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**McDOWELL HOLDINGS LIMITED**

**Date: 31-10-2018**

The Manager  
Dept. of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Tower  
Dalal Street, Mumbai-400001

The Asst. Vice President  
Listing Department  
National Stock Exchange of India  
Ltd.  
Exchange Plaza, C-1, Block - G  
Bandra-Kurla Complex, Bandra  
(East)  
Mumbai-400051  
**NSE Symbol: MCDHOLDING**

**BSE Scrip Code:532852**

**Sub; Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sir,

In compliance to the provisions of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 necessary disclosures are enclosed herewith.

Request you to acknowledge receipt.

Yours Faithfully

**McDOWELL HOLDINGS LIMITED**

**MANOJ KUMAR**  
**[DGM-Legal & Company Secretary]**

*Encl: as above*

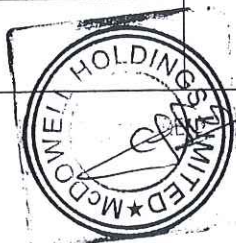
**CC:**  
The Company Secretary  
Mangalore Chemicals & Fertilizers Limited  
UB Tower, Level- 11, UB City  
24 Vittal Mallya Road  
Bangalore-560001



**Annexure-2**

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

1	Name of the Target Company (TC)	<b>Mangalore Chemicals &amp; Fertilizers Limited</b>		
2	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>McDowell Holdings Limited</b>		
		ZUARI AGRO CHEMICALS LIMITED		
		MCDOWELL HOLDINGS LIMITED		
		UNITED BREWERIES HOLDINGS LIMITED		
		KINGFISHER FINVEST INDIA LTD		
3	Whether the acquirer /seller belongs to Promoter/Promoter group	Yes		
4	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and The 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(*)
<b>Before the acquisition/disposal under consideration, holding of:</b>				
	a) Shares carrying voting rights	54,86,913	4.630	N.A.
	b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0	N.A.
	c) Voting rights (VR) otherwise than by shares	0	0	N.A.
	d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	0	0	N.A.
	<b>(e) Total (a+b+c+d)</b>	54,86,913	4.630	NA
<b>Details of acquisition/sale</b>				
	a) Shares carrying voting rights acquired/sold	36,000	0.030	N.A.
	b) VRs acquired /sold otherwise than by shares	0	0	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) acquired/sold	0	0	N.A.
	d) Shares encumbered / invoked/released by the acquirer	0	0	N.A.
	<b>(e) Total (a+b+c+d)</b>	36,000	0.030	N.A.





After the acquisition/sale, holding of:			
a) Shares carrying voting rights	54,50,913	4.599	N.A.
b) Shares encumbered with the acquirer	0	0	N.A.
c) VRs otherwise than by shares	0	0	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	N.A.
<b>(e) Total (a+b+c+d)</b>	<b>54,50,913</b>	<b>4.599</b>	<b>N.A.</b>
6	Mode of acquisition / sale (e.g. open market / off-market/ public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market through BSE & NSE	
7	Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	October 30, 2018	
8	Equity share capital / total voting capital of the TC before the said acquisition / sale	11,85,15,150 shares of Rs.10/- each	
9	Equity share capital/ total voting capital of the TC after the said acquisition / sale	11,85,15,150 shares of Rs.10/- each	
10	Total diluted share/voting capital of the TC after the said acquisition/sale.	N.A.	

(\* ) 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.

**Signature of the acquirer / seller / Authorised Signatory**




**Manoj Kumar**  
DGM-Legal & Company Secretary

**Date: October 31, 2018**

**Place: Bangalore**