



2<sup>nd</sup> August, 2024

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Plot No. C/1, G. Block,  
Bandra- Kurla Complex,  
Bandra East, Mumbai-400 051

The Department of Corporate Services-  
Listing  
The BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

Symbol- DHANUKA

Scrip Code: 507717

**Sub: Outcome of the Board Meeting held today i.e. on 2<sup>nd</sup> August, 2024**

**Ref: Compliance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/Madam,

Please take note that the Board of Directors in its Meeting held today i.e. 2<sup>nd</sup> August 2024 has inter-alia approved the followings :

**Financial Results:**

1. Considered and approved the Un-Audited Financial Results (**Standalone and Consolidated**) for the Quarter ended June 30, 2024. In this regard, please find enclosed:
  - a. Un-Audited Standalone and Consolidated Financial Results of the Company for the Quarter ended 30<sup>th</sup> June, 2024.
  - b. Limited Review Report in respect of the Un-Audited Standalone and Consolidated Financial Results of the Company for the Quarter ended 30<sup>th</sup> June, 2024.

These are also being made available on the website of the Company at [www.dhanuka.com](http://www.dhanuka.com)

**Proposal of Buy Back of Equity Shares**

2. The Board of Directors at its meeting held today i.e. on August 02, 2024 has inter-alia approved the proposal to Buyback its own fully paid up Equity Shares of Rs. 2/- each ("Equity Shares") from the equity shareholders of the Company as on Record Date, for upto 5,00,000 fully paid up Equity Shares (being 1.10% of the total paid up equity capital of the Company) at a price of Rs. 2000/- (Rupees Two Thousand only) per equity share ("**Buyback Offer Price**") for an aggregate amount not exceeding Rs. 100 Crore (Rupees One Hundred Crore only) ("**Offer Size**"), (being less than 10% of the Paid Up Equity Capital and free reserves as on March 31, 2024) on a proportionate basis through the "Tender Offer" route as prescribed under the Securities and Exchange Board of India

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**Registered & Corporate Office:** Global Gateway Towers, Near Guru Dronacharya Metro Station,  
MG Road, Gurugram-122002, Haryana

Tel: +91-124-434-5000, Email: [headoffice@dhanuka.com](mailto:headoffice@dhanuka.com), Website: [www.dhanuka.com](http://www.dhanuka.com)

**CIN: L24219HR1985PLC122802**



(Buyback of Securities) Regulations, 2018 (“SEBI Buyback Regulations”) and the Companies Act, 2013 and the rules made thereunder (“Act”) including statutory modification(s) or re-enactment of the Act, for the time being in force).

The Maximum Buyback Size shall not include any expenses incurred or to be incurred for the Buyback like filing fees payable to the SEBI, merchant banker fees, stock exchange fees, transaction costs viz. brokerage, applicable taxes inter-alia including the tax on distributed income to shareholders, Securities Transaction Tax, Goods and Services Tax, Stamp duty, etc., public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses.

The Board also noted the intention of the Promoters and Promoter Group of the Company to participate in the proposed Buyback.

Further, the Board has decided **Friday, August 16, 2024** as the Record Date for the purpose of determining the entitlement and the names of equity shareholders who are eligible to participate in the proposed Buyback Offer.

The pre-buyback summarized shareholding pattern of the Company is as under:

Category	Pre buyback	
	No. of shares	%age
Promoters	3,19,88,876	70.18
Public shareholders	1,35,89,448	29.82
<b>Total</b>	<b>4,55,78,324</b>	<b>100.00</b>

The post-buyback shareholding pattern of the Company can be ascertained only after the Record Date.

In accordance with Regulation 5(via) of the SEBI Buyback Regulations, the Board of Directors of the Company may, till one working day prior to the record date, increase the maximum Buy-back price and decrease the number of equity shares proposed to be bought back, such that there is no change in the aggregate size of the Buy-back.

