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PRINCE HOLDINGS (MADRAS) PRIVATE LIMITED

Regd. Office : "Dhun Building", 3rd Floor, North Wing, 827, Anna Salai, Chennai - 600 002.

BY FAX NO. (022) 2659 8237/8238

PHPLU

5th July 2012

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI 400 051

Dear Sirs,

Sub.: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.

As required under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, we enclose the disclosure containing the details of acquisition of shares of The India Cements Limited in the prescribed form.

Thanking you,

Yours faithfully,
for **PRINCE HOLDINGS (MADRAS) PRIVATE LIMITED**


CHAIRMAN

Encl: As above

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

1. Name of the Target Company (TC)	:	The India Cements Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	:	Prince Holdings (Madras) Private Limited "Dhun Building", 3 rd Floor, 827, Anna Salai, Chennai 600002.		
3. Whether the acquirer belongs to Promoter/Promoter group	:	Promoter group		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	:	Madras Stock Exchange Limited Bombay Stock Exchange Limited & National Stock Exchange of India Limited		
5. Details of the acquisition/disposal/ holding of shares/voting rights/holding of the Acquirer and PAC	:	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition/disposal under consideration, holding of:</u>				
(a) Shares carrying voting rights	:	# 79126373	25.77	25.77
(b) Voting rights (VR) otherwise than by shares	:	—	—	—
(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)	:	—	—	—
Total (a+b+c)	:	# 79126373	25.77	25.77
<u>Details of acquisition/sale</u>				
(a) Shares carrying voting rights acquired/ sold	:	7600000	2.47	2.47
(b) VRs acquired /sold otherwise than by shares	:	—	—	—
(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/sold	:	—	—	—
Total (a+b+c)	:	7600000	2.47	2.47
<u>After the acquisition/sale, holding of:</u>				
(a) Shares carrying voting rights	:	# 86726373	28.24	28.24
(b) VRs otherwise than by shares	:	—	—	—
(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.	:	—	—	—
Total (a+b+c)	:	# 86726373	28.24	28.24



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6. Mode of acquisition/sale (e.g. open market/ off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	:	Through Stock Exchange
7. Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable.	:	5 th July 2012
8. Equity share capital/total voting capital of the TC before the said acquisition /sale(excluding Calls in arrears of Rs. 0.06 lakhs)	:	Rs.30717.81 Lakhs
9. Equity share capital/ total voting capital of the TC after the said acquisition/ sale(excluding Calls in arrears of Rs. 0.06 lakhs).	:	Rs.30717.81 Lakhs
10. Total diluted share/voting capital of the TC after the said acquisition/sale(excluding Calls in arrears of Rs. 0.06 lakhs).	:	Rs.30717.81 Lakhs

Refer annexure for entity wise details.

(*1) 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.

for **PRINCE HOLDINGS (MADRAS) PRIVATE LIMITED**

Signature of the acquirer/seller

/Authorised Signatory:


**N.SRINIVASAN
CHAIRMAN**

Place : Chennai

Date : 5th July 2012

E-mail : s_ewst@yahoo.com

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Annexure to disclosure under Reg 29(2) of SEBI (SAST) Regulations, 2011, dated 5th July 2012

Name(s) of promoter(s), member of the promoter group and PAC	Pre-shareholding		Acquisition		Post-shareholding	
	No. of shares	%	No. of shares	%	No. of shares	%
Mr.N.Srinivasan	427400	0.14	0	0.00	427400	0.14
Mrs.Chitra Srinivasan	78580	0.03	0	0.00	78580	0.03
Ms.Rupa Gurumathi	36440	0.01	0	0.00	36440	0.01
Mrs. Rajam Krishnamoorthy	1940	0.00	0	0.00	1940	0.00
Mr.S.K.Asokh Bealaje	59932	0.02	0	0.00	59932	0.02
EWS Finance & Investments Pvt Ltd	27643432	9.00	0	0.00	27643432	9.00
Prince Holdings (Madras) Pvt Ltd	17900000	5.83	7600000	2.47	25500000	8.30
Anna Investments Pvt Ltd	13024625	4.24	0	0.00	13024625	4.24
Mrs.Vidya Subramaniam	19954024	6.50	0	0.00	19954024	6.50
Total	79126373	25.77	7600000	2.47	86726373	28.24

for **PRINCE HOLDINGS (MADRAS) PRIVATE LIMITED**

**N.SRINIVASAN
CHAIRMAN**Place : Chennai
Date : 5th July 2012