



India Cements Capital Limited

Regd. & Corp. Office : Dhun Building,

827, Anna Salai, Chennai - 600 002.

T 2857 2600 / 2841 4503 F 2841 4583 www.iccaps.com

Corporate Identity No.: L65191TN1985PLC012362

SH/

29.07.2024

BSE Limited
Corporate Relationship Dept. First Floor,
New Trading Ring, Rotunda Building,
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
MUMBAI - 400 001.

Scrip Code : 511355

Dear Sirs,

Sub.: Disclosure under Regulation 30 and Regulation 30A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the 'Promoter and Promoter Group' were holding the following equity shares in the Company:

Sl. No.	Name of the Promoter Entities	No. of shares	% w.r.t total Share Capital
1.	ICL Financial Services Limited	5200000	23.96
2.	ICL Securities Limited	5200000	23.96
3.	Sri.N.Srinivasan	21750	0.10
	Sub-Total	10421750	48.02
4.	Sri Saradha Logistics Private Limited	5836840	26.89
	Grand Total	16258590	74.91

We have been informed by ICL Financial Services Limited, ICL Securities Limited and Sri.N.Srinivasan (Sl.No.1 to 3 above - "Sellers") that they have entered into Agreements dated 27.07.2024 to sell their entire holdings of 1,04,21,750 equity shares of Rs.10/- each, constituting 48.02% of the paid-up equity share capital of the Company at a price of Rs.21.41 per equity share to Sri Saradha Logistics Private Limited, another entity in the Promoter Group (hereinafter referred to as "Acquirer"). Accordingly, the said transfer was effected on 27.07.2024. The pre and post shareholding pattern, after the inter-se transfer of shares among the Promoters, are given below:



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Promoter Entities Shareholding details	Pre-Transaction		No. of Shares Bought / (Sold)	Post-Transaction	
	No. of shares	% of Paid-up share capital		No. of shares	% of Paid-up share capital
a. Seller:					
ICL Financial Services Limited	5200000	23.96	(5200000)	0	0.00
ICL Securities Limited	5200000	23.96	(5200000)	0	0.00
Sri.N.Srinivasan	21750	0.10	(21750)	0	0.00
b. Acquirer:					
Sri Saradha Logistics Private Limited	5836840	26.89	10421750	16258590	74.91
Grand Total	16258590	74.91	0	16258590	74.91

It may be noted that after completion of the aforesaid inter-se transfer of Shares, the Acquirer's holding in the Company increased from 58,36,840 (26.89%) to 1,62,58,590 equity shares of Rs.10/- each, constituting 74.91% of the paid-up equity share capital of the Company and the Company became a subsidiary of the Acquirer, i.e. Sri Saradha Logistics Private Limited.

The aforesaid transfer of equity shares of the Company among the "Promoter and Promoter Group" was done in compliance with Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and hence, the Acquirer was exempted from the obligation to make an open offer under SEBI Take Over Regulations.

In terms of Regulations 30 and 30A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circular No. SEBI/HO/CFD/CFD-PoD - 1/P/CIR/2023/123 dated 13th July, 2023, we furnish the required details in the Annexure.

Thanking you,

Yours faithfully,
for **INDIA CEMENTS CAPITAL LIMITED**

COMPANY SECRETARY

Encl.: as above



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ANNEXURE

Information as required under Regulation 30 – Part A of Schedule III of SEBI (LODR) Regulations, 2015

Sl. No.	Particulars of disclosure	Details
a)	If the listed entity is a party to the agreement:	
i)	Details of the counterparties (including name and relationship with the listed entity)	Not Applicable
b)	If listed entity is not a party to the agreement:	
i)	Name of the party entering into such an agreement and the relationship with the listed entity	<u>Sellers (Promoter and Promoter Group):</u> 1. Sri.N.Srinivasan 2. ICL Financial Services Limited 3. ICL Securities Limited
ii)	Details of the counterparties to the agreement (including name and relationship with the listed entity)	<u>Acquirer (Promoter Group):</u> Sri Saradha Logistics Private Limited
iii)	Date of entering into the agreement.	27.07.2024
c)	Purpose of entering into the agreement	Inter-se transfer of shares among Promoters
d)	Shareholding, if any, in the entity with whom the agreement is executed	Sri Saradha Logistics Private Limited (Acquirer), before acquisition was holding 58,36,840 constituting 26.89% of the paid-up equity share capital of the Company.
e)	Significant terms of the agreement (in brief)	Acquirer acquired entire 1,04,21,750 equity shares of Rs.10/- each, of the Company held by the Sellers at price of Rs.21.41 per equity share. The aforesaid transfer of equity shares of the Company among the “Promoter and Promoter Group” was done in compliance with Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and hence, the Acquirer was exempted from the obligation to make an open offer under SEBI Take Over Regulations.
f)	Extent and the nature of impact on management or control of the listed entity	The Company became the Subsidiary of the Acquirer with effect from 27.07.2024.
g)	Details and quantification of the restriction or liability imposed upon the listed entity	Nil



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h)	Whether the said parties are related to promoter / promoter group / group companies in any manner. If yes, nature of relationship	Yes. Both Sellers and Acquirer belong to the same Promoter and Promoter group. The transaction was an inter-se transfer of equity shares among Promoters.
i)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No – The transaction was an inter-se transfer of equity shares among Promoters in compliance with Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
j)	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Not Applicable
k)	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Nil
l)	In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s):	Not Applicable
	i) Name of parties to the agreement	
	ii) Nature of the agreement	
	iii) Date of execution of the agreement	
	iv) Details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier)	
v) Reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier)		