

August 1, 2018

To,

The Secretary,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE scrip Code: 534742

National Stock Exchange of India Ltd,
Exchange Plaza, 5th floor,
Plot No. cm, 'G' Block, Bandra-Kurla Complex,
Bandra (E).
Mumbai - 400 051
NSE Symbol: ZUARI

Dear Sirs,

Sub: Outcome of the Board Meeting under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the above subject, we hereby inform you that :

The meeting of the Board of Directors was held on Wednesday, the 1st August, 2018 at 11.00 A.M. and concluded at 1.30 P.M.

The Board has considered and approved the Unaudited Financial Results for the quarter ended 30th June, 2018. A Copy of the approved results alongwith Limited Review Report is enclosed herewith.

Thanking You,

Yours Faithfully,

For Zuari Agro Chemicals Limited



R.Y. Patil
Vice President & Company Secretary

Encl: As above

ZUARI AGRO CHEMICALS LIMITED

CIN No.: L65910GA2009PLC006177

Global Business Park, Tower - A, 5th Floor, M. G. Road, Sector 26, Gurgaon - 122 002, Haryana India

Tel: +91 124 482 7800 Fax: +91 124 421 2046 Email: zuari.delhi@adventz.com

www.adventz.com

Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa - 403726



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

1. We have reviewed the accompanying statement of unaudited standalone Ind AS financial results of Zuari Agro Chemicals Limited (the 'Company') for the quarter ended June 30, 2018 and year to date from April 1, 2018 to June 30, 2018 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation'), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('the Circular').
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015, as amended, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. 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.
4. Emphasis of Matter
 - a) We draw attention to Note 14 of the unaudited standalone Ind AS financial results, which describes the impact of Rs.11.62 crores as the adjustment related to assessment of the impairment of investment in MCA Phosphates Pte Ltd, a joint venture company, which has led to a restatement of the standalone financial results for the year ended March 31, 2018 and for the quarter ended March 31, 2018 included in the Statement. Our conclusion is not qualified in respect of this matter.
 - b) We draw attention to Note 16 of the unaudited standalone financial results, wherein the Company is carrying a receivable of Rs.19.49 crores in relation to the subsidy income accrued during the year ended March 31, 2013. Based on the legal opinion obtained by the Company, the amount is fully recoverable from the department of fertilizers. Pending settlement of the differential subsidy amount as more fully explained in note, the Company has not made any provision in this regard in the financial results. Our conclusion is not qualified in respect of this matter.
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 applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005



per Vishal Sharma

Partner

Membership No.: 096766



Place: Gurugram

Date: August 01, 2018

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

1. We have reviewed the accompanying statement of unaudited consolidated Ind AS financial results of Zuari Agro Chemicals Limited Group comprising of Zuari Agro Chemicals Limited (the 'Company') its subsidiaries (together referred to as 'the Group'), its joint ventures and associate, for the quarter ended June 30, 2018 and year to date from April 01, 2018 to June 30, 2018 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation'), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('the Circular').
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015, as amended, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. 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.
4. We draw attention to Note 18 of the unaudited consolidated Ind AS financial results which include the Group's share of total comprehensive income (comprising of profits and other comprehensive income) of Rs.567.17 lacs for the quarter and for the period ended June 30, 2018 in respect of one joint venture including its associate, both located outside India, whose financial statements and other financial information have not been subject to a review and has been compiled by the management in accordance with accounting principles generally accepted in the respective country. Accordingly, we are unable to comment on the financial impact, if any, on the statement of unaudited consolidated financial results if the same had been reviewed or audited. The Company's management has converted the financial statements of such joint venture located outside India from accounting principles generally accepted in the respective country to accounting principles generally accepted in India. We have only reviewed these conversion adjustments made by the Company's management.
5. We draw attention to Note 19 of the unaudited consolidated Ind AS financial results include financial results and other financial information in respect of one subsidiary located outside India, whose financial results and other financial information reflect total revenue of Rs.39.55 lacs and total comprehensive loss (comprising of loss and other comprehensive income) of Rs.82.17 lacs for the quarter and the period ended on that date have not been subject to a review and has been compiled by the management in accordance with accounting principles generally accepted in the respective country. Accordingly, we are unable to comment on the financial impact, if any, on the statement of unaudited consolidated financial results if the same had been reviewed or audited. The Company's management has converted the financial statements of such subsidiary located outside India from accounting principles generally accepted in the respective country to accounting principles generally accepted in India. We have only reviewed these conversion adjustments made by the Company's management.



