

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. R.V. Ravikumar	Chairman & Managing Director
Dr. Anand Ravikumar	Joint Managing Director
Mr. Badrinath S Gandhi	Executive Director
Mr. K.S.M. Rao	
Mr. Ashok R Shetty	
Mr. Popatlal Kathariya	
Mr. R. Ramanujam	
Mrs.S Vijayalakshmi	

COMPANY SECRETARY

Mr. G.K. Prem Kumar Menon

AUDITORS

M/s. Ramanand & Associates,
6/C, Gr. Floor, Ostwal Park Building,
No.4, Near Jesal Park Jain Temple,
Bhayandar (East),
District Thane - 401 105.

BANKERS

State Bank of India

REGISTERED OFFICE

"Mena Kampala", 3rd Floor,
B Wing, B-Block,
No.114 & 115, Sir Theagaraya Road,
T. Nagar, Chennai - 600 017, India.
Tel. No. 91 - 044 - 28154087
Fax No. 91 - 044 - 28154087
Website: www.ravikumardistilleries.com
Email: cs@ravikumardistilleries.com

HEAD OFFICE:

No.17, Kamaraj Salai,
Puducherry - 605 011
Tel. No. 91 - 0413 - 2343278 & 2346386
Fax No. 91 - 0413 - 2331032
Website: www.ravikumardistilleries.com
Email: cs@ravikumardistilleries.com

REGISTRAR & SHARE TRANSFER AGENT

M/s. Karvy Computershare Pvt.Ltd.,
17-24, Vittal Rao Nagar,
Madhapur,
Hyderabad - 500 081.
Phone: 91 - 040 - 44655000
Email : einward.ris@karvy.com

CONTENTS

Corporate Information	1
Directors' Report	2
Corporate Governance	6
Management Discussion and Analysis	14
Auditors' Report	19
Balance Sheet	22
Profit & Loss Account.....	23
Cash Flow Statement	24
Schedules to Accounts.....	26
Subsidiary Companies' Accounts.....	39
Consolidated Financial Statements	117
Statement Pursuant to Section 212 of the Companies Act 1956	136



DIRECTORS' REPORT

To

The Members,
Ravi Kumar Distilleries Limited

Your Directors have pleasure in presenting the 16th Annual Report together with the Audited Accounts of the Company for the year ended 31st March 2011.

(Rs)

Financial Results	2010-11	2009-10
Income from Operations	530597417	502049002
Profit Before Depreciation and Taxes	19770884	34655841
Less: Depreciation	6401109	7094680
Less : Provision for		
(a) Income tax	5080707	9996600
(b) Deferred tax	(467465)	(407253)
© Fringe Benefit tax	--	--
Profit for the Year	1736833	17971814
Balance Carried Forward to Balance sheet	1736833	17971814

Business:

The performance of the Company during the year under review was as follows:

Your Company is engaged in the business of manufacture and trade of Indian Made Foreign Liquor(IMFL) under own brand Capricorn, 2 Barrels, Green Magic, Chevalier, Konarak as well as under tie-up arrangements with other Companies. The IMFL comprises of Whisky, Brandy, Rum, Gin and Vodka. Your Company currently operate through own manufacturing unit located at R.S 89/4A, Katterikuppam Village, Mannadipet Commune, Puducherry. The Unit is equipped with state of art infrastructure facilities and technology, which encompasses all modern facilities for blending and bottling can undertake manufacture of IMFL. The core competency of your Company is in house technical and formulation knowledge, skilled workforce and well equipped manufacturing facilities, which enable us to manufacture a wide range of IMFL products to diverse client requirements.

During the year, the total Income from operations was Rs. 10074.94 lakhs compared to Rs.9865.18 lakhs in the previous year recording a growth of 210.76. Gross profit was Rs. 1236.79 lakhs as against gross profit of Rs.1048.88 lakhs in the previous year. The net profit was Rs. 87.56 lakhs as against profit after tax Rs.179.72 lakhs in the previous year. Earning per share is Rs. 0.57 against Rs.1.56 in the previous year on a weighted average basis as per Accounting Standard 20 issued by the Institute of Chartered Accountants of India.

Dividend during the year

Your Directors are happy to propose a dividend of Rs.0.25 paise per share for the year 2010-11 which constitutes 2.5% on the paid up capital.

Initial Public ISSUE:

During the year under review your Company successfully completed the Initial Public Offer and is listed with Bombay Stock Exchange Limited (BSE) and National Stock Exchange Limited(NSE). The Scrip code in BSE is 533294 and NSE is RKDL. Your Directors are happy to inform that, there are 5967 valued shareholders with the Company. The shareholding pattern and other particulars are given in the Corporate Governance report annexed to this report.

Future Outlook:

During current year, your Company will try to achieve maximum capacity utilization in our existing plant at Pondicherry. Further, your Company management has entered into a Share Purchase Agreement with the promoters of S V Distilleries Private Limited, Regd.Office S No.112 to 114, Malchapur Village, Balki Taluk, Bidar Dist., Karnataka for acquiring 51% of the paid up capital of the said company thus acquired the control of the Company. During the current financial year your Company management plan to acquire the balance 49% thus making it wholly owned subsidiary of your Company.

S V Distilleries Pvt. Limited, has an existing plant with a manufacturing capacity of Rectified Spirit (RS) of 20,000 Litres per day and an ENA plant of 20,000 litres per day. It has an expansion project which is under process with a capacity of 1,00,000 litres RS per day. When it becomes fully operational, it will have capacity of 1,40,000 litres of RS per day. Additionally, it will produce ENA, Ethanol, Compost, 4.5 MW Power, IMFL, CO₂, Ash for Bricks manufacturing. Once the project is completed it will be a zero emission plant.

The total project cost of this plant is estimated at approximately Rs.9600 Lakhs. Your Company management is in discussion with Banks for additional fund requirements. The project is proposed to be completed by 2011February/March 2012. When the Company is fully operational your Company management foresee that, it will generate a profit of Rs.2000 Lakhs per year including sale of power on a sales volume of Rs. 12000 Lakhs per year.

Further, your management is planning further acquisitions and expansions during the year to make your Company a major one in the Southern Region of the Country.

Employees' Stock Option Plan 2011

During the current financial year, your company management is proposing Stock Options to the employees to keep the talents within the industry and to incentiwise them.

Subsidiary Companies:

Your Company do not have any subsidiary Companies during the year under review.

Auditors' Report:

The Auditors report to the shareholders is self-explanatory.

Directors:

Mr. K S M Rao and Mr. Ashok R Shetty, Directors retire by rotation and being eligible, offers themselves for re-appointment. Pursuant to clause 49 of the Listing Agreement with the Stock Exchanges, brief resume of Mr. K S M Rao and Mr. Ashok R Shetty have been provided in the Notice convening the Annual General Meeting.

Mrs. Amrithavalli, Director has resigned from the Board of the Company w.e.f. 28th May 2011 and accepted the same in the Board meeting dated 30th May 2011. The Board placed on record the valuable contribution made by Mrs. Amrithavalli during her continuance as the Director of the Company.

Directors' Responsibility statement:

As required under Section 217(2AA) of the Companies Act, 1956, your Directors hereby confirm that:

In the preparation of the Annual Accounts for the year 2010-11, the applicable Accounting Standards have been followed and there are no material departures;

The accounting policies selected and applied are consistent and the judgment and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the financial year;

Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

The annual accounts have been prepared on a going concern basis.

Particulars of employees' U/S 217 (2A) of the Companies Act, 1956:

None of the employees of the Company employed throughout the financial year/part of the year were in receipt of remuneration in excess of the limits as prescribed under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 and hence no particulars are required to be given.

Auditors:

The statutory auditors of the Company M/s. Ramanand & Associates, Mumbai retire at the conclusion of the ensuing Annual General Meeting. The retiring auditors have furnished a certificate under Sec. 224 (1B) of the Companies Act, 1956 confirming their eligibility for reappointment.

Corporate Governance Report:

Pursuant to Clause 49 of the Listing Agreement with Stock Exchanges, a Report on Corporate Governance with Auditors

Certificate on Compliance with the conditions of Corporate Governance and a Management Discussion & Analysis Report has been attached and form part of the Annual Report.

Personnel.

During the year under review the overall industrial relation were normal.

Annexure to Directors' Report showing particulars with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo:

Conservation of Energy, Technology Absorption:

The particulars regarding the disclosure of the conservation of energy, technology absorption, as required under clause (e) of sub Section (1) of Section 217 of the Companies Act, 1956 read with Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988 are given below.

a) Energy Conservation Measures Taken: The Company continues to accord high priority to conserve the energy. Details of some of the measures undertaken to optimize energy conservation are.

- i. Installation of circuit breakers, safely and easily operative and accessible in each machinery / equipment resulting in reduction of idle run.
- ii. Trip system in automatic bottling lines easily and safely operative, in case of lag / fault in any equipment / machinery across the line.
- iii. Use of Waste Water after recycling thereby reduction of pumping of fresh water resulting in conservation of energy and water.
- iv. Gravity Liquor flow system for blend to bottling transfer resulting in lesser consumption of energy.
- v. Natural ventilation system along with air operated exhaust fans have been fixed in roofs of all buildings resulting in avoiding of power consuming exhaust fans.
- vi. Installation of Transparent Poly Coat Sheets in the roof resulting in availability of natural light.

b) Statement of total energy consumption and energy consumption per unit are given as under:

Power and Fuel Consumption	2010-2011	2009-2010
1. Lighting		
Units Consumed	14,255	33,232
Rate per Unit (in Rs.)	4.00	3.25
Amount paid (in Rs.)	53,533/-	1,08,281/-
2. Power		
Units Consumed	1,10,964	91,402
Rate per Unit (in Rs.)	3.00	2.45
Amount paid (in Rs.)	3,21,228/-	2,23,997/-



3. Own generation by Diesel Generator

Diesel utilized Litres	3,001	1,981
Unit per Litre of diesel oil generated	3.30	3.30
Rate per Unit (in Rs.)	12.35	11.52

4. Foreign Exchange Earnings and Outgo:

There was no Foreign Exchange inflow or outgo during the last year.

Acknowledgments:

The management is grateful to the Regulatory Authorities, share holders, Company's Bankers, Financial Institutions, Insurance Companies, Investors, Clients and Business Associates for their continued support and co-operation.

The Directors also wish to place on record their appreciation for the co-operation, active involvement and dedication of the employees, which enabled the management to contribute to the growth of the Company.

For and on behalf of the Board of Directors

Place : Chennai
Date : 30/05/2011

R. V. Ravikumar
Managing Director

Registered Office:

"Mena Kampala"
3rd Floor, B Wing, B-Block,
No.114 & 115, Sir Theagaraya Road,
T. Nagar, Chennai - 600 01

CORPORATE GOVERNANCE REPORT

Mandatory Requirements

1. Company's Philosophy on Code of Corporate Governance:

Effective Corporate Governance is needed to maintain public trust and to active success in business. The Company lays great emphasis on regulatory compliance and strives to ensure that high standard of professionalism and ethical conduct is maintained throughout the organization. The Company believes that shareholders interest is utmost and the management is only a trustee to carry out the activities in a truthful manner.

Code of Conduct:

The Board has laid down a code of conduct for all the Board Members and Senior Management of the Company. Senior Management includes personnel of the core management team excluding Board of Directors but including all functional heads.

2. Board of Directors:

The Board of Directors comprises of both executive and non-executive directors with rich professional experience in various fields. The present strength of the Board of Directors is eight members. Half of the Board consists of Independent Directors. The size and composition of the Board therefore conforms to the requirements of Corporate Governance Clause under the Listing Agreement with the Stock Exchanges.

3. Board Meetings & Procedures

During the year, the Board met 10 times on 07.06.2010, 14.06.2010, 12.08.2010, 30.08.2010, 23.09.2010, 02.11.2010, 03.11.2010, 18.12.2010, 12.01.2011 and 12.02.2011.

No Director of the Company is a member in more than 10 or Chairman of more than 5 specified committees of the Board across all the companies in which he is a Director.

The composition of Board of Directors, attendance at the Board Meetings during the financial year and attendance at the last Annual General Meeting, number of outside Directorship, Chairman/Membership of Committees are as under:

Name of Director	Category	No. of Board meetings attended	Last AGM attendance	No of other Directorships	Membership/ Chairmanship of Board Committees *
Mr. R.V. Ravikumar	Executive Director	10	Yes	7	-
Mrs. R. Amirthavalli	Executive Director	7	Yes	7	-
Mr. Badrinath S Gandhi	Director	10	Yes	-	2/0
Mr. K.S.M. Rao	Independent Director	4	Yes	-	1/1
Mr. Ashok R Shetty	Independent Director	4	-	-	1/1
Mr. Popatlal Kathariya	Independent Director	2	-	1	1/0
Mr. R. Ramanujam	Independent Director	5	Yes	-	-
Mr. S. Vijayalakshmi	Executive Director	7	-	-	-

* Includes only Audit & Shareholder's Committee

4. Appointment/Reappointment of Directors:

Mr. K.S.M. Rao is an Independent Director of the Company. He has graduated in Law and is a retired Banker. At the time of retirement he was a working at senior level in a Nationalised Bank. His association with the Company will be beneficial to the Company in the overall business interests of the Company.

Mr. K.S. M. Rao do not hold any shares in the Company.



5. Audit Committee:

The Audit Committee comprises of 4 members out of which 3 are Independent Directors. Mr. Ashok R. Shetty is the Chairman of the Audit Committee. All the members of the Committee are financially literate. Mr. Ashok R Shetty and Mr. Popatlal Katharia are Chartered Accountants and Mr. K S M Rao is a retired Banking professional and Mr. Badrinath S Gandhi is an Engineer by profession but has varied experience in finance and industrial management.

During the year, the Committee met 5 times on 23.06.2010, 15.07.2010, 30.08.2010, 22.10.2010 and 12.02.2011 and the gap between any 2 meetings was less than 4 months.

The Board had designated the Company Secretary as the Compliance Officer.

Attendance at the Audit Committee Meeting:

Name	Designation	Category	Attendance out of 4 meetings
Mr. Ashok R Shetty	Chairman	Independent	5
Mr. K.S.M. Rao	Member	Independent	5
Mr. Popatlal Kathariya	Member	Independent	1
Mr. Badrinath S Gandhi	Member	Director	5

6. Shareholders' Grievance Committee:

During the year under review the Committee met once in a year on 12.01.2011. The Shareholders' Grievance Committee focuses on shareholders' grievances and strengthening of investor relations, specifically looking into re-dressal of grievances pertaining to:

- 1) transfer and transmission of shares
- 2) non-receipt of balance sheet
- 3) non-receipt of declared dividend
- 4) matters relating to demat / remat
- 5) other related issues

The committee comprises of

Name	Designation	Category	Attendance out of two meetings held
Mr. K.S.M. Rao	Chairman	Independent	1
Mr. Ashok R Shetty	Member	Independent	1
Mr. Badrinath S Gandhi	Member	Director	1

- The Company Secretary has been designated as Compliance Officer.
- The investors may register their complaints at the email-id cs@ravikumardistilleries.com
- During the year, the Company received 10 complaints on various matters. The Company has attended the same and complaints pending unresolved at the end of the financial year were NIL.

