



ICICI Securities Limited ICICI Venture House Appasaheb Marathe Marg Prabhadevi, Mumbai 400 025 Maharashtra, India

Tel: +91 22 6807 7100

E-mail: accl.openoffer@icicisecurities.com Website: www.icicisecurities.com SEBI Registration: INM000011179 Deutsche Equities India Private Limited 14th Floor, The Capital, C-70, G Block Bandra Kurla Complex Mumbai – 400051 Maharashtra, India

Tel: +91 22 6670 5008 E-mail: acc.openoffer@db.com Website: www.deutschebank.co.in SEBI Registration No.: INM000010833

September 19, 2022

Scrip Code: 500410

To,

The Manager (Corporate Relations) **BSE Limited** 

Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001

Sub: Open offer for the acquisition of up to 4,89,56,419 fully paid-up equity shares of the face value of INR 10 each ("Equity Shares") of ACC Limited ("Target Company") from the Public Shareholders of the Target Company pursuant to and in compliance with the requirements of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("Takeover Regulations", and such open offer for acquisition referred as "Open Offer").

Dear Sir/ Ma'am,

With regard to the captioned Open Offer, the Acquirer has appointed ICICI Securities Limited and Deutsche Equities India Private Limited, as the Managers to the Offer pursuant to and in accordance with, Regulation 12(1) of the Takeover Regulations.

In accordance with Takeover Regulation number 18 (12), a post offer advertisement dated September 16, 2022, was published on September 17, 2022, in the same newspapers where the Details Public Statement of the open offer was published (**Attached**).

Terms not defined herein shall have the meaning ascribed to them under the letter of offer.

Yours sincerely,

For ICICI Securities Limited

For Deutsche Equities India Private Limited

Name: Sameer Purohit

Designation: VP

For Deutsche Equities India Private Limited

Name: Divyesh Chitalia

Name: Muffazal Arsiwalla

Designation: Director

**FINANCIAL EXPRESS** 

POST OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(12) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (AS AMENDED)

Regd Office: Cement House, 121 Maharshi Karve Road, Mumbai, Maharashtra (India) - 400020 Corporate Identification Number: L26940MH1936PLC002515 Tel: +91-22-3302 4291, 4496; Fax: +022-66317458 • Website: www.acclimited.com

OPEN OFFER BY ENDEAVOUR TRADE AND INVESTMENT LTD FOR THE ACQUISITION OF UP TO 4.89.56.419 FULLY PAID-UP EQUITY SHARES OF THE FACE VALUE OF ₹ 10 EACH ("OFFER SHARES") AT A PRICE OF ₹ 2,300 PER EQUITY SHARE ("OFFER PRICE"), REPRESENTING 26.00% OF THE EXPANDED VOTING SHARE CAPITAL (AS DEFINED BELOW) IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENTS THERETO ("SEBI (SAST) REGULATIONS") FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) (THE "OPEN OFFER" OR "OFFER").

### NO PERSON IS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSE OF THIS OPEN OFFER.

This post-offer advertisement ("Post-Offer Advertisement") is being issued by ICICI Securities Limited and Deutsche Equities India Private Limited, the managers to the Open Offer ("Managers/Managers to the Offer"), for and on behalf of the Acquirer, in connection with the Open Offer to the Public Shareholders of the Target Company, in accordance with Regulation 18(12) of the SEBI (SAST) Regulations. The Detailed Public Statement dated May 21, 2022 with respect to the aforementioned offer was published on May 23, 2022 in the Financial Express (English - all editions), Jansatta (Hindi - all editions) and Navshakti (Marathi - Mumbai) ("Detailed Public Statement" or "DPS").

This Post-Offer Advertisement should be read in continuation of, and in conjunction with the:

- (a) public announcement dated May 15, 2022 ("Public Announcement" or "PA");
- (b) DPS:
- (c) letter of offer dated August 23, 2022 along with the Form of Acceptance-cum-Acknowledgement ("Letter of Offer" or "LoF"); and (d) pre-offer advertisement cum corrigendum to the DPS dated August 24, 2022 which was published on August 25, 2022 June in Financial Express (English - all editions), Jansatta (Hindi - all editions) and Navshakti (Marathi - Mumbai) ("Pre-Offer Advertisement cum Corrigendum").

