PUNJAB CHEMICALS

AND CROP PROTECTION LTD.

Corporate Office :
Oberoi Chambers II, 4th / 5th Floor, 645 / 646, New Link Road, Andheri (W), Mumbai-400053. INDIA.
Tel: 91-22-26747900 Fax : 91-22-26736193/78 E-mail : enquiry@punjabchemicals.com • Website : www.punjabchemicals.com

Date: 29.05.2018

By E-filing

The Manager
Department of Corporate Services
Bombay Stock Exchange Limited
1st Floor, New Trading Wing, P.J Towers
Dalal Street Fort
MUMBAI-400 001

Scrip Code: 506618
Tel No.: 022-22728073

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
MUMBAI-400 051
Scrip Symbol: PUNJABCHEM
Tel No.: 022-26598235/26598458

Sub: **Standalone & Consolidated Audited Financial Results for the Quarter and Financial Year ended on 31st March, 2018.**

Dear Sirs,

We wish to inform you that at the Meeting of the Board of Directors of the Company held on Tuesday, the 29th May, 2018, the Board considered and approved the Audited Financial Statements (Standalone & Consolidated) of the Company for the year ended 31st March 2018 which were earlier reviewed by the Audit Committee at their meeting held today.

Pursuant to Regulation 33 (3)(d) of the SEBI (LODR) Regulations, 2015, please find enclosed herewith the following:

1. Audited Standalone Financial Results for the quarter / year ended 31st March, 2018 along with the Statement of Assets and Liabilities as on 31st March, 2018, Auditors' Report thereon.

It is noted that there is no qualification in the Auditor's Report. Therefore, there is no impact on the standalone financial results of the Company.

2. Audited Consolidated Financial Results for the year ended 31st March, 2018 along with the Statement of Assets and Liabilities as on 31st March, 2018, Auditors' Report thereon.

There is a "Disclaimer of Opinion" in the Auditor's Report of Consolidated Financial Results. Therefore, Statement on impact of Audit Qualifications (for audit report with modified opinion) by the listed entities under Regulation 33/52 of SEBI (LODR), (Amendment) Regulations, 2016 is attached as Annexure 1.

Contd:-

PUNJAB CHEMICALS & CROP PROTECTION LTD.

Pursuant to Regulation 30 of the SEBI (LODR), the Board has further noted, considered and approved the following matters:

1. Acceptance of the Resignation of Smt Sindhu Seth, Director from the Board of Directors of the Company.

2. Co-option of Smt. Aruna Bhinge as a Woman Director designated as Additional Director of the Company.

3. To hold the next Annual General Meeting of the Company on 20th September, 2018.

4. The register of Members and Share Transfer Books of the Company will be closed from 13th September, 2018 to 20th September, 2018 (both days inclusive) for annual closing.

The Board Meeting commenced at 11.30 a.m. and concluded at 5.15 p.m..

This is for your information and record please.

Thanking you,

Yours faithfully
For **PUNJAB CHEMICALS AND CROP PROTECTION LIMITED**

PUNJAB CHEMICALS & CROP PROTECTION LTD. MUMBAI

(CS PUNIT K ABROL)
SR. V.P. (FINANCE) & SECRETARY

Encl: A/a.

Punjab Chemicals and Crop Protection Limited
Regd. Office : Milestone 18, Ambala Kalka Road, Village & P.O. Bhankharpur, Derabassi
Dist. SAS Nagar, Mohali (Punjab)-140201
Tel. : 01762-280086, 280094, Fax No. 01762-280070
CIN: L24231PB1975PLC047063
Email : info@punjabchemicals.com Website: www.punjabchemicals.com

Statement of Standalone Audited Financial Results for the quarter and year ended 31 March 2018

(Rs in Lakhs)

