

From :
Utkarsh B. Shah
10th Floor, Heritage Tower
Nr. Vidyapith
Usmanpura
Ahmedabad – 380014.

10th February, 2016.

To,
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block
Bandra-kurla Complex, Bandra (E),
MUMBAI – 400 015.

To,
Ahmedabad Stock Exchange Limited
1st Floor, Kamdhenu Complex
Opp. Shajanand College,
Panjara Pole,
Ahmedabad – 380015.

To,
**Department of Corporate Services,
BSE Limited.**
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Ref: : BSE Code: 530117/ NSE Symbol: 'ADI' and ASE Code: 24855

Dear Sirs,

Sub.: Disclosures under Regulation 29(2) of SEBI (SAST) Regulations, 2011

Pls. find enclosed herewith disclosures under Regulation 29(2) of SEBI (SAST) Regulations, 2011 by the undersigned and Mrs. Radhika U. Shah in respect of disposal (respectively) of 10,21,594 & 18,34,816 equity shares of Adi Finechem Limited by us.

Please find the above in order and take the same on your record.

Thanking You,

Sd/-
Utkarsh B. Shah

Encl: as above

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

Part -A- Details of the Acquisition/Sale

Name of the Target Company (TC)	ADI FINECHEM LIMITED (BSE Code: 530117, NSE: ADI, ASE: 24855)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer Utkarsh B. Shah PACs 1. Radhika Utkarsh Shah 2. Raj B. Shah 3. Sukoon V. Shah		
Whether the acquirer belongs to Promoter/Promoter group	YES.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(1) BSE Limited, (2) National Stock Exchange of India Limited (3) Ahmedabad Stock Exchange Limited ¹ .		
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 acquirer along with PACs of:			
a) Shares carrying voting rights (refer Annexure A)	34,06,410	24.69%	24.69%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer	Nil	Nil	Nil

¹ The equity shares of the TC are listed but are currently not traded on the Ahmedabad Stock Exchange.

to receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a+b+c)	34,06,410	24.69%	24.69%
Details of acquisition/Sale			
a) Shares carrying voting rights acquired/Sold	10,21,594	7.41%	7.41%
b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
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.	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+/-d)	10,21,594	7.41%	7.41%
After the acquisition/sale, holding of acquirer along with PACs of:			
a) Shares carrying voting rights (refer Annexure B)	5,50,000 ²	3.99%	3.99%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)Shares pledged with the acquirer.	Nil	Nil	Nil
c) VRs otherwise than by equity 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) after acquisition	Nil	Nil	Nil
	Nil	Nil	Nil
e) Total (a+b+c)	5,50,000	3.99%	3.99%

² After considering sale of 18,34,816 shares by Radhika Utkarsh Shah pursuant to SPA.

Mode of acquisition/sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Sale of shares pursuant to share purchase agreement dated November 04, 2015 along with subsequent amendments thereto, with FIH Mauritius Investments Ltd and FIH Private Investments Ltd, amongst others ("SPA").
Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable.	February 8, 2016
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 13,79,40,000/- (1,37,94,000 Equity Shares of Rs. 10/- each fully paid)
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 13,79,40,000/- (1,37,94,000 Equity Shares of Rs. 10/- each fully paid)
Total diluted share/voting capital of the TC after the said acquisition	Rs. 13,79,40,000/- (1,37,94,000 Equity Shares of Rs. 10/- each fully paid)

Utkarsh Shah

(Utkarsh Shah)

(Acquirer)

Date: February 8, 2016

Place: Ahmedabad

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.

Annexure A

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Shri Utkarsh B. Shah	15,71,594	11.40%	11.40%
Radhika U. Shah	18,34,816	13.30%	13.30%
Raj B. Shah	-	-	-
Sukoon V. Shah	-	-	-
Total	34,06,410	24.69%	24.69%

Annexure B

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Shri Utkarsh B. Shah	5,50,000	3.99%	3.99%
Radhika U. Shah	-	-	-
Raj B. Shah	-	-	-
Sukoon V. Shah	-	-	-
Total	5,50,000	3.99%	3.99%

Utkarsh B. Shah

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Part –A- Details of the Acquisition/Sale

Name of the Target Company (TC)	ADI FINECHEM LIMITED (BSE Code: 530117, NSE: ADI, ASE: 24855)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer Radhika Utkarsh Shah PACs 1. Utkarsh B. Shah 2. Raj B. Shah 3. Sukoon V. Shah		
Whether the acquirer belongs to Promoter/Promoter group	YES.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(1) BSE Limited, (2) National Stock Exchange of India Limited (3) Ahmedabad Stock Exchange Limited ¹ .		
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 acquirer along with PACs of:			
a) Shares carrying voting rights (refer Annexure A)	34,06,410	24.69%	24.69%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer	Nil	Nil	Nil

¹ The equity shares of the TC are listed but are currently not traded on the Ahmedabad Stock Exchange.

Radhika U. Shah

to receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a+b+c)	34,06,410	24.69%	24.69%
Details of acquisition/Sale			
a) Shares carrying voting rights acquired/Sold	18,34,816	13.30%	13.30%
b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
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.	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+/-d)	18,34,816	13.30%	13.30%
After the acquisition/sale, holding of acquirer along with PACs of:			
a) Shares carrying voting rights (refer Annexure B)	5,50,000 ²	3.99%	3.99%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)Shares pledged with the acquirer.	Nil	Nil	Nil
c) VRs otherwise than by equity 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) after acquisition	Nil	Nil	Nil
e) Total (a+b+c)	5,50,000	3.99%	3.99%

² After considering sale of 10,21,594 shares by Utkarsh Shah pursuant to SPA.

Radhika U. Shah

Mode of acquisition/sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Sale of shares pursuant to share purchase agreement dated November 04, 2015 along with subsequent amendments thereto, with FIH Mauritius Investments Ltd and FIH Private Investments Ltd, amongst others ("SPA").
Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable.	February 8, 2016
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 13,79,40,000/- (1,37,94,000 Equity Shares of Rs. 10/- each fully paid)
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 13,79,40,000/- (1,37,94,000 Equity Shares of Rs. 10/- each fully paid)
Total diluted share/voting capital of the TC after the said acquisition	Rs. 13,79,40,000/- (1,37,94,000 Equity Shares of Rs. 10/- each fully paid)

Radhika U. Shah

(Radhika U. Shah)

(Acquirer)

Date: February 8, 2016

Place: Ahmedabad

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.

Annexure A

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Radhika U. Shah	18,34,816	13.30 %	13.30 %
Utkarsh B. Shah	15,71,594	11.39 %	11.39 %
Raj B. Shah	-	-	-
Sukoon V. Shah	-	-	-
Total	34,06,410	24.69%	24.69%

Annexure B

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Radhika U. Shah	-	-	-
Utkarsh B. Shah	5,50,000	3.99 %	3.99 %
Raj B. Shah	-	-	-
Sukoon V. Shah	-	-	-
Total	5,50,000	3.99%	3,99%

Radhika U. Shah