

BDH
INDUSTRIES LTD.

Date – 29/05/2019
Ref. – BDH/SEC/027/2019-20

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Subject – Outcome of Board Meeting

Ref. – Compliance pursuant to Regulations 30, 33 and 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Dear Sirs,

We wish to inform you that at its meeting held today i.e. Wednesday 29th May 2019 at Mumbai the Board of Directors :-

1. Pursuant to Regulation 30(2) read with Schedule III Part A Para A(4) (h) and Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, approved the enclosed audited standalone financial results of the Company for the year ended 31st March 2019.
2. Pursuant to Regulation 33(3) (c) (ii) and Regulation 33(3) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 enclosing herewith is the Auditors Report dated 29th May 2019 of M/s. CLB & Associates, Chartered Accountants, Statutory Auditors in respect of audited standalone financial results of the Company for the year ended 31st March 2019. We declare that the aforesaid Audit Report is with unmodified opinion.
3. Pursuant to Regulation 47(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the audited standalone financial results of the Company for the year ended 31st March 2019 shall be published in the newspapers as per the format prescribed in Annexure XI pursuant to Sl. No. 3(h) of SEBI Circular bearing no. CIR/CFD/CMD/15/2015.
4. Pursuant to Regulation 30(2) read with Schedule III Part A Para A (4) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 recommended dividend at Rs. 2.75 /- per equity share of the face value of Rs. 10/- each for the year ended 31st March 2019, subject to approval of shareholders by ordinary resolution at the ensuing Annual General Meeting.
5. Pursuant to Regulation 30(2) read with Schedule III Part A Para A (7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 re-appointed :-
 - (i) Ms. Jayashree Nair as Managing Director
 - (ii) Mr. S. C. Kachhara as Joint Managing Directorfor term of three years with effect from 1st April 2020 to 31st March 2023 subject to approval of shareholders by special resolution in the ensuing Annual General Meeting.



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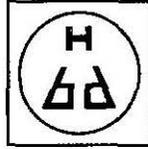


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Nair Baug, Akurli Road, Kandivli (E), Mumbai-400 101. INDIA.

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CIN : L24100MH1990PLC059299



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INDUSTRIES LTD.

Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) 2015 is as follows :-

Name of Director – Ms. Jayashree Nair (DIN - 00027467)	
Reason for change	Ms. Jayashree Nair was appointed as Managing Directors of the Company for three years from 1 st April 2017 to 31 st March 2020 by shareholders in 26 th AGM held on 22 nd September 2016. <u>Re-appointment of Managing Director</u> : Recommended to the shareholders, the re-appointment of Ms. Jayashree Nair as Managing Director of the Company for three years w.e.f. 1 st April 2020 to 31 st March 2023.
Date of appointment / cessation & Term of appointment	The term as Managing Director of the Company of Ms. Jayashree Nair will commence w.e.f. 1 st April 2020 to 31 st March 2023 i.e. for a period of three years, subject to approval of the shareholders by special resolution in the ensuing Annual General Meeting.
Brief Profile	Ms. Jayashree Nair, 76 years holds qualification of BSc. (Hons.). She has been at the helm of BDH Industries Limited since inception. She has indepth expertise of manufacturing activity and general management of business of the Company.
Disclosure of relationship between directors	Ms. Jayashree Nair, Managing Director and Ms. Karthika Nair, Non-Executive Director are related to eachother.

Name of Director – Mr. S. C. Kachhara (DIN - 00019666)	
Reason for change	Mr. S. C. Kachhara was appointed as Joint Managing Directors of the Company for three years from 1 st April 2017 to 31 st March 2020 by shareholders in 26 th AGM held on 22 nd September 2016. <u>Re-appointment of Joint Managing Director</u> : Recommended to the shareholders, the re-appointment of Mr. S. C. Kachhara as Joint Managing Director of the Company for three years w.e.f. 1 st April 2020 to 31 st March 2023.
Date of appointment / cessation & Term of appointment	The term as Joint Managing Director of the Company of Mr. S. C Kachhara will commence w.e.f. 1 st April 2020 to 31 st March 2023 i.e. for a period of three years, subject to approval of the shareholders by special resolution in the ensuing Annual General Meeting.
Brief Profile	Mr. S. C. Kachhara, 64 years holds qualifications of B.Com, FCA, LLB. (Gen.) and MIIA (USA). He has over 40 years of experience in the pharmaceutical industry. His experience comprises in the areas of finance, taxation, international business and overall business management.
Disclosure of relationship between directors	Not related to any Director or Key Managerial Personnel of the Company.

