

Ref: NACL/SE/2018-19/

29<sup>th</sup> March, 2019

**1) BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street,  
Fort, Mumbai,  
Mumbai - 400001

**2) National Stock Exchange of India Ltd**

Exchange Plaza, 5th Floor  
Plot No.C/1 G Block,  
Bandra -Kurla Complex, Bandra (E)  
Mumbai-400051.

Dear Sir,

**Sub: Disclosure under Regulation 29(1) and 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - reg.**

Ref: Stock Code: 524709 - Trading Symbol: NACLIND

With reference to Company's allotment of Equity Shares and Warrants on preferential basis, we have received the disclosures from the following allottees, as required under Regulation 29(1) and 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:

- 1) M/s.Krishi Rasayan Exports Private Limited;
- 2) Mr.Rajesh Kumar Agarwal and Mr.Atul Churiwal, jointly representing M/s.Agro Life Science Corporation, a registered partnership firm; and
- 3) Mrs.K.Lakshmi Raju

Please take the same into records and disseminate.

Thanking you,

for **NACL Industries Limited**



**Satish Kumar Subudhi**

Company Secretary & Head-Legal

**Factory-Technical :**

Plot # 177, Arinama Akkivalasa Village, Allinagaram  
Post, Etcherla Mandal, Srikakulam - 532403, A.P.  
Phone : +91-08942-231172, 300400 / 401  
Fax : +91-08942-231171

**Factory-Formulation :**

Unit - I, Unit - II  
Ethakota-533238, Ravulapalem Mandal  
East Godavari Dist., A.P.  
Phone : +91-8855-305617 / 627

**R&D Centre :**

Sy. No. 1710 & 1711, Anthireddyguda Road, Nandigaon  
Village & Mandal, R.R.District, Telangana - 509228  
Phone : +91-08548-305004  
Fa x : +91-08548-305801



कृषि रसायन एक्सपोर्ट्स प्रा० लि०  
1115, हेमकुण्ट टॉवर, 98, नेहरू प्लेस  
नई दिल्ली-110019



**Krishi Rasayan Exports Pvt. Ltd.**

1115, HEMKUNT TOWER, 98, NEHRU PLACE,  
NEW DELHI-110019

Ph. : +91-11-40885555  
Telefax : +91-11-40885500  
E-mail : krepl.delhi@krepl.in  
Website : http://krepl.in

29<sup>th</sup> March, 2019

- 1) **National Stock Exchange of India Ltd**  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East) Mumbai -400051 Maharashtra State
- 2) **BSE Limited**  
Floor 25, P.J. Towers  
Dalal Street, Mumbai  
Mumbai - 400001 Maharashtra State
- 3) **NACL Industries Limited**  
Plot No.12-A, "C" Block,  
Lakshmi Towers, Nagarjuna Hills,  
Panjagutta, Hyderabad-500082 T.S. India

Dear Sir,

**Sub: Submission of Disclosures in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

With reference to the captioned subject, please find enclosed the necessary disclosure in the prescribed format, with regard to acquisition of the equity and warrants, issued by M/s. NACL Industries Limited, on preferential basis.

Please take the same on record and disseminate the same.

for **Krishi Rasayan Exports Pvt. Ltd.**

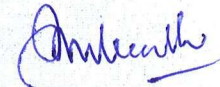
  
**Rajesh Agarwal**

Director and Authorised Signatory

Encl: As above

**CERTIFIED TRUE COPY**

For NACL Industries Limited



Satish Kumar Subudhi  
Company Secretary & Head-Legal

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

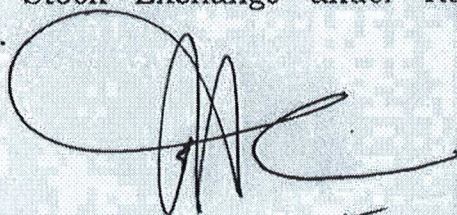
**Part A: Details of the Acquisition**

Name of the Target Company (TC)	NACL Industries Limited		
Name(s) of the acquirer and Person Acting in Concert (PAC) with the acquirer	Krishi Rasayan Exports Private Limited (the details of the PAC are given in Part B)		
Whether the acquirer belongs to Promoter/Promoter Group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
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 (**)
<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	9,98,937	0.64	0.64
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)	<b>9,98,937</b>	<b>0.64</b>	<b>0.64</b>
<b>Details of acquisition/sale:</b>			
a) Shares carrying voting rights acquired	78,12,500	4.67	4.06
b) VRs acquired/sold otherwise than by shares			