Particulars	Standalone				
	Quarter Ended			Year Ended	
	31.03.2018 (Audited)	31.12.2017 (Unaudited)	31.03.2017 (Audited)	31.03.2018 (Audited)	31.03.2017 (Audited)
1 Revenue from operations	14,556	12,423	12,376	49,077	42,215
2 Other income	346	198	2,357	1,142	3,000
3 Total income (1+2)	14,902	12,621	14,733	50,219	45,215
4 Expenses:					
(a) Cost of materials consumed	8,667	7,995	7,546	29,593	24,321
(b) Purchases of stock in trade	94	-	214	156	242
(c) Changes in inventories of finished goods, work in progress and stock in trade	(47)	15	(459)	(289)	(385)
(d) Excise duty on sales	-	-	280	267	1,124
(e) Employee benefits expense	1,474	1,339	1,233	5,428	4,844
(f) Finance costs	425	404	518	1,751	2,174
(g) Depreciation and amortization expense	351	354	351	1,394	1,431
(h) Other expenses	2,862	2,425	5,513	10497	11,601
Total expenses	13,826	12,532	15,196	48,797	45,352
5 Profit/(loss) before exceptional items and tax (3-4)	1,076	89	(463)	1,422	(137)
6 Exceptional items					
- Write back of borrowings along with accrued interest on one time settlement	-	-	-	326	-
7 Profit/(loss) before tax (5+6)	1,076	89	(463)	1,748	(137)
8 Income tax expense	(376)	51	160	(708)	(73)
9 Profit/(loss) for the period (7-8)	700	140	(303)	1,040	(210)
10 Other comprehensive income/(expense)					
(A) (i) Item that will not to be reclassified to profit or loss	(27)	2	(1)	(21)	20
(ii) Income tax relating to items that will not be reclassified to profit or loss	7	-	-	7	(7)
(B) (i) Item that will be reclassified to profit or loss	-	-	-	-	-
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
11 Total comprehensive income/(expense) for the period (9+10)	680	142	(304)	1,026	(197)
12 Earnings per equity share:					
- Basic and diluted (of Rs. 10 each)	5.71	1.14	(2.47)	8.48	(1.71)
13 Paid up equity share capital (Face value of share - Rs.10 each)	1,226	1,226	1,226	1,226	1,226
14 Reserves (excluding revaluation reserve)				6,987	5,961
See accompanying notes to the standalone audited financial results					

Punjab Chemicals & Crop Protection Ltd.

BSR & Co. LLP Chartered Accountants

Punjab Chemicals and Crop Protection Limited
Statement of Standalone Audited Assets and Liabilities

(Rs in Lakhs)

	As at 31 March 2018	As at 31 March 2017
ASSETS		
Non-current assets		
Property, plant and equipment	14,717	13,581
Capital work-in-progress	244	496
Investment property	2,442	2,611
Other intangible assets	511	709
Intangible assets under development	172	126
Financial assets		
- Investments	140	487
- Trade receivables	-	-
- Loans	226	199
- Other financial assets	-	175
Deferred tax assets (net)	615	1,070
Current tax assets (net)	647	884
Other non-current assets	60	96
Total non-current assets	**19,774**	**20,434**
Current assets		
Inventories	6,700	5,496
Financial assets		
- Investments	3	3
- Trade receivables	4,120	4,787
- Cash and cash equivalents	375	167
- Other bank balances	165	62
- Loans	2,455	2,649
- Other financial assets	1,018	775
Other current assets	2,201	1,319
Total current assets	**17,037**	**15,258**
Total assets	**36,811**	**35,692**
EQUITY AND LIABILITIES		
Equity		
Equity share capital	1,226	1,226
Other equity	6,987	5,961
Total equity	**8,213**	**7,187**
Liabilities		
Non-current liabilities		
Financial liabilities		
- Borrowings	4,819	6,015
Provisions	1,965	1,721
Other non-current liabilities	22	6
Total non-current liabilities	**6,806**	**7,742**
Current liabilities		
Financial liabilities		
- Borrowings	5,281	4,986
- Trade payables	10,590	8,057
- Other financial liabilities	4,735	6,095
Other current liabilities	733	1,194
Provisions	321	214
Current tax liabilities (net)	132	217
Total current liabilities	**21,792**	**20,763**
Total liabilities	**28,598**	**28,505**
Total equity and liabilities	**36,811**	**35,692**

Current and non-current classification of borrowings is based on contractual maturities

Punjab Chemicals & Crop Protection Ltd.

