



NACL Industries Limited

Ref: NACL/SE/2025-26

January 29, 2026

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

Company Code: 524709

National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor,
Plot No. C/1 G Block, Bandra- Kurla Complex,
Bandra, Mumbai – 400051

Symbol: NACLIND

Dear Sir/Madam,

Sub: Outcome of the Board of Director's Meeting.

Ref: Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-reg.

We wish to inform that, the Board of Directors in its meeting held today i.e., on Thursday, January 29, 2026, has *inter-alia* approved / noted the following businesses:

1. The Board has approved the Un-audited Standalone and Consolidated Financial Results of the Company for the quarter and nine months ended December 31, 2025, as prescribed under the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board also took note of the Limited Review Report, with an unmodified opinion, issued by S. R. Batliboi & Associates LLP, Chartered Accountants, the Statutory Auditors of the Company. The said Financial Results along with the Limited Review Report are enclosed herewith as **Annexure A**.
2. The Board has approved "The Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information". Accordingly, in compliance with Regulation 8(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015, a copy of the policy is enclosed herewith as **Annexure B**.
3. Pursuant to Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the request received from Algavista Greentech Private Limited ("AGPL"), (part of Promoter Group) were considered by the Board of Directors of the Company at their meeting held on January 29, 2026. The Board of Directors have approved the submission of the application to the stock exchanges where the Company's shares are listed viz., National Stock Exchange of India Limited and BSE Limited for obtaining the No Objection Certificate for the above-mentioned re-classification.

The Board further noted that Algavista Greentech Private Limited ("AGPL"), (part of Promoter Group) has undertaken in their request letter that they shall comply with the requirements specified in Regulation 31A(4) of the Listing Regulations at all times. The re-classification will be subject to the receipt of no objection from the Stock Exchanges in terms of Regulation 31 A of Listing Regulations.

4. Mr. Kannan Upadhyaya, Vice President – Marketing and Sales, has been designated as Senior Management Personnel (SMP) of the Company pursuant to the organisational changes. The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, ("Master Circular") is enclosed as **Annexure C**.

Further in reference to the organizational changes, Mr. Ravi Kumar Mukala shall cease from the capacity of the Senior Management Personnel (SMP) of the Company with effect from 29.01.2026.



5. The Board has further approved

- a) the extension of tenure by two more years on Inter- Corporate Loans extended to NACL Spec-Chem Limited, a wholly owned subsidiary, aggregating to Rs. 55 Crores being disbursed from time to time, and revision of interest rate from 10% to 7.5%. All other terms and conditions of the loan shall remain unchanged. This intimation is being made pursuant to Regulation 30(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- b) the investment of Rs. 20,00,00,000 (Rupees Twenty Crore only) in NACL Spec-Chem Limited, a wholly owned subsidiary of the Company (the "Subsidiary"), by way of subscription to Compulsorily Convertible Debentures (CCDs), in one or more tranches, in accordance with the terms of issue of the said debentures.

The details as required under the Listing Regulations read with SEBI Master Circular in respect of extension of loan and investment in CCDs, are given in **Annexure D and E**

6. The Board also took note of the fine of Rupees Fifty-Five Thousand (₹55,000) imposed by BSE Limited for delay in furnishing details of related party transactions for the quarter ended September 30, 2025, under the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. BSE observed a delay in the submission of the disclosure on Related Party Transactions for the half-year ended September 30, 2025. The delay occurred due to an inadvertent misinterpretation of the single-window / Integrated filing mechanism, whereby the Company was under the belief that filing the disclosure with one stock exchange would result in its automatic dissemination to the other stock exchange. The Board noted that internal checks and controls have further strengthened to prevent recurrences of such instances.

The meeting commenced at 09.00 a.m. and concluded at 11.15 a.m.

You are requested to take the same on records.

