



CHAMBAL FERTILISERS AND CHEMICALS LIMITED

Ref. No. CFCL/SE/2023-24/24

January 8, 2024

BSE Limited

Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai - 400 001
BSE Script Code: 500085

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai - 400 051
NSE Symbol: CHAMBLFERT

Dear Sir,

Sub: Outcome of the board meeting of Chambal Fertilisers and Chemicals Limited (“Company”) pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Ref: Intimation of Board Meeting held on January 8, 2024

In pursuance of Regulation 30 of the Listing Regulations, we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e. January 8, 2024, have transacted the following matters:

- i) approved buyback of fully paid-up equity shares of face value of Rs. 10/- each, not exceeding 1,55,55,555 equity shares (representing 3.74% of the total paid-up equity share capital of the Company as on March 31, 2023) at a price of Rs. 450 per equity share, payable in cash for an aggregate amount not exceeding Rs. 700 crore (Rupees Seven Hundred Crore only) excluding taxes payable under the Income Tax Act, 1961 and expenses incurred and to be incurred for the buyback, which is 9.82% and 9.52% of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated balance sheet of the Company for the financial year ended March 31, 2023, respectively, on a proportionate basis from all existing shareholders of the Company as on the record date, through the “Tender Offer” route in accordance with the provisions contained in the Companies Act, 2013 and the rules made thereunder and the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (“**Buyback Regulations**”).

The public announcement setting out the process, timelines and other requisite details will be released in due course in accordance with the Buyback Regulations.

- ii) taken note that the Promoters and Promoter Group of the Company have expressed their intention to tender shares under the buyback offer.
- iii) pursuant to Regulation 42 of the Listing Regulations and Regulation 9(i) of the Buyback Regulations, fixed **January 18, 2024** as the ‘**Record Date**’ for determining entitlement and names of the eligible shareholders/beneficial owners to whom the letter of offer will be sent, and who will be eligible to participate in the buyback.

The relevant details as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given as **Annexure “A”**.



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The meeting of board of directors commenced at 1100 hours (IST) and concluded at 1226 hours (IST) on January 8, 2024.

You are requested to notify your constituents accordingly.

Thanking you,

Yours faithfully,

For **Chambal Fertilisers and Chemicals Limited**

(Tridib Barat)

Vice President - Legal & Company Secretary

Encl: As above.



CHAMBAL FERTILISERS AND CHEMICALS LIMITED

Annexure A

Buyback of Equity Shares

Sr. No.	Particulars	Details
1	Number of equity shares proposed for buyback	1,55,55,555
2	Number of equity shares proposed for buyback as percentage of existing paid-up capital	3.74%
3	Buyback price	Rs. 450 per equity share
4	Actual equity shares in number and percentage of existing paid-up capital bought back	The actual number of equity shares and percentage of existing paid-up capital bought back shall be ascertained following completion of the buyback.
5	Pre & Post shareholding pattern	The pre-buyback shareholding pattern is attached as Annexure B . The post buyback shareholding pattern shall be ascertained following completion of the buyback.



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Annexure B

Pre-Buyback Shareholding Pattern of the Company as on 05-01-2024

Shareholder Category	No. of shareholders	No. of Equity Shares of Rs. 10/- each	% of shareholding
Promoter and Promoter Group	47	252057905	60.56
Domestic Institutions – FIs/Banks/ Mutual Funds/ / Insurance Companies/ Alternate Funds	54	35887100	8.62
Foreign Holding – FIIs/FPIs/NRIs/Foreign Nationals & Overseas Corporate Bodies	5557	61550755	14.79
Indian Public, Corporates & Others	244886	66712092	16.03
TOTAL	250544	416207852	100.00