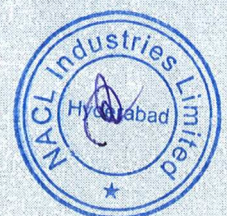


c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	78,12,500	4.67	4.06
d) Shares encumbered/invoked/released by the acquirer			
e) Total (a+b+c+d)	<b>1,56,25,000</b>	<b>9.34</b>	<b>8.12</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	88,11,437	5.26	4.58
b) Shares encumbered with the acquirer			
c) VRs otherwise than by 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) after acquisition	78,12,500	4.67	4.06
e) Total (a+b+c+d)	<b>1,66,23,937</b>	<b>9.93</b>	<b>8.64</b>
Mode of acquisition/sale (e.g. open market/off market/public issue/right issue/preferential allotment/inter-se transfer etc.)	Preferential Allotment		
Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	27 <sup>th</sup> March, 2019		
Equity share capital/total voting capital of TC before the said acquisition/sale	15,64,82,760		
Equity share capital/total voting capital of the TC after the said acquisition/sale	16,74,20,260		
Total diluted share/voting capital of the TC after the said acquisition	19,24,20,260		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (LODR) Regulations, 2015.




(\*\*) 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.

A handwritten signature in black ink, consisting of a large, stylized 'M' followed by a 'C' and a comma.

**Part- B:**

**Name of the Target Company:**

Name(s) of the acquirer and Person Acting in Concert (PAN) with the acquirer	Whether the acquirer belongs to Promoter/Promoter group	PAN of the acquirer and/or PAC's
<b>Acquirer:</b>		
Krishi Rasayan Exports Private Limited	No	AACCK4124G
<b>Details of Person Acting in Concert (PAC):</b>		
a) Atul Churiwal	No	ADKPC2492H
b) Kavita Agarwal	No	AAPPA6536N
c) Divyansh Agarwal	No	CMWPA2076G
d) Rachit Agarwal	No	ATAPA1568L
e) Vedika Agarwal	No	BNDPA6847A
f) Rajesh Kumar Agarwal (PAN: ACKPA0924D) and Atul Churiwal (PAN:ADKPC2492H), jointly representing Agro Life Science Corporation, a registered Partnership firm	No	AAKFA5781A

  
(Rajesh Agarwal)

**Signature of the acquirer / seller / Authorised Signatory**

Place: Kolkata

Date:29-03-2019

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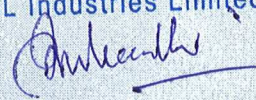


Annexure .....

Detailed Pre and Post Preferential Issue - Shareholding of PACs in M/s.NACL Industries Limited

