



CHAMBAL FERTILISERS AND CHEMICALS LIMITED

Corporate Identification Number (CIN): L24124RJ1985PLC003293

Registered Office: Gadepan, Distt. Kota, Rajasthan, PIN - 325 208

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Company Secretary and Compliance Officer: Mr. Tridib Barat

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF CHAMBAL FERTILISERS AND CHEMICALS LIMITED

This post buyback public announcement (the "Post Buyback Public Announcement") is being made pursuant to Regulation 24(vi) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (the "Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the public announcement dated January 09, 2024 published on January 10, 2024 (the "Public Announcement"), the letter of offer dated January 22, 2024 (the "Letter of Offer") and, Corrigenda and Notice to Eligible Shareholders - Buyback of Equity Shares dated January 24, 2024, published on January 25, 2024. Capitalised terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

- Chambal Fertilisers and Chemicals Limited (the "Company") had announced a buyback of up to 1,55,55,555 (One Crore Fifty Five Lakhs Fifty Five Thousand Five Hundred and Fifty Five) fully paid-up equity shares of Rs. 10/- (Rupees Ten only) each of the Company ("Equity Shares") from the equity shareholders / beneficial owners holding Equity Shares as on January 18, 2024, on a proportionate basis, through the "Tender Offer" route, using the stock exchange mechanism as prescribed under the Buyback Regulations, at a maximum price of Rs. 450/- (Rupees Four Hundred and Fifty only) per Equity Share, payable in cash for an aggregate amount of up to Rs. 700 Crores (Rupees Seven Hundred Crores only) (the "Buyback") which represents 9.82% and 9.52% of the aggregate of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company, respectively, for the financial year ended March 31, 2023, and represented up to 3.74% of the total paid-up equity share capital of the Company.
- The Company adopted the Tender Offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI circular no. CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, SEBI circular no. SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and SEBI circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 08, 2023, including any further amendments thereof.
- The Tendering Period for the Buyback opened on Wednesday, January 24, 2024 and closed on Wednesday, January 31, 2024 (both days inclusive).

2. DETAILS OF BUYBACK

- 1,55,55,555 (One Crore Fifty Five Lakhs Fifty Five Thousand Five Hundred and Fifty Five) Equity Shares were bought back under the Buyback, at a price of Rs. 450/- (Rupees Four Hundred and Fifty only) per Equity Share.
- The total amount utilized in the Buyback is Rs. 699,99,99,750 (Rupees Six Hundred Ninety Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Seven Hundred and Fifty only), excluding Transaction Costs.
- The Registrar to the Buyback i.e. Link Intime India Private Limited ("Registrar"), considered 66,382 valid bids for 7,02,63,913 Equity Shares in response to the Buyback resulting in the subscription of approximately 4.52 times of the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar, are as follows:

Category	No. of Equity Shares Reserved in the Buyback	No. of Valid Bids	Total Equity Shares Validly Tendered	% Response
Reserved Category for Small Shareholders	23,33,334	62,221	1,17,16,819	502.15%
General Category for all other Equity Shareholders	1,32,22,221	4,161	5,85,47,094	442.79%
Total	1,55,55,555	66,382	7,02,63,913	451.70%

- All valid bids were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the terms set out in the Letter of Offer. The communication of Acceptance/rejection has been dispatched by the Registrar to the eligible Equity Shareholders on February 08, 2024.
- The settlement of all valid bids which were Accepted was completed by the Indian Clearing Corporation Limited ("Clearing Corporation") on February 07, 2024.
- The Clearing Corporation has made direct funds payout to the Eligible Shareholders whose shares have been Accepted under the Buyback. If the Eligible Shareholders' bank account details were not available or if the fund transfer instruction was rejected by RBI/respective bank, due to any reason, such funds were transferred to the concerned Stock Brokers' settlement bank account for onward transfer to such Eligible Shareholders.
- Equity Shares held in dematerialized form Accepted under the Buyback were transferred to the Company's Demat Account on February 07, 2024. The unaccepted Equity Shares, if any, tendered by the Eligible Shareholders in dematerialized form was released / returned / lien removed by the Clearing Corporation and transferred directly to the respective Eligible Shareholder's demat account, as part of the exchange payout process on Wednesday, February 07, 2024.
- The extinguishment of 1,55,55,555 (One Crore Fifty Five Lakhs Fifty Five Thousand Five Hundred and Fifty Five) Equity Shares Accepted under the Buyback, comprising of all Equity Shares in dematerialized form is currently under process and shall be completed on or before Friday, February 16, 2024.
- The Company, and its Directors, accept responsibility for the obligations of the Company laid down under the Buyback Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The capital structure of the Company, pre and post Buyback, is as under:

Sr. No.	Particulars	Pre Buyback*		Post Buyback**	
		No. of Equity Shares	Amount (in Rs.)	No. of Equity Shares	Amount (in Rs.)
1	Authorized Share Capital	44,00,00,000 Equity Shares of Rs.10 each	440,00,00,000	44,00,00,000 Equity Shares of Rs.10 each	440,00,00,000
		21,00,00,000 Redeemable Preference Shares of Rs.10 each	210,00,00,000	21,00,00,000 Redeemable Preference Shares of Rs.10 each	210,00,00,000
2	Issued, Subscribed and Paid-up Capital	41,62,07,852 Equity Shares of Rs.10 each, fully paid up	416,20,78,520	40,06,52,297 Equity Shares of Rs.10 each, fully paid up	400,65,22,970

* As on record date for Buyback i.e., Thursday, January 18, 2024.

** Subject to extinguishment of 1,55,55,555 Equity Shares.

- Details of shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back, are as under:

Sr. No.	Name	Number of Equity Shares Accepted under Buyback	Equity Shares Accepted as a % of total Equity Shares bought back (%)	Equity Shares Accepted as a % of total Post Buyback Equity Share Capital (%)
1.	The Hindustan Times Limited	21,51,150	13.83	0.54
2.	Zuari Industries Limited	20,52,341	13.19	0.51
3.	SIL Investments Limited	11,73,971	7.55	0.29
4.	Earthstone Holding (Two) Private Limited	5,35,777	3.44	0.13
5.	Chandra Shekhar Nopany (Shekhar Family Trust)	4,86,389	3.13	0.12
6.	HDFC Mutual Fund (Multiple Schemes)	4,78,870	3.08	0.12
7.	Nippon Life India Trustee Ltd-A/C Nippon India Small Cap Fund	3,31,491	2.13	0.08
8.	BNP Paribas Financial Markets	3,07,184	1.97	0.08
9.	Earthstone Investment & Finance Limited	3,05,649	1.96	0.08
10.	Yashovardhan Investment & Trading Co. Ltd.	2,74,078	1.76	0.07
11.	Ronson Traders Limited	2,48,388	1.60	0.06
12.	Uttam Commercial Ltd.	2,36,236	1.52	0.06
13.	Manbhawani Investment Ltd.	1,97,084	1.27	0.05
14.	Vanguard Emerging Markets Stock Index Fund, A Series of Vanguard International Equity Index Funds	1,82,796	1.18	0.05
15.	Vanguard Total International Stock Index Fund	1,76,868	1.14	0.04
	Total	91,38,272	58.75%	2.28%

- The shareholding pattern of the Company, pre and post Buyback, is as under:

Category	Pre-Buyback*		Post-Buyback**	
	Number of Equity Shares	% of Shareholding	Number of Equity Shares	% of Shareholding
Promoter and Promoter Group	25,20,57,905	60.56	24,32,11,277	60.70
Domestic Institutions – FIs/Banks/ Mutual Funds/ Insurance Companies/ Alternate Investment Funds	2,73,38,971	6.57		
Foreign Holding – FIs/FPIs/NRIs/Foreign Nationals & Overseas Corporate Bodies	6,11,51,670	14.69	15,74,41,020	39.30
Indian Public, Corporates & Others	7,56,59,306	18.18		
Total	41,62,07,852	100.00	40,06,52,297	100.00

* As on record date for Buyback i.e., Thursday, January 18, 2024.

** Subject to extinguishment of 1,55,55,555 Equity Shares.

4. MANAGER TO THE BUYBACK



Axis Capital Limited

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Website: www.axiscapital.co.in

Contact Person: Simran Gadh / Jigar Jain

SEBI Registration No.: INM000012029

Corporate Identification Number: U51900MH2005PLC157853

5. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accepts responsibility for the information contained in this Post Buyback Public Announcement or any other information, advertisement, circular, brochure, publicity material which may be issued and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of Chambal Fertilisers and Chemicals Limited

Sd/-	Sd/-	Sd/-
Abhay Bajjal Managing Director DIN: 01588087	Rita Menon Director DIN: 00064714	Tridib Barat Company Secretary and Compliance Officer Membership No. 12247

Place: New Delhi

Date: February 08, 2024