

December 26, 2017

To
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
BSE scrip code: 533309

National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor
Plot No. cm, 'G' Block, Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
NSE symbol: DALMIABHA

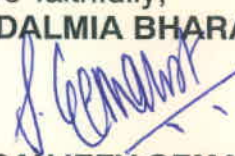
Sub: Newspaper advertisement with respect to meetings of the equity shareholders and unsecured creditors of Dalmia Bharat Limited, to be convened as per the directions of National Company Law Tribunal ("NCLT"), Chennai Bench

Sir,

This is to inform you, pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, that in terms of NCLT, Chennai Bench order dated December 12, 2017 the Company has published newspaper advertisement with respect to meetings of its equity shareholders and unsecured creditors, convened as per the directions of NCLT, Chennai Bench, in the Business Standard (All India Edition) (in English) and in Malai Chudar (Chennai Edition) (in Tamil language) on December 25, 2017. A copy the said advertisement is attached and marked as Annexure A for your reference.

Kindly take the same on your record.

Yours faithfully,
For **DALMIA BHARAT LIMITED**



DR.SANJEEV GEMAWAT
COMPANY SECRETARY

FORM No. CAA-2
 [Pursuant to Section 230 (3) and Rules 6 and 7)]
BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
BENCH, AT CHENNAI
ORIGINAL APPLICATION NO. CA/202/CAA/CB/2017 of 2017
Dalmia Bharat Limited, CIN: L40109TN2006PLC058818
 A Company incorporated under the Companies
 Act, 1956, having its Registered Office at
 Dalmiapuram 621651, Lalgudi Taluk, Dist. Tiruchirappalli, Tamil Nadu
 ...Applicant Company/DBL

**ADVERTISEMENT OF NOTICE CONVENING THE MEETING
 OF EQUITY SHAREHOLDERS AND UNSECURED
 CREDITORS OF DBL**

Notice is hereby given that by an order dated December 12, 2017, the Chennai Bench of the Hon'ble National Company Law Tribunal ("Tribunal") has directed a meeting to be held of the equity shareholders and unsecured creditors of the Applicant Company for the purpose of considering, and if thought fit, approving with or without modifications, the proposed Scheme of Arrangement and Amalgamation amongst Odisha Cement Limited ("ODCL"), Dalmia Bharat Limited ("Company") and Dalmia Cement (Bharat) Limited ("DBL") and their respective Shareholders and Creditors ("Scheme").

In pursuance of the said order and as directed therein, said meetings will be held as under, at which time and place, the said equity shareholders and unsecured creditors of DBL are requested to attend.

S. No	Class of meeting	Date of Meeting	Time (IST)	Place of meeting	Chairman	Voting options
1.	Equity Shareholders	Wednesday, the 24 th day of January 2018	11 A.M.	Registered office at Dalmiapuram, Tiruchirappalli District, Tamil Nadu 621651	Mr. N. Gopalaswamy, alternatively Mr. R. A. Krishnakumar	E-voting / through postal ballot / through ballot form at meeting venue
2.	Unsecured creditors			Corporate office at 11th Floor, Hansalaya Building, 15, Barakhamba Road, New Delhi 110001	Mr. Jayesh Doshi, alternatively Mr. Chammender Tuteja	through ballot form at meeting venue

The said Scheme, if approved in the aforesaid meetings, will be subject to the subsequent approval of the Tribunal.

Notice(s) of the meetings, explanatory statement(s) and copy of the said Scheme can be obtained free of charge at the registered office and aforesaid corporate office of the Applicant Company or at the office of its advocate, Mr. Harishankar Mani, No 115 Luz Church road, Mylapore, Chennai 600004. Persons entitled to attend and vote at the meetings may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of the Applicant Company at Dalmiapuram, Tiruchirappalli District, Tamil Nadu 621651 (for equity shareholders), and at the corporate office of the Applicant Company at 11th Floor, Hansalaya Building, 15, Barakhamba Road, New Delhi 110001 (for unsecured creditors) not later than 48 hours before the meeting. Forms of proxy can be obtained from the registered office and the aforesaid corporate office of DBL.

DBL has, on December 22, 2017, completed the dispatch of notice of equity shareholders meeting, proxy forms and postal ballot forms with self-addressed, postage pre-paid envelopes, pursuant to the Tribunal's order and applicable legal provisions, to the equity shareholders via speed post whose e-mail ids are not registered with the Company and has sent e-mail to those shareholders whose e-mail ids are registered with the Company as on December 15, 2017, seeking approval for the Scheme, by e-voting / postal ballot / ballot paper voting at the venue of the meeting. The equity shareholders who shall cast their votes through e-voting or postal ballot may also attend the meeting but shall not be entitled to cast their vote again. The cut-off date for determining the eligibility of equity shareholders for voting through e-voting, postal ballot and ballot paper voting at the venue of the meeting is December 15, 2017.

DBL has, on December 22, 2017, completed the dispatch of notice(s) of unsecured creditors meeting and proxy forms pursuant to the Tribunal's order and applicable legal provisions, to the unsecured creditors whose credit value is Rs. 2 Lakh and above, as per books of accounts of the Company as on June 30, 2017.

Equity shareholders who have not received the postal ballot form and are desirous of seeking a duplicate form or having any grievance pertaining to the e-voting / postal ballot process can contact to the Company Secretary at corp.sec@dalmiabharat.com or write to him at the registered office address of DBL or its Registrars and Share Transfer Agents, M/s. Karvy Computer Share Private Limited ("Karvy"), Plot No 31 & 32, Financial District Nanakramguda, Gachibowli, Hyderabad - 500 052, Telangana, India. Contact Person: Mr. Sridhar Balamurali at Tel: +91 40 67161583 or at 1800 345 4001 (toll free). They may also download the notice of the meeting and the postal ballot form from the following links: <https://www.dalmiabharat.com/> or <https://evoting.karvy.com>.

The e-voting and voting through postal ballot (in case of equity shareholders meeting) shall commence from 9.00 a.m. on Monday, December 25, 2017 and end at 5 p.m. on Tuesday, January 23, 2018. Any postal ballot form received beyond the said date and time period will not be valid and voting shall not be allowed beyond the said time and date. Equity Shareholders who have cast their vote through remote e-voting or postal ballot can attend the meeting but shall not be entitled to cast their vote again.

The result of the voting shall be announced by the Chairman of the Meeting on or before Friday, January 26, 2018, upon receipt of Scrutinizer's report and same shall be displayed on the website of the DBL at <https://www.dalmiabharat.com/> and on the website of Karvy at <https://evoting.karvy.com> besides being communicated to BSE Limited and National Stock Exchange of India Limited.

Sd/-
 Mr. Jayesh Doshi
 Chairman appointed for
 the unsecured creditors' meeting

Sd/-
 N. Gopalaswamy
 Chairman appointed for
 the equity shareholders' meeting

ANNEXURE-A

Business Standard
all edition published
on- 25/12/2017

அப்போது மினிஸாரியில் வந்த 4 பேரை மீட்டி விரைவில் நடத்தினார்கள்.	தப்பி ஓடிய 2 பேரை போலீஸார் தேடி வரவிட்டார்கள்.	<p>Module on Case 21st July 1962</p> <p>Signature of the Registrar</p> <p>சுடுபெருத கனத்தாரர்கள் கூட்டம்</p> <p>தலைவர், பங்குதாரர்கள் கூட்டம்</p>	மாலைசுட்டில் விளம்பரம் செய்து பயன்பெறுங்கள்
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