

DHANADA CORPORATION LTD.

Regd./ Corporate Office: Dhanada, 16/6, Erandawana Housing Society, Plot No. 8, Patwardhan Baug, Pune 411004.
Telefax: 020 25460661, 020 25462408 E-mail: dhanada@dhanadacorp.com website: www.dhanadacorp.com



Date: 14th August 2012

To,
The Bombay Stock Exchange Ltd.
Department of Corporate Services,
Ground Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400001.

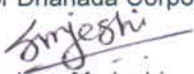
Sub.: Outcome of the Board Meeting.

Dear Sir,

The outcome of the meeting of the Board of Directors of Dhanada Corporation Limited held on Tuesday, 14th August 2012 is as under:

1. The Board approved the Unaudited Financial Results for the quarter ended on 30th June 2012 as enclosed.
2. The Board approved an issue of 11,50,000 Equity shares to Dhanada Holdings Private Ltd., Promoter Company, on preferential basis, subject to the provisions of Section 81(1A) of the Companies Act, 1956 and in-principle approval from The Bombay Stock Exchange Ltd.
3. Due to some reasons, the Board decided to postpone the issue of Equity shares to the persons belonging to Non-promoter category, on preferential basis, for a consideration other than cash.
4. The Board approved an issue of 1,07,50,000 Fully Convertible Equity Share Warrants to Promoters and some selected persons belonging to Non-Promoter Category, on preferential basis, subject to the provisions of Section 81(1A) of the Companies Act, 1956 and in-principle approval from The Bombay Stock Exchange Ltd.
5. The Board approved the summary of terms and conditions of Term Sheet regarding merger / acquisition of Cleanfield Alternative Energy Inc., Canadian Company, listed on Toronto Stock Exchange Venture with Dhanada Corporation Ltd. and decided the swap ratio as every common shareholder of Cleanfield Alternative Energy Inc. shall receive 1(One) Equity Share and 1(One) Warrant of Dhanada Corporation Ltd. for every 20(Twenty) common shares held by them in Cleanfield Alternative Energy Inc. This swap ratio may be varied as per the directions / suggestions, if any, given by the concerned regulatory authorities in India and / or Canada.
6. The Board decided to convene the 26th Annual General Meeting of the Company on 14th September 2012 and approved the draft of the notice to be issued to the members of the Company for the said meeting.

Thanking you,
Yours faithfully,
For Dhanada Corporation Ltd.


Sanjana M. Joshi
Company Secretary



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DHANADA

PART I					(Rs. In Lakhs)
Statement of Standalone Unaudited Results for the Quarter Ended 30.06.2012					
Sr. No.	Particulars	Quarter ended on			Year ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
1	Income from Operations				
	a. Net Sales / Income from Operations	202.42	240.20	143.89	829.55
	b. Other Operating Income	3.41	12.12	2.38	20.24
	Total Operating Income	205.83	252.32	146.27	849.79
2	Expenditure:				
	a. Cost of Materials Consumed	28.34	26.02	23.83	110.79
	b. Purchases of Stock in Trade	0.00	0.00	0.00	0.00
	c. Change in inventories of finished goods, work-in-progress and stock in trade	0.00	2.88	0.00	0.29
	d. Employee benefits expenses	30.74	26.88	30.98	122.72
	e. Depreciation and amortisation expenses	32.15	32.49	31.52	127.54
	f. Power & Fuel	32.15	36.36	32.69	130.21
	g. Treasury Operation Expenses	2.70	8.96	0.00	93.21
	h. Other Expenditure	43.27	100.60	24.89	199.80
	Total Expenditure	169.35	234.19	143.91	784.56
3	Profit / (Loss) from Operations before Other Income, Finance Cost and Exceptional Items (1 - 2)	36.48	18.13	2.36	65.23
4	Other Income	0.79	12.98	0.00	17.07
5	Profit / (Loss) before Interest and Exceptional Items (3+4)	37.27	31.11	2.36	82.30
6	Finance Cost	28.43	38.76	37.33	147.56
7	Profit / (Loss) after Interest but before Exceptional Items (5-6)	8.84	(7.65)	(34.97)	(65.26)
8	Exceptional Items	0.00	(44.09)	(20.64)	(64.88)
9	Profit / (Loss) from Ordinary Activities before tax (7+8)	8.84	(51.74)	(55.61)	(130.14)
10	Tax Expenses	0.00	(1.10)	1.10	0.00
11	Net Profit / (Loss) from Ordinary Activities after tax (9-10)	8.84	(50.64)	(56.71)	(130.14)
12	Extraordinary Items (Net of Tax Expenses)	0.00	0.00	0.00	0.00
13	Net Profit / (Loss) for the Period (11-12)	8.84	(50.64)	(56.71)	(130.14)
14	Share of Profit / (Loss) of Associates	NA	NA	NA	NA
15	Minority Interest	NA	NA	NA	NA
16	Net Profit / (Loss) for the period (13-14-15)	8.84	(50.64)	(56.71)	(130.14)
17	Paid-up Equity Share Capital (Face Value of Re. 1/- per share)	559.34	505.17	490.81	505.17
18	Reserves Excluding Revaluation Reserves as per balance sheet of previous accounting year				1,932.48
19.i	Earning Per Share (before extraordinary items) Basic & diluted EPS before Extraordinary Items (of Re. 1/- each) (not annualised):				
	- Basic	0.02	(0.10)	(0.12)	(0.27)
	- Diluted	0.02	(0.10)	(0.12)	(0.27)
19.ii	Basic & diluted EPS after Extraordinary Items (of Re. 1/- each) (not annualised):				
	- Basic	0.02	(0.10)	(0.12)	(0.27)
	- Diluted	0.02	(0.10)	(0.12)	(0.27)



