



Date: February 10, 2024

To BSE Limited PJ Towes, Dalal Street Mumbai – 400 001 Scrip Code: 526521	To National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051. NSE Symbol: SANGHIIND
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Dear Sir/ Madam

Sub: Disclosure under Regulation 30 and other applicable provisions under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Post Offer Advertisement.

This has further reference to the Public Announcement dated August 3, 2023, Detailed Public Statement dated August 9, 2023 published on August 10, 2023, Draft letter of Offer dated August 21, 2023, Letter of Offer dated January 5, 2024 and Pre-Offer advertisement dated January 11, 2024 published on January 12, 2024, in relation to the open offer made by Ambuja Cements Limited to the public shareholders of Sanghi Industries Limited.

In this regard we would like to inform that Sanghi Industries Limited has received a copy of post – offer advertisement dated February 9, 2024 published on February 10, 2024 in accordance with the provisions of Regulation 18 (12) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended.

A copy of the said post offer advertisement is enclosed herewith. You are requested to take this information on record.

Yours sincerely,

FOR SANGHI INDUSTRIES LIMITED

MANISH MISTRY
COMPANY SECRETARY

Encl: As above

Registered Office

Sanghi Industries Limited
Sanghinagar – 501511
R.R. District, Telangana, India
Ph: 08415-242217
www.sanghiment.com

Corporate Office

Adani Corporate House
Shantigram, S. G. Highway
Khodiyar, Ahmedabad – 382421
Gujarat, India
Ph +91 79-2555 5555

CIN: L18209TG1985PLC005581

Date: February 10, 2024

To,
The Board of Directors
Sanghi Industries Limited
Sanghinagar P O,
Hayath nagar Mandal,
R.R District, Hyderabad,
Telangana, 501511

Dear Sir/Madam,

Sub: Open Offer by Ambuja Cements Limited (“Acquirer”) to acquire up to 6,71,64,760 Equity shares of ₹ 10/- each for cash at a price of ₹ 121.90/- per Equity Share aggregating up to ₹ 818.74/- crores, to the Public shareholders of Sanghi Industries Limited (“Target Company”) in accordance with the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”) (“Open Offer” / “Offer”)

This has further reference to the captioned Open Offer, the public announcement dated August 03, 2023 and detailed public statement dated August 09, 2023, published on August 10, 2023 and Draft Letter of Offer dated August 21, 2023, Letter of Offer dated January 5, 2024 and Pre-offer advertisement dated January 11, 2024, published on January 12, 2024.

Please find enclosed copy of the **post-offer** advertisement dated **February 9, 2024**, published on **February 10, 2024**, in accordance with 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended.

We request you to please take the above submission on record and disseminate it on your website.

For SBI Capital Markets Limited

Sambit Rath



Authorised Signatory
Place: Mumbai
Encl: a/a

SANGHI INDUSTRIES LIMITED

Registered Office: P.O. Sanghinagar, Hayatnagar Mandal, R R District, Telangana – 501 511
Tel: 08415-242240; Fax: 08415-242239; Website: www.sanghiment.com; CIN: L18209TG1985PLC005581

OPEN OFFER FOR ACQUISITION OF UP TO 6,71,64,760 (SIX CRORE SEVENTY ONE LAKH SIXTY FOUR THOUSAND SEVEN HUNDRED AND SIXTY) FULLY PAID-UP EQUITY SHARES ("OFFER SHARES") OF SANGHI INDUSTRIES LIMITED ("TARGET COMPANY") OF FACE VALUE OF INR 10 (INDIAN RUPEES TEN) EACH, CONSTITUTING 26.00% (TWENTY SIX PERCENT) OF THE VOTING SHARE CAPITAL FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY AMBUJA CEMENTS LIMITED ("ACQUIRER") ("OPEN OFFER" OR "OFFER")

