Date: 13.02.2020

The Deputy Manager
Department of Corporate Services
Bombay Stock Exchange Limited (BSE)
Scrip Code: 526707
P.J. Towers, $25^{\text {th }}$ Floor, Dalal Street, Fort

Mumbai - 400001

The Manager (Listing Department)
National Stock Exchange of India Limited (NSE)
Scrip Code: ALCHEM
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400051
Sub: Revised Outcome of Board Meeting held on $12{ }^{\text {th }}$ February, 2020
Dear Sir/Madam,
Pursuant to provision of regulation 30 and 33 and any other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter "SEBI Listing Regulations") please note that the Board of Directors of the Company in its meeting held on Wednesday, $12^{\text {th }}$ Day of February 2020, i.e. today, have interalia considered, approved and taken on record the following businesses:-

1. Un-Audited Standalone and Consolidated Financial Results of the company for the Quarter and Nine Months ended on December 31, 2019. A copy of the Un-Audited Results for the Quarter and Nine Months ended on December 31, 2019 as per regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached.
2. Limited Review Report of Un-Audited Standalone and Consolidated Financial Results of the company for the Quarter and Nine Months ended on December 31, 2019. A copy of the Limited Review Report for the Quarter and Nine months ended on December 31, 2019, as per regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached.
3. Appointment of Ms. Divya Bajaj (Membership No. A55440) as Company Secretary and Compliance Officer of the company, w.e.f. February 01, 2020 in place of Mr. Sunil Jain.

The necessary disclosure in terms of Para A of Part A of Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of Ms. Divya Bajaj is given below:

## ALCHEMIST LTD.

| S. No. | Particulars | Disclosures |
| :---: | :--- | :--- |
| 1. | Reason for change viz. <br> appointment, resignation, removal, <br> death or otherwise | Appointment |
| 2. | Date of Appointment | February 01, 2020 |
| 3. | Brief profile (in case of <br> appointment) | Qualification- CS, M.com <br> Ms. Diva Bajaj have more than 1 year of <br> experience. She has handled Secretarial <br> compliance of various Companies unlisted, <br> public and private companies. |
| 5. | Disclosure of Relationships <br> between directors (in case of <br> appointment of a director) | None |

4. Slump sale of the Pharma Division of the company, on going concern basis, subject to the approval of the shareholders of the company through postal ballot, statutory and other applicable approvals. The information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached.
5. Any other matter with the permission of the chair.

We further wish to inform you that the Board Meeting was Commenced at 04:00 P.M. and concluded at $8: 50$ P. M.

You are requested to take the above information on your record \& acknowledge the same.
Thanking you
Yours Sincerely
For Alchemist Limited


Ambika Chowdhary
Director
07887565

## ALCHEMIST LTD.

## ANNEXURE A

Disclosure pf information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year:
The total income of the pharma division for the financial year ending $31^{\text {st }}$ March 2019 was Rs. $15,66,95,884 /$ which constitutes to $58.61 \%$ of the total income of the company. The loss on the business of pharma division for the year ended on $31^{\text {st }}$ March 2019 was Rs 7,05,93,122/-. The negative net worth of the pharma division of the company as on $31^{\text {st }}$ March 2019 is Rs. 5,21,37,373/-

Date on which the agreement for sale has been entered into :
$12^{\text {th }}$ February 2020

## The expected date of completion of sale/ disposal:

$30^{\text {th }}$ April 2020

Consideration to be received from such sale or disposal:
The consideration for the sale of pharma division is Rs. 1 crore (Rupees One crore)
Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof:
The proposed transaction is with M/s Pombe Biosciences LLP, in which Mr. C S Jolly is one of the designated partners. Mr. C S jolly is also a director in our company.

Whether the transaction would fall within the related party transactions? If yes, whether same is at arm's length:
Mr. C S Jolly, the designated partner of the buyer is also a Non-Executive Director in the company. The transaction is at arm's length.

Name of the entity forming part of the slump sale, details in brief such as size' turnover, etc.: Pombe Biosciences LLP is a LLP incorporated with Registrar of Companies. It is engaged in the business of manufacturing and trading of pharmaceutical products.

## Area of business of the entity(ies):

Alchemist Limited:
Engaged in the business of Pharmaceuticals, Steel, Floriculture, International Trade, etc Pombe Biosciences LLP:
Engaged in the business of pharmaceuticals and other related activities.

## Rationale for slump sale:

Your company's current business operations comprise of business verticals such as Pharmaceuticals, Steel, Floriculture, International Trade, etc. However, the Pharma Division has not been performing upto the expected standards and has been incurring losses. In view of the continued losses and deteriorating net worth, it is considered appropriate to sell/ dispose-off the Pharma Division of the company and maintain the viability and efficiency of the other operations of the company.

Brief details of change in shareholding (if any) of listed entity
There would be no change in shareholding pattern of the company.
For Alchemist Limited


Ambika Chowdhary
Director 07887565

# Independent Auditor's Review Report on Standalone Unaudited Quarterly and Year to Date Financial Results of Alchemist Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended). 

