



NAGA DHUNSERI GROUP LIMITED

CIN No. L01132WB1918PLC003029

REGISTERED OFFICE : DHUNSERI HOUSE

4A WOODBURN PARK, KOLKATA - 700 020

Phone : 2280 1950 (5 Lines) Fax : 91 33 2287 8995

Ref. No. NDGL/7A/2022/

14.02.2023

To,
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G, 5th Floor
Bandra Kurla Complex,
Bandra (E),
Mumbai-400051

Symbol: NDGL

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

Dear Sir / Ma'am,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company at their Meeting held today i.e., 14th February, 2023, inter alia, has considered the following matters:

1. Considered, approved and taken on record the Unaudited Financial Results (Standalone & Consolidated) of the Company for the quarter and nine months ended 31st December, 2022.

A copy of the Unaudited Financial Results (Standalone & Consolidated) together with a copy of the Limited Review Report for the quarter and nine months ended 31st December, 2022 is enclosed herewith as Annexure-I. We are also arranging to upload the aforesaid Financial Results on the Company's website and publish the same in the newspapers in the prescribed format.

2. Noted resignation of Ms. Chitra Thakwani from the post of Company Secretary and Compliance Officer w.e.f. closure of business hours of 31.12.2022.
3. Approved appointment of Ms. Nidhi Khaitan (ICSI Membership No.: A64055) as Company Secretary and Compliance Officer [designated as Key Managerial Personnel (KMP)] of the Company within the meaning of Section 203 and/or any other applicable provisions of the Companies Act, 2013 and rules made thereunder and Regulation 6 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the recommendation of Nomination and Remuneration Committee of the Company with immediate effect i.e. 14th February, 2023.



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A brief profile of Ms. Nidhi Khaitan as required under Regulation 30 the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is given in the Annexure-II.

4. Approved re-appointment of Mr. H. P. Bhuwania as Chief Executive Officer and Key Managerial Personnel of the Company for a further term of one year with effect from 1st March, 2023 to 29th February, 2024.

A brief profile of Mr. H. P. Bhuwania as required under Regulation 30 the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is given in the Annexure-III.

The Meeting of the Board of Directors of the Company commenced at 11:31 A.M. and concluded at 1:30 P.M.

The same is for your kind information and record.

Thanking you.

For Naga Dhunseri Group Limited

Chandra Kumar Dhanuka

Director

DIN: 00005684

Encl: As above



DHANDHANIA & ASSOCIATES

C H A R T E R E D A C C O U N T A N T S

13, Crooked Lane, Kolkata - 700 069. Phone : 4006-6758 / 2248-4813. E-mail : pkd@pkd.co.in. Web : www.pkd.co.in

Independent Auditor's Review Report on the unaudited standalone quarterly financial results of Naga Dhunseri Group Limited for the quarter and nine months ended 31 December 2022

TO

BOARD OF DIRECTORS OF NAGA DHUNSERI GROUP LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of Naga Dhunseri Group Limited ('the Company'), for the quarter and nine months ended 31st December 2022, together with the notes thereon ("the statement"), being submitted by the Company pursuant to the requirements of the Regulation 33 of the Securities and Exchange Board of India ("the SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended,
2. This Statement, which is the responsibility of the Company's management and approved by the 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 ("the Act") and other accounting principles generally accepted in India and in compliance with Regulation 33 of Securities Exchange Board of India (LODR) Regulations, 2015. Our responsibility is to express a conclusion on the statements 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. 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. 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 Ind AS and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

SUNIL OSWAL, FCA, PARTNER
(Membership No. 071678)

For & On behalf of
DHANDHANIA & ASSOCIATES
Chartered Accountants

Firm Registration No. 316052E
UDIN: 23071678BGYPDW4157



Place: Kolkata

Date: The 14th day of February, 2023

NAGA DHUNSERI GROUP LTD.
Regd. Office: "DHUNSERI HOUSE"
4A, WOODBURN PARK, KOLKATA-700020
CIN - L01132WB1918PLC003029; Website : www.nagadhunserigroup.com;
E-mail : mail@nagadhunserigroup.com; Phone : 2280-1950

