



Mangalore Chemicals
& Fertilizers Limited

722/SEBI-IT/2017

November 14, 2017

National Stock Exchange of
India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
MUMBAI - 400 051

BSE Limited,
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI - 400 001

Dear Sir/Madam,

Company's Scrip Code in BSE : 530011 MANGCHEM
Company's Symbol in NSE : MANGCHEFER
ISIN : INE558B01017

Sub: Disclosure under SEBI [Prohibition of Insider Trading] Regulations, 2015


Please find enclosed the disclosures received from Zuari Agro Chemicals Limited, pursuant to SEBI [Prohibition of Insider Trading] Regulations, 2015.

This is for your information.

Thanking you,

Yours faithfully,

For Mangalore Chemicals & Fertilizers Limited


Vijayamahantesh Khannur
Company Secretary

Encl: As above



14th November, 2017

Mangalore Chemicals and Fertilisers Limited,
Level 11, UB Tower, UB City 24,
Vittal Mallya Road,
Bangalore, Karnataka- 560001

Dear Sirs,

Sub: Disclosure under Regulation 7(2)a of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Please note that the Hon'ble National Company Law Tribunal bench at Mumbai, has vide its order dated 14th September, 2017 sanctioned the scheme of amalgamation of Zuari Fertilisers and Chemicals Limited (ZFCL), Zuari Agri Sciences Limited (ZASL) and Zuari Speciality Fertilisers Limited (ZSFL) with the Company (Scheme), and the Scheme has become effective on 13 November 2017. In terms of the Scheme, 6, 28,43,211 Equity Shares of Rs. 10/- each of Mangalore Chemicals and Fertilisers Limited (MCFL) which were held by ZFCL have been acquired by the Company as of the effective date i.e 13 November 2017

Accordingly, we are enclosing herewith a copy of the disclosure pursuant to Regulation 7(2)a of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Thanking You,

Yours Faithfully,

For Zuari Agro Chemicals Limited

A handwritten signature in black ink, appearing to be "R. Y. Patil".

R. Y. Patil
Vice President and Company Secretary

Encl: As above.

ZUARI AGRO CHEMICALS LIMITED

(Formerly known as Zuari Holding Limited)

CIN No.: L65910GA2009PLC006177

Registered Office: Jaikisaan Bhawan, Zuarinagar, Goa - 403726, India

Tel: +0832 259 2180, 259 2181 Fax: +0832 255 5279

www.zuari.in

FORM - C

**SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) – Continual disclosure]**

Name of the company: Mangalore Chemicals and Fertilisers Limited
ISIN of the Company: INE558B01017

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoter / KMP / Directors / immediate relative to others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed			Date of attainment-advise/ acquisition of shares/sale of shares specify		Date of intimation to company	Mode of acquisition / disposal (on market/public/rights/preferential offer / off market/ inter-se transfer, ESOPs etc.)			
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/Sale / Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)			No. and % of shareholding		
Zuari Agro Chemicals Limited PAN – AAACZ3924H CIN – L65910GA2009PLC006177 Regd. Office – Jai Kisan Bhawan, Zuaringar, Goa - 403726	2	3	4	5	6	7	8	9	10	11	12	13	14
	Promoter	-	-	Equity Shares	62843211 (53.03%)	NA**	Buy	Equity Shares	62843211 (53.03%)	13/11/2017 **	13/11/2017	14/1/2017	**

Note: "Securities" shall have the meaning as defined under regulation 2(1)(f) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Type of contract	Contract specifications	Trading in derivatives (Specify type of contract, Futures or Options etc)				Exchange on which the trade was executed
		Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

** National Company Law Tribunal (NCLT) bench at Mumbai had vide its order dated 14 September, 2017, sanctioned scheme of amalgamation of Zuari Fertilisers and Chemicals Limited (Transferor Company No. 1), Zuari Speciality Fertilisers Limited (Transferor Company No. 2), Zuari Agri Sciences Limited (Transferor Company No. 3), with Zuari Agro Chemicals Limited (Transferee Company) under section 391 to 394 and other applicable provisions of Companies Act, 1956 and section 230 to 232 of the Companies Act, 2013. Zuari Fertilisers and Chemicals ceased to exist with effect from 13/11/2017, the Effective Date of the said Amalgamation and accordingly, Zuari Agro Chemicals Limited shall now be the holder of and be in possession of the shares held by Zuari Fertilisers and Chemicals Limited in the Target Company without any further action.