This Post-Offer Advertisement is being published in all such newspapers in which the Detailed Public Statement and the Pre-Offer Advertisement cum Corrigendum, were published. For the purposes of this Post-Offer Advertisement:

- (a) "Equity Shares" means the fully paid-up equity shares of the Target Company with face value of ₹10 each;
- (b) "Expanded Voting Share Capital" means the total voting equity share capital of the Target Company on a fully diluted basis as of the 10th Working Day from the closure of the tendering period of the Open Offer including 5,06,656 Equity Shares kept in
- (c) "Identified Date" means August 10, 2022, being the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period; and
- (a) "Tendering Period" means the period commencing from August 26, 2022 (Friday) and closing on September 9, 2022 (Friday) (both days inclusive).

Capitalised terms used but not defined in this Post-Offer Advertisement shall have the same meaning assigned to such terms in the

Letter of Offer and the Pre-Offer Advertisement cum Corrigendum. The Public Shareholders of the Target Company are requested to kindly note the following information with respect to the Open Offer:

1.	Name of the Target Company	:	ACC Limited
2.	Name of the Acquirer		Endeavour Trade and Investment Ltd
3.	Name of the PAC	1	No person is acting in concert with the acquirer for the purpose of this open offer
4.	Name of the Manager to the Open Offer		ICICI Securities Limited; and     Deutsche Equities India Private Limited
5.	Name of the Registrar to the Open Offer	:	Link Intime India Private Limited
6.	Open Offer Details		
	a) Date of Opening of the Open Offer	1	August 26, 2022 (Friday)
	b) Date of Closure of the Open Offer	:	September 9, 2022 (Friday)
7.	Date of Payment of Consideration	1	September 12, 2022 (Monday)

### 8. Details of Acquisition

S. No	PARTICULARS	PROPOSED IN THE OPEN OFFER DOCUMENT		ACTUALS	
8.1	Offer Price (per equity share)	₹ 2,300		₹ 2,300	
8.2	Aggregate number of shares tendered	4,89,56,419(1)		40,61,917(3)	
8.3	Aggregate number of shares accepted	4,89,56,419(1)		40,61,807(4)	
8.4	Size of the Offer (Number of shares multiplied by Offer Price per share)	₹ 1,12,59,97,63,700(1)		₹ 9,34,21,56,100	
8.5	Shareholding of the Acquirer before agreements/ Public Announcement (Number of Equity Shares and % of Expanded Voting Share Capital)	Nil (0.00%)		Nil (0.00%)	
8.6	Shares acquired by way of agreements <sup>(2)</sup> Number  More the Expanded Voting Share Capital	Nil (0.00%)		Nil (0.00%)	
8.7	Shares acquired by way of Open Offer  Number  of the Expanded Voting Share Capital	Up to 4,89,56,419 (1) 26.00 %(1)		40,61,807 <sup>(4)</sup> 2.157%	
8.8	Shares acquired after Detailed Public Statement     Number of shares acquired     Price of the shares acquired     % of the Expanded Voting Share Capital	Nil (0.00%)		Nil (0.00%)	
8.9	Post offer shareholding of Acquirer     Number     % of the Expanded Voting Share Capital	Up to 4,89,56,419 <sup>(1)</sup> 26.00% <sup>(1)</sup>		40,61,807 <sup>(4)(6)</sup> 2.157%	
United Street	Pre and Post offer shareholding of the public	Pre-offer	Post-offer	Pre-offer	Post-offer
8.10	Number     % of the Expanded Voting Share Capital	8,53,92,143 45.47% <sup>(5)</sup>	3,64,35,724 <sup>(1)</sup> 19,40% <sup>(1)(6)</sup>	8,53,92,143 45,47% <sup>(5)</sup>	8,13,30,336 43.31% <sup>(5)</sup>

# Notes:

(1) Assuming full acceptance under the Open Offer.

