

Format for disclosure by the Promoter(s) to the Stock Exchanges and to the Target Company for encumbrance of shares / creation of shares / release of encumbrance in terms of Regulation 31(3) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | | | | | | | | | | | |
|---|--|---|---|---------------|--------------------------|---|--------------------------------------|--|---------------|--------------------------|--|--|--------------------------|
| Name of the Target Company (TC) | UPL Limited BSE code : 512070 | | | | | | | | | | | | |
| Names of the Stock Exchanges where the shares of the Target Company are listed | BSE NSE | | | | | | | | | | | | |
| Date of reporting | 23/04/2014 | | | | | | | | | | | | |
| Name of the Promoter or PAC on whose shares encumbrance has been created/released/revoked | Uniphos Enterprises Ltd. | | | | | | | | | | | | |
| Details of the creation of encumbrance: | | | | | | | | | | | | | |
| Name of the promoter (s) or PACs with him(**) | Promoter holding in the target company (1) | Promoter holding already encumbered (2) | Details of events pertaining to encumbrance (3) | | | | | | | | | Post event holding of encumbered shares [(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)] | |
| | No. of shares | % of total share capital | % w.r.t diluted share capital (*) | No. of shares | % of total share capital | Type of event (creation / release / invocation) | Date of creation/release/encumbrance | Type of encumbrance (pledge/lien / loan disposal / others) | No. of shares | % of total share capital | Name of the entity in whose favour shares encumbered | No. of shares | % of total share capital |
| Neerka Chemicals Pvt. Ltd. | 98633100 | 23.01 | 23.01 | 12565000 | 2.93 | | | | | | | 12565000 | 2.93 |
| Uniphos Enterprises Ltd. | 25337060 | 5.91 | 5.91 | 2022000 | 0.47 | Release | 22/4/2014 | Pledge | 22000 | 0.01 | STCI Finance Limited | 2000000 | 0.46 |

| | | | | | | | | | | | | | | | | | | | | | |
|----------------------------|---------|------|------|---|---|--|--|--|--|--|--|--|--|--|--|--|--|--|--|---|---|
| Shilpa R. Shroff | 1469499 | 0.34 | 0.34 | - | - | | | | | | | | | | | | | | | - | |
| Shilpa Shroff | 1437780 | 0.34 | 0.34 | - | - | | | | | | | | | | | | | | | | - |
| Jyotsna J. Bhatt | 448750 | 0.10 | 0.10 | - | - | | | | | | | | | | | | | | | | - |
| Jyotindra Manshankar Bhatt | 393580 | 0.09 | 0.09 | - | - | | | | | | | | | | | | | | | | - |
| Varun Jaidev Shroff | 14000 | 0.00 | 0.00 | - | - | | | | | | | | | | | | | | | | - |
| Pradip N. Sagar | 5930 | 0.00 | 0.00 | - | - | | | | | | | | | | | | | | | | - |
| Tania Jaidev Shroff | 6090 | 0.00 | 0.00 | - | - | | | | | | | | | | | | | | | | - |
| Shaila Shashikumar Shroff | 4080 | 0.00 | 0.00 | - | - | | | | | | | | | | | | | | | | - |
| Mekhlala Vikram Shroff | 2000 | 0.00 | 0.00 | - | - | | | | | | | | | | | | | | | | - |
| Shaila Shashikumar Shroff | 1000 | 0.00 | 0.00 | - | - | | | | | | | | | | | | | | | | - |

Signature of the Authorized Signatory

For UNIPHOS ENTERPRISES LIMITED

Authorized Signatory

Place: Mumbai
Date: 23/4/2014

(**) The names of all 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.

(*) Total share 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.