meeting the Board of Directors of the Company has, inter alia, approved the purchase of the oil refining business of Ruchi Infrastructure Limited being run at the plant situated at Kakinada, in the State of Andhra Pradesh, as a going concern for a lump sum consideration of approximately Rs. 44 crores subject to adjustment for value of assets and liabilities as on the date of closing in accordance with the Business Transfer Agreement.

The oil refinery business proposed to be purchased includes land, building, the refinery plant and its associated facilities, oil storage tanks, the net current assets, long term foreign currency loans and other liabilities.

The proposed transfer of business will be subject to approval of shareholders and lenders of Ruchi Infrastructure Limited and approvals from statutory / regulatory authorities as required.

The press release issued by the Company in this regard is also attached for your records.

The Board also took note of the resignation tendered by Mr. A B Rao, Director (Legal) for his personal reasons.

Thanking you,
Yours faithfully,
For RUCHI SOYA INDUSTRIES LTD.


COMPANY SECRETARY
Encl. : As above.

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

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Part I	
1	STATEMENT OF STANDALONE UNAUDITED/AUDITED RESULTS FOR THE QUARTER AND 6 MONTHS ENDED ON 30/09/2013 (₹ in lac)

PARTICULARS	STANDALONE					
	3 months ended 30.09.2013	Preceding 3 months ended 30.06.2013	Corresponding 3 months ended 30.09.2012 in the previous year	Year to date figures for current period ended 30.09.2013	Year to date figures for previous period ended 30.09.2012	Year to date figures for previous year ended 31.03.2013
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Income from operations						
(a) Net Sales/Income from operations (Net of excise duty)	6,02,266.76	4,83,894.74	5,40,341.32	10,86,161.50	10,40,585.24	26,09,748.09
(b) Other Operating Income	2,933.96	1,560.46	2,381.37	4,494.42	2,928.59	6,283.73
Total income from operations(net)	6,05,200.72	4,85,455.20	5,42,722.69	10,90,655.92	10,43,513.83	26,16,031.82
2 Expenses						
(a) Cost of materials consumed	3,20,602.87	2,80,252.73	3,63,631.69	6,00,855.60	6,88,336.81	16,01,462.77
(b) Purchases of stock-in-trade	2,10,019.97	1,08,416.00	78,643.18	3,18,435.97	1,94,220.73	7,51,797.92
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade.	18,059.34	44,122.17	60,884.04	62,181.51	57,328.70	15,043.19
(d) Employee benefits expenses	3,983.02	3,920.14	3,101.41	7,903.16	6,251.60	14,255.90
(e) Depreciation and amortisation expenses	4,100.29	4,031.17	3,427.48	8,131.46	6,890.45	15,426.29
(f) Other expenses	44,175.48	38,270.60	29,946.95	82,446.08	76,150.12	1,89,924.54
Total Expenses	6,00,940.97	4,79,012.81	5,39,634.75	10,79,953.78	10,29,178.41	25,87,910.61
3 Profit/(Loss) from operations before other income, finance costs and exceptional items(1-2)	4,259.75	6,442.39	3,087.94	10,702.14	14,335.42	28,121.21
4 Other Income	6,374.97	8,172.85	8,316.12	14,547.82	15,089.96	33,840.73
5 Profit/(Loss) from ordinary activities before finance costs and exceptional items(3±4)	10,634.72	14,615.24	11,404.06	25,249.96	29,425.38	61,961.94
6 Finance costs	10,158.88	14,021.44	1,858.50	24,180.32	13,517.46	31,607.46
7 Profit/(Loss) from ordinary activities after finance costs but before exceptional items(5±6)	475.84	593.80	9,545.56	1,069.64	15,907.92	30,354.48
8 Exceptional Items	-	-	-	-	-	-
9 Profit/(Loss) from ordinary activities before tax(7±8)	475.84	593.80	9,545.56	1,069.64	15,907.92	30,354.48
10 Tax Expenses	217.38	286.00	2,979.88	503.38	5,081.39	6,728.07
11 Net Profit/(Loss) from ordinary activities after tax(9±10)	258.46	307.80	6,565.68	566.26	10,826.53	23,626.41
12 Extraordinary items (net of tax expenses ₹ Nil)	-	-	-	-	-	-
13 Net Profit/(Loss) for the period (11±12)	258.46	307.80	6,565.68	566.26	10,826.53	23,626.41
14 Share of Profit/(loss) of associates	-	-	-	-	-	-
15 Less: Minority Interest share (Gain/Loss)	-	-	-	-	-	-
16 Net Profit/(Loss) after taxes, minority interest and share of profit/(loss) of associates (13±14±15).	258.46	307.80	6,565.68	566.26	10,826.53	23,626.41
17 Paid up - Equity Share Capital (Face value ₹ 2/- per share)	6,680.93	6,680.93	6,668.79	6,680.93	6,668.79	6,678.45
Preference Share Capital (Face value ₹ 100/- per share)	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	-	-	-	-	-	1,90,772.75
19.i Earning per share (before extraordinary items) (of ₹ 2/-each) (not annualised)(in ₹ Per share)						
a) Basic	0.08	0.09	1.97	0.17	3.25	7.08
b) Diluted	0.08	0.09	1.97	0.17	3.24	7.07
19.ii Earning per share (after extraordinary items) (of ₹ 2/-each) (not annualised)(in ₹ Per share)						
a) Basic	0.08	0.09	1.97	0.17	3.25	7.08
b) Diluted	0.08	0.09	1.97	0.17	3.24	7.07