6. Emphasis of Matter

- a) We draw attention to Note 14 of the unaudited consolidated Ind AS financial results, which describes the impact of Rs.11.62 crores as the adjustment related to assessment of the impairment of investment in MCA Phosphates Pte Ltd, a joint venture company, which had led to a restatement of the consolidated financial results for the year ended March 31, 2018 included in the Statement. Our conclusion is not qualified in respect of this matter.
 - b) We draw attention to Note 16 of the unaudited consolidated Ind AS financial results, wherein the Company is carrying receivable of Rs.19.49 crores in relation to the subsidy income accrued during the year ended March 31, 2013. Based on the legal opinion obtained by the Company, the amount is fully recoverable from the department of fertilizers. Pending settlement of the differential subsidy amount as more fully explained in note, the Company has not made any provision in this regard in the financial results. Our conclusion is not qualified in respect of this matter.
 - c) We draw attention to Note 9 to the unaudited consolidated Ind AS financial results regarding Urea Concession Income from the Government of India (GOI) in case of one subsidiary, which is being recognised based on estimates, and changes, if any, are recognised in the year of finalisation of the prices by the GOI under the scheme. Our conclusion is not qualified in respect of this matter.
7. The unaudited consolidated Ind AS financial results include the Group's share of total comprehensive income (comprising of profits and other comprehensive income) of Rs.457.99 lacs for the quarter and for the period ended June 30, 2018, as considered in the unaudited consolidated Ind AS financial results, in respect of a joint venture including its subsidiary (a joint venture of the Company), whose financial results, other financial information have been reviewed by other auditor and whose report has been furnished to us by the management. Our conclusion, in so far as it relates to the affairs of this joint venture is based solely on the report of the other auditor. The comparative Ind AS financial information of the joint venture including its subsidiary for the corresponding quarter ended June 30, 2017 as reported in the unaudited consolidated Ind AS financial results have been presented solely based on the information compiled by the management which have been approved by the Board of Directors of the Joint Venture but have not been subjected to review. The figures for the quarter ended March 31, 2018 in respect of the joint venture including its subsidiary are the balancing figures between the audited figures in respect of the full financial year ended March 31, 2018 on which the other auditor has expressed an unmodified opinion dated May 23, 2018 and unaudited year to date figures upto December 31, 2017 based on the information compiled by the management which have been approved by the Board of Directors of the Joint Venture but have not been subjected to review. Our conclusion is not modified in respect of this matter.
8. Based on our review conducted as above and based on the consideration of the reports of other auditors on the unaudited separate quarterly financial results and on the other financial information of subsidiary and joint venture, read with para 6 above, except for the possible effects of the matter described in para 4 and 5 above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited consolidated Ind AS financial results prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.
9. We have not audited or reviewed the comparative Ind AS financial information of the Company for the corresponding quarter ended June 30, 2017 which have been presented solely based on the information compiled and approved by the management. The figures for the quarter ended March 31, 2018 are the balancing figures between the audited figures in respect of the full financial year ended March 31, 2018 and the unaudited year to date figures upto December 31, 2017. The Unaudited year to date figures upto December 31, 2017 approved by the management was not subject to any limited review or audit.



S.R. BATLIBOI & Co. LLP

Chartered Accountants

10. The comparative Ind AS financial results and other financial information of one of the subsidiary for the corresponding quarter and period ended June 30, 2017, included in these unaudited consolidated Ind AS financial results, were reviewed by the predecessor auditor who expressed an unmodified conclusion on those financial results and information on July 29, 2018.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005



per Vishal Sharma

Partner

Membership No.: 096766

Place: Gurugram

Date: August 01, 2018



ZUARI AGRO CHEMICALS LIMITED
 Regd. Office : Jai Kisaan Bhawan, Zuarinagar, Goa -403 726, CIN -L65910GA2009PLC006177
STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2018

(Rs. in Crore)

