

22 April, 2019

**The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001.**

**The Company Secretary
Shree Digvijay Cement Co Limited
Digvijaygram Via Jamnagar, Jamnagar
Gujarat, 361140**

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

Dear Sir,

We wish to inform you that 23,21,645 equity shares of Rs. 10 each representing 1.64% of the paid up equity share capital of Shree Digvijay Cement Co Limited held by Votorantim Cimentos S.A, one of the promoters of the Company, has been sold on the floor of the exchange on 16 April 2019.

The disclosure in the format prescribed under the Regulation 29(2) of the Regulations in this respect is enclosed herewith.

Kindly acknowledge receipt.

Yours faithfully,

For **VOTORANTIM CIMENTOS S.A**



Authorised Signatory

Name: **JOE HORTON**

Designation: **VP ENGINEERING
MADRID, SPAIN**

For **VOTORANTIM CIMENTOS S.A**



Authorised Signatory

Name: **DARIO MORASUTTI**

Designation: **CFO VCEAA**

Encl: a/a

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

Name of the Target Company (TC)	Shree Digvijay Cement Co Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Seller: Votorantim Cimentos S.A Persons Acting in Concert (being other members of the promoter and promoter group of the Target Company): Votorantim Cimentos EAA Inversiones S.L		
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		
Details of the acquisition/disposal 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 disposal under consideration, holding of:			
a) Shares carrying voting rights			
1. Votorantim Cimentos S.A	23,21,645	1.64%	1.64%
2. Votorantim Cimentos EAA Inversiones S.L (PAC)	103,709,063	73.36%	73.36%
b) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
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)	-	-	-
e) Total (a+b+c+d)	10,60,30,708	75%	75%
Details of acquisition/sale			
a) Shares carrying voting rights acquired /sold			
1. Votorantim Cimentos S.A	23,21,645	1.64%	1.64%
2. Votorantim Cimentos EAA Inversiones S.L (PAC)	103,709,063	73.36%	73.36%
b) VRs acquired /sold otherwise than by shares	-	-	-
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			
d) Shares encumbered /invoked /released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	10,60,30,708	75%	75%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
1. Votorantim Cimentos S.A	NIL	NIL	NIL
2. Votorantim Cimentos EAA Inversiones S.L (PAC)	NIL	NIL	NIL
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
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.	-	-	-
e) Total (a+b+c+d)	NIL	NIL	NIL
Mode of acquisition / sale (e.g. open market / off-market / public issue /rights issue/ preferential allotment / inter-se transfer etc).	Open Market		
Date of acquisition / sale of shares /VR or date of receipt of intimation of allotment of shares, whichever is applicable	16 th April, 2019		
Equity share capital /total voting capital of the TC before the said acquisition/sale	14,13,74,278 Equity Shares of Rs. 10 each		
Equity share capital/total voting capital of the TC after the said acquisition/ sale	14,13,74,278 Equity Shares of Rs. 10 each		
Total diluted share/voting capital of the TC after the said sale.	14,13,74,278 Equity Shares of Rs. 10 each		

(*) 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. Diluted share/voting capital does not include shares ESOPs granted and outstanding.

(#) The total number of equity shares of the Target Company considered while calculating the percentage is 14,13,74,278, i.e., excluding 265,212 equity shares of the Company which have been issued but have not been allotted or paid-up, and have been kept in abeyance by the Target Company pending settlement of dispute.

For VOTORANTIM CIMENTOS S.A



Authorised Signatory

Name: JOE HORTON

Designation: VP ENGINEERING

Date: APRIL 22, 2019

Place: MADRID SPAIN

For VOTORANTIM CIMENTOS S.A



Authorised Signatory

Name: PORSIO MORASSUTTI

Designation: CFO VCEAA

22 April, 2019

**The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001.**

**The Company Secretary
Shree Digvijay Cement Co Limited
Digvijaygram Via Jamnagar, Jamnagar
Gujarat, 361140**

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Dear Sir,

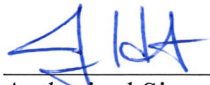
We wish to inform you that 103,709,063 equity shares of Rs. 10 each representing 73.36% of the total paid up equity share capital of Shree Digvijay Cement Co Limited held by Votorantim Cimentos EAA Inversiones SL, one of the promoters of the Company, has been sold on the floor of the exchange on 16 April 2019.

The disclosure in the format prescribed under the Regulation 29(2) of the Regulations in this respect is enclosed herewith.

Kindly acknowledge receipt.

Yours faithfully,

For Votorantim Cimentos EAA Inversiones SL



Authorised Signatory

Name: **JOE HORTON**

Designation: **VP ENGINEERING**

MADRID, SPAIN

For Votorantim Cimentos EAA Inversiones SL



Authorised Signatory

Name: **PERSIO MORASSUTTI**

Designation: **CFO VCEAA**

Encl: a/a

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

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Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Seller: Votorantim Cimentos EAA Inversiones S.L Persons Acting in Concert (being other members of the promoter and promoter group of the Target Company): Votorantim Cimentos S.A		
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		
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b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
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)	-	-	-
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d) Shares encumbered /invoked /released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	10,60,30,708	75%	75%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
1. Votorantim Cimentos S.A (PAC)	NIL	NIL	NIL
2. Votorantim Cimentos EAA Inversiones S.L	NIL	NIL	NIL
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
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.	-	-	-
e) Total (a+b+c+d)	NIL	NIL	NIL
Mode of-acquisition / sale (e.g. open market / off-market / public issue /rights issue/ preferential allotment / inter-se transfer etc).	Open Market		
Date of-acquisition / sale of shares /VR or date of receipt of intimation of allotment of shares, whichever is applicable	16 th April, 2019		
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For Votorantim Cimentos EAA Inversiones SL



Authorised Signatory

Name: JOE HORTON

Designation: VP ENGINEERING

MADRID, SPAIN

Date: 22nd April, 2019

Place:

For Votorantim Cimentos EAA Inversiones SL



Authorised Signatory

Name: PERSIO MORASSUTTI

Designation: CFO VCEAA