



23rd July, 2018

Mangalore Chemicals & Fertilizers Limited
Level 11, UB Tower, UB City 24,
Vittal Mallya Road,
Bangalore, Karnataka-560001.

BSE Limited,
Floor 25, P.J. Towers,
Dalal Street,
Mumbai-400001
BSE scrip Code: 534742

National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai-400051.
NSE Symbol: ZUARI

Dear Sirs,

Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeover) Regulation, 2011.

Please find enclosed herewith disclosure under Regulation 29(2) of SEBI (SAST), Regulations, 2011 in the prescribed format, with respect of the shares pledged by the Company.

This is in compliance of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to take the same on record.

Thanking You,

Yours Faithfully,
For Zuari Agro Chemicals Limited

R.Y.Patil
Vice President & Company Secretary

Encl: As above.

ZUARI AGRO CHEMICALS LIMITED

CIN No.: L65910GA2009PLC006177

Global Business Park, Tower - A, 5th Floor, M. G. Road, Sector 26, Gurgaon - 122 002, Haryana India

Tel: +91 124 482 7800 Fax: +91 124 421 2046 Email: zuari.delhi@adventz.com

www.adventz.com

Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa - 403726



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

Name of the Target Company (TC)	Mangalore Chemicals & Fertilizers Limited		
Name(s) of the acquire and Persons Acting in Concert (PAC) with the acquirer	Zuari Agro Chemicals Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
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 (**)
Before the acquisition/disposal under consideration, holding of :			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	2,15,41,152***	18.17%	18.17%
c) Voting rights (VR) otherwise than by shares	-	-	-
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)	-	-	-
e) Total (a+b+c+d)	2,15,41,152	18.17%	18.17%
Details of acquisition/Sale			
a) Shares carrying voting rights acquired/sold	-	-	-
b) VRs acquired /sold 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/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	3,32,43,487	28.05%	28.05%
e) Total (a+b+c+/-d)	3,32,43,487	28.05%	28.05%
After the acquisition/sale, holding: (Note 1)			
a) Shares carrying voting rights	-	-	-
b) Shares encumbered with the acquirer(pledge)	5,47,84,639	46.22%	46.22%
c) VRs otherwise than by equity shares	-	-	-

\$ only in respect of the pledged shares

** *includes shares encumbered by IL& FS Financial Services Limited and HDFC Bank Limited

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	-	-	-
e) Total (a+b+c+d)	5,47,84,639	46.22%	46.22%
Mode of acquisition/sale (e.g. open market /off-market/ public issue / rights issue / preferential allotment / inter-se transfer etc.)	Zuari Agro Chemicals Limited has created a pledge in favour of Vistra ITCL (India) Limited, Security Trustees, for securing the Rupee Term Loan of INR 185 crores given by HDFC Limited.		
Date of acquisition of shares/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	20.07.2018(Date of creation of Pledge)		
Equity share capital / total voting capital of the TC before the said acquisition/sale	11,85,15,150 equity shares (Equity share Capital Rs. 11,85,15,1500)		
Equity share capital/ total voting capital of the TC after the said acquisition/sale.	11,85,15,150 equity shares (Equity share Capital Rs11,85,15,1500)		
Total diluted share/voting capital of the TC after the said acquisition	11,85,15,150 equity shares (Equity share Capital Rs. 11,85,15,1500)		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Reg 31 of SEBI Listing 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.

Note 1: Total No. of shares held by Zuari Agro Chemicals Limited in Mangalore Chemicals and Fertilizers Limited as on date is 6,28,43,211 shares.

For Zuari Agro Chemicals Limited



R.Y.Patil
Vice President & Company Secretary

Place: Zuarinagar, Goa

Date: 23/07/2018