7. Remuneration / Compensation Committee:

The Board constituted a Remuneration/Compensation Committee comprising the following members:

1. Mr. K.S.M. Rao, Chairman
2. Mr. Ashok R Shetty, Member
3. Mr. R.V. Ravikumar, Member

One meeting was held on 18.08.2010

(In Lacs)

Directors	Salary (including Performance Incentive, if any and other allowance)	Perquisites	Contribution to P.F Superannuation and Gratuity	Sitting Fees	Total
Mr. R.V. Ravikumar	12.00	NIL	NIL	NIL	12.00
Mrs. R. Amirthavalli	7.20	NIL	NIL	NIL	7.20
Mrs. S. Vijayalakshmi	3.12	NIL	NIL	NIL	3.12
Mr. K.S.M. Rao	NIL	NIL	NIL	0.20	0.20
Mr. Ashok R Shetty	NIL	NIL	NIL	0.20	0.20
Mr. Badrinath S Gandhi	NIL	NIL	NIL	0.10	0.10
Mr. R. Ramanujam	NIL	NIL	NIL	NIL	NIL
Mr. Popatlal Kathariya	NIL	NIL	NIL	0.20	0.20

8. General Body Meetings:

(i) Details of Annual General Meetings during the last three years

Financial Year	Day, Date & Time	Venue	Special Resolution passed
2008-09	Wednesday, 30th September, 2009 at 10.00 a.m.	Registered Office at No.1-C, Nandita Apartments, 47, Thirumalai Pillai Road, T. Nagar, Chennai - 600 017.	Yes
2009-10	Tuesday, 28th September, 2010 at 11.00 a.m	Registered Office at No.1-C, Nandita Apartments, 47, Thirumalai Pillai Road, T. Nagar, Chennai - 600 017.	Yes
2009-11	Saturday, 6th August 2011, 12.00 a.m	Chennai	Yes

Postal Ballot

9. Disclosures:

- i There were no transactions of material nature with its Promoters, Directors or the Management, their subsidiaries or relatives during the period that may have potential conflict with the interest of the company at large.
- ii Transactions with the related parties are disclosed in Note No.11 of Schedule 23 (B) to the accounts in the Annual Report as required by Accounting Standards under AS 18 issued by Institute of Chartered Accountants of India.
- iii There were no non-compliances by the Company during the year. No penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any other Statutory Authorities on any matters related to the capital markets, during the previous three financial years.
- iv The Board has adopted a Code of Conduct including Business Ethics Policy for its Directors and Senior Management. This is available on the Company's web-site.
- v The Managing Director has submitted before the Board a declaration of compliance with the Code of Conduct by the Directors during the financial year ended March 31, 2011.
- vi The Company follows the Accounting Standards issued by the Institute of Chartered Accountants of India and in the preparation of the financial statement; the Company has not adopted a treatment different from that prescribed by any Accounting Standard.
- vii Risk assessment and minimization procedures are periodically reviewed by the Audit Committee and the Board of Directors of the Company.
- viii The Chief Executive Officer has submitted a certificate to the Board of Directors in compliance Clause 49(V) of the Listing Agreement with the Stock Exchanges.
- xi The Company has complied with all mandatory requirements under Clause 49 of the Listing Agreement with the Stock Exchanges. The adoption of non-mandatory requirements has been dealt with in this Report.
- X The Company is proposing a special resolution u/s. 372A of the Company's Act, 1956 under Postal Ballot in Compliance of the said provisions which is clearly elaborated in the notice to the shareholders attached along with this Annual Report.

**10. Means of Communication:**

Quarterly un-audited financial results are published in leading English/Vernacular newspapers. The half yearly report is not sent separately to the Shareholders. Annual Reports will be sent to the shareholders at their registered address with the company and also put up on Company's web site www.ravikumardistilleries.com

11. General Shareholders' Information:

Annual General Meeting

Date	:	6th August, 2011
Time	:	3 .00 p.m.
Venue	:	Hotel Benz Park, 62,Thirumalai Pillai Road, T. Nagar, Chennai - 600 017.

Financial Calendar (Tentative)

Financial reporting for the quarter ending June 30, 2011	:	1st week of August 2011
Financial reporting for the quarter ending Sept. 30, 2011	:	1st week of November 2011
Financial reporting for the quarter ending Dec. 31, 2011	:	1st week of February 2012
Financial reporting for the quarter ending Mar. 31, 2012	:	Last week of June 2012
Annual General Meeting for the year ended Mar. 31, 2012	:	August-September, 2012

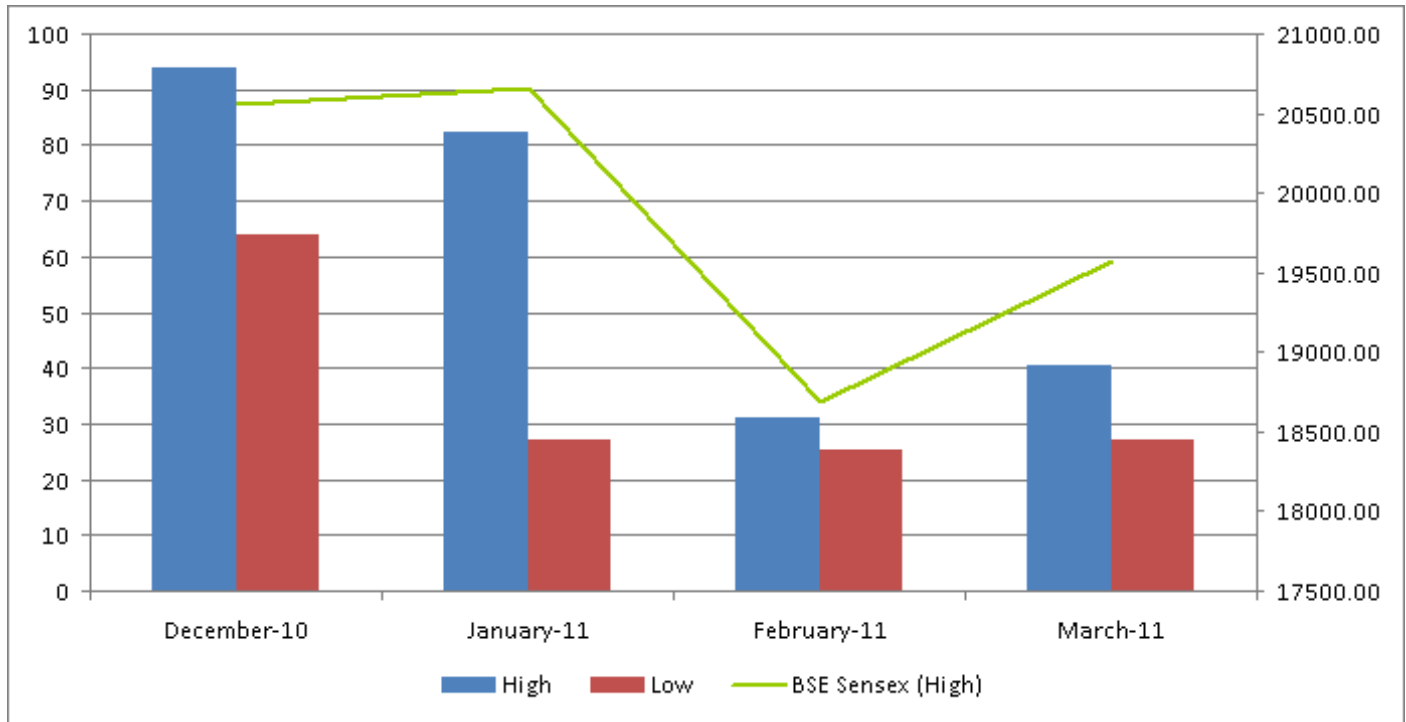
Date of Book Closure	:	28th July 2011 to 6th August 2011 (Both days inclusive)
Listing on Stock Exchanges	:	Bombay Stock Exchange Ltd (BSE)
	:	National Stock Exchange of India Ltd (NSE)
Stock Code	:	Bombay Stock Exchange Ltd, - 533294
	:	National Stock Exchange of India Ltd -RKDL
Payment of Annual Listing fees	:	Listing fees for the financial year 2011-2012 has been paid to both the Stock Exchanges BSE & NSE
Demat ISIN for NSDL& CDSL	:	INE722J01012

12. Stock performance vs BSE Sensex and NSE

Market Price Data during the year ended 31.03.2011

BSE

Month	High	Low	BSE Sensex (High)
Apr-2010	-	-	-
May-2010	-	-	-
June-2010	-	-	-
July-2010	-	-	-
Aug-2010	-	-	-
Sept-2010	-	-	-
Oct-2010	-	-	-
Nov-2010	-	-	-
Dec-2010	93.95	64.00	20552.03
Jan-2011	82.45	27.00	20664.80
Feb-2011	31.15	25.10	18690.97
Mar-2011	40.40	27.10	19575.16



NSE

Month	High	Low	BSE Sensex (High)
Apr-2010	-	-	-
May-2010	-	-	-
June-2010	-	-	-
July-2010	-	-	-
Aug-2010	-	-	-
Sept-2010	-	-	-
Oct-2010	-	-	-
Nov-2010	-	-	-
Dec-2010	93.80	65.15	80.45
Jan-2011	82.50	27.00	28.35
Feb-2011	31.35	24.95	27.35
Mar-2011	40.35	26.00	35.05

Registrars & Transfer Agents : M/s. Karvy Computershare Pvt. Ltd.
17-24, Vittal Rao Nagar,
Madhapur,
Hyderabad - 500 081.

Contact person : Mr. P.A. Varghese, General Manager

Contact No. : 040 - 44655000

Email : einward.ris@karvy.com

**Share Transfer System**

- Securities lodged for transfer at the Registrar's Office are normally processed with in 15 days from the date of lodgment, if the documents are clear in all respects. All requests for dematerialization of securities are processed and the confirmation is given to the depositories within 15 days. Mr. Sridhar Hirimbi, Company Secretary is empowered to approve transfer of shares and other investor related matters. Grievances received from investors and other miscellaneous correspondence on change of address, mandates, etc are processed by the Registrars with in 30 days
- Pursuant to Clause 47 (c) of the Listing Agreement with the Stock Exchanges, certificates, on half-yearly basis, have been issued by a Company Secretary-in-Practice for due compliance of share transfer formalities by the Company. Pursuant to SEBI (Depositories and Participants) Regulations, 1996, certificates have also been received from a Company Secretary-in-Practice for timely dematerialization of the shares of the Company and for conducting a Secretarial Audit on a quarterly basis for reconciliation of the Share Capital of the Company.

Distribution of Shareholding as on 31-03-2011

No of equity shares held	No. of Shareholders	% of Shareholders	Total no of shares held	% of shares held
Upto1 - 5000	8040	82.06	12754300.00	5.31
5001 - 10000	819	8.36	6678320.00	2.78
10001 - 20000	460	4.69	7432990.00	3.10
20001 - 30000	154	1.57	3978500.00	1.66
30001 - 40000	70	0.71	2470810.00	1.03
40001 - 50000	60	0.61	2796990.00	1.17
50001 - 100000	115	1.17	8515060.00	3.55
100001 and above	80	0.82	195373030.00	81.41
Total	9798	100	240000000.00	100.00

Shareholding Pattern as on 31-03-2011

Sl. No.	Category	No. of Shares	% of Holding
1	Promoters & Persons acting in Concert	1,25,00,000	52.08
2	Mutual funds / UTI / Banks / FIs	--	--
3	Private Corporate Bodies	70,46,754	29.36
4	NRIs / OCBs	36,412	0.15
5	Indian Public	44,16,834	18.41
6	Foreign Institutional Investors	--	--
Grand Total		2,40,00,000	100.00

Dematerialization of shares : NSDL - 15.27 %
CDSL - 84.73 %
100% of the shares have been dematerialized by the the members so far.

Outstanding GDRs/ ADRs/Warrants or any convertible/instruments, conversion data and likely impact on equity :

N.A.

Plant location :

Not applicable

Address for correspondence :

No. 17, Kamaraj Salai,
Puducherry - 605 011, India.

Contact person :

Shri.G K Prem Kumar Menon, President
(Corporate Affairs) & Company Secretary

E-mail :

cs@ravikumardistilleries.com

Members holding shares in Demat mode should address all their correspondence to their respective Depository Participant

13. Postal Ballot:

The provisions relating to Postal Ballot will be complied with in respect of matters wherever applicable.

Non-mandatory requirements:

- 1 **Chairman of the Board** - No separate office is maintained for the Non-Executive Chairman. Company does not reimburse expenses incurred by him in performance of his duties.

Mr. Popatlal Kathariya, Mr. K.S.M. Rao, Mr. Ashok R Shetty and Mr. R. Ramanujam are Independent Directors on the Board of the Company. No specific period has been specified for these Directors. All of them have requisite qualification and experience and in the opinion of the Company this would enable them to contribute effectively to the Company in their capacity as Independent Directors.

- 2 **Shareholder Right** - The Company has not sent half yearly financial performance including summary of the significant events to each household of the shareholders, since the results were published in 2 news papers, one in Vernacular and one in English newspaper.
- 3 **Audit Qualifications** - During the year under review, there was no audit qualification in the Company's financial statements. The Company continues to adopt best practices to ensure a regime of unqualified financial statements.
- 4 **Training of Board Members** - The Directors interact with the management in a very free and open manner on information that may be required by them.
- 5 **Mechanism for evaluation of Non-Executive Board Members** - The evaluation process is yet to be formulated by the Board.

CEO/ CFO CERTIFICATION:

We hereby certify to the Board that:

- a) We have reviewed the financial statements and the cash flow statements for the year ended 31st March, 2011 and to the best of our knowledge and belief.
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading
 - (ii) These statements together present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- b) There are to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's Code of Conduct.
- c) We accept the responsibility for establishing and maintaining internal controls for financial reporting and that, we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any of which we are aware and the steps we have taken or propose to take steps to rectify these deficiencies.
- d) We further certify that:
 - i) There have been no significant changes in internal control during the year;
 - ii) There have been no significant changes in accounting policies during the year,
 - iii) To the best of our knowledge, there have been no instances of fraud, involving management or an employee having a significant role in the Company's internal control systems.

For Ravi Kumar Distilleries Ltd

Place: Chennai
Date: 30.05.2011

R V Ravi Kumar
Managing Director



MANAGEMENT DISCUSSION AND ANALYSIS

The company is engaged in the business of manufacturing and trade of Indian Made Foreign Liquor (IMFL) under our own brand portfolio as well as under tie up arrangements with other companies. The IMFL comprises of whisky, Brandy, Rum, Gin & Vodka. We started our initial capacity of 7,20,000 cases per annum and a bond capacity of 6300 cases of Excise Bonded warehouse. Presently our plant is having an installed capacity of 14,25,000 cases per annum and 26000 cases of Excise Bonded warehouse. We are an ISO 9001:2000 certified Company since 2007.

The Company achieved a revenue of of Rs. 10075.94 lakhs during the year compared to Rs. 9865.18 lakhs in the previous year. Gross profit was Rs. 1236.79 lakhs as against gross profit of Rs. 1048.88 lakhs in the previous year. The competitive strength of the Company is our popular brand Capricorn, 2 Barrels, Chevalier, Konark & Green Magic.

Business Outlook

There are two major segments for liquor in India: Branded and unbranded. Total branded sales are 85 million cases while country liquor (unbranded, low-priced alcohol) sales are 200 million cases. The branded segment has grown at around 7-8% annually for the past three years. The country liquor segment has distinct characteristics of it's own and forms largest component of the industry. This is often sold through separate distribution channels. However, even at such a size it still results in a per capita consumption of 2.5 liters.

The Indian IMFL market is dominated by low-priced whisky. The whisky segment constitutes almost 60% of the total IMFL market. 17% & 18% is brandy and Rum and the rest 5% is white spirits. The maximum consumption is in Andhra Pradesh followed by Karnataka and Maharashtra.

Risk Factors:

Government regulations affects the Indian Liquor industry introducing structural rigidities. Apart from the high level taxes and levies (that account for upto 65% of consumer price) regulations pertaining to licensing creation or expenses of brewing / distillery and bottling capacities , manufacturing

process (grain based and molasses based), distribution and advertising impinge on the industry. Further liquor being a state subject, every state has different regulations (including those on distribution) and tax rate for the industry apart from restrictions as well as levies on the inter- state movement of liquor.

Future Outlook

The Company's core competencies are our in house technical and formulation knowledge, skilled workforce and well-equipped manufacturing facilities, which enables us to manufacture a wide range of IMFL products, to meet diverse client requirements.

The Company presently having our market presence in Puducherry and now we plan to enter new lucrative markets of adjoining States such as Kerala, Andhra Pradesh, Karnataka. Your Company also propose to submit an application for enlistment to Canteen Stores Department (CSD), for supply of IMFL to CSD which is expected to materialize.

During this year, your Company will try to achieve maximum capacity utilization in our existing plant at Pondicherry. Further, your Company management has entered into a Share Purchase Agreement with the promoters of S V Distilleries Private Limited Regd. Office S No.112 to 114, Malchapur Village, Balki Taluk, Bidar Dist., Karnataka for acquiring 51% of the paid up capital of the said company thus acquiring the control of the Company. During the current financial year your Company management plan to acquire the balance 49% thus making it wholly owned subsidiary of your Company.

S V Distilleries Pvt. Limited, has an existing plant with a manufacturing capacity of Rectified Spirit (RS) of 20000 Litres and 20000 Litres ENA Plant per day. It has an expansion project which is under process with a capacity of 1,00,000 litres RS per day. When it becomes fully operational, it will have capacity of 1,40,000 litres of RS per day. Additionally, it will also produce ENA, Ethanol, Compost, 4.5 MW power, IMFL, CO₂, Ash and Bricks manufacturing. Once the project is completed by annexing the existing plant it will be a zero emission plant.

The total project cost of this plant will be approximately Rs.9600 Lakhs. Your Company management is in discussion with Banks

for additional fund requirements. The project is proposed to be completed by February / March 2012. When the Company is fully operational your Company management foresee that, it will generate an income of Rs.2000 Lakhs per year including sale of power on a sales volume of Rs. 12000 Lakhs per year.

Further, your management is planning further acquisitions and expansions during the year to make your Company a major one in the Southern states.

Internal control systems and their adequacy

The CEO/CFO certification provided in the report discusses the adequacy of our internal control systems and procedures.

Human Resource Development

The most important asset of the company is its Human Resources. The company is planning to introduce ESOP scheme for sharing of wealth with employees.

Cautionary statements

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectation may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied.



AUDITORS' CERTIFICATE

To
To The Members of
Ravi Kumar Distilleries Limited

We have reviewed the relevant records of Ravi Kumar Distilleries Limited for the year ended 31 March 2011 relating to compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into, by the Company, with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our review was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and according to the information and explanations given to us, we have to state that, to the best of our knowledge, the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

We further state that, such compliance is neither an assurance as to the future viability of the Company nor as to the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For and on behalf of
Ramanand & Associates
Chartered Accountants
Firm No.117776W

Place: Mumbai
Date: 30.05.2011

Ramanand R. Gupta
Partner
Membership No.: 103975

DECLARATION

In accordance with Clause 49 of the Listing Agreement with the Stock Exchanges, I hereby confirm that, all the Board Members and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct and Ethics during the financial year ended March 31, 2011.

Place: Chennai
Date : 30.05. .2011

R V Ravi Kumar
Managing Director

AUDITORS' REPORT

To,

The Members of

Ravikumar Distilleries Limited

We have audited the attached Balance Sheet of "RAVIKUMAR DISTILLERIES LIMITED" as at 31st March, 2011, the Profit & Loss Account & also Cash flow Statement of the company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order 2004 (the 'Order') issued by the Central Government of India in terms of Section 227 (4A) of 'The Companies Act, 1956' of India (the 'Act') and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.

Further to our comments in the annexure referred to above, we Report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of accounts as required by law have been kept by the Company, so far as appears from our examination of those books.
- c) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of accounts.
- d) In our opinion, the Balance Sheet and the Profit & Loss Account dealt with by this report comply with the accounting standards referred to in sub-section 3(C) of Section 211 of the Companies Act, 1956.
- e) On the basis of the written representations received from the directors, as on 31st March 2011 and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March 2011 from being appointed as a Director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the notes thereon, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i. In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2011; and
 - ii. In the case of the Profit & Loss Account, of the profit of the Company for the year ended on that date, and
 - iii. In the case of the Cash Flow statement of the Cash Flow for the year ended on the date.

For and on behalf of
For Ramanand and Associates
 Chartered Accountants
 Firm No. 117776W

CA Ramanand Gupta
 Partner
 Membership No.: 103975

Date : 30th May 2011

Place : Mumbai



ANNEXURE TO AUDITOR'S REPORT

(Annexure referred to in paragraph 4 of the Auditors' Report of even date to the Members of Transwarranty Finance Limited on the accounts for the year ended 31 March 2011)

- 1 (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) The fixed assets of the company have been physically verified by the Management during the year. We have been informed that no material discrepancies were noticed on such physical verification.
(c) No substantial part of the fixed assets has been disposed off during the year, which has bearing on the going concern status of the company.
- 2 (a) The stock of inventory has been physically verified during the year, by the Management. In our opinion, the frequency of verification is reasonable.
(b) The procedure of physical verification of inventories followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business.
(c) In our opinion and according to the information given to us, the company is maintaining proper records of the inventory and no material discrepancies were noticed on physical verification of the inventory.
- 3 (a) The company has not granted any unsecured loans to any party covered in the register maintained u/s 301 of the companies act, 1956. And hence the provisions of clause 4(iii) (a),(b),(c) and (d) are not applicable .
(b) In our opinion and according to information and explanation given to us the company had taken interest free unsecured loans from a director covered in the register maintained under section 301 of the Companies Act 1956. Maximum amount outstanding during the year ended 31st March 2011 is Rs.31.54/-Lakhs and the year ended balance was Rs.2.38/-Lakhs.
(c) According to information and explanations provided to us, the terms and conditions of the said unsecured loans are prima facie not prejudicial to the interest of the Company.
(d) According to information provided to us there is no stipulation of time schedule for repayment of principal and hence provision of clause 4(iii) (g) of the order is not applicable.
- 4 In our opinion and according to information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and nature of its business with regards to purchase of inventory and fixed assets and for the sale of inventories. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system of the company.
- 5 (a) According to the information and explanation given to us, we are of the opinion that the transactions/particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register maintained under that section.
(b) In our opinion and according to the information and explanation given to us, the transactions made in pursuance of contracts or arrangements exceeding the value of Rupees Five Lakhs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. In our opinion and as per the information and explanation given to us, the Company has not accepted deposits within the meaning of section 58-A or Section 58-AA of the Companies Act,1956 and the Companies Acceptance of Deposit Rules,1975 and hence the provisions of Clause 4(vi) of the order are not applicable to the Company .
7. In our opinion and according to the information and explanations given to us the Company has an internal audit system commensurate with the size and nature of its business.
8. In our opinion and as per the information and explanation given to us, the Central Government has not prescribed maintenance of cost records, Under Section 209(1) (d) of the Companies Act, 1956 for any of the products of the Company. Hence the provisions of clause 4(viii) of the Order are not applicable to the Company.
9. According to the records of the company, the company is not regular in depositing the undisputed statutory dues relating to the contributions under provident fund Act, Employees State Insurance Act and the remittance in respect of TDS, Income Tax And the Fringe Benefit Tax Wherever applicable to it with appropriate authorities. The company is generally regular in depositing statutory tax dues including Excise Duty Customs Duty and other applicable dues with appropriate authorities.

There is no amount payable in respect of the above undisputed dues are in arrears, as at 31st March, 2011 for the period of more than six months from the date on which they become payable due.

In our opinion and as per information and explanations given to us other statutory due applicable mentioned in the clause are not applicable to the company.

According to the information and explanations given to us and the records of the company examined by us there are no dues of income tax, sales tax, Wealth tax, service tax, custom duty, and excise duty which have not been deposited on account of any dispute pending before any forum other than the following amounts:

Sr. No.	Name of the Statute	Nature of dues	Amount (in lakhs)	Period to which the amount relates	Forum where the dispute is pending.
1	Pondicherry General Sales Tax Act	Turnover Tax	25.89	2002-2004	Appellate Assistant Commissioner Pondicherry
2	Pondicherry General Sales Tax Act	Turnover Tax	84.70	2004-2008	High Court , Madras
3	Pondicherry General Sales Tax Act	Turnover Tax	27.04	1999-2002	High Court , Madras
4	Kerala General Sales Tax Act	Turnover Tax & Interest thereon	84.92	2001-2004	High Court , Kerala
5	Income Tax Act 1961	Tax Deducted at Source	29.49	2006-2007	Commissioner of Appeals, Chennai
6	Income Tax Act 1961	Non Deduction of Tax Deducted at Source	450.17	2001-2002 & 2007-2008	Commissioner of Appeals, Chennai

10. In our opinion, The Company does not have accumulated losses as at the end of financial year and has not incurred cash losses in the current financial year and immediately preceding financial year.
11. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or bank or debantureholders.
12. In our opinion and according to the records of the Company, the Company has not granted any loans & advances on the basis of security by way of pledge of shares, debentures and other securities and hence the provisions of clause 4(xii) of the Order are not applicable to the Company.
13. The company is not a chit fund, nidhi, mutual benefit fund or a society and clause 12 of the order is not applicable. Therefore the provision of clause 4 (xiii) of the Companies (Auditor's report) order, 2003 are not applicable to the company.
14. As the company is not dealing or trading in shares, securities, debentures and other investments so clause (xiv) of the said order is not applicable to the company.
15. According to the information and explanations given to us, the Company has given guarantee for loan taken by others from bank or financial institutions are not prejudicial to the interest of company.
16. In our Opinion & on the Basis of the Review of utilization of funds pertaining to term loan & related information as made available to us, the term loan taken by the company from Sundaram Finance Limited, (Non Banking Financial Institution) of Rs.1.20/- Crores for the purpose of Machinery have been utilized for working capital purpose.
17. According to the information and explanation given to us, and On the basis of an Overall examination of the Balance Sheet and Cash Flow Statement of the Company, we report that no funds raised on short-term basis have been used for long term investment.
18. According to the information and explanation given to us, during the year, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act; hence question of issue price of shares prejudicial to interest of the company does not arise
19. During the year covered by our audit report, the company has not issued any Secured debentures. Hence the creation of security in respect of debenture is not applicable.
20. The Company has made an invitation to the public to subscribe to share of the Company with initial public offering during the year. As explained to us, the Allotment of shares were completed during the year. (Also Refer to Note no.3 of Schedule 23 to the Financial Statements)
21. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the course or our audit during the year.

For and on behalf of
For Ramanand and Associates
Chartered Accountants
Firm No.117776W

CA Ramanand Gupta
Partner
M.No. 103975

Date : 30th May 2011
Place : Mumbai

**BALANCE SHEET** AS AT 31ST MARCH, 2011

	Schedule	As at 31.03.2011 (Rs.)		As at 31.03.2010 (Rs.)	
SOURCES OF FUNDS					
(1) Shareholders Funds					
(a) Capital	1	240,000,000		125,000,000	
(b) Share Application money pending allotment					
(c) Reserves and Surplus	2	<u>648,067,570</u>	888,067,570	<u>25,330,737</u>	150,330,737
(2) Loan Funds					
(a) Secured Loans	3	<u>626,402,767</u>		248,323,144	
(b) Unsecured Loans	4	<u>37,760,901</u>	664,163,668	<u>34,700,597</u>	283,023,741
(3) Deferred Tax Liability/(Asset)					
Total			<u>1,556,009,284</u>		<u>437,599,989</u>
APPLICATION OF FUNDS					
(1) Fixed Assets					
(a) Gross Block	5	<u>148,965,892</u>		146,127,098	
(b) Less: Accumulated Depreciation		<u>89,387,816</u>		<u>82,986,707</u>	
(c) Net Block			59,578,076		63,140,391
Capital Work-in-Progress			329,000,126		109,968,126
(2) Investments					
			40,051,000		51,000
(3) Current Assets, Loans & Advances					
(a) Inventories	6	<u>163,341,271</u>		98,971,924	
(b) Sundry Debtors	7	<u>169,247,884</u>		205,731,183	
(c) Cash and Bank balances	8	<u>414,397,780</u>		17,078,693	
(d) Other Current Assets	9	<u>10,374,486</u>		4,053,289	
(e) Loans and Advances	10	<u>449,448,780</u>		<u>38,355,395</u>	
		<u>1,206,810,201</u>		<u>364,190,484</u>	
Less : Current Liabilities & Provisions					
(a) Current Liabilities	11	<u>73,527,129</u>		89,753,412	
(b) Provisions	12	<u>24,594,535</u>		9,996,600	
		98,121,664		99,750,012	
Net Current Assets			1,108,688,537		264,440,472
4 Branch / Divisions					
Miscellaneous Expenditure (to the extent not written off)			18,691,545		-
Total			<u>1,556,009,284</u>		<u>437,599,989</u>
Significant Accounting Policies and Notes to the Accounts					
The Schedules referred to above form an integral part of the Balance Sheet					
The Schedules referred to above and attached notes form an integral part of the Balance Sheet					

As per our report of even date annexed

For Ramanand And Associates

Chartered Accountants

Firm No. 117776W

CA Ramanand Gupta

Partner

M.No. 103975

Place : Chennai

Date : 30/05/2011

For and on behalf of Board of Directors**R.V. Ravikumar**
Managing Director**Badritth S. Gandhi**
Director**Dr. Anand Ravikumar**
Director**G.K. Prem Kumar Menon**
Company Secretary President Corp.Affairs

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	Schedule	31.03.2011 (Rs.)	31.03.2010 (Rs.)
I. INCOME			
a. Sales (Gross)	13	988,650,487	977,178,170
Less: Excise Duty		506,492,994	493,680,366
Sales (Net)		482,157,494	483,497,804
b. Other Income	14	18,943,014	9,339,737
c. Increase / (Decrease) in Finished Stock	15	29,496,910	9,211,461
		<u>530,597,417</u>	<u>502,049,002</u>
II. EXPENDITURE			
a. Materials Consumed	16	182,525,659	183,078,703
b. Other Manufacturing & Operating Expenses	17	37,992,789	50,343,952
c. Cost of Goods Traded	18	186,409,385	163,738,046
d. Employees Cost	19	13,587,708	13,293,999
e. Administrative Expenses	20	19,096,604	11,050,728
f. Financial Expenses	21	44,480,142	27,675,142
g. Selling and Distribution Expenses	22	31,473,628	18,592,024
h. Depreciation	5	6,401,109	7,094,680
		<u>521,967,024</u>	<u>474,867,274</u>
III. PROFIT:			
Profit before Taxation and prior period items		8,630,393	27,181,728
Add: Extra Ordinary Items		4,739,382	379,433
Profit Before Taxation		13,369,775	27,561,161
Provision for Taxation			
Current Tax		5,080,707	9,996,600
Deferred Tax (Reversal of liability)		(467,465)	(407,253)
Net Profit after Taxation		8,756,533	17,971,814
APPROPRIATION			
Proposed Dividend		6,000,000.00	-
Add: Dividend Distribution Tax		1,019,700	-
Balance of profit Carried to Balance Sheet		1,736,833	17,971,814
Earnings Per share- Face Value Rs 10/-			
Basic		0.57	1.56
Diluted		0.57	1.56
Significant Accounting Policies and Notes to the Accounts	23		
The Schedules referred to above form an integral part of the Profit & Loss Account			

