



NOCIL LIMITED

Mafatlal House, Backbay Reclamation, Mumbai - 400 020, India
T: 91 22 6636 4062 F: 9122 6636 4060 website : www.natocil.com

SEC/122N

24th January, 2012

The Secretary
The National Stock Exchange of India Ltd.
"Exchange Plaza"
Bandra-Kurla Complex
Bandra (East)
Mumbai-400 051

Dear Sir,

Sub: **Outcome of the Board Meeting**

Pursuant to Clause 41 of the Listing Agreement, we have the pleasure in enclosing herewith Unaudited Financial Results of the Company for the 3rd Quarter ended 31st December, 2011 as approved at the meeting of the Board of Directors held on 24th January, 2012 together with a copy of Limited Review Report dated 24.1.2012 of our Statutory Auditors in respect of unaudited Financial Results for the quarter ended 31st December, 2011.

Kindly take the same on record.

Thanking you,

Yours truly,
For **NOCIL LIMITED**

(V.K. Gupte)
Company Secretary

Encl: as above

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ARVIND MAFATLAL GROUP
The ethics of excellence

AUDITORS' REPORT ON LIMITED REVIEW OF UNAUDITED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF NOCIL LIMITED

We have reviewed the accompanying statement of Unaudited Financial Results of NOCIL Limited ("the Company") for the quarter and nine months ended 31 December 2011 ("the Statement"). This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. 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 misstatements. 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 opinion.

Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

DHS

Deloitte Haskins & Sells

Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to undisputed investor complaints from the details furnished by the Registrars.

For **DELOITTE HASKINS & SELLS**

Chartered Accountants

Registration No. 117366W



P.B. Pardiwalla

Partner

Membership No. 40005

MUMBAI, January, 24, 2012



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**UNAUDITED (REVIEWED) FINANCIAL RESULTS FOR THE QUARTER
ENDED 31ST DECEMBER 2011**

		For the Quarter Ended on			For the NINE Months ended on		₹ in Lakhs
		31.12.2011 (Unaudited) (Reviewed)	30.09.2011 (Unaudited) (Reviewed)	31.12.2010 (Unaudited) (Reviewed)	31.12.2011 (Unaudited) (Reviewed)	31.12.2010 (Unaudited) (Reviewed)	Standalone for the Year ended on 31.03.2011 (Audited)
1	a) Net Turnover	12,178	11,835	11,587	35,818	33,320	45,107
	b) Other Operating Income	61	84	43	250	184	248
2	Expenditure						
	a) Decrease/(Increase) in stock of finished products & stock in process	650	-1,352	668	-499	-523	-1,651
	b) Consumption of raw materials	7,387	8,436	6,390	22,987	20,164	28,508
	c) Purchase of traded goods	74	74	64	206	166	216
	d) Employees cost	758	866	641	2,310	2,016	2,626
	e) Depreciation	203	200	190	599	565	799
	f) Utilities	1,126	1,355	993	3,535	3,118	4,254
	g) Other expenditure	1,656	1,758	1,648	4,983	4,646	6,390
	h) Total	11,854	11,337	10,594	34,121	30,152	41,142
3	Profit from Operations before Other Income, Interest & Tax (1-2)	385	582	1,036	1,947	3,352	4,213
4	Other Income	570	529	109	1,245	304	600
5	Profit before Interest & Tax (3 + 4)	955	1,111	1,145	3,192	3,656	4,813
6	Interest	3	5	3	11	9	12
7	Profit before Tax	952	1,106	1,142	3,181	3,647	4,801
8	Tax Expense	296	301	363	946	1,200	1,469
9	Profit After Tax (7 - 8)	656	805	781	2,235	2,447	3,332
10	Paid up equity share capital (face value Rs. 10)	16,079	16,079	16,079	16,079	16,079	16,079
11	Reserves excluding Revaluation Reserve						14,927
12	Earnings per share (Basic & Diluted) (in ₹.)	0.41	0.50	0.48	1.39	1.52	2.07
13	Aggregate of Public Shareholding:						
	- Number of shares	103,185,201	105,743,701	108,008,201	103,185,201	108,008,201	108,008,201
	- Percentage of shareholding	64.18	65.77	67.18	64.18	67.18	67.18
14	Promoters and promoter group Shareholdings	57,601,779	55,043,279	52,778,779	57,601,779	52,778,779	52,778,779
	a) Pledged / Encumbered						
	- Number of Shares	16,686,269	16,686,269	33,471,269	16,686,269	33,471,269	31,021,269
	- Percentage of Shares (as a % of total shareholding of promoter and promoters group)	28.97	30.31	63.42	28.97	63.42	58.78
	- Percentage of Shares (as a % of the total share capital of the Company)	10.38	10.38	20.82	10.38	20.82	19.29
	b) Non-encumbered						
	- Number of Shares	40,915,510	38,357,010	19,307,510	40,915,510	19,307,510	21,757,510
	- Percentage of Shares (as a % of total shareholding of promoter and promoters group)	71.03	69.69	36.58	71.03	36.58	41.22
	- Percentage of Shares (as a % of the total share capital of the Company)	25.45	23.86	12.00	25.45	12.00	13.52





NOTES:

1. The Company is primarily engaged in the business of manufacture of Rubber Chemicals which in the context of Accounting Standard (AS 17) on "Segment Reporting" constitutes a single reportable segment.
2. There were no pending investor complaints at the beginning of the quarter and one complaint was received and resolved during the quarter. There was no complaint pending at the end of the quarter.
3. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 24 January 2012
4. Figures for the previous period have been regrouped / reclassified wherever necessary

OTTS

In terms of our report attached

**For DELOITTE HASKINS & SELLS
Chartered Accountants**

**P.B. Pardiwalla
Partner**

**Place: Mumbai
Date: January 24, 2012**

For and on behalf of the Board

For NOCIL Limited,

**(C.R. Gupte)
Managing Director**