Thanking you,

for NACL Industries Limited


Satish Kumar Subudhi

Sr. Vice President-Legal & Company Secretary

Encl: As above



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

**Review Report to
The Board of Directors
NACL Industries Limited**

1. We have reviewed the unaudited standalone financial results included in the accompanying "Statement of Unaudited Standalone and Consolidated Financial Results for the quarter and nine months period ended 31 December 2025" (the "Statement") of NACL Industries Limited (the "Company") for the quarter and nine months ended December 31, 2025, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. 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. 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 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.
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 Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. The comparative standalone financial information of the Company for the quarter and nine months ended December 31, 2024 and the standalone financial statements of the Company for the year ended March 31, 2025, included in the Statement, were reviewed/audited by the predecessor auditor who expressed unmodified conclusions/opinion on those financial information on February 12, 2025 and May 28, 2025 respectively.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

per Shankar Srinivasan

Partner

Membership No.: 213271

UDIN: 26213271HHTVY63136



Place: Hyderabad

Date: January 29, 2026

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

**Review Report to
 The Board of Directors
 NACL Industries Limited**

1. We have reviewed the unaudited consolidated financial results included in the accompanying "Statement of Unaudited Standalone and Consolidated Financial Results for the quarter and nine months period ended 31 December 2025" (the "Statement") of NACL Industries Limited and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associate for the quarter and nine months ended December 31, 2025, attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. 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. 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 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 Master Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:

Holding Company:

- (i) NACL Industries Limited

Subsidiaries:

- (i) NACL Spec-Chem Limited, India
- (ii) NACL Multichem Private Limited, India
- (iii) LR Research Laboratories Private Limited, India
- (iv) NACL Agri-Solutions Private Limited, India
- (v) Nagarjuna Agrichem (Australia) Pty Limited, Australia
- (vi) NACL Industries (Nigeria) Limited, Nigeria

Associate:

- (i) Nasense Labs Private Limited, India

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

6. The accompanying Statement includes the unaudited interim financial results and other financial information, in respect of a subsidiary, whose unaudited interim financial results include total revenues of Rs. 3,353 lakhs and Rs. 11,259 lakhs, net loss after tax of Rs. 691 lakhs and Rs. 1,071 lakhs and total comprehensive loss of Rs. 691 lakhs and Rs. 1,071 lakhs for the quarter and nine months ended December 31, 2025, respectively, as considered in the Statement which have been reviewed by its independent auditor.

The independent auditors' report on interim financial results of this entity has been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of this subsidiary is based solely on the report of such auditor and procedures performed by us as stated in paragraph 3 above.

7. The accompanying Statement includes unaudited interim financial results /statements and other unaudited financial information in respect of:

- five subsidiaries whose interim financial results and other financial information reflect total revenues of Rs. 74 lakhs and Rs. 171 lakhs, net loss after tax of Rs. 2 lakhs and 15 lakhs and total comprehensive loss of Rs. 2 lakhs and Rs. 15 lakhs for the quarter and nine months ended December 31, 2025, respectively; and
- an associate whose interim financial results includes the Group's share of net loss of Rs. Nil and Rs. 16 lakhs and Group's share of total comprehensive loss of Rs. Nil and Rs. 16 lakhs for the quarter and nine months ended December 31, 2025 respectively.

The unaudited interim financial statements and other unaudited financial information of the these subsidiaries and associate have not been reviewed by their auditors and have been approved and furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the affairs of these subsidiaries and associate, is based solely on such unaudited interim financial results and other unaudited financial information. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

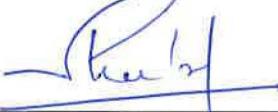
Our conclusion on the Statement in respect of matters stated in paragraphs 6 and 7 above is not modified with respect to our reliance on the work done and the reports of the other auditors and the financial results certified by the Management.

