

A.M. BROS. FINTRADE PRIVATE LIMITED

Ref: AMBFPL/2014/

Date 04/06/2014

To,

The Vice President

National Stock Exchange of India Limited

Exchange Plaza,

Plot No. C/1, G. Block,

Bandar -Kurla Complex,

Bandra East, Mumbai-400051

Sub: Disclosure under Regulation 10 (6), 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011 and Regulation 13(2A), 13(4A) of SEBI (Prohibition of Insider Trading) Regulation 1992

Dear Sir,

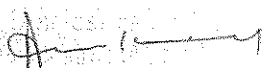
Please find enclosed herewith disclosure under Regulation 10 (6), 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011 and Regulation 13(2A), 13(4A) of SEBI (Prohibition of Insider Trading) Regulation 1992

This is for your record and reference.

Thanking You

For A. M. Bros. Fintrade Private Limited

A.M. Bros. Fintrade Pvt. Ltd.


Director

Authorised Signatory

CIN: U51101DL2014PTC263829

REGD OFFICE: 31-B/12, RAJPUR ROAD, CIVIL LINES, NEW DELHI - 110054

CONTACT AT 0124-3938500, e-mail: shashikantpandey@dhanuka.com

FORM B

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulations 13(2), 13(2A) and 13(6)]

Details of shares or voting rights held by Director or Officer and his dependants or Promoter or Person who is part of Promoter Group of a listed company, or positions taken in derivatives by Director or Officer of a listed company and his dependants.

Name, PAN No. & Address of Promoter/Person who is part of Promoter Group/Director/Officer	Date of assuming office of Director/Officer OR Date of becoming Promoter/part of Promoter Group.	No. & % of shares/voting rights held at the time of becoming Promoter/part of Promoter Group/Director / Officer.	Date of intimation to the company	Mode of acquisition (market purchase / public / rights/trade was / preferential executed offer etc.)	Trading Member through whom the trade was executed	Exchange on which the trade was executed	Buy quantity	Buy value
A. M. Bros. Fintrade Private Limited, 31-B/12, Rajpur Road, Civil Lines, New Delhi 110054, Scheme) AAMCA3406F	/06/2014 (i.e Effective Date of the Scheme)	Nil	04/06/2014	Vesting of shares consequent to Scheme of Arrangement sanctioned by the Hon'ble High Court of Judicature at Delhi vide order dated April 30, 2014	NA	NA	53,27,750 (10.65%)	NA

Note: The above table shall be applicable with suitable modifications to disclosures for position taken in derivatives also.

A.M. Bros. Fintrade Pvt. Ltd.



Authorized Signatory

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulations 13(4), 13(4A) and 13(6)]

Details of change in shareholding or voting rights held by Director or Officer and his dependants or Promoter or Person who is part of Promoter Group of a listed company

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/ Director/ Officer	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/ Director/ Officer	Date of receipt of allotment advice/ acquisition / sale of shares/ voting rights	Date of intimation to company	Mode of acquisition (market purchase/ public rights/ acquisition/ preferential offer, etc.) / sale	No. & % of shares/ voting rights post acquisition/ sale	Trading Member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
A. M. Bros. Fintrade Private Limited, 31-B/12, Rajpur Road, Civil Lines, New Delhi 110054 AAMCA3406F	0	04/06/2014 (i.e Effective Date of the Scheme)	04/06/2014	Vesting of shares consequent to Scheme Arrangement sanctioned by the Hon'ble High Court of Judicature at Delhi vide order dated April 30, 2014	53,27,750 (10.65%)	N.A	N.A	53,27,750 (10.65%)	N.A.	N.A.	N.A.

A.M. Bros. Fintrade Pvt. Ltd.



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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)	M/s Dhanuka Agritech Limited			
2.	Name of the acquirer(s)	M/s A. M. Bros. Fintrade Private Limited			
3.	Name of the stock exchange where shares of the TC are listed	NSE and BSE			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	53,27,750 equity shares of Rs. 2/- each fully paid up stand vested into the Company pursuant to a Scheme of Arrangement approved by the Hon'ble High Court of Judicature at Delhi vide order dated April 30, 2014			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10 (1) (d) (iii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011			
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 timelines specified under the regulations. -date of filing with the stock exchange.	Regulation 10(5) is 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	NA			
	b. Date of acquisition	NA			
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	NA			
	d. Total shares proposed to be acquired/ actually acquired as a % of diluted share capital of TC	NA			
	e. Price at which shares are proposed to be acquired / actually acquired	NA			
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital
	a Each Acquirer / Transferee (*)	0		53,27,750	10.65%

A.M. Bros. Fintrade Pvt. Ltd.