S.No	Names of PAC		Pre-issue shareholding		Post-issue (equity) shareholding as on 27-03-2019		Post-issue shareholding (assumed full conversion of warrants)	
			No. of shares	%age	No. of shares	%age	No. of shares	%age
1	Rajesh Kumar Agarwal		-	-	-	-	-	-
2	Atul Churiwal		255,325	0.16	255,325	0.15	255,325	0.13
3	Kavita Agarwal		232,557	0.15	232,557	0.14	232,557	0.12
4	Divyansh Agarwal		308,980	0.20	308,980	0.18	308,980	0.16
5	Vedika Agarwal		127,418	0.08	127,418	0.08	127,418	0.07
6	Rachit Agarwal		74,657	0.05	74,657	0.04	74,657	0.04
7	Krishi Rasayan Exports Pvt Ltd	Equity	-	-	7,812,500	4.67	7,812,500	4.06
		Warrants			7,812,500	4.67	7,812,500	4.06
		<b>Total</b>			<b>15,625,000</b>	<b>9.33</b>	<b>15,625,000</b>	<b>8.12</b>
8	Rajesh Kumar Agarwal and Atul Churiwal jointly representing Agro Life Science Corporation, a registered Partnership firm	Equity	-	-	3,125,000	1.87	3,125,000	1.62
		Warrants			12,500,000	7.47	12,500,000	6.50
		<b>Total</b>			<b>15,625,000</b>	<b>9.33</b>	<b>15,625,000</b>	<b>8.12</b>
<b>Total</b>			<b>998,937</b>	<b>0.64</b>	<b>32,248,937</b>	<b>19.26</b>	<b>32,248,937</b>	<b>16.76</b>
<b>NACL Pre-Issue Paid Up Capital</b>			<b>156,482,760</b>	<b>100</b>				
Allotment New Equity shares on 27-03-2019					10,937,500			
<b>NACL Post-issue (equity) Paid Up Capital as on 27-03-2019</b>					<b>167,420,260</b>	<b>100</b>		
Conversion of Warrants (assumed)							25,000,000	
<b>NACL Post-Issue(both equity and Warrant) Paid up capital (assumed full conversion of Warrants)</b>							<b>192,420,260</b>	<b>100</b>



**CERTIFIED TRUE COPY**  
 For NACL Industries Limited  
  
 Satish Kumar Subudhi  
 Company Secretary & Head-Legal



## **AGRO LIFE SCIENCE CORPORATION**

1115, Hemkunt Tower, 98, Nehru Place, New Delhi-110019  
Phone : 40885555, Telefax : 011-40885550  
E-mail : agro.delhi@alsc.co.in

From:

Rajesh Kumar Agarwal and Atul Churiwal, Partners jointly representing Agro Life Science Corporation, a registered Partnership firm.

29<sup>th</sup> March, 2019

To,

- 1) **National Stock Exchange of India Ltd**  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East) Mumbai -400051 Maharashtra State
- 2) **BSE Limited**  
Floor 25, P.J. Towers  
Dalal Street, Mumbai  
Mumbai - 400001 Maharashtra State
- 3) **NACL Industries Limited**  
Plot No.12-A, "C" Block,  
Lakshmi Towers, Nagarjuna Hills,  
Panjagutta, Hyderabad-500082 T.S. India

Dear Sir,

**Sub: Submission of Disclosures in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

With reference to the captioned subject, please find enclosed the necessary disclosure in the prescribed format, with regard to acquisition of the equity and warrants, issued by M/s. NACL Industries Limited, on preferential basis.

Please take the same on record and disseminate the same.

  
Rajesh Agarwal

Authorized Signatory

Encl: As above

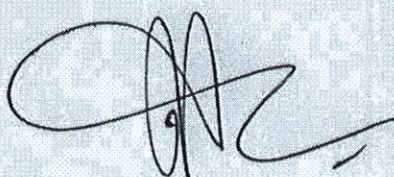
**CERTIFIED TRUE COPY**  
For NACL Industries Limited

  
Satish Kumar Subudhi  
Company Secretary & Head-Legal

**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)	NACL Industries Limited			
Name(s) of the acquirer and Person Acting in Concert (PAC) with the acquirer	Rajesh Kumar Agarwal and Atul Churiwal, jointly representing Agro Life Science Corporation, a registered Partnership firm. (the details of the PAC are given in Part B)			
Whether the acquirer belongs to Promoter/Promoter Group	No			
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited			
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 (**)	
	<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
	a) Shares carrying voting rights	9,98,937	0.64	0.64
	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)	<b>9,98,937</b>	<b>0.64</b>	<b>0.64</b>
<b>Details of acquisition/sale:</b>			
a) Shares carrying voting rights acquired	31,25,000	1.87	1.62
b) VRs acquired/sold otherwise than by 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/sold	1,25,00,000	7.47	6.50
d) Shares encumbered/invoked/released by the acquirer			
e) Total (a+b+c+d)	<b>1,56,25,000</b>	<b>9.34</b>	<b>8.12</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	4,123,937	2.46	2.14
b) Shares encumbered with the acquirer			
c) VRs otherwise than by 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) after acquisition	1,25,00,000	7.47	6.50
e) Total (a+b+c+d)	<b>1,66,23,937</b>	<b>9.93</b>	<b>8.64</b>



