



RUCHI INFRASTRUCTURE LIMITED

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

RIL/2013

14.11.2013

To,
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**
14th November, 2013

Dear Sirs,

Sub : Outcome of Board Meeting and Press Release

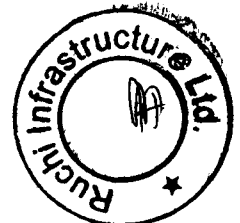
We attach herewith the unaudited (Provisional) financial results of Ruchi Infrastructures Limited (hereinafter called “the Company”) for the quarter and half year ended 30th September, 2013, duly reviewed by the Statutory Auditors and Audit Committee and approved by the Board of Directors at its meeting 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 sale and transfer of the oil refining business of the Company being run at its plant situated at Kakinada, in the State of Andhra Pradesh to Ruchi Soya Industries Limited, 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 sold and transferred 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 sale and transfer of business will be subject to approval of shareholders, lenders and statutory / regulatory authorities as required.

The Board of Directors has also approved that Postal Ballot process / e-voting facility is to be provided to the members, for obtaining the requisite approval of members of





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the Company in terms of Section 180 of the Companies Act, 2013 for the aforesaid sale.

We attach herewith a copy of Press Release, being issued by the Company in this regard, for your information and records.

Thanking you,

Yours faithfully,
For RUCHI INFRASTRUCTURE LTD.

A handwritten signature in black ink, appearing to read "A. S. Amb", written over a horizontal line.

COMPANY SECRETARY
Encl. : As above.

To,
The Board of Directors
Ruchi Infrastructure Limited
Mumbai

14.11.2013

Sub : Limited Review for the quarter ending 30th September 2013

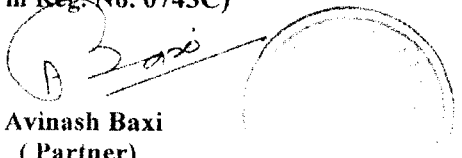
Dear Sir,

We have reviewed the accompanying statement of un audited financial result of **RUCHI INFRASTRUCTURE LIMITED** as at and for the quarter ending 30th September 2013 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosure made by Management and have not been audited by us. This statement is the responsibility of the company's management and has been approved by the Board of directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements 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 misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures 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 opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of un audited financial results prepared in accordance with the applicable accounting standards and other recognized accounting practices has not disclose the information required to be disclose in terms of clause 41 of the listing agreement including the manner in which it is to be disclosed or that it contains any material misstatement.

For Ashok Khasgiwala & Co.
Chartered Accountants
(Firm Reg. No. 0743C)


CA Avinash Baxi
(Partner)
M.No. 79722

Place : Indore

RUCHI INFRASTRUCTURE LTD

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Part I UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED ON 30TH SEPTEMBER 2013						
(Rs. in Lacs)						
PARTICULARS	Quarter Ended 30.09.2013 (Unaudited)	Quarter Ended 30.06.2013 (Unaudited)	Quarter Ended 30.09.2012 (Unaudited)	Six Months Ended 30.09.2013 (Unaudited)	Six Months Ended 30.09.2012 (Unaudited)	Year ended 31.3.2013 (Audited)
1 Income from operations						
(a) Net Sales/Income from operations (Net of excise duty)	1,15,343	60,015	45,744	1,75,358	84,137	2,27,263
(b) Other Operating Income	1,854	564	-	2,418	-	26
Total income from operations (net)	1,17,197	60,579	45,744	1,77,776	84,137	2,27,289
2 Expenses						
(a) Cost of materials consumed	18,772	23,814	31,806	42,586	64,345	1,36,849
(b) Purchases of stock-in-trade	96,464	34,380	10,448	1,30,844	16,822	77,101
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade.	(5,080)	(3,223)	4	-8,303	(3,921)	(2,847)
(d) Employee benefits expenses	275	214	209	489	388	970
(e) Depreciation and amortisation expense	504	499	591	1,003	1,148	2,223
(f) Other expenses	5,214	4,644	2,461	9,858	4,650	11,011
Total Expenses	1,16,149	60,328	45,519	1,76,477	83,432	2,25,307
3 Profit/(Loss) from operations before other income, finance costs and exceptional items(1-2)	1,048	251	225	1,299	705	1,982
4 Other Income	669	550	702	1,219	1,163	2,269
5 Profit/(Loss) from ordinary activities before finance costs and exceptional items(3+4)	1,717	801	927	2,518	1,868	4,251
6 Finance costs	1,282	440	672	1,722	1,315	2,524
7 Profit/(Loss) from ordinary activities after finance costs but before exceptional items(5+6)	435	361	255	796	553	1,727
8 Exceptional Items	-	-	-	-	-	-
9 Profit/(Loss) from ordinary activities before tax(7+8)	435	361	255	796	553	1,727
10 Tax Expenses	165	126	20	291	115	1,189
11 Net Profit/(Loss) from ordinary activities after tax(9+10)	270	235	235	505	438	538
12 Extraordinary items (net of tax expenses)	-	-	-	-	-	-
13 Net Profit/(Loss) for the period (11+12)	270	235	235	505	438	538
17 Paid up - Equity Share Capital (Face value Rs. 1/- per share)	2,052	2,052	2,052	2,052	2,052	2,052
Preference Share Capital (Face value Rs. 100/- per share)	5,461	5,461	5,461	5,461	5,461	5,461
18 Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year	-	-	-	-	-	15,552
19.i Earning per share (before extraordinary items) (of Re. 1/-each) (not annualised)(in Rs. Per share)						
a) Basic	0.13	0.11	0.11	0.25	0.21	0.08
b) Diluted	0.13	0.11	0.11	0.25	0.21	0.08
19.ii Earning per share (after extraordinary items) (of Re. 1/-each) (not annualised)(in Rs. Per share)						
a) Basic	0.13	0.11	0.11	0.25	0.21	0.08
b) Diluted	0.13	0.11	0.11	0.25	0.21	0.08



