Deloitte Haskins & Sells

INDEPENDENT AUDITORS' REVIEW REPORT TO THE BOARD OF DIRECTORS OF RALLIS INDIA LIMITED

Chartered Accountants Tower 3, 27th - 32nd Floor Indiabulls Finance Centre Elphinstone Mill Compound Senapati Bapat Marg Elphinstone (W), Mumbai - 400 013 India

Tel: +91 (22) 6185 4000 Fax: +91 (22) 6185 4501/4601

- 1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **RALLIS INDIA LIMITED** ("the Company") for the Quarter and Six Months ended 30 September 2013 ("the Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II Select Information referred to in paragraph 4 below. 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 the Statement based on our review.
- 2. 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 provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an opinion.
- 3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards notified under the Companies Act, 1956 (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs) and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 4. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to investor complaints disclosed in Part II Select Information for the Quarter and Six Months ended 30 September 2013 of the Statement, from the details furnished by the Registrar.

For **DELOITTE HASKINS & SELLS** Chartered Accountants (Registration No.117366W)

8. P. Shroff

B. P. Shroff Partner (Membership No.34382)





RALLIS INDIA LIMITED

V Shankar Managing Director & CEO

		RALLIS I	IDIA LIMITED	2		*			
		A TATA	Enterprise						
	Registered Office: 156/15	7, Nariman Bhawan,	15th Floor, 227 Narima	an Point, Mumbai - 40	00 021.				
ARTI							₹Ц		
STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30 SEPTEMBER 2013 Particulars 3 months ended 2 preceding 3 months Corresponding 6 months ended Corresponding 2 year									
* * ;	Paruculars	3 months ended 30 Sept 2013	Preceding 3 months ended 30 June 2013	Corresponding 3 months ended 30 Sept 2012 in the previous year	6 months ended 30 Sept 2013	Corresponding 6 months ended 30 Sept 2012 in the previous year	Year ended 31 March 2013		
	(Refer Notes Below)	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited		
		8	а. -	3 a		A 2 YO MARKAN YARASHI Y			
1	Income from operations								
a)	Net sales/income from operations(Net of excise duty)	56,559	26,759	46,120	83,318	72,666	1,30,6		
b)	Other operating income	567	260	455	827	843	1,7		
	Total income from operations (net)	57,126	27,019	46,575	84,145	73,509	1,32,3		
2	Expenses		12						
a)	Cost of materials consumed	25,707	16,578	21,384	42,285	38,474	60 F		
b)	Purchases of stock-in-trade	7,490	5,158	3,865	12,648	8,602	68,5 12,4		
c)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	2,298	(5,136)	4,516	(2,838)	(1,086)	2,4		
		6 (i)		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	(2,000)	(1,000)	2,4.		
d)	Employee benefits expense	2,152	2,263	1,781	4,415	3,941	7,7		
	Depreciation and amortisation expense	775	787	709	1,562	1,390	2,8		
f)	Other expenses	6,711	5,599	4,925	12,310	10,663	20,4		
-	Total expenses	45,133	25,249	37,180	70,382	61,984	1,14,5		
	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	11,993	1,770	9,395	13,763	11,525	17,8		
4a.	Other Income	186	96	51	282	986	-		
tb.	Exchange Gain / (Loss)	(737)	(798)	246	(1,535)	(261)	1,14		
	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4a+4b)	11,442	1,068	9,692	12,510	12,250	18,5		
6	Finance costs	294	203	391	497	785	1.21		
	Profit / (Loss) from ordinary activities after finance costs but before tax and exceptional items (5 - 6)	11,148	865	9,301	12,013	11,465	1,25 17,33		
8	Exceptional Items				_				
	Profit / (Loss) from ordinary activities before tax (7 - 8)	11 10			-		-		
		11,148	865	9,301	12,013	11,465	17,3		
	Tax expense	3,120	266	2,734	3,386	3,354	5,3		
	Net Profit / (Loss) for the period (9 - 10)	8,028	599	6,567	8,627	8,111	11,93		
	Paid-up equity share capital (Face value ₹ 1 per share)	1,945	1,945	1,945	1,945	1,945	1,94		
	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	л 10					60,20		
	Earnings per Share (EPS) (of ₹ 1 each)(not annualised):						00,20		
	a) Basic	4.13	0.31	3.38	4.44	4.17	<i>c</i>		
	b) Diluted	4.13	0.31	3.38	4.44	4.17	6.		
15	Debt Service Coverage Ratio (see note 4)			0.00	26.06				
	Interest Service Coverage Ratio (see note 4)	27 H			31.11	18.31 18.91	16.: 18.0		