Mode of acquisition/sale (e.g. open market/off market/public issue/right issue/preferential allotment/inter-se transfer etc.)	Preferential Allotment
Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	27 <sup>th</sup> March, 2019
Equity share capital/total voting capital of TC before the said acquisition/sale	15,64,82,760
Equity share capital/total voting capital of the TC after the said acquisition/sale	16,74,20,260
Total diluted share/voting capital of the TC after the said acquisition	19,24,20,260

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (LODR) Regulations, 2015.

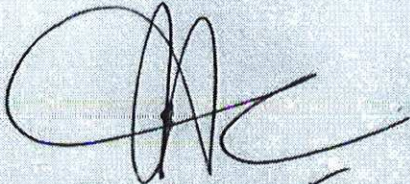
(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.




**Part- B:**

**Name of the Target Company: NACL Industries Limited**

<b>Name(s) of the acquirer and Person Acting in Concert (PAN) with the acquirer</b>	<b>Whether the acquirer belongs to Promoter/Promoter group</b>	<b>PAN of the acquirer and/or PAC's</b>
<b>Acquirer:</b>		
Rajesh Kumar Agarwal and Atul Churiwal, jointly representing Agro Life Science Corporation, a registered Partnership firm.	No	AAKFA5781A
<b>Details of Person Acting in Concert (PAC):</b>		
a) Atul Churiwal	No	ADKPC2492H
b) Kavita Agarwal	No	AAPPA6536N
c) Divyansh Agarwal	No	CMWPA2076G
d) Rachit Agarwal	No	ATAPA1568L
e) Vedika Agarwal	No	BNDPA6847A
f) Krishi Rasayan Exports Private Limited	No	AACCK4124G



**(Rajesh Kumar Agarwal)**

**Signature of the acquirer / seller / Authorised Signatory**

Place: Kolkata

Date: 29<sup>th</sup> March, 2019

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**Annexure I:**

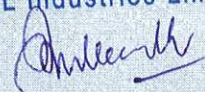
**Detailed Pre and Post Preferential Issue - Shareholding of PACs in M/s. NACL Industries Limited**

S. No.	Names of PAC		Pre-issue shareholding		Post-issue (equity) shareholding as on 27-03-2019		Post-issue shareholding (assumed full conversion of warrants)	
			No. of shares	%age	No. of shares	%age	No. of shares	%age
1	Rajesh Kumar Agarwal		-	-	-	-	-	-
2	Atul Churiwal		255,325	0.16	255,325	0.15	255,325	0.13
3	Kavita Agarwal		232,557	0.15	232,557	0.14	232,557	0.12
4	Divyansh Agarwal		308,980	0.20	308,980	0.18	308,980	0.16
5	Vedika Agarwal		127,418	0.08	127,418	0.08	127,418	0.07
6	Rachit Agarwal		74,657	0.05	74,657	0.04	74,657	0.04
7	Krishi Rasayan Exports Pvt. Ltd.	Equity	-	-	7,812,500	4.67	7,812,500	4.06
		Warrants			7,812,500	4.67	7,812,500	4.06
		<b>Total</b>			<b>15,625,000</b>	<b>9.33</b>	<b>15,625,000</b>	<b>8.12</b>
8	Rajesh Kumar Agarwal and Atul Churiwal jointly representing Agro Life Science Corporation, a registered Partnership firm	Equity	-	-	3,125,000	1.87	3,125,000	1.62
		Warrants			12,500,000	7.47	12,500,000	6.50
		<b>Total</b>			<b>15,625,000</b>	<b>9.33</b>	<b>15,625,000</b>	<b>8.12</b>
<b>Total</b>			<b>998,937</b>	<b>0.64</b>	<b>32,248,937</b>	<b>19.26</b>	<b>32,248,937</b>	<b>16.76</b>
<b>NACL Pre-Issue Paid Up Capital</b>			<b>156,482,760</b>	<b>100</b>				
Allotment New Equity shares on 27-03-2019					10,937,500			
<b>NACL Post-issue (equity) Paid Up Capital as on 27-03-2019</b>					<b>167,420,260</b>	<b>100</b>		
Conversion of Warrants (assumed)							25,000,000	
<b>NACL Post-Issue(both equity and Warrant) Paid up capital (assumed full conversion of Warrants)</b>							<b>192,420,260</b>	<b>100</b>