## **Restructuring in the Board as per Sussession Planning**

### **Resignation:**

3. Mr. Ram Gopal Agarwal (DIN: 00627386), Chairman & Whole-time Director of the Company, has submitted his resignation letter dated August 02, 2024 from the office of Chairman and Whole-time Director of the Company with effect from the close of business hours of August 02, 2024. In the annexed letter he stated that he has attained the age of 75 years, also confirmed that the resignation is under succession planning and there is no other material reason for resignation other than mentioned in the letter.

The Board of Directors placed on record their deep gratitude and appreciation for the valuable contribution and support extended by Mr. Ram Gopal Agarwal during his tenure.

Consequent to his resignation as Chairman and Whole-time Director of the Board, Mr. Ram Gopal Agarwal shall cease to be a Chairman of the Corporate Social and Responsibility Committee and Banking, Finance, and Operations Committee of the Board.

4. Resignation of Mr. Arun Mehta as Chief Internal Auditor of the Company.

### **Designating Mr. Ram Gopal Agarwal as Chairman Emeritus:**

5. Keeping in view the invaluable contribution made by Mr. Ram Gopal Agarwal in the growth of the Company and to acknowledge the contribution made by him over the years, the Board has approved and recommended to the Members for their approval through Postal Ballot to designate Mr. Ram Gopal Agarwal in an Honorary position as a "Chairman Emeritus" to seek his guidance and to give him a mark of respect for his contribution.

### **Change in Designation:**

6. The Board has approved and recommended to the members for their approval through Postal Ballot to designate Mr. Mahendra Kumar Dhanuka (DIN:00628039), Vice Chairman & Managing Director of the Company as Chairman & Whole-Time Director of the Company as a part of succession planning on the same terms and conditions as per the approval sought for his Appointment and Remuneration by the Shareholders in the 39<sup>th</sup> Annual General Meeting of the Company.

Further, as per the requirement of the Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018, issued by the BSE and NSE respectively, we hereby confirm that Mr. Mahendra Kumar Dhanuka is not debarred from holding the office of Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

7. The Board has approved and recommended to the members for their approval through Postal Ballot to designate Mr. Rahul Dhanuka, Joint Managing Director as Managing Director of the Company as a part of the Succession Planning of the Company on the same terms and conditions as mentioned in the agreement of his Appointment and Remuneration as Whole-time Director approved by the Shareholders through Postal Ballot dated 15<sup>th</sup> March 2022.

Further, as per the requirement of the Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018 issued by the BSE and NSE respectively, we hereby confirm that Mr. Rahul Dhanuka is not debarred from holding the office of Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

## **Postal Ballot:**

8. Approval of Notice of Postal Ballot along with the explanatory statement and other related documents thereof to seek approval of the Shareholders of the Company for items number 5, 6 & 7 above.
9. Appointment of M/s. VAPN & Associates, Practicing Company Secretaries as Scrutinizer to conduct the Postal Ballot process fairly and transparently. The Board has also fixed the cut-off date as **Friday, August 9, 2024** to determine the eligible shareholders to whom the postal ballot notice would be sent and the said cut-off date shall also be considered for the purpose of e-voting.

*The disclosure with respect to the above Resignation and change in designation as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, are enclosed herewith as **Annexure – A and B and C**.*

These are also being made available on the website of the Company at [www.dhanuka.com](http://www.dhanuka.com)

*The Meeting of the Board of Directors commenced at 12:30 P.M. and concluded at 02:30 P.M.*

Please take the above information in your record.

*for Dhanuka Agritech Limited*

JITIN  
SADANA  
Digitally signed by  
JITIN SADANA  
Date: 2024.08.02  
14:27:56 +05'30'

**Jitin Sadana**  
**Company Secretary and Compliance Officer**  
**FCS-7612**

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**Registered & Corporate Office:** Global Gateway Towers, Near Guru Dronacharya Metro Station,  
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**CIN: L24219HR1985PLC122802**

**Independent Auditor's Limited Review Report on the Quarterly and Year To Date Unaudited Standalone Financial Results of Dhanuka Agritech Limited Pursuant to Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended**

**To**  
**The Board of Directors of**  
**Dhanuka Agritech Limited**

We have reviewed the accompanying Statement of unaudited standalone financial results of **Dhanuka Agritech Limited** ("the Company") for the quarter ended June 30, 2024 and Year to date from April 01, 2024 to June 30, 2024 ("the "Statement") 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, as amended (the "Listing Regulations").

