



# ANDHRA CEMENTS LIMITED

Subsidiary of SAGAR CEMENTS LIMITED

March 01, 2024

The National Stock Exchange of India Ltd.,  
"Exchange Plaza", 5th Floor  
Bandra - Kurla Complex  
Bandra (East)  
Mumbai - 400 051  
Symbol : ACL  
Series EQ  
ISIN - INE666E01020

The Secretary  
BSE Limited  
P J Towers  
Dalal Street  
Mumbai – 400 001  
Script Code: 532141

Dear Sir/Madam,

**Disclosure under Regulation 29 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

In terms of the above said Regulation, please find enclosed the disclosure received from Sagar Cements Limited (SCL) promoter of the company, for sale of 46,08,607 equity shares of Andhra Cements Limited ("the company") having face value of ₹ 10/- each (representing 5% of the total issued and paid-up equity share capital of the company on February 27, and February 28, 2024, by way of Offer for sale of shares through stock exchange mechanism to achieve the Minimum Public Shareholding requirement by the company.

We would request you to take the same on record.

Thanking You

**Yours faithfully**  
**for Andhra Cements Limited**

**G Tirupati Rao**  
**Company Secretary**  
M.No: F2818

**Regd. Office & Works** : Durga Cement Works, Durgapuram, Srinagar Post, Dachehalli Mandal, Palnadu District, A.P - 522414.  
Phone: +91 8649-257441 / 42 | Fax: +91 8649-257428

**Vizag Unit** : Visakha Cement Works, Parlupalem Village, Durganagar Post, Visakhapatnam - 530029, A.P.

**Corporate Office** : Plot No.111, Road No.10, Jubilee Hills, Hyderabad - 500033, Telangana, India.

Phone : +91-40-23351571, 23356572 Fax : +91-40-23356573

Website: [www.andhracements.com](http://www.andhracements.com) | E-mail: [investorcell@andhracements.com](mailto:investorcell@andhracements.com) | CIN: L26942API936PLC002379 | GSTIN: 37AABCA9263D2ZQ



# SAGAR CEMENTS LIMITED

To  
The Managing Director  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
Maharashtra, India  
**Scrip Code: 502090**

To  
Manager- Listing Department  
**National Stock Exchange of  
India Limited**  
Exchange Plaza  
Bandra – Kurla Complex,  
Bandra (East),  
Mumbai – 400 051  
**Series: EQ**  
**ISIN INE229C01021**

To  
The Company Secretary,  
**Andhra Cements Limited**  
Plot No.111, Road No.10, Jubilee  
Hills, Hyderabad,  
Telangana – 500033.

**Series: DEBT**  
**ISIN: INE433R07016**

Dear Sir/ Madam,

**Sub: Filing of report under Regulation 29 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“SEBI Takeover Regulations”)**

This is with reference to the Notice dated February 26, 2024 filed by us to the BSE Limited and National Stock Exchange of India Limited (“**Stock Exchanges**”) (“**Notice**”) pursuant to which Sagar Cements Limited (the “**Seller**”), the promoter of Andhra Cements Limited (the “**Company**”) sold 46,08,607 equity shares of ₹ 10 each of the Company (“**Equity Shares**”), in aggregate representing 5.00% of the total issued and paid-up Equity Share capital of the Company (“**Offer Shares**”) on February 27, 2024 (“**T Day**”) (for non-retail investors only) and on February 28, 2024 (“**T+1 Day**”) (for retail investors and for non-retail investors who choose to carry forward their un-allotted bids).

The above sale of Equity Shares took place through a separate designated window of the Stock Exchanges (the “**Offer**”) and was taken in accordance with the “*Comprehensive Framework on Offer for Sale (OFS) of Shares through the Stock Exchange Mechanism*” issued by the Securities and Exchange Board of India (the “**SEBI**”) through its circular no. SEBI/HO/MRD/MRD-PoD-3/P/CIR/2023/10 dated January 10, 2023 (“**SEBI OFS Circular**”) read with (a) the “*Revised Guidelines for Bidding in Offer for Sale (OFS) Segment*” issued by BSE by way of its notice bearing no. 20230127-14 dated January 27, 2023 and, to the extent applicable, the previous notices issued by BSE in this regard; and (b) “*Revised operating guidelines of Offer for Sale*” issued by NSE by way of its circular bearing no. NSE/CMTR/55432 and dated January 31, 2023 and, to the extent applicable, the previous circulars issued by NSE in this regard.

In compliance with Regulation 29(2) of the SEBI Takeover Regulations, we are hereby notifying the aforesaid information regarding sale of Equity Shares by us on February 27, 2024 and February 28, 2024.

Enclosed is the report in the format as prescribed by SEBI.

The above is for your information and records.

