

Ref: NACL/SE/2018-19

08<sup>th</sup> February, 2019

**1) BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street,  
Fort, Mumbai,  
Mumbai - 400001

**2) National Stock Exchange of India Ltd**

Exchange Plaza, 5th Floor  
Plot No.C/1 G Block,  
Bandra -Kurla Complex, Bandra (E)  
Mumbai-400051.

Dear Sir,

**Sub: Outcome of Board Meeting - reg.**

Ref: Stock Code: 524709 - Trading Symbol: NACLIND

We wish to inform that the Board of Directors in its meeting held on today i.e., Friday, the 08<sup>th</sup> day of February, 2019 has inter-alia:

- 1) approved the Standalone Un-audited Financial Results for the third quarter and nine months ended 31<sup>st</sup> December, 2018. The copy of the said results together with the Statutory Auditor's Limited Review Report thereon are enclosed herewith;
- 2) took note of CARE's reaffirmation of the existing rating '**CARE A-**' Stable (Single A Minus; Outlook: Stable) for Long Term Bank Facilities and '**CARE A2**' (A two) for Short Term Bank Facilities availed by the Company;
- 3) approved to raise funds of Rs.115 crores by way of issuing 1,09,37,500 equity shares (of face value of Rs.1/- each) and 2,50,00,000 Warrants (of face value of Rs. 1/- each) on a preferential basis, to below mentioned investors, in accordance with the provisions of the Companies Act, 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and such other acts / rules / regulations as may be applicable (each as amended);



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Regd. Office: Plot No. 12-A, 'C' Block, Lakshmi Towers, No. 8-2-248/17778, Nagarjuna Hills, Panjagutta, Hyderabad - 500 082, Telangana, INDIA.  
Phone : +91-40-33605100/123, Fax : +91-40-23358062 E-mail : [info@naclind.com](mailto:info@naclind.com) Website : [www.naclind.com](http://www.naclind.com)

CIN : L24219TG1986PLC016607

**Factory-Technical :**

Plot # 177, Arinama Akkivalasa Village, Allinagaram  
Post, Etcherla Mandal, Srikakulam - 532403, A.P.  
Phone : +91-08942-231172, 300400 / 401  
Fax : +91-08942-231171

**Factory-Formulation :**

Unit - I, Unit - II  
Ethakota-533238, Ravulapalem Mandal  
East Godavari Dist., A.P.  
Phone : +91-8855-305617 / 627

**R&D Centre :**

Sy. No. 1710 & 1711, Anthireddyguda Road, Nandigaon  
Village & Mandal, R.R.District, Telangana - 509228  
Phone : +91-08548-305004  
Fax : +91-08548-305801

S. No	Names of the Investors	Category	No. of Equity Shares	No. of Warrants
1)	M/s. Krishi Rasayan Exports Private Limited	Non-Promoter	78,12,500	78,12,500
2)	Mr. Rajesh Kumar Agarwal and Mr. Atul Churiwal jointly representing M/s. Agro Life Science Corporation a registered partnership firm.	Non-Promoter	31,25,000	1,25,00,000
3)	Mrs. K. Lakshmi Raju	Promoter	NA	46,87,500
<b>Total</b>			<b>1,09,37,500</b>	<b>2,50,00,000</b>

The issue price is Rs.32/-, higher than the price calculated as per the pricing formula prescribed under Chapter V of SEBI ICDR Regulations, 2018.

- 4) approved the draft Share Subscription Cum Shareholders Agreement to be entered into between Investors, Promoters and the Company; and accordingly approved the amendment of Articles of Association of the Company, for the said purpose.

With respect to the Preferential Issue and Amendment of Articles of Association, the Board have approved convening an Extraordinary General Meeting of the shareholders of the Company on Friday, the 07<sup>th</sup> day of March, 2019 for obtaining their approval as per the applicable provisions of the Companies Act, 2013 read with SEBI (ICDR) Regulations, 2018.

The said Board Meeting was commenced at 2:30 p.m and concluded at 7.45 p.m.