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DHANADA

PART II					
Selected Information for the Quarter Ended 30.06.2012					
Sr. No.	Particulars	Quarter ended on			Year ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
	Particulars				
A	PARTICULARS OF SHAREHOLDING				
1	Public Shareholding :				
	- No of Shares	18,960,550	18,960,550	17,525,550	18,960,550
	- % of Shareholdings	33.90	37.53	35.71	37.53
2	Promoters & Promoter Group Shareholding :				
	a. Pledged / Encumbered				
	- Number of shares	0	0	0	0
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.00	0.00	0.00	0.00
	- Percentage of shares (as a % of the total share capital of the company)	0.00	0.00	0.00	0.00
	b. Non-encumbered				
	- Number of shares	36,973,031	31,556,031	31,556,031	31,556,031
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00
	- Percentage of shares (as a % of the total share capital of the company)	66.10	62.47	64.29	62.47

B	INVESTOR COMPLAINTS	
	Particulars	3 months ended 30.06.2012
	Pending at the beginning of the quarter	Nil
	Received during the quarter	1
	Disposed of during the quarter	1
	Remaining unresolved at the end of the quarter	Nil

Notes:

- The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 14th August 2012.
- During the quarter, the Company had issued 54,17,000 Equity Shares of Re. 1/- each at a premium of Rs. 13.98 each, on preferential basis, to promoter Company, Dhanada Holdings Private Limited against unsecured loan taken from it.
- The Company operates in a single business segment namely "Hospitality".
- The financial statements for the quarter ended on 30th June 2012 have been prepared as per circular issued by Securities Exchange Board of India (SEBI) to comply with the revised Schedule VI to the Companies Act, 1956. Accordingly, the figures for the previous period have been regrouped or rearranged wherever necessary.

For Dhanada Corporation Ltd.

Rm

Ramesh R. Havele
Chairman and Managing Director

Place: Pune
Date : 14th August 2012



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DHANADA

PART I					(Rs. In Lakhs)
Statement of Consolidated Unaudited Results for the Quarter Ended 30.06.2012					
Sr. No.	Particulars	Quarter ended on			Year ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
1	Income from Operations				
	a. Net Sales / Income from Operations	269.28	342.60	220.81	1,160.20
	b. Other Operating Income	3.41	12.12	2.38	20.24
	Total Operating Income	272.69	354.72	223.19	1,180.44
2	Expenditure:				
	a. Consumption of Raw Materials	87.85	115.44	63.54	355.85
	b. Purchases of Stock in Trade	0.00	0.00	0.00	0.00
	c. Change in inventories of finished goods, work-in-progress and stock in trade	(4.25)	(8.29)	(3.10)	(10.13)
	d. Employee benefits expenses	40.50	39.20	40.11	161.23
	e. Depreciation and amortisation expenses	48.34	52.96	49.97	203.99
	f. Power & Fuel	34.43	40.80	36.28	144.64
	g. Treasury Operation Expenses	5.35	8.96	0.00	93.21
	h. Other Expenditure	56.51	141.91	34.44	270.04
	Total Expenditure	268.73	390.98	221.24	1,218.83
3	Profit / (Loss) from Operations before Other Income, Finance Cost and Exceptional Items (1 - 2)	3.96	(36.26)	1.95	(38.39)
4	Other Income	1.00	14.47	2.92	22.66
5	Profit / (Loss) before Interest and Exceptional Items (3+4)	4.96	(21.79)	4.87	(15.73)
6	Finance Cost	42.61	60.16	53.84	218.10
7	Profit / (Loss) after Interest but before Exceptional Items (5-6)	(37.65)	(81.95)	(48.97)	(233.83)
8	Exceptional Items	0.00	(44.09)	(20.64)	(64.88)
9	Profit / (Loss) from Ordinary Activities before tax (7+8)	(37.65)	(126.04)	(69.61)	(298.71)
10	Tax Expenses/(Deferred Tax - Income)	0.00	(40.67)	1.10	(39.57)
11	Net Profit / (Loss) from Ordinary Activities after tax (9-10)	(37.65)	(85.37)	(70.71)	(259.14)
12	Extraordinary Items (Net of Tax Expenses)	0.00	0.00	0.00	0.00
13	Net Profit / (Loss) for the Period (11-12)	(37.65)	(85.37)	(70.71)	(259.14)
14	Share of Profit / (Loss) of Associates	0.00	0.00	0.00	0.00
15	Minority Interest	(10.42)	(8.12)	(5.44)	(29.09)
16	Net Profit / (Loss) after Minority Interest (13- 14-15)	(27.23)	(77.25)	(65.27)	(230.05)
17	Paid-up Equity Share Capital (Face Value of Re. 1/- per share)	559.34	505.17	490.81	505.17
18	Reserves Excluding Revaluation Reserves as per balance sheet of previous accounting year				1,954.02
19.i	Earning Per Share (before extraordinary items) Basic & diluted EPS before Extraordinary Items (of Re. 1/- each) (not annualised):				
	- Basic	(0.08)	(0.17)	(0.15)	(0.53)
	- Diluted	(0.08)	(0.17)	(0.15)	(0.53)
19.ii	Basic & diluted EPS after Extraordinary Items (of Re. 1/- each) (not annualised):				
	- Basic	(0.06)	(0.16)	(0.13)	(0.47)
	- Diluted	(0.06)	(0.16)	(0.13)	(0.47)