Yours sincerely,

For Sagar Cements Limited

**J. Raja Reddy**

Company Secretary and Compliance Officer

M.No:A31113



**Date: 29.02.2024**



**Registered Office :** Plot No. 111, Road No.10, Jubilee Hills, Hyderabad - 500033, Telangana State, India.

Phone : +91-40-23351571, 23356572 Fax : +91-40-23356573 E-mail : info@sagarcements.in Website : www.sagarcements.in

CIN : L26942TG1981PLC002887 GSTIN : 36AACCS8680H2ZY

**Factories :** Mattampally Village & Mandal, Suryapet District, Telangana State - 508204. Phone : 08683 - 247039 GSTIN : 36AACCS8680H1ZZ

Bayyavaram Village, Kasimkota Mandal, Anakapally District, Andhra Pradesh State - 531031. Phone : 08924-244550 Fax : 08924-244570 GSTIN : 37AACCS8680H1ZX

Gudipadu Village, Yadiki Mandal, Ananthapur District, Andhra Pradesh State - 515408. Phone: 08558-200272 GSTIN : 37AACCS8680H1ZX

Kalinganagar, Industrial Complex, Tahsil-Dangadi, Dist - Jajpur, Odisha. Phone : 08340882288 CIN : U26922TS2010PTC171799 GSTIN : 21AACCCJ4151G1Z3

**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	Andhra Cements Limited		
2. Name(s) of the acquirer—Seller and Persons Acting in Concert (PAC) with the acquirer—Seller	Sagar Cements Limited		
3. Whether the acquirer—Seller belongs to Promoter/Promoter Group	Yes, the Seller is the Promoter of the TC		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
5. 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 (**)
<b>Before the acquisition—/ disposal under consideration, holding of:</b>			
a) Shares carrying voting rights	6,56,72,650	71.25%	71.25%
b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	2,18,90,883	23.75%	23.75%
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants / convertible securities / any other instrument that entitles the acquirer—Seller to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
<b>Total (a+b+c+d)</b>	<b>8,75,63,533</b>	<b>95.00%</b>	<b>95.00%</b>
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired—/ sold	46,08,607	5.00%	5.00%
b) VRs acquired—/ sold otherwise than by shares	Nil	Nil	Nil
c) Warrants / convertible securities / any other instrument that entitles the acquirer—Seller to receive shares carrying voting rights in the TC (specify holding in each category) acquired—/ sold	Nil	Nil	Nil
d) Shares encumbered/invoked/released by the acquirer—Seller	Nil	Nil	Nil
<b>Total (a+b+c+/-d)</b>	<b>46,08,607</b>	<b>5.00%</b>	<b>5.00%</b>
<b>After the acquisition/ sale, holding of the Seller:</b>			
a) Shares carrying voting rights	6,10,64,043	66.25%	66.25%
b) Shares encumbered with the acquirer—Seller	2,18,90,883	23.75%	23.75%
c) VRs otherwise than by shares	Nil	Nil	Nil
d) Warrants / convertible securities / any other instrument that entitles the acquirer—Seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition disposal	Nil	Nil	Nil
<b>Total (a+b+c+d)</b>	<b>8,29,54,926</b>	<b>90%</b>	<b>90%</b>



6. Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Offer for Sale by the Seller through the stock exchange mechanism in accordance with the "Comprehensive Framework on Offer for Sale (OFS) of Shares through Stock Exchange Mechanism" issued by the Securities and Exchange Board of India ("SEBI") through its circular no. SEBI/HO/MRD/MRD-PoD-3/P/CIR/2023/10 dated January 10, 2023 (the "SEBI OFS Circular")
7. Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 27, 2024 and February 28, 2024
8. Equity share capital / total voting capital of the TC before the said acquisition/ sale <sup>#</sup>	Number of equity shares: 9,21,72,140 Amount (in ₹): 92,17,21,400 (Face value of ₹ 10/- per equity share)
9. Equity share capital/ total voting capital of the TC after the said acquisition/ sale <sup>#</sup>	Number of equity shares: 9,21,72,140 Amount (in ₹): 92,17,21,400 (Face value of ₹ 10/- per equity share)
10. Total diluted share/voting capital of the TC after the said acquisition sale <sup>#</sup>	Number of equity shares: 9,21,72,140 Amount (in ₹): 92,17,21,400 (Face value of ₹ 10/- per equity share)

(\* ) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange.

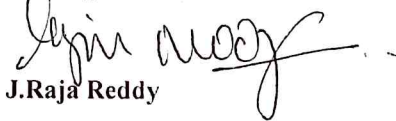
(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

<sup>#</sup>Note: The percentages and total share capital are calculated basis the total number of equity shares of the Company as of 26.02.2024.

@The Offer was announced on 26 February, 2024 for sale of up to 46,08,607 equity shares of face value of ₹ 10/- each, representing 5.00% of the total paid up equity share capital of the Company. This is a disclosure of the shares allotted on the basis of the valid bids received from non-retail investors and retail investors on T day and T + 1 day (i.e., on February 27, 2024 and February 28, 2024).

Yours sincerely,

For Sagar Cemets Limited

  
J.Raja Reddy



Company Secretary and Compliance Officer

Place: Hyderabad

Date: 29/02/2024