



March 12, 2015

BSE Limited,
Floor 25, P.J. Towers
Dalal Street
Mumbai 400 001

National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 05

Dear Sirs,

Sub: Open Offer for Acquisition of upto 4,33,29,000 fully paid-up equity shares of face value of INR 10 Each ("Equity shares") of Mangalore Chemicals & Fertilizers Ltd ("Target Company") from the Public Shareholders of the Target Company by Zuari Fertilisers and Chemicals Limited ("Acquirer") together with Zuari Agro Chemicals Limited, as the person acting in Concert ("PAC") with the Acquirer (The "Offer"/"Open Offer")

Please find enclosed herewith letter dated March 12, 2015 received from SEBI in connection with the captioned offer with respect to the timing of the commencement and closure of the Open Offer.

Should you require any further information, we shall be pleased to furnish the same.

Thanking you,

Yours faithfully,
For ZUARI AGRO CHEMICALS LIMITED

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

R.Y. Patil
Chief General Manager
& Company Secretary

Encl : as above

ZUARI AGRO CHEMICALS LIMITED
(Formerly known as Zuari Holdings Limited)

Registered Office : Jai Kisaan Bhawan, Zuarinagar, Goa - 403 726, India.
Telephone : (0832) 2592180, 2592181, Fax : (0832) 2555279, CIN-L65910GA2009PLC006177
Website : www.zuari.in



भारतीय प्रतिभूति
और विनिमय बोर्ड
Securities and Exchange
Board of India

ASSITANT GENERAL MANAGER
CORPORATION FINANCE DEPARTMENT
DIVISION OF CORPORATE RESTRUCTURING-1
Tel. 022- 26449303
E-mail- navpreets@sebi.gov.in

CFD/DCR-1/7586/2015
March 12, 2015

ICICI Securities Limited
ICICI Centre, H.T.Parekh Marg,
Churchgate,
Mumbai - 400020

Kind Attention: Mr Vishal Kanjani

Dear Sir,

Sub: Open offer for shares M/s Mangalore Chemicals & Fertilizers Ltd

1. This is with reference to your letter dated March 10, 2015, *inter alia*, requesting for extension of commencement of tendering period pending receipt of CCI approval.
2. The tendering period for the Open Offer may commence not later than twelve working days from the receipt of CCI approval, and the payment to all successful Public Shareholders who tender their Equity Shares in the Open Offer, thereafter, may be made within the specified timeframe of ten working days from the last date of the tendering period subject to the acquirer paying interest for the said delay @ 10% p.a.
3. Any upward revision of offer price shall commence at any time prior to last three working days before the commencement of the tendering period.
4. You are advised to disclose the contents of the aforesaid letter to the Stock Exchanges in accordance with clause 36 of the Listing Agreement, immediately.
5. You are advised to ensure compliance of the above and make necessary disclosures.

Yours faithfully,

Navpreet Singh
Navpreet Singh

सेबी भवन, प्लॉट सं. सी 4-ए, "जी" ब्लॉक, बांद्रा कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व), मुंबई - 400 051.
दूरभाष : 2644 9950 / 4045 9950 (आई.वी.आर. एस.), 2644 9000 / 4045 9000 फैक्स : 2644 9019 से 2644 9022 वेब : www.sebi.gov.in

SEBI Bhavan, Plot No. C4-A, "G" Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.
Tel.: 2644 9950 / 4045 9950 (IVRS), 2644 9000 / 4045 9000 Fax : 2644 9019 to 2644 9022 Web : www.sebi.gov.in