SCM Soilfert Limited

Regd. Office: Deepak Complex, Opp. Golf Course, Shastri Nagar, Yerawada,
Pune - 411 006.
Tel : +91-20-6645 8000 Fax : +91-20-2668 3723
CIN: U24120PN2012PLC145024

20th May, 2015

To
The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

To
The Listing Department
National Stock
Exchange of India Ltd.
Exchange Plaza, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051

To
The Listing Department
Bangalore Stock
Exchange Limited
Stock Exchange Towers
No. 51, I Cross, J C Road
Bangalore – 560 027

Sub: Compliance of Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended ("Takeover Regulations").

Unit: Mangalore Chemicals & Fertilizers Limited

Scrip Code: 530011

Dear Sir,

As required under Regulation 29(2) of the Takeover Regulations, please find attached disclosure relating to the disposal of Shares in the format as prescribed under the Takeover Regulations.

The Company has tendered 76,23,560 (6.43%) equity shares of MFCL in the open offer made by Zuari Fertilisers and Chemicals Limited. Out of shares tendered under the open offer 61,84,928 (5.22%) Equity Shares of MFCL have been accepted. Details of the same are enclosed for your ready reference, in the prescribed format.

Kindly take the above on record.

Thanking You,

Yours faithfully
For SCM Soilfert Limited

Somnath Patil
Director
DIN: 02006553
Encl.:- As above.

CC: Mangalore Chemicals & Fertilizers Limited
Level-11, UB Tower, UB City
24, Vittal Mallya Road
Bangalore – 560 001
Phone : +91 080 - 3985 5500 / 6000
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Deepak Fertlisers And Petrochemicals Corporation Limited
Opp. Golf Course, Shastri Nagar, Yerawada
Pune - 411006

DISCLOSURES UNDER REGULATION 29(2) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	Mangalore Chemicals & Fertilizers Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	SCM Soilfert Limited (Acquirer)		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited Bangalore Stock Exchange Limited		
5. Details of the acquisition of shares/voting rights/holding 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 (*)**
Before the disposal under consideration, holding of :			
a) Shares carrying voting rights	76,25,025 equity shares	6.43% of the total share/ voting capital of the TC	6.43% of the total diluted share/ voting capital of the TC
b) Voting rights (VR) otherwise than by equity 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)	**76,25,025 equity shares**	**6.43% of the total share/ voting capital of the TC**	**6.43% of the total diluted share/ voting capital of the TC**

Details of Sale (Tendered in open offer) a) Shares carrying voting rights sold	61,84,928 equity shares	5.22% of the total share/ voting capital of the TC	5.22% of the total diluted share/ voting capital of the TC
b) VRs acquired otherwise than by equity 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	-	-	-
Total (a+b+c)	**61,84,928 equity shares**	**5.22% of the total share/ voting capital of the TC**	**5.22 % of the total diluted share/ voting capital of the TC**
After the sale, holding of: a) Shares carrying voting rights	14,40,097 equity share	1.21% of the total share/ voting capital of the TC	1.21% of the total diluted share/ voting capital of the TC
b) VRs otherwise than by equity 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)	**14,40,097 equity share**	**1.21% of the total share/ voting capital of the TC**	**1.21% of the total diluted share/ voting capital of the TC**

6. Mode of sale (e.g. open market / public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Shares tendered in Open Offer made by Zuari Fertilisers and Chemicals Limited
7. Date of sale of shares	18th May, 2015
8. Equity share capital / total voting capital of the TC before the said acquisition/ sale	11,85,15,150 equity shares having a face value of Rs. 10 each.
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	11,85,15,150 equity shares having a face value of Rs. 10 each.
10. Total diluted share/voting capital of the TC after the said acquisition	11,85,15,150 equity shares having a face value of Rs. 10 each.

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 SCM Soilfert Limited

Somnath Patil

Director

DIN: 02006553

Place: Pune

Date: 20 May, 2015