

# Infinity Holdings

C/o Apex Fund & Corporate Services (Mauritius)  
Ltd, Lot 15 A3 1st Floor, Cybercity, Ebene 72201, Mauritius  
Tel: +230 404 3900 Fax: +230 454 6824

Date: August 21<sup>st</sup> 2024

To

<b>BSE Limited</b> <b>Phiroz Jeejeebhoy Towers,</b> <b>Dalal Street,</b> <b>Mumbai – 400001</b>	<b>National Stock Exchange of India Ltd.,</b> <b>Exchange Plaza, C-1, Block G</b> <b>Bandra Kurla Complex</b> <b>Bandra East</b> <b>Mumbai 400051</b>
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CC: ADF Foods Limited  
Registered Office: Marathon Innova B2 – G01 on the ground floor,  
Opp. Peninsula Corporate Park G.K. road, Lower Parel, Mumbai - 400013

Dear Sir/ Madam,

**Re: Reporting of sale of equity shares of ADF Foods Limited (“Target Company”) under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

We wish to inform that Infinity Holdings has sold 4,400,000 equity shares of the Target Company on August 20<sup>th</sup> 2024, to Infinity Portfolio Holdings through an on market transaction. With regard to this, we hereby submit disclosure to Stock Exchanges under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Thanking you,

Yours faithfully,



**For Infinity Holdings**  
Mohammud Zaid Peerun  
Authorized signatory  
Place: Mauritius  
Date: August 21<sup>st</sup> 2024

## ANNEXURE – 1

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

<b>Name of the Target Company (TC)</b>		ADF Foods Limited		
<b>Name(s) of the seller and Persons Acting in Concert s(PAC) with the seller</b>		<b>Seller:</b> Infinity Holdings <b>PAC:</b> Infinity Portfolio Holdings Infinity Direct Holdings		
<b>Whether the seller belongs to Promoter/Promoter group</b>		No		
<b>Name(s) of the Stock Exchange(s) where the shares of TC are Listed</b>		National Stock Exchange of India Limited and BSE Limited		
<b>Details of the disposal as follows</b>		<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable(*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Sr No.</b>	<b>Before the disposal under consideration, holding of:</b>			
a)	Shares carrying voting rights:			
	i) Infinity Holdings	6,155,000	5.6%	5.6%
	ii) Infinity Direct Holdings	5,000,000	4.6%	4.6%
b)	Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	N/A	N/A	N/A
c)	Voting rights (VR) otherwise than by shares	N/A	N/A	N/A
d)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	N/A	N/A	N/A
e)	<b>Total (a+b+c+d)</b>	<b>11,155,000</b>	<b>10.2%</b>	<b>10.2%</b>
<b>Sr No.</b>	<b>Details of acquisition/sale</b>			
a)	Shares carrying voting rights sold			
	i) Infinity Holdings	(4,400,000)	(4.0%)	(4.0%)
	Shares carrying voting rights acquired			
	ii) Infinity Portfolio Holdings	4,400,000	4.0%	4.0%
b)	VRs acquired /sold otherwise than by shares	N/A	N/A	N/A
c)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	N/A	N/A	N/A
d)	Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	N/A	N/A	N/A
e)	<b>Total (a+b+c+/-d)</b>	<b>NIL</b>	<b>N/A</b>	<b>N/A</b>
<b>Sr No.</b>	<b>After the acquisition / sale, holding of:</b>			
a)	Shares carrying voting rights			
	i) Infinity Holdings	1,755,000	1.6%	1.6%
	ii) Infinity Direct Holdings	5,000,000	4.6%	4.6%
	iii) Infinity Portfolio Holdings	4,400,000	4.0%	4.0%
b)	Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	N/A	N/A	N/A

c)	VRs otherwise than by shares	N/A	N/A	N/A
d)	Warrants/convertible securities/any other instrument-that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	N/A	N/A	N/A
e)	<b>Total (a+b+c+d)</b>	<b>11,155,000</b>	<b>10.2%</b>	<b>10.2%</b>
Mode of sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)		On market Transaction		
Date of sale of shares / date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.		August 20 <sup>th</sup> 2024		
Equity share capital / total voting capital of the TC before the said acquisition / sale		10,98,63,595 equity shares of face value of Rs. 2/- each aggregating to Rs. 219,727,190		
Equity share capital / total voting capital of the TC after the said acquisition / sale		10,98,63,595 equity shares of face value of Rs. 2/- each aggregating to Rs. 219,727,190		
Total diluted share/voting capital of the TC after the said acquisition / sale		10,98,63,595 equity shares of face value of Rs. 2/- each aggregating to Rs. 219,727,190		

**Note:**

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**Signature of Authorised Signatory**

Infinity Holdings



Mohammud Zaid Peerun

Authorised Signatory

Place: Mauritius

Date: August 21<sup>st</sup> 2024

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