



Date: July 11, 2023

To,  
The Manager,

BSE Limited  
Corporate Relationship Department,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai- 400001.  
Scrip Code: 532504

National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra East  
Mumbai 400051  
NAVINFLUOR

To,  
Company Secretary  
Navin Fluorine International Limited  
Off No. 602, Natraj by Rustomjee, Nr Western Express Highway,  
Sir Mathuradas VasANJI Road, Andheri East, Mumbai – 400069.

**Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sir / Madam,

Please find enclosed herewith Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 with respect to the acquisition of 16,28,729 Equity Shares of face value of ₹2 each of Navin Fluorine International Limited and out of such Equity Shares, creation of pledge on 4,50,000 Equity Shares which was pledged by Mafatlal Exim Private Limited and now released by Mafatlal Exim Private Limited for creation of pledge by Mafatlal Impex Private Limited pursuant to the Scheme of Amalgamation of Mafatlal Exim Private Limited with Mafatlal Impex Private Limited and their respective shareholders ("the Scheme").

The effective date of said acquisition and change in pledged shares was considered as July 7, 2023 i.e date of filing of order of Hon. NCLT, Mumbai Bench with the Registrar of Companies, Maharashtra (Mumbai). The aforesaid changes are only due to the Scheme. The procedural formalities with the Depository participants would be done in due course.

This is for your information and records.

For and on behalf of Mafatlal Impex Private Limited

  
Rajesh Dave  
Director  
DIN: 07264376



**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

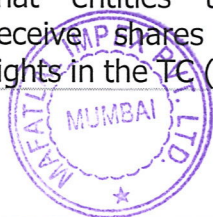
|                                                                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|-------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of the Target Company (TC)                                               | Navin Fluorine International Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | <p>Acquirer:</p> <p>(i) Mafatlal Impex Private Limited</p> <p>Other Promoters/Persons Acting in Concert (PAC):</p> <p>(i) Vishad Mafatlal as trustee of Vishad P Mafatlal Family Trust No. 1</p> <p>(ii) Vishad Padmanabh Mafatlal</p> <p>(iii) Padmanabh Arvind Mafatlal (HUF)</p> <p>(iv) Vishad P Mafatlal PAM HUF1 P Mafatlal</p> <p>(v) Rupal Vishad Mafatlal</p> <p>(vi) Chetna Padmanabh Mafatlal</p> <p>(vii) Terebinth Ventures Private Limited<br/><i>(formerly Anshi Ventures Private Limited)</i></p> <p>(viii) Pamil Investments Private Limited</p> <p>(ix) Vishad Padmanabh Mafatlal Public Charitable Trust No. 1</p> |
| Whether the acquirer belongs to Promoter/Promoter group                       | The acquirer is a promoter of Target Company.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed            | BSE Limited<br>National Stock Exchange of India Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

225



| Details of the acquisition / disposal as follows                                                                                                                                       | Number                                     | % w.r.t. total share /voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------|------------------------------------------------------------|
| <b>Before the acquisition under consideration, holding of :</b>                                                                                                                        |                                            |                                                              |                                                            |
| a) Shares carrying voting rights                                                                                                                                                       | 1,14,07,420 (23.01%)                       |                                                              |                                                            |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)                                                                                                | N.A                                        |                                                              |                                                            |
| c) Voting rights (VR) otherwise than by shares                                                                                                                                         | N.A                                        |                                                              |                                                            |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)              | 1,14,07,420 (23.01%)                       |                                                              |                                                            |
| e) Total (a+b+c+d)                                                                                                                                                                     |                                            |                                                              |                                                            |
| <b>Details of acquisition/sale</b>                                                                                                                                                     |                                            |                                                              |                                                            |
| a) Shares carrying voting rights acquired/sold                                                                                                                                         | 16,28,729 (3.29%)                          |                                                              |                                                            |
| b) VRs acquired /sold otherwise than by shares                                                                                                                                         | N.A                                        |                                                              |                                                            |
| 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 | 4,50,000 (0.91%)                           |                                                              |                                                            |
| d) Shares encumbered invoked/released by the acquirer                                                                                                                                  | 16,28,729 (3.29%)                          |                                                              |                                                            |
| e) Total (a+b+c+d)                                                                                                                                                                     | /(Inclusive of 4,50,000 encumbered shares) |                                                              |                                                            |
| <b>After the acquisition/sale, holding of:</b>                                                                                                                                         |                                            |                                                              |                                                            |
| a) Shares carrying voting rights                                                                                                                                                       | 1,30,36,149 (26.30%)                       |                                                              |                                                            |
| b) Shares encumbered with the acquirer                                                                                                                                                 | 4,50,000 (0.91%)                           |                                                              |                                                            |
| c) VRs otherwise than by shares                                                                                                                                                        | N.A                                        |                                                              |                                                            |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in                              | N.A                                        |                                                              |                                                            |
|                                                                                                                                                                                        | 1,30,36,149 (26.30%)                       |                                                              |                                                            |
|                                                                                                                                                                                        | (Inclusive of 4,50,000 encumbered shares)  |                                                              |                                                            |

229



each category) after acquisition  
e) Total (a+b+c+d)

Mode of acquisition ~~/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).~~

Off market: The shares are acquired (including creation of pledge) pursuant to Scheme of Amalgamation of Mafatlal Exim Private Limited with Mafatlal Impex Private Limited and their respective shareholders.

Date of acquisition ~~/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable~~

July 7, 2023

Equity share capital / total voting capital of the TC before the said acquisition ~~/ sale~~

4,95,62,720 fully paid up equity shares of Rs. 2.00 each and 8,920 partly paid up shares of face value Rs. 2.00 each (Re. 1.00 paid up)

Equity share capital/ total voting capital of the TC after the said acquisition ~~/ sale~~

4,95,62,720 fully paid up equity shares of Rs. 2.00 each and 8,920 partly paid up shares of face value Rs. 2.00 each (Re. 1.00 paid up)

Total diluted share/voting capital of the TC after the said acquisition

4,95,62,720 fully paid up equity shares of Rs. 2.00 each and 8,920 partly paid up shares of face value Rs. 2.00 each (Re. 1.00 paid up)

PRD



(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the StockExchange 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.

Note: 16,28,729 Equity Shares of Navin Fluorine International Limited held by Mafatlal Exim Private Limited were acquired by Mafatlal Impex Private Limited on July 07, 2023 pursuant to the Scheme of Amalgamation of Mafatlal Exim Private Limited with Mafatlal Impex Private Limited and their respective shareholders ("the Scheme"). The effective date of said acquisition was considered as July 07, 2023 i.e date of filing of order of Hon. NCLT, Mumbai Bench with the Registrar of Companies, Maharashtra (Mumbai). Further, the date of release of pledged 4,50,000 shares by Mafatlal Exim Private Limited and creation of pledge on such 4,50,000 shares by Mafatlal Impex Private Limited is considered as July 07, 2023 i.e. date of filing of order of Hon. NCLT, Mumbai Bench with the Registrar of Companies, Maharashtra (Mumbai). The procedural formalities with the Depository participants would be done in due course.

**Date: July 11, 2023**

**Place: Mumbai**

**For and on behalf of Mafatlal Impex Private Limited**

**Rajesh Dave**  
**Director**  
**DIN: 07264376**



## ANNEXURE -1

| Navin Fluorine International Limited                             |          |                   |                               |  |           |          |
|------------------------------------------------------------------|----------|-------------------|-------------------------------|--|-----------|----------|
| List Of Promoter Amalgamated With Mafatlal Impex Private Limited |          |                   |                               |  |           |          |
| Sr. No                                                           | DP Id    | Folio / Client Id | Name                          |  | Shares    | % Equity |
| 1.                                                               | 12033300 | 00757733          | Mafatlal Exim Private Limited |  | 11,78,729 | 2.38%    |
| 1.                                                               | IN300409 | 10158526          | Mafatlal Exim Private Limited |  | 4,50,000  | 0.91%    |

28