Thanking you,

for **NACL Industries Limited**



**Satish Kumar Subudhi**

Company Secretary & Head-Legal

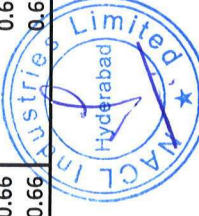
**NACL Industries Limited**  
(formerly Nagarjuna Agrichem Limited)

Regd. Office: Plot No. 12-A, 'C' Block, Lakshmi Towers, No.8-2-248/1/7/78, Nagarjuna Hills, Punjagutta, Hyderabad 500 082, Telangana, India  
Phone:040-33605123/124,Fax:040-23350234/23358062,E-mail:info@naclind.com,Website:www.naclind.com  
CIN:L24219TG1986PLC016607

**Statement of Unaudited Financial Results for the Quarter and Nine Months Ended December 31, 2018**

Sl. No	Particulars	₹ in Lakhs					
		Quarter ended 31.12.2018 (Unaudited)	Quarter ended 30.09.2018 (Unaudited)	Quarter ended 31.12.2017 (Unaudited)	Nine months ended 31.12.2018 (Unaudited)	Nine months ended 31.12.2017 (Unaudited)	Year ended 31.03.2018 (Audited)
1	Revenue from operations (refer note 5)	19,568	27,611	18,457	68,764	66,319	85,532
2	Other income	591	475	393	1,785	1,101	2,124
3	<b>Total income (1+2)</b>	<b>20,159</b>	<b>28,086</b>	<b>18,850</b>	<b>70,549</b>	<b>67,420</b>	<b>87,656</b>
4	<b>Expenses</b>						
	(a) Cost of materials consumed	13,414	16,568	7,690	46,884	35,997	48,614
	(b) Purchase of stock-in-trade	2,444	2,123	3,094	4,950	5,717	6,271
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(2,589)	582	1,414	(4,399)	1,539	1,348
	(d) Excise duty	-	-	-	-	1,911	1,911
	(e) Employee benefits expense	1,781	1,897	1,651	5,644	5,065	6,903
	(f) Finance costs	864	797	779	2,475	2,378	3,342
	(g) Depreciation and amortisation expense	505	519	695	1,540	2,095	1,977
	(h) Other expenses	3,563	4,789	3,280	12,403	11,386	15,832
	<b>Total expenses</b>	<b>19,982</b>	<b>27,275</b>	<b>18,603</b>	<b>69,497</b>	<b>66,088</b>	<b>86,198</b>
5	Profit before tax (3-4)	177	811	247	1,052	1,332	1,458
6	Tax expense:						
	(a) Current tax	134	311	(126)	466	639	540
	(b) Deferred tax	(102)	(30)	236	(199)	(343)	(154)
	<b>Tax expense</b>	<b>32</b>	<b>281</b>	<b>110</b>	<b>267</b>	<b>296</b>	<b>386</b>
7	Profit for the period (5-6)	145	530	137	785	1,036	1,072
8	<b>Other Comprehensive Income</b>						
	Items that will not be reclassified to statement of profit and loss						
	Re-measurement of the defined benefit obligation	(4)	(31)	7	(12)	29	71
	Income tax expense on the above	1	11	(2)	4	(10)	(25)
	<b>Other Comprehensive Income for the period, net of tax</b>	<b>(3)</b>	<b>(20)</b>	<b>5</b>	<b>(8)</b>	<b>19</b>	<b>46</b>
9	<b>Total Comprehensive Income for the period (7+8)</b>	<b>142</b>	<b>510</b>	<b>142</b>	<b>777</b>	<b>1,055</b>	<b>1,118</b>
10	Paid-up Equity Share Capital (Face value of ₹ 1/- each)	1,565	1,563	1,563	1,565	1,563	1,563
11	Other Equity						21,937
12	Earnings Per Share*						
	(a) Basic (in ₹)	0.09	0.34	0.09	0.50	0.66	0.69
	(b) Diluted (in ₹)	0.09	0.34	0.09	0.50	0.66	0.68

