

LENCE PTE. LTD.

(Company Registration No. 200412606R)

Registered Office Address: 28 Biopolis Road, Wilmar International, Singapore 138568

Tel: (65) 6216 0244

Date: January 13, 2025

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai 400 001

E-mail: corp.relations@bseindia.com

National Stock Exchange of India Limited

Exchange Plaza

Bandra-Kurla-Complex, Bandra (East)

Mumbai – 400 051

Email: takeover@nse.co.in

Adani Wilmar Limited

Fortune House, Near Navrangpura Railway Crossing

Ahmedabad, Gujarat 380 009

E-mail: darshil.lakhia@adaniwilmar.in

Dear Sir/ Madam

Subject: Disclosure under Regulation 29(2) read with Regulation 29(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations").

We refer to our earlier disclosure dated December 30, 2024 ("**Earlier Disclosure**") regarding creation of encumbrance over 403,739,517 equity shares of Adani Wilmar Limited ("**AWL**"), representing 31.06% of AWL's existing paid up equity share capital ("**Shares**"), held by Adani Commodities LLP ("**ACL**"). The Earlier Disclosure was made on account of the conditions under the agreement entered into between Lence Pte Ltd ("**Lence**"), ACL and Adani Enterprises Limited on December 30, 2024 ("**Agreement**").

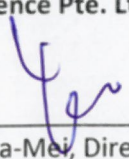
In terms of the Agreement, amongst others, ACL had agreed to not transfer any of the Shares without the consent of Lence. On January 09, 2025, ACL proposed to undertake an offer for sale in accordance with applicable law, of a total of 25,99,35,722 equity shares of AWL constituting 20% of the equity share capital of AWL. Upon ACL's request, Lence by way of its consent dated January 09, 2025 has permitted ACL to sell, as part of the offer for sale, certain Shares i.e., 92,655,806 equity shares ("**Permitted Shares**"), which form part of Shares. Accordingly, the present disclosure is being made under Regulation 29(2) read with Regulation 29(4) of the Takeover Regulations in relation to release of encumbrance over the Permitted Shares.

Kindly take the above on record.

Thanking you.

Yours faithfully

For Lence Pte. Ltd.



Teo La-Mei, Director
Authorised Signatory

Encl: As above

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

Name of the Target Company (TC)	Adani Wilmar Limited ("AWL")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Lence Pte Ltd ("Lence")		
Whether the acquirer belongs to Promoter/Promoter group	Yes, Lence is one of the promoters of AWL		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
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	571,019,435	43.94%	43.94%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	403,739,517 ⁽¹⁾⁽²⁾	31.06% ⁽¹⁾⁽²⁾	31.06% ⁽¹⁾⁽²⁾
c) Voting rights (VR) otherwise than by 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)	571,019,435⁽²⁾	43.94%⁽²⁾	43.94%⁽²⁾
Details of acquisition/ sale⁽¹⁾:			
a) Shares carrying voting rights sold	Nil	Nil	Nil
b) VRs sold otherwise than by 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) sold	Nil	Nil	Nil
d) Shares encumbered/ invoked/ released by the Acquirer	92,655,806 ⁽¹⁾	7.13% ⁽¹⁾	7.13% ⁽¹⁾
e) Total (a+b+c+/-d)	92,655,806	7.13%	7.13%

After the sale, holding of:⁽¹⁾⁽²⁾			
a) Shares carrying voting rights	571,019,435	43.94%	43.94%
b) Shares encumbered with the acquirer	311,083,711 ⁽¹⁾	23.94% ⁽¹⁾	23.94% ⁽¹⁾
c) VRs otherwise than by 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) after acquisition	Nil	Nil	Nil
e) Total (a+b+c+d)	571,019,435⁽²⁾	43.94%⁽²⁾	43.94%⁽²⁾
Mode of acquisition/ sale (e.g. open market/ off-market/ public issue/ rights issue/ preferential allotment/ inter-se transfer etc.)	Release of encumbrance on Permitted Shares (as defined below) ⁽¹⁾		
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	January 09, 2025 ⁽¹⁾		
Equity share capital/ total voting capital of the TC before the said acquisition/ sale	1,299,678,605 equity shares of face value INR 1/- each		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	1,299,678,605 equity shares of face value INR 1/- each		
Total diluted share/ voting capital of the TC after the said acquisition	1,299,678,605 equity shares of face value INR 1/- each		

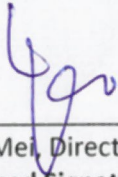
- (1) **Note 1:** We refer to our earlier disclosure dated December 30, 2024 ("**Earlier Disclosure**") regarding creation of encumbrance over 403,739,517 equity shares of Adani Wilmar Limited ("**AWL**"), representing 31.06% of AWL's existing paid up equity share capital ("**Shares**"), held by Adani Commodities LLP ("**ACL**"). The Earlier Disclosure was made on account of the conditions under the agreement entered into between Lence Pte Ltd ("**Lence**"), ACL and Adani Enterprises Limited on December 30, 2024 ("**Agreement**").

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- (2) **Note 2:** Please note that the Earlier Disclosure as well as the present disclosure was/ is being made primarily in relation to creation/ release of encumbrance over equity shares of AWL held by ACL (as the case may be) pursuant to the Agreement. Accordingly, to avoid any reader getting a mistaken impression regarding Lence's existing shareholding in AWL, the encumbered equity shares have not been aggregated with the existing shareholding of Lence in AWL.

- (3) (*) 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.
- (4) (**) 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 **Lence Pte. Ltd.**



Teo La-Mei, Director
Authorised Signatory

Place: Singapore

Date: January 13, 2025