Sr No	Particulars	STANDALONE				CONSOLIDATED			
		3 months ended	3 months ended	3 months ended	Year ended	3 months ended	3 months ended	3 months ended	Year ended
		30/06/2018	30/06/2017	31/03/2018 (Restated - Refer Note 14 below)	31/03/2018 (Restated - Refer Note 14 below)	30/06/2018	30/06/2017	31/03/2018	31/03/2018 (Restated - Refer Note 14 below)
		Unaudited	Unaudited	(Audited - Refer Note 21 below)	Audited	Unaudited	Unaudited	(Audited - Refer Note 21 below)	Audited
1	Revenue								
	(a) Income from Operations	1,346.83	744.43	1,117.64	4,649.96	2,000.52	1,325.25	1,701.31	7,270.86
	(b) Other Income	15.72	15.97	33.14	81.25	16.88	16.60	35.68	87.14
	Total Revenue	1,362.55	760.40	1,150.78	4,731.21	2,017.40	1,341.85	1,736.99	7,358.00
2	Expenses								
	(a) Cost of materials consumed	599.76	425.01	619.51	2,203.47	879.33	729.26	959.47	3,475.16
	(b) Purchase of stock-in-trade	697.05	385.57	249.79	1,410.89	938.48	753.67	313.12	2,057.46
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(281.63)	(290.12)	(54.12)	(234.32)	(323.47)	(553.56)	(89.08)	(345.70)
	(d) Employee benefit expense	24.63	24.53	21.67	93.03	43.61	41.36	37.62	163.10
	(e) Depreciation and amortisation expense	10.89	9.87	11.29	42.58	20.72	18.74	22.53	82.53
	(f) Excise duty	-	3.07	-	2.39	-	7.05	(0.28)	6.08
	(g) Finance costs	84.64	69.38	90.11	315.82	116.42	92.38	115.31	403.58
	(h) Other expenses	238.89	171.52	219.75	832.67	361.35	296.18	377.61	1,379.63
	Total expenses	1,374.23	798.83	1,158.00	4,666.53	2,036.44	1,385.08	1,736.30	7,221.84
3	Profit/ (Loss) before exceptional items and tax (1-2)	(11.68)	(38.43)	(7.22)	64.68	(19.04)	(43.23)	0.69	136.16
4	Exceptional (expenses)	-	-	(25.56)	(25.56)	-	-	(25.56)	(25.56)
5	Share of profit (loss) of an associate and a joint venture	-	-	-	-	4.76	11.64	(4.70)	58.49
6	Profit / (Loss) before tax (3+4+5)	(11.68)	(38.43)	(32.78)	39.12	(14.28)	(31.59)	(29.57)	169.09
7	Tax expense/ (credit)								
	(a) Current Tax	-	-	(0.15)	17.99	-	-	4.42	35.66
	(b) MAT Credit	-	-	0.15	(17.99)	-	-	13.25	(17.99)
	(c) Deferred Tax Charge (Credit)	(3.35)	(11.02)	(6.52)	23.79	(6.29)	(11.90)	(31.42)	20.59
	(d) Deferred tax Charge (Credit) of earlier years (Net)	-	-	0.37	(15.00)	-	-	0.37	(15.00)
	Net Tax expense/(credit)	(3.35)	(11.02)	(6.15)	8.79	(6.29)	(11.90)	(13.38)	23.26
8	Net Profit / (Loss) for the period/year (6-7) (a)	(8.33)	(27.41)	(26.63)	30.33	(7.99)	(19.69)	(16.19)	145.83
9	Other Comprehensive income / (expense) (net of tax)								
	A Items that will not be reclassified to profit or loss								
	Re-measurement gains (losses) on defined benefit plans	1.98	0.13	1.69	0.64	2.16	0.17	2.34	0.39
	Income tax relating to items that will not be reclassified to profit or loss	(0.69)	(0.05)	(0.59)	(0.22)	(0.76)	(0.06)	(0.81)	(0.14)
	Net (loss) gain on FVTOCI financial instruments	(10.65)	(10.82)	(15.37)	(13.73)	(10.65)	(10.82)	(15.37)	(13.73)
	Income tax effect	-	-	-	-	-	-	-	-
	Share of OCI of an associate and a joint venture	-	-	-	-	(0.46)	-	0.28	1.03
	B Items that will be reclassified to profit or loss								
	Share of OCI of an associate and a joint venture	-	-	-	-	5.95	(0.08)	0.69	(0.99)
	Exchange differences on translation of foreign operations	-	-	-	-	0.15	-	0.03	0.03
	Total Other Comprehensive Income/(loss) (b)	(9.36)	(10.74)	(14.27)	(13.31)	(3.61)	(10.79)	(12.84)	(13.41)
10	Total Comprehensive Income/(loss) for the period/year (a+b)	(17.69)	(38.15)	(40.90)	17.02	(11.60)	(30.48)	(29.03)	132.42
11	Share of Profit (Loss) of Associate								
	Profit attributable to:								
	Owners of the equity	-	-	-	-	(6.15)	(18.19)	(25.73)	117.36
	Non-controlling interest	-	-	-	-	(1.84)	(1.50)	9.54	28.46
	Other comprehensive income attributable to:								
	Owners of the equity	-	-	-	-	(3.67)	(10.80)	(13.04)	(13.34)
	Non-controlling interest	-	-	-	-	0.06	0.01	0.20	(0.07)
	Total comprehensive income attributable to:								
	Owners of the equity	-	-	-	-	(9.82)	(28.99)	(38.77)	104.02
	Non-controlling interest	-	-	-	-	(1.78)	(1.49)	9.74	28.39
12	Paid-up Equity Share Capital (face value Rs. 10 - per share)	42.06	42.06	42.06	42.06	42.06	42.06	42.06	42.06
13	Other Equity as per balance sheet of previous accounting year	-	-	-	631.78	-	-	-	1,422.66
14	Earnings/ (Loss) per share (before extraordinary items) (of Rs.10/- each) (not annualised):								
	(a) Basic (Rs.)	(1.98)	(6.52)	(6.33)	7.21	(1.46)	(4.33)	(6.12)	27.91
	(b) Diluted (Rs.)	(1.98)	(6.52)	(6.33)	7.21	(1.46)	(4.33)	(6.12)	27.91



