

January 19, 2023

To,
BSE Limited ("BSE")
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

To,
National Stock Exchange of India Limited ("NSE")
Exchange Plaza, C-1, Block – G,
Bandra Kurla Complex, Bandra (E), Mumbai – 400
005

Scrip Code: 507717

Symbol: DHANUKA

Dear Sir/Madam,

Sub: Buyback of Equity Shares - Completion of extinguishment/destruction of a total of 10,00,000 Equity Shares

Pursuant to the Public Announcement dated November 03, 2022 (the "Public Announcement") and the Letter of Offer dated December 15, 2022 (the "Letter of Offer"), the Tendering Period for the Buyback opened on December 26, 2022 and closed on January 06, 2023.

Pursuant to Regulation 24 (iv) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "SEBI Buyback Regulations"), the following are the details of the Equity Shares bought back by the Company during the Tendering Period and extinguished/destroyed:

Equity share capital before the said extinguishment (Number of Equity Shares)	Number of Equity Shares extinguished/ destroyed	Equity share capital after the said extinguishment (Number of Equity Shares)
4,65,78,324	10,00,000	4,55,78,324

The terms used but not defined in this letter shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

Pursuant to Regulation 11(iv) of the SEBI Buyback Regulations, we also enclose a certified true copy of the certificate dated January 19, 2023 relating to the above extinguishment of 10,00,000 Equity Shares.

The number of Equity Shares bought back and the post-Buyback shareholding pattern were disclosed in the Post Buyback Public Announcement published and submitted for your records on January 13, 2022 and have been reproduced in Annexure A for ease of reference.

This is for your information and records.

Yours faithfully,
for Dhanuka Agritech Limited

jitin
sadana

Digitally signed
by jitin sadana
Date: 2023.01.19
16:14:18 +05'30'

Jitin Sadana
Company Secretary and Compliance Officer
F-7612

Annexure A

The shareholding pattern of the Company, pre and post Buyback, is as under:

Category of Shareholders	Pre Buyback Shareholding Pattern (as on September 30, 2022)		Post Buyback Shareholding Pattern*	
	No. of Shares	% Holding	No. of Shares	% Holding
Promoters Shareholding				
Indian	3,26,04,716	70.00	3,19,88,876	70.18
Foreign	-	-	-	-
Sub Total (A)	3,26,04,716	70.00	3,19,88,876	70.18
Public Shareholding				
Institutions				
Mutual Funds / UTI	61,71,454	13.25		
Financial Institutions / Banks	-	-		
Insurance Companies	14,89,224	3.20		
Alternative Investment Funds	92,004	0.20		
FII / FPI	18,57,280	3.99	1,35,89,448	29.82
Others	-	-		
Non Institutions				
Resident Individuals	34,92,356	7.50		
Bodies Corporate	3,75,956	0.81		
Others	4,95,334	1.06		
Sub Total (B)	1,39,73,608	30.00	1,35,89,448	29.82
Grand Total (A)+(B)	4,65,78,324	100.00	4,55,78,324	100.00

*Post Extinguishment as on January 17, 2023

Date: January 19, 2023

To,
The Board of Directors
Dhanuka Agritech Limited
82, Abhinash Mansion,
1st Floor Joshi Road, Karol Bagh
New Delhi -110005, India

Sub.: Auditor's certificate with respect to extinguishment of 10,00,000 equity shares of the face value of Rs.2/- each ("equity shares") bought back by Dhanuka Agritech Limited in compliance with the requirements of Regulation 11 of Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended.

1. This certificate is issued in accordance with the terms of our engagement letter dated October 28, 2022.
2. We have been engaged by Dhanuka Agritech Limited ("the Company") for the purpose of issuing this certificate and have verified the particulars contained in the attached "Certificate of Extinguishment of Equity Shares bought-back by Dhanuka Agritech Limited" ("the Statement"), prepared by the Company and confirmation received from Registrar to the Issue - Bigshare Services Private Limited and Company's Registrar and Transfer agent - Abhipra Capital Ltd,
3. The Company has bought-back 10,00,000 Equity Shares of the face value of Rs. 2/- each. In connection with the aforesaid, we have been requested by the Management of the Company to provide a certificate for submission to the Security and Exchange Board of India ("SEBI") in compliance with Regulation 11 of the SEBI (Buy back of Securities) Regulations, 2018 ("Regulations") as amended.