8. The comparative consolidated financial information of the Group and its associate for the quarter and nine months ended December 31, 2024 and the consolidated financial statements of the Group and its associate for the year ended March 31, 2025, included in the Statement, were reviewed/audited by the predecessor auditor who expressed unmodified conclusions/opinion on those consolidated financial information on February 12, 2025 and May 28, 2025 respectively.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004



per Shankar Srinivasan

Partner

Membership No.: 213271

UDIN: 26213271/DQGPSX5-844



Place: Hyderabad

Date: January 29, 2026

NACL Industries Limited

Regd. Office Plot No 12-A, 'C' Block, Lakshmi Towers, No 8-2-248/17/78, Nagarjuna Hills, Punjagutta, Hyderabad 500 082, Telangana, India
 Phone: 040-24405100, Fax: 040-23358062, E-mail: info@naclind.com, Website: www.naclind.com
 CIN: L24219TG1986PLC016607

Statement of Unaudited Standalone and Consolidated Financial Results for the quarter and nine months period ended 31 December 2025

(₹ in Lakhs)

Sl. No	Particulars	Standalone						Consolidated					
		Quarter ended			Nine months ended		Year ended	Quarter ended			Nine months ended		Year ended
		31 December 2025	30 September 2025	31 December 2024	31 December 2025	31 December 2024	31 March 2025	31 December 2025	30 September 2025	31 December 2024	31 December 2025	31 December 2024	31 March 2025
(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income												
	(a) Revenue from operations	29,018	44,634	26,652	1,17,502	1,04,865	1,25,189	31,821	45,694	26,777	1,22,351	1,03,309	1,23,452
	(b) Other income	151	121	191	499	756	988	7	(4)	130	120	742	804
	Total Income	29,169	44,755	26,843	1,18,001	1,05,621	1,26,177	31,828	45,690	26,907	1,22,471	1,04,051	1,24,256
2	Expenses												
	(a) Cost of raw materials and packing materials consumed	14,731	33,308	15,468	82,548	66,632	83,522	16,258	34,555	15,020	85,295	62,622	78,909
	(b) Purchases of traded goods	787	1,389	514	2,745	4,618	4,630	787	1,389	512	2,769	4,628	4,641
	(c) Changes in inventories of finished goods, work-in-progress and traded goods	4,278	(4,937)	4,269	(4,606)	7,487	7,499	5,184	(6,066)	4,767	(5,002)	7,444	7,679
	(d) Employee benefits expense	3,644	3,771	3,889	11,243	10,222	13,993	3,850	3,984	4,088	11,883	10,803	14,792
	(e) Finance costs	982	1,018	1,172	3,026	4,006	4,948	1,242	1,308	1,529	3,928	5,100	6,495
	(f) Depreciation and amortisation expense	526	496	467	1,515	1,388	1,930	794	771	713	2,310	2,101	2,905
	(g) Other expenses	4,767	6,971	4,754	17,403	15,421	22,231	5,074	7,359	5,002	18,451	16,713	23,718
	Total Expenses	29,715	42,016	30,533	1,13,874	1,09,774	1,38,753	33,189	43,300	31,631	1,19,634	1,09,411	1,39,139
3	Profit / (loss) before share of (loss) / profit of associate and exceptional items (1-2)	(546)	2,739	(3,690)	4,127	(4,153)	(12,576)	(1,361)	2,390	(4,724)	2,837	(5,360)	(14,883)
4	Share of (loss) / profit from associate										52	(16)	6
5	Profit / (loss) before exceptional items and tax (3+4)	(546)	2,739	(3,690)	4,127	(4,153)	(12,576)	(1,361)	2,390	(4,672)	2,821	(5,354)	(14,850)
6	Exceptional items (refer note 5)	+	(1,028)	-	(1,028)	-	-	2,926	-	(1,745)	-	(1,745)	-
7	Profit / (loss) before tax (5+6)	(546)	1,711	(3,690)	3,099	(4,153)	(9,650)	(1,361)	645	(4,672)	1,076	(5,354)	(11,924)
8	Tax expense / (credit)												1
	(a) Current tax												
	(b) Deferred tax charge / (credit)	(206)	451	(876)	749	(956)	(2,342)	(352)	390	(1,049)	526	(1,141)	(2,712)
	Total tax expense / (credit)	(206)	451	(876)	749	(956)	(2,342)	(345)	390	(1,049)	533	(1,141)	(2,711)
9	Net Profit / (loss) after tax (7-8)	(340)	1,260	(2,814)	2,350	(3,197)	(7,308)	(1,016)	255	(3,623)	543	(4,213)	(9,213)
10	Other Comprehensive income / (loss)												
	Items that will not be reclassified subsequently to statement of profit or loss												
	Re-measurement of the defined benefit obligation	12	(48)	(9)	(60)	(39)	(405)	12	(48)	(9)	(60)	(37)	(405)
	Income tax expense on the above	(3)	12	2	15	10	102	(3)	12	2	15	10	102
	Items that will be reclassified subsequently to statement of profit or loss												
	Effective portion of gain/ (loss) on designated portion of hedging instrument in a cash flow hedge	-	-	-	(21)	(21)	-	-	-	-	(21)	(21)	(21)
	Income tax expense on the above	-	-	-	-	5	5	-	-	-	5	5	5
	Total Other Comprehensive income / (loss), net of tax	9	(36)	(7)	(45)	(45)	(319)	9	(36)	(7)	(45)	(43)	(319)
11	Total Comprehensive income / (loss) (9+10)	(331)	1,224	(2,821)	2,305	(3,242)	(7,627)	(1,007)	219	(3,630)	498	(4,256)	(9,532)
12	Paid-up equity share capital (Face value of ₹ 1 per equity share)	2,340	2,014	1,994	2,340	1,994	2,012	2,340	2,014	1,994	2,340	1,994	2,012
13	Other Equity												40,694
14	Earnings Per Share (of ₹ 1 each) (for the period, not annualised)												
	(a) Basic (in ₹)	(0.16)	0.58	(1.30)	1.08	(1.48)	(3.39)	(0.47)	0.12	(1.68)	0.25	(1.95)	(4.27)
	(b) Diluted (in ₹)	(0.16)	0.58	(1.30)	1.08	(1.48)	(3.39)	(0.47)	0.12	(1.68)	0.25	(1.95)	(4.27)