As per our report of even date annexed

For Ramanand And Associates

Chartered Accountants

Firm No. 117776W

CA Ramanand Gupta

Partner

M.No. 103975

Place : Chennai

Date : 30/05/2011

For and on behalf of Board of Directors**R.V. Ravikumar**
Managing Director**Badrinath S. Gandhi**
Director**Dr. Anand Ravikumar**
Director**G.K. Prem Kumar Menon**
Company Secretary President Corp.Affairs

**CASH FLOW STATEMENT** FOR THE YEAR ENDED 31ST MARCH, 2011

Particulars		Year ended March 31, 2011	Year ended March 31, 2010
A CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit Before Tax		13,369,775	27,561,161
Adjustments for			
Depreciation	6,401,109		7,094,680
Preliminary Expenses Written off	4,672,886		
Interest & Other income	-18,943,014		-9,719,170
Interest expenses	44,480,142	36,611,123	27,675,142
		<u>49,980,899</u>	<u>52,611,813</u>
B OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES			
Adjustments for			
Trade and other Receivables	-380,931,283		-15,460,054
Deffered Supplier Credits	286,335		3,561,716
Inventories	-64,369,347		-11,524,201
Branch / Divisions	0		0
Trade payables	-13,728,755	-458,743,050	2,030,006
C NET CASH GENERATED FROM OPERATING ACTIVITIES		<u>-408,762,152</u>	<u>31,219,280</u>
Cash flow from investing activities			
Purchase of Fixed Assets	-2,838,794		-1,442,741
Increase in Investments	-40,000,000		24,478,038
Capital Work-in-Progress including capital advances	-219,032,000		-60,000,000
Interest and other income	18,943,014	-242,927,780	8,986,563
Net Cash from Investing activities		<u>-242,927,780</u>	<u>-27,978,140</u>
Cash flow from Financing activities			
Proceeds from Term \ Other loan from bank	378,079,623		30,185,948
Other Loans	2,773,969		-64,613
Share Capital including Securities Premium	736,000,000		0
IPO Expenses (Net)	-23,364,431		-
Interest paid	-44,480,142	1,049,009,019	-27,675,142
Net cash flow from financing activities		<u>1,049,009,018</u>	<u>2,446,193</u>
Net increase / (Decrease) in cash & cash equivalents		<u>397,319,087</u>	<u>5,687,333</u>
Cash & cash equivalents as at April 1, 2010 (Opening balance)		<u>17,078,693</u>	<u>11,391,360</u>
Cash & cash equivalents as at March 31, 2011 (Closing balance)		<u>414,397,780</u>	<u>17,078,693</u>

As per our report of even date annexed

For Ramanand And Associates
Chartered Accountants
Firm No. 117776W

CA Ramanand Gupta
Partner
M.No. 103975

Place : Chennai
Date : 30/05/2011

For and on behalf of Board of Directors

R.V. Ravikumar
Managing Director

Badritth S. Gandhi
Director

Dr. Anand Ravikumar
Director

G.K. Prem Kumar Menon
Company Secretary President Corp.Affairs

SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2011

	As at 31.03.2011 (Rs.)	As at 31.03.2010 (Rs.)
SCHEDULE 1		
AUTHORISED CAPITAL		
2,50,00,000 (Previous Year 2,50,00,000) Equity Shares of Rs. 10/- Each	250,000,000	250,000,000
Issued, Subscribed and Paidup Capital		
240,00,000 (Previous Year 125,00,000) Equity Shares of Rs 10/- each Fully Paid up	240,000,000	125,000,000
TOTAL	240,000,000	125,000,000
SCHEDULE 2		
RESERVES AND SURPLUS		
A. Share Premium	621,000,000	-
Less: Amount Utilised for issue of Bonus Shares	-	-
(1)	621,000,000	-
Surplus in Profit and Loss Account		
Opening Balance	25,330,737	32,358,923
Add: Surplus brought from Profit & Loss Account	1,736,833	17,971,814
	27,067,570	50,330,737
Less: Utilised for the Issue of bonus shares during the year	-	25,000,000
(2)	27,067,570	25,330,737
TOTAL (1+2)	648,067,570	25,330,737
SCHEDULE 3		
SECURED LOANS		
a) Term Loans		
(i) From Non-Banking Financial Institutions	45,153,080	54,310,070
(ii) From Bank	-	3,899,260
b) Cash Credit & Overdrafts	581,249,687	190,113,814
	626,402,767	248,323,144
SCHEDULE 4		
UNSECURED LOANS		
Loan From ETKIF Limited	827,500	827,500
Loan From Managing Director	238,319	-
Loan from Krishnan	2,535,650	-
Deferred Credit from Corporate Suppliers	34,159,432	33,873,097
TOTAL	37,760,901	34,700,597



SCHEDULE 5
FIXED ASSETS AND DEPRECIATION FOR THE YEAR ENDED 31-03-2011
DEPRECIATION AS PER COMPANIES ACT, 1956

Sr. No.	Description	Rate of Depreciation	GROSS BLOCK			DEPRECIATION				NET BLOCK			
			Cost as on 1.04.2010 (Rs.)	Additions During the year (Rs.)	Deletions during the year (Rs.)	As on 31.3.2011 (Rs.)	Depreciation upto 31.3.2010 (Rs.)	Adjustment on Account of Sale (Rs.)	Depreciation during the Year (Rs.)	Depreciation upto 31.3.2011 (Rs.)	As on 31.3.2011 (Rs.)	As on 31.3.2010 (Rs.)	
I Land & Building													
	Land (Inclusive of Development Cost)	0%	13,639,683	0	0	13,639,683	0	0	0	0	13,639,683	13,639,683	
	Factory Building	10%	51,392,181	779,556	0	52,171,737	30,048,913	0	2,178,115	0	32,227,028	19,944,709	21,343,268
II Plant & Machinery													
	Plant & Machinery	13.91%	68,912,972	1,255,365	0	70,168,337	43,204,308	0	3,662,509	0	46,866,817	23,301,520	25,708,664
	Office Equipments	13.91%	3,092,367	179,200	0	3,271,567	1,881,205	0	183,581	0	2,064,786	1,206,781	1,211,162
	Motor Vehicles	25.89%	610,289	0	0	610,289	576,442	0	8,763	0	585,205	25,084	33,847
	Computers & Printers	40.00%	4,989,240	340,452	0	5,329,692	4,637,705	0	184,800	0	4,822,505	507,187	351,535
III Intangible Assets													
		40.00%	39,708	0	0	39,708	39,708	0	0	0	39,708	0	0
IV Furniture & Fixtures													
	Furniture & Fixtures	18.10%	3,450,658	284,221	0	3,734,879	2,598,426	0	183,341	0	2,781,767	953,112	852,232
V Capital Work in Progress													
		0%	109,968,126	219,032,000	0	329,000,126	0	0	0	0	0	329,000,126	109,968,126
	Current Year Total		256,095,224	221,870,794	0	477,966,018	82,986,707	0	6,401,109	0	89,387,816	388,578,202	173,108,517
	Previous Year Total		218,659,094	61,442,741	24,006,611	256,095,224	76,153,207	7,094,680	261,180	0	82,986,707	173,108,517	92,537,761

	As at 31.03.2011 (Rs.)	As at 31.03.2010 (Rs.)
SCHEDULE 6		
INVENTORIES		
(As certified and valued by the Management)		
Raw Material - ENA	68,478,742	35,701,944
Flavours and Essence	7,007,685	6,332,739
Packing Materials	32,227,926	28,047,019
Work - In - Progress	6,368,214	3,343,198
Finished Goods	43,812,667	17,340,773
Finished Goods - Trading	5,446,037	8,206,251
TOTAL	163,341,271	98,971,924
SCHEDULE 7		
SUNDRY DEBTORS		
(Unsecured , considered good) for which the Company holds no security other than debtors personal security		
Debt outstanding for a period exceeding six months	52,057,811	36,577,842
Other Debts	117,190,073	169,153,341
TOTAL	169,247,884	205,731,183
SCHEDULE 8		
CASH AND BANK BALANCES		
Cash on Hand	526,178	2,029,185
Balance With Scheduled Banks		
in Current accounts	48,838,291	9,125,687
in Deposit accounts	365,033,311	5,923,821
TOTAL	414,397,780	17,078,693
SCHEDULE 9		
OTHER CURRENT ASSETS		
Prepaid Expenses	4,825,050	2,546,238
Deposits	5,549,436	1,507,051
TOTAL	10,374,486	4,053,289



	As at 31.03.2011 (Rs.)	As at 31.03.2010 (Rs.)
SCHEDULE 10		
LOANS AND ADVANCES		
(Unsecured considered good)		
Advances recoverable in cash or in kind or for value to be received		
Advance Employees	1,030,577	1,633,958
Rent Advance	1,690,000	416,000
Advance to Suppliers	298,300,000	11,283,972
Advance Income Tax & Tax Deducted/Collected at Source	26,745,075	1,079,368
Other Advances	121,683,127	23,942,097
TOTAL	449,448,779	38,355,395
SCHEDULE 11		
CURRENT LIABILITIES		
Advance Received	2,600,000	8,370,484
Creditors For Expenses	34,950,911	23,989,593
Creditors For Goods	28,956,518	57,393,335
Proposed Dividend (Including Dividend Distribution Tax)	7,019,700	
TOTAL	73,527,129	89,753,412
SCHEDULE 12		
PROVISIONS		
Provision for Income Tax	24,124,274	9,996,600
Provision for Fringe Benefit Tax	470,261	-
TOTAL	24,594,535	9,996,600

SCHEDULES SCHEDULES FORMING PART OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2011

	As at 31.03.2011 (Rs.)	As at 31.03.2010 (Rs.)
SCHEDULE 13		
SALES		
Export Sales	-	-
Domestic Sales	988,650,487	977,178,170
	988,650,487	977,178,170
Less: Excise Duty Paid	506,492,994	493,680,366
TOTAL	<u>482,157,494</u>	<u>483,497,804</u>
SCHEDULE 14		
OTHER INCOME		
Bank Interest	7,640,458	237,635
Discount Received	8,138,932	6,789,913
Profit on Sale of Asset	-	353,174
Other Income	3,163,624	1,959,015
TOTAL	<u>18,943,014</u>	<u>9,339,737</u>
SCHEDULE 15		
INCREASE (DECREASE) IN STOCK		
Opening Stock		
Work-in-Progress	3,343,198	2,689,803
Finished Goods	17,340,773	8,782,707
	20,683,971	11,472,510
Less : Closing Stock		
Work-in-Progress	6,368,214	3,343,198
Finished Goods	43,812,667	17,340,773
	50,180,881	20,683,971
Increase in Stock	29,496,910	9,211,461



	As at 31.03.2011 (Rs.)	As at 31.03.2010 (Rs.)
SCHEDULE 16		
MATERIALS CONSUMED		
Opening Stock		
Raw Materials	35,701,944	37,004,233
Flavours & Essence	6,332,739	3,239,522
Packing Materials	28,047,019	27,961,765
TOTAL (A)	70,081,702	68,205,520
Add : Purchases		
Raw Materials	111,479,011	89,052,939
Flavours & Essence	1,779,187	3,992,003
Packing Materials	106,900,111	91,909,943
TOTAL (B)	220,158,310	184,954,885
TOTAL (A+B)	290,240,012	253,160,405
Less : Closing Stock		
Raw Materials	68,478,742	35,701,944
Flavours & Essence	7,007,685	6,332,739
Packing Materials	32,227,926	28,047,019
	107,714,353	70,081,702
Materials Consumed	182,525,659	183,078,703
SCHEDULE 17		
OTHER MANUFACTURING & OPERATING EXPENSES		
Excise Duty & Charges	11,625,855	5,826,848
Factory Expenses	4,031,137	1,845,471
Freight Inward	11,252,317	11,381,922
Label Charges	528,511	555,298
Utilities	631,313	794,740
Operational Support Cost	8,875,943	28,382,631
Other Operating Expenses	1,047,713	1,557,042
TOTAL	37,992,789	50,343,952
SCHEDULE 18		
COST OF GOODS TRADED		
Opening Stock	8,206,251	7,769,693
Add : Purchase	183,649,171	164,174,604
	191,855,422	171,944,297
Less : Closing Stock	5,446,037	8,206,251
Cost of Goods Traded	186,409,385	163,738,046
SCHEDULE 19		
EMPLOYEE COST		
Salaries, Wages & Incentives	10,963,166	9,842,574
Staff welfare expenses	392,542	994,425
Remuneration to Whole Time Directors	2,232,000	2,457,000
TOTAL	13,587,708	13,293,999

	As at 31.03.2011 (Rs.)	As at 31.03.2010 (Rs.)
SCHEDULE : 20		
ADMINISTRATIVE EXPENSES		
Rent	2,781,497	2,082,780
Electricity Charges	312,098	102,445
Rates, Duties & Taxes	2,632,593	1,853,978
Insurance	190,050	171,567
Professional & Consultancy Charges	1,085,460	486,257
Telephone & Communication Expenses		580,689
Legal expenses	12,500	-
Travelling & Conveyance	1,162,193	467,518
Interest-service Tax	32,357	-
Printing & Stationery	241,497	316,678
Security Charges	71,125	71,680
Vehicle Running & Maintenance Expenses	1,179,775	1,252,056
Pooja Expenses	122,255	175,257
Books & periodicals	12,676	7,045
Postage & Courier Charges	115,748	113,172
Gifts & Articles	-	148,911
Repairs & Maintenance	684,952	530,964
Issue Expenses	-	1,340,662
Miscellaneous Expenses written off	4,672,886	-
Internal Audit Fees	330,900	-
Auditors Remuneration	716,950	496,350
Gratuity Premium	115,056	547,459
Directors Sitting Fees	70,000	70,000
Other Expenses	2,032,823	235,260
TOTAL	19,096,604	11,050,728
SCHEDULE : 21		
FINANCIAL EXPENSES		
Bank Charges	1,748,191	286,732
Interest & Finance Charges	42,731,951	27,388,410
TOTAL	44,480,142	27,675,142
SCHEDULE : 22		
SELLING & DISTRIBUTION EXPENSES		
Advertisement Expenses	235,794	204,476
Discounts, Schemes & Allowances	16,999,513	4,984,807
Sales Promotion	3,059,620	1,136,815
Incentives & Commissions	8,634,424	9,932,862
Outward Freight Charges	2,281,871	2,003,154
Miscellaneous Expenses	262,406	329,910
TOTAL	31,473,628	18,592,024

**SCHEDULES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2011****SCHEDULE 23 (A):****SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS:****A. SIGNIFICANT ACCOUNTING POLICIES:****(1) Basis of preparation of Financial Statements**

The Financial Statements have been prepared under Historical Cost conventions and in accordance with the Generally Accepted Accounting Principles ("GAAP") applicable in India, Companies (Accounting Standard) Rules, 2006 notified by Ministry of Company Affairs and relevant provisions of the Companies Act, 1956.