Notes:

1. The above un-audited standalone and consolidated financial results of Zuari Agro Chemicals Limited ('The Company'), for the quarter ended June 30, 2018 have been reviewed by the Audit Committee and taken on record by the Board of Directors of the Company in their respective meetings held on August 01, 2018. The Statutory Auditors have conducted a "Limited Review" of these results in terms of regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The standalone & consolidated financial results have been prepared in accordance with the Indian Accounting Standards ("Ind AS") specified in the Companies (Indian Accounting Standards) Rules 2015 (as amended) under section 133 of the Companies Act 2013 (the "accounting principles generally accepted in India").
3. Ind AS 115 "Revenue from Contracts with Customers", mandatory for reporting periods beginning on or after April 1, 2018, replaces existing revenue recognition requirements. Under the modified retrospective approach there were no significant adjustments required to the retained earnings at April 1, 2018 in standalone and consolidated financial results. Also, the application of Ind AS 115 did not have any significant impact on recognition and measurement of revenue and related items in the standalone and consolidated financial results.
4. The certificate of CEO and CFO in terms of regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of above results have been placed before Board of Directors.
5. The financial results of the following entities have been consolidated with the financial results of the Company, herein after referred to as "the Group"

Subsidiaries:

- a) Mangalore Chemicals & Fertilizers Limited (MCFL)
- b) Adventz Trading DMCC (ATD)

Joint Ventures:

- a) Zuari Maroc Phosphates Private Limited (ZMPPL)
- b) Paradeep Phosphates Limited (PPL) (subsidiary of ZMPPL)
- c) MCA Phosphates Pte Ltd (MCAP)

Associate of Joint Ventures:

- a) Fosfatos del Pacifico S.A. (FDP) (associate of MCAP)

6. Revenue from operations in the standalone and consolidated financial results for the quarters ended June 30, 2018 and March 31, 2018 and the year ended March 31, 2018 are not comparable with quarter ended June 30, 2017, since revenue in this quarter and year ended is net of Goods and Service Tax (GST) effective July 1, 2017, whereas Excise Duty formed part of other expenses in the quarter ended June 30, 2017.
7. Vide notification number 26/ 2018 dated June 13, 2018, the department has amended definition of "Net Input Tax Credit (ITC)" for the purpose of GST refund on account of inverted duty structure with effect from July 01, 2017 to include ITC availed only on inputs which excludes input services. The Company and the Group includes the Company has claimed GST refund with respect to input services effective July 01, 2017 till April 17, 2018 which aggregates to Rs 18.79 crores and Rs 28.57 crores (net of amount eligible for recovery as subsidy) respectively. Based on a tax opinion, the management of the Group is confident that no liability including interest, if any, would arise from the same.
8. Mangalore Chemicals and Fertilizers Limited (MCFL), a subsidiary of the Company had engaged an independent firm to carry out forensic review of certain transactions relating to investment in preference shares of Bangalore Beverages Limited and advances to United Breweries (Holdings) Limited, which indicated that these transactions may have involved irregularities. These investment and advances aggregating to Rs.216.68 crores in the books of the subsidiary company were fully provided for during the year ended March 31, 2016.



