



NACL Industries Limited

Ref: NACL/SE/2023-24

July 27, 2023

BSE Limited

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

Company Code: 524709

National Stock Exchange of India Ltd

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

Symbol: NACLIND

Dear Sir/Madam,

Sub: Outcome of the Board of Director's Meeting.

Ref: Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- reg.

We wish to inform you that, the Board of Directors in its meeting held today i.e., on Thursday, July 27, 2023, has inter-alia approved the following:

- a) Un-audited Standalone and Consolidated Financial Results for the first quarter ended June 30, 2023. The Un-audited Standalone and Consolidated Financial Results in forms prescribed under aforesaid Regulation along with Auditor's Limited Review Report issued by M/s. B S R and Co., Chartered Accountants, Statutory Auditors are enclosed herewith.
- b) Convening 36th Annual General Meeting ('AGM') of the Company on Friday, September 22, 2023.
- c) Closure of Register of Member and Share Transfer Books of the Company from Saturday, September 09, 2023 to Friday, September 22, 2023 (both days inclusive) for the purpose of Annual General Meeting and Final Dividend.
- d) Formation of a new Wholly Owned Subsidiary (WoS) Company in the name and style M/s.NACL Foundation or any other names as may be approved by Ministry of Corporate Affairs as a non-profit company limited by shares under Section 8 of the Companies Act, 2013 to promote and support CSR activities.

The details as required under SEBI (LODR) Regulations, 2015 read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are furnished in Annexure A.



e) Appointment of Mr. Santanu Mukherjee (DIN 07716452) as an Additional Director designated as Non-Executive and Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from July 27, 2023, subject to approval of shareholders at the ensuing Annual General Meeting of the Company. Mr. Mukherjee is not related to any Director or Key Managerial Personnel on the Board of the Company. Further, he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

Pursuant to SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, profile of Mr. Santanu Mukherjee is enclosed as Annexure B.

The meeting commenced at 11.30 a.m. and concluded at 7.48 p.m.

You are requested to take the same on records.

Thanking you

for **NACL Industries Limited**



Satish Kumar Subudhi

Vice President-Legal & Company Secretary

Encl: As above.

Statement of Standalone and Consolidated Financial Results for the Quarter ended June 30, 2023

(₹ in Lakhs)

Sl. No	Particulars	Standalone				Consolidated			
		Quarter ended		Year ended		Quarter ended		Year ended	
		30.06.2023	31.3.2023	30.06.2022	31.03.2023	30.06.2023	31.3.2023	30.06.2022	31.03.2023
		(Unaudited)	(Audited) (Refer note 6)	(Unaudited)	(Audited)	(Unaudited)	(Audited) (Refer note 6)	(Unaudited)	(Audited)
1	Revenue from operations	38,601	59,671	47,534	2,11,600	37,591	59,870	47,534	2,11,551
2	Other income	415	336	293	1,255	413	378	162	999
3	Total Income (1+2)	39,016	60,007	47,827	2,12,855	38,004	60,248	47,696	2,12,550
4	Expenses								
	(a) Cost of materials consumed	40,121	44,496	41,267	1,59,188	38,380	44,701	41,267	1,59,165
	(b) Purchases of stock-in-trade	2,812	(1,699)	1,938	4,628	2,812	(1,699)	1,938	4,628
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(9,449)	1,458	(6,786)	(3,778)	(9,774)	1,184	(6,786)	(4,052)
	(d) Employee benefits expense	3,053	3,320	2,624	11,994	3,253	3,503	2,624	12,177
	(e) Finance costs	1,475	1,101	936	4,409	1,825	1,679	816	4,733
	(f) Depreciation and amortisation expense	438	640	657	2,594	651	855	658	2,815
	(g) Other expenses	5,429	5,126	5,150	20,046	5,903	5,445	5,150	20,381
	Total Expenses	43,879	54,442	45,786	1,99,081	43,050	55,668	45,667	1,99,847
5	(Loss)/ profit before share of profit/(loss) of associate (3-4)	(4,863)	5,565	2,041	13,774	(5,046)	4,580	2,029	12,703
6	Share of profit/(loss) from associate					(5)	30	(9)	138
7	(Loss)/ profit before tax (5+6)	(4,863)	5,565	2,041	13,774	(5,051)	4,610	2,020	12,841
8	Tax expense:								
	(a) Current tax	-	1,424	544	3,573	-	1,424	544	3,575
	(b) Deferred tax	(1,203)	(24)	(16)	(78)	(1,245)	(167)	(16)	(221)
	Tax Expense	(1,203)	1,400	528	3,495	(1,245)	1,257	528	3,354
9	(Loss)/ profit for the period / year (7-8)	(3,660)	4,165	1,513	10,279	(3,806)	3,353	1,492	9,487
10	Other Comprehensive loss								
	Items that will not be reclassified subsequently to statement of profit or loss								
	Re-measurement of the defined benefit obligation	(24)	(44)	(16)	(112)	(24)	(44)	(16)	(109)
	Income tax expense on the above	6	10	4	28	6	10	4	28
	Items that will be reclassified subsequently to statement of profit or loss								
	Effective portion of gain/ (loss) on designated portion of hedging instrument in a cash flow hedge	(1)	(4)	16	33	(1)	(4)	16	33
	Income tax expense on the above	-	1	(4)	(8)	-	1	(4)	(8)
	Total Other Comprehensive Loss, net of tax	(19)	(37)	-	(59)	(19)	(37)	-	(56)
11	Total Comprehensive (loss)/ income (9+10)	(3,679)	4,128	1,513	10,220	(3,825)	3,316	1,492	9,431
12	Paid-up equity share capital (Face value of ₹ 1 per equity share)	1,988	1,988	1,984	1,988	1,988	1,988	1,984	1,988
13	Other Equity				55,753				55,406
14	Earnings Per Share (for the period not annualised)								
	(a) Basic (in ₹)	(1.84)	2.10	0.76	5.18	(1.91)	1.69	0.75	4.78
	(b) Diluted (in ₹)	(1.83)	2.09	0.76	5.17	(1.91)	1.68	0.75	4.77



