

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

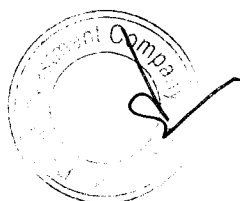
BSE Limited
PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400001.

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

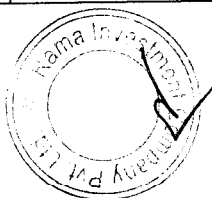
**DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION
OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Part A- Details of the Acquisition

Name of the Target Company (TC)	Odisha Cement Limited
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	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. Gautam Dalmia (HUF)- Through Sh. Gautam Dalmia 7. Ms. Sukeshi Dalmia 8. Ms. Vaidehi Dalmia 9. Shri Yadu Hari Dalmia 10. Shri Puneet Dalmia 11. Sumana Trust- Through Sh. Gautam Dalmia 12. Himgiri Commercial Limited 13. Sita Investment Company Limited 14. Y.H Dalmia (HUF)-Through Sh. Yadu Hari Dalmia 15. Shrutipriya Dalmia Trust- Through Ms. Shrutipriya Dalmia 16. Valley Agro Industries Limited 17. Dalmia Cement (Bharat) Limited 18. Dalmia Bharat Sugar & Industries Limited 19. Himshikhar Investment Limited 20. Dalmia Refractories Limited 21. Alirox Abrasives Limited 22. Rama Investment Company Private Limited
Whether the acquirer belongs to Promoter/Promoter group	Yes
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India 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 acquirer along with PAC's of :			
a) Shares carrying voting rights	4,26,16,822	74.90%	74.90%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	N.A.	N.A.	N.A.
c) Voting rights (VR) otherwise than by equity shares	N.A.	N.A.	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)			
Total (a+b+c+d)	4,26,16,822	74.90%	74.90%
Details of acquisition			
a) Shares carrying voting rights acquired	10,32,77,126	53.59%	53.59%
b) VRs acquired otherwise than by equity shares	N.A.	N.A.	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	N.A.	N.A.	N.A.
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
Total (a+b+c+d)	10,32,77,126	53.59%	53.59%
After the acquisition, holding of acquirer along with PAC's of:			
a) Shares carrying voting rights	10,34,14,675	53.66%	53.66%
b) VRs otherwise than by equity shares	N.A.	N.A.	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) after acquisition	N.A.	N.A.	N.A.
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
Total (a+b+c+d)	10,34,14,675	53.66%	53.66%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer,	Acquisition pursuant to Scheme of Arrangement and Amalgamation amongst Odisha Cement Limited and Dalmia Bharat Limited and Dalmia		



encumbrance etc.)	Cement (Bharat) Limited and their respective shareholders and creditors ('the Scheme' or 'this Scheme')
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable
Date of acquisition of/ 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.	January 23, 2019
Equity share capital / total voting capital of the TC before the said acquisition	No. of shares- 5,69,00,220 Amount- Rs. 10 per share
Equity share capital/ total voting capital of the TC after the said acquisition	No. of shares- 19,27,27,553 Amount- Rs. 2 per share
Total diluted share/voting capital of the TC after the said acquisition	No. of shares- 19,27,27,553 Amount- Rs. 2 per share

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.

For **Rama Investment Company Private Limited & others**

Leena Rawal
(Authorised Signatory)

Signature of the acquirers / Authorised Signatory

Place: New Delhi
Date: 25.01.2019