Management's Responsibility

4. The Management of the Company is responsible for the preparation of the said Statement and the maintenance of relevant records and documents including obtaining confirmation from National Services Depository Limited ("NSDL") and Central Depository Services India Limited ("CDSL") for extinguishment of 10,00,000 Equity shares in dematerialized form
5. The Management is also responsible for ensuring that the Company complies with the requirements of the Regulations and the Companies Act, 2013 in relation to the buyback of Equity Shares and for providing all the information to SEBI. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditor's Responsibility:

6. Our responsibility, for the purpose of this certificate, is limited to certifying the particulars contained in the Statement on the basis of verification of relevant records and documents maintained and obtained by the Company and furnished for the purpose.

7. We conducted our verification of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes and Standards on Auditing issued by the Institute of Chartered Accountants of India ("ICAI"), which include the concept of test check and materiality. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Review Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

9. On the basis of our verification as stated above and according to the information, explanation and representations provided to us by the Management of the Company, we certify that the particulars furnished by the Company in the said Statement, are in agreement with the relevant records and documents maintained by the Company as on the date of certificate and the extinguishment is in compliance and in accordance with the provision of Regulation 11 of the Regulations and Securities and Exchange Board of India (Depository and Participants) Regulation, 2018 and the by-laws framed thereunder.

Restriction on Use

10. This Certificate is issued in connection with the extinguishment of Equity Shares bought-back in accordance with the aforementioned Regulations and for the sole use of the Board of Directors, to whom it is addressed, and for the managers for submission to SEBI and the stock exchanges, where the equity shares of the Company are listed, pursuant to the Regulations and should not be used for any other purpose without our prior written permission.

For S S Kothari Mehta & Company

Chartered Accountants

Firm's registration number: 000756N

JALAJ Digitally signed
by JALAJ SONI
Date:
SONI 2023.01.19
17:03:57 +05'30'

Jalaj Soni

Partner

Membership number: 528799

UDIN: 23528799BGWHVP9412

Place: New Delhi

Date : January 19, 2023

Encl. Certificate of Extinguishment of Equity Shares bought-back by Dhanuka Agritech Limited

**CERTIFICATE OF EXTINGUISHMENT OF EQUITY SHARES BOUGHT BACK BY
DHANUKA AGRITECH LIMITED (the “Company”)**

This certificate is being issued in compliance with the requirements of Regulation 11 of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, (“Buyback Regulations”) as amended from time to time.

Pursuant to the Public Announcement dated November 03, 2022, and Letter of Offer dated December 15, 2022, the tendering period for the Buyback of fully paid-up Equity shares of the Company having face value of Rs. 2/- (Rupee Two Only) each (the “Equity Shares”) from its eligible shareholders as on November 18, 2022 commenced from Monday, December 26, 2022 to Friday, January 06, 2023 (both days inclusive), on a proportionate basis by the way of the tender offer route as prescribed under the Buyback Regulations, through the stock exchange mechanism.

The following are the details of the Equity Shares bought back by the Company during the said tendering period and extinguished/destroyed on January 17, 2023.

Details of Equity Shares bought back by the Company are as follows:

A) Particulars of extinguishment of Equity shares bought back in Dematerialised Form::

Name of the Depository	Date of Extinguishment	DP Name and DP ID	Company's A/C Number	No. of Equity Shares
National Securities Depository Limited (NSDL)	January 17, 2023	Eureka Stock & Share Broking Services Limited (IN302105)	10931998	10,00,000
Total (A)				10,00,000

B) The Equity Shares extinguished in physical form are as under: No Equity Shares in physical form are extinguished.

C) The total Equity Shares extinguished/destroyed in dematerialised form and physical form are as under:-

Total Number of Equity Shares Extinguished/ Destroyed (A + B)	10,00,000
---	-----------

It is certified that the above Equity Shares of the Company, being in dematerialised form were extinguished in compliance with, and in accordance with the provisions of Regulation 11 of the Buyback Regulations, as amended from time to time.