RALLIS INDIA LIMITED

PART II Select Information for the Quarter and Six months ended 30 September 2013 Particulars 3 months ended Preceding 3 months Corresponding 6 months ended Corresponding 30 Sept 2013 ended Year 3 months ended 30 Sept 2013 6 months ended ended 30 June 2013 30 Sept 2012 in 30 Sept 2012 in 31 March 2013 the previous PARTICULARS OF SHAREHOLDING the previous A vear 1 Public Shareholding year - Number of Shares 9,70,52,280 Percentage of shareholding 9,70,52,280 9,70,52,280 9,70,52,280 9,70,52,280 49.91% Promoters and Promoter Group Shareholding 9,70,52,280 2 49.91% 49.91% 49.91% 49.91% 49.91% a) Pledged/Encumbered - Number of shares Percentage of shares (as a % of the total shareholding Nil Nil Nil Nil Nil NA of promoter and promoter group) NA Nil NA NA NA Percentage of shares (as a% of the total share capital of NA NA the company) NA NA NA , NA b) Non-encumbered NA Number of shares Percentage of shares (as a% of the total shareholding 9,74,16,610 9,74,16,610 9,74,16,610 9,74,16,610 9,74,16,610 of promoter and promoter group) 9,74,16,610 100% 100% 100% 100% 100% Percentage of shares (as a % of the total share capital 100% 50.09% of the company) 50.09% 50.09% 50.09% 50.09% 50.09% Particulars 3 months ended 30 Sept 2013 INVESTOR COMPLAINTS В Pending at the beginning of the quarter Received during the quarter

Disposed of during the quarter Remaining unresolved at the end of the quarter

	Standalone Statement of Assets and Liabilities Particulars	As at 30 September 2013	As at year end 31 March 2013
A	EQUITY AND LIABILITIES	Unaudited	Audited
1	Shareholders' funds		ruuncu
	(a) Share capital		
	(b) Reserves and surplus	1,945	1,94
	Sub-total - Shareholders' funds	66,556	60,20
2	Non-current liabilities	68,501	62,14
	(a) Long-term borrowings		
	(b) Deferred tax liabilities (Net)	758	84
	(c) Other Long term liabilities	3,154	2,86
	(d) Long-term provisions		58
	Sub-total - Non-current liabilities	2,906	2,95
3	Current liabilities	6,818	7,24
	(a) Short-term borrowings		
	(b) Trade payables	4,279	-
1	(c) Other current liabilities	37,481	21,314
2	(d) Short-term provisions	13,212	12,247
	Sub-total - Current liabilities	4,247	3,680
	Sub-total - Current liabilities	59,219	37,241
3	TOTAL - EQUITY AND LIABILITIES	1,34,538	1,06,638
	Non-current assets		
	(a) Fixed assets		
		40,636	39,866
	(b) Non-current investments	19,544	19,244
	(c) Long-term loans and advances	9,201	8,675
	(d) Other non-current assets		8,075
	Sub-total - Non-current assets	69,381	67,785
	Current assets		07,785
	(a) Current investments		
	(b) Inventories	5,123	104
	(c) Trade receivables	26,161	19,035
	(d) Cash and cash equivalents	26,345	14,376
	(e) Short-term loans and advances	4,322	2,444
	(f) Other current assets	3,022	2,629
		184	2,025
L	Sub-total - Current assets	65,157	38,853
	TOTAL - ASSETS	1,34,538	

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RALLIS INDIA LIMITED

Notes :