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2022

₹ in Lakhs

Sl. No.	PARTICULARS	Quarter Ended			Nine Months Ended		Year Ended
		31st December 2022	30th September 2022	31st December 2021	31st December 2022	31st December 2021	31st March 2022
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	(a) Revenue from operations						
	Interest Income	0.53	0.64	0.71	1.87	2.47	3.17
	Dividend income	0.55	262.53	5.91	275.91	196.83	201.20
	Rental income	8.20	8.21	8.20	24.61	24.61	32.82
	Net gain on fair value changes	384.77	422.54	61.13	823.67	416.75	419.75
	Total revenue from operations	394.05	693.92	75.95	1,126.06	640.66	656.94
	(b) Other income	-	0.01	0.76	0.02	0.76	0.98
	Total income (a + b)	394.05	693.93	76.71	1,126.08	641.42	657.92
2	Expenses						
	Finance costs	11.06	11.06	10.98	33.18	32.99	43.97
	Impairment on financial instrument	-	-	-	-	-	0.16
	Employee benefits expenses	30.25	17.98	18.77	66.05	52.21	70.93
	Depreciation, amortisation and impairment	12.06	12.07	12.56	36.19	37.66	50.23
	Other expenses	11.41	18.93	9.98	44.96	36.46	57.10
	Total Expenses	64.78	60.04	52.29	180.38	159.32	222.39
3	Profit (loss) before exceptional items and tax(1-2)	329.27	633.89	24.42	945.70	482.10	435.53
4	Exceptional Items	-	-	-	-	-	-
5	Profit/(loss) before Tax (3-4)	329.27	633.89	24.42	945.70	482.10	435.53
6	Tax expenses						
	(a) Current Tax	(16.50)	49.00	6.00	35.50	60.00	55.00
	(b) Deferred Tax	41.26	50.86	4.72	87.90	33.82	17.97
	(c) Earlier year tax adjustment	(3.32)	-	0.08	(3.32)	0.08	(56.08)
	Total tax expenses	21.44	99.86	10.8	120.08	93.90	16.89
7	Profit/(loss) after Tax(5-6)	307.83	534.03	13.62	825.62	388.20	418.64
8	Other Comprehensive Income,						
	Items that will not be reclassified to profit or loss						
	Equity instruments designated through other comprehensive income net change in fair value	1,176.01	1,167.93	(1,374.28)	600.03	5,755.39	5,490.98
	Remeasurement of defined benefit (Asset)/liability	-	-	-	-	-	1.84
	Income tax relating to items that will not be reclassified to profit or loss	(98.85)	(106.29)	145.30	(39.43)	(488.63)	(468.74)
	Total Other Comprehensive Income	1,077.16	1,061.64	(1,228.98)	560.60	5,266.76	5,024.08
9	Total Comprehensive income for the Year (7+8)	1,384.99	1,595.67	(1,215.36)	1,386.22	5,654.96	5,442.72
10	Paid-up equity share capital (Face value of ₹ 10/- each/-)	100	100	100	100	100.00	100
	l) Earnings per Share (of ₹ 10/- each) (not annualised):						
	Basic (in ₹)	30.78	53.40	1.36	82.56	38.82	41.86
	Diluted (in ₹)	30.78	53.40	1.36	82.56	38.82	41.86

NOTES :

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 14th February 2023
- The Financial results of the company has been prepared in accordance with Indian Accounting Standards ("IND AS") notified under section 133 of the Companies Act 2013 ("The Act") read with the Companies (Indian Accounting Standards) (Amendments) Rules, 2016.
- Nature of capital market in which the company operates is such that the quarterly results do not indicate the likely annual performance.
- The Company's business activity fall within a single operating segment "Treasury Operations". Accordingly, the disclosure on operating segment has not been provided
- Net gain and / or loss on fair value changes includes gain and / or loss on sale of investments and changes in fair value as at quarter end on investments held.
- Figures for pervious year/period have been regrouped/rearranged wherever considered necessary to conform to current period presentation.
- The review report issued in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also available on the website of the Company wiz www.nagadhunserigroup.com



By order of the Board
For Naga Dhunseri Group Ltd.

