

3rd October, 2018

Zuari Agro Chemicals Limited Jai Kisaan Bhawan, Zuarinagar, Goa-403726

BSE Limited, Floor 25, P.J. Towers, Dalal Street, Mumbai-400001

National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra East, <u>Mumbai-400051.</u>

Dear Sir,

Sub: Disclosure under Regulations 31(1) of SEBI (SAST), Regulations 2011

Please find enclosed herewith disclosure under Regulations 31(1) read with 31(3) of SEBI (SAST), Regulations, 2011 in the prescribed format, with respect to Non Disposal Undertaking given to Aditya Birla Finance Limited for equity shares held by the Company in Zuari Agro Chemicals Limited.

You are requested to take the same on record.

Thanking You

Yours Faithfully,

For Zuari Management Services Limited

N.M.Kantak Director DIN:08029847

Encl: As above

ZUARI MANAGEMENT SERVICES LIMITED Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa- 403726 Telephone: (0832) 2592180,2592181 Fax(0832) 2555279 CIN: U74900GA2006PLC004921; Website: <u>www.zuari.in</u>

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)							ZUARI AGRO CHEMICALS LIMITED ("ZACL")								
Names of the Stock Exchanges where the shares of the target company are listed							 BSE LIMITED NATIONAL STOCK EXCHANGE OF INDIA LIMITED 								
Date of reporting							3/10/2018								
Name of the promoter o created/released/invoked		ose share	s encumbrance	e has been	1	ZUARI MANAGEMENT SERVICES LIMITED ("ZMSL")									
Details of the creation of		e:		_											
Name of the promoter (s) or PACs with him(*)	Promoter holding in the target company (1) Promoter holding already encumbered (2)			U	Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)]]			
	Number	% of total shar e capit al	Number	% of total shar e capit al	Type of event (creatio n / release / invocat io n)	Date of creation/ invocatio n release of encumbr ance	Type of encumb rance (pledge/ lien/ non disposal underta king/oth ers)	Reasons for encumbrance**	Number	% of shar e capit al	Name of the entity in whose favor shares encum bered ***	Number	% of total shar e capit al		
Zuari Management Services Limited PAN:AAACZ2903Q	5078909	12.08	-	-	Creatio n	24/09//20 18	Non Disposal Undertak ing (NDU)	ZACL has availed financial assistance from Aditya Birla Finance Limited. As per term and condition stipulated in the facility agreement	5078909	12.08	Aditya Birla Financ e Limite d	5078909	12.08		

			2.					dated 24 September, 2018 entered by the ZACL and Aditya Birla Finance Limited, ZMSL is required to furnish NDU in respect of their equity stake in ZACL. Accordingly ZMSL has provided NDU to Aditya Birla Finance Limited					
Zuari Global Limited PAN:AAACZ0306P	8411601	20	8411601	20	-	-	-	-	-	-	-	8411601	20
Texmaco Infrastructure & Holdings Limited PAN: AABCT0814B	3000125	7.13	-	-	-	-	-	-	-	-	-	-	-
Adventz Finance Private Limited PAN: AABCB3016H	1424201	3.39	-	-	-	-	-	-	-	-	-	-	-
New Eros Tradecom Limited PAN: AADCN1278M	1196767	2.85	-	-	-	-	-	-	-	-	-	-	-
Pilani Investment And Industries Corporation Ltd. PAN: AABCP7642R	434000	1.03	-	-	-	-	-	-	-	-	-	-	-
Jeewan Jyoti Medical Society PAN: AAATJ1956E	138550	0.33	-	-	-	-	-	-	-	-	-	-	-
Duke Commerce Limited PAN: AABCD0343F	111000	0.26	-	-	-	-	-	-	-	-	-	-	-

Adventz Securities Enterprises Limited	98804	0.23	-	-	-	-	-	-	-	-	-	-	-
PAN:AACCP4398M													
Adventz Investment Company Private Limited PAN: AACCA1707B	15000	0.04	-	-	-	-	-	-	-	-	-	-	-
Ricon Commerce Ltd. PAN: AABCR3996A	8100	0.02	-	-	-	-	-	-	-	-	-	-	-
Akshay Poddar PAN: AFUPP0096C	150585	0.36	-	-	-	-	-	•	-	-	-	-	-
Globalware Trading And Holdings Limited PAN: AAECG3666K	7491750	17.81	-	-	-	-	-	-	-	-	-	-	-
Saroj Kumar Poddar as Trustee PAN: AAPTS1984C	150000	0.36	-	-	-	-	-	-	-	-	-	-	-
Basant Kumar Birla PAN: AEKPB3110L	30000	0.07	-	-	-	-	-	-	-	-	-		-
Saroj Kumar Poddar PAN: AFTPP2386N	29406	0.07	-	-	-	-	-	-	-	-	•	-	-
Jyotsna Poddar PAN: AFGPP2539E	21621	0.05	-	-	-	-	-	-	-	-	-	-	-

For Zuari Maragement Services Limited

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N.M.Kantak Director DIN: 08029847

Date: 3/10/2018 Place: Gurugram

* The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not. **For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

*** This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender