

MONSANTO



MONSANTO INVESTMENTS INDIA PRIVATE LIMITED
 REGD: OFFICE-
 AHURA CENTRE, B WING, 5TH FLOOR
 96, MAHAKALI CAVES ROAD, ANDHERI (EAST)
 MUMBAI- 400 093, INDIA
 PHONE: + 91 22 2824 6450/ 6702 9851
 FAX +91 22 2824 4707/ 6702 3361
 (CIN- U65191MH2014PTC254886)

To, The Executive Director Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	To, The Executive Director National Stock Exchange of India Limited National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051
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Dear Sir,

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

Attached herewith is the disclosure required under Regulation 10(6) for the acquisition of shares of Monsanto India Limited by Monsanto Investments India Private Limited pursuant to Scheme of Arrangement between Monsanto Holdings Private Limited and Monsanto Investments India Private Limited approved by the High Court of Bombay vide order dated February 6, 2015.

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For Monsanto Investments India Private Limited

Director

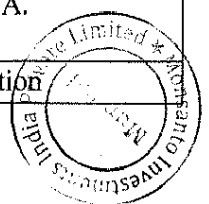
Place: Mumbai

Date: 27/02/2015



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)	Monsanto India Limited	
2.	Name of the acquirer(s)	Monsanto Investments India Private Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited; and National Stock Exchange of India Ltd	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition pursuant to a Scheme of Arrangement between Monsanto Holdings Private Limited and Monsanto Investments India Private Limited and their respective shareholders under Sections 391 to 394 of the Companies Act, 1956 and Section 52 of the Companies Act, 2013 read with Sections 100 to 103 of the Companies Act, 1956 approved by the Hon'ble High Court of Bombay on February 6, 2015	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(iii)	
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.	Disclosure under Regulation 10(5) not required N.A. N.A.	
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	N.A.	N.A.
	b. Date of acquisition	N.A.	N.A.
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	N.A.	N.A.
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	N.A.	N.A.
	e. Price at which shares are proposed to be acquired / actually acquired	N.A.	N.A.
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 of TC
	a	Each Acquirer / Transferee(*)	-	-	
		- Monsanto Investments India Private Limited		9,252,124	53.60%
	b	Each Seller / Transferor		-	-
		- Monsanto Holdings Private Limited	9,252,124	53.60%	



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.

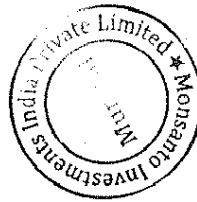
For Monsanto Investments India Private Limited

A Authorised Signatory

D

Date : 27/02/2015

P Place : Mumbai



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To, The Executive Director Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	To, The Executive Director National Stock Exchange of India Limited National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051	To, Monsanto India Limited The Company Secretary Ahura Centre, 5th Floor, 96, Mahakali Caves Road, Andheri (East), Mumbai - 400 093
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Dear Sir,

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

Attached herewith is the disclosure required under Regulation 29(1) for the acquisition of shares of Monsanto India Limited by Monsanto Investments India Private Limited pursuant to Scheme of Arrangement between Monsanto Holdings Private Limited and Monsanto Investments India Private Limited approved by the High Court of Bombay vide order dated February 6, 2015.

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For Monsanto Investments India Private Limited

Yogesh Basavaraaj

Place: Mumbai

Date: 27/02/2015



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

Part-A- Details of the Acquisition

Name of the Target Company (TC)	Monsanto India Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer - Monsanto Investments India Private Limited PAC - Monsanto Holdings Private Limited - Monsanto Company, USA		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited; and National Stock Exchange of India Ltd		
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 - Monsanto Holdings Private Limited - Monsanto Company, USA 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 the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) e) Total (a+b+c+d)	9,252,124 3,201,920 Nil Nil Nil 12,454,044	53.60% 18.55% Nil Nil Nil 72.15%	53.60% 18.55% Nil Nil Nil 72.15%



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	9,252,124 Nil Nil	53.60% Nil Nil	53.60% Nil Nil
category) acquired d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) e) Total (a+b+c+/-d)	Nil 9,252,124	Nil 53.60%	Nil 53.60%
After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights - Monsanto Investments India Private Limited - Monsanto Company, USA 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)	9,252,124 3,201,920 Nil Nil Nil 12,454,044	53.60% 18.55% Nil Nil Nil 72.15%	53.60% 18.55% Nil Nil Nil 72.15%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Acquisition pursuant to a Scheme of Arrangement between Monsanto Holdings Private Limited and Monsanto Investments India Private Limited and their respective shareholders under Sections 391 to 394 of the Companies Act, 1956 and Section 52 of the Companies Act, 2013 read with Sections 100 to 103 of the Companies Act, 1956 approved by the Hon'ble High Court of Bombay on February 6, 2015		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity share of face value of Rs 10 each		
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.	February 27, 2015		
Equity share capital / total voting capital of the TC before the said acquisition	No. of shares : 17,262,748 Face Value per share : Rs 10 each		



Equity share capital/ total voting capital of the TC after the said acquisition	No. of shares : 17,262,748 Face Value per shares : Rs 10 each
Total diluted share/voting capital of the TC after the said acquisition	Nil



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Dear Sir,

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

Attached herewith is the disclosure required under Regulation 29(2) for the acquisition of shares of Monsanto India Limited by Monsanto Investments India Private Limited pursuant to Scheme of Arrangement between Monsanto Holdings Private Limited and Monsanto Investments India Private Limited approved by the High Court of Bombay vide order dated February 6, 2015.

Request you to kindly take the same on record.

Thanking you,
 Yours faithfully,



For Monsanto Investments India Private Limited

Director

Place: Mumbai
 Date: 27/02/2015

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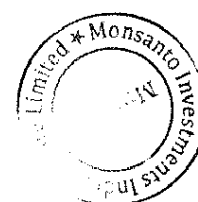
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Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Monsanto India Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Monsanto Investments India 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	BSE Limited; and National Stock Exchange of India Ltd		
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 (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
e) Total (a+b+c+d)	Nil	Nil	Nil



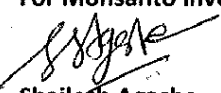
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold			
b) VRs acquired /sold otherwise than by shares	9,252,124	53.60%	53.60%
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	Nil	Nil	Nil
d) Shares encumbered / invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	9,252,124	53.60%	53.60%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	9,252,124	53.60%	53.60%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
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) after acquisition	Nil	Nil	Nil
e) Total (a+b+c+d)	9,252,124	53.60%	53.60%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Acquisition pursuant to a Scheme of Arrangement between Monsanto Holdings Private Limited and Monsanto Investments India Private Limited and their respective shareholders under Sections 391 to 394 of the Companies Act, 1956 and Section 52 of the Companies Act, 2013 read with Sections 100 to 103 of the Companies Act, 1956 approved by the Hon'ble High Court of Bombay on February 6, 2015		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 27, 2015		
Equity share capital / total voting capital of the TC before the said acquisition / sale	No. of shares : 17,262,748 Face Value per share : Rs 10 each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	No. of shares : 17,262,748 Face Value per share : Rs 10 each		
Total diluted share/voting capital of the TC after the said acquisition	Nil		

(*) 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.

Yours faithfully,

For Monsanto Investments India Private Limited


Shailesh Agashe
Director



Place: Mumbai

Date: February 27, 2015