B S R & Co. LLP Chartered Accountants

PUNJAB CHEMICALS AND CROP PROTECTION LIMITED

Notes:

i) Standalone audited financial results for the quarter and year ended 31 March 2018 are in compliance with the Indian Accounting Standards (Ind-AS) prescribed under section 133 of the Companies Act 2013. Consequently, erstwhile Indian Generally Accepted Accounting Principles (IGAAP) results for the quarter and year ended 31 March 2017 as were audited by erstwhile auditor, have been restated to make them comparable. Reconciliation of net profit and equity as reported under erstwhile IGAAP and as restated now under Ind-AS is as under:

(Rs. in Lakhs)

Particulars	Equity	Net Profit	
	As at	Quarter ended	Year ended
	31-Mar	31-Mar	31-Mar
	(Audited)	(Audited)	(Audited)
	2017	2017	2017
Net profit / (loss) as reported under erstwhile IGAAP	5,665	(402)	213
a) Actuarial gain on defined benefit plans reclassified to Other Comprehensive Income	-	13	(8)
b) Finance cost adjustment on account of Fair valuation of borrowings	532	(89)	(367)
c) Fair value of investments	(136)	-	-
d) Others	169	25	25
e) Tax*	957	150	(73)
Net Profit / (loss) now reported under Ind-AS	**7,187**	**(303)**	**(210)**

* Includes tax effect of above mentioned items and adjustment for reassessment of probability of realization of unrecognized deferred tax asset

ii) The Company is engaged in the single operating segment "Performance Chemicals".

iii) Revenue from operations for the current period and immediately preceding quarter is not comparable with the previous periods as the same is net of Goods and Service Tax (GST) whereas excise duty formed part of expense till 31 June 2017. The comparative revenue from operations of the company is given below:

Particulars	Quarter ended			Year ended	
	31 March	31 December	31 March	31 March	31 March
	2018 (Audited)	2017 (Unaudited)	2017 (Audited)	2018 (Audited)	2017 (Audited)
Revenue from operations (including excise duty)	14,556	12,423	12,376	49,077	42,215
Less: Excise duty on sales	-	-	280	267	1,124
Revenue from operations (net of excise duty)	14,556	12,423	12,096	48,810	41,091

Punjab Chemicals & Crop Protection Ltd.

BSR & Co. LLP Chartered Accountants

iv) During the current year, STS Chemicals ('UK') Limited and SD Agchem (Europe) NV, Belgium, (SD Agchem), wholly owned subsidiaries of the Company have on 28 September 2017 sold their entire stake in Sintesis Quimica, S.A.I.C, Argentina, a step down subsidiary of the Company to a unrelated third party after completion of necessary legal formalities in India and Argentina.

v) The figures for the quarter ended 31 March 2018 and the corresponding quarter in the previous year are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of third quarter of the relevant financial year. Also, the figures upto the end of the third quarter had only been reviewed and not subjected to audit. Further, previous period figures have been regrouped/reclassified to confirm to the current year classification.

vi) The above standalone audited financial results were reviewed by the Audit Committee and have been approved at the meeting of the Board of Directors held on 29 May 2018. The audit report of the Statutory Auditors is being filed with the BSE and National Stock Exchange. For more details on consolidated audited results, visit the financials section of our website at www.punjabchemicals.com and Financial Results at Corporate section of www.nseindia.com and www.bseindia.com.

For and on behalf of the Board of Directors

SHALIL SHROFF
MANAGING DIRECTOR
(DIN: 00015621)

Place: Mumbai
Date: 29 May 2018

BSR & Co. LLP Chartered Accountants

Punjab Chemicals & Crop Protection Ltd.

B S R & Co. LLP
Chartered Accountants

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Independent Auditor's Report on the Statement of Audited Results of Punjab Chemicals and Crop Protection Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
Board of Directors of **Punjab Chemicals and Crop Protection Limited**

1. We have audited the accompanying annual standalone financial results of Punjab Chemicals and Crop Protection Limited ('the Company') for the year ended 31 March 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Attention is drawn to the fact that the figures for the quarter ended 31 March 2018 and the corresponding quarter ended in the previous year as reported in these standalone financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the relevant financial year. Also the figures up to the end of the third quarter had only been reviewed and not subjected to audit.

2. These financial results have been prepared on the basis of the annual standalone Ind AS financial statements and reviewed quarterly standalone financial results upto the end of the third quarter which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of the annual standalone Ind AS financial statements which have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Indian Accounting Standards) Rules, 2015 as per 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.

3. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

4. The financial results for the quarter and year ended 31 March 2017 included in the financial results, are based on the previously issued results of the Company prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the predecessor auditor whose report for the year ended 31 March 2017 dated 25 May 2017 expressed an unmodified opinion on those financial results, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Indian Accounting Standards ("Ind AS"), which have been audited by us.

5. In our opinion and to the best of our information and according to the explanations given to us, these standalone financial results:

(i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

(ii) give a true and fair view of the net profit and other comprehensive income and other financial information for the year ended 31 March 2018.

For **B S R & Co. LLP**
Chartered Accountants
Registration No.: 101248W/W-100022

Pravin Tulsyan
Partner
Membership No: 108044

Place: Mumbai
Date: 29 May 2018

PUNJAB CHEMICALS
AND CROP PROTECTION LTD.

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BY E-FILING

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MUMBAI-400 051
Scrip Symbol: PUNJABCHEM
Tel No.: 022-26598235/26598458

Sub Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Audit Report with Unmodified Opinion

Pursuant to Regulation 33(3)(d) of SEBI (Listing 'Obligations and Disclosure Requirements) Regulations, 2015, we hereby declare that BSR & CO., LLP, Chartered Accountants (Registration Number 101248W/W-100022 have issued unmodified opinion in respect of the Audited Financial Results (Standalone) of the Company for the year ended 31ST March, 2018.

Please take the above documents on record and oblige.

Thanking you,

Yours faithfully
For **PUNJAB CHEMICALS AND CROP PROTECTION LIMITED**

SHALIL SHROFF
MANAGING DIRECTOR
29th May, 2018

Regd. Office: Milestone18, Ambala Kalka Road, Village & P.O. Bhankharpur, Derabassi, Dist. SAS Nagar, Mohali (Punjab)-140201.
Tel. Nos. 01762-280086, 280094 Fax Nos. 01762-280070• E-mail : info@punjabchemicals.com
Website : www.punjabchemicals.com • CIN No.: L24231PB1975PLC047063

Punjab Chemicals and Crop Protection Limited
Regd. Office : Milestone 18, Ambala Kalka Road, Village & P.O. Bhankharpur, Derabassi
Dist. SAS Nagar, Mohali (Punjab)-140201
Tel. : 01762-280086, 280094, Fax No. 01762-280070
CIN: L24231PB1975PLC047063
Email : info@punjabchemicals.com Website: www.punjabchemicals.com

Statement of Consolidated Audited Financial Results for the year ended 31 March 2018

(Rs in Lakhs)

Particulars	Consolidated	
	Year Ended	
	31.03.2018 (Audited)	31.03.2017 (Audited)
1 Revenue from operations	49,592	53,595
2 Other income	1,100	1,263
3 Total income (1+2)	**50,692**	**54,858**
4 Expenses:		
(a) Cost of materials consumed	29,593	27,222
(b) Purchases of stock in trade	156	578
(c) Changes in inventories of finished goods, stock in trade and work in progress	(289)	(204)
(d) Excise duty on sales	267	1,124
(e) Employee benefits expense	5,428	11,468
(f) Finance costs	1,768	3,068
(g) Depreciation and amortization expense	1,394	1,606
(h) Other expenses	10,275	11,916
Total expenses	**48,592**	**56,778**
5 Profit/(loss) before exceptional items and tax (3-4)	**2,100**	**(1,920)**
6 Exceptional items		
- Write back of borrowings along with accrued interest on one time settlement	326	-
7 Profit/(loss) before tax (5+6)	**2,426**	**(1,920)**
8 Income tax expense	708	73
9 Profit/(loss) for the year (7-8)	**1,718**	**(1,993)**
10 Other comprehensive income/(expense)		
(A) (i) Item that will not to be reclassified to profit or loss	(21)	20
(ii) Income tax relating to items that will not be reclassified to profit or loss	7	(7)
(B) (i) Item that will be reclassified to profit or loss	(322)	360
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-
11 Total comprehensive income/(expense) for the Year (9+10)	**1,382**	**(1,620)**
12 Earnings per equity share:		
- Basic and diluted (of Rs. 10 each)	14	(16)
13 Paid up equity share capital	**1,226**	**1,226**
(Face value of share - Rs.10 each)		
14 Reserves (excluding revaluation reserve)	**6,191**	**1,251**

See accompanying notes to the consolidated audited financial results

BSR & Co. LLP Chartered Accountants

Punjab Chemicals & Crop Protection Ltd.