- (2) As disclosed in the Letter of Offer, this Open Offer is a mandatory open offer in compliance with Regulations 3 (1), 4 and 5(1) of the SEBI (SAST) Regulations and is being made as a result of an indirect acquisition of control over the Target Company by the Acquirer pursuant to the Underlying Transaction. The Acquirer has not directly acquired any Equity Shares in the Target Company, during the offer period except pursuant to the Open Offer.
- (3) Out of 4,061,917 tendered Equity Shares, 4,051,465 Equity shares were in dematerialized form and 10,452 Equity shares were in physical form. (4) Out of 4,061,917 tendered Equity Shares, 40,61,807 Equity shares were validly tendered in the Open Offer, 40,51,465 Equity shares in dematerialized
- and 10,342 physical shares were validly tendered and accepted in the Open Offer and 110 Equity shares held in physical form were not validly tendered. The percentage is calculated on the paid up share capital of the Target Company as of March 31, 2022 excluding 5,06,656 Equity Shares kept in abeyance.
- (6) The Acquirer has acquired the entire issued share capital of Holderind Investments Ltd ("Holderind") from Holderfin B.V. on September 15, 2022. As on the date of this Post-Offer Advertisement, Holderind owns 1,25,31,56,361 equity shares representing approximately 63,11% of the paid-up equity share capital of Ambuja Cements Limited and 84,11,000 equity shares (having face value of ₹10 each) representing approximately 4.48% of the paid-up equity share capital of the Target Company and Ambuja Cements Limited owns 9,39,84,120 equity shares (having face value of ₹ 10 each) representing 50.05% of the paid up equity share capital of the Target Company.
- The Acquirer along with its directors, severally and jointly, accept full responsibility for the information contained in this Post-Offer Advertisement (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company) and undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations.
- This Post-Offer Advertisement will also be available on the website of SEBI (www.sebi.gov.in), BSE Limited (www.bseindia.com), National Stock Exchange of India (www.nseindia.com), website of the Managers to the Offer (www.icicisecurities.com) and (www.deutschebank.co.in) and the registered office of the Target Company.

Issued on hehalf of the Acquirer by the Managers

Issued	on behalf of the Acquirer by the Managers
<b><i>Î</i>ICICI</b> Securities	ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025, Maharashtra, India Contact Person: Sameer Purohit/Gaurav Mittal Tel: +91 22 6807 7100, Fax: +91 22 6807 7801 E-mail: accl.openoffer@icicisecurities.com Website: www.icicisecurities.com SEBI Registration Number: INM000011179
	Deutsche Equities India Private Limited  14th Floor, The Capital, C-70, G Block, Bandra Kurla Complex Mumbai, Maharashtra – 400051  Contact person: Soumyajit Sengupta / Prathmesh Sonawane Telephone: +91 22 6670 5008  Fax: +91 22 7180 4199  Email: acc.openoffer@db.com Website: www.deutschebank.co.in SEBI Registration Number: INM000010833
	Registrar to the Open Offer
<b>LINK</b> Intime	Link Intime India Private Limited C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India Contact Person: Sumeet Deshpande Tel: +91 22 4918 6200 Fax: +91 22 4918 6195 E-mail: acc.offer@linkintime.co.in Website: www.linkintime.co.in

SEBI Registration Number: INR000004058

Signed for and on behalf of the Acquirer

financiale

Name: Ashwanee Ramsurrun Title: Director

Place: Ebene, Mauritius Date: September 16, 2022

PRESSMAN

POST OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(12) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (AS AMENDED)

# AMBUJA CEMENTS LIMITED

Regd Office: P.O. Ambujanagar, Taluka: Kodinar, Amreli, District: Junagadh, Gujarat 362 715; Corporate Identification Number: L26942GJ1981PLC004717

Tel: +91 02795-221137, 232065; Fax: +91 02795 232629 • Website: www.ambujacement.com

OPEN OFFER BY ENDEAVOUR TRADE AND INVESTMENT LTD FOR THE ACQUISITION OF UP TO UP TO 51,63,52,655 FULLY PAID-UP EQUITY SHARES OF THE FACE VALUE OF ₹ 2 EACH ("OFFER SHARES") AT A PRICE OF ₹ 385 PER EQUITY SHARE ("OFFER PRICE"), REPRESENTING 26.00% OF THE EXPANDED VOTING SHARE CAPITAL (AS DEFINED BELOW) IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENTS THERETO ("SEBI (SAST) REGULATIONS") FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW)(THE "OPEN OFFER" OR "OFFER").