## To

## The Board of Directors Alchemist Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results ("the Statement") of Alchemist Limited ("the Company") for the quarter ended 31 st December, 2019 and the year to date results for the period 1st April, 2019 requirements of 2019 , being submitted by the Company pursuant to the Requirements) Regulations, 2015 (as the SEBI (Listing Obligations and Disclosure the Securities and Exchange Board of Inded) including relevant circulars issued by approved by the Board of Directors, has been the Company's Management and recognition and measurement principle has been prepared in accordance with the for 'Interim Financial Reporting' prescribed under Sectian Accounting Standard 34 2013, SEBI Circular CIR/CFD/FAC/62/2016 under Section 133 of Companies Act, as "the SEBI Circular") and other accounting pated 5 th July, 2016 (herein referred to Our responsibility is to express a conclusion on the stes generally accepted in India.
on the Statement based on our review.
We conducted our review of the statement in accordance with the Standard on by Independent Auditor of the Review of Interim Financial Information performed Accountants of India. A review of Entity, issued by the Institute of Chartered inquiries, primarily of persons responsible for the finformation consists of making and applying analytical and other review procedue financial and accounting matters, scope than an audit conducted in accocedures. A review is substantially less in specified under section 143(10) of the accordance with the Standards on Auditing obtain assurance that we would become awand consequently, does not enable us to identified in an Audit. Accordingly, we do not exp all significant matters and might be
2. Attention is invited to note no. 3 of the accompanying statement which states that "The Company extends credit from time to time as per market practices. In respect of export receivables amounting to ₹ $46,442.79$ Lakhs, credit were extended for export the Company is regularly following the bess, however it apparently got stuck. Though is hopeful of recovering such wing up on the same, has initiated legal recourse and Company had made a provision fort, considering the principal of conservatism, the export receivables amounting to ₹ 4,644 expected credit loss @ $10 \%$ of the outstanding
foreign exchange gain/ loss on such export receivable and related trade payable during the financial year 2018-19. Hence forth, the Company has not accounted for the unrealised foreign exchange loss on such export receivable and related trade payables and the same will only be accounted for on actual realisation/ payment".
Such export receivables are outstanding for more than thre
quarter end date, provision @ ${ }^{(a)}$ ang for more than three years as at the receivables. Since the actual realisation of against such doubtful trade cannot be ascertained, we are unable to comment on the export receivable provision of excepted credit loss made by the Compant on the adequacy of the is under stated, the effect however could not be quantified. loss to that extent Though, the Company admits that the
recovery and has made partial provision export receivable is doubtful of export receivable and related trade payable such export receivable, still such recognition of unrealised foreign exchange stand in the books, hence require Ind AS 21, 'The Effects of Changes in Fore gain/loss as per the provisions of the loss is overstated by ₹ 443.39 Lakhs and ₹ Exchange Rates'. Accordingly, and nine months ended 31 st December, 2019 respectivel Lakhs for the quarter
3. Atte
"As required by Ind to note no. 5 of the accompanying statement which states that for Gratuity. The same will "Employee benefits", the Company has not made provision understated to that extent, in the absence of year." Consequentially, loss is presently not ascertainable.
4. Based on our review conducted as stated in paragraph 3 above, subject to the impact of our observation in paragraphs 4 and 5 above, nothing else 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 aforesaid Indian Accounting Standards and other recognized 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.
5. Attention is invited to note no. 4 of the accompanying statement which states that "The accumulated losses of the Company had exceeded its net worth. The company's operations were adversely affected in earlier financial years due to sluggish market demand, working capital getting stuck in trade receivables and loss making manufacturing activity of the pharmaceutical unit. The Company has initiated legal recourse against the defaulting customers and is regularly following up on the same and the Company during the last year has even closed down its loss making pharmaceutical manufacturing. The units of the company now continue to operate at Interest Depreciation Tazation levels and are generating positive Earnings before focus on strategic initiatives for cost ration (EBIDTA). With strong management efficient plant operations, the management believion, optimum product mix and
reasonably be paired, in due course. The standalone financial results, as such have been prepared on a going concern basis".

Our review report is not qualified in respect of the matter as stated in the above paragraph.

## for Anu and Associates

Chartered Accountants
Firm registration Number 019624N


## CA. Parveen Kumar

## Partner

Membership Number 531655
Place: New Delhi
Date: $12^{\text {th }}$ February, 2020
UDIN: 20531655AAAACF3194




Independent Auditor's Review Report on Consolidated Unaudited Quartenly and Year to Date Financial Results of the Alchemist Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Diselosure Requirements) Regulations, 2015 (as amended).

## To <br> The Board of Directors Alchemist Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ("the Statement") of Alchemist Limited ("the Parent"), its subsidiary and associate (the Parent, its subsidiary and associate together referred to as "the Group") (refer Annexure 1 for the list of subsidiaries and associates included in the Statement) for the quarter ended $31^{\text {st }}$ December, 2019 and consolidated year to date results for the period $1^{\text {st }}$ April 2019 to $31^{\text {sl }}$ December, 2019, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by Stock and Exchange Board of India (SEBI) from time to time.
2. The statement, which is the responsibility of the Parent's Management and been 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 for Interim Financial Reporting' prescribed under Section 133 of Companies Act, 2013, SEBI Circular CIR/CFD/FAC/62/2016 dated $5^{\text {th }}$ July, 2016 (herein referred to as "the SEBI Circular") and other accounting principles generally aecepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information performed by Independent Auditor of the Entily, issued by the Institute of Chartered Arcountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for the financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters and might be identified in any Audit. Accortingly, we do not express an audit opinion.