Notes :

- 1 The above Standalone and Consolidated Financial results were reviewed and recommended by the Audit Committee in their meeting held on July 27, 2023 and approved by the Board of Directors in their meeting held on July 27, 2023. The Statutory Auditors have issued an unmodified review conclusion on the financial results for the quarter ended June 30, 2023.
- 2 The Standalone and Consolidated Financial results of the Company have been prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder, other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India ("SEBI").
- 3 The Company/ Group 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.
- 4 The Company's/ Group's business is seasonal in nature and the performance can be impacted by weather conditions. The performance during the quarter was impacted by factors such as falling prices, Lower global demand and delayed monsoon, leading to lower revenues and lower realizable value of inventories.
- 5 The Consolidated Financial Results include the results of the following:
 - i) Parent:
 - a) NACL Industries Limited, India
 - ii) Wholly Owned Subsidiaries:
 - a) LR Research Laboratories Private Limited, India
 - b) Nagarjuna Agrichem (Australia) Pty Limited, Australia
 - c) NACL Spec-Chem Limited, India
 - d) NACL Multichem Private Limited, India
 - e) NACL Industries (Nigeria) Limited, Nigeria
 - f) NACL Agri-Solutions Private Limited
 - iii) Associate:
 - a) Nasense Labs Private Limited, India
- 6 The figures for the quarter March 31, 2023 are the balancing figures between the audited figures in respect of the full previous financial year and published year to date figures up to the third quarter of the previous financial year. The figures upto the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

Place : Hyderabad
Date : July 27, 2023




M. Pavan Kumar
Managing Director & CEO

B S R and Co

Chartered Accountants

Salarpuria Knowledge City, Orwell, B Wing,
6th Floor, Unit-3, Sy No. 83/1, Plot No. 02,
Raidurg, Hyderabad – 500 081 – India
Tel: +91 407 182 2000
Fax: +91 407 182 2399

Limited Review Report on unaudited standalone financial results of NACL Industries Limited for the quarter ended 30 June 2023 pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of NACL Industries Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of NACL Industries Limited (hereinafter referred to as "the Company") for the quarter ended 30 June 2023 ("the Statement").
2. This Statement, which is the responsibility of the Company's management and approved by its 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, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). Our responsibility is to issue a report on the Statement based on our review.
3. 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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Attention is drawn to the fact that the figures for the three months ended 31 March 2023 as reported in the Statement are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Principal Office:

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center,
Western Express Highway, Goregaon (East), Mumbai - 400063

B S R and Co

Limited Review Report (Continued)

NACL Industries Limited

6. The financial information of the Company for the corresponding quarter ended 30 June 2022 were reviewed by the predecessor auditor whose report dated 28 July 2022 had expressed an unmodified conclusion.