(2) Use of Estimates

The preparation of Financial Statements in conformity with GAAP requires that the management of the Company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. Examples of such estimates include the useful lives of fixed assets and intangible assets, provision for doubtful debts / advances, future obligations in respect of retirement benefit plans, etc. Actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized. Management believes that the estimates used in preparation of Financial statements are prudent and reasonable.

(3) Fixed Assets

Fixed Assets are stated at cost less accumulated depreciation. Direct cost are capitalized until fixed assets are ready for use. Capital Work-in-Progress comprises of advances paid to acquire Fixed Assets, and the costs of the fixed assets are not ready for use for their intended use as at Balance sheet date. Capital advances representing unfulfilled contracts are included in Capital Work-in-Progress.

(4) Depreciation / Amortisation

Depreciation on fixed assets is provided on written down value method (WDV) at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956 over their useful life. Depreciation of asset sold / discarded during the period is proportionately charged. Individual low cost assets (acquired for less than Rs 5000/-) are depreciated within a year of acquisition. Intangible assets are amortized over their estimated useful life on a straight line basis.

(5) Borrowing Costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

(6) Investment

Investments that are readily realizable and intended to be held for not more than a year are classified as "Current Investments". All other Investments are classified as Long Term Investments.

Current Investments are carried at lower of cost or Market / Fair Value determined on a individual investment basis.

Long Term investments are valued at cost. Provision for diminution in the value of long term investment is made only if such decline is other than temporary in nature.

(7) Grants and Subsidies

Grants and Subsidies are recognized when there is reasonable assurance that the Grant / Subsidy will be received and all attaching conditions will be complied with. When the grant or subsidy relates to a revenue item it is recognized as income over the period necessary to match them on a systematic basis to the costs, which it is intended to compensate.

Where the Grant on subsidy relates to an asset its value is deducted in arriving at the carrying amount of the related asset.

(8) Impairment of asset

As on Balance Sheet date, the Company reviews the carrying amount of Fixed Assets to determine whether there are any indications that those assets have suffered "Impairment Loss". Impairment loss, if any, is provided to the extent, the carrying amount of assets exceeds their recoverable amount. Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from continuing use of an asset and from its disposal at the end of its useful life.

(9) Revenue Recognition

The company is in the business of manufacture and sale of IMFL productions. Sale of goods are recognized when the goods are dispatched / on passing title of the Goods to the customers. The sales are accounted by including the scheme/discounts/Excise Duty and Sales Tax. The Scheme discounts / Sales Tax are charged off separately to the Profit and Loss Account.

Profit on sale of investments is recorded on transfer of title from the company and is determined as the difference between the sale price and the carrying value of the investment. Interest is recognized based on time-proportion method based on rates implicit in the transaction.

(10) Inventories

Inventories are valued at lower of cost and estimated net realizable value after providing for cost of obsolescence and other anticipated losses, wherever considered necessary. Cost includes taxes, duties and all incidental expenses directly attributable to the purchases.

Method of assignment of cost is as under:

Raw Material, Stores & Spares	:	Weighted average cost basis
Work - in - progress	:	Direct expenses plus appropriate Factory overheads on the basis of completed production
Finished Goods	:	Cost of goods, direct expenses plus appropriate Factory overheads and Excise Duty
Traded Goods	:	Actual cost Basis

(11) Employee Benefits

The Provident fund scheme and Employee State Insurance Scheme are defined contribution plans. The company contributes a fixed sum to the Provident Fund / Employees State Insurance Scheme maintained by the Central Government. The contribution paid/payable under the schemes is recognised during the period in which the employee renders the related service.

The liability for Gratuity to employees as at the Balance Sheet date is as per the obligation to fund gratuity fund administered by the trustees and managed by Life Insurance Corporation of India. The contribution thereof paid/payable for the relevant period is charged off to Profit and Loss Account.

(12) Foreign Exchange Transactions

- (i) Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the respective transactions.
- (ii) Foreign Exchange monetary items in the Balance Sheet are translated at the year-end rates. Exchange differences on settlement/conversion are adjusted to Profit and Loss Account.

(13) Income Taxes

Tax expenses for the year comprises of Current Income tax and Deferred Tax

- (i) Tax expenses for the year comprise of current tax and deferred tax. Current tax is measured after taking into consideration the deductions and exemptions admissible under the provision of Income Tax Act, 1961 and in accordance with Accounting Standard 22 on "Accounting for Taxes on Income".
- (ii) Deferred Tax represents the tax effect of timing differences between taxable income and accounting income for the reporting period and is capable of reversal in one or more subsequent periods. Deferred tax are quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet Date.
- (iii) Deferred Tax Assets are recognized and carried forward only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax asset on unabsorbed depreciation and carry forward of losses are not recognized unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

(14) Contingent Liabilities and Provisions

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of obligation can be made.

Contingent Liability is disclosed for

- a) Possible obligation which will be confirmed only by future events not wholly within the control of the company or
- b) Present obligations arising from the past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation can not be made.
- c) Contingent Assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized



(15) Earnings Per Share

In determining the Earnings Per share, the company considers the net profit after tax includes any post tax effect of any extraordinary / exceptional item. The number of shares used in computing basic earnings per share is the Weighted average number of shares outstanding during the period.

The number of shares used in computing Diluted earnings per share comprises the Weighted average number of shares considered for computing Basic Earning per share and also the weighted number of equity shares that would have been issued on conversion of all potentially dilutive shares.

In the event of issue of bonus shares, or share split the number of equity shares outstanding is increased without an increase in the resources. The number of Equity shares outstanding before the event is adjusted for the proportionate change in the number of equity shares outstanding as if the event had occurred at the beginning of the earliest period reported.

(16) Leases

Finance Lease

Leases which effectively transfer to the company all the risks and benefits incidental to ownership of the leased item, are classified as Finance Lease. Lease rentals are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease payments are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return.

Operating Lease

Lease where the lessor effectively retains substantially all risks and benefits of the asset are classified as Operating lease. Operating lease payments are recognized as an expense in the Profit & Loss account on a Straight Line Basis over the Lease term.

(17) Segment Reporting

- a. The generally accepted accounting principles used in the preparation of the financial statements are applied to record revenue and expenditure in individual segments
- b. Segment revenue and segment results include transfers between business segments. Such transfers are accounted for at the agreed transaction value and such transfers are eliminated in the consolidation of the segments.
- c. Expenses that are directly identifiable to segments are considered for determining the segment result. Expenses, which relate to the company as a whole and are not allocable to segments are included under unallocated corporate expenses.
- d. Segment assets and liabilities include those directly identifiable with the respective segments. Unallocated corporate assets and liabilities represent the assets and liabilities that relate to the company as a whole and not allocable to any segment.

SCHEDULE 23 (B):**NOTES ON ACCOUNTS FORMING PART OF BALANCE SHEET****1. General**

The Company was incorporated during the year 1993 and is engaged in the business of manufacture and sale of Indian Manufactured Foreign Liquor. The Company has its manufacturing unit at Pondicherry.

2. Equity Share Capital

During the year the Company had Initial Public Offering of 1,15,00,000 Equity Shares of Rs.10 each at a Price Band of Rs.56 to Rs.64 per Equity Shares for Cash. Thus, the total paid up capital of the company stands at Rs. 24,00,00,000/- as against the Authorised Share Capital of Rs. 25,00,00,000/- as on 31-03-2011 and a balance in Securities Premium Account of Rs. 62,10,00,000/-.

3. Utilisation of proceeds from Public Issue :-

The company has raised money by public issues during the year of Rs.7360 Lacs, the details of utilization and end use of the money raised by public issue are as under:

Particulars	Amount to be utilized as per prospectus	Actual utilization till 31st March 2011	Balance to be utilized
Expansion of Manufacturing Unit	1122.19	2190.32	(1068.13)
Marketing and Brand Building Expenses	300.00	NIL	300.00
Incremental Working Capital & General Corporate Expenses	5587.81	1001.04	4586.77
Issue Expenses	350.00	233.64	116.36
Total	7360.00	3425.00	3935.00

Pending utilization of Rs. 3935/-Lacs as of 31st March 2011 the funds are temporarily invested in bank accounts by way of Fixed Deposits Rs.3590/-Lacs and SBI Mutual Fund investment of Rs 400/-Lacs.

4. Term Loan and Working Capital

- The Company has availed Term Loan from Non Banking Finance Company (Financial Institutions) amounting to Rs. 958.74 lakhs for expansion of facilities.
- The Company has availed Cash Credit from a Scheduled Bank for a sum of Rs 2,500.50 lakhs (Previous Year Rs.1900.49) lakhs for Working Capital requirements.
- The company has also been sanctioned short term loans of Rs. 3,312 Lacs from a Scheduled Bank which is secured by way of pledge on Fixed Deposits.
- The above facilities are secured by Hypothecation of all present and future goods, book debts and all other movable assets of the Company, outstanding monies, receivables claims by way of refund of cess to excise duties under the duty draw back credit scheme or any other scheme and Company's plant and machinery and First charge on the entire assets acquired out of the term loan. Further the Facilities from the Bank are secured by the personal Guarantee of 5 Directors.

5. Contingencies and Commitments

	(Amount Rs. in Lakhs)	
	Year Ending March 31, 2011	Year Ending March 31, 2010
4.1 Contingent Liability not provided for in the books	(299,220)	138,575
Turnover Tax	222.55	222.55
Company law Matters - Compounding Fee	2.80	2.80
Guarantee given to a bank	1.00	1.00
Counter Guarantee provided by the Bank on behalf of the Company	90.00	90.00
Income Tax matters	479.66	479.16
Claims against the company not acknowledged as debt	Nil	Nil



	Year Ending March 31, 2011	Year Ending March 31, 2010
4.2 Capital Work-in-progress		
Estimated amount of contract remaining to be execute on Capital account and not provided for	Nil	Nil
Capital Advances for immovable properties	3290.00	1099.69

4.3. Managerial Remuneration:

(Amount Rs. in Lakhs)

	Year Ending March 31, 2011	Year Ending March 31, 2010
4.1 Contingent Liability not provided for in the books	(299,220)	138,575
Managing Director	12.00	12.00
Directors	10.32	12.57
Total	20.32	24.57
Income Tax matters	479.66	479.16

6. Remuneration to Directors

Computation of Net Profit in accordance with Section 198 of the Companies Act, 1956

(Amount Rs. in Lakhs)

	Year Ending March 31, 2011	Year Ending March 31, 2010
.....	87.56	179.72
Add:		
Income Tax	50.81	99.97
Fringe Benefit Tax	0	0
Deferred Tax	(-) 4.67	(-) 4.07
Depreciation	64.01	70.95
Directors Remuneration	22.32	24.57
	220.03	371.14
Less:		
Depreciation allowable U/s 350 of the Companies Act, 1956	64.01	70.95
Net Profit as per Section 198 of the Companies Act, 1956	156.02	300.19

7a. Auditor's Remuneration (inclusive of service tax) Amount Rs. in lakhs

(Amount Rs. in Lakhs)

	Year Ending March 31, 2011	Year Ending March 31, 2010
Statutory Audit	6.62	4.58
Tax Audit	0.55	0.38
Total	7.17	4.96

7b. Foreign Exchange Earnings and Expenditure

(Amount Rs. in Lakhs)

Foreign Currency Transaction	Year Ending March 31, 2011	Year Ending March 31, 2010
A) Foreign Exchange Earnings	Nil	Nil
B) Foreign Exchange Expenditure	Nil	Nil

8. Manufacture of IMFL Brands owned by other Corporates

The Company manufactures and sells its own brand of liquors and also uses the brand of others. For the purpose of manufacture and sales of liquor brands not owned by the company, the company has entered in to arrangement / agreement with the respective brand owners.

The terms of the Agreement / Arrangement with such brand owners provide for payment of consideration for use of brand name / for the additional services rendered by the brand owners / other amount due to the brand owners in the agreed proportion. The payment towards use of Brand name is accounted in the books as "Royalty". Other dues / payments along with Royalty are grouped as "Operational Support Cost". The Operational Support Cost is included under the head "Other Manufacturing Expenses"

Further the Agreements / Arrangements with other Brand owners provide a facility of Deferred Payment of the amount due under the agreement. These payables, as per the Terms, which are payable after a period exceeding 12 months are classified as "Deferred Credit from Corporate Suppliers" and are grouped under "Unsecured Loans".

9. Additional information as required under paragraph 3,4 and 4C of part II of schedule VI of the Companies Act (As certified by the Management not verified by the Auditors)

(Amount Rs. in Lakhs)

	Year Ending March 31, 2011	Year Ending March 31, 2010
Licensed Capacity (Units in cases)	14,25,300	14,25,300
Installed Capacity (as certified by the Management) (Units in cases)	14,25,000	14,25,000
Actual Production (Units in cases)	7,65,0000	7,47,074

The quantitative details of opening stock, purchases, turnover and closing stock of manufactured goods, consumables are as under, quantity expressed in terms of ten litres

a. Raw Material Consumed

Particulars	Year Ending March 31, 2011		Year Ending March 31, 2010	
	Quantity (in Litres)	Value (Rs.in Lacs)	Quantity (in Litres)	Value (Rs.in Lacs)
ENA				
Opening Stock	10,90,840	357.02	10,43,940	370.04
Add : Purchases	34,65,075	1,114.79	28,98,590	890.53
Less : Closing Stock	16,99,730	684.79	10,90,840	357.02
Materials Consumed	28,56,185	787.02	28,51,690	903.55

*Flavours & Essence*

Opening Stock	-	63.33	-	32.40
Add : Purchases	-	17.79	-	39.92
Less : Closing Stock	-	70.08	-	63.33
Materials Consumed	-	11.04	-	8.99

The Quantitative Details for the Primary Raw Material – Extra Neutral Alcohol has been provided. The Quantitative Details for Flavors & Essence and other items could not be provided due to huge volume of various types of items.

Particulars of Opening and Closing Stock of goods produced and sold:

Particulars	Year Ending March 31, 2011		Year Ending March 31, 2010	
	Quantity (in Litres)	Value (Rs.in Lacs)	Quantity (in Litres)	Value (Rs.in Lacs)
Manufacturing				
Opening Stock	7,338	173.41	10,313	87.82
Production	7,65,000		747,074	
Turnover	7,51,816	8,552.57	750,049	8134.40
Closing Stock	20,522	438.13	7,338	173.41
Trading				
Opening Stock	7,742	82.06	7,364	77.69
Purchases – Local	1,74,904	1,836.49	160,965	1641.75
Sales - Local	1,76,547	1,853.29	160,587	1637.38
Closing Stock	6,099	54.46	7,742	82.06

The Quantitative Details of the Manufactured Finished Products comprising of various quantities have been presented in the form of Number of cases

b. Value of Raw Materials, Spare Parts and Components consumed during the year

Raw Material and Other Materials

Particulars	Year Ending March 31, 2011		Year Ending March 31, 2010	
	Amount	%	Amount	%
Imported	Nil	Nil	Nil	Nil
Indigenous	1,825.26	100%	1,830.79	100%
Total	1,825.26		1,830.79	

10. The amount due to ETK Investment and Finance Limited is Rs.8.27 Lacs and amount of Rs.7.20 lacs maintained as deposit with State Bank of India represents the amount withheld by the Bank as per the specific direction of the Madras High Court towards the Income Tax due by ETK Investment and Finance Limited.

