



**Date: 25<sup>th</sup> January, 2022**

**The Company Secretary**  
**Zuari Agro Chemicals Limited**  
Jai Kisaan Bhawan  
Zuarinagar, Goa - 403726

**National Stock Exchange of India Limited**  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai - 400 051

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001

Dear Sir,


Sub: Disclosure under regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

This is to inform you that the Hon'ble National Company Law Tribunal, Kolkata bench, *vide* its order dated 30<sup>th</sup> November, 2021 (obtained on 27<sup>th</sup> December 2021) approved the scheme of amalgamation amongst Adventz Investment Company Private Limited ("**AICPL**"), Sanghashree Investment & Trading Company Limited and Ricon Commerce Limited ("**RCL**") with Adventz Finance Private Limited ("**AFPL**") ("**Scheme**"). The Scheme was filed with the Registrar of Companies, West Bengal and made effective as on 21<sup>st</sup> January, 2022 ("**Effective Date**"). Pursuant to the Scheme, on the Effective Date, 15,000 and 8,100 equity shares of Zuari Agro Chemicals Limited ("**Company**") held by AICPL and RCL respectively vested into AFPL.

In this regard, please find enclosed the requisite disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, for your perusal and record.

Thanking you,  
Yours faithfully

For **Adventz Finance Private Limited**

  
**Company Secretary**

**VISHAL GARODIA**  
**COMPANY SECRETARY**  
**MEM NO. 46325**  
**ACS**

Encl: As above

**ADVENTZ FINANCE PRIVATE LIMITED**

Hongkong House, 31 B. B. D. Bagh (South), Kolkata - 700 001, Tel.: +91-33-2248 8891/92

Fax: +91-33- 2243 7215 Email: corp@poddarheritage.com

CIN : U65993WB1996PTC079012

**DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	Zuari Agro Chemicals Limited ("Target Company")		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer – Adventz Finance Private Limited ("Acquirer") PAC - As Per Annexure A		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE Limited 2. National Stock Exchange of India Limited		
5. Details of the acquisition / disposal as follows	<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>
Before the acquisition/sale under consideration, holding of :			
a) Shares carrying voting rights	1424201	3.39	3.39
b) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares			
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)	-	-	-
	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>1424201</b>	<b>3.39</b>	<b>3.39</b>
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	23100	0.06	0.06
b) VRs acquired/sold otherwise than by shares	-	-	-
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	-	-	-
d) Shares encumbered / invoked / released by the acquirer	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>23100</b>	<b>0.06</b>	<b>0.06</b>
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	1447301	3.45	3.45
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
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	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>1447301</b>	<b>3.45</b>	<b>3.45</b>
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Pursuant to the receipt of the order passed by the Hon'ble National Company Law Tribunal, Kolkata bench on 30 <sup>th</sup> November, 2021 (obtained on 27 December 2021) in relation to the scheme of amalgamation <i>inter alia</i> amongst Adventz Investment Company Private Limited ("AICPL") and Ricon Commerce Limited ("RCL"), with Adventz Finance Private Limited ("AFPL") ("Scheme"), 15,000 and 8,100 equity shares of the Target Company held by AICPL and RCL respectively vested into AFPL.		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	21 <sup>st</sup> January, 2022 (i.e. date of filing of certified copy of Court Order with Registrar of Companies, West Bengal)		
8. Equity share capital / total voting capital of the TC before the said acquisition/sale	4,20,58,006 Equity Shares of Rs. 10/- each	fully paid up	
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	4,20,58,006 Equity Shares of Rs. 10/- each	fully paid up	
10. Total diluted share/voting capital of the TC after the said acquisition	4,20,58,006 Equity Shares of Rs. 10/- each	fully paid up	

**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.

For **Adventz Finance Private Limited**

*Vishal Garodia*  
Company Secretary  
Signature of the acquirer  
Place: KOLKATA  
Date: 25<sup>th</sup> January, 2022

**VISHAL GARODIA**  
**COMPANY SECRETARY**  
**MEM NO. 46325**  
**ACS**

**ANNEXURE A**

Forming part of Disclosure under Regulation 29(2) dated 25/01/2022 by Adventz Finance Pvt. Ltd

Sl. No.	Names of Person Acting in Concert(PAC)
1	ADVENTZ SECURITIES ENTERPRISES LIMITED
2	AKSHAY PODDAR
3	BASANT KUMAR BIRLA
4	DUKE COMMERCE LIMITED
5	GLOBALWARE TRADING AND HOLDINGS LIMITED
6	JEEWAN JYOTI MEDICAL SOCIETY
7	JYOTSNA PODDAR
8	NEW EROS TRADECOM LIMITED
9	SAROJ KUMAR PODDAR
10	SAROJ KUMAR PODDAR (AS TRUSTEE OF SAROJ AND JYOTI PODDAR HOLDINGS PRIVATE TRUST)
11	TEXMACO INFRASTRUCTURE & HOLDINGS LIMITED
12	ZUARI GLOBAL LIMITED
13	ZUARI MANAGEMENT SERVICES LIMITED

For Adventz Finance Private Limited

*Vishal Garodia*

**VISHAL GARODIA  
COMPANY SECRETARY  
MEM NO. 46325  
ACS**

Company Secretary

Place: Kolkata

Date: 25th January, 2022