



RUCHI SOYA INDUSTRIES LIMITED

CIN : L15140MH1986PLC038536

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@ruchisoya.com

RSIL/SE 19

February 13, 2019

The Manager
Listing Department
BSE Ltd.
Floor No.25,
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai – 400 001

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

Sub: Unaudited Financial Results of Ruchi Soya Industries Limited (“the Company”) for the quarter and nine months ended December 31, 2018

Dear Sirs,

We hereby inform you that the unaudited financial results of the Company for the quarter and nine months ended December 31, 2018 (“Financial Results”) were placed at a co-ordination meeting between the Auditor, Chief Financial Officer (“CFO”), Company Secretary (“CS”) and the Resolution Professional (“RP”) on February 13, 2019. Accordingly, the unaudited quarterly financials of the Company have today been approved by the RP in consultation with the CFO and the Auditor. The unaudited quarterly financial results, in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and report issued by the Statutory Auditors are enclosed herewith for your records.

The Financial Results have been certified by Mr. Anil Singhal, Chief Financial Officer of the Company in accordance with Regulation 33(2) of the SEBI (LODR) Regulations, 2015.

This unaudited quarterly financial results were placed before CFO, RP and the Auditor on February 13, 2019 for their consideration. Accordingly, the financial results were considered and recommended in the meeting. In view thereof, the RP, in reliance of such examination by and the representations, clarifications and explanations provided by the Chief Financial Officer on behalf of the Board of Directors (suspended during CIRP), has approved the same.

The RP has approved the Financial Results only to the limited extent of discharging the powers of the Board of Directors of the Company (suspended during CIRP) which have been conferred upon him in terms of provisions of Section 17 of the Code. The statutory auditors of the Company have carried out a limited review on the financial results.

Further, please note that the Company has already made necessary arrangement to publish the same in newspaper as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The meeting was concluded at 3.15 PM. on 13/2/2019.

The above is for your information and records please

Thanking you,

Yours faithfully,

For and on behalf of Ruchi Soya Industries Limited



Shailendra Ajmera

Resolution Professional

Ruchi Soya Industries Limited

(a company under corporate insolvency resolution process vide NCLT order)

301 Mahakosh House, 7/5 South Tukoganj, Nath Mandir Road

Indore - 452 001, Madhya Pradesh, India.

Tel: +91 (731) 2513 281 / 82 / 83 | Email: ip.ruchi@in.ey.com

Shailendra Ajmera has been granted a certificate of registration to act as a Resolution Professional by the Insolvency and Bankruptcy Board of India, his Registration No. is IBBI/PA-001/IP-P00304/2017-18/10568. The affairs, business and property of Ruchi Soya Industries Limited ('RSIL') are being managed by the Resolution Professional, Shailendra Ajmera, who acts as agent of RSIL only and without personal liability.

IP registration details as under:

IP Registration no. IBBI/PA-001/IP-P00304/2017-18/10568

Ernst & Young LLP, 3rd Floor, Worldmark 1, Aerocity Hospitality, New Delhi, Delhi - 110037 |

shailendra.ajmera@in.ey.com

Encl. As above

INDEPENDENT AUDITORS' REVIEW REPORT**TO RESOLUTION PROFESSIONAL OF RUCHI SOYA INDUSTRIES LIMITED
IP Registration No. IBBI/IPA-001/IP-P00304/2017-18/ 10568**