See accompanying notes to the financial results

Part II

Select Information for the Quarter and 6 Months ended 30/09/2013

PARTICULARS	STANDALONE					
	3 months ended 30.09.2013	Preceding 3 months ended 30.06.2013	Corresponding 3 months ended 30.09.2012 in the previous year	Year to date figures for current period ended 30.09.2013	Year to date figures for previous period ended 30.09.2012	Year to date figures for previous year ended 31.03.2013
A. PARTICULARS OF SHARE HOLDING						
1 Public shareholding						
No. of shares	14,77,41,165	15,11,05,673	15,36,72,942	14,77,41,165	15,36,72,942	15,13,21,271
Percentage of Shareholding	44.23	45.24	46.09	44.23	46.09	45.32
2 Promoters and Promoters Group Shareholding						
a) Pledged/Encumbered						
- Number of shares	3,45,35,207	3,04,48,665	37,51,665	3,45,35,207	37,51,665	3,07,24,217
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	18.54	16.64	2.09	18.54	2.09	16.83
- Percentage of shares(as a % of the total share capital of the Company)	10.34	9.11	1.12	10.34	1.12	9.20
b) Non-encumbered						
- Number of shares	15,17,70,050	15,24,92,084	17,60,15,015	15,17,70,050	17,60,15,015	15,18,77,084
- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	81.46	83.36	97.91	81.46	97.91	83.17
- Percentage of shares(as a % of the total share capital of the Company)	45.43	45.65	52.79	45.43	52.79	45.48

Particulars	3 months ended 30.09.2013
B. INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	-
Received during the quarter	3
Disposed of during the quarter	3
Remaining unresolved at the end of the quarter	-

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : November 14 2013

Sd/-
MANAGING DIRECTOR

SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(₹ in lac)

