McDOWELL HOLDINGS LIMITED

May 28, 2020

The Department of Corporate Services
BSE Limited
Ist Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort,
Mumbai 400 001

The Secretary
National Stock Exchange of India Limited
Compliance Department
Exchange Plaza, Bandra Kurla Complex
Bandra [E], Mumbai 400 051

Dear Sir,

Sub: Disclosure in terms of Regulation 31 (4) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Second Amendment) Regulations, 2011

In terms of Notification No. SEBI/LAD-NRO/GN/2019/27 dated July 29, 2019, we hereby declare that the Company has not made any encumbrance directly or indirectly other than those already disclosed during the financial year as on **March 31, 2020.**

Kindly treat this as compliance under Regulation 31 (4) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Second Amendment) Regulations, 2011.

Yours faithfully,
For **McDOWELL HOLDINGS LIMITED**

Arindam Ash
Chief Financial Officer

Encl: as above

Cc:
The Audit Committee
Mangalore Chemicals and Fertilizers Limited
UB Tower, Level 11, UB City
No.24, Vittal Mallya Road
Bangalore 560 001