Notes :

- 1 The above unaudited standalone and consolidated financial results of NACL Industries Limited ("NACL" or the "Company"), which have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder, other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India ("SEBI") were reviewed and recommended by the Audit Committee in their meetings held on 28 January 2026 and approved by the Board of Directors in their meetings held on 29 January 2026. The Statutory Auditors have carried out a limited review and issued unmodified reports thereon.
- 2 The Consolidated Financial Results include the results of the following:
 - i) Parent:
 - a) NACL Industries Limited, India
 - ii) Wholly Owned Subsidiaries:
 - a) LR Research Laboratories Private Limited, India
 - b) Nagarjuna AgriChem (Australia) Pty Limited, Australia
 - c) NACL Spec-Chem Limited, India
 - d) NACL Multichem Private Limited, India
 - e) NACL Industries (Nigeria) Limited, Nigeria
 - f) NACL Agri-Solutions Private Limited, India
 - iii) Associate:
 - a) Nasense Labs Private Limited, India
- 3 Pursuant to (i) share purchase agreement dated 12 March 2025 among Coromandel International Limited ("CIL"), KLR Products Limited, Mrs. Kanumuru Lakshmi Raju and Bright Town Investment Advisor Private Limited ("Promoter SPA"); (ii) share purchase agreement dated 12 March 2025 among CIL and M/s. Agro Life Science Corporation; (iii) share purchase agreement dated 12 March 2025 among CIL and M/s. Krishi Rasayan Exports Private Limited; and (iv) the mandatory open offer made by CIL to the public shareholders of NACL in accordance with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations"), CIL has acquired in aggregate 10,69,12,581 equity shares of NACL representing 53.08% of the voting share capital of NACL. Consequently, CIL has acquired control of NACL and became the promoter of NACL and NACL has become a subsidiary of CIL with effect from 8 August 2025.

