

Registered Office :
Nagarjuna Hills,
Hyderabad - 500 082. INDIA
Phones : 23357200, 23357204
23357589, 23356859
Fax : (91-40)23354788
Website : www.nagarjunafertilizers.com
CIN - L24129AP2006PLC076238



Tuesday, June 11, 2019

To
The Manager,
Corporate Filing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400001
Maharashtra, India
Scrip Code: **539917**

To
The Manager,
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051 Maharashtra, India
Symbol: **NAGARFERT**

Dear Madam / Sir,

Sub: Disclosure of inter se transfer of shares amongst qualifying persons

Ref: (a) Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(b) Regulation 3 of SEBI (Prohibition of Insider Trading) Regulations, 2015 read with Company's Code of Conduct to Regulate, Monitor and Report trading by Designated Persons

With reference to above, we would like to bring to your kind notice that the company has received intimation from Mr. K Rahul Raju, father of the Minors / Acquirers vide email dated June 10, 2019, under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 intimating the proposed inter se transfer of 1,01,310 Equity Shares of face value 1 Singapore Dollar each and 66 Equity Shares of face value of 1 US Dollar each of M/s. S Trade Asia Pacific Pte. Ltd., a company incorporated under the laws of Singapore, amongst immediate relatives through an off market transaction in terms of family Settlement.

The proposed transaction is the transfer of 66% of Equity Share Capital of M/s. S Trade Asia Pacific Pte Ltd., held by Mr. K Rahul Raju on behalf of his daughters pursuant to Family Settlement.

M/s. S Trade Asia Pacific Pte Ltd., is the holder of 99% Equity Shares of M/s. Amlika Mercantile Private Limited, the promoter of the Nagarjuna Fertilizers And Chemicals Limited (Target Company).

Certified True Copy
For Nagarjuna Fertilizers And Chemicals Ltd.

K. Chandra Shekhar Naidu
Company Secretary



The details of the proposed transaction are as under:

Date of the proposed transaction	Name of the Transferor	Name of the Transferee or done	Number of shares held on behalf of his daughters proposed to be transferred by way of family Settlement	% of Holding
June 15, 2019	Mr. K Rahul Raju	K Sri Vidya	50655 Equity Shares of 1 Singapore Dollar each and 33 Equity Shares of 1 US Dollar each	33%
June 15, 2019	Mr. K Rahul Raju	K Diya	50655 Equity Shares of 1 Singapore Dollar each and 33 Equity Shares of 1 US Dollar each	33%

This being an inter se transfer of shares amongst immediate relatives / qualifying promoter group, the same falls within the exemption under Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

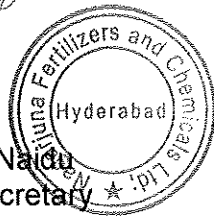
The aggregate holding of promoters and promoters group before and after the above inter se transaction remains unchanged. In this connection necessary disclosure under Regulation 10(5) for the above said proposed acquisition in prescribed format, had been submitted by Mr. K Rahul Raju on June 10, 2019, is enclosed herewith for your kind information and records.

We request you to kindly take the above information on record.

Thanking you,

Yours truly,
For Nagarjuna Fertilizers and Chemicals Limited

K Chandra Sekhar Naidu
K Chandra Sekhar Naidu
DGM, Company Secretary



Encl: As above

K Rahul Raju

933A, Digvijayam, Road
No. 47, Jubilee Hills,
Hyderabad – 500 033

June 10, 2019

The Executive Director Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, <u>Mumbai - 400 001</u>	The Executive Director National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), <u>Mumbai - 400 051</u>
Scrip Code: 539917	Scrip Code: NAGAFERT

Dear Sir,

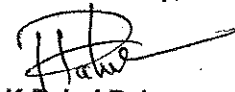
**Sub: Intimation under Regulation 10(5) of Securities and Exchange Board of
India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Please find attached herewith the disclosure under regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for transfer of 1,01,310 Equity Shares of 1 Singapore Dollar each and 66 equity shares of 1 US Dollar each of S Trade Asia Pacific Pte Ltd held by Mr. K Rahul Raju on behalf of his daughters as part of the Family Settlement in terms of the exemption provided under Regulation 10 of SEBI(Substantial Acquisition of Shares and Takeovers)Regulations, 2011.

We request you to take the same on record.

Thanking you,

Yours faithfully,

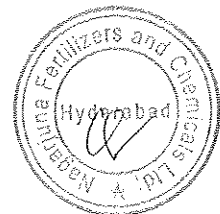


K Rahul Raju

Father of Minors/Acquirers

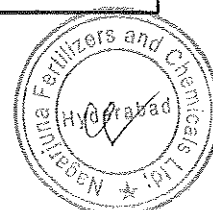
Encl: As above.

Cc: The Company Secretary, Nagarjuna Fertilizers and Chemicals Limited



Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	Name of the Target Company (TC)	Nagarjuna Fertilizers and Chemicals Limited
2.	Name of the Acquirer(s)	(i) K Sri Vidya and (ii) K Diya
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	K Sri Vidya and K Diya are the daughters of Mr. K Rahul Raju.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. K Rahul Raju
	b. Proposed date of acquisition	June 15, 2019
	c. Number of shares to be acquired from each person mentioned in 4(a) above	1,01,310 equity shares of 1 Singapore Dollar each and 66 equity shares of 1 US Dollar each of S Trade Asia Pacific Pte Ltd, a Company incorporated under the Laws of Singapore, in equal proportion to: (i) K Sri Vidya and (ii) K Diya
	d. Total shares to be acquired as % of share capital of TC	-
	e. Price at which shares are proposed to be acquired	Inter-se Transfer of Shares of S Trade Asia Pacific Pte Ltd amongst the qualifying promoter group as per the Family Settlement.
	f. Rationale, if any, for the proposed transfer	S Trade Asia Pacific Pte Ltd is 99% shareholder of Amlika Mercantile Private Limited, (the Promoter of the Target Company), hold 49.51% of the Target Company. The proposed transaction is the transfer of 66% of equity share capital of S Trade Asia Pacific Pte Ltd, held by Mr. K Rahul Raju on behalf of his daughters pursuant to Family Settlement.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i)
6.	If, frequently traded, volume weighted average market price for a period of 60	Not Applicable



6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Not Applicable (Inter-se Transfer of Shares as per the Family Settlement.)			
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable			
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable	Not Applicable (Inter-se Transfer of Shares as per the Family Settlement.)			
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	I, Mr. K Rahul Raju, Father of minor daughters/acquirers declares that we shall comply with the applicable disclosures, in Chapter V of the Takeover Regulations, 2011			
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with	Yes			
11	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC
a.	Acquirer(s) and PACs (other than sellers)	-	-	-	-
b.	Seller (s)	-	-	-	-
	There is no change in the holding/voting rights of the Target Company.				



K. Rahul Raju
Father of Minors/Acquirers