**CERTIFIED TRUE COPY**

For NACL Industries Limited



Satish Kumar Subudhi  
Company Secretary & Head-Legal

29<sup>th</sup> March, 2019

- 1) **National Stock Exchange of India Ltd**  
Exchange Plaza, Bandra Kurla Complex  
Badra (East) Mumbai -400051 Maharashtra State
- 2) **BSE Limited**  
Floor 25, P.J. Towers  
Dalal Street, Mumbai  
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Panjagutta, Hyderabad-500082 T.S. India

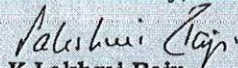
Dear Sir,

**Sub: Submission of Disclosures in terms of Regulation 29(2) of SEBI  
(Substantial Acquisition of Shares and Takeovers) Regulations,  
2011.**

With reference to the captioned subject, please find enclosed the necessary disclosure in the prescribed format, with regard to acquisition of the warrants, issued by M/s. NACL Industries Limited, on preferential basis.

Please take the same on record and disseminate the same.

Yours faithfully,

  
**K. Lakhmi Raju**

Chairman and Promoter-Director

Encl: As above

**CERTIFIED TRUE COPY**  
For NACL Industries Limited

  
**Satish Kumar Subudhi**  
Company Secretary & Head-Legal

**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	NACL Industries Limited		
Name(s) of the acquirer and Person Acting in Concert (PAC) with the acquirer	Mrs.K.Lakshmi Raju		
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 Limited		
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 (**)
<b>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights	30,18,360	1.93	1.93
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)			
c) Voting rights (VR) otherwise than by 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)	30,18,360	1.93	1.93
<b>Details of acquisition/sale:</b>			
a) Shares carrying voting rights acquired/sold			
b) VRs acquired/sold otherwise than by 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/sold	46,87,500	2.80	2.44
d) Shares encumbered/invoked/released by the acquirer			
e) Total (a+b+c+d)	46,87,500	2.80	2.44
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	30,18,360	1.80	1.56

*Lakshmi Raju*



b) Shares encumbered with the acquirer			
c) VRs otherwise than by 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) after acquisition	46,87,500	2.80	2.44
e) Total (a+b+c+d)	77,05,860	4.60	4.00
Mode of acquisition/sale (e.g. open market/off market/public issue/right issue/preferential allotment/inter-se transfer etc.)	Preferential Allotment		
Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	27 <sup>th</sup> March, 2019		
Equity share capital/total voting capital of TC before the said acquisition/sale	15,64,82,760		
Equity share capital/total voting capital of the TC after the said acquisition/sale	16,74,20,260		
Total diluted share/voting capital of the TC after the said acquisition	19,24,20,260		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (LODR) Regulations, 2015.

(\*\*) 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.

*K. Lakshmi Raju*  
(K.Lakshmi Raju)

Signature of the acquirer / seller / Authorised Signatory

Place: Hyderabad

Date: 29<sup>th</sup> March, 2019

\*\*\*\*\*

**CERTIFIED TRUE COPY**  
For NACL Industries Limited

*Satish Kumar Subudhi*

Satish Kumar Subudhi  
Company Secretary & Head-Legal