

Limited Review Report**Review Report to
The Board of Directors
Zuari Agro Chemicals Limited**

1. We have reviewed the accompanying statement of unaudited financial results of Zuari Agro Chemicals Limited ('the Company') for the quarter ended September 30, 2014 (the "Statement"), 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 reviewed by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review 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 above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", [specified under the Companies Act, 1956 (which are deemed to be applicable as per section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014)] and other recognised 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.

For S.R.BATLIBOI & CO. LLP
ICAI Firm registration number: 301003E
Chartered Accountants

Anil Gupta
per Anil Gupta

Partner

Membership No.: 87921

Place: Gurgaon

Date:

29/10/2014



ZUARI AGRO CHEMICALS LIMITED
 Regd. Office : Jai Kisaan Bhawan, Zuarinagar, Goa -403 726
UNAUDITED FINANCIAL RESULTS FOR HALF YEAR ENDED 30TH SEPTEMBER 2014

(Rs in Crores except where otherwise stated)

PART-I		Stand-alone Results					
Sr No	Particulars	3 Months Ended 30/09/2014	3 Months Ended 30/06/2014	3 Months Ended 30/09/2013	6 Months Ended 30/09/2014	6 Months Ended 30/09/2013	Year Ended 31/03/2014
		Un Audited	Un Audited	Un Audited	Un Audited	Un Audited	Audited
1	Income from Operations						
	(a) Net Sales/Income from Operations (net of excise duty)	1,531.61	1,029.46	1,421.48	2,561.07	2,148.58	5,175.90
	(b) Other Operating Income	3.88	4.65	2.04	8.53	4.56	27.15
	Total income from operations (net)	1,535.49	1,034.11	1,423.52	2,569.60	2,153.14	5,203.05
2	Expenses						
	(a) Cost of materials consumed	636.74	509.20	598.03	1,145.94	726.08	2,358.64
	(b) Purchase of stock-in-trade	185.83	558.63	699.63	744.46	1,533.43	1,783.89
	(c) Changes in inventories of finished goods, work- in-progress and stock-in-trade	399.84	(264.84)	(156.47)	135.00	(542.80)	(128.07)
	(d) Employee benefit expense	22.48	24.00	19.03	46.48	37.80	77.70
	(e) Depreciation and amortisation expense	2.94	5.64	5.44	8.58	10.19	20.70
	(f) Other expenses	209.32	190.38	249.86	399.70	378.04	907.88
	Total expenses	1,457.15	1,023.01	1,415.52	2,480.16	2,142.74	5,020.74
3	Profit from operations before other income, finance costs and exceptional items (1-2)	78.34	11.10	8.00	89.44	10.40	182.31
4	Other income	6.29	4.80	5.31	11.09	16.91	16.81
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	84.63	15.90	13.31	100.53	27.31	199.12
6	Finance costs	56.70	67.95	50.01	124.65	113.17	260.47
7	Profit / (Loss) from ordinary activities after finance costs and before exceptional items (5-6)	27.93	(52.05)	(36.70)	(24.12)	(85.86)	(61.35)
8	Exceptional (expenses)/income	-	-	(3.10)	-	(63.96)	82.05
9	Profit / (Loss) from ordinary activities before tax (7+ 8)	27.93	(52.05)	(39.80)	(24.12)	(149.82)	20.70
10	Tax (expense)/credit	(5.98)	14.17	-	8.19	11.68	5.44
11	Net Profit / (Loss) from ordinary activities after tax (9+10)	21.95	(37.88)	(39.80)	(15.93)	(138.14)	26.15
12	Extraordinary items (net of tax expense)	-	-	-	-	-	-
13	Net Profit / (Loss) for the period (11+ 12)	21.95	(37.88)	(39.80)	(15.93)	(138.14)	26.15
14	Paid-up equity share capital (face value Rs. 10/-)	42.06	42.06	42.06	42.06	42.06	42.06
15	Reserve excluding Revaluation Reserve as per balance sheet of previous accounting year.	-	-	-	-	-	763.59
16	Earnings per share (before extraordinary items) (of Rs.10/- each) (not annualised):						
	(a) Basic	5.22	(9.01)	(9.46)	(3.79)	(32.84)	6.22
	(b) Diluted	5.22	(9.01)	(9.46)	(3.79)	(32.84)	6.22



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UNAUDITED FINANCIAL RESULTS FOR HALF YEAR ENDED 30TH SEPTEMBER 2014

PART II

Particulars	3 Months Ended 30/09/2014	3 Months Ended 30/06/2014	3 Months Ended 30/09/2013	6 Months Ended 30/09/2014	6 Months Ended 30/09/2013	Year Ended 31/03/2014
	Un Audited	Un Audited	Un Audited	Un Audited	Un Audited	Audited
A Particulars of Shareholding						
1 Public Shareholding						
Number of shares	11,182,764	11,182,764	10,993,939	11,182,764	10,993,939	11,182,764
Percentage of shareholding	26.59	26.59	26.14	26.59	26.14	26.59
2 Promoters and Promoter Group Shareholding						
a) Pledged / Encumbered						
Number of shares	3,381,767	3,581,767	2,728,767	3,381,767	2,728,767	4,046,767
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	10.95	11.60	8.78	10.95	8.78	13.11
Percentage of shares (as a % of the total share capital of the company)	8.04	8.52	6.49	8.04	6.49	9.62
b) Non - encumbered						
Number of shares	27,493,475	27,293,475	28,335,300	27,493,475	28,335,300	26,828,475
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	89.05	88.40	91.22	89.05	91.22	86.89
Percentage of shares (as a % of the total share capital of the company)	65.37	64.89	67.37	65.37	67.37	63.79