### NO PERSON IS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSE OF THIS OPEN OFFER.

This post-offer advertisement ("Post-Offer Advertisement") is being issued by ICICI Securities Limited and Deutsche Equities India Private Limited, the managers to the Open Offer ("Managers/Managers to the Offer"), for and on behalf of the Acquirer, in connection with the Open Offer to the Public Shareholders of the Target Company, in accordance with Regulation 18(12) of the SEBI (SAST) Regulations. The Detailed Public Statement dated May 21, 2022 with respect to the aforementioned offer was published on May 23, 2022 in the Financial Express (English - all editions), Jansatta (Hindi - all editions), Kesari (Gujarati- Junagadh) and Navshakti (Marathi – Mumbai) ("Detailed Public Statement" or "DPS").

This Post-Offer Advertisement should be read in continuation of, and in conjunction with the:

- (a) public announcement dated May 15, 2022 ("Public Announcement" or "PA");
- (b) DPS:
- (c) letter of offer dated August 23, 2022 along with the Form of Acceptance-cum-Acknowledgement ("Letter of Offer" or "LoF"); and (d) pre-offer advertisement cum corrigendum to the DPS dated August 24, 2022 which was published on August 25, 2022 June in
- Financial Express (English all editions), Jansatta (Hindi all editions), Kesari (Gujarati- Junagadh) and Navshakti (Marathi -Mumbai) ("Pre-Offer Advertisement cum Corrigendum").

This Post-Offer Advertisement is being published in all such newspapers in which the Detailed Public Statement and the Pre-Offer Advertisement cum Corrigendum, were published.

For the purposes of this Post-Offer Advertisement:

- (a) "Equity Shares" means the fully paid-up equity shares of the Target Company with face value of ₹ 2 each;
- (b) "Expanded Voting Share Capital" means the total voting equity share capital of the Target Company on a fully diluted basis as of the 10th Working Day from the closure of the tendering period of the Open Offer including outstanding warrants and rights shares kept in abeyance exercisable into 1,86, 690 and 1,39,830 Equity Shares
- (c) "Identified Date" means August 10, 2022, being the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period; and (d) "Tendering Period" means the period commencing from August 26, 2022 (Friday) and closing on September 9, 2022 (Friday)
- (both days inclusive). Capitalised terms used but not defined in this Post-Offer Advertisement shall have the same meaning assigned to such terms in the

Letter of Offer and the Pre-Offer Advertisement cum Corrigendum.

The Public Shareholders of the Target Company are requested to kindly note the following information with respect to the Open Offer:

1.	Name of the Target Company	:	Ambuja Cements Limited
2.	Name of the Acquirer	:	Endeavour Trade and Investment Ltd
3.	Name of the PAC	:	No person is acting in concert with the Acquirer for the purpose of this Open Offer
4.	Name of the Manager to the Open Offer		ICICI Securities Limited; and
	8		Deutsche Equities India Private Limited;
5.	Name of the Registrar to the Open Offer	:	Link Intime India Private Limited
6.	Open Offer Details		
	a) Date of Opening of the Open Offer	:	August 26, 2022 (Friday)
	b) Date of Closure of the Open Offer	:	September 9, 2022 (Friday)
7.	Date of Payment of Consideration		September 12, 2022 (Monday)

### 8. Details of Acquisition

S. No	PARTICULARS	PROPOSED IN THE OPEN OFFER DOCUMENT		ACTUALS		
8.1	Offer Price (per equity share)	₹ 385		₹ 385		
8.2	Aggregate number of shares tendered	51,63,5	52,655(1)	727,	186(3)	
8.3	Aggregate number of shares accepted	51,63,5	52,655(1)	702,442(4)		
8.4	Size of the Offer (Number of shares multiplied by Offer Price per share)	₹ 1,98,79,	₹ 1,98,79,57,72,175(1)		₹ 27,04,40,170	
8.5	Shareholding of the Acquirer before agreements/ Public Announcement (Number of Equity Shares and % of Expanded Voting Share Capital)	50,50,000 000 000 000 000 000 000 000 00		Nil (0.00%)		
8.6	Shares acquired by way of agreements <sup>(2)</sup> Number  More the Expanded Voting Share Capital	Nil (0.00%)		Nil (0.00%)		
8.7	Shares acquired by way of Open Offer  Number  of the Expanded Voting Share Capital	Up to 51,63,52,655 <sup>(1)</sup> 26.00% <sup>(1)(5)</sup>		702,442 <sup>(4)</sup> 0.035%		
8.8			Nil (0.00%)		Nil (0.00%)	
8.9	Post offer shareholding of Acquirer  Number  of the Expanded Voting Share Capital	Up to 51,63,52,655 <sup>(1)</sup> 26.00% <sup>(1)(5)</sup>		702,442 <sup>(4)(8)</sup> 0.035%		
8.10	Pre and Post offer shareholding of the public	Pre-offer	Post-offer	Pre-offer	Post-offer	
	Number     % of the Expanded Voting Share Capital	73,24,88,868 36.89% <sup>(5)</sup>	21,61,36,213 <sup>(1)</sup> 10.88% <sup>(1) (5)</sup>	73,24,88,868 36.89% <sup>(5)</sup>	73,17,86,420 36.85% <sup>(5)</sup>	

