



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

Name of the Target Company (TC)	Mangalore Chemicals & Fertilisers Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Zuari Fertilisers and Chemicals Limited (Acquirer) along with Zuari Agro Chemicals Limited (PAC)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1) The National Stock Exchange of India Limited (NSE) 2) BSE Limited (BSE)		
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 under consideration, holding of :			
a) Shares carrying voting rights	1,95,14,211	16.47	16.47
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	--	--	--
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 T C (specify holding in each category)	--	--	--
e) Total (a+b+c+d)	1,95,14,211	16.47	16.47
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	4,33,29,000	36.56	36.56
b) VRs acquired/ sold otherwise	--	--	--

ZUARI FERTILISERS AND CHEMICALS LIMITED

Registered Office : Jai Kisaan Bhawan, Zuarinagar, Goa - 403 726, India.

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Website : www.zuari.in

Works Office : K-2/5 & K-2/6, Additional MIDC, Mahad, Dist. Rajgad - 402 302, Maharashtra

than by 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	--	--	--
e) Total (a+b+c+/-d)	4,33,29,000	36.56	36.56
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	6,28,43,211	53.03	53.03
b) Shares encumbered with the acquirer	--	--	--
c) VRs 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) after acquisition	--	--	--
e) Total (a+b+c+d)	6,28,43,211	53.03	53.03
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open offer by Zuari Fertilisers and Chemicals limited (Acquirer) together with Zuari Agro Chemicals Limited (PAC) for acquisition of up to 4,33,29,000 equity shares of TC (representing 36.56% of paid up capital of TC) of face value of Rs. 10 each under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended. The consideration was Rs.91.92 per share plus interest @ 10% per annum per Equity Share for any delay in payment beyond the Scheduled Payment Date (as defined in the Letter of Offer dated April 8, 2015 issued by the Acquirer and the PAC) amounting to Rs. 2.1 per Equity Share, payable in cash.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	May 18, 2015		

Equity share capital / total voting capital of the TC before the said acquisition / sale	11,85,15,150 Equity Shares (Equity Share capital- Rs. 1,18,51,51,500)
Equity share capital/ total voting capital of the TC after the said acquisition / sale	118,515,150 Equity Shares (Equity Share capital- Rs. 1,18,51,51,500)
Total diluted share/voting capital of the TC after the said acquisition	118,515,150 Equity Shares (Equity Share capital- Rs. 1,18,51,51,500)

(*) 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.

For and on behalf of Zuari Fertilisers and Chemicals Limited,



**Swati Hegde
Company Secretary**

