



भारत सरकार
GOVERNMENT OF INDIA
रसायन और उर्वरक मंत्रालय
MINISTRY OF CHEMICALS & FERTILIZERS
उर्वरक विभाग
DEPARTMENT OF FERTILIZERS
नई दिल्ली - ११०००१
NEW DELHI-110001

No.18048/8/2009-FCA

Dated: 2 August, 2013

National Fertilizers Limited
7, Scope Complex,
Core 3,
Lodhi Road Institutional Area,
New Delhi,
Delhi 110003

The Managing Director,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

The Managing Director,
National Stock Exchange of
India Limited,
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Mumbai 400 051

Dear Sir / Madam

Sub: Filing of report under Regulation 29(2) of the SEBI Takeover Regulations.

In compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**SEBI Takeover Regulations**"), we, representing the President of India as the Promoter and Seller of the shares of National Fertilizers Limited through offer for sale through stock exchange mechanism pursuant to Circular No. CIR/MRD/DP/18/2012 dated July 18, 2012 as amended by Circulars bearing no. CIR/MRD/DP/04/2013 dated January 25, 2013 and CIR/MRD/DP/ 17 /2013 dated May 30, 2013, issued by the Securities and Exchange Board of India ("**SEBI**"), are hereby notifying the information regarding sale of shares made by us on 31 July 2013. As required under Regulation 29(3) of SEBI Takeover Regulations, we are informing you about the said sale within 2 working days of such sale.

2. Enclosed is the report, in the format as prescribed by SEBI pursuant to Regulation 29(2) of the SEBI Takeover Regulations, for your information and records.

Yours sincerely,

(K S Rana)

Under Secretary to the Government of India
For and on behalf of the President of India

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

1.	Name of the Target Company (TC)	National Fertilizers Limited (" NFL ")		
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	President of India, acting through and represented by the Ministry of Chemicals and Fertilizers, Government of India (" Promoter ")		
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	(i) National Stock Exchange of India Limited; and (ii) BSE Limited		
5.	Details of the ~~acquisition/disposal/holding of shares/voting rights/holding of the Acquirer and PAC~~	Number of shares	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
	Before the ~~acquisition/disposal~~ under consideration, holding of : a) Shares carrying voting rights 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)	a) 47,90,00,500 equity shares b) Nil c) Nil	a) 97.64% b) Nil c) Nil	a) 97.64% b) Nil c) Nil
	Total (a+b+c)	47,90,00,500	97.64%	97.64%
	Details of ~~acquisition/sale~~ a) Shares carrying voting rights ~~acquired/sold~~ b) VRs acquired/sold 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/sold~~	a) 3,74,79,940 equity shares b) Nil c) Nil	a) 7.64% b) Nil c) Nil	a) 7.64% b) Nil c) Nil
	Total (a+b+c)	3,74,79,940	7.64%	7.64%
	After the ~~acquisition/sale~~ , holding of: a) Shares carrying voting rights b) VRs otherwise than by equity shares c) Warrants/convertible	a) 44,15,20,560 equity shares b) Nil c) Nil	a) 90.00% b) Nil c) Nil	a) 90.00% b) Nil c) Nil

	securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition/sale			
	Total (a+b+c)	44,15,20,560	90.00%	90.00%
6.	Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Offer for sale of shares by the Promoter through stock exchange mechanism pursuant to circular no. CIR/MRD/DP/18/2012 dated July 18, 2012 and as amended by SEBI vide its circular nos. CIR/MRD/DP/04/2013 dated January 25, 2013 and CIR/MRD/DP/17/2013 dated May 30, 2013 notified by Securities and Exchange Board of India		
7.	Date of acquisition of/ sale of shares ~~date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.~~	July 31, 2013		
8.	Equity share capital / ~~total voting capital~~ of the TC before the said acquisition/sale	Number of shares: 49,05,78,400 Amount (in Rs.): 4,90,57,84,000 (face value of Rs. 10 each)		
9.	Equity share capital/ ~~total voting capital~~ of the TC after the said acquisition/sale	Number of shares: 49,05,78,400 Amount (in Rs): 4,90,57,84,000 (face value of Rs. 10 each)		
10.	Total diluted share/voting capital of the TC after the said acquisition/sale	Number of shares: 49,05,78,400 Amount (in Rs): 4,90,57,84,000 (face value of Rs. 10 each)		

(*) 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.

Yours sincerely,



(K S Rana)

Under Secretary to the Government of India
For and on behalf of the President of India
2 August, 2013