PARTICULARS		STANDALONE					
		3 months ended 30.09.2013	Preceding 3 months ended 30.06.2013	Corresponding 3 months ended 30.09.2012 in the previous year	Year to date figures for current period ended 30.09.2013	Year to date figures for previous period ended 30.09.2012	Year to date figures for previous year ended 31.03.2013
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
(0)							
1	Segment Revenue						
	Oils	4,40,935.28	2,97,547.56	3,66,106.25	7,38,482.84	7,03,373.22	16,68,897.45
	Vanaspati	18,983.63	17,177.94	22,482.17	36,161.57	42,028.60	78,374.31
	Seed Extraction	1,50,025.25	1,95,729.51	1,73,919.15	3,45,754.76	3,49,435.52	9,51,384.66
	Food Products	14,025.72	14,259.44	11,050.76	28,285.16	22,901.83	41,220.63
	Wind Turbine Power Generation	1,890.88	1,948.32	2,441.76	3,839.20	4,493.19	7,094.25
	Others	39,147.01	19,149.12	28,053.45	58,296.13	54,001.99	1,68,006.14
	Unallocated						
	Total Segment Revenue	6,65,007.77	5,45,811.89	6,04,053.54	12,10,819.66	11,76,234.35	29,14,977.44
	Less : Inter segment Revenue	62,741.01	61,917.15	63,712.22	1,24,658.16	1,35,649.11	3,05,229.35
	Net Sales/Income from operations	6,02,266.76	4,83,894.74	5,40,341.32	10,86,161.50	10,40,585.24	26,09,748.09
2	Segment Results						
	Profit/(loss) before tax and interest from each segment						
	Oils	651.99	1,719.30	542.48	2,371.29	5,788.58	8,481.62
	Vanaspati	97.55	89.57	253.57	187.12	519.13	1,683.98
	Seed Extraction	1,740.32	4,066.74	1,283.22	5,807.06	4,908.48	25,381.39
	Food Products	287.56	425.79	346.87	713.35	776.12	1,382.10
	Wind Turbine Power Generation	1,002.25	1,043.57	1,632.92	2,045.82	2,915.46	3,667.60
	Others	732.21	432.14	(854.90)	1,164.35	(353.23)	(10,126.84)
	Unallocated	-	-	-	-	-	-
	Total	4,511.88	7,777.11	3,204.16	12,288.99	14,554.54	30,469.85
	Less: (i) Finance costs	10,158.88	14,021.44	1,858.50	24,180.32	13,517.46	31,607.46
	(ii) Interest Income	(6,082.03)	(6,838.13)	(8,199.90)	(12,920.16)	(14,870.84)	(31,451.28)
	(iii) Other unallocable expenditure net off un-allocable income	(40.81)	-	-	(40.81)	-	(40.81)
	Total Profit before tax	475.84	593.80	9,545.56	1,069.64	15,907.92	30,354.48
3	Capital Employed						
	(Segment Assets less Segment Liabilities)						
	Oils	2,29,779.01	2,22,684.34	1,64,902.45	2,29,779.01	1,64,902.45	1,75,556.35
	Vanaspati	26,968.14	40,107.35	26,918.22	26,968.14	26,918.22	37,258.14
	Seed Extraction	94,279.76	1,97,246.87	30,352.18	94,279.76	30,352.18	1,45,151.22
	Food Products	14,004.13	14,650.94	12,844.48	14,004.13	12,844.48	13,751.02
	Wind Turbine Power Generation	48,296.86	47,109.04	48,082.21	48,296.86	48,082.21	45,020.25
	Others	81,415.76	22,350.65	48,419.98	81,415.76	48,419.98	79,417.97
	Unallocated	-	-	-	-	-	-
	TOTAL	4,94,743.66	5,44,149.19	3,31,519.52	4,94,743.66	3,31,519.52	4,96,154.95

Place : Mumbai

Date : November 14, 2013

3 Statement of Assets and Liabilities

(₹ in lac)

	Particulars	STANDALONE	
		As at (Current half year end) 30.09.2013	As at (previous year end) 31.03.2013
		Unaudited	Audited
A	EQUITY AND LIABILITIES		
(1)	Shareholders' funds		
	(a) Share capital	6,880.93	6,878.45
	(b) Reserves and surplus	2,26,069.79	2,29,744.21
	(c) Money received against share warrants	-	-
	Sub-total-Shareholders' funds	2,32,950.72	2,36,622.66
(2)	Share application money pending allotment	-	-
(3)	Minority interest	-	-
(4)	Non-current liabilities		
	(a) Long-term borrowings	1,07,891.61	1,03,741.81
	(b) Deferred tax liabilities (Net)	24,837.49	24,667.11
	(c) Other Long term liabilities	2,280.72	2,795.43
	(d) Long-term provisions	0.15	0.15
	Sub-total-Non-current liabilities	1,35,009.97	1,31,204.50
(5)	Current liabilities		
	(a) Short-term borrowings	4,41,425.13	4,40,132.39
	(b) Trade payables	3,46,092.50	4,82,329.45
	(c) Other current liabilities	1,12,518.02	1,50,323.27
	(d) Short-term provisions	847.99	2,119.85
	Sub-total-current liabilities	9,00,883.64	10,74,904.96
	TOTAL -EQUITY AND LIABILITIES	12,68,844.33	14,42,732.12
B.	ASSETS		
(1)	Non-current assets		
	(a) Fixed assets	2,77,486.52	2,69,312.36
	(b) Non-current investments	28,335.65	26,107.95
	(c) Long-term loans and advances	11,852.91	11,891.45
	(d) Other non-current assets	7.52	34.19
	Sub-total-Non-current Assets	3,17,682.60	3,07,345.95
(2)	Current assets		
	(a) Current investments	1,105.25	2,182.57
	(b) Inventories	1,78,003.48	3,34,415.06
	(c) Trade receivables	4,40,517.84	4,24,677.47
	(d) Cash and Bank Balances	2,20,670.93	2,94,994.32
	(e) Short-term loans and advances	89,580.72	54,560.38
	(f) Other current assets	21,283.51	24,556.37
	Sub-total-Current Assets	9,51,161.73	11,35,386.17
	TOTAL -ASSETS	12,68,844.33	14,42,732.12