11. Related Party transaction**A. Related parties and their relationship:**

Nature of Relationship	Name of the Related Party
Enterprises that directly or indirectly through one or more intermediaries, control, or are controlled by or are under common control with the reporting enterprises	Ravikumar Properties Private Limited Craze India Private Limited Ravikumar Resorts and Hotels Private Limited Ravikumar Powergen Private Limited RKR Hotels Private Limited Reality Projects & Entertainments Private Limited Brahmar Cellulose Products Private Limited RV Matrix Software Technologies Private Limited
Key Management personnel	R.V.Ravikumar R.Amirthavalli Vijayalakshmi N R Achan K S M Rao R Ramanujam Badrinath S Gandhi V Sivasankar

B. Transactions with Related Parties (other than those advances given for business purposes)

Transaction	Related Party	Year Ending March31, 2011	Year Ending March31, 2010
Remuneration	Mr R V Ravikumar	12.00	12.00
	Mrs Amrithavalli	7.20	7.20
	Mrs Vijayalakshmi	3.12	3.12
	Mr. Badrinath S Gandhi	Nil	2.25
Benefits & Perquisites to Whole-time Directors		Nil	Nil
Rent	Mr. R V Ravikumar	12.96	12.96
Issue of Bonus Shares	Mr. R V Ravikumar	Nil	186.99
	Mrs Amrithavalli	Nil	1.50
	Ravikumar Properties Private Limited	Nil	61.50
Transaction	Related Party	Year Ending March31, 2011	Year Ending March31, 2010
Unsecured Loans received and repaid	Mr. R.V.Ravikumar	441.44	1775.17
Year End Balances: Purchase / Advance for Purchase of Immoveable Assets	Ravikumar Properties Private Limited	3290.00	1099.68
Loan from director	Mr R V Ravikumar	2.38	Nil
Advances to Companies	Brahmar Cellulose Products Private Limited	1.00	Nil
	Ravikumar Properties Private Limited	50.61	50.15
	R V Matrix Software Technologies Private Limited	0.89	Nil

**12. Current Assets / Loans and Advances**

The Confirmation of Advances and Creditors are yet to be received. In the opinion of the Management the balances under the head Current Assets, Loans & Advances are recoverable in the ordinary course at the amount stated in the Financial Statements and all known Liabilities and expenses have been provided for.

13. Deferred Taxes

Deferred Tax liability on account of depreciation has been recognized in the financial statements. Details of deferred tax are as under:

	Year Ending March 31, 2011	Year Ending March 31, 2010
Deferred Tax Liability on account of Depreciation	37.78	42.46
Deferred Tax Asset on items Disallowed under the Income Tax Act	-	-

14. Earnings Per Share as per Accounting Standard 20

	Year Ending March 31, 2011	Year Ending March 31, 2010
Profit / (Loss) after Tax	87.57	179.72
Weighted Average number of Equity Shares used as denominator for calculating EPS	1,53,35,616	1,15,47,974
Basic Earnings Per Share of Rs.10/- each	Rs. 0.57	Rs.1.56
Potentially dilutive shares	Nil	Nil
Diluted Earnings per share	Rs. 0.57	Rs.1.56

15. Advance for Capital Items:

The Company has entered in to an Agreement with one of the group companies for purchase of immovable properties and Capital equipments for expansion of manufacturing operations in Tamilnadu. The Company has submitted all the necessary documents to the Government Authorities for getting the manufacturing licence. The advance paid in respect of the same amounts to Rs.3290.00 lakhs and has been shown as Capital Advances for the period ending on 31st March, 2011 and Rs. 1099.68 lakhs for the year ending on 31st March, 2010.

16. Taxation Matters:

The Company has received a Demand Notice from Income Tax Department in respect of the Assessment year 2003-04 on account of disallowance of exemption under section 80 IB of the Income Tax Act, 1961 and in respect of the Assessment year 2007-08 on account of disallowance of deduction under section 80 IB and disallowance of expenditure under section 40a(ia) of the Income Tax Act, 1961. The Department has raised a demand of Rs.305.77 lakhs for both the assessment years. The Company has filed appeals with the Commissioner of Income Tax (Appeals) against the orders of the Assessing Officer. The Company is confident of succeeding in both the appeals and the Company has also taken favorable opinion from legal experts.

Similar disallowance of deduction under Section 80 IB has been made by the Department which has been contested and favorable decisions have been received from the First Appellate Forum. Hence no provision has been made in the books of accounts and the demand raised by the Department has been shown under "Contingent Liabilities".

In respect of other disputed liabilities pertaining to earlier years such as Turnover Tax, Compounding Fees under the Company Law, Bank Guarantee amount, the amounts have been shown under "Contingent Liabilities" in the respective years.

17. Company Law Matters:

During the year 2007-08 and during the current Financial year, the Company received a Notice from the Registrar of Companies, Tamilnadu for alleged non-compliance of provisions of Section 210, 295 and 297 of the Companies Act, 1956 for earlier years up to 31st March, 2009. The Company has filed its application under section 621 A of the Companies Act, 1956 for compounding of aforesaid non compliances. The Chennai Branch of Company Law Board has compounded the aforesaid non compliances by its order dated 15-09-2010. The Company has paid Rs. 19,500/- as compounding Fees.

During the year ending on March 31, 2010, the Company received a Letter from the Registrar of Companies, Tamilnadu seeking replies for non-compliance of provisions of Section 211(3C), 255 of the Companies Act, 1956. The Registrar of Companies observed that the Company had not complied the provisions of Section 211(3C) of the Companies Act, 1956. The Company has sent a reply letter to the Registrar of Companies, Tamilnadu pleading condonation of non-compliance under the Companies Act relating to the financial year 2004-05, 2005-06, 2006-07, 2007-08 and 2008-09. However, the proceeding is still pending and the action report from ROC is awaited.

During the year ending on March 31, 2011, the Company received a Letter from the Registrar of Companies, Tamilnadu seeking replies for non-compliance of provisions of Section 211(3C), 255 of the Companies Act, 1956. The Registrar of Companies observed that the Company had not complied the provisions of Section 211(3C) of the Companies Act, 1956. The Company has sent a reply letter to the Registrar of Companies, Tamilnadu pleading condonation of non-compliance under the Companies Act relating to the financial year 2004-05, 2005-06, 2006-07, 2007-08 and 2008-09. However, the proceeding is still pending and the action report from ROC is awaited.

During the year, ROC has its order dated 13.01.2011 intimated the company to get the excess remuneration paid to Managing Director back of Rs. 75.78 Lacs.

18. Others

(a) Micro Enterprises

The company has not received intimation from all the "Suppliers" regarding their status under Micro, Small and Medium Enterprises Development Act, 2006, and hence, the disclosure relating to amounts unpaid as at March 31, 2011 together with interest paid / payable as required under the said Act has been provided only to the extent of intimations received.

(b) Investment:

Investment represents Unquoted - Non-Trade - at Cost value of National Saving Certificate of Rs.51,000/- (Previous Year Rs.51,000/-)

Investment also includes short term investment in SBI-SHF-Ultra Short Term Fund of Rs. 400 Lacs (Market Value as on 31-03-2011 Rs. 400 Lacs).

19. Employee Benefit

As per Accounting Standard 15 "Employee Benefits", the disclosures of Employee benefits as defined in the Accounting Standard are given below

Defined Contribution Plan

Particulars	Year Ending March 31, 2011	Year Ending March 31, 2010
Employers Contribution to Provident Fund	5.97	5.22
Employers Contribution to Gratuity Fund	1.15	5.47

Gratuity

The liability for Gratuity to employees as at the Balance Sheet date is determined on the basis of actuarial valuation based on Projected Unit Credit method and is funded to a Gratuity fund administered by the trustees and managed by Life Insurance Corporation of India. The contribution thereof paid/payable is charged in the books of accounts.

The employees and the Company make monthly fixed contributions to a Provident Fund Trust, equal to a specified percentage of the covered employee's salary. The interest rate payable by the Trust to the beneficiaries is being notified by the Government every year. The Company has an obligation to make good the shortfall, if any, between the return from the investments of the trust and the notified interest rate.

The following table sets forth the status of the Gratuity plan and the Superannuation and the other Pension Plans of the Company and the amount recognized in the Balance Sheet and Profit and Loss Account



Particulars	Gratuity (Funded)	Gratuity (Funded)
	2010-2011	2009-2010
Present Value of obligations at the beginning of the period	19,40,421	13,95,501
Current service cost	1,84,050	1,11,640
Interest Cost	1,55,234	1,45,083
Actuarial loss/(gain)	1,27,961	242,101
Benefits paid	(51,488)	(123,159)
Present Value of obligations at the end of the period	23,56,178	17,71,166
Changes in the fair value of planned assets		
Fair value of plan assets at the beginning of year	3,07,209	3,57,933
Expected return on plan assets	23,235	25,228
Contributions		47,207
Benefits Paid	(51,488)	(123,159)
Actuarial gain on plan assets	Nil	Nil
Fair Value of plan assets at the end of the year	2,78,956	3,07,209
Amounts to be recognised in the balance sheet		
Projected benefit obligation at the end of the period	23,56,178	17,71,166
Fair value of plan assets at the end of the period	2,78,956	3,07,209
Funded status of the plans – (Asset)/ Liability recognised in the balance sheet	20,77,222	14,63,957
Cost for the period		
Current service cost	1,55,234	1,45,083
Interest Cost	1,84,050	111,640
Expected return on plan assets	(23,235)	(25,228)
Net actuarial (gain)/loss recognised in the period	1,27,961	242,101
Net Cost	4,44,010	4,73,596
Assumptions		
Discount rate	8%	8%
Expected rate of planned assets		
Expected rate of salary increases	7%	7%

20. Segment Reporting

The company operates only in one reportable business segment namely manufacture and sale of Indian Manufactured Foreign Liquor. The liquor business incorporates the product groups (viz) IMFL and others, which have similar risks and returns. Hence segment reporting is not applicable.

21. Impairment of Asset

Assets of the Company are being tested for impairment. Considering the internal and external sources of information, there was no indication of potential impairment loss, and hence estimation of recoverable amount does not arise.

24. The figures have been rounded off to nearest rupee.

25. The figures have been regrouped / reclassified wherever necessary to conform with the current year presentation.

For and on behalf of the Board of Directors
For **RAVI KUMAR DISTILLERIES LIMITED**

R. V. Ravikumar
Managing Director

Badrinath S. Gandhi
Director

Place: Chennai
Date: 30/05/2011



SCHEDULE – N

Additional Information Pursuant to the provisions of Part-IV of Shcedule VI of Companies Act, 1956

BALANCE SHEET ABSTRACT & COMPANY’S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

Registration No. State Code :
 Balance Sheet Date :
 Date Month Year

II. CAPITAL RAISED DURING THE YEAR : (Amount in Rs. Thousands)

Public Issue : Right Issue :
 Bonus Issue Private Placement :

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS : (Amount in Rs.Thousands)

Total Liabilities Total Assets :

SOURCE OF FUNDS :

Paid-Up Capital Reserves & Surplus:
 Share Application Money Secured Loans :
 Unsecured Loans :

APPLICATION OF FUNDS :

Net Fixed Assets : Investments :
 Net Current Assets : Misc.Expenditure :
 Accumulated Losses : Deferred Tax Liability:

IV. PERFORMANCE OF THE COMPANY: (Amount in Rs.Thousands)

Total Income Total Expenditure :
 Profit before Tax : Profit / Loss after Tax :
 Basic Earnings Per Share in Rs. Dividend Rate (%)

V. GENERIC NAME OF THE THREE PRINCIPAL PRODUCTS/SERVICES OF THE COMPANY

Item Code No.
 Product Description

As per our report of even date annexed

For Ramanand And Associates

Chartered Accountants
 Firm No. 117776W

CA Ramanand Gupta

Partner
 M.No. 103975

Place : Chennai
 Date : 30/05/2011

For and on behalf of Board of Directors

R.V. Ravikumar
 Managing Director

Badritth S. Gandhi
 Director

Dr. Anand Ravikumar
 Director

G.K. Prem Kumar Menon
 Company Secretary President Corp.Affairs



RAVI KUMAR DISTILLERIES LIMITED

Regd Office: "Mena Kampala", 3rd Floor, B Wing, B Block,
No.114 & 115, Sri Theagaraya Road, T. Nagar, Chennai - 600 017.

NOTICE

NOTICE is hereby given that the Eighteenth Annual General Meeting of Ravi Kumar Distilleries Limited will be held at Hotel Benz Park, 62, Thirumalai Pillai Road, T. Nagar, Chennai - 600 017. on Saturday 6th day, of August, 2011 at 3.00 p.m. to transact the following business:

Ordinary Business:

- 1 To receive, consider and adopt the Balance Sheet as at 31st March, 2011 and Profit and Loss Account for the year ended as on that date and the report of Directors and Auditors thereon.
- 2 To appoint a Director in place of Mr. K S M Rao who retires by rotation and being eligible offers himself for re-appointment.
- 3 To appoint a Director in place of Mr. Ashok R Shetty who retires by rotation and being eligible offers himself for re-appointment.
- 4 To declare dividend.
- 5 To appoint Auditors and to fix their remuneration.

"RESOLVED THAT, M/s. Ramanand & Associates, Chartered Accountants, be and are hereby appointed Auditors of the Company from the conclusion of the ensuing Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as shall be fixed by the Board of Directors, exclusive of travelling and other out of pocket expenses."

Special Business:

- 6 **To consider and if thought fit, to pass with or without modification the following resolution as an ordinary resolution:**

RESOLVED THAT, pursuant to the provisions of Section 293(1) (d) and all other applicable provisions, if any, of the Companies Act, 1956, the consent of the Company be and is hereby accorded to the Board of Directors to borrow any sum or sums of money in any manner from time to time and upon such terms and conditions as they may deem fit, notwithstanding that moneys to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid up capital and free reserves of the Company, subject however to the condition that such borrowings at any point of time shall not exceed Rs. 400.00 crores (Rupees Four hundred crores).

- 7 **To consider and if thought fit, to pass with or without modification the following resolution as Special resolution:**

Resolved that, in accordance with the provisions of Section 372A and other applicable provisions, if any, of the Companies Act, 1956, (the "Act") and also subject to the requisite permission (s)/consent(s) of appropriate authorities, where required the Company gives its consent to the Board of Directors of the Company and/or a duly authorized Committee of the Board for the time being exercising the powers conferred by the Board of Directors ("the Board") to make a loan to a body corporate, to give a guarantee or provide security in connection with a loan and to acquire by way of subscription, purchase or otherwise, the securities of bodies corporate on such terms and conditions as the Board may deem fit;

RESOLVED FURTHER THAT, overall limit for the loans, investments, guarantees and securities to be made/given by the Board shall be Rs. 200.00 Crores Or 300% of the aggregate of the Company's paid up capital and free reserves or 500% of its free reserves, whichever is more, regardless that the aggregate of the loans, guarantees, securities and investments in any body/bodies corporate may exceed the percentages prescribed under section 372A of the Act;

RESOLVED FURTHER THAT, Board be and is hereby authorized to determine the manner and amount which it shall make as loan to the aforesaid bodies corporate, give a guarantee or provide as security, in connection with a loan and invest in the securities of the aforesaid bodies corporate within the above mentioned limits;

RESOLVED FURTHER THAT, Board is also authorized to delegate all or any of the above powers to the Committee of Directors or the Managing/Whole-time Director or the Principal Officer of the Company and generally to do all such acts, deeds, matters and things that may be necessary, proper, expedient, or incidental for the purpose of giving effect to this resolution".

- 8 **To consider and, if thought fit, to pass with or without modification/s, the following resolution as an ordinary resolution.**

Appointment of Mr. R.V. Ravikumar as Chairman and Managing Director.