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **RUCHI SOYA INDUSTRIES LIMITED** ("the Company") for the quarter and nine months ended 31st December 2018 ("the Statement") being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circular No. CIR/CFD/FAC/62/2016 dated 5th July 2016.
2. The Hon'able National Company Law Tribunal ("NCLT"), Mumbai Bench, admitted petition for initiation of Corporate Insolvency Process ("CIRP") u/s 7 of the Insolvency and Bankruptcy Code, 2016 ("the Code") filed by Standard Chartered Bank and DBS Bank Ltd, financial creditors of the Company vide order no. CP1371 & CP1372/I&BP/NCLT/MAH/2017 delivered on 15th December 2017 ("Insolvency Commencement Date") and appointed an Interim Resolution Professional ("IRP") to manage affairs of the Company in accordance with the provisions of Code. The Committee of Creditors ("CoC") of the Company, in its meeting held on 12th January 2018 confirmed the IRP as Resolution Professional ("RP") for the Company. In view of pendency of the CIRP the management of affairs of the Company and power of Board of Directors are now vested with RP. By an order dated 8th June 2018 NCLT has extended the CIRP time period by 90 more days with effect from 12th June 2018. Further, as mentioned in note no. 1 and in terms of Sections 14(4) and 31(3) of the Code, until the resolution plan has been approved by the Hon'ble NCLT, moratorium shall continue to be in effect and accordingly, the RP shall continue to manage operations of the Company on a going concern basis during the CIRP. These Standalone Financial Results have been prepared by the management of the Company and Certified by Mr. Anil Singhal, Chief Financial Officer and approved by RP.
3. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) prescribed under section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July 2016 is the responsibility of the Company's management and approved by RP. Our responsibility is to issue a report on the Statement based on our review.
4. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "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 Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



5. Basis for Qualified Conclusion

(i) For reasons mentioned in Note no. 2 of the Statement, the Company continues not to assess impairment of carrying value of tangible and intangible assets. Therefore, we are unable to comment on consequential impairment, if any, that is required to be made in carrying value of property, plant and equipment and intangible assets.

(ii) As mentioned in Note no.3 of the Statement:-

(a) In respect of Company's borrowings from banks and financial institutions aggregating Rs. 4,73,402.51 Lakh and bank (current account and term deposits) balances aggregating Rs. 29,545.29 Lakh, balance confirmations as at 31st December 2018 is not received.

(b) As a part of CIRP, creditors were called upon to submit their claims. In aggregate, claims submitted by the Financial Creditors and also by the operational creditors exceeded the amount as appearing in the books of account. Pending reconciliations and final outcome of the CIRP, no accounting impact in the books of accounts has been made in respect of excess, short, or non-receipts of claims for operational and financial creditors. Hence, consequential impact, if any, on the financial results is not currently ascertainable.

(iii) Attention is drawn to Note No. 4 of the Statement:-

(a) Regarding non-recognition of interest on borrowing from banks and financial institutions, customer advance, inter corporate deposits and security deposits received, subsequent to Insolvency Commencement Date i.e. 15th December 2017, amounting to Rs. 34,561.14 Lakh for the year ended 31st March 2018 and Rs. 41,641.49 Lakh and Rs. 1,16,589.09 Lakh for the quarter and nine months ended 31st December 2018, respectively. Interest aggregating to Rs. 1,51,150.23 Lakh has not been recognised till date. The same is not in compliance with requirements of Ind AS - 23 on "Borrowing Cost" read with Ind AS - 109 on "Financial Instruments".

(b) The Company has not translated foreign currency trade payables, certain trade receivables and borrowings as at 31st December 2018 using closing exchange rate having an impact on exchange difference gain of Rs.1,420.18 Lakh and loss of Rs. 2,898.17 Lakh for the quarter and nine months ended 31st December 2018, respectively (for the year ended 31st March 2018 is loss of Rs. 1,926.86 Lakh), having total impact of Rs. 4,825.03 Lakh till date. The same is not in compliance with Ind AS - 21 on "The Effects of Changes in Foreign Exchange Rates"



- (c) *Had provision for interest and exchange difference would be recognised, finance cost and total expenses, would have been higher while profit for the quarter and nine months and total comprehensive income would have been lower by aggregate amount as mentioned above, having consequential impact on other current financial liability and other equity.*
- (iv) *We have been informed by Resolution Professional that certain information including the minutes of meetings of the Committee of Creditors and the outcome of certain procedures carried out as a part of the CIRP are confidential in nature and could not be shared with anyone other than the Committee of Creditors and NCLT. Accordingly, we are unable to comment on the possible financial impact, presentation and disclosures, if any, that may arise if we have been provided access to those information.*