- 1 The above results were reviewed by the Audit Committee, and approved by the Board of Directors at its meeting held on 21 October 2013, and the Statutory auditors of the Company have conducted a "Limited Review" of the above unaudited financial results.
- 2 The Company's business is seasonal in nature and the performance can be impacted by weather conditions and cropping pattern.
- 3 The Company has one reportable business segment viz. "Agri-Inputs".
- 4 Formula used for calculation of ratios are as below;
 - a. Debt Service Coverage Ratio = Profit before Depreciation, Interest and Tax / (Interest+Principal repayment of long term loans)
 - b. Interest Service Coverage Ratio = Profit before Depreciation, Interest and Tax / Interest
- 5 Pursuant to Share Purchase Agreement dated 23 April, 2012 the Company has acquired additional stake of equity shares in Zero Waste Agro Organics Limited (ZWAOL) during the quarter ended 30 September 2013, consequently the shareholding of the Company in ZWAOL has increased from 22.81% to 27.75% as at 30 September 2013.
- 6 The Board has approved the payment of interim dividend of 100% (₹ 1 per share) to the equity shareholders on the equity shares of the Company.
- 7 Figures for the earlier periods have been regrouped / recast wherever necessary.

For and on behalf of Rallis India Limited

V Shankar Managing Director & CEO

Mumbai, 21 October, 2013

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Deloitte Haskins & Sells

Chartered Accountants Tower 3, 27th - 32nd Floor Indiabulls Finance Centre Elphinstone Mill Compound Senapati Bapat Marg Elphinstone (W), Mumbai - 400 013 India

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INDEPENDENT AUDITORS' REVIEW REPORT TO THE BOARD OF DIRECTORS OF RALLIS INDIA LIMITED

- 1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **RALLIS INDIA LIMITED** ("the Company") and its subsidiaries (the Company and its subsidiaries constitute "the Group"), for the Quarter and Six Months ended 30 September, 2013 ("the Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II Select Information referred to in paragraph 6 below. 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 the Statement based on our review.
- 2. 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 provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an opinion.

Name of the Entities	Percentage Holding
Subsidiaries	
Rallis Chemistry Exports Limited	100.00%
Metahelix Life Sciences Limited	77.02%
Dhaanya Seeds Limited	77.02%
Zero Waste Agro-Organics Limited	27.75%

3. The Statement includes the results of the following entities:

4. We did not review the interim financial results of a subsidiary included in the consolidated financial results, whose interim financial results reflect total assets of ₹ 563.48 lacs as at 30 September, 2013, total revenues of ₹ Nil and ₹ Nil for the Quarter and Six Months ended 30 September, 2013, respectively and total loss after tax of ₹ 57.50 lacs and ₹ 132.61 lacs for the Quarter and Six Months ended 30 September, 2013, respectively, as considered in the consolidated financial results. These interim financial results have been reviewed by other auditors whose report has been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, is based solely on the report of the other auditor.

Deloitte Haskins & Sells

5. Based on our review conducted as stated above and based on the consideration of the report of the other auditors referred to in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards notified under the Companies Act, 1956 (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs) and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to investor complaints disclosed in Part II - Select Information for the Quarter and Six Months ended 30 September, 2013 of the Statement, from the details furnished by the Registrar.

For **DELOITTE HASKINS & SELLS**

Chartered Accountants (Registration No. 117366W)