Zuari Fertilisers and Chemicals Limited (ZFCL), the then holding company of MCFL, (now merged with the Company) had filed a petition before the National Company Law Tribunal, Bengaluru ("NCLT") to claim accountability of erstwhile promoter group for the aforesaid irregularities. The matter is currently pending before the NCLT.

9. The standalone and consolidated financial results for the quarter ended June 30, 2018 have been prepared on the basis of notified concession price of Urea under New Urea Policy 2015, which are further adjusted for input price escalation / de-escalation, as estimated on the basis of prescribed norms.

Mangalore Fertilizers and Chemicals Limited (MCFL) a subsidiary company recognizes Urea concession income as per Government of India (GOI) notification dated June 17, 2015 which is based on estimates and changes, if any, and are recognized in the year of finalization of the prices by the GOI under the scheme. Accordingly, revenue from operations for the quarter and the year ended March 31, 2018 include additional urea concession income of Rs. 20.69 crores relating to immediately preceding financial year recognized on finalization of escalation/de-escalation claims.

The subsidy on Phosphatic and Pottasic fertilizers has been accounted based on the rates announced by the GOI under Nutrient Based Subsidy Policy, from time to time.

10. Under the provision of Ind AS 108, the Company/Group operates in a single segment of fertilizer operations and therefore separate segment disclosures have not been given.
11. The Ammonia, Urea and ABC plants of MCFL a subsidiary were shutdown from April 25, 2018 to June 10, 2018 for planned maintenance activities.
12. There has been a deadlock between the Company and its JV partner Mitsubishi in its rock phosphate mining project through MCA Phosphate Pte Ltd (MCAP), about certain impairments recorded in the financial statements of MCAP for financial years 2015-16 and 2016-17. On February 15, 2018, MCAP had issued a share offer notice by virtue of which the Company was offered to subscribe to certain ordinary shares. In light of the objections already raised by the Company in regard to the impairment and adoption of accounts and the nominal value at which the shares were issued, it did not subscribe to the rights issue. On May 30, 2018, the Company obtained the clarification from the JV partner that its shareholding in MCAP has been diluted from 30% to 0.17% with effect from April 01, 2018.

The Company initiated legal proceedings before the High Court of Singapore on June 04, 2018 seeking certain relief. The matter was heard on June 07, 2018 and the Company has been advised that, pending adjudication of the application, an order has been passed by the High Court of Singapore mandating that *inter alia* no steps should be taken: i) in respect of any matter specified as a super-majority decision in the shareholders agreement dated December 20, 2011, without the prior written consent of the Company, to, among other things, preserve the Company's original investment; and ii) no steps should be taken to change the shareholding of MCAP or to amend the Articles of Association of MCAP or to act in any manner inconsistent with the shareholders agreement mentioned above. The Company has also initiated arbitration proceedings against the JV partner in accordance with the arbitration rules of the International Chamber of Commerce.

13. The Company is planning to set up a Phosphatic fertilizer plant in Ras-Al-Khaimah (RAK) in United Arab Emirates in collaboration with Ras-Al-Khaimah Maritime City Free Zone Authority. Expenditure on feasibility study and related expenditure amounting to Rs. 32.12 crores have been carried forward, pending decision on issue of shares to the Company in the proposed Joint Venture project. The JV Company has been incorporated and definitive agreement between the shareholders have been completed which also provides for the re-imburement of these expenses by the JV Company. These expenditures have been approved by the JV Company. The Company is in discussion with various EPC contractors and rock phosphate suppliers with regard to the implementation of the project.



14. In respect of the Company's investment of Rs.119.43 crores in the rock phosphate mining project (which is under development) through MCA Phosphate Pte Ltd, a joint venture company, the Company had not considered any impairment loss till the time of finalization of the financial statements for the year ended March 31, 2018.

The joint venture company though had provided for diminution in the entire value of said investment, which the Company is not in agreement with since the same is not in accordance with the shareholders agreement with the joint venture company, and also the project company where the MCA phosphate Pte Ltd has made the investment, had not made any provision for any impairment.

During the current quarter, the Company has assessed the fair value of the said investment based on the fair valuation done by an independent valuer and have concluded that the impairment loss was required to be recognised. Accordingly, the company has recognized an impairment loss of Rs.11.62 crores in the standalone and consolidated financial results and the figures for the quarter ended and year ended March 31, 2018 have been appropriately restated and disclosed under exceptional items as per Ind AS 8 "Accounting Policies, Change in Accounting Estimates and Errors".