For Dhanuka Agritech Limited	
<p>MAHENDRA KUMAR DHANUKA</p> <p><small>Digitally signed by MAHENDRA KUMAR DHANUKA Date: 2023.01.19 16:33:00 +05'30'</small></p> <p>Mahendra Kumar Dhanuka Managing Director (DIN: 00628039)</p>	<p>HARSH DHANUKA</p> <p><small>Digitally signed by HARSH DHANUKA Date: 2023.01.19 16:34:00 +05'30'</small></p> <p>Harsh Dhanuka Wholetime Director (DIN: 00199516)</p>
Statutory auditor of the company	Registrar to the Buyback
<p>S S Kothari Mehta & Company Chartered Accountants Firm Registration No. 000756N</p> <p>JALAJ SONI</p> <p><small>Digitally signed by JALAJ SONI Date: 2023.01.19 16:57:19 +05'30'</small></p> <p>Jalaj Soni Partner Membership No. 528799</p>	<p>For Bigshare Services Private Limited</p> <p>JIBU THANKACHAN JOHN HAN JOHN</p> <p><small>Digitally signed by JIBU THANKACHAN JOHN Date: 2023.01.19 16:52:53 +05'30'</small></p> <p>Name: Jibu John Designation: General Manager</p>
Registrar and Transfer Agent to the Company	
<p>For Abhipra Capital Ltd</p> <p>abhinav aggarwal</p> <p><small>Digitally signed by abhinav aggarwal Date: 2023.01.19 16:40:15 +05'30'</small></p> <p>Name: Abhinav Agarwal Designation: Director</p>	

Enclosed: Corporate Action Certificate dated January 17, 2023 received from National Securities Depository Limited ("NSDL") and Confirmation Letter received from Central Depository Services (India) Limited ("CDSL") dated January 19, 2023.

Ref: II/CA/COM/03379/2023

January 17, 2023

Mr. Jitin Sadana
Company Secretary and Compliance Officer
Dhanuka Agritech Limited
Global Gateway Towers Near Guru Dronacharya Metro Station
MG Road
Gurgaon - 122002

Sub : Buy-back (tender offer)

Dear Sir,

As per the corporate action(s) executed by your R&T Agent/Registry Division viz; Abhipra Capital Limited , Equity Shares were credited/debited to the account(s) in the NSDL system, details of which are given below :

<i>ISIN</i>	<i>ISIN Description</i>	<i>D/C</i>	<i>Records</i>	<i>Quantity</i>	<i>Execution Date</i>
INE435G01025	DHANUKA AGRITECH LIMITED EQ NEW F.V. RS.2/-	Debit	1	1,000,000.000	17/Jan/2023

You may contact your R&T Agent/ Registry Division for further details in this regard.

Yours faithfully,

Rakesh Mehta
Vice President

Digitally Signed By
Name: RAKESH M MEHTA
Date:17/01/2023 12:21:40
Reason: Authentication
Location: NSDL,Mumbai



Central Depository Services (India) Limited



CDSL/OPS/KD/2022-23/22355

19-Jan-2023

The Company Secretary
DHANUKA AGRITECH LIMITED
14th Floor, Tower A,
Building No 5, Phase III,
DLF Cyber City,
Gurgaon 122002.

Dear Sir,

Sub: Buyback of Equity Shares (ISIN INE435G01025).

With reference to the captioned subject, this is to inform you that we have noted that the company has bought back 10,00,000 Equity Shares. The Capital of the company after this buyback as recorded with CDSL is Rs.9,11,56,648/- (4,55,78,324 Equity Shares of Rs.2/- each)

If you require any clarifications in this regard please feel free to call the undersigned on 022-2305 8667 or Mr. Karan Dudhwadkar on 022-2305 8696 or email at sachink@cdslindia.com; karand@cdslindia.com

Thanking you.

Yours sincerely,
For Central Depository Services (India) Limited

SACHIN ARVIND
KALSULKAR

Sachin Kalsulkar
Dy. Manager – Operations

Digitally signed by SACHIN ARVIND KALSULKAR
DN: c=IN, o=CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED,
ou=DEPUTY MANAGER, postalCode=400013, st=Maharashtra,
phone=#04347432e098d70e2b035b15703d65f5f8716449255e927b5405
e#e#161d, oID.2.5.4.85=E1848702A26E4D7A8EC5F8EC426444C483972F98,
serialNumber=3B05F8CD069C58FE3862F8F05929B3D148B1F68E80
156D13668773BB5049B11, cn=SACHIN ARVIND KALSULKAR
Reason: I am the author of the document
Location: your signing location here
Date: 2023.01.19 18:07:01 +05'30'
Foxit PDF Editor Version: 11.2.1

Cc to: The General Manager – Listing – BSE.
The Asst. Vice President – Listing – NSE.