Offer Document.

### MITED

npanies, Tamil Nadu, in June 15, 2012, our u, Chennai, Andaman of Companies, Tamil ant to an order of the I-cum-Demerger, the d (formerly known as agistered office of our t Letter of Offer.

IG3, SIPCOTIT Park, ary and Compliance lintellectdesign.com;

#### JAIN (HUF)

A PRICE OF ₹ [\*] DR AN AMOUNT RIGHTS SHARES DLDERS ON THE HE ISSUE PRICE

urities and Exchange i, (the "SEBI ICDR conditions and other basis as filed a EBI") or ranuary 27,

mments, if any for a lebi.gov.in, the Stock seindia.com and the embers of the public Compliance Officer ) send a copy of the comments must be the aforementioned

acy of the DLOF certain jurisdictions fithe Company have rities Act"), or in any y Shares within its is is to be construed tion other than India

ast any funds in this sk Factors carefully it rely on their own ssue have not been as of this Draft Letter eginning on page 15



31 &32, achibowil, dia.

com

221

NARENA LIMITED
Board of Directors
Sd/V.V. Naresh
Compliance Officer

conditions and other vith SEBI. The DLOF ge of India Limited at e, i.e. Spark Capital involves a degree of

Adfactors 445

Place : Gurugram

Date : January 27, 2017



# ZUARI AGRO CHEMICALS LIMITED

Regd. Office: Jai Kisaan Bhawan, Zuarinagar, Goa - 403 726. CIN - L65910GA2009PLC006177

### ANNEXURE XI

Extract of Statement of Standalone Unaudited Financial Results for the Quarter / 9 Months Period ended December 31, 2016

S		1 - 2		The same	₹ in Crores
N	Particulars	3 Months Ended	3 Months Ended	9 Months Ended	9 Months
1	Total income from operations (net)	31.12.2016		31.12.2016	Ended 31.12.2015
2	Net Profit for the period	949.85	1,115.36	2,984.72	4,017.20
3	(before Tax, Exceptional and/or Extraordinary Items)  Net Profit/(Loss) for the period before tax	39.81	12.33	56.88	26.82
4	(after Exceptional and/or Extraordinary Items) Net Profit/(Loss) from Continuing	34.44	0,72	(5.99)	2.79
5	Net Profit/(Loss) from Continuing Operations (after Tax)  Net Profit from Discontinued Operations (after Tax)	34.44	0.72	(5.99)	2.79
6	Net Fibility (1088) for the period after Tay	21/1.	Lay Triba	TITLE	-
7	Total Comprehensive Income/(Expense) for the posted	22.40	0.56	(4.26)	1.80
8	and Other Comprehensive Income (after Tax)  Earnings Per Share (of Rs. 10/- each)	22.30	0.98	(4.57)	3.07
	(for continuing and discontinued operation) (of Rs.10/- each) (not annualised); (a) Basic				
	(b) Diluted	5.33	0.13	(1.01)	0.43
1.	The above is an extract of the detailed format of the time.	5.33	0.13	(1.01)	0.43

The above is an extract of the detailed format of the Financial results for the quarter and 9 months period (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Standalone Quarterly and 9 months period ended Financial Results are available on the Company's website www.zuari.in and on the website of the Stock Exchanges www.nseindia.com and www.bseindia.com.

2. The results have been prepared in accordance with the Indian Accounting Standards ("Ind AS") prescribed accepted in India. Beginning April 01, 2016, the Company has for the first time adopted Ind AS with a transition date of April 01, 2015.

