



Dhanuka Agritech Limited

AN ISO 9001 : 2015 COMPANY

Date: November 12, 2020

The Department of Corporate Services - Listing, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001. Scrip Code - 507717	The Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra - Kurla Complex, Bandra - East, Mumbai – 400 051. Symbol - DHANUKA
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Dear Sir/Madam,

Sub: Updates regarding Offer for Buy Back of not exceeding 10,00,000 (ten lakhs) fully paid-up equity shares of the face value of ₹ 2 each at a price of ₹ 1,000/- per Equity Share on a proportionate basis through the Tender Offer process using Stock Exchange Mechanism ('Buy Back')

Please find enclosed copies of the Post Buy Back Public Announcement dated November 11, 2020 for the Buy Back of 10,00,000 (Ten Lakhs) fully paid-up equity shares of the Company of face value of ₹ 2/- each at a price of ₹ 1,000/- per equity share on a proportionate basis from the equity shareholders of the Company through the tender offer process, which was published today i.e. November 12, 2020 in the following newspapers:

1. Financial Express (English) – All Editions
2. Jansatta - (Hindi) All Editions

This is for your information and records.

For **DHANUKA AGRITECH LIMITED**

Jitin Sadana

Jitin Sadana
Company Secretary
F-7612





DHANUKA AGRITECH LIMITED

Corporate Identification Number: L24219DL1985PLC020126

Registered Office: 82, Abhinash Mansion, 1st Floor, Joshi Road, Karol Bagh, New Delhi -110005. | Tel. No.: 011-23534551 - 57
Corporate Office: Global Gateway Tower - B, Ground and 1st Floor, M G Road, Near Dronacharya Metro Station, Gurugram - 122 002, Haryana.
Tel. No.: 0124 4345000 / 4345001 | Email: investors@dhanuka.com | Website: www.dhanuka.com
Contact Person: Mr. Jitin Sadana, Company Secretary and Compliance Officer

POST BUY BACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF DHANUKA AGRITECH LIMITED.

This post Buy Back public advertisement (the "Post Buy Back Public Announcement") is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buy Back Regulations") regarding completion of the Buy Back. This Post Buy Back Public Announcement should be read in conjunction with the public announcement dated September 16, 2020 ("Public Announcement"), the letter of offer dated October 15, 2020 ("Letter of Offer"), corrigendum cum advertisement dated October 16, 2020 ("Advertisement") and corrigendum dated October 30, 2020 ("Corrigendum"), issued in connection with the Buy Back. Unless specifically defined herein, capitalised terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUY BACK

- Dhanuka Agritech Limited (the "Company") had announced the Buy Back of not exceeding 10,00,000 (Ten Lakhs) Equity Shares, representing 2.10% of the total paid-up Equity Share capital of the Company as on March 31, 2020 through the "Tender Offer" route on a proportionate basis from shareholders/ beneficial owners of the Equity Shares of the Company as on Record Date (i.e. September 28, 2020), at a price of ₹ 1,000/- (Rupees One Thousand only) per Equity Share ("Buy Back Price"), payable in cash, for an aggregate amount not exceeding ₹ 100 Crores (Rupees One Hundred Crores only) excluding the Transaction Costs ("Buy Back Size"), being 14.27% of each of the total paid-up Equity Share capital and free reserves of the Company based on the latest standalone and consolidated audited financial statements of the Company respectively as at March 31, 2020 (being the date of the latest available standalone and consolidated financial statements of the Company) in accordance with the Companies Act, 2013 and the Buy Back Regulations.
- The Buy Back was undertaken by way of tender offer through the stock exchange mechanism as prescribed under the Buy Back Regulations and the SEBI Circulars.
- The Buy Back Opening Date was Tuesday, October 20, 2020 and the Buy Back Closing Date was Tuesday, November 03, 2020.

2. DETAILS OF THE BUY BACK

- The total number of Equity Shares bought back by the Company in the Buy Back were 10,00,000 (Ten Lakhs) Equity Shares, at the price of ₹ 1,000/- (Rupees One Thousand only) per Equity Share.
- The total amount utilized in the Buy Back was ₹ 100 Crores (Rupees One Hundred Crores only), excluding Transaction Costs.
- The Registrar to the Buy Back i.e. Link Intime India Private Limited ("Registrar"), considered a total of 20,921 valid bids for 42,65,157 (Forty Two Lakhs Sixty Five Thousand One Hundred and Fifty Seven) Equity Shares in response to the Buy Back, which is approximately 4.27 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category of Shareholders	No. of Equity Shares reserved in the Buy Back	No of valid Bids	Total no of Equity Shares tendered	Response (%)
Reserved category for Small Shareholders	1,50,000	19,521	11,65,848	777.23
General category for all other Eligible Shareholders	8,50,000	1,400	30,99,309	364.62
Total	10,00,000	20,921	42,65,157	426.52

