

Date: 2nd Sept., 2016

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051.

Dear Sir,

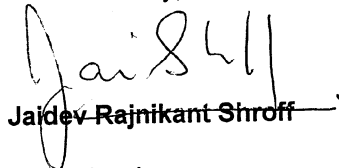
**Ref: Disclosure under Regulation 29(1) of Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Pursuant to Regulation 29(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as 'SEBI (SAST), 2011') I wish to inform you that Company has allotted 50,76,750 equity shares of UPL Limited, a company listed on your stock exchange to Jaidev Rajnikant Shroff, on the 1st day of Sept., 2016 pursuant to Scheme of Amalgamation of Advanta Limited and UPL Limited approved by the Hon'ble Court of Gujarat At Ahmedabad. In this connection, please find enclosed the disclosure as per regulation 29(1) of the SEBI (SAST), 2011

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,


Jaidev Rajnikant Shroff

Encl: As above.

CC:

UPL Limited
CTS No. 610 B/2, Bandra Village,
Off Western Express Highway,
Behind Teachers Colony,
Bandra East, Mumbai,
Maharashtra 400051

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	UPL Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Jaidev Rajnikant Shroff		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited and BSE Limited		
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 :			
a) Shares carrying voting rights	NA	NA	NA
b) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
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)	NA	NA	NA
d) Total (a+b+c)	NA	NA	NA
Details of acquisition			
a) Shares carrying voting rights acquired	50,76,750	1.0015%	0.9970%
b) VRs acquired otherwise than by equity shares	NA	NA	NA
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	NA	NA	NA
d) Total (a+b+c)	50,76,750	1.0015%	0.9970%

After the acquisition, holding of:			
a) Shares carrying voting rights	50,76,750	1.0015%	0.9970%
b) VRs otherwise than by equity shares	NA	NA	NA
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	NA	NA	NA
d) Total (a+b+c)	50,76,750	1.0015%	0.9970%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Equity Shares of UPL Limited are issued pursuant to the Scheme of Amalgamation of Advanta Limited and UPL Limited and their respective shareholder and creditors		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	NA		
~~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.	<u>1st</u> Sept, 2016		
Equity share capital / total voting capital of the TC before the said acquisition	42,86,04,274 number of Equity Shares of Rs.2/- each		
Equity share capital/ total voting capital of the TC after the said acquisition	50,69,17,696 number of Equity shares of Rs. 2/- each (Post Merger)		
Total diluted share/voting capital of the TC after the said acquisition	50,92,24,032 number of Equity Shares of Rs.2/- each		

Note:

(*) 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.


Jaidev Rajnikant Shroff

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