This statement, which is the responsibility of the Company's Management and has been 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") read with rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited standalone financial results prepared in accordance with applicable Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder 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.

**For S S Kothari Mehta & Co. LLP**  
Chartered Accountants  
Firm Registration No. 000756N/N500441

  
  
**Jalaj Soni**  
Partner  
Membership No. 528799  
UDIN: 24528799BKDIEA7977

Place: New Delhi  
Date: August 02, 2024



## STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2024

S.No	Particulars	Quarter Ended			(₹ In lacs)
		30.06.2024 (Unaudited)	31.03.2024 (Audited)**	30.06.2023 (Unaudited)	31.03.2024 (Audited)
I	Revenue from Operations	49,357.81	36,831.16	36,907.14	1,75,854.39
II	Other income	713.48	1,528.05	664.36	3,496.08
III	<b>Total Income (I+II)</b>	<b>50,071.29</b>	<b>38,359.21</b>	<b>37,571.50</b>	<b>1,79,350.47</b>
IV	<b>Expenses</b>				
a)	Cost of materials consumed	29,354.20	23,099.79	22,930.84	89,995.30
b)	Purchase of Stock In Trade	7,737.37	2,301.38	8,378.10	20,785.49
c)	Changes in inventories of finished goods, work-in progress and Stock In Trade	(4,840.05)	(4,635.36)	(6,514.51)	(3,561.43)
d)	Employee benefit expenses	4,279.85	3,716.50	3,408.83	15,535.88
e)	Finance costs	83.43	70.17	89.17	308.67
f)	Depreciation and amortisation expense	1,227.89	1,317.63	462.48	4,056.36
g)	Other expenses	5,654.31	4,339.56	4,343.33	20,354.76
	<b>Total Expenses</b>	<b>43,497.00</b>	<b>30,209.67</b>	<b>33,098.24</b>	<b>1,47,475.03</b>
V	<b>Profit/(Loss) Before Exceptional Items and Tax (III-IV)</b>	<b>6,574.29</b>	<b>8,149.54</b>	<b>4,473.26</b>	<b>31,875.44</b>
VI	Exceptional items	-	-	-	-
VII	<b>Profit/(Loss) Before Tax (V-VI)</b>	<b>6,574.29</b>	<b>8,149.54</b>	<b>4,473.26</b>	<b>31,875.44</b>
VIII	<b>Tax expenses</b>				
a)	Current Tax	1,766.66	2,090.22	1,163.24	8,035.41
b)	Tax of earlier year provided / (written back)	-	37.83	-	(341.64)
c)	Deferred Tax	(81.88)	119.93	16.09	272.40
IX	<b>Profit/(loss) for the period (VII-VIII)</b>	<b>4,889.51</b>	<b>5,901.56</b>	<b>3,293.93</b>	<b>23,909.27</b>
X	<b>Other Comprehensive Income</b>				
A	(i) Items that will not be reclassified to profit or loss	-	141.05	-	141.05
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	(35.50)	-	(35.50)
B	(i) Items that will be reclassified to profit or loss	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
	<b>Total Other Comprehensive Income /(Loss) for the period</b>	<b>-</b>	<b>105.55</b>	<b>-</b>	<b>105.55</b>
XI	<b>Total Comprehensive Income for the period (IX+X)</b>	<b>4,889.51</b>	<b>6,007.11</b>	<b>3,293.93</b>	<b>24,014.82</b>
XII	Paid-up equity share capital [Face value of ₹ 2 per share]	911.57	911.57	911.57	911.57
XIII	Other Equity as per audited Balance Sheet				1,24,676.01
XIV	<b>Earning per share* (in ₹)</b>				
a)	Basic EPS	10.73	12.95	7.23	52.46
b)	Diluted EPS	10.73	12.95	7.23	52.46

