

August 01, 2018



Ms. Aneeta S Kulkarni
Company Secretary & Compliance Officer
Prism Johnson Ltd.
305, Laxmi Niwas Apartments,
Ameerpet,
Hyderabad - 500016.
Tel. No - 040-23400218
Fax No - 040-23402249

Dear Madam,

Sub: Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We refer to our letter dated March 21, 2018 wherein we had mentioned that as on March 20, 2018, the aggregate holding of the Schemes of HDFC Mutual Fund in "**Prism Johnson Ltd**" (earlier know as **Prism Cement Limited**). ("The Company") was 5.26% of the paid up equity share capital of the Company (Paid up Equity Share Capital being Rs. 503,35,65,800/- comprising 50,33,56,580 shares of Rs. 10/- each).

Further, in accordance with the captioned regulation and other applicable laws / regulations, if any, we wish to inform you that there has been a **decrease** in the holding in the Company by the Schemes of HDFC Mutual Fund by 2.51% as of **July 31, 2018**. As on **July 31, 2018** the aggregate holding of the Schemes of HDFC Mutual Fund in the Company is 2.75% of the paid up equity share capital of the Company (Paid up Equity Share Capital being Rs. 503,35,65,800/- comprising 50,33,56,580 shares of Rs. 10/- each).

As per Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 please find enclosed the details of change in the shareholding in the prescribed format enclosed as Annexure 1.

Kindly acknowledge receipt of the same.

Thanking you,
Yours faithfully,

For HDFC Asset Management Company Limited
(Investment Manager to the Schemes of HDFC Mutual Fund)


Dinesh Bhakade
Joint AVP - Compliance
Encl: As above



CC:

Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051. Tel.: 022- 2659 8190, Fax: 022- 2659 8191	Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 023. Fax: 022- 2272 3121	Corporate Office Prism Johnson Ltd. Rahejas, 2nd Floor, Main Avenue, V.P. Road, Santacruz (West), Mumbai - 400054. Phone:022-66754142/ 43 Fax: 022-26001304
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HDFC Asset Management Company Limited
A Joint Venture with Standard Life Investments
CIN: U65991MH1999PLC123027

Compliance Department : "HDFC House", 2nd Floor, H.T. Parekh Marg, 165-166, Backbay Reclamation, Churchgate, Mumbai-400 020
Tel.: 022 - 6631 6333 Fax: 022 - 6658 0203 Website: www.hdfcfund.com

Annexure-1

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

1. Name of the Target Company (TC)	Prism Johnson Ltd (earlier know as Prism Cement Limited)		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	HDFC Trustee Company Limited A/c-- HDFC Mutual Fund • HDFC Equity Fund • HDFC HOF - I - 1140D November 2017 (1)- HDFC Housing Opportunities Fund - Series 1		
3. Whether the acquirer belongs to Promoter/ Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE limited National Stock Exchange of India Limited		
5. 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 (**)
<u>Before the sale under consideration, holding of :</u>			
a) Shares carrying voting rights	2,64,82,422	5.26	N.A.
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	0	0.00	N.A.
c) Voting rights (VR) otherwise than by shares	0	0.00	N.A.
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	0	0.00	N.A.
Total (a+b+c+d)	2,64,82,422	5.26	N.A.
<u>Details of Acquisition/Sale:</u>			
a) Shares carrying voting rights <u>acquired/sold</u>	1,26,33,399	2.51	N.A.
b) VRs acquired /sold otherwise than by shares	0	0.00	N.A.
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	0	0.00	N.A.
d) Shares encumbered/invoked/released by the acquirer	0	0.00	N.A.
Total (a+b+c+/-d)	1,26,33,399	2.51	N.A.



<u>After the sale, holding of:</u>			
a) Shares carrying voting rights	1,38,49,023	2.75	N.A.
b) Shares encumbered with the acquirer	0	0.00	N.A.
c) VRs otherwise than by shares	0	0.00	N.A.
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) after acquisition.	0	0.00	N.A.
Total (a+b+c+d)	1,38,49,023	2.75	N.A.
6. Mode of acquisition /sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
7. Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	July 31, 2018		
8. Equity share capital / total voting capital of the TC before the said acquisition /sale	Rs. 503,35,65,800/- comprising 50,33,56,580 shares of Rs. 10/- each.		
9. Equity share capital/ total voting capital of the TC after the said acquisition /sale	Rs. 503,35,65,800/- comprising 50,33,56,580 shares of Rs. 10/- each.		
10. Total diluted share/voting capital of the TC after the said acquisition /sale.	N.A.		

(*) ~~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~~ Total share capital/ voting capital has been taken as per the latest filing to be done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

(**) 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 **HDFC Asset Management Company Limited**
(Investment Manager for the Schemes of HDFC Mutual Fund)


Dinesh Bhakade
Jt. Assistant Vice President - Compliance

Place: Mumbai
Date: August 01, 2018

