

File No: 1010/1

November 14, 2019

Bombay Stock Exchange Limited
New Trading Ring,
Rotunda Building,
P J Towers, Dalal Street, Fort
Mumbai-400001
Scrip Code: 542216

National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C-1, Block G
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051
Symbol: DALBHARAT

Sub: Disclosure of Schemes of Arrangement involving subsidiary and step-down subsidiaries of the Company.

Dear Sir / Madam,

We wish to inform you that Dalmia Cement (Bharat) Limited ('DCBL'), a wholly owned subsidiary of the Company and Sri Dhandauthapani Mines and Minerals Limited ('SDMM') and Ascension Comercio Private Limited ('ACPL'), both step-down subsidiaries of the Company, at their respective Board of Directors meetings held on November 14, 2019 have considered and approved:

1. Scheme of Arrangement between DCBL and SDMM and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 ('Scheme 1') involving transfer of refractory undertaking of DCBL to SDMM; and
2. Scheme of Amalgamation and Arrangement amongst Dalmia Refractories Limited ('DRL') and its subsidiary GSB Refractories India Private Limited ('GSB India'), SDMM and ACPL and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 ('Scheme 2') involving:
 - a. Amalgamation of DRL and GSB India with SDMM; and
 - b. Transfer of refractory undertaking of SDMM to ACPL.



Dalmia Bharat Limited

(Formerly known as Odisha Cement Ltd.)

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t 91 11 23465100 f 91 11 23313303, w www.dalmiabharat.com, CIN : L14200TN2013PLC112346
Registered Office : Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu - 621 651, India
A Dalmia Bharat Group company, www.dalmiabharat.com

Both the Schemes will be subject to the receipt of applicable statutory and regulatory approvals, including approval from the Stock Exchange(s) and jurisdictional National Company Law Tribunal, as may be applicable and necessary.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Dalmia Bharat Limited**

(Formerly Known as Odisha Cement Limited)



Dr. Sanjeev Gemawat
Executive Director-Legal
& Group Company Secretary

