



**KHAITAN  
& CO**

Advocates since 1911

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www.khaitanco.com

2 November 2018

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

Dear Sir,

**Sub.: Disclosure filed by Votorantim Cimentos International S.A. under of Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Regulations") in regard to their proposed transaction involving Shree Digvijay Cement Company Limited ("Target Company")**

On behalf of our client, Votorantim Cimentos International S.A. ("Client"), we are hereby forwarding a copy of the captioned disclosure for your records (enclosed as Annexure I).

Kindly note that our Client had submitted the captioned disclosure *vide* their e-mail to BSE Limited (e-mail id: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)) at 3.07 pm Brasilia Time on 1 November 2018 (11.37 pm Indian Standard Time on 1 November 2018) (a copy of the email is enclosed as Annexure II).

Kindly acknowledge receipt.

Yours faithfully,

For and on behalf of the Client

Partner  
Khaitan & Co

Mumbai: One Forbes, 3<sup>rd</sup> & 4<sup>th</sup> Floors, No. 40 V B Gandhi Marg, Fort  
Mumbai 400 001, India  
Bengaluru: Simeet, 2<sup>nd</sup> Floor, 7/1 Ulsoor Road, Bengaluru 560 042, India  
Kolkata: Emerald House, 1B Old Post Office Street, Kolkata 700 001, India  
New Delhi: 1105 Ashoka Estate, 24 Barakhamba Road, New Delhi 110 001, India

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Votorantim Cimentos International S.A.  
6, rue Eugène Ruppert  
L-2453 Luxembourg  
R.C.S. Luxembourg: B 224.031

November 1, 2018

The Secretary  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400001  
E-mail: corp.relations@bseindia.com

BY E-MAIL AND FACSIMILE TRANSMISSION

Dear Sir,

**Sub.: Disclosure in terms of Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('the Regulations')**

Shree Digvijay Cement Company Limited ("Target Company") is a public listed company. Votorantim Cimentos EAA Inversões S.L. (a promoter of the Target Company) ("VCEAA") is a wholly owned subsidiary of Votorantim Cimentos S.A. (another promoter of the Target Company) ("VCSA"). VCEAA presently holds 73.36% of the equity shares of the Target Company.

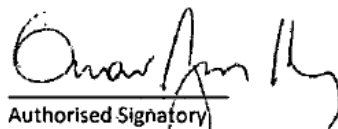
This is to inform you that Votorantim Cimentos International S.A. ("Acquirer"), a wholly owned subsidiary of VCSA, proposes to acquire 100% of the equity shares of VCEAA from VCSA. Pursuant to this, the Acquirer will indirectly hold 73.36% of the equity shares of the Target Company, i.e., the shareholding of VCEAA in the Target Company.

In this regard, please find enclosed the requisite disclosure under Regulation 10(5) of the Regulations.

Kindly acknowledge receipt.

Yours faithfully,

For and on behalf of the Acquirer



Authorised Signatory

Name: Osvaldo Ayres Filho  
CFO - Chief Financial Officer

Designation:



Disclosure under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")

1.	Name of the Target Company (TC)	Shree Digvijay Cement Company Limited ("Target Company")
2.	Name of the acquirer(s)	Votorantim Cimentos International S.A. ("Acquirer")
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	The Acquirer, being the wholly owned subsidiary of Votorantim Cimentos S.A. (a promoter of the Target Company), is deemed to be a member of the promoter group of the Target Company
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Votorantim Cimentos S.A. ("VCSA")
	b. Proposed date of acquisition	On or after November 8, 2018
	c. Number of shares to be acquired from each person mentioned in 4(a) above	The Acquirer proposes to acquire from its holding company, i.e. VCSA, 100% of the equity shares of Votorantim Cimentos EAA Inversiones S.L. (a promoter of the Target Company) ("VCEAA"). VCEAA holds 10,37,09,063 equity shares of the Target Company amounting to 73.36% (#) of the equity shares of the Target Company. The proposed acquisition of equity shares of VCEAA will result in an indirect transfer of voting rights held by VCEAA in the Target Company ("Proposed Indirect Transfer"). No equity shares of the Target Company are being transferred directly.
	d. Total shares to be acquired as % of share capital of TC	
	e. Price at which shares are proposed to be Acquired	As consideration for the acquisition of 100% of the equity shares of VCEAA by the Acquirer, the Acquirer proposes to issue and allot a corresponding number of equity shares to VCSA. Hence, the Proposed Indirect Transfer is to be undertaken for consideration other than cash.
	f. Rationale, if any, for the proposed transfer	The Proposed Indirect Transfer is being undertaken as a part of the restructuring being undertaken by VCSA.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Under sub-clause (iii) of Regulation 10(1)(a)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs 23.22



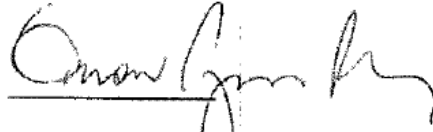
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable			
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not applicable – as the transfer is of equity shares of VCEAA resulting in an indirect transfer of voting rights held by VCEAA in the Target Company.			
9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)  ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	i. The Acquirer confirms that the transferor and the transferee have complied (during 3 years prior to the date of proposed acquisition)/ will comply with the applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997).  ii. The details are provided as an Annexure and the copies of such disclosures are enclosed.			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	The Acquirer confirms that all the conditions specified under regulation 10(1)(a) with respect to the exemption have been duly complied with.			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC (#)	No. of shares /voting Rights	% w.r.t total share capital of TC (#)
a	Acquirer(s) and PACs (other than sellers) (*)				
	Acquirer	0	0%	0	0%
	VCEAA	10,37,09,063	73.36%	10,37,09,063	73.36%
b	Seller(s)				
	VCSA	23,21,645	1.64%	23,21,645	1.64%

**Notes:**

- (\*) Shareholding of each entity may be shown separately and then collectively in a group.
- (#) The number of total 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 Target 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 disputes.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.