See accompanying notes to the financial results

\*Actuals for the quarter not annualised

\*\* Refer Note-5

### Notes:

- The above Unaudited Financial Results were reviewed by the Audit Committee and thereafter approved and taken on record by the Board of Directors in their Meeting held on 02nd August, 2024. The Statutory Auditors of the Company have conducted a "Limited Review" of the above Financial Results for the quarter ended 30th June, 2024
- Financial Results for all the periods presented have been prepared in accordance with the recognition and measurement principles of Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
- The demand of Company's products depends on monsoon, pest infestation and crop patterns. Hence there may be variations in the Results from one period to another period.
- The Company has only one reportable Business segment viz. "Agro Chemicals"
- The figures for the quarter ended 31st March, 2024 are the balancing figures between audited figures in respect of full Financial Year ended 31st March, 2024 and the published Unaudited year to date figures upto nine months ended 31st December, 2023.
- The Board of Directors of the Company in its meeting held today has approved the proposal for the buyback of 5,00,000 Equity Shares of the Company at a price of Rs. 2,000/- (Rs. Two Thousands only) per Equity Share for an aggregate amount of Rs.100 Crores (Rupees One Hundred Crores Only) for cash (the "Buyback"), excluding transaction costs, by way of Tender Offer through the stock exchange mechanism. The Buyback is subject to all applicable statutory approvals.
- The Results can also be viewed at our website [www.dhanuka.com](http://www.dhanuka.com) and on the website of BSE & NSE where the Company's shares are listed i.e. at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. Any query from investors can be sent on email at [investors@dhanuka.com](mailto:investors@dhanuka.com)



For and on behalf of  
Dhanuka Agritech Limited

*(Signature)*

(M.K. Dhanuka)

Vice Chairman & Managing Director

DIN : 00628039

Place : Gurugram (Haryana)

Dated : 02nd August, 2024

**Registered & Corporate Office:** Global Gateway Towers, Near Guru Dronacharya Metro Station,  
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Tel: +91-124-434-5000, Email: [headoffice@dhanuka.com](mailto:headoffice@dhanuka.com), Website: [www.dhanuka.com](http://www.dhanuka.com)

**CIN: L24219HR1985PLC122802**

**Independent Auditor's Limited Review Report on the Quarterly and Year To Date Unaudited Consolidated Financial Results of Dhanuka Agritech Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**To**  
**The Board of Directors of**  
**Dhanuka Agritech Limited**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **Dhanuka Agritech Limited** ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as "the Group") , for the quarter ended June 30, 2024 and Year to date from April 01, 2024 to June 30, 2024 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
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 read with relevant rules issued thereunder and other accounting principles generally accepted 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 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 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 in accordance 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 Listing Regulations, as amended, to the extent applicable.

4. The Statement includes the results of the following entity :-

**Subsidiary:-**

- i. Dhanuka Chemicals Private Limited (Struck-off w.e.f. 16" July, 2024). Also Refer paragraph Below.
5. Based on our review conducted and procedures performed as stated in paragraph 3 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 Indian Accounting Standard 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.



# SS KOTHARI MEHTA & CO. LLP

CHARTERED ACCOUNTANTS

6. As per the information & explanations given to us, the wholly owned subsidiary of the company, Dhanuka Chemicals Private Limited (DCPL) has been Struck-off and has no operations for the quarter ended June 30, 2024. The DCPL made a voluntary application with the jurisdictional Registrar of Companies ("ROC"), to strike off its name from the register of companies. Consequently, the name of DCPL has been struck off from the record of ROC w.e.f. 16<sup>th</sup> July, 2024 and it ceased to be the Wholly Owned Subsidiary of the Company.. (Refer note no.05 of the statement). Therefore, the Statement does not include any financial results for this subsidiary for the quarter ended June 30, 2024 & period from April 1, 2024 to June 30, 2024.