6. Emphasis of Matters

- (i) We draw attention to the Note no. 5 of the Statement regarding preparation of financial results on going concern basis, which states that the Company has incurred losses, its liabilities exceeded total assets and its net worth has been fully eroded. In view of the continuing default in payment of dues, certain lenders have sent notices/letters recalling their loans given and called upon the Company to pay entire dues and other liability, served invocation notices of corporate guarantees given by the Company, while also invoking the personal guarantee of promoter director. Few of the lenders also issued wilful defaulter notices and filed petition for winding up of the Company. Capacity utilization of manufacturing processing facilities is low and Corporate Insolvency Process against the Company is in process. Since the CIRP is currently in progress, as per the Code, it is required that the Company be managed as a going concern during the CIRP. The financial results is continued to be prepared on going concern basis. However there exists material uncertainty about the Company's ability to continue as going concern since the same is dependent upon the resolution plan as approved by the CoC, to be approved by NCLT. The appropriateness of preparation of financial results on going concern basis is critically dependent upon outcome of CIRP as specified in the Code.
- (ii) Attention is drawn to Note no. 6 of the Statement, regarding notice for impounding of three plants at Kandla Gujarat i.e. Edible Oil Refinery, Oleochem Division and Guargum Division by the Gujarat Commercial Tax Department against their VAT claim of Rs. 405.19 Crore.

Our conclusion is not modified in respect of the above said matters.



7. Based on our review conducted as above, *except for possible effects of our observations described in the Basis of Qualified Conclusion paragraph 5 above* and read with our comments in paragraph 6 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the applicable Indian Accounting Standards ("Ind-AS") specified under section 133 of the Companies Act, 2013, read with relevant rules issued there under and other recognised accounting practices and principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Chaturvedi & Shah LLP

Chartered Accountants

(Registration Number: 101720W/W100355)

Vijay Napawaliya

Partner

Membership Number: 109859

Place: Delhi

Date: 13th February, 2019



RUCHI SOYA INDUSTRIES LIMITED

Regd. Office : Ruchi House, Royal Palms, Survey No. 169, Aarey Milk Colony, Near Mayur Nagar, Goregoan (East), Mumbai - 400 065

(Rs. In lakh unless otherwise stated)

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2018

Particulars

	STANDALONE					
	3 months ended 31.12.2018 (Unaudited)	Preceding 3 months ended 30.09.2018 (Unaudited)	Corresponding 3 months ended 31.12.2017 (Unaudited)	9 months ended 31.12.2018 (Unaudited)	Corresponding 9 months ended 31.12.2017 (Unaudited)	Year ended 31.03.2018 (Audited)
I	Income					
	Revenue from operations	347,364.90	314,269.73	302,483.50	958,290.17	937,480.54
	Other Income	2,642.39	1,710.34	2,510.94	6,948.86	4,755.35
III	Total Income (I+II)	350,007.29	315,980.07	304,994.44	965,239.03	942,235.89
IV	Expenses					
	(a) Cost of Materials Consumed	312,703.17	273,480.01	247,672.54	841,867.74	695,937.40
	(b) Purchases of Stock-in-Trade	5,037.28	4,726.20	21,660.38	17,020.85	125,371.95
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade.	(4,897.60)	3,684.61	(2,859.99)	17,001.00	5,262.83
	(d) Employee Benefits Expense	3,774.45	4,085.97	4,069.10	11,346.22	12,415.56
	(e) Finance Cost	177.28	235.08	32,331.61	599.82	81,973.10
	(f) Depreciation, amortisation and Impairment Expense	3,631.78	3,349.63	3,506.96	10,477.11	10,581.53
	(g) Provision for Doubtful Debts, Advances, Bad Debts, Financial guarantee obligations and Others	965.79	-	166,784.78	996.24	483,601.59
	(h) Other Expenses	27,985.68	24,847.23	27,490.01	78,292.62	84,183.69
V	Total Expenses (IV)	349,377.83	314,408.73	500,655.39	960,777.61	1,499,327.65
	Profit/(loss) before tax (III-IV)	629.46	1,571.34	(195,660.95)	4,461.42	(601,024.40)
VI	Tax Expense					
	Current Tax	-	-	-	-	-
	Deferred Tax	-	-	-	-	-
	Tax for earlier years	-	-	(1.03)	-	(1.03)
VII	Profit/(loss) for the period/year (V-VI)	629.46	1,571.34	(195,659.92)	4,461.42	(557,091.76)
VIII	Other Comprehensive Income					
	Items that will not be reclassified to profit or loss					
	(a) Remeasurement of the defined benefit plans	(659.45)	254.52	405.93	(392.94)	-
	(b) Equity Instruments through Other Comprehensive Income	657.02	(305.78)	-	(2.68)	52.94
	(II) Tax relating that will not be reclassified to profit or loss	-	-	-	-	50.54
	(a) Current Tax	-	-	-	-	-
IX	Total Comprehensive Income for the period/year (VII + VIII)	627.03	1,520.08	(195,253.99)	4,065.80	(557,224.51)
X	Paid up - Equity Share Capital [Net of Treasury shares] (Face value ` 2/- per share)	6,529.41	6,529.41	6,529.41	6,529.41	6,529.41
XI	Other Equity excluding Revaluation Reserve					
XII	Earnings/(Loss) per share of face value Rs. 2 each					
	a) Basic (in Rs.) (Not annualised)	0.20	0.48	(59.93)	1.37	(157.02)
	b) Diluted (in Rs.) (Not annualised)	0.20	0.48	(59.93)	1.37	(170.73)
	See accompanying notes to the Financial Results					



