

To

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort, Mumbai- 400 001

National Stock Exchange of India Limited,
Listing Department,
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E) Mumbai – 400 051

Sumitomo Chemical India Limited
Building No. 1, Ground Floor,
Shant Manor, Co-Op Housing Society Limited,
Chakravarti Ashok 'X' Road, Kandivli (East),
Mumbai- 400 101

Sub: Disclosure under Regulation 29(1) and Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sirs,

Pursuant to Regulation 29(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Takeover Code**"), we have enclosed the details of acquisition of the aggregate shareholding and voting rights of Sumitomo Chemical Company Limited ("**the Company**" or "**SCC**") (i.e. the Promoter) in Sumitomo Chemical India Limited in respect of 126,237,775 Equity Shares allotted to them on October 7, 2019 pursuant to the Scheme of Amalgamation (Merger by Absorption) of Excel Crop Care Limited with Sumitomo Chemical India Limited sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench vide Order dated June 27, 2019 (more fully described in Column 8 of the enclosed prescribed Form) in the ratio of 51 (fifty one) equity shares of face value of Rs.10 (Rupees ten only) each of Sumitomo Chemical India Limited, credited as fully paid-up, for every 2 (two) fully paid-up equity shares of face value of Rs.5 (Rupees five only) each held in the Excel Crop Care Limited as on the Record Date, August 31, 2019. SCC received allotment advice regarding the aforesaid equity shares on October 25, 2019 from Sumitomo Chemical India Limited.

The said equity shares are now admitted for listing and trading on BSE Limited and National Stock Exchange of India Limited. To comply with disclosure requirement under the Takeover Code, the Company is submitting this disclosure.

The aforesaid acquisition is exempted under Regulation 10(1)(d)(ii) of the said Regulations for which we are also enclosing the report under Regulation 10(6) thereof.

Please take the aforesaid on record and oblige.

Thanking you,

Yours faithfully,

For Sumitomo Chemical Company Limited

H. Mukai

Name of the Authorized Signatory: Hiroyoshi Mukai

Designation: General Manager

Place: Japan

Date: January 28, 2020

Encl. as above

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

1	Name of the Target Company (TC)	Sumitomo Chemical India Limited ('SCIL') <i>Pursuant to the Scheme of Amalgamation (Merger by Absorption) of Excel Crop Care Limited ("ECC" or "the Transferor Company") with Sumitomo Chemical India Limited ("SCIL" or "the Transferee Company") and their respective shareholders pursuant to Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 ("Scheme"), ECC, the listed company, merged with SCIL, an unlisted company.</i>		
2	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Sumitomo Chemical Company Limited (including through nominee shareholders), being Promoter ("SCC") <i>[SC Environmental Science Company Limited, Japan (shares held through nominee shareholder), being part of Promoter Group]</i>		
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	National Stock Exchange of India Ltd and BSE Ltd. (i.e., the stock exchanges where equity shares of ECC were listed)		
	Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*) <i>(Based on post merger share capital)</i>	% w.r.t. total diluted share/voting capital of the TC (**) <i>(Based on post merger share capital)</i>
5	Before the acquisition under consideration, holding of acquirer along with PACs of: a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by equity shares d) Warrants/convertible securities/any other instrument that entitles	27,45,88,095 - - -	55.01% - - -	55.01% - - -

	the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) e) Total (a+b+c+d)	27,45,88,095	55.01%	55.01%
6	Details of acquisition a) Shares carrying voting rights acquired 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 d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) e) Total (a+b+c+/-d)	12,62,37,775 - - - - 12,62,37,775	25.29% - - - - 25.29%	25.29% - - - - 25.29%
7	After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights 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 d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) e) Total (a+b+c+d)	40,08,25,870 - - - - 40,08,25,870	80.30% - - - - 80.30%	80.30% - - - - 80.30%
8	Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment /	The Equity shares of SCIL were acquired by SCC pursuant to the Scheme which was sanctioned by the Hon'ble National Company Law Tribunal, Mumbai		

	inter-se transfer/encumbrance, etc.)	Bench vide Order dated June 27, 2019, which became effective upon filing of certified copies of the aforesaid Order with the Registrar of Companies on August 31, 2019 by both the Companies. The Transferee Company, pursuant to the Scheme without any further application or deed, issued and allotted equity shares to those Equity Shareholders of the Transferor Company (except SCIL) whose names appeared in the Register of Members as on August 31, 2019 i.e. the Record Date in the ratio of "51 (fifty-one) equity shares of face value of Rs. 10/- (Rupees ten only) each of Transferee Company, credited as fully paid-up, for every 2 (two) fully paid-up equity shares of face value of Rs. 5/- (Rupees five only) each held in the Transferor Company on October 7, 2019 for which intimation was received by SCC on October 25, 2019. Further, the equity shares equivalent to the SCC's fractional entitlement (i.e., equivalent to 0.5 share) have been issued to the custodian and the same has been held in the demat account namely 'Sumitomo Chemical India Limited'. No new shares issued/acquired by SC Environmental Science Company Limited (including its nominee) pursuant to the Scheme
9	Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable
10	Date of acquisition of/ 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	Date of Allotment: October 7, 2019 Date of intimation of allotment received by SCC: October 25, 2019
11	Equity share capital / total voting capital of the TC before the said acquisition	<u>Pre-Merger Share Capital</u> -27,45,88,095 equity shares of Rs. 10/- each aggregating to INR 2,74,58,80,950/-
12	Equity share capital/ total voting capital of the TC after the said acquisition	<u>Post-Merger Share Capital</u> -49,91,45,736 equity shares of Rs. 10/- each aggregating to 4,99,14,57,360/-
13	Total diluted share/voting capital of the TC after the said acquisition	<u>Post-Merger Share Capital</u> -49,91,45,736 equity shares of Rs. 10/- each aggregating to 4,99,14,57,360/-

For Sumitomo Chemical Company Limited



Authorized Signatory

Name: Hiroyoshi Mukai

Date: January 28, 2020

Place: Japan

Note:

- 1 Prior to merger, SCC held 99.99% of the total paid-up share capital of SCIL viz. the Target Company and effectively held 64.97% (sixty-four-point nine seven percent) of the total paid-up share capital of ECC. Out of 64.97% (sixty-four-point nine seven percent) of the total paid-up share capital effectively held by SCC in ECC, 44.98% (forty-four-point nine eight percent) of the total paid-up share capital was held directly by SCC and 19.98% (nineteen-point nine eight percent) of the total paid-up share capital was held through SCIL.
- 2 Pursuant to the Scheme, SCIL issued equity shares to shareholders of ECC (other than itself). The Equity Shares held by SCIL in ECC stand cancelled.
- 3 Post issuance of equity shares on amalgamation, the shareholding of SCC (along with shareholding of nominees) amounted to 80.30% (i.e. 400,825,868 equity shares) in the amalgamated entity i.e. SCIL.
- 4 SC Environmental Science Company Limited, Japan ("SES") (part of Promoter Group) held two (2) equity shares in SCIL through nominee shareholder Mr. Yuya Miyajima, prior to Record Date. It continues to hold the two (2) equity shares through nominee shareholder. No new equity shares were issued/acquired by SES (including through nominee individual shareholder) in SCIL pursuant to this Scheme.

Part-B*****Name of the Target Company:** Sumitomo Chemical India Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Sumitomo Chemical Company Limited (including and through the following nominee individual shareholders) 1 Hideo Wada [2 Hiroyoshi Mukai [3 Akira Ohisa [4 Tomohito Fujiwara [5 Hiroyuki Miura []	Promoter	
Yuya Miyajima (Nominee of SC Environmental Science Company Limited, Japan)	Promoter group	

For Sumitomo Chemical Company Limited

Authorized Signatory

Name: Hiroyoshi Mukai

Date: January 28, 2020

Place: Japan

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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.