For Zuari Agro Chemicals Limited



R.Y. Patil
Vice President & Company Secretary

Date: 14/11/2017

Place: Zuarinagar-Goa



14th November, 2017

To,
Mangalore Chemicals and Fertilisers Limited,
Level 11, UB Tower, UB City 24,
Vittal Mallya Road,
Bangalore Ka 560001 In

Dear Sirs,

Sub: Disclosure under Regulation 7(1)b of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Please note that the Hon'ble National Company Law Tribunal bench at Mumbai, has vide its order dated 14th September, 2017 sanctioned the scheme of amalgamation of Zuari Fertilisers and Chemicals Limited (ZFCL), Zuari Agri Sciences Limited (ZASL) and Zuari Speciality Fertilisers Limited (ZSFL) with the Company (Scheme), and the Scheme has become effective on 13 November 2017. In terms of the Scheme, 6,28,43,211 Equity Shares of Rs. 10/- each of Mangalore Chemicals and Fertilisers Limited (MCFL) which were held by ZFCL have been acquired by the Company as of the effective date i.e 13 November 2017.

Accordingly, we are enclosing herewith a copy of the disclosure pursuant to Regulation 7(1)(b) of the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

This is for your information and record please.

Thanking You,

Yours Faithfully,
For Zuari Agro Chemicals Limited

A handwritten signature in black ink, appearing to read "R. Y. Patil", written over a horizontal line.

R. Y. Patil
Vice President and Company Secretary

Encl: As above

ZUARI AGRO CHEMICALS LIMITED
(Formerly known as Zuari Holding Limited)
CIN No.: L65910GA2009PLC006177
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FORM B

**SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (b) read with Regulation 6(2) – Disclosure on becoming a director/KMP/Promoter]**

Name of the company: **Mangalore Chemicals and Fertilisers Limited**

ISIN of the company: **INE558B01017**

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).

1 Name, PAN, CIN/DIN & Address with contact nos.	2 Category of Person (Promoters/ KMP / Directors/ immediate relative to/others etc.)	3 Date of appointment of Director /KMP OR Date of becoming Promoter	4 Securities held at the time of becoming Promoter/appointment of Director/KMP		5 No.	6 % of Shareholding
			Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)			
Zuari Agro Chemicals Limited PAN: AAACZ3924H CIN: L65910GA2009PLC006177 Address: Jai Kisaan Bhawan, Zuatinagar, Goa-403726	Promoters	13/11/2017	Equity Shares		6,28,43,211 **	53.03

Note. "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of Open Interest (OI) in derivatives of the company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP		Open Interest of the Option Contracts held at the time of becoming Promoter/appointment of Director/KMP	
Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract specifications
7	8	9	10
N.A	N.A	N.A	N.A
			Number of units (contracts * lot size)
			Notional value in Rupee terms
			11
			N.A
			12
			N.A

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

** National Company Law Tribunal (NCLT) bench at Mumbai had vide its order dated 14 September, 2017, sanctioned scheme of amalgamation of Zuari Fertilisers and Chemicals Limited (Transferor Company No. 1), Zuari Speciality Fertilisers Limited (Transferor Company No. 2), Zuari Agri Sciences Limited (Transferor Company No. 3), with Zuari Agro Chemicals Limited (Transferee Company) under section 391 to 394 and other applicable provisions of Companies Act, 1956 and section 230 to 232 of the Companies Act, 2013. Zuari Fertilisers and Chemicals ceased to exist with effect from 13/11/2017, the Effective Date of the said Amalgamation and accordingly, Zuari Agro Chemicals Limited shall now be the holder of and be in possession of the shares held by Zuari Fertilisers and Chemicals Limited in the Target Company without any further action.

For Zuari Agro Chemicals Limited



R.Y. Patil

Vice President & Company Secretary

Date: 14/11/2017

Place: Zuarinagar, Goa.