"RESOLVED THAT, pursuant to Section 269,309,310 and other applicable provisions, if any of Companies Act, 1956 read with Schedule XIII and subject to the approval of the members at this ensuing Annual General Meeting Mr. R.V. Ravikumar be and is hereby appointed as Chairman and Managing Director of the company with effect from 01.04.2011 for a period of 5 (five) years on the terms and conditions set out below."

Terms of appointment:

- a. Period: For a period of 5 (Five) years with effect from 01.04.2011.

He will be a non-rotational Director.

- b. Terms of remuneration:

1) Basic Salary:

Rs. 2,00,000/- per month in the scale of Rs. 2,00,000/- to Rs. 5,00,000/- per month (Annual increase in salary to be decided by the Board of Directors) in compliance as provided under Schedule XIII, Part II, Section II of the Companies Act, 1956.

2) HRA :

50% of Basic Salary.

3) Commission:

An amount by way of commission payable annually in addition to the above salary not exceeding one and half annual basic salary, subject to further ceiling limit that the commission together with salary and perquisites shall not exceed 1% of the net profit as calculated under Section 349 of the Companies Act, 1956.

4) Perquisites & Allowances:

In addition to Salary, HRA & Commission as stated above, perquisites shall be restricted to an amount of Rs.3,00,000/- (Rupees three lakh only) per annum.

Managing Director can avail/utilize the benefit of the perquisites in any forms / types / manners, including perquisites of Gas, Electricity, water, reimbursement of Medical Expenses (for self & family), Leave Travel Allowance, reimbursement of travelling expenses (for self & family), fees & subscription to clubs, Personal Accident Insurance, and such other perquisites which the Managing Director wants to avail, irrespective of any maximum ceiling limit for any individual types / items of perquisites availed / utilized by him in any form / type / manner.



The Managing Director is also entitled for company's car with driver for official use.

The valuation of the perquisites will be as per the Income Tax Rules, 1962.

The following perquisites will not be included in the computation of the ceiling of perquisites:

- (i) Contribution to the Provident fund in accordance with the rules of the Company.
- (ii) Gratuity payable in accordance with the Rules of the Company.
- (iii) Encashment of leave at the end of tenure.

Minimum Remuneration:

If in any financial year, the Company has no profit or its profits are inadequate as computed under Section 349 of the Companies Act, 1956, the Company shall pay salary, HRA and perquisites as specified above, excluding commission, as minimum remuneration.

No sitting fee shall be paid to the Chairman and Managing Director for attending the meetings of the Board of Directors or any committee thereof.

No other Directors other than Mr. R.V. Ravikumar, Dr. Anand Ravikumar and Mr. Badrinath S Gandhi are interested or concerned in the resolution.

9 To consider and, if thought fit, to pass with or without modification/s, the following resolution as an ordinary resolution.

Appointment of Dr. Anand Ravi Kumar as Vice Chairman and joint Managing Director.

"RESOLVED THAT, pursuant to Section 269,309,310 and other applicable provisions, if any of the Companies Act, 1956 read with Schedule XIII and subject to the approval of the members at this Annual General Meeting Dr. Anand Ravi Kumar be and is hereby appointed as Vice Chairman and Joint Managing Director of the company with effect from 01.04.2011 for a period of 5 (five) years on the terms and conditions set out below."

Terms of appointment:

- a. **Period: For a period of 5 (Five) years with effect from 01.04.2011.**

He will be a non-rotational Director.

- b. **Terms of remuneration:**

- 1) **Basic Salary:**

Rs. 1,50,000/- per month in the scale of Rs. 1,00,000/- to Rs. 3,00,000/- per month (Annual increase in salary to be decided by the Board of Directors) in compliance as provided under Schedule XIII, Part II, Section II of the Companies Act, 1956.

- 2) **HRA :**

50% of Basic Salary.

- 3) **Commission:**

An amount by way of commission payable annually in addition to the above salary not exceeding one and half annual basic salary, subject to further ceiling limit that the commission together with salary and perquisites shall not exceed 1% of the net profit as calculated under Section 349 of the Companies Act, 1956.

- 4) **Perquisites & Allowances:**

In addition to Salary, HRA & Commission as stated above, perquisites shall be restricted to an amount of Rs.2,00,000/- (Rupees Two lakh only) per annum.

Joint Managing Director can avail/utilize the benefit of the perquisites in any forms / types / manners, including perquisites of Gas, Electricity, water, reimbursement of Medical Expenses (for self & family), Leave Travel Allowance, reimbursement of travelling expenses (for self & family), fees & subscription to clubs, Personal Accident Insurance, and such other perquisites which the Joint Managing Director wants to avail, irrespective of any maximum ceiling limit for any individual types / items of perquisites availed / utilized by him in any form / type / manner.

The Joint Managing Director is also entitled for company's car with driver for official use.

The valuation of the perquisites will be as per the Income Tax Rules, 1962.

The following perquisites will not be included in the computation of the ceiling of perquisite:

- (iv) Contribution to the Provident fund in accordance with the rules of the Company.
- (v) Gratuity payable in accordance with the Rules of the Company.
- (vi) Encashment of leave at the end of tenure.

Minimum Remuneration:

If in any financial year, the Company has no profit or its profits are inadequate as computed under Section 349 of the Companies Act, 1956, the Company shall pay salary, HRA and perquisites as specified above, excluding commission, as minimum remuneration.

No sitting fee shall be paid to the Vice Chairman and Joint Managing Director for attending the meetings of the Board of Directors or any committee thereof.

No other Directors other than Mr. R.V. Ravikumar, Dr. Anand Ravikumar and Mr. Badrinath S Gandhi are interested or concerned in the resolution.

10. To consider and, if thought fit, to pass with or without modification/s, the following resolution as an ordinary resolution.

Appointment of Mr. Badrinath S Gandhi as Executive Director.

"RESOLVED THAT, pursuant to Section 269,309,310 and other applicable provisions, if any of the Companies Act, 1956 read with Schedule XIII and subject to the approval of the members at this Annual General Meeting Mr. Badrinath S Gandhi be and is hereby appointed as Executive Director of the company with effect from 01.04.2011 for a period of 5 (five) years on the terms and conditions set out below."

Terms of appointment:

- a. **Period: For a period of 5 (Five) years with effect from 01.04.2011.**

He will be a non-rotational Director.

- b. **Terms of remuneration:**

- 1) **Basic Salary:**

Rs. 1,00,000/- per month in the scale of Rs. 1,00,000/- to Rs. 2,00,000/- per month (Annual increase in salary to be decided by the Board of Directors) in compliance as provided under Schedule XIII, Part II, Section II of the Companies Act, 1956.

- 2) **HRA :**

50% of Basic Salary.

- 3) **Commission:**

An amount by way of commission payable annually in addition to the above salary not exceeding one and half

annual basic salary, subject to the further ceiling limit that the commission together with salary and perquisites shall not exceed 1% of the net profit as calculated under Section 349 of the Companies Act, 1956.

4) Perquisites & Allowances:

In addition to Salary, HRA & Commission as stated above, perquisites shall be restricted to an amount of Rs.1,00,000/- (Rupees One lakh only) per annum.

Executive Director can avail/utilize the benefit of the perquisites in any forms / types / manners, including perquisites of Gas, Electricity, water, reimbursement of Medical Expenses (for self & family), Leave Travel Allowance, reimbursement of travelling expenses (for self & family), fees & subscription to clubs, Personal Accident Insurance, and such other perquisites which the Executive Director wants to avail, irrespective of any maximum ceiling limit for any individual types / items of perquisites availed / utilized by him in any form / type / manner.

The Executive Director is also entitled for company's car with driver for official use.

The valuation of the perquisites will be as per the Income Tax Rules, 1962.

The following perquisites will not be included in the computation of the ceiling of perquisites:

- (vii) Contribution to the Provident fund in accordance with the rules of the Company.
- (viii) Gratuity payable in accordance with the Rules of the Company.
- (ix) Encashment of leave at the end of tenure.

Minimum Remuneration:

If in any financial year, the Company has no profit or its profits are inadequate as computed under Section 349 of the Companies Act, 1956, the Company shall pay salary, HRA and perquisites as specified above, excluding commission, as minimum remuneration.

No sitting fee shall be paid to the Executive Director for attending the meetings of the Board of Directors or any committee thereof.

No other Directors other than Mr. R.V. Ravikumar, Dr. Anand Ravikumar and Mr. Badrinath S Gandhi are interested or concerned in the resolution.

11. To consider and, if thought fit, to pass with or without modification/s, the following resolution as a Special Resolution.

RkdL Employees' Stock option Plan, 2011"

"RESOLVED THAT, pursuant to the provisions of Section 81(1A), and all other applicable provisions, if any, of the Companies Act, 1956, the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and amendments made thereto (hereinafter referred to as "SEBI Guidelines"), and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee, including the Compensation Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution), to create, offer, issue, transfer and allot at any time to or to the benefit of such person(s) who are in permanent employment of the Company, including any Director of the Company, whether whole time or otherwise,

options exercisable into not more than 10,00,000 equity shares of the Company of face value Rs.10/- each, under the Scheme titled "RKDL EMPLOYEES' STOCK OPTION PLAN, 2011" ("ESOP 2011") in one or more tranches and on such terms and conditions as may be fixed or determined by the Board in accordance with the provisions of the law or guidelines issued by the relevant Authority; each option being exercisable for one Equity Share of a face value of Rs.10/- each fully paid up on payment of the requisite exercise price."

"RESOLVED FURTHER THAT, the Exercise Price shall be determined by the Board of Directors and/or Compensation Committee at the time of Grant of an Option and may be at such discount as may be decided by the Compensation Committee."

"RESOLVED FURTHER THAT, the Company shall be entitled to recover from the employee any tax that may be levied upon or in relation to the Options (including but not limited to the Fringe Benefit Tax)."

"RESOLVED FURTHER THAT, in case of any change in capital structure such as rights issues, bonus issues, merger and sale of division and others, if any, additional equity shares are required to be issued by the Company under ESOP 2011, the above ceiling of 10,00,000 equity shares shall be deemed to be appropriately increased to the extent of such additional equity shares required to be issued by the Company."

"RESOLVED FURTHER THAT, in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under ESOP 2011 shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs.10/- per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees."

"RESOLVED FURTHER THAT, in case of any corporate action(s) like merger, sale of undertaking, etc or change in capital structure whether by issue of rights/bonus shares, or other changes in the share capital whatsoever, the Board be and is hereby authorised to make such adjustments as it may deem fit to the quantum of shares to be issued pursuant to the exercise of the options, the exercise price, and other rights and obligations under the options."

"RESOLVED FURTHER THAT, the equity shares issued and allotted to the employees upon exercise of options from time to time shall rank pari passu in all respects with the existing equity shares of the Company."

"RESOLVED FURTHER THAT, the Board be and is hereby authorized to make modifications, changes, variations, alterations or revisions in ESOP 2011 as it may deem fit and or as may be suggested by one or more concerned authorities including but not limited to the Stock Exchanges, from time to time in its sole and absolute discretion in conformity with the provisions of the Companies Act, 1956, the Memorandum and Articles of Association of the Company, SEBI Guidelines and any other applicable laws."

"RESOLVED FURTHER THAT, to determine all other terms and conditions for the purpose of giving effect to any offer, issue or allotment of equity shares or securities or instruments representing the same, as described above under ESOP 2011, the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in this regard to such issue or allotment without being required to seek further consent or approval of the members."



RKDL Employees' Stock option Plan, 2011" {"Esop 2011"} To Subsidiaries as a Special Resolution.

"RESOLVED THAT pursuant to the provisions of Section 81 (1A) and other applicable provisions, if any, of the Companies Act 1956, the Memorandum and Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee, including the Compensation Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution), to create, offer, issue and allot at any time to or to the benefit of such person(s) who are in permanent employment of other future subsidiaries of the Company, including any Director of the Company, whether in whole time employment or otherwise, options exercisable into shares or securities convertible into equity shares within the overall ceiling of 10,00,000 Equity Shares of the Company as mentioned in resolution above, under the Scheme titled "RKDL EMPLOYEES' STOCK OPTION PLAN, 2011" ('ESOP 2011'), in one or more tranches and on such terms and conditions as may be fixed or determined by the Board in accordance with the provisions of the law or guidelines issued by the relevant authority; each option would be exercisable for one equity share of a face value of Rs.10/- each fully paid-up on payment of the requisite exercise price."

"RESOLVED FURTHER THAT, the exercise price shall be determined by the Board of Directors and/or Compensation Committee at the time of Grant of an Option in compliance of the SEBI Guidelines in this regard.

"RESOLVED FURTHER THAT, the Company shall be entitled to recover from the employee any tax that may be levied upon or in relation to the Options (including but not limited to the Fringe Benefit Tax)."

By order of the Board of Directors

Place : Chennai
Date : 30-05-2011

G K Prem Kumar Menon
Company Secretary

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself on a poll only and the proxy need not be a member of the Company.
2. Proxies in order to be effective must be lodged with the Company not less than forty eight hours before the commencement of the meeting. Proxy Form is enclosed.
3. Members /proxies should bring duly filled attendance slips sent herewith to attend the meeting.
4. Members who are holding shares in dematerialized form are requested to bring details of their Depository Account Number for identification.
5. All documents referred to in the Notice will be available for inspection of the members at the Registered Office of the Company between 10.30 a. m to 12.00 noon on all the working days up to the date of Annual General Meeting.
6. The Register of Members and Share Transfer Registers will remain closed from 28th July 2011 to 6th August, 2011(both days inclusive).
7. Members requiring information on audited accounts at the meeting are requested to send the queries in writing so as to reach

the Registered Office of the Company at least 10 days before the meeting.

8. Members holding shares in physical form are requested to notify change in address, if any to Registrars and Transfer Agents, Karvy Computershare Pvt.Ltd., Hyderabad. Members holding shares in electronic form may intimate the changes, if any, to their respective Depository Participants (DPs).
9. No unclaimed dividends are outstanding with the Company U/s. 205 of the Companies Act, 1956.
10. Members are requested to address all correspondences, including dividend matters to the Registrars and Transfer Agents of the Company.

Explanatory Statement pursuant to Sec. 173 (2) of the Companies Act, 1956.

Item No. 6:

Under Section 293(1)(d) of the Companies Act 1956, the Board of Directors cannot except with the consent of the Company in general meeting, borrow moneys apart from temporary loans obtained from the Company's bankers in the ordinary course of business, in excess of aggregate of the paid-up capital and free reserves of the Company, that is to say, reserves not set apart for specific purpose.

At the Extra Ordinary General meeting of the Company held on 8th August 2009, the shareholders had authorized the Board of Directors to borrow money upto Rs.50 Crores at any time in excess of the aggregate of the paid-up capital of the Company and its free reserves. In order to provide for additional funds needed due to increase in working capital and other requirements for expansion program including the abundant caution the credit facilities extended by the Company's bankers, it is proposed to increase the limit of Rs.50.00 Cr.to Rs.400.00 Crores. Accordingly, the sanction of the shareholders, under Section 293(1)(d) of the Act is being requested to enable the Directors to borrow moneys to the extent of Rs.400.00 Crores in supersession of earlier resolution passed on 08th August 2009.

The Directors therefore seek the approval of the shareholders to the resolution as set out in item No. 6 of the Notice.

None of the Directors is interested or concerned in the resolution as set out in item No. 6 of the Notice.