Punjab Chemicals and Crop Protection Limited
Statement of Consolidated Audited Assets and Liabilities

(Rs in Lakhs)

	As at 31 March 2018	As at 31 March 2017
ASSETS		
Non-current assets		
Property, plant and equipment	14,717	19,101
Capital work-in-progress	244	498
Investment property	2,442	2,611
Other intangible assets	511	709
Intangible assets under development	172	126
Financial assets		
- Investments	140	125
- Trade receivables	-	-
- Loans	226	199
- Other financial assets	-	175
Deferred tax assets (net)	615	1,070
Current tax assets (net)	647	1,173
Other non-current assets	60	96
Total non-current assets	**19,774**	**25,883**
Current assets		
Inventories	6,700	6,426
Financial assets		
- Investments	3	3
- Trade receivables	4,226	6,343
- Cash and cash equivalents	407	229
- Other bank balances	165	62
- Loans	1,089	2,310
- Other financial assets	1,018	1,089
Other current assets	2,202	1,570
Total current assets	**15,810**	**18,032**
Total Assets	35,584	43,915
EQUITY AND LIABILITIES		
Equity		
Equity share capital	1,226	1,226
Other equity	6,191	4,613
Total equity	**7,417**	**5,839**
Liabilities		
Non-current liabilities		
Financial liabilities		
- Borrowings	4,819	6,721
Provisions	1,965	1,721
Other non-current liabilities	22	6
Total non-current liabilities	**6,806**	**8,448**
Current liabilities		
Financial liabilities		
- Borrowings	5,281	4,986
- Trade payables	10,774	11,198
- Other financial liabilities	4,124	10,839
Other current liabilities	729	1,342
Provisions	321	287
Current tax liabilities (net)	132	976
Total current liabilities	**21,361**	**29,628**
Total liabilities	**28,167**	**38,076**
Total equity and liabilities	**35,584**	**43,915**

Current and non-current classification of borrrowings is based on contractual maturities

Punjab Chemicals & Crop Protection Ltd.

BSR & Co. LLP
Chartered Accountants

PUNJAB CHEMICALS AND CROP PROTECTION LIMITED

Notes:

i) Annual consolidated audited financial results for the year ended 31 March 2018 are in compliance with the Indian Accounting Standards (Ind-AS) prescribed under section 133 of the Companies Act, 2013 except in relation to Sintesis Quimica, S.A.I.C, Argentina for which the Group is unable to obtain the necessary financial information, in order to ascertain the Ind AS adjustments, if any, as it has been sold. Consequently, results as per the erstwhile Indian Generally Accepted Accounting Principles (IGAAP) results for the year ended 31 March 2017, as were audited by erstwhile auditor, except as they may relate to SQ, have been restated. Reconciliation of equity and net profit as reported under erstwhile IGAAP and as restated now under Ind-AS is as under:

(Rs. in Lakhs)

Particulars	Equity As at 31 March (Audited) 2017	Net Profit Year ended 31 March (Audited) 2017
Reported under erstwhile IGAAP	4,178	(1,570)
a) Actuarial gain on defined benefit plans reclassified to Other Comprehensive Income	-	(8)
b) Finance cost adjustment on account of Fair valuation of borrowings	532	(367)
c) Fair value of investments	107	-
d) Others	65	25
e) Tax*	957	(73)
Reported now under Ind-AS	**5,839**	**(1,993)**

* Includes tax effect of above mentioned items and adjustment for reassessment of probability of realization of unrecognized deferred tax asset

ii) The Group is engaged in the single operating segment "Performance Chemicals".

iii) Revenue from operations for the current year is not comparable with previous year as the same is net of Goods and Service Tax (GST) whereas excise duty formed part of expenses till 30 June 2017. The comparative revenue from operation of the Group is given below:

(Rs. in Lakhs)

Particulars	Year ended 31 March 2018 (Audited)	 31 March 2017 (Audited)
Revenue from operations (as reported)	49,592	53,595
Less: Excise duty on sales	267	1,124
Revenue from operations (net of excise duty)	49,325	52,471

BSR & Co. LLP Chartered Accountants

Punjab Chemicals & Crop Protection Ltd.

iv) During the current year, STS Chemicals Limited (UK) and SD Agchem (Europe) NV, Belgium, wholly owned subsidiaries of the Company have sold their entire stake in Sintesis Quimica, S.A.I.C, Argentina, a step down subsidiary of the Company to a unrelated third party on 28 September 2017 after completion of necessary legal formalities in India and Argentina. The consolidated Ind AS financial results have recognized net loss of disposal of this subsidiary of Rs.132 lakhs. The Group is unable to obtain the financial information of SQ till the date of disposal and consequently, it is not in a position to consolidate in accordance with Indian Accounting Standard 110 "Consolidated Financial Statements".