3. Reconciliation between Financial Results for the quarter and 9 months period ended December 31, 2015 reported earlier and as restated under Ind AS compliant Financial Results is as under:

Particulars	3 Months Ended	9 Mont Ended
Net Profit under previous Indian GAAP (after tax)	31.12.2015	31.12.20
Add / (Less)	1.60	6.
Re-measurement of Defined Benefit Plans recognized in Other Comprehensive Income (OCI)		
Additional depreciation on account of Componentisation	(0.64)	(1:9
Effect of Spales Capitalised as Property plant and	(1.50)	(4.4
Mark to Market gain /(loss) on hedged foreign exchange exposure	(0.41)	(1.8
Others Others	0.39	(0.8
Tax Impact	0.55	1.
Net Profit for the period as per Ind AS (After tax) (A)	0.57	2.
Other Comprehensive Income	0.56	1.
Re-measurement of Defined Benefit Plans recognized in Other		
Comprehensive Income (OCI)		
Tax Impact	0.64	1.9
Other comprehensive Income (After tax) (B)	(0.22)	(0.6
Total Comprehensive income for the period under Ind AS (A+B)	0.42	1.3
e Auditors have conducted Limited Review of the Singraid S	0.98	3.0

4. The Auditors have conducted Limited Review of the Financial Results for the 9 months period ended December 31, 2016. The ind AS compliant corresponding figures for the quarter ended December 31, 2015 have not been subjected to limited review or audit. However, the management of the Company has exercised necessary due diligence to ensure that such financial results provide a true and fair view of its affairs.

For and on behalf of the Board of Directors
ZUARI AGRO CHEMICALS LIMITED

Sd/-

Kapil Mehan Managing Director

DIN: 01215092



## adventz **ZUARI AGRO CHEMICALS**

Regd. Office: Jai Kisaan Bhawan Zuarinagar, Goa. 403 726 ,CIN: L65910GA2009PLC006177 Tel: 0832 - 2592509, Fax: 0832 - 2555279,

Website: www.zuari.in ANNEXURE XI

Extract of Statement of Stand Alone UNAUDITED FINANCIAL RESULTS for the Quarter /9 months period ended December 31, 2016

Sr. No.	Particulars	3 Months Ended 31.12.2016	3 Months Ended 31.12.2015	9 Months Ended 31.12.2016	9 Months Ended 31.12.2015
1.	Total income from operations (net)	949.85	1,115.36	2,984.72	4,017.20
	Net Profit for the period (before Tax, Exceptional and/or Extraordinary Items)	39.81	12.33	56.88	26.82
١,	Net Profit / (Loss) for the period before tax (after Exceptional and/or Extraordinary Items)	34.44	0.72	(5.99)	2,79
	Net Profit / (Loss) from Continuing Operations (after Tax)	34.44	0.72	(5.99)	2.79
5.	Net Profit from Discontinued Operations (after Tax)	- 11 E E E	379 30		
	Net Profit / (Loss) for the period after Tax (after Exceptional and/or Extraordinary Items) Total Comprehensive Income / (Expense) for the period [(comprising Profit /(Loss)	22.40	0.56	(4.26)	1,80
	for the period (after Tax) and Other Comprehensive Income (after Tax)] Earnings Per Share (of Rs. 10/- each) (for continuing and discontinued operation) (of Rs. 10/- each) (not annualised):	22.30	0.98	(4.57)	3.07
(	a (a) Basic	5.33	0.13	(1.01)	0.43
	(b) Diluted	5.33	0.13	(1.01)	0.43

The above is an extract of the detailed format of the Financial results for the quarter and 9 Months period Financial Results, filed with the Stock Exchanges on 27th January 2017 under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Standalone Quarterly and 9 Months period ended Financial Results are available on the Company's website www.zuari.in and on the website of the Stock Exchanges www.nseindia.com and www.bseindia.com.

The results have been prepared in accordance with the Indian Accounting Standards ("Ind AS") prescribed under Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India. Beginning April 01, 2016, the Company has for the first time adopted Ind AS with a transition date of April 01, 2015.

