ADVERTISEMENT IN ACCORDANCE WITH REGULATION18(12) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, ("SEBI (SAST) REGULATIONS") WITH RESPECT TO THE OPEN OFFER TO THE PUBLICSHAREHOLDERS OF

MANGALORE CHEMICALS & FERTILIZERS LIMITED

REGISTERED OFFICE: LEVEL 11, UB TOWER, UB CITY, 24 VITTAL MALLYA ROAD, BANGALORE – 560 001
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OPEN OFFER FOR ACQUISITION OF UP TO 30,813,939 EQUITY SHARES OF MANGALORE CHEMICALS & FERTILIZERS LIMITED ("TARGET COMPANY") TO THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY SCM SOILFERT LIMITED("ACQUIRER") TOGETHER WITH DEEPAK FERTILISERS AND PETROCHEMICALS CORPORATION LIMITED, AS THE PERSON ACTING IN CONCERT WITH THE ACQUIRER ("PAC") ("OFFER").

This post Offer advertisement is being issued by JM Financial Institutional Securities Limited, the Manager to the Offer (**"Manager"**) on behalf of the Acquirer along with PAC, in connection with the Offer in compliance with Regulation 18(12) of the SEBI (SAST) Regulations (**"Post Offer Public Announcement"**). The Detailed Public Statement with respect to the Open Offer was published on May 01, 2014 in the following newspapers:

Newspaper	Language	Editions
Financial Express	English National Daily	All Editions
Jansatta	Hindi National Daily	All Editions
Navshakti	Marathi Regional Daily	Mumbai Edition
Samyukta Karnataka	Kannada Regional Daily	Bengaluru Edition

Capitalized terms used herein but not specifically defined shall have the same meaning ascribed to such terms in the Letter of Offer dated September 16, 2014 (**"LoF"**).

The shareholders of the Target Company are requested to kindly note the following information relating to the Offer:

Sl. No.	Particulars	Details			
1	Name of the Target Company	Mangalore Chemicals & Fertilizers Limited			
2	Name of the Acquirer and PAC				
	Acquirer	SCM Soilfert Limited			
	PAC	Deepak Fertilisers And Petrochemicals Corporation Limited			
3	Name of the Manager to the Offer	JM Financial Institutional Securities Limited			
4	Name of the Registrar to the Offer	Link Intime India Private Limited			
5	Offer Details				
	a. Offer Opening Date	October 1, 2014			
	b. Offer Closing Date	October 20, 2014[1]			
6	Date of payment of consideration	October 30, 2014			
7	**Details of Acquisition**	**Proposed**		**Actuals**	
7.1	Offer Price per share	₹93.60		₹93.60[2]	
7.2	Aggregate number of shares tendered	3,08,13,939		70,65,807[3]	
7.3	Aggregate number of shares accepted	3,08,13,939		70,44,397[3]	
7.4	Offer Size	₹2,88,41,84,690.40		₹65,93,55,559.20[4]	
		Number	**% of Voting Share Capital**	**Number**	**% of Voting Share Capital**
7.5	Shareholding of the Acquirer and PAC before PA	2,89,91,150	24.46	2,89,91,150	24.46
7.6	Shares acquired or to be acquired by way of the agreements	Not Applicable		Not Applicable	
7.7	Shares /voting rights which triggered the Offer	10,01,309	0.84	10,01,309	0.84
7.8	Shares acquired under the Offer	3,08,13,939	26.00	70,44,397	5.94
7.9	Shares acquired after Detailed Public Statement	Nil	Nil	Nil	Nil
7.10	Post Offer shareholding of Acquirer and PAC	6,08,06,398	51.31	3,70,36,856	31.25
7.11	Pre Offer shareholding of the public[5]	6,34,74,954	53.56	6,34,74,954	53.56
	Post Offer shareholding of the public[5]	3,16,59,706	26.71	5,54,35,398	46.77

Notes

(1) The Offer Closing Date was amended to October 20, 2014 vide Corrigendum dated October 14, 2014.

(2) Excludes interest payable from the Scheduled Payment Date being September 3, 2014 to October 30, 2014.

(3) Based on certificate dated October 28, 2014 from Link Intime India Private Limited, Registrar to the Offer, aggregate number of shares tendered includes 21,410 Equity Shares that were rejected in the Offer on account of signature mismatches, invalid share certificates, non-submission of share certificates / transfer deeds, transfer deeds not being signed and insufficient documents.

(4) Offer Size is calculated as aggregate number of Equity Shares accepted multiplied by the Offer Price of ₹ 93.60 per Equity Share. Additionally, interest at the rate of 10% p.a. was paid from the Scheduled Payment Date being September 3, 2014 to October 30, 2014 being the date of completion of payment of consideration.

(5) Pre Offer and Post Offer Shareholding of public includes shares held by parties other than the Acquirer, PAC and the Promoter and Promoter Group of the Target Company as disclosed by the Target Company to Stock Exchanges pursuant to filings made under Clause 35 of the listing agreement.

The Acquirer along with its directors and the PAC (as applicable) severally and jointly accept full responsibility for the information contained in this Post Offer Public Announcement (other than such information as has been obtained from public sources) and also accept full responsibility for their obligations under the SEBI (SAST) Regulations.

A copy of this Post Offer Public Announcement is expected to be available on the websites of SEBI and the Stock Exchanges and at the registered office of the Target Company.

Manager to the Offer	Registrar to the Offer
JM FINANCIAL **JM Financial Institutional Securities Limited** 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi,Mumbai – 400 025 Tel.: +91 22 6630 3030 Fax No.: +91 22 6630 3330 Contact Person: Ms. Lakshmi Lakshmanan Email: lakshmi.lakshmanan@jmfl.com SEBI Registration Number: INM000010361 CIN: U65192MH1995PLC092522	LINK INTIME INDIA PVT LTD **Link Intime India Private Limited** C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai - 400 078, India Tel.: +91 22 6171 5400 Fax No.: +91 22 2596 0329 Contact Person: Mr. Dinesh Yadav Email: mcf.offer@linkintime.co.in SEBI Registration Number: INR000004058

Place : Mumbai
Date : November 5, 2014

Size: 12x30 sq. cm