Part II

SELECT INFORMATION FOR THE QUARTER AND HALF YEAR ENDED ON 30TH SEPTEMBER, 2013

A. PARTICULARS OF SHARE HOLDING		Quarter Ended 30.09.2013 (Unaudited)	Quarter Ended 30.06.2013 (Unaudited)	Quarter Ended 30.09.2012 (Unaudited)	Six Months Ended 30.09.2013 (Unaudited)	Six Months Ended 30.09.2012 (Unaudited)	Year ended 31.3.2013 (Audited)
1	Public shareholding						
	No. of shares	9,34,62,977	9,57,91,435	9,79,16,282	9,34,62,977	9,79,16,282	9,60,50,642
	Percentage of Holding	45.54	46.67	47.71	45.54	47.71	46.80
2	Promoters and Promoters group shareholding						
	a) Pledged/Encumbered						
	- Number of shares	67,50,000	11,00,000	38,15,000	67,50,000	38,15,000	48,00,000
	- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	6.04	1.01	3.55	6.04	3.55	4.40
	- Percentage of shares(as a % of the total share capital of the Company)	3.29	0.54	1.86	3.29	1.86	2.34
	b) Non-encumbered						
	- Number of shares	10,50,26,965	10,83,48,507	10,35,08,660	10,50,26,965	10,35,08,660	10,43,89,300
	- Percentage of shares(as a % of the total shareholding of promoter and promoter group)	93.96	98.99	96.45	93.96	96.45	95.60
	- Percentage of shares(as a % of the total share capital of the Company)	51.17	52.79	50.43	51.17	50.43	50.86

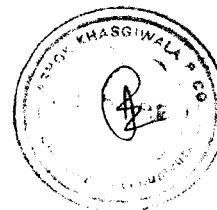
	Particulars	During quarter ended 30th Sept, 2013
B.	INVESTOR COMPLAINTS	
	Pending at the beginning of the Quarter	Nil
	Received during the Quarter	Nil
	Disposed of during the Quarter	Nil
	Remaining unresolved at the end of the Quarter	Nil

Place : Mumbai

For AND ON BEHALF OF THE BOARD OF DIRECTORS

Date : 14th November, 2013

sdl-
DIRECTOR



RUCHI INFRASTRUCTURE LTD

Regd. Office : 615, Tulsiani Chambers, Nariman Point, Mumbai - 400 021
SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(Rs. In Lacs)

