

## POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF MANGALAM ORGANICS LIMITED

This public announcement (the "Post Buyback Public Announcement") is being made in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 and subsequent amendments thereof (the "Buy-back Regulations"). This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated March 19, 2018 and published on March 20, 2018 (the "Public Announcement"), the Corrigendum to Public Announcement published on March 22, 2018 (the "Corrigendum to PA"), the Letter of Offer dated April 11, 2018 (the "Letter of Offer") and the Corrigendum to the Letter of Offer published on April 19, 2018 (the "Corrigendum to LOF"). The 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

- Mangalam Organics Limited (the "Company") had announced the Buyback of up to 6,10,000 (Six Lakh and Ten Thousand Only) fully paid-up equity shares of face value of ₹ 10/- each ("Equity Shares") from all the eligible shareholders / beneficial owners holding Equity Shares as on the record date (i.e. April 04, 2018), on a proportionate basis, through the "Tender Offer" route at a price of ₹ 230/- (Rupees Two Hundred and Thirty Only) per Equity Share payable in cash, for an aggregate amount of ₹ 14,03,00,000/- (Rupees Fourteen Crores and Three Lakh Only) excluding transactional costs, viz., brokerage, applicable taxes such as, securities transaction tax, goods and service tax, stamp duty etc. ("Buyback"). The Buyback Offer Size represents 24.32% of the fully paid-up equity share capital and free reserves of the company as at December 31, 2017.
- The Company has adopted Tender Offer route for the purpose of 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 and CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, and BSE Notice No. 20170202-34 dated February 02, 2017 and 20170210-16 dated February 10, 2017.
- The Buyback Offer opened on Monday, April 23, 2018 and closed on Tuesday, May 08, 2018.

### 2. DETAILS OF BUYBACK:

- 4,88,240 (Four Lakh and Eighty Eight Thousand Two Hundred and Forty Only) Equity Shares were bought back under the Buyback, at a price of ₹ 230/- (Rupees Two Hundred and Thirty Only) per Equity Share.
- The total amount utilized in the Buyback is ₹ 11,22,95,200/- (Rupees Eleven Crores Twenty Two Lakh Ninety Five Thousand Two Hundred Only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc.
- The Registrar to the Buyback i.e. Universal Capital Securities Private Limited ("Registrar"), considered 319 valid bids for 4,88,240 Equity Shares in response to the Buyback, resulting in the subscription of approximately 0.80 times of the maximum number of shares proposed to be bought back. The details of valid bids considered by the Registrar are as follows:

Sr. No.	Category of Shareholders	No. of Equity Shares reserved in the Buyback	No. of Valid Bids	Total Valid Equity Shares Tended	% Response
1.	Reserved category for Small Shareholders	1,00,829	260	69,779	69.21
2.	General category of other Shareholders	5,09,171	59	4,18,461	82.18
	<b>Total</b>	<b>6,10,000</b>	<b>319</b>	<b>4,88,240</b>	<b>80.04</b>

- All valid applications have been considered for the purpose of Acceptance in accordance with the Buy-back Regulations and Paragraph 22 of the Letter of Offer. The communication of acceptance / rejection has been dispatched by the Registrar to the Buyback to respective Shareholders on May 17, 2018.
- The settlement of all valid bids was completed by the Clearing Corporation on May 16, 2018. The funds have been directly paid out to Eligible Shareholders whose shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders holding Equity Shares in dematerialized form were not available or if the funds transfer instructions were rejected by the Reserve Bank of India or any relevant bank, due to any reason, then the amounts payable to the Eligible Shareholders were transferred to the concerned Selling Members for onward transfer to such Eligible Shareholders holding Equity Shares in dematerialized form.
- Demat Equity Shares accepted under the Buyback have been transferred to the Company's Demat Escrow Account on May 16, 2018. The unaccepted demat Equity Shares have been returned to respective Shareholder Brokers / custodians by the Clearing Corporation on May 16, 2018. The unaccepted physical share certificates, if any, will be dispatched to the registered address of the respective eligible Equity Shareholders on or before May 17, 2018.
- The extinguishment of 4,88,240 Equity Shares accepted under the Buyback, comprising of (a) 4,84,390 Equity Shares in dematerialized form and (b) 3,850 Equity Shares in physical form is currently under process and shall be completed on or before May 23, 2018.