During the current quarter, the Company has made rights issue of 32,501,851 fully paid up Equity Shares of face value of ₹ 1 each for a price of ₹ 76.7 per rights equity share (including a premium of ₹ 75.7 per rights equity share) aggregating up to ₹ 24,929 lakhs for repayment of debt and general corporate purposes. These equity shares were allotted on 31 December 2025 and the funds to the extent received have been deposited in earmarked bank account, pending utilization.

Earnings per share for all the comparative periods have been retrospectively adjusted for effects of rights issue during the quarter.

- 4 On 21 November 2025, the Government of India notified four labour codes - effective immediately, replacing 29 existing labour laws. The implementation of the Labour Codes does not have significant impact on the provision for defined benefit obligation. The Company continues to monitor the finalisation of the Labour Codes, and will incorporate appropriate accounting treatment based on the developments as required.
- 5 Exceptional item for the previous quarter relates to the discontinuation of certain products under development and other investments pursuant to an ongoing strategic review by the Company's Board and exceptional item for the year ended 31 March 2025 pertains to a favourable ruling related to Company's insurance claim proceeding.
- 6 The Company/ Group is primarily engaged in the farm inputs, which in the context of Ind AS 108 "Operating Segments" is considered the only significant business segment.
- 7 The Company has allotted 86,667 equity shares during the quarter ended 31 December 2025 pursuant to exercise of stock options.

Place : Hyderabad
Date : 29 January 2026



For and on behalf of the Board of Directors

D. Raghuram

Dr. Raghuram Devarakonda
Managing Director & Chief Executive Officer



**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED
PRICE SENSITIVE INFORMATION (UPSI)**

1. Corporate Disclosure Policy:

- 1.1 The following is the Corporate Disclosure Policy/norm to be followed by NACL Industries Limited ("Company"/ "NACL") to ensure timely and adequate disclosure of unpublished price sensitive information. This policy was last modified on 30th May, 2015 being the date of its approval by the Board of Directors of the Company.
- 1.2 Any other term not defined herein shall have the same meaning as defined under the SEBI Insider Trading Regulations, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 or any other applicable law or regulation to the extent applicable to the Company.

2. Prompt disclosure of unpublished price sensitive information:

- 2.1. Disclosure of Unpublished Price Sensitive Information, as defined under the Securities and Exchange Board of India (Prevention of Insider Trading) Regulations, 2015 ("SEBI Insider Trading Regulations") ("UPSI") would be done promptly when credible and concrete information is available for making the same generally available;
- 2.2. The Company will endeavour to make uniform and universal dissemination of UPSI and will avoid making selective disclosure once the information is ready to be made generally available. Material events will be disseminated as mandated by the stock exchanges in Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time.
- 2.3. In case the Company is required to make selective disclosure of UPSI, then the information will be promptly disseminated either in the form of notification to stock exchanges, press releases or upload of information on the website of the Company.
- 2.4. UPSI handling will be on a need to know basis for legitimate purposes as determined by its policy in this regard or performance of duties or discharge of legal obligations.
- 2.5. The information released to stock exchanges will also be published in the website of the Company for investor access to the public announcements.

3. Overseeing and coordinating disclosure:

- 3.1 The Chief Financial Officer will be the Chief Investor Relations Officer ("CIO") of the Company to deal with dissemination of information and disclosure of UPSI.



(ii) Recording of discussion:

In order to avoid misquoting or misrepresentation, it is desirable that at least two representatives of the Company be present at meetings with analysts, brokers or Institutional Investors and discussion should preferably be recorded.

(iii) Handling of unanticipated questions:

Sufficient care should be exercised while dealing with analysts' questions that raise issues outside the intended scope of discussion. Unanticipated questions may be taken on notice and a considered response given later. Price sensitive information should not be disclosed to analysts in response to such questions before such information becomes generally available.

(iv) Prompt release of Information:

The Company will make transcripts or records of the proceedings of the meetings with Analysts and Investor Relation meetings available on the website of the Company promptly. The Company may also consider live webcasting of analyst meets.