\* EPS for the quarterly periods is not annualised



**Notes :**

- 1 These unaudited financial results were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 8, 2019. The statutory auditors have carried out a limited review of the financial results.
- 2 In accordance with clause 33(3)(b)(i) of the Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulation, 2015, the Company has opted to submit the quarterly financial results on Standalone basis.
- 3 During the quarter, the Company allotted 174,376 equity shares of ₹ 1 each to certain eligible employees in accordance with the Employee Stock Option Schemes.
- 4 The Company is primarily engaged in the Farm Inputs Business, which in the context of Ind AS 108 "Operating Segments" is considered the only significant business segment.
- 5 (a) The Government of India introduced the Goods and Services Tax (GST) with effect from July 1, 2017. Accordingly, in compliance with the Indian Accounting Standard (Ind AS), revenue from operations for the period beginning July 1, 2017 to March 31, 2018 is presented net of GST. Revenue from operations of earlier periods included excise duty which now is subsumed in GST. Hence, the revenues of the nine months ended December 31, 2018 and December 31, 2017 are not strictly comparable.  
(b) In accordance with Indian Accounting Standard 115 - "Revenue from contracts with customers", customer incentives are netted off against Revenue from Operations. Accordingly, comparative figures have been regrouped.
- 6 The Company's Business is seasonal in nature and the performance can be impacted by weather conditions.
- 7 The Board of Directors in their meeting held on February 8, 2019 approved and recommended for shareholders approval the issue of equity shares and convertible warrants not exceeding ₹ 11,500 lakhs to Investors and Promoter in accordance with Section 42 and 62(1)(c) of the Companies Act, 2013 read with Chapter V of SEBI (issue of capital and disclosure requirements) regulations, 2018.
- 8 Comparative figures have been re-grouped and recast wherever necessary, to make them comparable.

Place : Hyderabad

Date : February 8, 2019



*V. Vijay Shankar*  
V. Vijay Shankar  
Managing Director

**INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS**

**TO THE BOARD OF DIRECTORS OF  
NACL INDUSTRIES LIMITED  
(formerly "Nagarjuna Agrichem Limited")**

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **NACL Industries Limited** (formerly "Nagarjuna Agrichem Limited") ("the Company"), for the Quarter and Nine months ended December 31, 2018 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For DELOITTE HASKINS & SELLS LLP**

Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

  
**Ganesh Balakrishnan**  
Partner  
(Membership No. 201193)

Place: Hyderabad  
Date: February 8, 2019

**NACL Industries Limited**  
(formerly Nagarjuna Agrichem Limited)

Regd. Office: Plot No.12-A, 'C' Block, Lakshmi Towers, No.8-2-248/1/7/78, Nagarjuna Hills, Punjagutta, Hyderabad 500 082, Telangana, India

Phone: 040-33605123/124, Fax: 040-23350234/23358062, E-mail: info@naclind.com, Website: www.naclind.com

CIN: L24219TG1986PLC016607

**Extract of the Unaudited Financial Results for the Quarter and Nine Months Ended December 31, 2018**

Sl. No.	Particulars	Quarter ended	Nine months ended	Quarter ended
		December 31, 2018 (Unaudited)	December 31, 2018 (Unaudited)	December 31, 2017 (Unaudited)
1	Total Income from Operations	20,159	70,549	18,850
2	Net Profit / (Loss) for the period (before Tax & Exceptional and/or Extraordinary items)	177	1,052	247
3	Net Profit / (Loss) for the period before Tax, (after Exceptional and/or Extraordinary items)	177	1,052	247
4	Net Profit / (Loss) for the period after Tax, (after Exceptional and/or Extraordinary items)	145	785	137
5	Total Comprehensive Income for the period (Comprising Profit/(Loss) for the period (after tax) and Other Comprehensive Income (after tax))	142	777	142
6	Paid-up Equity Share Capital	1,565	1,565	1,563
7	Earnings per Share (of ₹ 1 each)			
a)	Basic	0.09	0.50	0.09
b)	Diluted	0.09	0.50	0.09

₹ in Lakhs

**Notes:**

- These unaudited financial results were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 8, 2019. The statutory auditors have carried out a limited review of the financial results.
- The above is an extract of the detailed format of Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2018 filed with BSE Limited & NSE Limited under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of Standalone Unaudited Financial Results for the quarter and nine months ended December 31, 2018 is available on the website of BSE & NSE Limited and Company's website at [www.naclind.com](http://www.naclind.com)

Place : Hyderabad

Date : February 8, 2019



*V. Vijay-Srinakar*  
V. Vijay-Srinakar  
Managing Director