B. P. Sheroff

B. P. Shroff Partner (Membership No.34382)

MUMBAI, 21 October, 2013



V Shankar Managing Director & CEO

			NDIA LIMITED					
	Registered Office: 1	56/157, Nariman Bha	wan, 15th Floor, 227 N	lariman Point, Mumba	ai - 400 021.			
PART	1						₹ lacs	
	STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED 30 SEPTEMBER 2013							
	Particulars	3 months ended 30 Sept 2013	Preceding 3 months ended 30 June 2013	Corresponding 3 months ended 30 Sept 2012 in the previous year	6 months ended 30 Sept 2013	Corresponding 6 months ended 30 Sept 2012 in the previous year	Year ended 31 March 2013	
	(Refer Notes Below)	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
1	Income from Operations							
a)	Net sales/income from operations (Net of excise duty)	59,667	40,931	48,062	1,00,598	82,163	1,44,009	
b)	Other operating income	573	263	488	836	876	1,809	
	Total income from operations (net)	60,240	41,194	48,550	1,01,434	83,039	1,45,818	
2	Expenses Cost of materials consumed	26,324	22,024	22,639	48,348	44,219	77,329	
	Purchase of stock-in-trade	7,242	4,334	3,968	11,576	8,064	11,552	
c)	Changes in inventories of finished goods, work-in-progess and stock in trade	3,704	(5,187)	4,256	(1,483)	(2,723)	(1,093)	
	Employee benefits expense	2,665	2,952	2,111	5,617	4,830	9,439	
e) f)	Depreciation and amortisation expense Other expenses	881 8,145	895 11,546	770 5,790	1,776 19,691	1,510 14,710	3,153 27,104	
	Total Expenses	48,961	36,564	39,534	85,525	70,610	1,27,484	
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	11,279	4,630	9,016	15,909	12,429	18,334	
4a.	Other Income	246	104	58	350	999	1,174	
4b.	Exchange Gain / (Loss)	(738)	(798)	246	(1,536)	(259)	(430)	
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4a + 4b)	10,787	3,936	9,320	14,723	13,169	19,078	
6	Finance costs	388	338	536	726	1,056	1,849	
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	10,399	3,598	8,784	13,997	12,113	17,229	
8	Exceptional Items	-	-	-				
9	Profit / (Loss) from ordinary activities before tax (7- 8)	10,399	3,598	8,784	13,997	12,113	17,229	
10	Tax expense	3,120	266	2,734	3,386	3,354	5,349	
11	Net Profit / (Loss) for the period (9-10)	7,279	3,332	6,050	10,611	8,759	11,880	
12	Minority Interest	(196)	583	(106)	387	186	(22)	
13	Net Profit after taxes and minority interest (11-12)	7,475	2,749	6,156	10,224	8,573	11,902	
14	Paid-up equity share capital (Face value ₹ 1 per share)	1,945	1,945	1,945	1,945	1,945	1,945	
15	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year						60,129	
16	Earnings per Share (EPS) (of ₹ 1 each)(not annualised):							
	a) Basic	3.84	1.41	3.17	5.26	4.41	6.12	
	b) Diluted	3.84	1.41	. 3.17	5.26	4.41	6.12	
17 18	Debt Service Coverage Ratio (see note 7) Interest Service Coverage Ratio (see note 7)				26.06 31.11	18.31 18.91	16.30 18.06	

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	Particulars	3 months ended 30 Sept 2013	Preceding 3 months ended	Corresponding 3 months ended	6 months ended 30 Sept 2013	Corresponding 6 months ended	Year ended
			30 June 2013	30 Sept 2012 in the previous year		30 Sept 2012 in the previous year	31 March 2013
Α	PARTICULARS OF SHAREHOLDING						
1	Public Shareholding - Number of Shares - Percentage of shareholding	9,70,52,280 49.91%	9,70,52,280 49.91%	9,70,52,280 49.91%	9,70,52,280 49.91%	9,70,52,280 49.91%	9,70,52,280 49.91%
2 a)	Promoters and promoter Group Shareholding Pledged/Encumbered						
	 Number of shares Percentage of shares (as a % of the total shareholding of promoter and promoter group) 	Nil NA	Nil NA	Nil NA	NII NA	NII NA	NI
	- Percentage of shares (as a % of the total share capital of the company)	NA	NA	NA	NA	NA	NA
b)	Non-encumbered - Number of shares - Percentage of shares (as a % of the total shareholding	9,74,16,610 100%	9,74,16,610 100%	9,74,16,610 100%	9,74,16,610 100%	9,74,16,610 100%	9,74,16,610 100%
	of promoter and promoter group) - Percentage of shares (as a % of the total share capital of the company)	50.09%	50.09%	50.09%	50.09%	50.09%	50.09%

	Particulars	3 months ended 30 Sept 2013
В	INVESTOR COMPLAINTS	
	Pending at the beginning of the quarter	
	Received during the quarter	1
	Disposed of during the quarter	1
	Remaining unresolved at the end of the quarter	