Further, the comparative financial information of the Group for the year ended 31 March 2017 included in these annual consolidated financial results, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the predecessor auditor whose report dated 25 May 2017 expressed a modified opinion. The modification was in relation to appropriateness of the assumption of going concern and consequent accounting adjustments.

v) The above consolidated audited financial results were reviewed by the Audit Committee and have been approved at the meeting of the Board of Directors held on 29 May 2018. The modified audit report of the Statutory Auditors is being filed with the BSE and National Stock Exchange. For more details on consolidated audited results, visit the financials section of our website at www.punjabchemicals.com and Financial Results at Corporate section of www.nseindia.com and www.bseindia.com.

For and on behalf of the Board of Directors

SHALIL SHROFF
MANAGING DIRECTOR
(DIN: 00015621)

Place: Mumbai
Date: 29 May 2018

BSR & Co. LLP Chartered Accountants

Punjab Chemicals & Crop Protection Ltd.

B S R & Co. LLP
Chartered Accountants

Building No.10, 8th Floor, Tower-B
DLF Cyber City, Phase - II
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Independent Auditor's Report on the Statement of Annual Consolidated Audited Results of Punjab Chemicals and Crop Protection Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
Board of Directors of **Punjab Chemicals and Crop Protection Limited**

1. We were engaged to audit the annual consolidated financial results of Punjab Chemicals and Crop Protection Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), for the year ended 31 March 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

2. These annual consolidated financial results have been prepared from consolidated annual Ind AS financial statements which are the responsibility of the Company's management. Our responsibility is to express an opinion on these annual consolidated financial results based on our audit of such annual consolidated Ind AS financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Indian Accounting Standards) Rules, 2015 as per 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.

3. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. Because of the matters described in paragraph 4 below, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

4. We draw attention to note (iv) of the annual consolidated financial results which explains that after completion of necessary legal formalities in India and Argentina, the Holding company has during the current year sold its entire stake in a overseas step down subsidiary to a unrelated third party on 28 September 2017. The Holding company is unable to obtain the relevant financial information relating to the period till the date of disposal from Sintesis Qumica and consequently, it is not in a position to consolidate in accordance with Indian Accounting Standard 110 "Consolidated Financial Statements".

   In addition, as explained in note (i), the group has transitioned to Ind AS in the current year. It has except for the Ind AS adjustments as may be related to the aforesaid subsidiary, adjusted the comparative financial information for the differences in the accounting principles adopted by the Group on transition to the Ind AS, which have been audited by us.

   On the basis of above, we were unable to determine whether any adjustments are necessary, in relation to the aforesaid subsidiary in the annual consolidated financial results for the year ended 31 March 2018, comparative period ended 31 March 2017 and as on the transition date of 1 April 2016.

5. The comparative financial information of the Group for the year ended 31 March 2017 included in these consolidated Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the predecessor auditor whose report dated 25 May 2017 expressed an adverse opinion. The modification was in relation to appropriateness of the assumption of going concern and consequential overstatement of assets and liabilities by 12,160 lakhs and Rs. 12,236 lakhs as at 31 March 2017, an impact which was considered both material and pervasive to the annual consolidated financial results for the year ended 31 March 2017.

6. We did not audit the financial statements of two subsidiaries included in the annual consolidated financial results, whose annual financial statements reflect total assets of Rs.444 lakhs as at 31 March 2018 as well as the total revenue of Rs. 1,614 lakhs for the year ended 31 March 2018. These annual financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion on the annual financial results, to the extent they have been derived from such annual financial statements is based solely on the report of such other auditors. Our opinion is not modified in respect of this matter.