Reconciliation between Financial Results for the quarter and 9 Months period ended December 31, 2015 reported earlier and as restated under Ind AS compliant Financial Results is as under-

Particulars	3 Months Ended 31.12.2015	9 Months Ended 31.12.2015
Net Profit under previous Indian GAAP (after tax)  Add / (Less)	1.60	6.75
Re-measurement of Defined Benefit Plans recognized in Other Comprehensive Income (OCI)	(0.64)	(1.93)
Additional depreciation on account of Componentisation	(1.50)	(4.47)
Effect of spares capitalised as Property, plant and equipment	(0.41)	(1.89)
Mark to Market gain /(loss) on hedged foreign exchange exposure	0.39	(0.81)
Others	0.55	1.51
Tax Impact	0.57	2.64
Net Profit for the period as per Ind AS (After tax) (A) Other Comprehensive Income	0.56	1.80
Re-measurement of Defined Benefit Plans recognized in Other Comprehensive Income (OCI)	0.64	1.94
Tax Impact	(0.22)	(0.67)
Other Comprehensive Income (After tax) (B)	0.42	1.27
Total Comprehensive income for the period under Ind AS (A+B)	0.98	3.07

The Auditors have conducted Limited Review of the Financial Results for the 9 Months period ended December 31, 2016. The Ind AS compliant corresponding figures for the quarter ended December 31, 2015 have not been subjected to limited review or audit. However, the management of the Company has exercised necessary due diligence to ensure that such financial results provide a true and fair view of its affairs.

For and on behalf of the Board of Directors

Sd/-

Kapil Mehan Managing Director DIN: 1215092

Place: Gurugram Date: January 27, 2017

तमाष देसाई सरतपासणीत यांनी सांगितले

पालिस निरक्षिक गुरुदास कदम यांनी खून प्रकरणी तपासकाम करून वरील दोघाही आरोपींविरूद्ध खनाचा गुन्हा नोंदवला होता. तिघेही कामगार

मृतदेह साळ नदीच्या पात्रात टाकून दिला. या प्रकरणी आरोपींतर्फे अंड. पीटर फर्नांडिस काम पाहत आहे.

असताना दुसऱ्या बाजूने दुवाकीवरून आलेल्या दोघांनी मंगळसूत्र हिसकावून नेले. या प्रकरणी पेडणे पोलिस स्थानकात तक्रार नोंदविली आहे.



झुआरी ॲग्रो केमिकल्स लिमिटेड नोंदणीकृत कार्यालयः जय किसान भवन, झुआरीनगर, गोवा ४०३७२६, सीआयएनः एल६५९१०जीए२००९पीएलसी००६१७७

द्र. : ०८३२-२५९२५०९, फॅक्स : ०८३२-२५५५२७९

संकेतस्थळ : www.zuari.in परिशिष्ट ११

दि. ३१ डिसेंबर २०१६ रोजी संपलेल्या तिमाही व नऊमाहीसाठी एकेरी आर्थिक निष्कर्षांचे संक्षिप्त विवरण

अ. क्र.	तपणील	३१.१२.२०१६ रोजी संपलेली तिमाही	३१,१२,२०१५ रोजी संपलेली तिमाही	३१.१२.२०१६ रोजी संपलेली नऊमाही	३१.१२.२०१५ रोजी संपलेली नऊमाही
٧.	कार्यवाहीतून एकूण उत्पन्न (निब्बळ)	989.64	१,११५.३६	२,९८४.७२	8,089.20
₹.	कालावधीसाठीचा निव्वळ नफा (कर, असामान्य आणि/किंवा असाधारण बाबींपूर्वी) करापूर्वी कालावधीसाठीचा नफा/(तोटा) (असामान्य आणि/	₹9.८१	१२.३३	५६.८८	२६.८२
	किंवा असाधारण बाबींनंतर)	38.88	0,62	(५.९९)	२,७९
8.	चालू कार्यवाहीतून निञ्चळ नफा/(तोटा) (करानंतर)	₹8.88	0.62	(4.99)	२.७९
ч.	बंद केलेल्या कार्यवाहीतून निञ्चळ नफा/(तोटा) (करानंतर)	•	**	***	4
(a	करानंतर कालावधीसाठीचा नफा/(तोटा) (असामान्य आणि/ किंवा असाधारण बाबींनंतर)	२२.४०	०.५६	(४,२६)	१.८०
<b>9</b> .	कालावधीसाठीचे (करानंतर) नफा/(तोटा) चा समावेश असलेले एकात्मिक उत्पन्न/(खर्च) आणि (करानंतर) इतर एकात्मिक उत्पन्न	२२,३०	٥.९८	(४.५७)	₹.०७
۷.	प्रति भाग मिळकत (प्रत्येकी रु.१०/-) (चाली व बंद केलेल्या कार्यवाहीसाठी)	7			
	(प्रत्येकी रु.१०/-) (अवर्षांकित)				
DIE!	(3) Had	4.33	0.83	(१.0१)	68.0
	(ब) सौम्य केलेली	4.33	0.83	(8.08)	0.83

