

**DISCLOSURES UNDER REGULATION 29(2) OF SECURITIES AND EXCHANGE BOARD
OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS)**

REGULATIONS, 2011

| | | | |
|--|---|---|---|
| 1. Name of the Target Company (TC) | Mangalore Chemicals & Fertilizers Limited | | |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | SCM Soilfert Limited (Acquirer) | | |
| 3. Whether the acquirer belongs to Promoter/Promoter group | No | | |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE Limited National Stock Exchange of India Limited Bangalore Stock Exchange Limited | | |
| 5. Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC | 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 : | | | |
| a) Shares carrying voting rights | 125,61,187 equity shares | 10.60% of the total share/ voting capital of the TC | 10.60% of the total diluted share/ voting capital of the TC |
| b) Voting rights (VR) otherwise than by equity 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) | - | - | - |
| Total (a+b+c) | 125,61,187 equity shares | 10.60 % of the total share/ voting capital of the TC | 10.60 % of the total diluted share/ voting capital of the TC |

| | | | |
|--|------------------------------------|---|--|
| Details of Sale | | | |
| a) Shares carrying voting rights sold | 23,79,242 equity shares | 2.01% of the total share/ voting capital of the TC | 2.01% of the total diluted share/ voting capital of the TC |
| b) VRs acquired otherwise than by equity 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 | - | - | - |
| Total (a+b+c) | 23,79,242 equity shares | 2.01% of the total share/ voting capital of the TC | 2.01 % of the total diluted share/ voting capital of the TC |
| After the sale, holding of: | | | |
| a) Shares carrying voting rights | 101,81,945 equity share | 8.59% of the total share/ voting capital of the TC | 8.59% of the total diluted share/ voting capital of the TC |
| b) VRs otherwise than by equity 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) after acquisition | - | - | - |
| Total (a+b+c) | 101,81,945 equity share | 8.59% of the total share/ voting capital of the TC | 8.59% of the total diluted share/ voting capital of the TC |

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|---|---|
| 6. Mode of sale (e.g. open market /public issue / rights issue /preferential allotment / inter-se transfer, etc.) | Open Market |
| 7. Date of sale of shares | 16/04/2015 = 2,620 17/04/2015 = 58,180 20/04/2015 = 23,18,442 TOTAL = 23,79,242 |
| 8. Equity share capital / total voting capital of the TC before the said acquisition/ sale | 11,85,15,150 equity shares having a face value of Rs. 10 each. |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition / sale | 11,85,15,150 equity shares having a face value of Rs. 10 each. |
| 10. Total diluted share/voting capital of the TC after the said acquisition | 11,85,15,150 equity shares having a face value of Rs. 10 each. |

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 SCM Soilfert Limited



Somnath Patil

Director

DIN: 02006553



Place: Pune

Date: 20th April, 2015