Our conclusion on the Statement is not modified in respect of the above matter.

For **S S Kothari Mehta & Co. LLP**

Chartered Accountants

Firm Reg. No. – 000756N/N500441



**Jalaj Soni**

Partner

Membership No. 528799

UDIN: 24528799BKDIEB3270

Place: New Delhi

Date: August 02, 2024



STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2024					
₹ In lacs					
S.No	Particulars	Quarter Ended		Year Ended	
		30.06.2024 (Unaudited)	31.03.2024 (Audited)**	30.06.2023 (Unaudited)	31.03.2024 (Audited)
I	Revenue from Operations	49,357.81	36,831.16	36,907.14	1,75,854.39
II	Other income	713.48	1,528.05	664.36	3,496.08
III	<b>Total Income (I+II)</b>	<b>50,071.29</b>	<b>38,359.21</b>	<b>37,571.50</b>	<b>1,79,350.47</b>
IV	<b>Expenses</b>				
a)	Cost of materials consumed	29,354.20	23,099.79	22,930.84	89,995.30
b)	Purchase of Stock In Trade	7,737.37	2,301.38	8,378.10	20,785.49
c)	Changes in inventories of finished goods, work-in progress and Stock In Trade	(4,840.05)	(4,635.36)	(6,514.51)	(3,561.43)
d)	Employee benefit expenses	4,279.85	3,716.50	3,408.83	15,535.88
e)	Finance costs	83.43	70.17	89.17	308.67
f)	Depreciation and amortisation expense	1,227.89	1,317.63	462.48	4,056.36
g)	Other expenses	5,654.31	4,339.58	4,343.33	20,354.78
	<b>Total Expenses</b>	<b>43,497.00</b>	<b>30,209.69</b>	<b>33,098.24</b>	<b>1,47,475.05</b>
V	<b>Profit/(Loss) Before Exceptional Items and Tax (III-IV)</b>	<b>6,574.29</b>	<b>8,149.52</b>	<b>4,473.26</b>	<b>31,875.42</b>
VI	Exceptional items	-	-	-	-
VII	<b>Profit/(Loss) Before Tax (V-VI)</b>	<b>6,574.29</b>	<b>8,149.52</b>	<b>4,473.26</b>	<b>31,875.42</b>
VIII	<b>Tax expenses</b>				
a)	Current Tax	1,766.66	2,090.22	1,163.24	8,035.41
b)	Tax of earlier year provided / (written back)	-	37.83	-	(341.64)
c)	Deferred Tax	(81.88)	119.93	16.09	272.40
IX	<b>Profit/(loss) for the period (VII-VIII)</b>	<b>4,889.51</b>	<b>5,901.54</b>	<b>3,293.93</b>	<b>23,909.25</b>
X	<b>Other Comprehensive Income</b>				
A	(i) Items that will not be reclassified to profit or loss	-	141.05	-	141.05
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	(35.50)	-	(35.50)
B	(i) Items that will be reclassified to profit or loss	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
	<b>Total Other Comprehensive Income /(Loss) for the period</b>	<b>-</b>	<b>105.55</b>	<b>-</b>	<b>105.55</b>
XI	<b>Total Comprehensive Income for the period (IX+X)</b>	<b>4,889.51</b>	<b>6,007.09</b>	<b>3,293.93</b>	<b>24,014.80</b>
XII	Paid-up equity share capital [Face value of ₹ 2 per share]	911.57	911.57	911.57	911.57
XIII	Other Equity as per audited Balance Sheet				1,24,675.01
XIV	<b>Earning per share* (in ₹)</b>				
a)	Basic EPS	10.73	12.95	7.23	52.46
b)	Diluted EPS	10.73	12.95	7.23	52.46