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PART II					
Selected Information for the Quarter Ended 30.06.2012					
Sr. No.	Particulars	Quarter ended on			Year ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
	Particulars				
A	PARTICULARS OF SHAREHOLDING				
1	Public Shareholding :				
	- No of Shares	18,960,550	18,960,550	17,525,550	18,960,550
	- % of Shareholdings	33.90	37.53	35.71	37.53
2	Promoters & Promoter Group Shareholding :				
	a. Pledged / Encumbered				
	- Number of shares	0	0	0	0
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.00	0.00	0.00	0.00
	- Percentage of shares (as a % of the total share capital of the company)	0.00	0.00	0.00	0.00
	b. Non-encumbered				
	- Number of shares	36,973,031	31,556,031	31,556,031	31,556,031
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00
	- Percentage of shares (as a % of the total share capital of the company)	66.10	62.47	64.29	62.47
B	INVESTOR COMPLAINTS				
	Particulars	3 months ended 30.06.2012			
	Pending at the beginning of the quarter	Nil			
	Received during the quarter	1			
	Disposed of during the quarter	1			
	Remaining unresolved at the end of the quarter	Nil			

Notes:

- The above financial results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 14th August 2012.
- The financial statements for the quarter ended on 30th June 2012 have been prepared as per circular issued by Securities Exchange Board of India (SEBI) to comply with the revised Schedule VI to the Companies Act, 1956. Accordingly, the figures for the previous period have been regrouped or rearranged wherever necessary.
- The above consolidated financial results includes the results of Dhanada Engineering Private Limited and Dhanada Education Private Limited – Subsidiary Companies.

Place: Pune
Date : 14th August 2012



For Dhanada Corporation Ltd.

R. R. Havele

Ramesh R. Havele
Chairman and Managing Director

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DHANADA

Consolidated Segment wise Revenue, Results and Capital Employed under Clause 41 of Listing Agreement

(Rs. In Lacs)

Sr. No.	Particulars	Quarter ended on			Year ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
1.	SEGMENT REVENUE				
	a. Hospitality	201.78	251.99	146.27	819.22
	b. Engineering	63.72	102.40	76.92	330.65
	c. Education	0.22	-	-	-
	d. Treasury Operations	7.97	14.80	2.92	53.23
	Total	273.69	369.19	226.11	1,203.10
	Less: Inter Segment Revenue	-	-	-	-
	Net Sales/Income from Operations	273.69	369.19	226.11	1,203.10
2.	SEGMENT RESULTS (Profit+)/Loss(-) before tax and interest from Each Segment)				
	a. Hospitality	37.30	39.34	5.52	153.47
	b. Engineering	(31.15)	(51.87)	0.34	(98.80)
	c. Education	(1.45)	-	-	-
	d. Treasury Operations	2.62	5.86	2.92	(39.98)
	Total	7.32	(6.67)	8.78	14.69
	Less:				
	a. Interest	42.61	60.16	53.84	218.10
	b. Other Unallocable Expenditure net off	2.36	59.21	24.55	95.30
	c. Unallocable Income	-	-	-	-
	Total Profit/(Loss) Before Tax	(37.65)	(126.04)	(69.61)	(298.71)
3.	CAPITAL EMPLOYED (Segment Assets Less Segment Liabilities)				
	a. Hospitality	2,605.60	1,907.92	2,030.55	1,907.92
	b. Engineering	(11.57)	(35.47)	122.04	(35.47)
	c. Education	(11.74)	-	-	-
	d. Treasury Operations	87.13	55.87	13.64	55.87
	Total Capital Employed	2,669.42	1,928.32	2,166.23	1,928.32



G. K. CHANDAVARKAR & Co
CHARTERED ACCOUNTANTS



EMAIL: cagirishchandavarkar@gmail.com

VOICE: 25449498

Review Report to

Bombay Stock Exchange Limited
Department of Corporate Services,
1st Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400001.

We have reviewed the accompanying statement of unaudited financial results of Dhanada Corporation Limited for the period ended 30th June 2012 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors / Committee of Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards¹ and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Pune

Date: 14.08.2012

FOR G.K.CHANDAVARKAR & CO
Chartered Accountants



(G.K.CHANDAVARKAR)
Proprietor
M.NO.44537