For B S R and Co

Chartered Accountants

Firm's Registration No.:128510W



Arpan Jain

Partner

Hyderabad

27 July 2023

Membership No.: 125710

UDIN:23125710BGYBRG5953

B S R and Co

Chartered Accountants

Salarpuria Knowledge City, Orwell, B Wing,
6th Floor, Unit-3, Sy No. 83/1, Plot No. 02,
Raidurg, Hyderabad – 500 081 – India
Tel: +91 407 182 2000
Fax: +91 407 182 2399

Limited Review Report on unaudited consolidated financial results of NACL Industries Limited for the quarter ended 30 June 2023 pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of NACL Industries Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of NACL Industries Limited (hereinafter referred to as "the Parent"), and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its share of the net profit after tax and total comprehensive income of its associate for the quarter ended 30 June 2023 ("the Statement"), being submitted by the Parent pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
2. This Statement, which is the responsibility of the Parent's management and approved by the Parent's 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, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. 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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

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

S.No	Name of the component	Country	Relationship
1	Nagarjuna Agrichem (Australia) Pty Limited	Australia	Subsidiary
2	NACL Spec-Chem Limited	India	Subsidiary
3	LR Research Laboratories Limited	India	Subsidiary
4	NACL Multichem Private Limited	India	Subsidiary

Principal Office:

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Western Express Highway, Goregaon (East), Mumbai - 400063

Limited Review Report (Continued)**NACL Industries Limited**

5	NACL Industries (Nigeria) Limited	Nigeria	Subsidiary
6	NACL Agri-Solutions Private Limited	India	Subsidiary
7	Nasense Labs Private Limited	India	Associate

5. Attention is drawn to the fact that the figures for the three months ended 31 March 2023 as reported in the Statement are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.
6. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
7. The financial information of the Group and its associate for the corresponding quarter ended 30 June 2022 were reviewed by the predecessor auditor whose report dated 28 July 2022 had expressed an unmodified conclusion.
8. We did not review the interim financial information of one subsidiary included in the Statement, whose interim financial information reflects total revenues (before consolidation adjustments) of Rs. 5,752 lakhs, total net profit after tax (before consolidation adjustments) of Rs. 76 lakhs and total comprehensive income (before consolidation adjustments) of Rs. 76 lakhs, for the quarter ended 30 June 2023, as considered in the Statement. These interim financial results have been reviewed by other auditor whose report has been furnished to us by the Parent's management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above.
- Our conclusion is not modified in respect of this matter.
9. The Statement includes the interim financial information of five subsidiaries which have not been reviewed, whose interim financial information reflect total revenues (before consolidation adjustments) of Rs. 4 lakhs, total net loss after tax (before consolidation adjustments) of Rs. 4 lakhs and total comprehensive loss (before consolidation adjustments) of Rs. 4 lakhs, for the quarter ended 30 June 2023, as considered in the Statement. The Statement also includes the Group's share of net loss after tax (before consolidation adjustments) of Rs. 5 lakhs and total comprehensive loss (before consolidation adjustments) of Rs. 5 lakhs for the quarter ended 30 June 2023 as considered in the Statement, in respect of one associate, based on its interim financial information which have not been reviewed. According to the information and explanations given to us by the Parent's management, these interim financial information are not material to the Group.

B S R and Co

Limited Review Report (Continued)
NACL Industries Limited

Our conclusion is not modified in respect of this matter.

For **B S R and Co**
Chartered Accountants
Firm's Registration No.:128510W



Arpan Jain
Partner

Hyderabad
27 July 2023

Membership No.: 125710
UDIN:23125710BGYBRH2063

NACL Industries 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:040-24405100, Fax:040-23358062, E-mail:info@naclind.com, Website:www.naclind.com
 CIN:L24219TG1986PLC016607

Extract of the Statement of Standalone and Consolidated Financial Results for the Quarter ended June 30, 2023

(₹ in Lakhs)