- वरील कोष्टकात सेबी (लिस्टींग अँड आदर डिसक्लोजर रिक्वायरमेंट्स) रेग्युलेशन्स, २०१५ च्या नियमन ३३ खाली २७ जानमेवारी २०१७ रोजी स्टॉक एक्स्चेंजकडे सादर केलेल्या त्रैमासिक व नऊमासिक कालावधीसाठी आर्थिक निष्कार्षांच्या तपशीलवार नमुन्याचे संक्षिप्त विवरण आहे. त्रैमासिक व नऊमासिक आर्थिक निष्कार्षांचा संपूर्ण नमुना कंपनीच्या www.zuari.in या संकेतस्थळावर आणि स्टॉक एक्सचेंजच्या www.nseindia.com आणि www.bseindia.com या संकेतस्थळावर उपलब्ध
- २. सदर निष्कर्ष कंपनी (भारतीय लेखा प्रमाणे) नियम, २०१५ आणि भारतात सर्वसाधारणपणे स्वीकारल्या जाणाऱ्या इतर लेखा तत्वांखाली खाली विहित केलेल्या भारतीय लेखा प्रमाण (इंड एएस) अनुसार तयार केले आहेत. दि. १ एप्रिल २०१६ ला सुरवात झाल्यावर कंपनीने प्रथमच १ एप्रिल २०१५ या व्यवहार तारखेपासून (इंड एएस) लागू केले
- ३१ डिसेंबर २०१६ रोजी संपलेल्या तिमाही व नऊमाहीसाठीचे पूर्वी सादर केलेले आर्थिक निष्कर्ष आणि इंड एएस चे पालन करून पुन्हा तयार केलेल्या आर्थिक निष्कर्ष एकत्र करून खाली दिल्याप्रमाणे आहेत:

६१.१२.२०१५ रोजी संपलेली तिमाही	३१.१२.२०१५ रोजी संपलेली नऊमाही	
१,६०	६.७५	
(o, ξ ४)	(\$ 9. \$) (\varphi , \chi )	
(0.88)	(१.८९) (१.८९)	
०.५५	१.५१ २.६४	
०.५६	8.60	
٥.٤٧	8,98	
0.82	(0,5,0) <b>0,5,9</b> <b>0,5</b>	
	संपलेली तिमाही  १.६० (०.६४) (१.५०) (०.४१) ०.३९ ०.५५ ०.५७ <b>०.५६</b> ०.६४ (०.२२)	

लेखापरीक्षकांनी ३१ डिसेंबर २०१६ रोजी संपलेल्या नऊमाहीसाठीच्या आर्थिक निष्कर्षांचा मर्यादित आढावा घेतला आहे. ३१ डिसेंबर २०१५ रोजी संपलेल्या तिमाहीसाठीच्या इंड एएस पालन संलग्न रकमा मर्यादित आढावा किंवा लेखापरीक्षणाला लागू नाहीत. तथापी, कंपनीच्या व्यवस्थापनाने त्यांच्या व्यवहारात अशा आर्थिक निष्कर्षांचे सत्य व चांगले चित्र दिसेल यांची खात्री करण्यासाठी आवश्यक ती काळजी घेतली आहे. संचालक मंडळाच्या वतीने व करिता

ठिकाण : गुरगाव दिनांक : २७ जानेवारी २०१७

झुआरी ॲग्रो केमिकल्स लिमिटेडकरिता कपिल मेहन व्यवस्थापकीय संचालक डीआयएन : १२१५०९२