	PARTICULARS	Quarter Ended 30.09.2013	Quarter Ended 30.06.2013	Quarter Ended 30.09.2012	Six Months Ended 30.09.2013	Six Months Ended 30.09.2012	Year ended 31.3.2013
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Segment Revenue						
	Oils	69,320	42,063	43,408	1,11,383	80,688	2,21,851
	Other Commodities	46,805	17,400	1,198	64,205	1,224	826
	Infrastructure	1,020	1,056	1,076	2,076	2,096	4,289
	Others	52	60	62	112	129	323
	Total Segment Revenue	1,17,197	60,579	45,744	1,77,776	84,137	2,27,289
	Less : Inter segment Revenue	-	-	-	-	-	-
	Net Sales/Income from operations	1,17,197	60,579	45,744	1,77,776	84,137	2,27,289
2	Segment Results (Profit/(loss) before tax and interest from each segment)						
	Oils	(340)	(1,081)	(41)	(1,421)	234	1,076
	Other Commodities	1,179	1,007	23	2,186	22	85
	Infrastructure	325	366	348	691	638	1,573
	Others	2	9	26	11	9	27
	Unallocable	551	500	571	1,051	965	1,490
	Total	1,717	801	927	2,518	1,868	4,251
	Less: (i) Finance Cost	1,282	440	672	1,722	1,315	2,524
	(ii) Other unallocable expenditure net off un-allocable income	-	-	-	-	-	-
	Total Profit before tax	435	361	255	796	553	1,727
3	Capital Employed (Segment Assets less Segment Liabilities)						
	Oils	3,427	3,506	3,426	3,427	3,426	4,139
	Other Commodities	15,552	17,173	4	15,552	4	3
	Infrastructure	18,059	16,651	19,003	18,059	19,003	16,612
	Others	160	138	117	160	117	143
	Unallocable	20,409	32,921	31,961	20,409	31,961	26,587
	TOTAL	57,607	70,389	54,511	57,607	54,511	47,484



<p style="text-align: center;">RUCHI INFRASTRUCTURE LTD STANDALONE STATEMENT OF ASSETS AND LIABILITIES (Rs. in Laacs)</p>			
	Particulars	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	7,513	7,513
	(b) Reserves and surplus	15,541	15,552
	(c) Money received against share warrants	-	-
	Sub-total-Shareholders' funds	23,054	23,065
(2)	Share application money pending allotment	-	-
(3)	Minority interest	-	-
(4)	Non-current liabilities		
	(a) Long-term borrowings	9,465	10,022
	(b) Deferred tax liabilities (Net)	609	660
	(c) Other Long term liabilities	-	-
	(d) Long-term provisions	74	47
	Sub-total-Non-current liabilities	10,148	10,729
(5)	Current liabilities		
	(a) Short-term borrowings	29,918	20,845
	(b) Trade payables	80,977	34,803
	(c) Other current liabilities	5,723	4,735
	(d) Short-term provisions	33	561
	Sub-total-current liabilities	1,16,652	60,944
	TOTAL -EQUITY AND LIABILITIES	1,49,854	94,738
B.	ASSETS		
(1)	Non-current assets		
	(a) Fixed assets	19,517	20,390
	(b) Goodwill on consolidation	-	-
	(c) Non-current investments	10,129	10,728
	(d) Deferred tax assets (net)	-	-
	(e) Long-term loans and advances	1,088	1,055
	(f) Other non-current assets	1,232	1,232
	Sub-total-Non-current Assets	31,967	33,405
(2)	Current assets		
	(a) Current investments	1,154	42
	(b) Inventories	25,088	28,982
	(c) Trade receivables	61,823	6,394
	(d) Cash and Bank Balances	16,886	22,918
	(e) Short-term loans and advances	10,527	2,663
	(f) Other current assets	2,410	334
	Sub-total-Current Assets	1,17,887	61,333
	TOTAL -ASSETS	1,49,854	94,738

For AND ON BEHALF OF THE BOARD OF DIRECTORS

sd/-
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 14th November, 2013
- 2 The Limited Review of the unaudited financial results for the quarter and half year ended 30th September, 2013 has been carried out by the Statutory Auditors of the Company as required under Clause 41 of Listing Agreement.
- 3 Previous period figures have been regrouped/reclassified to make them comparable with those of current period.
- 4 The Board of Directors of the Company has approved the sale and transfer of the oil refining business of the Company being run at its plant situated at Kakinada, in the State of Andhra Pradesh to Ruchi Soya Industries Limited, as a going concern for a lump sum consideration of 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.

Place : Mumbai

Date : 14 th November 2013

For AND ON BEHALF OF THE BOARD OF DIRECTORS

sd/-
Director

Ruchi Infrastructure Limited

The Board of Directors of the Company has approved the sale and transfer of the oil refining business of the Company being run at its plant situated at Kakinada, in the State of Andhra Pradesh to Ruchi Soya Industries Limited, 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 sold and transferred 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 sale and transfer of business will be subject to approval of shareholders, lenders and statutory / regulatory authorities as required.

The Board of Directors has also approved that Postal Ballot process / e-voting facility is to be provided to the members, for obtaining the requisite approval of members of the Company in terms of Section 180 of the Companies Act, 2013 for the aforesaid sale.

Mr. Dinesh Shahra, Director of the Company said, "This divestment of non-core activity will provide the Company with the financial flexibility to pursue new growth opportunities in India and focus on the infrastructure sector. We believe that this move will add long term strategic value to the Company and its stakeholders."

ASHISH MEHTA

COMPANY SECRETARY

November 14, 2013 Mumbai