The Board Meeting commenced at 4.00 p.m. and concluded at 6.10 p.m.

Kindly acknowledge the receipt.

For BDH Industries Limited,

Nikita Phatak
Company Secretary



Encl. – As above



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BDH INDUSTRIES LIMITED

Regd. Off. : Nair Baug, Akurli Road, Kandivli - East, Mumbai - 400101; CIN : L24100MH1990PLC059299

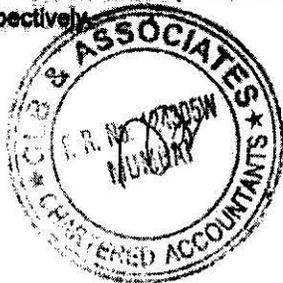
Tel. No. - 022 - 6155 1234; Fax No. : 022 - 2886 8349; E-mail : investors@bdhind.com; Website : www.bdhind.com

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31.03.2019	31.12.2018	31.03.2018	31.03.2019	31.03.2018
		Audited	Unaudited	Audited	Audited	Audited
I	Revenue from operations	812.70	1917.26	1150.05	5189.12	4107.47
II	Other Income	23.47	22.82	20.57	88.55	81.77
III	Total Income (I+II)	836.17	1940.08	1170.62	6257.67	4189.24
IV	Expenses:					
	(a) Cost of Materials consumed	579.59	998.08	659.78	3156.33	2590.10
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(102.03)	168.51	29.92	7.47	(185.83)
	(c) Excise Duty	0.00	0.00	0.00	0.00	6.39
	(d) Employee benefits expense	166.24	183.83	168.45	676.60	625.21
	(e) Finance Costs	18.03	18.19	9.32	51.79	25.17
	(f) Depreciation Expenses	19.88	18.49	16.74	82.77	75.44
	(g) Other Expenses	93.10	286.04	118.54	628.38	534.99
	Total expenses	774.81	1673.14	1002.75	4803.34	3871.47
V	Profit before tax (III-IV)	61.36	266.94	167.87	654.33	517.77
VI	Tax expense					
	Current Tax	12.53	74.26	29.08	158.64	127.43
	Deferred Tax	(6.15)	0.00	15.79	12.70	13.85
VII	Profit after tax (V-VI)	54.98	192.68	123.00	482.99	376.49
VIII	Other Comprehensive Income / (loss)	(8.01)	0.00	0.00	(8.01)	0.00
	a) (i) Items that will not be reclassified subsequently to profit or loss	(11.09)	0.00	0.00	(11.09)	0.00
	(ii) Income Tax relating to items that will not be reclassified subsequently to profit or loss	3.08	0.00	0.00	3.08	0.00
IX	Total Comprehensive Income (VII+VIII)	46.97	192.68	123.00	474.98	376.49
X	Paid-up equity share capital (Face value of ₹ 10/- each)	575.73	575.73	575.73	575.73	575.73
XI	Other Equity (Excluding Revaluation Reserves)				2702.55	2392.87
XII	Earnings Per Share (₹) (not annualised except for year ended)					
	- Basic and Diluted	0.95	3.35	2.14	8.39	6.54

Notes :

- 1 The above Standalone Audited Financial Results were reviewed by the Audit Committee and thereafter approved and taken on record by the Board of Directors at their meeting held on 29th May, 2019.
- 2 The Government of India has implemented Goods and Service Tax (GST) with effect from 1st July 2017 which replaced Excise Duty and various other Indirect Taxes. In accordance with requirements of Ind AS 18 Revenue from Operations for the year ended 31st March 2018 is net of GST.
- 3 The Board of Directors has, at its meeting held on 29th May, 2019 recommended a dividend of Rs. 2.75/- per equity share of the face value of 10/- each. The recommended dividend is subject to the approval of the shareholders at the ensuing Annual General Meeting.
- 4 The figures for the quarter ended March 31, 2019 and March 31, 2018 are the balancing figures between audited figures in respect of the full financial year and the unaudited published year-to-date figures up to the third quarter ended December 31, 2018 and December 31, 2017 respectively.



