

May 24, 2017

Mr. Kapil Garg
 Company Secretary
Dhanuka Agritech Limited,
 82, Abhinash Mansion,
 1st Floor, Joshi Road,
 Karol Bagh,
 New Delhi, Delhi - 110005
 Tel No. 011 64656800/802
 Fax No. 0124-3838888.

Dear Sir,

Sub: Disclosure pursuant to Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We refer to our letter dated February 20, 2015 wherein we had informed that the holding of the Schemes of HDFC Mutual Fund in **Dhanuka Agritech Limited** ("the Company") was 5.30% of the paid up equity share capital of the Company.

Further, in accordance with the captioned regulation and other applicable laws / regulations, if any, we wish to inform you that there has been **decrease** in the shareholding by the Schemes of HDFC Mutual Fund by 2.10% as of May 22, 2017 in the Company as per the latest capital of the Company. As on May 22, 2017, the aggregate holding of the Schemes of HDFC Mutual Fund in the Company is 3.20% of the paid up equity share capital of the Company (Paid up Equity Share Capital being Rs. 9,81,56,648/- comprising of 4,90,78,324 equity shares of Rs. 2/- each).

As per Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 please find enclosed the details of change in the shareholding in the prescribed format enclosed as **Annexure 1**.

Thanking you,
 Yours faithfully,
 For **HDFC Asset Management Company Limited**

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ⓐ Dhruti Barot
 Jt. Assistant Vice President - Compliance
 Encl: As above
 CC:

Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Bandra - Kurla Complex Bandra (E), Mumbai - 400 051. Tel.: 022- 2659 8190, Fax: 022- 2659 8191	Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 023. Fax: 022- 2272 3121	Dhanuka Agritech Limited, 14th Floor, Building No. 5A, Cyber City, DLF Phase III, Gurgaon - 122 002 Tel: 0124-3838500/ 3838592 Fax: 0124-3838888
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HDFC Asset Management Company Limited

A Joint Venture with Standard Life Investments

CIN: U65991MH1999PLC123027

Registered Office : "HDFC House", 2nd Floor, H.T. Parekh Marg, 165-166, Backbay Reclamation, Churchgate, Mumbai-400 020
 Tel.: 022 - 6631 6333 Fax: 022 - 6658 0203, Website: www.hdfcfund.com

Annexure-1

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Dhanuka Agritech Ltd.		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	HDFC Mutual Fund HDFC Trustee Company Limited A/c--- • HDFC Mid-Cap Opportunities Fund		
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		
5. Details of the acquisition/disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<u>Before the sale under consideration, holding of :</u>			
a) Shares carrying voting rights	26,51,308	5.30	N.A.
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0.00	N.A.
c) Voting rights (VR) otherwise than by shares	0	0.00	N.A.
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)	0	0.00	N.A.
Total (a+b+c+d)	26,51,308	5.30	N.A.
<u>Details of Acquisition/Sale:</u>			
a) Shares carrying voting rights <u>acquired/sold</u>	10,81,308	2.10	N.A.
b) VRs acquired /sold otherwise than by shares	0	0.00	N.A.
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) <u>acquired/sold</u>	0	0	N.A.
d) Shares encumbered/invoked/released by the acquirer	0	0.00	N.A.
Total (a+b+c+/-d)	10,81,308	2.10	N.A.
<u>After the sale, holding of:</u>			
a) Shares carrying voting rights	15,70,000	3.20	N.A.
b) Shares encumbered with the acquirer	0	0.00	N.A.
c) VRs otherwise than by shares	0	0.00	N.A.
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.	0	0.00	N.A.
Total (a+b+c+d)	15,70,000	3.20	N.A.



6. <u>Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).</u>	Open Market
7. <u>Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</u>	May 22, 2017
8. <u>Equity share capital / total voting capital of the TC before the said acquisition/sale</u>	Rs. 10,00,39,000/- comprising of 5,00,19,500 equity shares of Rs.2/- each
9. <u>Equity share capital/ total voting capital of the TC after the said acquisition/sale</u>	Rs. 9,81,56,648/- comprising of 4,90,78,324 equity shares of Rs. 2/- each
10. <u>Total diluted share/voting capital of the TC after the said acquisition/sale.</u>	N.A.

#As per revised share capital.

(*)~~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~~ Total share capital/ voting capital has been taken as per the latest filing to be done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

(**) 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 **HDFC Asset Management Company Limited**
(Investment Manager for the Schemes of HDFC Mutual Fund)

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Dhruti Barot
Jt. Assistant Vice President - Compliance



Place: Mumbai
Date: May 24, 2017