For Ruchi Soya Industries Limited
(a company under corporate insolvency resolution process vide NCLT order)

Signature

Anil Singhal
Chief Financial Officer

Shalindra Almera
Resolution Professional
IP Registration no. IBB/IIPA-001/IP-P00304/2017-18/10568

RUCHI SOYA INDUSTRIES LIMITED

Regd. Office : Ruchi House, Royal Palms, Survey No. 169, Aarey Milk Colony, Near Mayur Nagar, Goregaon (East), Mumbai - 400 065
UNAUDITED SEGMENT INFORMATION FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2018

PARTICULARS	STANDALONE					
	3 months ended 31.12.2018 (Unaudited)	Preceding 3 months ended 30.09.2018 (Unaudited)	Corresponding 3 months ended 31.12.2017 (Unaudited)	9 months ended 31.12.2018 (Unaudited)	Corresponding 9 months ended 31.12.2017 (Unaudited)	Year ended 31.03.2018 (Audited)
1	Segment Revenue					
Oils	288,743.78	267,965.35	259,169.15	809,732.02	777,539.89	1,014,767.64
Vanaspoti	20,860.99	21,625.19	17,904.81	60,552.45	57,795.70	74,664.44
Seed Extraction	91,569.45	67,153.92	54,119.35	217,366.52	170,097.25	210,636.87
Food Products	11,313.66	15,513.62	12,080.78	40,797.71	40,920.44	50,635.20
Wind Turbine Power Generation	896.42	2,108.45	985.07	4,789.57	4,789.53	5,686.67
Others	3,558.80	3,045.44	7,799.03	9,859.60	37,334.62	38,513.49
Total	416,943.10	377,773.97	352,058.19	1,143,097.87	1,088,477.43	1,394,904.31
Less : Inter Segment Revenue	69,578.20	63,504.24	49,574.69	184,807.70	150,996.89	195,491.01
Net Sales/Income from Operations	347,364.90	314,269.73	302,483.50	958,290.17	937,480.54	1,199,413.30
2	Segment Results (Profit) (+) / Loss (-) before Tax and Finance Costs					
Oils	2,411.89	2,017.06	3,513.00	6,792.71	10,177.96	15,676.18
Vanaspoti	34.52	35.63	54.22	141.72	201.22	290.03
Seed Extraction	252.88	154.55	181.43	389.72	939.37	142.45
Food Products	444.07	425.16	171.16	1,290.29	883.24	1,117.41
Wind Turbine Power Generation	110.50	1,350.78	40.15	2,448.31	2,383.70	2,513.26
Others	(1,739.16)	(2,698.50)	(1,236.17)	(5,850.76)	(8,150.00)	(16,603.10)
Total	1,514.70	1,284.68	1,653.79	5,211.99	6,435.49	3,136.23
Less: (i) Finance costs	177.28	235.08	32,331.61	599.82	81,973.10	85,573.39
(ii) Unallocable Income net of unallocable Expenses	(257.83)	(521.74)	(1,801.66)	(845.49)	(2,047.45)	3,569.40
(iii) Provision for Doubtful Debts, Advances, Bad Debts, Financial guarantee obligations and Others	965.79	-	166,784.79	996.24	483,601.59	515,017.83
Total Profit before tax	629.46	1,571.34	(195,660.95)	4,461.42	(557,091.75)	(601,024.39)
3	Segment Assets					
Oils	181,416.77	178,510.52	205,204.73	181,416.77	205,204.73	177,105.58
Vanaspoti	22,430.90	27,987.81	18,753.48	22,430.90	18,753.48	23,672.76
Seed Extraction	63,172.36	67,850.75	84,890.04	63,172.36	84,890.04	73,623.25
Food Products	11,751.73	11,927.04	14,467.88	11,751.73	14,467.88	12,957.43
Wind Turbine Power Generation	38,141.77	39,637.08	39,060.80	38,141.77	39,060.80	40,308.86
Others	19,815.96	22,933.43	47,967.25	19,815.96	47,967.25	23,507.54
Unallocated	459,088.66	448,452.04	386,343.63	459,088.66	386,343.63	420,881.23
TOTAL	795,818.15	797,298.67	796,687.81	795,818.15	796,687.81	772,056.65
Segment Liabilities						
Oils	258,242.32	237,059.65	404,079.34	258,242.32	404,079.34	330,981.20
Vanaspoti	14.77	23.41	12.38	14.77	12.38	14.78
Seed Extraction	10,651.25	10,251.79	6,612.17	10,651.25	6,612.17	8,871.79
Food Products	308.87	432.84	340.39	308.87	340.39	400.41
Wind Turbine Power Generation	46,172.59	48,286.67	45,204.02	46,172.59	45,204.02	46,800.00
Others	931,222.04	952,665.01	750,249.19	931,222.04	750,249.19	839,847.95
TOTAL	1,246,611.84	1,248,719.37	1,206,497.49	1,246,611.84	1,206,497.49	1,226,916.13