This post-offer advertisement ("Post Offer Advertisement") is being issued by SBI Capital Markets Limited, the Manager to the Offer ("Manager to the Open Offer"), for and on behalf of the Acquirer in connection with the Open Offer to the Public Shareholders of the Target Company, pursuant to and in compliance with Regulation 18(12) of the Securities And Exchange Board Of India (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations"). The Detailed Public Statement dated August 09, 2023 was published on August 10, 2023 in all editions of Financial Express (English national daily), Jansatta (Hindi national daily), Hyderabad edition of Surya (Telugu daily, being the place of the registered office of the Target Company), and Mumbai edition of Navshakti (Marathi daily, being the regional language of the place where the equity shares are listed) by the Manager to the Open Offer on behalf of the Acquirer, in compliance with the SEBI (SAST) Regulations ("Detailed Public Statement" or "DPS").

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

- the public announcement dated August 03, 2023 ("PA");
- the DPS;
- the corrigendum to the PA, DPS, and the draft letter of offer, dated December 05, 2023 which was published on December 06, 2023 in all the newspapers in which the DPS was published ("Corrigendum"), by the Manager to the Open Offer on behalf of the Acquirer;
- the letter of offer dated January 05, 2024, ("LOF");
- the pre-offer advertisement and second corrigendum to the DPS dated January 11, 2024 which was published on January 12, 2024 in all the newspapers in which the DPS was published by the Manager to the Open Offer on behalf of the Acquirer ("Pre-Offer Advertisement"); and
- the announcement of extension of the tendering period with respect to the Open Offer dated January 24, 2024 which was published on January 25, 2024 in all the newspapers in which the DPS was published by the Manager to the Open Offer on behalf of the Acquirer ("Extension of Tendering Period Announcement").

Capitalized terms used but not defined in this Post Offer Advertisement shall have the same meaning assigned to such terms in the LOF, unless otherwise defined.

The shareholders of the Target Company are requested to kindly note the following information related to the Open Offer:

1.	Name of the Target Company	Sanghi Industries Limited
2.	Name of the Acquirer and PAC	Acquirer: Ambuja Cements Limited There are no persons acting in concert with the Acquirer for the purposes of the Open Offer.
3.	Name of the Manager to the Open Offer	SBI Capital Markets Limited
4.	Name of the Registrar to the Open Offer	Link Intime India Private Limited
5.	Offer Details:	
	(a) Date of Opening of the Open Offer	January 15, 2024 (Monday)
	(b) Date of Closure of the Open Offer	January 30, 2024 (Tuesday)
6.	Date of Payment of Consideration	February 07, 2024 (Wednesday)
7.	Details of the Acquisition	

Sr. No.	Particulars	Proposed in the LOF		Actuals	
7.1	Revised Offer Price ⁽¹⁾	INR 121.90		INR 121.90	
7.2	Aggregate number of shares tendered	6,71,64,760 ⁽²⁾		2,04,81,161 ⁽³⁾	
7.3	Aggregate number of shares accepted	6,71,64,760 ⁽²⁾		2,04,81,161 ⁽⁴⁾	
7.4	Size of the Open Offer (Number of shares multiplied by offer price per share)	INR 818,73,84,244 ⁽²⁾		INR 249,66,53,525.90	
		Number	% of Voting Share Capital	Number	% of Voting Share Capital
7.5	Shareholding of the Acquirer before SPA/ PA	NIL	NIL	NIL	NIL
7.6	Shares acquired by way of SPA	Upto 14,65,78,491	Upto 56.74%	14,08,21,941 ⁽⁵⁾	54.51% ⁽⁵⁾
7.7	Shares acquired under the Open Offer	Upto 6,71,64,760 ⁽²⁾	26.00% ⁽²⁾	2,04,81,161	7.93%
7.8	Shares acquired after Detailed Public Statement ⁽⁵⁾	NIL	NIL	NIL	NIL
7.9	Post Open Offer shareholding of Acquirer	21,33,99,501 ⁽²⁾⁽⁶⁾	82.61% ⁽²⁾⁽⁶⁾	16,13,03,102	62.44%
7.10	Pre Open Offer shareholding of the Public	7,04,61,371 ⁽⁷⁾	27.28% ⁽⁷⁾	7,08,05,121	27.41%
	Post Open Offer shareholding of the Public	32,96,611 ⁽²⁾⁽⁶⁾	1.28% ⁽²⁾⁽⁶⁾	5,03,23,960	19.48%