Place : Mumbai

Date : November 14, 2013

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Sd/-
MANAGING DIRECTOR

Notes:

1 The above results have been reviewed by the Statutory Auditors and Audit Committee and have been approved by the Board of Directors of the Company at the meeting held on November 14, 2013.

2 The Employee Stock Options outstanding as on September 30, 2013 are as follows :

Date of Grant	Opening Balance as on July 1, 2013	Issued during the quarter	Exercised during the quarter	Cancelled during the quarter	Closing Balance as on September 30, 2013
April 1, 2008	-	-	-	-	-
October 1, 2009	109,950	-	-	-	109,950
April 1, 2010	9,000	-	-	-	9,000
April 1, 2011	101,000	-	-	-	101,000
April 1, 2012	4,000	-	-	-	4,000
April 1, 2013	219,000	-	-	-	219,000
Total	442,950	-	-	-	442,950

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 following manner: 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 Rs. 2,928.08 lac (Previous period June 30, 2013: Rs. 5,639.54 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 Rs. 3,481.00 lac (Previous period June 30, 2013 Rs. 3,137.29 lac) being the unamortised portion in Foreign Currency Monetary Item Translation Difference 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 September 30, 2013 :

Particulars	3 Months quarter ended September 30, 2013 (Rs. In lacs)	6 Months quarter ended September 30, 2013 (Rs. In lacs)
Provision for Doubtful Debts (net of deferred tax)	(7.45)	(7.45)
Advertisement & sales promotion expenses (net of current tax)	946.97	946.97
Additional depreciation on account of revaluation	960.95	960.95
Total	1,900.47	1,900.47

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. 1,216.08 lacs (Including gain of Rs. 40.66 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. 503.38 lac (Current Tax Rs. 333.00 lac, Deferred tax Rs. 170.38 lac and tax for earlier year Rs. Nil).

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 previous period have been regrouped/ reclassified to make them comparable with those of current period.

9 The Board of Directors of the Company has approved the purchase of the oil refining business of Ruchi Infrastructure Limited being run at the plant situated at Kakinada, in the State of Andhra Pradesh, as a going concern for a lump sum consideration of approximately Rs. 44 crore subject to adjustment for value of assets and liabilities as on the date of closing in accordance with the Business Transfer Agreement.

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : November 14, 2013

Sd/-
MANAGING DIRECTOR

P.D.Kunte & Co. (Regd.)
Chartered Accountants

LIMITED REVIEW REPORT

To the Board of Directors of Ruchi Soya Industries Ltd.

1. We have carried out a limited review of the accompanying statement of unaudited financial results (refer Annexure 1 which has been initialed by us for identification purpose) of Ruchi Soya Industries Ltd. (the Company) as of and for quarter and the six months ended 30th September 2013 prepared pursuant to clause 41 of the Listing Agreement with the Stock Exchanges, 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.
2. The statement of unaudited financial results is the responsibility of management of the Company and is subject to approval by the Board of Directors of the Company at their meeting to be held on 14th November 2013.
3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 on Review of Interim Financial Information Performed by the Independent Auditor of the Entity 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 misstatements. 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.
4. Attention is drawn to the Scheme of Amalgamation and Arrangement between Mac Oil Palm Limited and the Company and their respective shareholders sanctioned by the Hon'ble High Court of Mumbai in an earlier year. Pursuant to the said Scheme, during the six months ended 30th September 2013, an amount of Rs. 19.00 Crore (net of current and deferred tax thereon) has been debited to Business Development Reserve.