Jyashree Hanu

P.T.O.

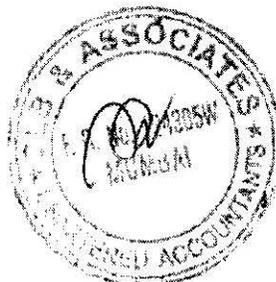
5 Statement of Standalone Assets and Liabilities

Particulars	₹ in Lakhs	
	As at	As at
	31-03-2019	31-03-2018
	Audited	Audited
Assets		
1 Non Current Assets		
Property, Plant and Equipment	2,201.68	2,268.67
Other Non Current Assets	12.95	9.33
Total Non-Current Assets	2,214.63	2,268.00
2 Current Assets		
Inventories	771.00	626.67
Financial Assets		
- Trade Receivables	1,259.68	712.18
- Cash and Cash Equivalents	1,726.88	1,690.85
Other Current Assets	484.86	308.57
Current Tax Assets	117.60	83.41
Total Current Assets	4,359.72	3,421.68
Total Assets	6,574.35	5,689.68
Equity and Liabilities		
3 Equity		
Equity Share Capital	593.94	593.94
Other Equity	2,840.20	2,531.91
Total Equity	3,434.14	3,125.85
4 Non-Current Liabilities		
Financial Liabilities		
- Borrowings	-	20.00
Provisions	12.58	63.64
Deferred Tax Liabilities (Net)	26.85	17.23
Other Non-Current Liabilities	54.53	54.53
Total Non-Current Liabilities	93.96	155.40
5 Current Liabilities		
Financial Liabilities		
- Borrowings	1,299.34	732.32
- Trade Payables	1,631.21	1,608.25
Provisions	9.16	-
Other Current Liabilities	106.54	67.84
Total Current Liabilities	3,046.25	2,408.41
Total Equity & Liabilities	6,574.35	5,689.68

6 The entire operations of the Company relate to only one segment viz. 'Pharmaceuticals'.

7 Previous period figures have been regrouped / rearranged wherever necessary to correspond with the figures of current period.

Place : Mumbai
Date : 29th May, 2019



By order of the Board
For BDH Industries Limited

Jayashree Nair
Jayashree Nair
Chairperson & Managing Director
DIN : 00027467





CLB & ASSOCIATES

CHARTERED ACCOUNTANTS

77, Mulji Jetha Bldg., 3rd Floor, 185/ 187, Princess Street, Marine Lines, Mumbai - 400 002. • Tel.: +91-22-22052224, 22066860
E-mail :info@clb.co.in / clb.fca@gmail.com • Website : www.clb.co.in

Auditor's Report on Quarterly and Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors,
BDH Industries Ltd.
Nair Baug, Akurli Road,
Kandivali(E),
Mumbai-400101

Dear Sir,

1. We have audited the accompanying statement of quarterly financial results (the "Statement") of **BDH Industries Limited** (the "Company"), for the quarter and year to date ended on March 31, 2019 (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, read with SEBI Circular NO. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. We conducted our audit in accordance with the Auditing Standard generally accepted in India. Those Standard requires that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. 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.
3. Based on our audit conducted as above, in our opinion and to the best of our information and according to the explanations given to us, these quarterly and year to date financial results:
 - (i) have been presented in accordance with requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular CIR/CFD/FAC/62/2016 dated July 5, 2016 in this regard; and
 - (ii) give a true and fair view of the net profit including other comprehensive income and other financial information for the quarter ended March 31, 2019 as well as the year to date results for the year ended March 31, 2019

The statement includes the result for the Quarter ended March 31, 2019 being the balancing figure between audited figures in respect of the full financial year and the published year to date results up to the third quarter of the current financial year which were subject to limited review by us.

For CLB & Associates
Chartered Accountants
FRN :124305W

S. Sarupria
S. Sarupria
Partner
M. No. 035783
Place: Mumbai
Date: 29.05.2019