Sl. No.	Particulars	Standalone			Consolidated		
		Quarter ended 30.06.2023	Quarter ended 30.06.2022	Year ended 31.03.2023	Quarter ended 30.06.2023	Quarter ended 30.06.2022	Year ended 31.03.2023
		(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Audited)
1	Total Income from Operations	39,016	47,827	2,12,855	38,004	47,696	2,12,550
2	Net Profit for the period (before Tax & Exceptional and/or Extraordinary items)	(4,863)	2,041	13,774	(5,051)	2,020	12,841
3	Net Profit for the period before Tax, (after Exceptional and/or Extraordinary items)	(4,863)	2,041	13,774	(5,051)	2,020	12,841
4	Net Profit for the period after Tax, (after Exceptional and/or Extraordinary items)	(3,660)	1,513	10,279	(3,806)	1,492	9,487
5	Total Comprehensive Income for the period [Comprising (Loss)/Profit for the period (after tax) and Other Comprehensive Income (after tax)]	(3,679)	1,513	10,220	(3,825)	1,492	9,431
6	Paid-up Equity Share Capital	1,988	1,984	1,988	1,988	1,984	1,988
7	Earnings per Share (of ₹ 1 each)						
a)	Basic	(1.84)	0.76	5.18	(1.91)	0.75	4.78
b)	Diluted	(1.83)	0.76	5.17	(1.91)	0.75	4.77

Notes:

- The above Standalone and Consolidated Financial results were reviewed and recommended by the Audit Committee in their meeting held on July 27, 2023 and approved by the Board of Directors in their meeting held on July 27, 2023. The Statutory Auditors have issued an unmodified review conclusion on financial results for the quarter ended June 30, 2023.
- The above is an extract of the detailed format of Statement of Standalone and Consolidated Financial Results for the Quarter ended June 30, 2023 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 Statement of Standalone and Consolidated Financial Results for the Quarter ended June 30, 2023 is available on the website of BSE & NSE Limited and Company's website at www.naclind.com

Place : Hyderabad
 Date : July 27, 2023



M. Pavan Kumar
 M. Pavan Kumar
 Managing Director & CEO

Annexure-A

S. No.	Details of events that need to be provided	Information of such events
1.	Name of the target entity, details in brief such as size, turnover etc.	M/s.NACL Foundation or any other names as may be approved by Ministry of Corporate Affairs.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms-length".	The wholly owned subsidiary Company once incorporated will be a related party of the Company. Save and except that are specified in this disclosure, the Promoters / promoter group / group companies are not interested in the transaction.
3.	Industry to which the entity being acquired belongs.	New Co is incorporated as a non-profit company limited by shares under Section 8 of the Companies Act, 2013 to promote and support CSR activities.
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	New Co is incorporated as a Section 8 Company to inter alia: a) To initiate, plan, execute, implement, aid in activities directed towards enhancing the quality of life of economically disadvantaged sections of society without reference to race, religion, creed, caste or sex and to seek and pursue advancement of any other charitable and developmental objects of general public utility and community welfare. b) To promote commerce, art, science, sports, education, research, social



		<p>welfare, religion, charity, protection of environment or any such other object.</p> <p>c) To work, contribute towards all activities outlined by, but not restricted to Section 135, Schedule VII of the Companies Act, 2013, the related rules and the amendments thereto from time to time.</p> <p>None of the objects of the Company will be carried out on commercial basis.</p>
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	Not Applicable
6.	Indicative time period for completion of the acquisition.	Not Applicable
7.	Nature of consideration - whether cash consideration or share swap and details of the same.	Subscription of Shares in the New Co is by way of Cash consideration.
8.	Cost of acquisition or the price at which the shares are acquired.	Not Applicable
9.	Percentage of shareholding / control acquired and/ or number of shares acquired.	100%
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	Not Applicable. Yet to be incorporated

Annexure B**Appointment of Mr. Santanu Mukherjee as Additional Director under Independent Category:**

Sl. No.	Details of events that need to be provided	Information of such events
1)	Reasons for change viz., appointment, resignation, removal, death or otherwise.	Mr. Santanu Mukherjee has been appointed as an Additional Director under Independent Director Category.
2)	Date and terms of appointment.	Mr. Santanu Mukherjee has been appointed as an Additional Director under Independent Director Category for a term of 5 (five) consecutive years with effect from July 27, 2023, not liable to retire by rotation, subject to approval of shareholders at the ensuing Annual General Meeting of the Company.
3)	Brief Profile	Mr.Santanu Mukherjee is an B.sc.,honors from Presidency College under Kolkata University and CAIIB from the Indian Institute of Bankers. He has rich experience of around four decades in the banking industry, with a focus on retail banking, foreign exchange, credit appraisal, treasury, and risk management. He also held senior management positions, including Managing Director of the State Bank of Hyderabad. He currently holds a position as an Independent Director on the Boards of several Companies.
4)	Disclosure of relationship between Directors	Mr. Mukherjee is not related to any other Director of the Company.