Item No. 7:

Under Section 372A of the Companies Act,1956, the Board of Directors of a Company shall not make any loan to any other body corporate, give any guarantee, or provide security, in connection with a loan made by any other person to or to any other person by, any body corporate and acquire, by way of subscription, purchase or otherwise the securities of any other body corporate exceeding 60% of its paid up share capital and free reserves or one hundred per cent of its free reserves which ever is more unless previously authorized by a special resolution passed in general meeting.

Considering the vision of the management of the Company and the expansion program and in view of the provisions of the referred section the directors seek the approval from the shareholders as set out in item No. 7.

Since the above proposal requires consent of the members by a special resolution passed by postal ballot, the Company seeks your approval under Section 192A of the Act read with the Companies (Passing of resolution by Postal Ballot) Rules, 2001, to a special resolution to be passed by means of voting by Postal Ballot as set out in the notice.

This is enabling resolution conferring authority on the Board for making the said inter corporate loans, guarantee/securities and/or investments as set out in the resolution.

We request you to communicate your assent or dissent in writing in the enclosed Postal Ballot Form in accordance with the instructions set out in it.

None of the Directors is interested or concerned in the resolution as set out in item No. 7 of the Notice.

Item No.8:

Presently Mr. R.V. Ravikumar aged 59 Years is the Managing Director of our Company with effect from 1st October 2010. He is Promoter and Director of the Company and his contribution has enabled the Company to the present respectable position in the industry. He is the secretary to Puducherry Distilleries & Breweries Association and was a member of "All India Distilleries Association". He is the recipient of one of the prestigious awards "Chevalerie Due Verre Galant" from France and "Gem of India Award" from all India Achievers Conference, New Delhi. As the Managing Director of our Company, he looks after the overall management of our Company.

Directorships held by Mr. R.V. RaviKumar:

1. Ravikumar Properties Pvt.Ltd.
2. Ravikumar Resorts & Hotels Pvt.Ltd.
3. Craze (India) Private Limited
4. RKR Hotels Pvt.Ltd.
5. Reality Projects & Entertainments Pvt.Ltd.
6. Ravikumar Powergen Pvt.Ltd.
7. Brahmar Cellulose Products Pvt.Ltd.

The Board recommends his appointment in the best interest of the Company.

None of the Directors other than Mr. R.V. Ravikumar and Dr. Anand Ravi Kumar are interested or concerned in the resolution as set out in item No. 8 of the Notice

Item No.9

The Board of Directors in their meeting held on 30th May 2011 has appointed Dr.Anand Ravikumar, as an additional Director of the Company.

Pursuant to Sec.260 of the Companies Act, 1956 Dr. Anand Ravi Kumar continues to be a Director of the Company till the date of next Annual General Meeting. The Company has received a notice under Section 257 of the Companies Act, 1956 from a shareholder proposing the name of Dr. Anand Ravi Kumar for the office of Director. Again his name is proposed as Vice Chairman and Joint Managing Director of the Company.

Dr. Anand Ravi Kumar is a doctor by profession and have graduated in MBBS and is a FRCS. He is a famous Nuro Surgeon and practices in London and is a Non-Resident. Last one year he has been associated with the Company very actively.

Directorships held by Dr. Anand RaviKumar:

1. R V Matrix Software Technologies Pvt.Ltd.

The Board recommends his appointment in the best interest of the Company.

None of the Directors other than Mr. R.V. Ravikumar and Dr. Anand Ravi Kumar are interested or concerned in the resolution as set out in item No. 9 of the Notice

Item No.10

The Board of Directors in their meeting held on 30th May 2011 has appointed Mr. Badrinath S Gandhi, as an Executive Director of the Company.

Presently Mr. Badrinath S Gandhi aged 50 Years is a Director of our Company with effect from 07.11.2007. He is a Science Graduate. He

has fine knowledge and exposure to systems management, project implementation, project, planning, assessment, funding and project execution by virtue of his 16 years service in his previous employment. He is responsible for business policies, strategic decisions, marketing and business development of our Company.

The Board recommends his appointment in the best interest of the Company.

None of the Directors other than Mr. Badrinath S Gandhi and Mrs. S. Vijayalakshmi are interested or concerned in the resolution as set out in item No. 10 of the Notice.

Additional information pursuant to clause 49 of the listing agreement with regard to directors seeking appointment/re-appointment at the annual general meeting;

Name of Director	: Mr. K S M Rao	Mr. Ashok R Shetty
Date of appointment	: 07.11.2007	03.10.2009
Qualification	: B. Com, LL.B	B.Com, C.A.
Experience	: Banking & Finance	Chartered Accountant
No. of shares held	: NIL	NIL
Other Directorships	: NIL	NIL
Committee membership		
Audit Committee	: Member	Chairman
Remuneration		
Compensation Committee	: Chairman	Member
Shareholders' Grievance		
Committee	: Chairman	Member

Item No.11:

The Company intends to introduce stock-based compensation schemes for incentivizing the employees and Directors (excluding the Promoters or persons belonging to the Promoter group) of the Company and its future subsidiaries. The approval of the shareholders is being sought for granting stock options to the employees of the Company and its future subsidiaries under the Scheme titled "RKDL EMPLOYEES' STOCK OPTION PLAN, 2011" ('ESOP 2011')

The main features of ESOP 2011 and Information as required under clause 6.2 of the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 are given below:

1. Total number of options to be granted:

Options for up to 10,00,000 equity shares of Rs. 10/- each would be available for being granted to eligible employees (including the Directors) of the Company and its present and future subsidiaries under ESOP 2011. Each option when exercised would be converted into one Equity Share of Rs.10/- each fully paid up.

Vested options that lapse due to non-exercise or unvested options that get cancelled due to resignation of the employees or otherwise, would be available for being re-granted at a future date.

SEBI guidelines require that in case of any corporate action(s) or change in capital structure such as rights issues, bonus issues, sub-division / consolidation of the nominal value of shares, merger and sale of division and others, a fair and reasonable adjustment needs to be made to the options granted. Accordingly, if any additional equity shares are required to be issued for making such fair and reasonable adjustment, the ceiling of 10,00,000 equity shares shall be deemed to be increased to the extent of such additional equity shares issued/to be issued. Further the Board and/or Compensation Committee shall in such cases also have the power to make appropriate adjustments to the number of shares to be allotted pursuant to the exercise of the Options, the Exercise price and other rights and obligation under the options granted.



2. Identification of classes of employees entitled to participate in the Employee Stock Option Scheme(s):

All permanent employees of the Company and its future subsidiary companies, including the Directors thereof whether in wholetime employment or not but excluding the promoters of the Company or persons belonging to the Promoter Group, as may be decided by the Board / Compensation Committee from time to time, would be entitled to be granted stock options under the ESOP 2011.

3. Transferability of employee stock options:

The stock options granted to an employee will not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any manner. However, in the event of the death or permanent disability of an employee stock option holder while in employment, the right to exercise all the options granted to him till such date shall be transferred to his legal heirs or nominees.

4. Requirements of vesting and period of vesting, maximum period under which options can be vested:

The Options granted shall vest so long as the employee continues to be in the employment of the Company. The Compensation Committee may, at its discretion, lay down the period of time and/or specify certain performance metrics on the achievement of which the granted options may vest (subject to the minimum vesting period as specified below). The vesting of the Options may also happen in tranches in accordance with the above mentioned conditions.

The options would vest not earlier than one year but not later than five years from the date of grant of options. The exact proportion in which and the exact period over which the options would vest would be determined by the Board / Compensation Committee, subject to the minimum vesting period of one year from the date of grant of options and may be customised for individual employees.

5. Exercise Price or Pricing Formula:

The exercise price shall be decided by the Board of Directors and/or Compensation Committee on the date of grant which shall not be more than the Market price as defined under the SEBI Guidelines. In cases, where options are granted at a discount to the market price, the exercise price shall not be less than face value.

The Company shall be entitled to recover from the employee any tax that may be levied upon or in relation to the Options (including but not limited to the Fringe Benefit Tax)."

6. Exercise Period and the process of Exercise:

The Exercise period would commence from the date of vesting and will expire on completion of a period of upto 3(three) years from the date of vesting of the options. The options shall become exercisable in part or in full within the overall exercise period permitted under the Plan.

The options will be exercisable by the Employees by a written application to the Company to exercise the options in such manner, and on execution of such documents, as may be prescribed by the Board / Compensation Committee from time to time. The options will lapse if not exercised within the specified exercise period and would be available for being re-granted in future.

7. Appraisal Process for determining the eligibility of the employees to ESOP:

The appraisal process for determining the eligibility of the employee will be specified by the Board / Compensation Committee, and will be based on criteria such as role / designation of the employee,

length of service with the Company, past performance record, future potential of the employee and/or such other criteria that may be determined by the Compensation Committee at its sole discretion.

8. Maximum number of options to be issued per employee and in aggregate:

The aggregate number of Options / underlying Shares that may be granted under the Plan shall not exceed 10,00,000 (Ten lacs only). Further, options under each Grant to an Employee shall not be less than 50 (Fifty) and shall not exceed 1% of the total issued capital of the Company in any year provided that the aggregate number of options granted per employee under the total tenure of the plan in any case shall not exceed 10,00,000 options.

9. Maximum number of options to be granted to Non-Executive Directors (including independent directors) in any financial year and in aggregate:

The number of options that may be granted to any Non-Executive director (including any independent director) in any financial year under ESOP 2011 shall not exceed 1% of the issued and paid-up capital and in aggregate shall not exceed 1% of the issued and paid up capital of the Company at the time of grant of options.

10. Accounting Policies:

The Company shall comply with the disclosure and the accounting policies as specified in Schedule I referred to in clause 13.1 of SEBI Guidelines.

11. Method of Valuation of the Options

To calculate the employee compensation cost, the Company shall use the Intrinsic Value Method for valuation of the options granted.

In case the Company calculates the employee compensation cost using the Intrinsic Value of the stock options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the Fair Value of the options, shall be disclosed in the Directors' Report and also the impact of this difference on profits and on EPS of the Company shall also be disclosed in the Directors' Report.

As the employee stock option scheme provide for issue of shares to be offered to persons other than existing shareholders of the Company, consent of the members is being sought pursuant to Section 81(1A) and all other applicable provisions, if any, of the Act and as per clause 6 of the SEBI Guidelines. The terms and conditions of the Options may be customized for individual employees within the above framework.

None of the Directors of the Company (except the Promoters who are excluded and the Directors of its subsidiaries are in any way, concerned or interested in the resolution, except to the extent of their shareholding in the Company and/or the securities that may be offered to them under the scheme.

The Directors therefore seek the approval of the shareholders to the resolution as set out in item No. 10 of the Notice.

None of the Directors other than Mr. R V Ravikumar is interested or concerned in the resolution as set out in item No. 10 of the Notice.

By order of the Board of Director

Place : Chennai

Date : 30-05-2011

G K Prem Kumar Menon

Company Secretary



RAVI KUMAR DISTILLERIES LIMITED

Regd Office: "Mena Kampala", 3rd Floor, B Wing, B Block,
No.114 & 115, Sri Theagaraya Road, T. Nagar, Chennai - 600 017.

ATTENDANCE SLIP

Regd. Folio No./Client ID

I hereby record my presence at the MEETING OF THE PREFERENCE SHAREHOLDERS of the Company at Ravi Kumar Distilleries Limited, Puducherry on 6th August 2011 at Hotel Benz Park, 62, Thirumalai Pillai Road, T. Nagar, Chennai - 600 017, or immediately after the conclusion other 18th Annual General Meeting of the Company whichever is later.

Name of the Shareholder/Proxy/ Authorised
Representative of Body Corporate
(in BLOCK letters)

Signature of the Shareholder/Proxy/
Authorised Representative of
Body Corporate

Note: Please fill in this attendance slip and hand it over at the ENTRANCE OF THE MEETING HALL.

PLEASE BRING YOUR COPY OF THE ANNUAL REPORT TO THE MEETING.

RAVI KUMAR DISTILLERIES LIMITED

Regd Office: "Mena Kampala", 3rd Floor, B Wing, B Block,
No.114 & 115, Sri Theagaraya Road, T. Nagar, Chennai - 600 017.

PROXY FORM

I/We _____ of _____

_____ being a member/members of the above-named Company hereby appoint

_____ of _____

_____ or failing him/her _____

of _____ in the district ofAs my/our proxy to attend and vote for me/
us and on my/our behalf at the MEETING OF THE PREFERENCE SHAREHOLDERS of the Company, at Hotel Benz Park,
62, Thirumalai Pillai Road, T. Nagar, Chennai - 600 017 Onat..... or immediately
after the Conclusion of the 18th Annual General Meeting of the Company which ever is later and any adjournment thereof.

Signed this _____ day of _____ 2011

No. of Preference share held..... Signature

Affix
Re.1
Revenue
Stamp
Shareholder

Note: The Proxy form must be returned so as to reach the Registered Office of the Company at "Mena Kampala" 3rd Floor, B Wing, B-Block, No.114 & 115, Sir Theagaraya Road, Chennai - 600 017 not less than FORTY EIGHT HOURS before the time for holding the aforesaid meeting.



RAVI KUMAR DISTILLERIES LIMITED

Regd Office: "Mena Kampala", 3rd Floor, B Wing, B Block,
No.114 & 115, Sri Theagaraya Road, T. Nagar, Chennai - 600 017.

POSTAL BALLOT FORM

1. Postal Ballot No.
2. Name(s) of Member(s) (in block letters) (including joint holders, if any)
3. Registered Address of the sole/first named Member
4. Registered Folio No./DPID No./ Client ID No. *
* (Applicable to investors holding shares in dematerialized form)
5. Number of shares held

I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through Postal Ballot for the business stated in the Notice of the Company by sending my/our assent or dissent to the said resolution by placing the tick (Ö) mark at the appropriate box below.

Description	No. of Shares		Please tick (Ö) in the appropriate box below
Special Resolution under Section 372A of the Companies Act, 1956 for making inter corporate loans, giving guarantee or providing security, in connection with a loan and investments in bonds and/or debentures and/or in other securities of bodies corporate beyond the prescribed percentage.		I/We assent to the Resolution	
		I/We dissent to the Resolution	

Place:

Date:

Signature of the Member

Instructions

1. A Member desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed postage pre-paid envelope. However, envelopes containing postal ballot forms, if deposited in person or sent by courier at the expense of the Member will also be accepted.
2. Please convey your assent/dissent in the Ballot Paper attached herewith. The consent or otherwise received in any other form shall not be considered valid.
3. This form should be completed and signed by the Member. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his absence, by the next named joint-holder.

Where an authorized representative of a body corporate has signed the Postal Ballot Form, a certified copy of the relevant authorization to vote on the Postal Ballot should accompany the Postal Ballot Form. Where the form has been signed by a representative of the President of India or of the Governor of a State, a certified copy of the nomination should accompany the Postal Ballot Form. A Member may sign the form through an Attorney appointed specifically for this purpose, in which case an attested true copy of the Power of Attorney should be attached to the Postal Ballot Form.

4. Unsigned Postal Ballot Form will be rejected.
5. Kindly ensure that duly completed Postal Ballot Form reaches the Scrutinizer not later than the close of working hours of, 2011. Postal Ballot Form received after this date will be strictly treated as if the reply from the Member has not been received.
6. A Member may request for a duplicate Ballot Paper, if so required, and the same duly completed should reach the Scrutinizer not later than the date and time specified at item 5 above.
7. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Member as on the date of despatch of the Notice annexed herewith, i.e., _____.

Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed postage prepaid envelope. The Scrutinizer would destroy any extraneous paper found in such envelope.

A member need not use all his votes nor does he need to cast all his votes in the same way.