



Sixth Sense Ventures Advisors LLP

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Bandra East, Mumbai - 400 051
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ADF Foods Limited

Marathon Innova, B2 – G01
Ground floor, Opp. Peninsula
Corporate Park, G.K. Road,
Lower Parel, Mumbai – 400 013

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No.
C/1 G-Block Bandra Kurla Complex
Bandra (E), Mumbai - 400 051

The BSE Ltd.

PhirozeJeejeebhoy Towers Dalal
Street, Mumbai - 400 001

Re: Acquisition of equity shares of Rs. 2/- each fully paid up, of ADF Foods Limited (“ADF”) by Sixth Sense India Opportunities – III (“SSIO-III”)

Sub: Filing of report under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”).

Dear Sirs,

In compliance with Regulation 29(2) read with Regulation 29(3) of the SEBI Takeover Regulations, we hereby notify that, SSIO III has acquired additional 15,22,288 equity shares of ADF, each having a face value Rs. 2/-, between August 29, 2022 to January 18, 2024, as follows:

- Between August 29, 2022 to March 27, 2023, SSIO III purchased 1,88,306 (One Lakh Eighty-Eight Thousand Three Hundred and Six) equity shares of Rs. 10/- each (later converted to 9,41,530 (Nine Lakh Forty-One Thousand Five Hundred and Thirty) equity shares of face value of Rs. 2/- each pursuant to a stock split undertaken by ADF in September 2023); and
- Between October 26, 2023 to January 18, 2024, SSIO III further purchased 5,80,758 (Five Lakh Eighty Thousand Seven Hundred and Fifty-Eight) equity shares of face value of Rs. 2 each.

As a result of the aforesaid acquisition, SSIO III’s shareholding in ADF has increased by 1.39%. The requisite report in the specified format is enclosed herewith.

SSIO III, a scheme of Sixth Sense Ventures Trust, a Category II Alternative Investment Fund, is registered with the Securities and Exchange Board of India under SEBI (Alternative Investment Funds) Regulations, 2012 having registration number IN/AIF2/20-21/0794.

The above is for your information and records.

For Sixth Sense India Opportunities – III

Nikhil Vora

Founder & CEO

Sixth Sense Ventures Advisors LLP (investment manager of Sixth Sense India Opportunities – III)

Date: 20 January 2024

Place: Mumbai



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

Part-A- Details of the Acquisition

Name of the Target Company (TC)	ADF Foods Limited		
Name(s) of the acquirer and Persons Acting in Concert(PAC) with the acquirer	Sixth Sense India Opportunities – III (“SSIO III”) Person Acting in Concert: Not Applicable		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited (NSE) and The BSE Limited (BSE)		
Details of the acquisition 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 acquirer along with PACs of:			
a) Shares carrying voting rights	60,57,365 ¹	5.51%	5.51%
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 to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	60,57,365	5.51%	5.51%
Details of acquisition			
a) Shares carrying voting rights acquired	15,22,288 ²	1.39%	1.39%
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

¹ 12,11,473 shares of face value Rs. 10 each were held as on 3 Aug 2022 (as per the last reporting). In Sep 2023, ADF Foods Limited split the face value of shares from Rs. 10 each to Rs. 2 each and 1 equity share of Rs. 10 each became 5 equity shares of Rs. 2 each. Accordingly, considering the split, the no. of shares held by SSIO III on 3rd Aug 2022 is mentioned here as 60,57,365 shares of face value Rs. 2 each.

² SSIO III purchased 15,22,288 shares of face value Rs. 2 each between 29th Aug 2022 to 18th Jan 2024. This is derived as follows: (a) 188,306 shares of face value Rs. 10 each between 29th Aug 2022 to 27th March 2023, considered as 941,530 shares of Rs. 2 each given the stock split; & (b) 580,758 shares of face value Rs. 2 each from 26th Oct 2023 to 18 Jan 2024.

d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+/-d)	15,22,288	1.39%	1.39%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	75,79,653	6.9%	6.9%
b) VRs 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) after acquisition	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)	75,79,653	6.9%	6.9%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Open Market		
Date of acquisition of / date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	August 29, 2022 to January 18, 2024		
Equity share capital / total voting capital of the TC before the said acquisition	INR 21,97,27,190 ³		
Equity share capital/ total voting capital of the TC after the said acquisition	INR 21,97,27,190 ⁴		
Total diluted share/voting capital of the TC after the said acquisition	INR 21,97,27,190 ⁵		

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.

For Sixth Sense India Opportunities III

Nikhil Vora
Founder & CEO
Sixth Sense Ventures Advisors LLP (Investment Manager to Sixth Sense India Opportunities III)

Date: 20 January 2024

³ The amount of equity share capital of the TC mentioned herein is based on the data available on <https://www.bseindia.com/stock-share-price/adf-foods-ltd/adffoods/519183/shareholding-pattern/> as on January 19, 2024.

⁴ The amount of equity share capital of the TC mentioned herein is based on the data available on <https://www.bseindia.com/stock-share-price/adf-foods-ltd/adffoods/519183/shareholding-pattern/> as on January 19, 2024.

⁵ The amount of equity share capital of the TC mentioned herein is based on the data available on <https://www.bseindia.com/stock-share-price/adf-foods-ltd/adffoods/519183/shareholding-pattern/> as on January 19, 2024.