Particulars	Quarter Ended September 30, 2014
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	0
Received during the quarter	27
Disposed of during the quarter	25
Remaining unresolved at the end of the quarter	2



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UNAUDITED FINANCIAL RESULTS FOR HALF YEAR ENDED 30TH SEPTEMBER 2014

		(Rs. In Crores except where otherwise stated)	
		Stand-alone Results	
		Un Audited	Audited
Particulars		As at 30th September, 2014	As at 31st March, 2014
A	EQUITY AND LIABILITIES		
I	Shareholders' funds		
(a)	Share capital	42.06	42.06
(b)	Reserves and surplus	743.14	763.59
	Shareholders' funds	785.20	805.65
II	Non-current liabilities		
(a)	Deferred tax liabilities (net)	8.50	16.42
(b)	Other non-current liabilities	66.72	62.37
(c)	Long-term provisions	0.57	0.69
	Sub-total - Non-current liabilities	75.79	79.48
III	Current liabilities		
(a)	Short-term borrowings	1,743.32	2,613.77
(b)	Trade payables	898.19	584.12
(c)	Other current liabilities	48.96	250.33
(d)	Short-term provisions	31.17	42.52
	Sub-total - Current liabilities	2,721.64	3,490.74
	TOTAL -EQUITY AND LIABILITIES	3,582.63	4,375.87
B	ASSETS		
I	Non-current assets		
(a)	Fixed assets	323.49	314.46
(b)	Non-current investments	328.90	328.90
(c)	Long-term loans and advances	135.20	80.37
(d)	Other non-current assets	5.01	7.12
	Sub-total - Non-Current assets	792.60	730.85
II	Current assets		
(a)	Inventories	521.80	559.04
(b)	Trade receivables	1,741.28	2,862.60
(c)	Cash and cash equivalents	238.89	1.83
(d)	Short-term loans and advances	188.83	180.40
(e)	Other current assets	99.23	41.15
	Sub-total -Current assets	2,790.03	3,645.02
	TOTAL -ASSETS	3,582.63	4,375.87



Zuari Agro Chemicals Limited


Notes to Accounts

1. Subsidy for Urea has been accounted based on Stage III parameters of the New Pricing Scheme and other adjustments as estimated in accordance with the known Policy parameters in this regard. The stage III of New Pricing Scheme which was operational for the period October 1, 2006 to March 31, 2010 was extended on provisional basis. Department of Fertilisers have notified on April 2, 2014, modified NPS-III for existing urea units for a period of one year ending March, 2015.
2. The Ammonia / Urea plants were shutdown on August 8, 2014 due to mechanical breakdown and the Ammonia / Urea plant resumed production on September 22, 2014.
3. Tax expenses include / net-off deferred tax charge / (credit).
4. In accordance with Companies Act, 2013, the Company has during the last quarter and current quarter revised the useful life of its fixed assets (including Plant & Machinery during the current quarter) to comply with the useful life as mentioned under Schedule II of the Companies Act, 2013. As per the transition provision, the Company has adjusted Rs. 0.17 crore (Previous quarter ended June 2014: Rs. 4.35 crores) [(net of deferred tax of Rs. 0.09 crore (Previous quarter ended June 2014: Rs. 2.24 crores))] with the opening balances of retained earnings. Had the Company continued to follow the earlier useful life, the depreciation expense for the quarter ended September 30, 2014 would have been higher by Rs. 2.91 crores (Previous quarter ended June 30, 2014 lower by Rs. 0.22 crore), Profit before tax would have been lower by Rs. 2.91 crores for the current quarter (Previous quarter ended June 30, 2014: loss before tax lower by Rs.0.22 crore).
5. In the previous financial year, Ministry of Agriculture, Government of India, has declared 47,635 MT (Rs. 155.61 crores) of DAP, imported by the Company as not meeting the standards specified by Fertilizer Control Order, 1985 (FCO) . In this quarter, out of the total quantity, based on the permission given by Department of Fertilisers (DOF), 31,174.15 MT has been ex-ported back and out of 16,460.85 MT remaining material lying in the field, 11428 MT has been / is being used as raw material for non-agriculture purpose. The Company has based on its estimate accounted for claim of Rs. 27.13 crores for loss suffered by it as the contract with the supplier provides that the Company has the right to claim entire amount as compensation from the supplier in the event it is found the goods are not conforming to FCO norms by laboratory authorized by Government of India and accordingly the Company has considered the aforesaid amount as fully recoverable.
6. Under the provision of Accounting Standard (AS17), the Company operates in a single segment of fertiliser operations and therefore separate segment disclosures have not been given.



7. The auditors have conducted limited review of the financial results for the quarter ended September 30, 2014. The un-audited financial results have been recommended by the Audit Committee at its meeting held on October 29, 2014 and approved by the Board of Directors at its meeting held on same day.
8. Previous period's / year's figures have been regrouped wherever necessary

For and on behalf of the Board of Directors



N. Suresh Krishnan
Managing Director

Dated: October 29, 2014
Place ; Gurgaon