### 3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN:

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

(Equity Shares have a face value of ₹ 10/- each)

Sr. No.	Particulars	Pre Buyback*		Post Buyback#	
		Number of Equity Shares	Amount (₹ in Lakh)	Number of Equity Shares	Amount (₹ in Lakh)
1.	Authorized Equity Share Capital	1,20,00,000	1,200.00	1,20,00,000	1,200.00
2.	Issued, Subscribed and Paid-up Equity Share Capital	90,52,680	905.27	85,64,440	856.44

\*As on record date # Subject to extinguishment of 4,88,240 Equity Shares

- Details of the eligible shareholders / beneficial owners from whom Equity Shares exceeding 1% of the total Equity Shares bought back have been accepted under the Buyback are as mentioned below:

Sr. No.	Name of the Shareholder	No. 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 Shares
1.	Rajasthan Global Securities Pvt. Ltd.	1,74,915	35.83	2.04
2.	Sarla Bharat Bagri	56,000	11.47	0.65
3.	Utsav Uttam Bagri	30,000	6.14	0.35
4.	Ankita Uttam Bagri	27,000	5.53	0.32
5.	Aadya Uttam Bagri	25,000	5.12	0.29
6.	Golden Goenka Credit Pvt. Ltd.	16,439	3.37	0.19
7.	Prabha Deorah	15,000	3.07	0.18
8.	Kaushik Jayshi Bhatia	10,000	2.05	0.12
9.	Mahendra Sampat Pawar	10,000	2.05	0.12
10.	Girdhar Fiscal Services Pvt. Ltd.	5,500	1.13	0.06
11.	Abhay Krishi Udyog Pvt. Ltd.	5,300	1.09	0.06
	<b>Total</b>	<b>3,75,154</b>	<b>76.84</b>	<b>4.38</b>

- The shareholding pattern of the Company Pre-Buyback (as on April 04, 2018) i.e. the Record Date and Post Buyback, is as under:

Particulars	Pre Buyback*		Post Buyback#	
	Number of Equity Shares	% of the existing Equity Share Capital	Number of Equity Shares	% of post Buyback Equity Share Capital
Promoters	42,46,211	46.91	42,46,211	49.58
Foreign Investors (including Non Resident Indians, OCBs, FIIs, etc.)	1,52,298	1.68		
Indian Financial Institutions (including Banks, Mutual Funds, etc.)	-	-	43,18,229	50.42
Other Public Investors (including Individuals, Bodies Corporate, etc.)	46,54,171	51.41		
<b>Total</b>	<b>90,52,680</b>	<b>100.00</b>	<b>85,64,440</b>	<b>100.00</b>

\*As on Record date #Subject to extinguishment of 4,88,240 Equity Shares

### 4. MANAGER TO THE BUYBACK OFFER

**SPA Capital Advisors Limited**  
**SEBI Registration No.:** INM000010825  
**Validity of Registration:** Permanent  
**Address:** 101 - A, 10th Floor, Mittal Court, Nariman Point, Mumbai - 400021, Maharashtra, India  
**Tel:** +91 22 4043 9000, **Fax:** +91 22 2202 1466  
**Email Id:** buyback.mol@spasec.in  
**Website:** www.spacapital.com  
**Contact Person:** Mr. Rajiv Sharma



### 5. DIRECTORS RESPONSIBILITY

As per Regulation 19(1)(a) in the Buy-back Regulations, the Board of Directors of the Company accepts full 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 Mangalam Organics Limited**

Sd/-	Sd/-	Sd/-
<b>Kamalkumar Dujodwala</b>	<b>Pannkaj Dujodwala</b>	<b>Ankur Gala</b>
Chairman	Managing Director	Company Secretary
DIN: 00546281	DIN: 00546353	ACS 30211