



PUNJAB CHEMICALS

AND CROP PROTECTION LTD.

CIN NO. L24231PB1975PLC047063

Regd. Office & Works

Milestone-18, Ambala-Kalka Road, Village & P.O. Bhankharpur, Derabassi, Distt SAS Nagar, Mohali (Punjab)-140201, INDIA
Tele: 01762-280086, 522250, Fax: 01762-280070, E-mail: info@punjabchemicals.com, Website: www.punjabchemicals.com

Date: 30th March, 2021

BY E-FILING

The Manager
Department of Corporate Services
BSE Limited
1st Floor, New Trading Wing,
P.J Towers, Dalal Street Fort
MUMBAI-400 001
Scrip Code: 506618
Tel No.: 022-22728073

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
MUMBAI-400 051
Scrip Symbol: PUNJABCHEM
Tel No.: 022-26598235/26598458

Subject: Disclosure under Reg 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

This is to inform you that we have received the Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 from **Nerka Chemicals Private Limited (Nerka Chemicals)** intimating acquisition of 99% equity shares in Goyal Consulting Services Private Limited (Goyal), who is holding 24.47 % equity shares in our Company (PCCPL).

It is also informed that though Nerka Chemicals does not hold any shares in our Company directly but is entitled to voting rights indirectly consequent upon conversion of Optionally Convertible Debentures issued by Goyal.

Nerka Chemicals has already sent the information in this regard to the Stock Exchanges vide their letter dated 30th March, 2021, a copy of which is enclosed.

Kindly take the information on record and inform all your constituents accordingly.

Thanking you,
Yours faithfully
For **PUNJAB CHEMICALS AND
CROP PROTECTION LIMITED**


(CS PUNIT K ABROL)
SR. V.P. (FINANCE) & SECRETARY

RISHU

From: Brubeck Dias <diasbp@upl-ltd.com>
Sent: 30 March 2021 12:33
To: corp.relations@bseindia.com; takeover@nse.co.in
Cc: Bipin Chheda; RISHU; pka@punjabchemicals.com
Subject: Emailing: Nerka - Regulation 29(1) Disclosure - Takeover Regulations
Attachments: Nerka - Regulation 29(1) Disclosure - Takeover Regulations.pdf

To,
Bombay Stock Exchange Limited ; and
National Stock Exchange Ltd.
Mumbai

Dear Sir/Madam,

Name of the Target Company : Punjab Chemicals and Crop Protection Limited

We are attaching herewith Disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 made by Nerka Chemicals Pvt. Ltd. which is self-explanatory.

Trust the same is in order.

FOR NERKA CHEMICALS PRIVATE LIMITED

Sd/-
(Rajnikant D. Shroff)
DIRECTOR
DIN: 00180810

UPL disclaimer

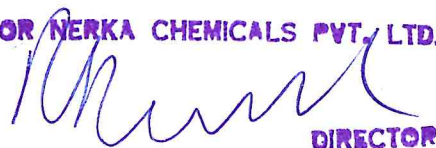
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Disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011


Part A - Details of the Acquisition

Name of the Target Company (TC)	Punjab Chemicals and Crop Protection Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Nerka Chemicals Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. National Stock Exchange of India Limited; and 2. Bombay Stock Exchange Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	-Nil-	-Nil-	-Nil-
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-Nil-	-Nil-	-Nil-
c) Voting rights (VR) otherwise than by equity shares	-Nil-	-Nil-	-Nil-
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)	-Nil-	-Nil-	-Nil-
e) Total (a+b+c+d)	-Nil-	-Nil-	-Nil-
Details of acquisition			
a) Shares carrying voting rights acquired	30,00,000 [#]	24.47% [#]	24.47% [#]

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b) VRs acquired otherwise than by equity shares	-Nil-	-Nil-	-Nil-
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	-Nil-	-Nil-	-Nil-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-Nil-	-Nil-	-Nil-
e) Total (a+b+c+/-d)	30,00,000 [#]	24.47% [#]	24.47% [#]
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	30,00,000 [#]	24.47% [#]	24.47% [#]
b) VRs otherwise than by equity shares	-Nil-	-Nil-	-Nil-
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) after acquisition	-Nil-	-Nil-	-Nil-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-Nil-	-Nil-	-Nil-
e) Total (a+b+c+d)	30,00,000 [#]	24.47% [#]	24.47% [#]
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	<i>Please refer to Note 1</i>		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	NA		

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Date of acquisition of/ 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.	26 March 2021 <i>Please refer to Note 1</i>
Equity share capital / total voting capital of the TC before the said acquisition	12,26,21,850
Equity share capital/ total voting capital of the TC after the said acquisition	12,26,21,850
Total diluted share/voting capital of the TC after the said acquisition	12,26,21,850

Note 1:

Gowal Consulting Services Private Limited ("Gowal") holds 24.47% shareholding in the Target Company and is a public shareholder of the Target Company. Gowal has issued optionally convertible debentures to the Acquirer. On conversion of such optionally convertible debentures by the Acquirer, the Acquirer will hold approximately 99% of the equity share capital of Gowal, as a result of which, the Acquirer will indirectly acquire voting rights over 24.47% of the equity share capital carrying voting rights of the Target Company.

Please note that the Acquirer does not directly hold any shares in the Target Company. As specified in Note 1, the numbers specified herein signify the indirect entitlement to voting rights of the Acquirer in the Target Company through Gowal.

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, i.e., December 31, 2020.

(**) 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, i.e., December 31, 2020.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

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Signature of the Acquirer / Authorised Signatory

Place: Mumbai

Date: 30 March 2021

Part – B***

Name of the Target Company: Punjab Chemicals and Crop Protection Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Nerka Chemicals Private Limited (Acquirer)	No	AAACN9337Q
FOR NERKA CHEMICALS PVT. LTD.		


DIRECTOR
Signature of the Acquirer / Authorised Signatory

Place: Mumbai
Date: 30 March 2021