

Rama Investment Company Private Ltd.

CIN No. : U74899TN1972PTC113648

Corporate Office : 4, Scindia House, New Delhi - 110 001
Ph. : 23457100, Fax : 011-23324136, E-mail : scml@dalmiadelhi.com

Date: 29.01.2019

To,
Odisha Cement Limited
Dalmiapuram, Dist. Tiruchirapalli,
Tamil Nadu - 621651.

BSE Limited
PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block, BandraKurla Complex,
Bandra (E), Mumbai - 400051.

Target Company: Odisha Cement Limited

Sub: Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith disclosure from the Acquirers u/r 10 (6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to take the same on record.

Thanking You,

Yours faithfully,

For Rama Investment Company Private Limited



Authorised Signatory

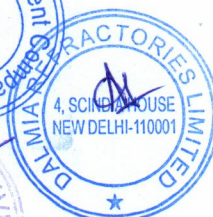
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Dalmiapuram, Lalgudi, Dist. Thiruchirapalli, Tamil Nadu - 621651

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Disclosure under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Odisha Cement Limited (ODCL)
2.	Name of the acquirer(s)	1. Shri Jai Hari Dalmia 2. Smt. Kavita Dalmia 3. Shri Gautam Dalmia 4. Smt. Anupama Dalmia 5. J.H Dalmia (HUF)- Through Sh. Jai Hari Dalmia 6. Ms. Sukeshi Dalmia 7. Ms. Vaidehi Dalmia 8. Himgiri Commercial Limited 9. Sita Investment Company Limited 10. Y.H Dalmia (HUF)-Through Sh. Yadu Hari Dalmia 11. Shrutipriya Dalmia Trust- Through Ms. Shrutipriya Dalmia 12. Valley Agro Industries Limited 13. Dalmia Bharat Sugar & Industries Limited 14. Himshikhar Investment Limited 15. Dalmia Refractories Limited 16. Alirox Abrasives Limited 17. Rama Investment Company Private Limited
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition pursuant to Scheme of Arrangement and Amalgamation amongst Odisha Cement Limited and Dalmia Bharat Limited and Dalmia Cement (Bharat) Limited and their respective shareholders and creditors ('the Scheme' or 'this Scheme')
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(d)(ii)



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6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Not Applicable – the shares of ODCL are being issued to the acquirers pursuant to the Scheme and exemption under Regulation 10(1)(d)(ii) is being sought. Therefore, the requirement of filing disclosure under Regulation 10(5) does not arise			
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a. Name of the transferor / seller	N.A.		N.A.	
	b. Date of acquisition				
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above				
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC				
	e. Price at which shares are proposed to be acquired / actually acquired				
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	Each Acquirer / Transferee(*): -				
	i. Shri Jai Hari Dalmia			32,70,020	1.70%
	ii. Smt. Kavita Dalmia			7,53,340	0.39%
	iii. Shri Gautam Dalmia			2,83,816	0.15%
	iv. Smt. Anupama Dalmia			22,500	0.01%



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v. J.H Dalmia (HUF)- Through Sh. Jai Hari Dalmia	N.A		5,73,350	0.30%
vi. Ms. Sukeshi Dalmia			74,360	0.04%
vii. Ms. Vaidehi Dalmia			74,360	0.04%
viii. Himgiri Commercial Limited			10	0.00%
ix. Sita Investment Company Limited			1,38,88,260	7.21%
x. Y.H Dalmia (HUF)-Through Sh. Yadu Hari Dalmia			1,86,410	0.10%
xi. Shrutipriya Dalmia Trust- Through Ms. Shrutipriya Dalmia			1,73,330	0.09%
xii. Valley Agro Industries Limited			10	0.00%
xiii. Dalmia Bharat Sugar & Industries Limited			18,85,134	0.98%
xiv. Himshikhar Investment Limited			13,12,444	0.68%
xv. Dalmia Refractories Limited			6,98,952	0.36%
xvi. Alirox Abrasives Limited			2,40,720	0.12%
xvii. Rama Investment Company Private Limited	6,300	0.01%	7,98,46,410	41.43%
Each Seller / Transferor :-	N.A.			

Note:

1. (*) Shareholding of each entity shall be shown separately and then collectively in a group.
2. The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Date: 29.01.2019
Place: New Delhi

For Rama Investment Company Pvt. Ltd.

[Signature]
Director

For ALIROX ABRASIVES LIMITED

[Signature]
Director

For Sita Investment Company Limited

[Signature]
Director

For Valley Agro Industries

[Signature]
Director

For and on behalf of other acquirers

For Himgiri Commercial Ltd.

[Signature]
Director

For Himshikhar Investment Limited

[Signature]
Authorised Signatory

[Signature]
Authorised Signatory

For DALMIA REFRACTORIES LIMITED

[Signature]
Company Secretary

For Dalmia Bharat Sugar and Industries Ltd.

[Signature]
Company Secretary