For Ruchi Soya Industries Limited
(a company under corporate insolvency resolution process vide NCLT order)

Shalendra Nimera
Shalendra Nimera
Resolution Professional

Place : Delhi
Date : February 13, 2019

Anil Singhal
Chief Financial Officer

Notes to the Standalone Financial Results:

1. The National Company Law Tribunal ("NCLT"), Mumbai Bench, vide order dated on 15th December 2017 ("Insolvency Commencement Date") has initiated Corporate Insolvency Resolution Process ("CIRP") u/s 7 of the Insolvency and Bankruptcy Code, 2016 ("the Code") based on application filed by Standard Chartered Bank and DBS Bank Ltd, financial creditors of the Company. Mr. Shailendra Ajmera IP Registration No. IBB/PA-001/IP-P00304/2017-18/10568 was appointed as Interim Resolution Professional ("IRP") to manage affairs of the Company in accordance with the provisions of Code. In the first meeting of Committee of Creditors ("CoC") held on 12th January 2018, Mr. Shailendra Ajmera had been confirmed as Resolution Professional ("RP") for the Company. Pursuant to the NCLT order for commencement of the CIRP and in line with the provisions of the Code, the powers of the Board of Directors stand suspended and be exercised by IRP / RP. By an order dated 8th June 2018 NCLT has extended the CIRP time period by 90 more days with effect from 12th June 2018. Further, the Hon'ble Supreme Court of India by its order dated January 31, 2019 in Civil Appeal no. 8430 of 2018 directed for re-consideration of resolution plans by the CoC. In light of the order by Hon'ble Supreme Court, the resolution plan submitted by one of the resolution applicant and approved by the CoC, which had been placed by the RP before Hon'ble NCLT by way of M.A. 926/2018 for their consideration has been dismissed as withdrawn. In terms of Sections 14(4) and 31(3) of the Code, until the resolution plan has been approved by the Hon'ble NCLT, moratorium shall continue to be in effect and accordingly, the RP shall, continue to manage operations of the Company on a going concern basis during the CIRP.

These Standalone Financial Results for the quarter and nine months ended 31st December 2018 have been prepared by the management of the Company and certified by Mr. Anil Singhal, Chief Financial Officer ('CFO') of the Company in accordance with Regulation 33(2) of the SEBI (Listing Obligations and Disclosure Requirements) Rules, 2015.