Notes:

- In terms of Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations, the Acquirer revised the Offer Price upwards from INR 114.22 (Indian Rupees One Hundred Fourteen and Twenty Two paise) per Equity Share to INR 121.90 (Indian Rupees One Hundred Twenty One and Ninety Paise only) per Equity Share. This was communicated vide the Corrigendum.
- Assuming full acceptance under the Open Offer.
- All 2,04,81,161 Equity Shares tendered in the Offer were in dematerialized form and no Equity Shares in physical form were tendered.
- All 2,04,81,161 Equity Shares tendered in the Offer were validly tendered and accepted.
- In accordance with Regulation 22(2) of the SEBI (SAST) Regulations, the Acquirer has acquired 14,08,21,941 Equity Shares, amounting to 54.51% of the Voting Share Capital of the Target Company at a price of INR 121.90 per Equity Share by way of a block trade on the floor of the stock exchange as well as an off-market transfer. The block trade was executed on December 05, 2023 and settled on December 06, 2023. The off-market trade was initiated on December 05, 2023 and concluded on December 06, 2023. The Closing Date under the SPA is December 07, 2023. For more details, please refer to Paragraph 2.1.10 of the LOF.
- Assuming the completion of acquisition of the remaining Promoter Seller Shares under the SPA. In this regard, please note that 3,43,750 Equity Shares constituting 0.13% of the Voting Share Capital of the Target Company will not be acquired by the Acquirer as the same were sold by the Sellers on the floor of the stock exchange, and therefore, the total Post Offer shareholding of the Acquirer (assuming completion of acquisition of all Promoter Sellers Shares under the SPA and full acceptance under the Open Offer) stands at 21,33,99,501 Equity Shares constituting 82.61% of the Voting Share Capital, instead of 21,37,43,251 Equity Shares constituting 82.74% of the Voting Share Capital. For more details, please refer to Note (7) to Paragraph 4.20 of the LOF.
- The pre Open Offer shareholding of the public is based on the shareholding (from beneficiary position data) as of January 01, 2024, as disclosed in the LOF.
- In relation to the disclosures relating to the Target Company and the Sellers, the Acquirer has relied on the information provided by the Target Company and the Sellers or as available in public domain and has not independently verified the accuracy of details of the Target Company or the Sellers. Subject to the aforesaid, the Acquirer and its directors, severally and jointly, accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations of the Acquirer under the SEBI (SAST) Regulations. The Acquirer would be responsible to ensure compliance with the SEBI (SAST) Regulations.
- A copy of this Post Offer Advertisement is available on the websites of SEBI, NSE and BSE, and at the registered office of the Target Company.

ISSUED ON BEHALF OF THE ACQUIRER BY MANAGER TO THE OPEN OFFER

MANAGER TO THE OPEN OFFER	REGISTRAR TO THE OPEN OFFER
 <p>SBICAPS Complete Investment Banking Solutions</p> <p>SBI Capital Markets Limited Unit No. 1501, 15th Floor, A & B Wing, Parinee Crescenzo Building, Plot C-38, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051, Maharashtra, India Tel: +91 22 4006 9807 Website: www.sbicaps.com E-mail: sanghi.openoffer@sbicaps.com Contact Person: Janardhan Wagle / Sambit Rath / Karan Savardekar SEBI Registration No.: INM000003531</p>	 <p>LINK Intime</p> <p>Link Intime India Private Limited C 101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, India Tel: +91 810 811 4949 Fax: +91 22 4918 6195 E-mail: sanghi.offer2023@linkintime.co.in Contact Person: Pradnya Karanjekar Website: www.linkintime.co.in SEBI Registration No.: INR000004058</p>