Disclosure pursuant to Ind AS 8 "Accounting Policies, Change in Accounting Estimates and Errors" (specified under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2015) is as below:

(Rs in crores)

Particulars	Standalone				Consolidated (yearly)			
	Profit before tax	Profit after tax	Earnings per Share* (Rs)	Total Comprehensive Income	Profit before tax	Profit after tax	Earnings per Share* (Rs)	Total Comprehensive Income
Quarter Ended March 31, 2018 (Restated)	(32.78)	(26.63)	(6.33)	(40.90)	-	-	-	-
Quarter Ended March 31, 2018 (Published)	(21.16)	(15.01)	(3.57)	(29.25)	-	-	-	-
Year Ended March 31, 2018 (Restated)	39.12	30.33	7.21	17.02	169.09	145.83	27.91	132.42
Year Ended March 31, 2018 (Published)	50.74	41.95	9.97	28.64	180.71	157.45	30.67	144.04

*Basic & diluted

15. Exceptional items for the quarter ended March 31, 2018 and year ended March 31, 2018 included the above results represent provision made against Inter Corporate Deposits including interest accrued and impairment of the Company's investment in the rock phosphate mining project (which is under development) through MCA Phosphate Pte Ltd (Refer note 14 above).
16. The Company is carrying a receivables of Rs 19.49 crore for the period February 2013 & March 2013 on account of accrual of subsidy income at higher rate in comparison to rate at which subsidy is granted. However, as per the office Memorandum dated April 16, 2018 issued by the Department of Fertilizer, the Government has ex-post facto approved the subsidy paid on specific quantity of P&K fertilizer received in the district during February 2013 and March 2013 months in different year since 2012-13 at the rates fixed for the next financial year which were lower than the rate approved by cabinet /CCEA for that year. The Company has represented to the Department of Fertilizer that the material moved in February 2013 and March 2013 was part of the approved movement plan of January 2013



and hence NBS rates of 2013 should be applicable. The Company has obtained a legal opinion and if required will take appropriate recourse to recover this amount. The company is hopeful to realize the aforesaid amount hence no provision for Rs 19.49 crores has been made in the accounts.

17. Receivables on account of interest from dealers on delayed payment were hitherto recognized once the principal payment of particular invoice received from the dealer. However, the Company has during the quarter and year ended March 31, 2018 changed its policy of accruing overdue interest fully on accrual basis to the extent the Company is reasonably certain of their ultimate collection. This change of policy had resulted into profit before tax for the year being higher by Rs 23.01 crores (on standalone and consolidated basis) for the quarter and year ended March 31, 2018.
18. The consolidated Ind AS financial results include the Group's share of total comprehensive income (comprising of profits and other comprehensive income) of Rs.5.67 crores for the quarter ended June 30, 2018 in respect of one of the joint ventures including its associate, both located outside India, whose financial statements and other financial information have not been subject to a review and has been compiled by the management in accordance with accounting principles generally accepted in the respective country. The Company's management has converted the financial statements of such joint venture located outside India from accounting principles generally accepted in the respective country to accounting principles generally accepted in India.
19. The consolidated Ind AS financial results include financial results and other financial information in respect of one subsidiary located outside India, whose financial results and other financial information reflect total revenue of Rs.39.55 lacs and total comprehensive loss (comprising of loss and other comprehensive income) of Rs.82.17 lacs for the quarter and the period ended on that date have not been subject to a review and has been compiled by the management in accordance with accounting principles generally accepted in the respective country. The Company's management has converted the financial statements of such subsidiary located outside India from accounting principles generally accepted in the respective country to accounting principles generally accepted in India.
20. Hon'ble National Company Law Tribunal (NCLT), Bench at Mumbai has sanctioned the scheme of amalgamation of Zuari Fertilizers and Chemicals Limited (ZFCL), Zuari Speciality Fertilizers Limited (ZSFL) and Zuari Agri Sciences Limited (ZASL) with the Company effective date being April 1, 2015, vide its order dated September 14, 2017. The scheme has become effective from November 13, 2017. Consequently, the figures (including earning per share) for the quarter ended June 30, 2017 have been revised and restated giving effect of the scheme and have been reviewed by the statutory auditors and audit committee of the company.
21. The figures of the preceding quarter ended March 31, 2018 are the balancing figures between the audited figures for the full financial year and the published year to date figures up to the third quarter of that financial year.

For and on behalf of Board of Directors


Sunil Sethy
Managing Director
DIN 00244104

Date : August 01, 2018
Place : Gurugram