We also performed procedures in accordance with the SEBI Circular CIRICPD/CMD1/44/2019 dated 294h March 2019 issued by the SEBI under Regulation 33 (8) of the SEBI (Iisting Obligations and Disclosure Requirements) Regulations; 2015 (as amended); to the extent applicable.
4. It has been explained to us that the financial statements of the two associates, ROC Foods Limited and Alchemist Medisphere Limited are still under compilation and two subsidiaries viz. Alchemist Infrastructure Private Limited and Alehemist Hospitality Group Limiled are under strikeoff. Therefore, the same are not forming part of the consolidated financial results.
5. Attention is invited to note no. 3 of the accompanying statement which states that "In respect of Alchemist Limited, the Parent extends credit from time to time as per makket practices. In respect of export receivables amounting to ₹ 46,442.79 Lakhs, credit were extended for export sales in the normal course of the business, howeyer it apparently got stuck. Though the Parent is regularly following up on the same, has mitiated legal recourse and is hopeful of recovering such amount, considering the principal of conservatism, the Parent had made a provision for expected credit loss (4) $10 \%$ of the outstanding export receivables amounting to ₹ $4,644.28$ Lakhs and has not: recognised umrealised foreign exchange gain/loss on such export receivable and related trade payable during the financial year 2018-19. Hence forth, the Parent has not accounted for the unrealised foreign exchange loss on such export receivable and related trade payables and the same will only be accounted for on actual realisation/ payment".
Such export receivables are outstanding for more than three years as at the quarter end date, provision (1) $10 \%$ is made against such doubtful trade receivables. Since the actual realisation of such doubtful export receivable cannot be ascertained, we are unable to comment on the adequacy of the provision of excepted credit loss made by the Parent Company. The loss to that extent is under stated, the effect however could not be quantified.

Though, the Parent admits that the export receivable is doubtful of recovery and has made partial provision on such export receivable, still such export receivable and related trade payable stand in the books, hence require recognition of unrealised foreign exchange gain/loss as per the provisions of Ind AS 21, 'The Effects of Changes in Foreign Exchange Rates'. Accordingly, the loss is overstated by ₹ 443.39 Lakhs and ₹ 1023.29 Lakhs for the quarter and nine months ended $31^{\text {st }}$ December, 2019 respectively.
6. Attention is invited to note no. 5 of the accompanying statement which states that "As required by Ind AS 19 "Employee benefits", the Parent has not made provision fox Gratuity. The same will be provided at the end of year." Consequentially, loss is understated to that extent, in the absence of any information the effect is presently not ascertainable.
7. Based on pur review conducted as stated in paragraph 3 above, subject to the impact of our observation in paragraphs 4 to 6 above, nothing else has come to our attention that causes us to helieve that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in aforesaid Indian Aceounting Standards and other recognized 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.

8. Attention is invited to note no. 3 of the accompanying statement which states that "In respect of Alchemist Limited, the accumulated losses of the Parent had exceeded its net worth. The Parent's operations were adversely affected in earlier financial years due to sluggish market demand, working capital getting stuck in trade receivables and loss making manufacturing activity of the phamaceutical unit. The Parent has initrated legal recourse aganst the defaulting customers and is regularly following up on the same and the Parent during the lasi year has even closed down its loss making phamaceutical manufacturing. The units of the Parent now continue to operate at satisfactory capacity utilization levels and are generating positive Earnings before Interest Depreciation Tax and Amortization (EBIDTA). With strong management focus on strategic initiatives for cost rationalization, optimum product mix and efficient plant operations, the management believes that accumulated losses would reasonably be paired, in due course. The financial statements, as such have been prepared on a going concern basis".
Our review report is not qualified in respect of the matter as stated in the above paragraph.
9. We did not review the financial statements of Alchemist Healthcare Limited included in the consolidated financial results for the quarter and nine months ended $31^{\text {st }}$ December, 2019. These financial results have not been reviewed by their auditor and have been furnished to us by the Parent, and our opinion on the financial results for the quarter and nime months ended 31st December, 2019, to the extent they have been derived from such financial statements is based solely on such un reviewed interim financial results. According to the information and explanations given to us by the parent, these interim financial results are not material to the Group.
Our review report is not qualified in respect of the matter as stated in the above paragraph:

## for Anu and Associates

Chartered Accountants
Thim rebistuation Number: 019624 N


## CA. Parveen Kumar

Parinel
Membershup Number 531655
Place: New Delii
Date: 12 EI February: 2020

UDIN: $20531655 A A A A C G 7477$

## Amnexure 1

> Alchemist Healthcare Limited