7. Because of the substantive nature and significant of the matter described in paragraph 4 above and after considering the information and explanations given to us and based on consideration of reports of other auditors on separate financial statements and on other information of the subsidiaries, we have not been able to obtain sufficient appropriate audit evidence as to whether the accompanying statement of annual consolidated financial results which include the annual financial results of the subsidiaries being STS Chemicals (UK) Limited, SD Agchem (Europe) NV and Sintesis Quimica S.A.I.C. Argentina (upto 28 September 2017 read with paragraph 4 above):

   (i) have been presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

   (ii) give a true and fair view of the consolidated net profit and other comprehensive income and other financial information for the year ended 31 March 2018

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Pravin Tulsyan
Partner
Membership No.: 108044

Place: Mumbai
Date: 29 May 2018

PUNJAB CHEMICALS & CROP PROTECTION LTD.

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Consolidated Annual Audited Financial Results

Statement on Impact of Audit Qualifications for the Financial Year ended 31st March, 2018 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	Sr. No.	Particulars	Audited Figures (as reported before adjusting for qualifications) (Rs. in Lakhs)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	50,692	Not Available
	2.	Total Expenditure	48,592	Not Available
	3.	Net Profit/(Loss)	1,718 (after considering exceptional income of Rs. 326 and Income tax expense of Rs. 708)	Not Available
	4.	Earnings Per Share	14	Not Available
	5.	Total Assets	35,584	Not Available
	6.	Total Liabilities	28,167	Not Available
	7.	Net Worth	7,417	Not Available
	8.	Any other financial item(s) (as felt appropriate by the management)	None	None
II.	Audit Qualification (each audit qualification separately):			
	a.	Details of Audit Qualification:	**1. Independent Auditor's Report on the Statement of Annual Consolidated Audited Results of pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** We draw attention to note (iv) of the annual consolidated financial results which explains that after completion of necessary legal formalities in India and Argentina, the Holding company has during the current year sold its entire stake in a overseas step down subsidiary to a unrelated third party on 28 September 2017 The Holding company is unable to obtain the relevant financial information relating to the period till the date of disposal from Sintesis Qumica and consequently, it is not in a position to consolidate in accordance with Indian Accounting Standard 110 "Consolidated Financial Statements". In addition, as explained in note (i), the group has transitioned to Ind AS in the current year. It has except for the Ind AS adjustments as may be related to the aforesaid subsidiary, adjusted the comparative financial information for the differences in the accounting principles adopted by the Group on transition to the Ind AS, which have been audited by us.	

			On the basis of above, we were unable to determine whether any adjustments are necessary, in relation to the aforesaid subsidiary in the annual consolidated financial results for the year ended 31 March 2018, comparative period ended 31 March 2017 and as on the transition date of 1 April 2016. 2. Consequentially other relevant assertions in the audit report on the consolidated financial statements and report on adequacy of the internal financial controls with reference to those consolidated financial statement have been also modified.
	b.	Type of Audit Qualification : Qualified Opinion / Disclaimer of Opinion / Adverse Opinion	Disclaimer of Opinion
	c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing	First Time
	d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:	NA
	e.	For Audit Qualification(s) where the impact is not quantified by the auditor: (i) Management's estimation on the impact of audit qualification: (ii) If management is unable to estimate the impact, reasons for the same: (iii) Auditors' Comments on (i) or (ii) above:	NA Since SQ has been sold, we have not been able to get partial financial information for the period up to the date of disposal. Hence, we have not been able to consolidate SQ for the partial period in accordance with Indian Accounting Standard 110 "Consolidated Financial Statements. It may be noted that the modification has no impact on consolidated net profit and other comprehensive income for the year ended 31 March 2018. Basis above, we were unable to determine whether any adjustments are necessary, in relation to the aforesaid subsidiary in the Consolidated Ind AS Financial Statements
III.	Signatories: • CEO/Managing Director • CFO		(Shalil S. Shroff) (Vipul Joshi) PUNJAB CHEMICALS & CROP PROTECTION LTD. MUMBAI

	• Audit Committee Chairman • Statutory Auditor Place: Mumbai Date: 29 May 2018	(VIJAY RAI) (Pravin Tulsyan) For B S R & Co. LLP, Chartered Accountants ICAI Firm Registration No.: 101248W/W- 100022

PUNJAB CHEMICALS & CROP PROTECTION LTD. MUMBAI