

CAG-TECH (MAURITIUS) LIMITED

December 1, 2011

To,
The National Stock Exchange of India Limited,
Exchange Plaza,
Plot no. C/1, G Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051.

Dear Sir,

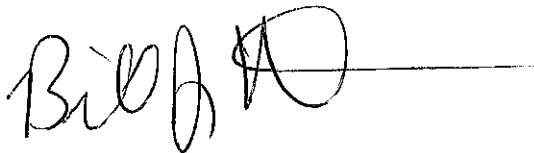
Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please note on November 29, 2011, CAG-Tech (Mauritius) Limited acquired 893,465 equity shares of Agro Tech Foods Limited from ITC Limited, in accordance with Regulation 3(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the “**Regulations**”).

We enclose herewith a disclosure in respect of the aforesaid acquisition, as required under the provisions of Regulation 29(2) of the Regulations, in the format prescribed by the Securities and Exchange Board of India vide its Circular dated October 20, 2011.

Kindly acknowledge receipt of the same.

Yours faithfully,
For CAG-Tech (Mauritius) Limited



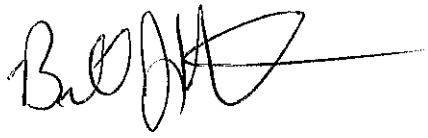
Encl: As above.

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

1. Name of the Target Company(TC)	Agro Tech Foods Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	CAG-Tech (Mauritius) Limited		
3. Whether the acquirer belongs to Promoter/ Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. Bombay Stock Exchange Limited (BSE); and 2. National Stock Exchange of India Limited (NSE).		
5. Details of the acquisition of the Acquirer and PAC	Number	% w.r.t. total share/ voting capital wherever applicable	% w.r.t. total diluted share/ voting capital of the TC (*)
<u>Before the acquisition under consideration, holding of:</u>			
a) Shares carrying voting rights	1,17,23,154	48.11%	48.11%
b) Voting rights (VR) otherwise 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)			
Total (a+b+c)	1,17,23,154	48.11%	48.11%
<u>Details of acquisition:</u>			
a) Shares carrying voting rights acquired	8,93,465	3.67%	3.67%
b) VRs acquired/ sold otherwise 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			
Total (a+b+c)	8,93,465	3.67%	3.67%
<u>After the acquisition, holding of:</u>			
a) Shares carrying voting rights	1,26,16,619	51.77%	51.77%
b) VRs otherwise 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) after acquisition			
Total (a+b+c)	1,26,16,619	51.77%	51.77%
6. Mode of acquisition (e.g. open market/ off-market/ public issue/ rights issue/ preferential allotment/ inter-se transfer etc).	Off-market		
7. Date of acquisition of shares	November 29 ,2011		
8. Equity share capital/ total voting capital of the TC before the said acquisition	Rs. 24,36,92,640 divided into 2,43,69,264 equity shares of face value of Rs. 10		
9. Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 24,36,92,640 divided into 2,43,69,264 equity shares of face value of Rs. 10		
10. Total diluted share/ voting capital of the TC after the said acquisition.	Rs. 24,36,92,640 divided into 2,43,69,264 equity shares of face value of Rs. 10		

(*) 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.

A handwritten signature in black ink, appearing to be 'B. J. H.' followed by a long horizontal stroke.

Signature of the acquirer/ seller/ Authorised Signatory

Place: Omaha, NE. U.S.A.

Date: December 1, 2011