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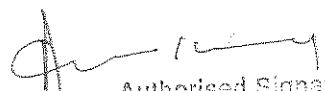
	b	Each Seller / Transferor				
		Duke Impex Private Limited	35,04,500	7.01%	0	0
		Growth Advertising and Marketing Private Limited	7,20,750	1.44%	0	0
		Liberty Sales Private Limited	6,65,000	1.33%	0	0
		Cosmo Components Private Limited	4,37,500	0.87%	0	0

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.

A.M. Bros. Fintrade Pvt. Ltd.


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ANNEXURE- 1

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

Part-A-Detail of the Acquisition

Name of the Target Company (TC)	M/s Dhanuka Agritech Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	M/s A. M. Bros. Fintrade Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	NSE and BSE		
Details of the acquisition as follows	Number	%w.r.t. total share/voting capital wherever applicable(*)	%w.r.t. total diluted share/voting capital of the TC(**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	PAC –		
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	3,75,09,175	74.99%	74.99%
c) Voting rights (VR) otherwise than by equity shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a+b+c+d)	3,75,09,175	74.99%	74.99%
Details of acquisition			
a) Shares carrying voting rights acquired	53,27,750	10.65%	10.65%
b) VRs acquired other than by equity shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying			

A.M. Bros. Fintrade Pvt. Ltd.



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category)acquired d) Sharesinthenatureofencumbrance(pledge/lien/ non-disposalundertaking/others) e) Total (a+b+c+/-d)	53,27,750	10.65%	10.65%
Aftertheacquisition,holding ofacquireralongwith PACsof:			
a) Sharescarrying votingrights	Acquirer – 53,27,750	10.65%	10.65%
b) VRsotherwise than byequityshares	PAC –		
c) Warrants/convertiblesecurities/anyother instrument thatentitletheacquirertoreceive sharescarrying votingrights in theTC(specifyholdingineach category)afteracquisition	3,21,81,425	64.34%	64.34%
d) Sharesinthenatureofencumbrance(pledge/lien/ non-disposalundertaking/others)			
e) Total (a+b+c+d)	3,75,09,175	74.99%	74.99%
Modeofacquisition (e.g.openmarket/publicissue/ rights issue / preferential allotment /inter-se transfer/encumbrance, etc.)	The subject Equity Shares are vested into the company pursuant to sanction of the Scheme of Arrangement approved by the Hon'ble High Court of Judicature at Delhi vide order dated April 30, 2014		
Salient featuresof thesecuritiesacquiredincluding timetill redemption, ratioatwhich itcanbeconvertedinto equity shares, etc.	Equity Shares of Rs. 2/- each fully paid up ranking pari passu with the existing equity shares issued by the target company.		
Dateofacquisitionof/dateofreceiptof intimationof allotmentof shares /VR/warrants/convertiblesecurities/any otherinstrumentthatentitletheacquirertoreceiveshares in theTC.	04.06.2014 (i.e effective date of the Scheme of Arrangement)		
Equitysharecapital/totalvotingcapitaloftheTCbefore thesaidacquisition	50019500 Equity Shares of Rs.2/- each i.e. Rs.100039000		
Equitysharecapital/totalvotingcapitaloftheTCAfterthe saidacquisition	50019500 Equity Shares of Rs.2/- each i.e. Rs.100039000		
Totaldilutedshare/votingcapitaloftheTCAfterthesaid acquisition	50019500 Equity Shares of Rs.2/- each i.e. Rs.100039000		

A.M. Bros. Private Pvt. Ltd.


 Authorised Signatory

भारतीय प्रतिभूति और विनिमय बोर्ड **Securities and Exchange Board of India**

Part-B***

Name of the Target Company: M/s Dhanuka Agritech 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
M/s A. M. Bros. Private Limited	Yes	AAMCA3406F

Signature of the acquirer/ Authorised Signatory

Place: A.M. Bros. Fintrade Pvt. Ltd.

Date: 
 Authorised Signatory

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.

A.M. Bros. Fintrade Pvt. Ltd.


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