Had the Scheme not prescribed the accounting treatment as approved by the Hon'ble High Court, the accumulated balance in the General Reserve and Securities Premium account as at 30th September 2013 would have been higher by Rs. 51.93 Crore and Rs. 238.42 Crore

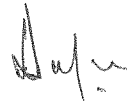
P.D.Kunte & Co. (Regd.)
Chartered Accountants

respectively, profit for the six months ended 30th September 2013 would have been lower by Rs. 9.39 Crore, the accumulated balance in Statement of Profit and Loss as at 30th September 2013 would have been lower by Rs. 147.89 Crore, the balance in Revaluation Reserve would have been Rs. 265.84 Crore and the balance in Business Development Reserve would have been Rs. Nil.

However, the aggregate balance in Reserves and Surplus as at 30th September 2013 would have remained the same.

5. Subject to our comments in paragraphs 4 above, based on the limited review carried out, nothing has come to our notice that causes us to believe that the accompanying statement of the unaudited financial results, prepared in accordance with Accounting Standards and other recognised accounting practices and policies, has not disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed or that it contains a material misstatement.
6. Further, we also report that we have verified the number of shares as well as the percentage of shareholdings in respect of aggregate amount of public shareholdings in terms of clause 35 of the Listing Agreement and the particulars relating to unresolved investor complaints from the details furnished by the Management and found the same to be correct.

For P. D. Kunte & Co. (Regd.)
Chartered Accountants
Firm Regn. No. 105479W



(D. P. Sapre)
Partner
Mem. No. 40740

Place: Indore
Date: 13th November, 2013

Ruchi Soya Industries Limited

Performance for the quarter and six months ended on September 30, 2013

November 14, 2013; Mumbai: Ruchi Soya Industries Limited (Ruchi Soya) has announced its unaudited financial results for the quarter (Q2) and six months (H1) ended on September 30, 2013.

During the second quarter of FY2013-14, Ruchi Soya registered net sales of Rs. 6,052.01 crore, an increase of 11.51% from Rs. 5,427.23 crore during the corresponding Q2 in the last financial year. Net profit stood at Rs. 2.58 crore. Sale of branded products recorded at Rs. 1,649.03 crore, rose by 11.33% from Rs. 1,481.27 crore.

During the first six months of the FY2013-14 that ended on September 30, 2013, net sales recorded at Rs. 10,906.56 crore, registering an increase of 4.52% from Rs. 10,435.14 crore during the corresponding H1 in the last fiscal. Net Profit stood at Rs. 5.66 crore.

Commenting on the performance, Managing Director, Mr. Dinesh Shahra said, "The anomaly in import duty structure on crude and refined palm oil in India continues to hit the performance of oil refining industry in India. Steep depreciation of USD INR Exchange rate and the consequent higher hedging cost also resulted in lower profits during the last two quarters. We hope that the Government of India will soon take appropriate action to correct the anomaly in the import duty structure.

Branded sales of Ruchi Soya as percentage of total sales has been growing in quantitative as well as value terms. Textured Soya Proteins as a category has been growing, providing great business opportunity."

The Board of Directors also approved the purchase of the oil refining business of Ruchi Infrastructure Limited being run at a plant situated at Kakinada, in the state of Andhra Pradesh, as a going concern for a lump sum consideration of approximately Rs. 44 crore subject to adjustment for value of assets and liabilities as on the date of closing in accordance with the business transfer agreement. The oil refinery business proposed to be purchased includes land, building, the refinery plant and its associated facilities, oil storage tanks, the net current assets and the long term foreign currency loans and other liabilities.

Mr. Dinesh Shahra on the proposed purchase said, "The refinery unit is located near Kakinada port with dedicated pipeline connectivity between the port and the unit. The proposed purchase of refinery business with 800 TPD refining capacity at Kakinada will expand the Company's reach in southern parts of India, more particularly, Andhra Pradesh. Keeping in view, the long term prospects of food industry in India, we believe that this acquisition will add strategic value to the Company and its stakeholders."

Ruchi Soya Industries Limited

Ruchi Soya is India's leading FMCG Company, India's number one cooking oil and soya food maker and marketer. An Integrated player from farm to fork, Ruchi Soya has secured access to oil palm plantations in India and other key regions of the world. Ruchi Soya is also the highest exporter of soya meal, lecithin and other food ingredients from India. Ruchi Soya is committed to renewable energy and exploring suitable opportunities in the sector.

Media contacts:

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