See accompanying notes to the financial results

\*Actuals for the quarter not annualised

\*\* Refer Note-6

#### Notes:

- The above Unaudited Financial Results were reviewed by the Audit Committee and thereafter approved and taken on record by the Board of Directors in their Meeting held on 02nd August, 2024. The Statutory Auditors of the Company have conducted a "Limited Review" of the above Financial Results for the quarter ended 30th June, 2024
- Financial Results for all the periods presented have been prepared in accordance with the recognition and measurement principles of Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
- The demand of Group's products depends on monsoon, pest infestation and crop patterns. Hence there may be variations in the Results from one period to another period.
- The Group has only one reportable Business segment viz. "Agro Chemicals"
- The Board of Directors of Dhanuka Agritech Limited in its meeting held on 7th November, 2023 had approved the Strike off of its wholly owned subsidiary i.e. Dhanuka Chemicals Private Limited (DCPL). DCPL has filed an application for strike-off with the Registrar of Companies (ROC), NCT of Delhi and Haryana. The ROC has approved the strike off and the name of the Company has been struck off with effect from 16th July, 2024 from the Register of the Companies.
- The figures for the quarter ended 31st March, 2024 are the balancing figures between audited figures in respect of full Financial Year ended 31st March, 2024 and the published Unaudited year to date figures upto nine months ended 31st December, 2023.
- The Board of Directors of the Company in its meeting held today has approved the proposal for the buyback of 5,00,000 Equity Shares of the Company at a price of Rs. 2,000/- (Rs. Two Thousands only) per Equity Share for an aggregate amount of Rs.100 Crores (Rupees One Hundred Crores Only) for cash (the "Buyback"), excluding transaction costs, by way of Tender Offer through the stock exchange mechanism. The Buyback is subject to all applicable statutory approvals.
- The Results can also be viewed at our website [www.dhanuka.com](http://www.dhanuka.com) and on the website of BSE & NSE where the Company's shares are listed i.e. at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. Any query from investors can be sent on email at [investors@dhanuka.com](mailto:investors@dhanuka.com)



For and on behalf of  
Dhanuka Agritech Limited

★ Vice Chairman & Managing Director  
DIN : 00628039

Place : Gurugram (Haryana)

Dated : 02nd August, 2024

**Registered & Corporate Office:** Global Gateway Towers, Near Guru Dronacharya Metro Station,  
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Tel: +91-124-434-5000, Email: [headoffice@dhanuka.com](mailto:headoffice@dhanuka.com), Website: [www.dhanuka.com](http://www.dhanuka.com)

CIN: L24219HR1985PLC122802

## Annexure A

<b>Name</b>	<b>Mr. Ram Gopal Agarwal</b> <b>(Chairman &amp; Whole-Time Director)</b>	<b>Mr. Ram Gopal Agarwal</b> <b>(Chairman &amp; Whole-Time Director)</b>
<b>Reason for <del>change viz. appointment, resignation, removal, death or otherwise</del></b>	Part of Succession Planning	Part of Succession Planning
<b>Date of Appointment/cessation and terms of appointment</b>	Cessation from the position of Chairman & Whole-time Director W.e.f. the close of business hours of 2 <sup>nd</sup> August, 2024	Designated as Chairman Emeritus  W.e.f. 3 <sup>rd</sup> August, 2024
<b>Brief Profile (in case of appointment)</b>	NA	NA
<b>Disclosure of the relationship between directors</b>	Mr. Ram Gopal Agarwal is the Brother of Mr. MK Dhanuka, Vice Chairman & Managing Director, and Father of Mr. Rahul Dhanuka, Joint Managing Director	Mr. Ram Gopal Agarwal is the Brother of Mr. MK Dhanuka, Vice Chairman & Managing Director, and Father of Mr. Rahul Dhanuka, Joint Managing Director