(v) Interaction during Trading Window Closure period:

During the trading window closure period, the Directors, Officers and other employees of the Company should refrain from interaction with the media/analysts/ investors

7. Medium of disclosure / dissemination:

- (i) Disclosure/ dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination.
- (ii) CIO shall ensure that disclosure to stock exchanges is made promptly.
- (iii) Company may also facilitate disclosure through the use of their dedicated Internet website.
- (iv) Company websites may provide a means of giving investors direct access to analyst briefing material, significant background information and questions and answers.
- (v) The information filed by the Company with exchanges under continuous disclosure requirements may be made available on the Company website.

8. Maintenance of a Structured database:

The Company Secretary & Compliance Officer shall be responsible to maintain a structured digital database of such persons or entities as the case may be with whom UPSI is shared for legitimate purposes along with Permanent Account Number or any other Identifier authorized by law where PAN is not available and such other information as may be prescribed from time to time, containing the details as required under the SEBI Insider Trading Regulations and further ensure that such database is maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the same.



Enclosure I

Policy for determination of 'legitimate purposes' for communicating/ procuring unpublished price sensitive information The Policy forms a part of the Code of Fair Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("UPSI") formulated pursuant to the SEBI (Prevention of Insider Trading) Regulations, 2015 ("SEBI Insider Trading Regulations") and shall come into effect from January 29, 2026

1. The principles for determining the legitimate purposes for which UPSI can be communicated / procured under the SEBI Insider Trading Regulations are as follows

- i. If the purpose conforms with the laws and regulations applicable to the Company;
- ii. If the purpose is to ensure compliance with or is undertaken pursuant to a legal/regulatory obligation applicable to the Company;
- iii. If the purpose is in furtherance of the business of the Company and is in the ordinary course of business of the Company;
- iv. The sharing of UPSI is not made with an intent to evade or circumvent the SEBI Insider Trading Regulations and the UPSI is shared on a need-to-know basis.

2. The person sharing UPSI for a legitimate purpose should consider the following:

- i. If the purpose conforms with the laws and regulations applicable to the Company;
- ii. If the purpose is to ensure compliance with or is undertaken pursuant to a legal/regulatory obligation applicable to the Company;
- iii. If the purpose is in furtherance of the business of the Company and is in the ordinary course of business of the Company;
- iv. The sharing of UPSI is not made with an intent to evade or circumvent the SEBI Insider Trading Regulations and the UPSI is shared on a need-to-know basis.

3. The term "legitimate purposes" includes sharing of UPSI in the ordinary course of business by an Insider with

- a. partners
- b. collaborators
- c. lenders
- d. customers
- e. suppliers
- f. merchant bankers
- g. legal advisors
- h. auditors
- i. insolvency professionals
- j. other advisors / consultants
- k. shared service providers
- l. service providers
- m. debenture trustees
- n. security trustees for lenders
- o. depositories and custodians
- p. IT tool/system providers/facilitators
- q. such other persons by whatever name called who may be required to be engaged by the Company from time to time for conduct of its operations, for facilitating corporate. action including conduct of due diligence for undertaking any transaction, preparation of financial statements etc.,
- r. with any person for any other purpose as may be determined by the CIO to be legitimate provided that

Annexure C

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular:

Sl. No	Details of events that need to be provided	Information of such events
1.	Reason for change	Designated - Mr. Kannan Upadhyaya, Vice President – Marketing and Sales, as Senior Management Personnel (SMP) with effect from January 29, 2026
2.	Date and terms of appointment	Date of appointment: January 29, 2026 Term of appointment – The above Senior Management Personnel is in fulltime employee of the Company as per employment terms and conditions of the employment.
3.	Brief Profile	Mr. Kannan Upadhyaya has over 24 years of experience in leadership roles, with demonstrated expertise in Country Operations, Management Consulting, P&L Management, Business Development, and Key Account Management. During his tenure at Goldratt Consulting, he developed award-winning business models for companies in India and China and also initiated country operations for Olam International in Sri Lanka. He has spearheaded multiple P&L roles at Godrej Agrovet, driving significant growth and profitability, and played an instrumental role in and launch of Nature's Basket. Mr. Kannan Upadhyaya has been honoured with the prestigious Best Team Leader Award and the Most Innovative Idea Implementation Award
4	Disclosure of relationship between Directors	Mr. Kannan Upadhyaya is not related to any other directors of the Company.