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		30 September 2013	31 March 2013
	Particulars		
		Unaudited	Audited
Α	EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share capital	1,945	1,945
	(b) Reserves and surplus	68,078	60,129
	Sub-total - Shareholders' funds	70,023	62,074
2	Minority Interest	1,057	469
3	Non-current liabilities	2,007	405
	(a) Long-term borrowings	941	1,074
	(b) Deferred tax liabilities (Net)	3,154	2.864
	(c) Other Long term liabilities	5,154	596
	(d) Long-term provisions	3,025	3,047
	Sub-total Non-current liabilities	7,127	7,581
4	Current liabilities	7,127	7,501
	(a) Short-term borrowings	8,051	4,327
	(b) Trade payables	43,024	25,027
	(c) Other current liabilities	13,954	15,815
	(d) Short-term provisions	4,570	3,724
	Sub-total - Current liabilities	69,599	48,893
	TOTAL - EQUITY AND LIABILITIES	1,47,806	1,19,017
3	ASSETS		
	Non-current assets		
•	Non Current assets		
	(a) Fixed assets	43,103	42,228
	(b) Goodwill on consolidation	16,965	16,764
	(c) Non-current investments	1,869	1,869
	(d) Deferred tax assets (net)	52	52
	(e) Long-term loans and advances	10.168	9,177
	(f) Other non-current assets	10,108	5,1//
		72,157	70,090
	Sub-total - Non-current assets		10,030
	Sub-total - Non-current assets		
2	Current assets	5,123	104
!	Current assets (a) Current investments	5,123 31,380	104 26.718
	Current assets (a) Current investments (b) Inventories	31,380	26,718
2	Current assets (a) Current investments (b) Inventories (c) Trade receivables		
2	Current assets (a) Current investments (b) Inventories (c) Trade receivables (d) Cash and cash equivalents	31,380 30,367 4,421	26,718 16,477
2	Current assets (a) Current investments (b) Inventories (c) Trade receivables (d) Cash and cash equivalents (e) Short-term loans and advances	31,380 30,367	26,718 16,477 2,584
2	Current assets (a) Current investments (b) Inventories (c) Trade receivables (d) Cash and cash equivalents	31,380 30,367 4,421 4,165	26,718 16,477 2,584 2,770



Notes :

- 1 The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 21 October 2013, and the Statutory Auditors of the Company have conducted a "Limited Review" of the above unaudited financial results.
- 2 The business of the Company and its subsidiaries is seasonal in nature and the performance can be impacted by weather conditions and cropping pattern.
- 3 The Company and its subsidiaries have one reportable business segment viz. "Agri-Inputs".
- 4 The Standalone results of the Company for the quarter and six months ended 30 September 2013 are as follows:

						(₹ in lacs
Particulars	3 months ended 30 Sept 2013	Preceding 3 months ended 30 June 2013	Corresponding 3 months ended 30 Sept 2012 in the previous year	6 months ended 30 Sept 2013	Corresponding 6 months ended 30 Sept 2012 in the previous year	ended 31 March 2013
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Turnover (net of Excise)	56,559	26,759	46,120	83,318	72,666	1,30,634
Profit Before Tax	11,148	865	9,301	12,013	11,465	17,335
Net Profit After Tax	8,028	599	6,567	8,627	8,111	11,938

- 5 Pursuant to Share Purchase Agreement dated 23 April, 2012 the Company has acquired additional stake of equity shares in Zero Waste Agro Organics Limited (ZWAOL) during the quarter ended 30 September 2013, consequently the shareholding of the Company in ZWAOL has increased from 22.81% to 27.75% as at 30 September 2013.
- 6 The Board has approved the payment of interim dividend of 100 % (₹ 1 per share) to the equity shareholders on the equity shares of the Company.
- 7 Ratios are based on Standalone Financial Results. Formula used for calculation of ratios are as below;
 a. Debt Service Coverage Ratio = Profit before Depreciation, Interest and Tax / (Interest+Principal
 - repayment of long term loans)
 - b. Interest Service Coverage Ratio = Profit before Depreciation, Interest and Tax / Interest
- 8 Figures for the earlier periods have been regrouped / recast wherever necessary.
- 9 The standalone results of the Company are available for investors at <u>www.rallis.co.in</u>, <u>www.nseindia.com</u> and <u>www.bseindia.com</u>.

For and on behalf of Rallis India Limited

V Shankar Managing Director & CEO

Mumbai, 21 October, 2013

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