## Annexure B

<b>Name</b>	<b>Mr. Mahendra Kumar Dhanuka</b> <b>(Vice Chairman &amp; Managing Director)</b>	<b>Mr. Rahul Dhanuka</b> <b>(Joint Managing Director)</b>
<b><del>Reason for change viz. appointment, resignation, removal, death or otherwise</del></b>	Change in designation from Vice Chairman & Managing Director of the Company to Chairman & Whole-Time Director of the Company subject to the approval of the Members via Postal Ballot  Reason: As a Part of Succession Planning	Change in designation from Joint Managing Director to Managing Director subject to the approval of the Members via Postal Ballot  Reason: As a Part of Succession Planning
<b>Date of Appointment/cessation and terms of appointment</b>	On the same terms and conditions as per the approval sought for his Appointment and Remuneration by the Shareholders in the 39 <sup>th</sup> Annual General Meeting of the Company	On the same terms and conditions as mentioned in the agreement of his Appointment and Remuneration as Whole-time Director approved by the Shareholders through Postal Ballot dated 15 <sup>th</sup> March 2022
<b>Brief Profile (in case of appointment)</b>	NA	NA
<b>Disclosure of the relationship between directors</b>	Mr. Mahendra Kumar Dhanuka is the Brother of Mr. Ram Gopal Agarwal, Chairman and Father of Mr. Harsh Dhanuka, Executive Director	Mr. Rahul Dhanuka is the son of Mr. Ram Gopal Agarwal, Chairman



## Annexure C

Name	Mr. Arun Mehta (Chief Internal Auditor)
Reason for <del>change viz. appointment,</del> resignation, removal, death or otherwise	Personal Reasons
Date of Appointment/cessation and terms of appointment	W.e.f. 22 <sup>nd</sup> July, 2024
Brief Profile (in case of appointment)	NA
Disclosure of the relationship between directors	Not related to any Director



To,  
The Board of Directors,  
Dhanuka Agritech Limited  
Global Gateway Towers,  
Guru Dronacharya Metro Station  
Near MG Road, Gurugram-122002

Sub: Resignation from the Board of Dhanuka Agritech Limited ("the Company")

Dear Members of the Board,

In order to achieve my aspiration of "Transforming India through Agriculture" I have dedicated myself to bringing changes in the Agrochemical Industry and the farming community. On 30th July this year, I attained the age of 75 years and decided to dedicate my full time to fulfill the above vision of "Transforming India through Agriculture" by contributing to the honor, pride, and abundance of the farmer and farming.

It is with mixed emotions that I announce my decision to resign from my position as Chairman and Whole-time Director from the Board of the Company and consequently as a member of the Corporate Social Responsibility and Banking, Finance, and Operations Committee effective from the close of business hours on August 2, 2024. After careful consideration and reflection, I believe that the time has come for me to step down and pave the way for the next phase of leadership within the organization.

I was fortunate to serve as a Chairman & Whole-time Director of the Company. I thoroughly enjoyed my association with the Company and am please to see its growth achieved over 4 decades.

I am immensely proud of the progress we have made together during my tenure, and I am confident that the strong foundation we have built will continue to support the company's growth and success in the future. As I am transitioning out of this role, I am committed to working closely with the Board of Directors and executive team to ensure a seamless handover and to facilitate a successful succession process as succession planning is a critical aspect of any organization's long-term sustainability. In future also, I will be fully dedicated to supporting the Board wherever required to lead the Company with its Charter's values.

I want to express my heartfelt gratitude to each and every one of you for your unwavering support, dedication, and hard work throughout my time as Chairman. It has been an honor and a privilege to serve in this role, and I am grateful for the opportunity to have worked alongside such talented and passionate individuals.

I am confident that the future holds great promise for our Company, and I look forward to witnessing the continued growth and success of the organization under new leadership.

Thank you once again for your support and understanding.

Thanking You,

Yours Faithfully



R.G. Agarwal  
DIN: 00627386

Date: 2-08-2024  
Place: Guwahati