



HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED

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By Courier / Fax

October 21, 2014

The Company Secretary
 India Cements Limited
 Dhun Building,
 No.827, Anna Salai
 Chennai – 600 002

Fax No. 044 – 2852 1753 / 2851 5052

Dear Sir,

**Sub: Creation of pledge on shares – Disclosure under Regulation 29(2) of SEBI
 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

As required under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed herewith the disclosures w.r.t. creation of pledge on the shares of your company in favour of the Corporation, in the format prescribed under the said Regulations.

Submitted for your information and necessary action.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,
 For Housing Development Finance Corporation Ltd.

Girish V. Koliyote
 Company Secretary

Encl.: a.a.

c.c. BSE Limited	} Kind Attn: General Manager - DCS
Sir P J Towers	} Fax No. 022-2272 3121/3719/2037
Dalal Street	} Scrip Code: 530005
Mumbai 400 023	}
National Stock Exchange of India Ltd.	} Kind Attn: Head - Listing
Exchange Plaza, 5th Flr, Plot No.C/1	} Fax No.: 022-26598237 / 26598238
G Block, Bandra-Kurla Complex	} Symbol: INDIACEM
Bandra (East), Mumbai 400051.	}
Madras Stock Exchange Limited	} Kind Attn: Head – Listing Compliance
Exchange Building	} Fax No. 044-25218206
No.30, Second Line Beach	} Scrip Code: INDCM
Chennai – 600 001	}



Continuation Sheet

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	India Cements Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Housing Development Finance Corporation Ltd		
Whether the acquirer belongs to Promoter / Promoter Group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited Madras Stock Exchange Limited		
Details of the acquisition / disposal as follows	No. of shares (of ₹10 each)	% w.r.t. total share/ voting capital wherever applicable *	% w.r.t. total diluted share/voting capital of the TC **
Before the acquisition /-disposal (Creation of Pledge), under consideration, holding (by way of Pledge) of:			
(a) Shares carrying voting rights	-	-	-
(b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	1,80,00,000	5.86%	5.86%
(c) Voting rights (VR) otherwise than by shares	-	-	-
(d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC	-	-	-
(e) Total (a+b+c+d)	1,80,00,000	5.86%	5.86%
Details of acquisition / disposal (Creation of Pledge)			
(f) Shares carrying voting rights	-	-	-
(g) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	1,00,00,000 ^h	3.26%	3.26%
(h) Voting rights (VR) otherwise than by shares	-	-	-
(i) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC	-	-	-
(j) Total (f+g+h+i)	1,00,00,000 ^h	3.26%	3.26%



Continuation Sheet

After the acquisition / disposal (Creation of Pledge), holding (by way of Pledge) of:			
(k) Shares carrying voting rights	-	-	-
(l) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	2,80,00,000	9.12%	9.12%
(m) Voting rights (VR) otherwise than by shares	-	-	-
(n) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC	-	-	-
(o) Total (k+l+m+n)	2,80,00,000	9.12%	9.12%
Mode of acquisition / disposal (e.g. open market/ off-market / public issue/ rights issue/ preferential allotment/ inter-se transfer, etc.)	Pledging of Shares.		
Date of acquisition (date of confirmation of creation of pledge) / disposal of shares / VR or Date of receipt of intimation of allotment of shares, whichever is applicable	October 17, 2014 [#]		
Equity share capital / total voting capital of the TC before the said acquisition / disposal (Number of Shares)	30,71,78,657		
Equity share capital / total voting capital of the TC after the said acquisition / disposal (Number of Shares)	30,71,78,657		
Total diluted shares/voting capital of the TC after the said acquisition (Number of Shares)	30,71,78,657		

(*) 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.

[#] As per the disclosure made on March 5, 2013, the Corporation held 1,80,00,000 (5.86%) equity shares. On December 27, 2013, a pledge was created on 55,00,000 (1.79%) equity shares. On October 17, 2014, a further pledge was created on 45,00,000 (1.47%) equity shares. Hence, as on the date of disclosure, the Corporation holds 2,80,00,000 (9.12%) equity shares as pledge.

Signature:

Name: Girish V. Koliyote

Designation: Company Secretary

Place: Mumbai

Date: October 21, 2014