

**HeidelbergCement India Limited**

CIN: L26942HR1958FLC042301

Registered Office

9th Floor, Infinity Tower "C",

DLF Cyber City, Phase-II,

Gurgaon, Haryana 122002, India

Phone +91-124-4503700

Fax +91-124-4147698

Website: www.mycemco.com

HCIL:SECTL:SE:2016-17

17<sup>th</sup> February 2017

BSE Ltd.  
Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai - 400001

Listing Department,  
National Stock Exchange of India Ltd  
Exchange Plaza, C/1, Block G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051

Scrip Code:500292

Trading Symbol: Heidelberg

Dear Sir,

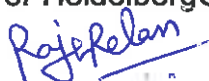
**Sub: Disclosure under Regulation 29(1) of SEBI (SAST) Regulations, 2011 received from First State Investment Management (UK) Limited**

Please find enclosed a disclosure received by the Company today from First State Investment Management (UK) Limited under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information please.

Thanking you,

Yours faithfully,  
For HeidelbergCement India Ltd.



Rajesh Relan  
Legal Head & Company Secretary

Encl.: a.a



16 February 2017

**First State Investment Management  
(UK) Limited**

23 St Andrew Square  
Edinburgh  
EH2 1BB

Tel 44 (0) 131 473 2200  
Fax 44 (0) 131 473 2222

Mr. Rajesh Relan  
Company Secretary  
Heidelbergcement India Limited  
9th Floor, Infinity Tower C  
DLF Cyber City, Phase 2  
Gurgaon, Haryana-122022  
India

Dear Sir

**Re: Initial disclosure of holdings**

First State Investment Management (UK) Limited and First State Investments (Singapore) have a requirement to make an initial disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

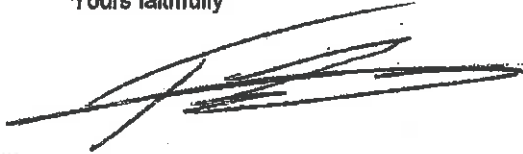
By way of background, First State Investments is part of the asset management division of the Commonwealth Bank of Australia, one of Australia's largest financial institutions.

We act as investment manager to both segregated and pooled clients, with a particular focus on Asia Pacific and Global Emerging Markets equities. As part of these strategies, our fund managers have increased parts of their interests in Heidelbergcement India Limited, in which we have increased our holdings above the 5% threshold whereby a substantial filing disclosure is required. The settlement date of the transactions increasing our holdings to 5.369% is 17 February 2017.

Please find enclosed a copy of the prescribed form.

Thank you for your attention in this matter.

Yours faithfully



Name: Terry Yodalken  
Title: Acting Head of Operations - EMEA, Product  
First State Investments

**Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part-A – Details of the Acquisition**

|                                                                                                                                                                          |                                                                                                          |                                                             |                                                            |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                          | Heidelbergcement India Limited                                                                           |                                                             |                                                            |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                            | First State Investment Management (UK) Limited on its own behalf and First State Investments (Singapore) |                                                             |                                                            |
| Whether the acquirer belongs to Promoter/Promoter group                                                                                                                  | No                                                                                                       |                                                             |                                                            |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                       | National Stock Exchange of India Limited and the BSE Limited                                             |                                                             |                                                            |
| Details of the acquisition as follows                                                                                                                                    | Number                                                                                                   | % w.r.t. total share/voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| Before the acquisition under consideration, holding of the acquirer along with PACs of :                                                                                 | a) 9,802,859                                                                                             | a) 4.326%                                                   | a) 4.326%                                                  |
| a) Shares carrying voting rights                                                                                                                                         | b) 0                                                                                                     | b) 0                                                        | b) 0                                                       |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)                                                                                  | c) 0                                                                                                     | c) 0                                                        | c) 0                                                       |
| c) Voting rights (VR) otherwise than by equity shares                                                                                                                    | d) 0                                                                                                     | d) 0                                                        | d) 0                                                       |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) |                                                                                                          |                                                             |                                                            |
| e) Total (a+b+c+d)                                                                                                                                                       | 9,802,859                                                                                                | 4.326%                                                      | 4.326%                                                     |

|                                                                                                                                                                                                |                                                                 |               |               |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------|---------------|---------------|
| <b>Details of acquisition</b>                                                                                                                                                                  |                                                                 |               |               |
| a) Shares carrying voting rights acquired                                                                                                                                                      | a) 2,363,278                                                    | a) 1.043%     | a) 1.043%     |
| b) VRs acquired otherwise than by equity shares                                                                                                                                                | b) 0                                                            | b) 0          | b) 0          |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired              | c) 0                                                            | c) 0          | c) 0          |
| d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)                                                                                                          | d) 0                                                            | d) 0          | d) 0          |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                      | <b>2,363,278</b>                                                | <b>1.043%</b> | <b>1.043%</b> |
| <b>After the acquisition, holding of acquirer along with PACs of:</b>                                                                                                                          |                                                                 |               |               |
| a) Shares carrying voting right                                                                                                                                                                | a) 12,166,137                                                   | a) 5.369%     | a) 5.369%     |
| b) VRs otherwise than by equity shares                                                                                                                                                         | b) 0                                                            | b) 0          | b) 0          |
| c) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition    | c) 0                                                            | c) 0          | c) 0          |
| d) Shares in the nature of encumbrance (pledge / lien/ non-disposal undertaking/ others)                                                                                                       | d) 0                                                            | d) 0          | d) 0          |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                      | <b>12,166,137</b>                                               | <b>5.369%</b> | <b>5.369%</b> |
| Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)                                                            | Open Market                                                     |               |               |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.                                                        | N/A                                                             |               |               |
| Date of acquisition / date of receipt of intimation of allotment of shares/ VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC. | Trade date 15 February 2017<br>Settlement date 17 February 2017 |               |               |

|                                                                                   |             |
|-----------------------------------------------------------------------------------|-------------|
| Equity share capital / total voting capital of the TC before the said acquisition | 226,613,116 |
| Equity share capital/ total voting capital of the TC after the said acquisition   | 226,613,116 |
| Total diluted share/voting capital of the TC after the said acquisition           | 226,613,116 |

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**Signature of th**

For and on behalf of First State  
Investments (Singapore)

State



**Name:** Terry Yodaiken

**Title:** Acting Head of Operations - EMEA, Product  
First State Investments

**Place:**

**Date:**

**Note:**

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.