## Notes:

(1) Assuming full acceptance under the Open Offer.

(2) As disclosed in the Letter of Offer, this Open Offer is a mandatory open offer in compliance with Regulations 3 (1), 4, 5(1) and 5(2) of the SEBI (SAST) Regulations and is being made as a result of an indirect acquisition of control over the Target Company by the Acquirer pursuant to the Underlying Transaction. The Acquirer has not directly acquired any Equity Shares in the Target Company, during the offer period except pursuant to the Open Offer.

Out of 727,186 tendered Equity Shares, 6,97,144Equity shares were in dematerialized form and 30,042 Equity shares were in physical form. (4) Out of 727,186 tendered Equity Shares, 702,442 Equity shares were validly tendered in the Open Offer. 6,97,144 Equity shares in dematerialized and 5,298

physical shares were validly tendered and accepted in the Open Offer and 24,744 Equity shares held in physical form were not validly tendered. (5) The percentage is calculated on the paid up share capital of the Target Company as of March 31, 2022 including GDR and excluding outstanding warrants

and rights shares kept in abeyance exercisable into 1,86, 690 and 1,39,830 Equity Shares... 16) The Acquirer has acquired the entire issued share capital of Holderind Investments Limited ("Holderind") from Holderin B.V. on September 15, 2022. As on the date of this Post-Offer Advertisement, Holderind owns 1,25,31,56,361 equity shares (having the face value of ₹2 each) of the Target Company representing approximately 63.11 % of the paid-up equity share capital of the Target Company.

9. The Acquirer along with its directors, severally and jointly, accept full responsibility for the information contained in this Post-Offer Advertisement (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company) and undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations.

 This Post-Offer Advertisement will also be available on the website of SEBI (www.sebi.gov.in), BSE Limited (www.bseindia.com). National Stock Exchange of India (www.nseindia.com), website of the Managers to the Offer (www.icicisecurities.com) and (www.deutschebank.co.in) and the registered office of the Target Company.

Issued	on behalf of the Acquirer by the Managers
<b><i>ÎICICI</i></b> Securities	ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025, Maharashtra, India Contact Person: Sameer Purohit/Gaurav Mittal Tel: +91 22 6807 7100, Fax: +91 22 6807 7801 E-mail: acl.openoffer@icicisecurities.com Website: www.icicisecurities.com SEBI Registration Number: INM000011179
	Deutsche Equities India Private Limited  14th Floor, The Capital, C-70, G Block, Bandra Kurla Complex Mumbai, Maharashtra – 400051  Contact person: Soumyajit Sengupta / Prathmesh Sonawane Telephone: +91 22 6670 5008  Fax: +91 22 7180 4199  Email: ambuja.openoffer@db.com Website: www.deutschebank.co.in SEBI Registration Number: INM000010833
	Registrar to the Open Offer
LINKIntime	Link Intime India Private Limited C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India Contact Person: Sumeet Deshpande Tel: +91 22 4918 6200

Signed for and on behalf of the Acquirer

Sd/-

Name: Ashwanee Ramsurrun Title: Director

Place: Ebene, Mauritius Date: September 16, 2022



Fax: +91 22 4918 6195

Website: www.linkintime.co.in

E-mail: ambujacements.offer@linkintime.co.in

SEBI Registration Number: INR000004058