These unaudited financial results were placed before the RP, the CFO and the Company Secretary on 13th February 2019 for their consideration. Accordingly, the unaudited financial results were considered and recommended in the meeting. In view thereof, the RP, in reliance of such examination by and the representations, clarifications and explanations provided by the CFO, has approved the same. To the extent, this unaudited financial results indicate or confirm of events prior to the appointment of the resolution professional, the confirmation is being provided only by the Chief Financial Officer. The Resolution Professional is relying on the management representation letter dated February 13, 2019 for all information and confirmations in relation to the day to day functioning of the Company and all information and confirmations in relation thereto.

The RP has approved these unaudited financial results only to the limited extent of discharging the powers of the Board of Directors of the Company (suspended during CIRP) which has been conferred upon him in terms of provisions of Section 17 of the Code.

2. The carrying value of tangible assets (including capital work in progress of Rs. 2,764.80 Lakhs) and intangible assets as at 31st December 2018 is Rs. 3,77,063.56 Lakhs and Rs. 1,51,595.52 Lakhs, respectively. As explained in note no. 1 above, the Company is under CIRP. As such, the Company has not taken into consideration any impact on the value of the tangible and intangible assets, if any, in preparation of Financial results as required by Ind-AS 10 on "Events after the reporting period". Further, the Company has also not made full assessment of impairment as required by Ind AS 36 on Impairment of Assets, if any, as at 31st December in the value of tangible and intangible assets. This matter has accordingly been qualified by the auditors in their review report. The auditor have also qualified their audit/review report on the same matter for the year ended 31st March 2018 and nine month ended 31st December 2018.

3. In respect of Company's borrowings from banks and financial institutions aggregating Rs. 4,73,402.51 Lakh, bank balances (current account and term deposits) aggregating Rs. 29,545.29 Lakhs, balance confirmations as at 31st December 2018 has not been received by the Company. In accordance with the Code, public announcement was made calling upon the financial creditors and operational creditors of the company to submit their claims with the Interim Resolution Professional ('IRP') by December 29, 2017. In accordance with the Code, the IRP/RP has to receive, collate and admit the claims submitted against the Company. Such claims can be submitted to the IRP/RP during CIRP, till the approval of a resolution plan by the CoC. Pursuant to the claims received on December 29, 2017, the CoC was formed on January 5, 2018, and the list of such creditors was duly notified to the NCLT and uploaded on the company website. Thereafter, there could be regular revisions to the list in view of the claims received and the RP is in the process of receiving, collating, verifying, seeking clarifications, sending communications for unreconciled balance, seeking additional documents to substantiate whole or part of the unreconciled balances on such claims.

To the extent the process for submission and reconciliation of claims as on the Insolvency Commencement Date remains an on-going process, no accounting impact in the books of accounts has been made in respect of excess, short or non-receipts of claims for operational and financial creditors. This matter has accordingly been qualified by the auditors in their review report. The auditor have also qualified their audit/review report on the same matter for the year ended 31st March 2018 and nine month ended 31st December 2018.

4. (i) The Company has not recognised interest payable, after the insolvency commencement date i.e. 15th December 2017, on borrowings from banks and financial institutions, customer advance, inter corporate deposits received and security deposits. Accordingly, interest amounting to Rs.34,561.14 Lakh for the year ended 31st March 2018 and Rs. 41,641.49 Lakh and Rs. 1,16,589.09 Lakh for the quarter and nine months ended 31st December 2018, respectively, has not recognised. Cumulative interest till 31st December 2018 is Rs.1,51,150.23 Lakh. The same is not in compliance with Ind AS - 23 on "Borrowing Cost" read with Ind AS - 109 on "Financial Instruments".

(ii) In respect of trade payables, certain trade receivables and borrowings denominated and payables/receivables in foreign currency and outstanding at insolvency commencement date i.e. 15th December 2017 and which are continued to remain outstanding as at 31st December 2018 having an impact on exchange difference gain of Rs. 1,420.18 Lakhs and loss of Rs. 2,898.17 Lakh for the quarter and nine months ended 31 December 2018 respectively. (For the year ended 31st March 2018 Rs.1,926.86 Lakhs), cumulatively Rs. 4,825.03 Lakh till 31st December 2018. The same is not in compliance with Ind AS - 21 on "The Effects of Changes in Foreign Exchange Rates" that requires foreign currency monetary items shall be translated using the closing rate.