Annexure D

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular:

Sl. No.	Details of events that need to be provided	Information of such events
1.	Name(s) of parties with whom the agreement is entered;	NACL Spec-Chem Limited and NACL Industries Limited
2.	Purpose of entering into the agreement;	Extension of tenure by two years and revision in the rate of interest in respect of the Inter-Corporate Loan (from 10% to 7.5%)
3.	Size of agreement;	Rs. 55 Crores
4.	Shareholding, if any, in the entity with whom the agreement is executed.	100%
5.	Significant terms of the agreement (in brief), special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure, etc.;	NACL Spec-Chem Limited is a wholly owned subsidiary of the Company. The terms and conditions are as per the mutually agreed terms and are in conformity with the applicable regulatory requirements.
6.	Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	NACL Spec-Chem Limited is a wholly owned subsidiary of the Company (NACL Industries Limited) and both the Company and NACL Spec-Chem Limited are part of the same promoter group.
7.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	Yes, the transaction is at arm's length.
8.	In case of issuance of shares to the parties, details of the issue price, class of shares issued;	Not Applicable.
9.	In case of loan agreements, details of the lender/borrower, nature of the loan, total amount of loan granted/taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the borrowers for such loan, or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis;	The parties to the proposed loan agreement shall be NACL Industries Limited, as the lender, and NACL Spec-Chem Limited, as the borrower, for an aggregate loan amount of Rs 55 Crores. The loan agreement is being executed by the Parties, in compliance with the applicable regulatory requirements.

10.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	Nil
11.	In case of termination or amendment of the agreement, the listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement; ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof.	Not applicable

Annexure E

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular:

Sl. No	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.;	NACL Spec-Chem Limited ("the Wholly Owned subsidiary") Turnover: Rs. 9644 Lakhs for the financial year 2024-25.
2.	Whether the acquisition would fall NACL Spec-Chem Limited, being Wholly within related party transaction(s) and / Owned Subsidiary of the Company, is a whether the promoter/ promoter related party. The Promoter/Promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	NACL Spec-Chem Limited, being a wholly owned subsidiary of the Company, is a related party. The Promoter / Promoter Group / Group Companies of the Company do not have any interest in the said investment.
3.	Industry to which the entity being acquired belongs;	Agro-Chemical
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	NACL proposing for further funding of Rs. 20 Cr in the form of CCDs towards proposed capital expenditure and working capital requirement (out of Rights Issue proceeds – General Corporate Purpose).
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable
6.	Indicative time period for completion of the acquisition;	The allotment of the Compulsorily Convertible Debentures shall be carried out in compliance with the timelines and requirements stipulated under the Companies Act, 2013 and other applicable laws.
7.	Consideration – whether cash consideration or share swap or any other form and details of the same;	The consideration shall be paid in cash by way of subscription to Compulsorily Convertible Debentures (CCDs) of the Subsidiary.
8.	Cost of acquisition and/or the price at which the shares are acquired;	The total investment amount shall be ₹20,00,00,000 (Rupees Twenty Crore only) towards subscription to 2,000 (Two Thousand) 0.01% Compulsorily Convertible Debentures of face value ₹1,00,000 each.

9.	Percentage of shareholding / control acquired and / or number of shares acquired;	No change in shareholding. The Company shall continue to hold 100% shareholding and control in the Subsidiary, including after conversion of CCDs.
10.	Brief background about the entity acquired in terms of products / line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>NACL Spec-Chem Limited is a wholly owned subsidiary, incorporated on 27th December 2020, and is engaged in the manufacturing of agro-chemical products.</p> <p>Turnover (₹ in Lakhs):</p> <p>FY 2024–25: 9,644 FY 2023–24: 17,848 FY 2022–23: 1,622</p>