(Signature)
(C.K. Dhanuka)
Chairman
DIN: 00005684

Place: Kolkata
Date: The 14th Day of February, 2023



Independent Auditor's Review Report on the unaudited consolidated quarterly financial results of Naga Dhunseri Group Limited for the quarter and nine months ended 31 December 2022

TO

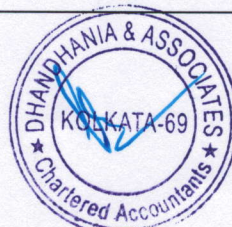
BOARD OF DIRECTORS OF NAGA DHUNSERI GROUP LIMITED

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Naga Dhunseri Group Limited ('the Parent Company'), for the quarter and nine months ended 31st December 2022, together with the notes thereon ('the statement'), being submitted by the Company pursuant to the requirements of the Regulation 33 of the Securities and Exchange Board of India ('the SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended,
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 ('the Act') and other accounting principles generally accepted in India and in compliance with Regulation 33 of Securities Exchange Board of India (LODR) Regulations, 2015. Our responsibility is to express a conclusion on the statements 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 the 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 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 SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended to the extent applicable.

The Statement includes the results of the following entity:

SI No	Particulars	Relationship
1	Dhunseri Investments Limited and its subsidiary and associates	Associate



4. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review report of the other auditor referred to in Paragraph 4 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations , 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. The unaudited consolidated financial results also include the Group's share of net profit after tax of Rs. 5,969.60 lakhs and total comprehensive income/(loss) of Rs. 1,375.90 lakhs for the nine months ended December 31, 2022 as considered in the consolidated unaudited financial results, in respect of one associate, whose interim financial results have not been reviewed by us. This interim financial information has been reviewed by other auditors whose report have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the associate is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.
6. Our conclusion on the statement is not modified in respect of the above matter.

Place: Kolkata
Date: The 14th day of February, 2023




SUNIL OSWAL, FCA, PARTNER
(Membership No. 071678)
For & On behalf of
DHANDHANIA & ASSOCIATES
Chartered Accountants
Firm Registration No. 316052E
UDIN: 23071678BGYPDX8122

NAGA DHUNSERI GROUP LTD.
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STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2022

₹ in Lakhs

Sl. No.	PARTICULARS	Quarter Ended			Nine Months Ended		Year Ended
		31st December 2022	30th September 2022	31st December 2021	31st December 2022	31st December 2021	31st March 2022
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	(a) Revenue from operations						
	Interest income	0.53	0.64	0.71	1.87	2.47	3.17
	Dividend income	0.55	229.62	5.91	243.00	163.92	168.29
	Rental income	8.20	8.21	8.20	24.61	24.61	32.82
	Net gain on fair value changes	384.77	422.54	61.13	823.67	416.75	419.75
	Total revenue from operations	394.05	661.01	75.95	1,093.15	607.75	624.03
	(b) Other income	-	0.01	0.76	0.02	0.76	0.98
	Total income (a + b)	394.05	661.02	76.71	1,093.17	608.51	625.01
2	Expenses						
	Finance costs	11.06	11.06	10.98	33.18	32.99	43.97
	Impairment on financial instrument	-	-	-	-	-	0.16
	Employee benefits expenses	30.25	17.98	18.77	66.05	52.21	70.93
	Depreciation, amortisation and impairment	12.06	12.07	12.56	36.19	37.66	50.23
	Other expenses	11.41	18.93	9.98	44.96	36.46	57.10
	Total Expenses	64.78	60.04	52.29	180.38	159.32	222.39
3	Profit (loss) before exceptional items and tax(1-2)	329.27	600.98	24.42	912.79	449.19	402.62
4	Exceptional Items						
	Profit before share of net profits/loss from equity accounted investees and tax (3-4)	329.27	600.98	24.42	912.79	449.19	402.62
5	Share of Profit of Equity accounted investees	1,142.87	1,153.62	1,899.14	5,969.90	5,840.79	6,917.42
6	Profit/(loss) before Tax (5+6)	1,472.14	1,754.60	1,923.56	6,882.69	6,289.98	7,320.04
7	Tax expenses						
	(a) Current Tax	(16.50)	49.00	6.00	35.50	60.00	55.00
	(b) Deferred Tax	41.26	50.86	4.72	87.90	33.82	17.97
	(c) Earlier year tax adjustment	(3.32)	-	0.08	(3.32)	0.08	(56.08)
	Total tax expenses	21.44	99.86	10.80	120.08	93.90	16.89
8	Profit/(loss) after Tax(7-8)	1,450.70	1,654.74	1,912.76	6,762.61	6,196.08	7,303.15
9	Other Comprehensive Income,						
	Items that will not be reclassified to profit or loss						
	Equity instruments designated through other comprehensive income net change in fair value	1,176.01	1,167.93	(1,374.28)	600.03	5,755.39	5,490.98
	Remeasurement of defined benefit (Asset)/liability	-	-	-	-	-	1.84
	Income tax relating to items that will not be reclassified to profit or loss	(98.85)	(106.29)	145.30	(39.43)	(488.63)	(468.74)
	Other Comprehensive Income before share from equity accounted investee	1,077.16	1,061.64	(1,228.98)	560.60	5,266.76	5,024.08
	Other comprehensive income/ (loss) of Associate	880.92	1,569.86	32.12	1,375.90	2,837.16	2,643.00
	Total Other comprehensive income/ (loss)	1,958.08	2,631.50	(1,196.86)	1,936.50	8,103.92	7,667.08
10	Total Comprehensive income for the Year (9+10)	3,408.78	4,286.24	715.90	8,699.11	14,300.00	14,970.23
11	Paid-up equity share capital (Face value of ₹ 10/- each/-)	100.00	100.00	100.00	100.00	100.00	100.00
	i) Earnings per Share (of ₹ 10/- each) (not annualised):						
	Basic (in ₹)	145.07	165.47	191.28	676.26	619.61	730.32
	Diluted (in ₹)	145.07	165.47	191.28	676.26	619.61	730.32