(iii) Had provision for interest and exchange difference would be recognised, finance cost, total expenses, loss for the year and total comprehensive income would have been higher by equivalent amount as mentioned above having consequential impact on other current financial liability and other equity. This matter has accordingly been qualified by the auditors in their review report. The auditor have also qualified their audit/review report on the same matter for the year ended 31st March 2018 and nine months ended 31st December 2018.

5 The Company has incurred losses, its liabilities exceeded total assets and its net worth has been fully eroded. In view of the continuing default in payment of dues, certain lenders have sent notices/letters recalling their loans given and called upon the Company to pay entire dues and other liabilities, receipt of invocation notices of corporate guarantees given by the Company, while also invoking the personal guarantee of Promoter Directors. Certain lenders have also issued wilful defaulter notices and filed petition for winding up of the Company.

As mentioned in note no. 1 above, the honourable NCLT has admitted a petition to initiate insolvency proceeding against the Company under the Code. As per the Code, it is required that the Company be managed as a going concern during the CIRP. Further, as mentioned in note no. 1 above, the CIRP period continues to be in effect.

The future prospects of the Company would be determined on the completion of CIRP. Hence, in view of the above facts and continuing operations of the Company, the financial results have been prepared on a going concern basis. This matter has accordingly continued to be referred by the auditors in their review report as "Emphasis of matter".

6 Deputy State Tax Commissioner Corporate, Rajkot, Gujarat, during inspection under Gujarat Value Added Tax Act-2003 alleged that dealers from whom purchases were made by the Company during FY 2013-2014 to 2017-2018 have not paid tax to government treasury and due to that input credit claimed by the Company is not eligible. It is also alleged that the Company has not done transactions on market price. Therefore, provisional demand of Rs. 162.08 Crore of Tax and Rs. 243.11 Crore of penalty aggregating to Rs. 405.19 Crore have been made against the Company and impounded Company's plants at Kandla which include Refinery, Oleochem and Guargum Division. The Company has made submissions and following up the matter with the appropriate authorities. The Company, based on merits of the case, does not expect material liability on this account hence no provision has been made in the books of accounts. Furthermore, Gujarat High Court passed an order in their matters pursuant whereby the retrospective cancellation of registration has stayed and the matter is remanded to Tribunal for further hearing, which is pending. This matter has accordingly continued to be referred by the auditors in their review report as "Emphasis of matter".

7 The ministry of corporate affairs (MCA) on 28th March 2018, notified Ind AS 115 "Revenue from contracts with customers" as part of the Companies (Indian Accounting Standards) Amendment Rules, 2018 and the same is effective for accounting period beginning on or after 1st April 2018. The Company has applied modified retrospective approach in adopting the new standard. In Compliance with Ind AS 20 on Government Grants and consequent to issuance of Education Material by The Institute of Chartered Accounts of India on Ind AS 115, the amount of export incentives have been reclassified from "Other Operating Revenue" to "Other Income". The adoption of this standard did not have any material impact to the financial statements of the Company and these reclassifications have no impact on reported Profit before tax.


8 As per Indian Accounting Standard 108 'Operating Segment', the Company has reported 'Segment Information' as described below:

Reportable segment	Description
Extractions	Various types of seed extractions
Vanaspati	Vanaspati, Bakery fats and Table spread
Oils	Crude oils, refined oils
Food Products	Textured Soya protein and Soya flour
Wind Power Generation	Electricity Generation from Wind Mills
Other Segment	Gram, Wheat, Rice, Maize, Corn, Seeds, Coffee, Marine Products, Tuar, Peas, Barley, Soap, Fresh Fruit Bunch, seedling, Plant and Equipment, Cotton Bales, Toiletary preparations, Castor seed and Cotton seed oil cake.

The assets and liabilities that can not be allocated between the segments are shown as unallocable assets and liabilities respectively.

9 The figures for the previous period/year have been re-grouped/ re-arranged, wherever necessary, to correspond with the current period's classification/disclosure.

For Ruchi Soya Industries Limited
(a company under corporate insolvency resolution process vide NCLT order)


Anil Singhal
Chief Financial Officer


Shailendra Ajmera
Resolution Professional
IP Registration no. IBBI/IPA-001/IP-
P00304/2017-18/10568

Place : Delhi
Date : February 13, 2019