- All valid bids were considered for the purpose of Acceptance in accordance with the Buy Back Regulations and the Letter of Offer, Advertisement and Corrigendum. The communication of acceptance/rejection dated Wednesday, November 11, 2020 was sent by the Registrar to the Eligible Shareholders, on Wednesday, November 11, 2020 (by email where the email id is registered with the Company or Depositories).
- The settlement of all valid bids was completed by Clearing Corporation on Wednesday, November 11, 2020. The Clearing Corporation has made direct funds pay-out to Eligible Shareholders whose shares have been accepted under the Buy Back. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India/ relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder will be transferred to the Seller Members for onward transfer to such shareholders.
- Equity Shares held in dematerialized form accepted under the Buy Back were transferred to the Company's demat account on Wednesday, November 11, 2020. None of Eligible Shareholders holding shares in Physical form participated in the Buy Back. The unaccepted dematerialized Equity Shares have been returned to respective Eligible Shareholders/custodians by Clearing Corporation on Wednesday, November 11, 2020.
- The extinguishment of 10,00,000 (Ten Lakhs) Equity Shares accepted under the Buy Back is currently under process and will be completed in accordance with the Buy Back Regulations, on or before Tuesday, November 17, 2020.
- The directors accept full responsibility for the obligations of the Company laid down under the Buy Back Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The capital structure of the Company pre and post Buy Back is set forth below:

Particulars	Pre Buy Back Amount (₹ Crores)	Post Buy Back Amount (₹ Crores)
Authorized Share Capital		
14,21,00,000 Equity Shares of ₹ 2 each	28.42	28.42
5,80,000 Redeemable Non-Cumulative Preference Shares of ₹ 10 each	0.58	0.58
Total Authorized Share Capital	29.00	29.00
Issued, Subscribed and Paid-up Equity Share Capital	9.52 (4,75,78,324 Equity Shares of ₹ 2 each)	9.32* (4,65,78,324 Equity Shares of ₹ 2 each)

*Subject to extinguishment of 10,00,000 (Ten Lakhs) Equity Shares accepted in the Buy Back

- Details of the Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been bought back under the Buy Back are as mentioned below:

Sr. No.	Name of the Eligible Shareholder	No. of Equity Shares accepted under the Buy Back	Equity Shares accepted as a % of the total Equity Shares bought back	Equity Shares accepted as a % of the total post Buy Back Equity Share capital of the Company*
1	Triveni Trust	5,41,114	54.11	1.16
2	Pushpa Dhanuka Trust	96,617	9.66	0.21
3	DSP Small Cap Fund	32,352	3.24	0.07
4	DSP Mid Cap Fund	17,478	1.75	0.04
5	HDFC Trustee Company Ltd - A/C HDFC Mid - Cap Opportunities Fund	19,851	1.99	0.04
6	Kotak Small Cap Fund	12,344	1.23	0.03
7	IDFC Multi Cap Fund	11,044	1.10	0.02

*Subject to extinguishment of 10,00,000 (Ten Lakhs) Equity Shares accepted in the Buy Back

- The shareholding pattern of the Company, prior to the Buy Back (as of the Record Date, being September 28, 2020) and post the completion of the Buy Back is as follows:

Category of Shareholders	Pre Buy Back*		Post Buy Back*	
	No. of Equity Shares	% to the existing Equity Share capital	No. of Equity Shares	% to post Buy Back Equity Share capital
Promoters and persons acting in concert	3,56,83,267	75.00	3,50,16,632	75.18
Foreign Investors (including Non Resident Indians, FIs, FPIs and Foreign Mutual Funds)	8,19,196	1.72	1,15,61,692	24.82
Financial Institutions / Banks, Mutual Funds, Insurance Companies, Alternate Investment Funds and NBFCs	55,96,803	11.76		
Other (public, public bodies corporate etc.)	54,79,058	11.52		
Total	4,75,78,324	100.00	4,65,78,324	100.00

* As on the Record Date

*Subject to extinguishment of 10,00,000 (Ten Lakhs) Equity Shares accepted in the Buy Back

4. MANAGER TO THE BUY BACK

Emkay Global Financial Services Limited
CIN: L67120MH1995PLC084899
SEBI Reg. No.: INM000011229 | Validity Period: Permanent
The Ruby, 7th Floor, Senapati Bapat Marg,
Dadar (West), Mumbai - 400 028
E-mail: dhanuka.buyback@emkayglobal.com | Website: www.emkayglobal.com
Contact Person: Mr. Deepak Yadav / Mr. Sagar Bhatia
Tel. NO.: 91 22 6612 1212 | Fax: 91 22 6624 2355

5. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the Buy Back Regulations, the Board accepts full responsibility for the information contained in this Post Buy Back Public Announcement and confirms that such document contains true, factual and material information and does not contain any misleading information. This Post Buy Back Public Announcement is issued under the authority of the Board of Directors and in terms of the resolution passed by the Board of Directors on July 22, 2020 and by the Buy Back Committee on November 11, 2020.

For and on behalf of the Board of Directors of

Dhanuka Agritech Limited

sd/- Mahendra Kumar Dhanuka Managing Director DIN: 00628039	sd/- Rahul Dhanuka Whole Time Director DIN: 00150140	sd/- Jitin Sadana Company Secretary and Compliance Officer FCS-7612
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Place: Gurugram

Date: November 11, 2020