NOTES :

- The above Consolidated results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 14th February, 2023
- The Financial results of the Investor has been prepared in accordance with Indian Accounting Standards ("IND AS") notified under section 133 of the Companies Act 2013 ("The Act") read with the Companies (Indian Accounting Standards) (Amendments) Rules, 2016.
- Nature of capital market in which the company operates is such that the quarterly results do not indicate the likely annual performance.
- The Investor's business activity fall within a single operating segment "Treasury Operations". Accordingly, the disclosure on operating segment has not been provided.
- Net gain and / or loss on fair value changes includes gain and / or loss on sale of investments and changes in fair value as at quarter end on investments held.
- Figures for pervious year/period have been regrouped/rearranged wherever considered necessary to conform to current period presentation.
- The review report issued in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also available on the website of the Company viz www.nagadhunserigroup.com



By order of the Board
For Naga Dhunseri Group Ltd.

(Signature)

(C.K. Dhanuka)
Chairman

DIN: 00005684

Place: Kolkata
Date: The 14th Day of February, 2023



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CIN No. L01132WB1918PLC003029

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Annexure-II- Brief Profile of Ms. Nidhi Khaitan

Details under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read along SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015

S. No.	Particulars	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Ms. Nidhi Khaitan as Company Secretary and Compliance Officer [designated as Key Managerial Personnel (KMP)] of the Company w.e.f. 14 th February, 2023 due to resignation of Ms. Chitra Thakwani, Company Secretary and Compliance Officer w.e.f. closure of business hours of 31 st December, 2022.
2.	Date of Appointment Term of Appointment	February 14, 2023 Appointment of Ms. Nidhi Khaitan is made within the meaning of Section 203 and/or any other applicable provisions of the Companies Act, 2013 and rules made thereunder and Regulation 6 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the recommendation of Nomination and Remuneration Committee of the Company.
3.	Brief Profile	Ms. Nidhi Khaitan is a qualified Company Secretary from the Institute of Company Secretaries of India (Membership No. A64055) and a commerce graduate. Previously she was associated as Company Secretary of Pepe Jeans Innerfashion Private Limited for about 2 years.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable.



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CIN No. L01132WB1918PLC003029

REGISTERED OFFICE : DHUNSERI HOUSE

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Annexure-III- Brief Profile of Mr. H. P. Bhuwania

Details under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read along SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015

S. No.	Particulars	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment of Mr. H. P. Bhuwania as the Chief Executive Officer (CEO) of the Company and a Whole-time Key Managerial Personnel (KMP) for a further term of one year with effect from 1 st March, 2023 to 29 th February, 2024.
2.	Date of Appointment Term of Appointment	Re-appointed w.e.f March 1, 2023. As per the terms and conditions contained in the Memorandum of Agreement (Agreement) as approved by the Board of Directors of the Company in its meeting held on February 14, 2023.
3.	Brief Profile	Mr. H.P. Bhuwania is a commerce Graduate from Calcutta University. He has been associated with the Group since 1967 in different capacities and has vast experience of the operations of the Group.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable.