ARCHANA OVERSEAS PRIVATE LIMITED
U51900MH1995PTC092301

Regd. Office:
Shed A2/1,
GIDC, Vapi, Dist- Valsad
Gujarat - 396195

Date: 2ND Sept., 2016

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051.

Dear Sir,

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

Pursuant to Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as 'SEBI (SAST), 2011') we wish to inform you that Company has alloted 8,43,500 equity shares of UPL Limited, a company listed on your stock exchange to Archana Overseas Private Limited, on the 1ST day of Sept., 2016 pursuant to Scheme of Amalgamation of Advanta Limited and UPL Limited approved by the Hon'ble Court of Gujarat At Ahmedabad. In this connection, please find enclosed the disclosure as per regulation 10(6) of the SEBI (SAST), 2011

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For Archana Overseas Private Limited

Authorised Signatory

Encl: As above.

Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	UPL Limited			
2.	Name of the acquirer(s)	Archana Overseas Private Limited			
3.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Limited BSE Limited			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Pursuant to merger of Advanta Limited with UPL Limited			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(ii)			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Not applicable			
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a. Name of the transferor / seller	Not applicable		Refer note 1	
	b. Date of acquisition	Not applicable		1ST SEPT, 2016 (Note 1)	
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not applicable		8,43,500 (Note 1)	
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not applicable		0.1656% (Note 1)	
	e. Price at which shares are proposed to be acquired / actually acquired	Not applicable		Not applicable	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	– Each Acquirer / Transferee(*)	NA	NA	8,43,500	0.1664%
	– Each Seller / Transferor	NA	NA	NA	NA

Note 1: UPL Limited has issued 8,43,500 number of equity shares on 1ST SEPT, 2016 pursuant to Scheme of Amalgamation of Advanta Limited with UPL Limited approved by the Hon'ble High Court of Gujarat At Ahmedabad.

Note 2: The acquisition in respect of which this filing is being made does not result in any increase in the total shareholding of the promoters and promoter group of UPL Limited. However, this filing is being made out of abundant caution to comply with the requirements of Regulation 10(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For Archana Overseas Private Limited

Authorised Signatory

Place: Mumbai
Date: Sept 2ND, 2016