



File No: 1010/1

August 12, 2023

BSE Limited
P J Tower, Dalal Street,
Fort Mumbai-400001
Scrip Code: 542216

National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block G
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051
Symbol: DALBHARAT

Sub: Disclosure about further Investment by subsidiary - Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Allotment of Equity Shares pursuant to Rights Issue of Dalmia Cement (North East) Limited, step down subsidiary of the Company

Dear Sir/Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**"), we hereby inform you that Dalmia Cement (Bharat) Limited ("**DCBL**"), wholly owned subsidiary of the Company, has been allotted 153,00,00,000 equity shares of Rs. 10 each aggregating to Rs.1,530 Crores by subscribing to the offer of rights shares of Dalmia Cement (North East) Limited ("**DCNEL**", *formerly known as Calcom Cement India Limited*, a subsidiary of the Company), on August 12, 2023.

The details as required under Regulation 30 of the LODR Regulations read with SEBI circular dated SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are provided in the Annexure hereto.

This is for your information and record.

Thanking you,

Your faithfully,

For Dalmia Bharat Limited

Rajeev Kumar
Company Secretary

Encl.: a/a

Dalmia Bharat Limited

11th & 12th Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi-110 001, India
t 91 11 23465100 f 91 11 2331 3303 w www.dalmiabharat.com CIN : L14200TN2013PLC112346
Registered Office: Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu- 621 651, India
A **Dalmia Bharat Group** company, www.dalmiabharat.com

ANNEXURE

Sr. No	Particular	Details of transaction
a)	Name of the target entity, details in brief such as size, turnover etc.	<p>Dalmia Cement (North East) Limited (“DCNEL”) (formerly known as Calcom Cement India Limited) is a subsidiary of Dalmia Cement (Bharat) Limited [“DCBL”, a wholly owned subsidiary of Dalmia Bharat Limited (“the Company”)].</p> <p>DCNEL turnover for FY 2022-23 was Rs. 1266.45 Crore and for Q1FY2023-24 was Rs. 351.82 Crore.</p>
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”;	<p>DCBL is the holding company of DCNEL.</p> <p>Prior to the allotment, DCBL held 27,26,77,725 equity shares of face value of Rs. 10/- each of DCNEL.</p> <p>Consequent to this allotment, DCBL will hold 180,26,77,725 equity shares of face value Rs. 10/- each of DCNEL.</p> <p>With the said allotment, the shareholding of DCBL in DCNEL has increased from 66.70% to 92.83%, and the shareholding of DCBL (with its subsidiaries) in DCNEL has increased from 78.93% to 95.40%. Further, the voting rights of DCBL in DCNEL have increased from 76.00% to 95.28%.</p> <p>DCNEL will continue to remain a subsidiary of DCBL and the Company.</p> <p>The transaction has been carried out in compliance with all applicable laws.</p>
c)	Industry to which the entity being acquired belongs;	Cement Manufacturing industry

Dalmia Bharat Limited

Sr. No	Particular	Details of transaction
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	DCBL has made further investment by subscribing to equity shares offered by DCNEL on a rights basis. DCNEL will utilize the proceeds primarily to meet the capital expenditure requirements of the already approved and announced expansion projects, working capital requirements and day to day business and general treasury and other operational requirements of the Company.
e)	brief details of any governmental or regulatory approvals required for the acquisition;	None
f)	indicative time period for completion of the acquisition;	Equity shares as aforesaid are allotted on rights basis to DCBL on August 12, 2023 by DCNEL.
g)	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash consideration
h)	Cost of acquisition or the price at which the shares are acquired;	Rs.1,530 Crores, i.e. Rs. 10/- per equity share.
i)	Percentage of shareholding / control acquired and / or number of shares acquired;	153,00,00,000 number of equity shares of Rs. 10 each. With the said allotment, the shareholding of DCBL in DCNEL has increased from 66.70% to 92.83%, and the shareholding of DCBL (with its subsidiaries) in DCNEL has increased from 78.93% to 95.40%. Further, the voting rights of DCBL in DCNEL have increased from 76.00% to 95.28%.
j)	Brief background about the entity acquired in terms of products/ line of business acquired, date of incorporation, history of last 3 year turnover, country in which the acquired entity has presence and any other significant information (in brief);	DCNEL is a cement manufacturing company incorporated on September 9, 2004 having presence in North Eastern India. The turnover for last 3 years was as under: FY 2022-23 – Rs. 1266.45 Crores FY 2021-22 - Rs. 1157.89 Crores FY 2020-21 – Rs. 983.25 Crores

Dalmia Bharat Limited