For and on behalf of the Acquirer



Authorised Signatory **Osvaldo Ayres Filho**

Name: **CFO - Chief Financial Officer**  
Designation:

Date: November 1, 2018

Place: *Sao Paulo / SP*



Annexure

Entity making disclosure	Date	Regulation Number	Submitted to	Reasons (if applicable)
Votorantim Cimentos S.A.	April 1, 2016	Regulations 30(1) and 30(2)	Target Company and BSE Limited	Continual disclosures
	April 7, 2017			
	April 6, 2018			
Votorantim Cimentos EAA Inversiones S.L.	March 31, 2016			
	April 7, 2017			
	April 6, 2018			





April 6<sup>th</sup>, 2018

To,

**BSE Limited**  
PhirozeJeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**Sub: Disclosure pursuant to Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sirs,

Pursuant to Regulation 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, in respect of our aggregate shareholding in Shree Digvijay Cement Co. Limited (Target Company) as of March 31, 2018, for your information and record.

Yours Sincerely,

For and on behalf of Votorantim Cimentos S.A.

---



André Roberto Leitão  
Officer

---



Walter Herbert Dissinger  
CEO

Encl: as above



Votorantim Cimentos S.A.  
Divisão Jurídica





Part - B\*\*

Name of the Target Company: Shree Digvijay Cement Co. Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the Person	Whether the person belongs to Promoter/Promoters group	PAN of the person and PACs
Votorantim Cimentos S.A	Yes	Not Applicable
Votorantim Cimentos Eaa Inversões S.L	Yes	Not Applicable

Signature of the Authorized Signatory:  
For and on behalf of Votorantim Cimentos S.A.

  
\_\_\_\_\_  
André Roberto Leitão  
Officer

  
\_\_\_\_\_  
Walter Herbert Dissinger  
CEO

Place: São Paulo (SP)

Date: April 6<sup>th</sup>, 2018

**Note**

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (\*) 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.
- (\*\*) Part -B shall be disclosed to the Stock Exchange but shall not be disseminated



Votorantim Cimentos S.A.  
Divisão Jurídica  




April 6, 2018

To,

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

Sub: Disclosure pursuant to Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sirs,

Pursuant to Regulation 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, in respect of our aggregate shareholding in Shree Digvijay Cement Co. Limited (Target Company) as of March 31, 2018, for your information and record.

Yours Sincerely,

For and on behalf of Votorantim Cimentos Eaa Inversiones, S.L.

Carlos Boggio  
Joint Director

Persio Morassutti  
Joint Director

Encl: as above



**DISCLOSURES UNDER REGULATION 30(1) AND 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

**Part -A-Details of Shareholding**

1. Name of the Target Company (TC)	Shree Digvijay Cement Co. Limited		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited		
3. Particulars of the shareholder(s) :			
a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.  or			
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	Votorantim Cimentos Eaa Inversiones, S.L.		
4. Particulars of the shareholding of person(s) mentioned at (3) above.	Number of shares	% w.r.t.total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31st of the year, holding of:			
a) Shares	103,709,063	73.36%	73.36%
b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
c) Warrants,	Nil	Nil	Nil
d) Convertible Securities	Nil	Nil	Nil
e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil
<b>Total</b>	<b>103,709,063</b>	<b>73.36%</b>	<b>73.36%</b>



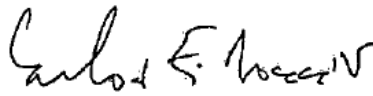
Part - B\*\*

Name of the Target Company: Shree Digvijay Cement Co. Limited

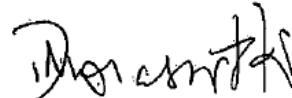
Name(s) of the person and Persons Acting in Concert (PAC) with the Person	Whether the person belongs to Promoter/Promoters group	PAN of the person and PACs
Votorantim Cimentos Eaa Inversiones S.L	Yes	Not Applicable
Votorantim Cimentos S.A.	Yes	Not Applicable

Signature of the Authorised Signatory:

For and on behalf of Votorantim Cimentos Eaa Inversiones, S.L.



Carlos Boggio, Joint Director



Persio Morassutti, Joint Director

Place: Madrid

Date: April 6, 2018

Note :

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(\*) 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.

(\*\*) Part -B shall be disclosed to the Stock Exchange but shall not be disseminated





April 7th, 2017

To,

Shree Digvijay Cement Co. Limited  
Registered Office,  
Digvijaygram - 361140,  
Jamnagar, Gujarat

Sub: Disclosure pursuant to Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sirs,

Pursuant to Regulation 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, in respect of our aggregate shareholding in Shree Digvijay Cement Co. Limited (Target Company) as of March 31, 2017, for your information and record.

Yours Sincerely,

For and on behalf of Votorantim Cimentos Eaa Inversiones, S.L.

Carlos E. de Arruda Boggio  
Attorney at Law

Persio Morassutti  
Attorney at Law

Encl: as above

Phone +34 917 371400

Votorantim Cimentos EAA  
Arbea Campus Empresarial - Edif. 1 planta baja  
Ctra. Fuencarral - Alcobendas, Km 3.8  
20108 Alcobendas | Madrid | Spain

votorantimcimentos.com





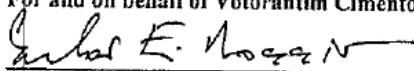
## Part - B\*\*


Name of the Target Company: Shree Digvijay Cement Co. Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the Person	Whether the person belongs to Promoter/Promoters group	PAN of the person and PACs
Votorantim Cimentos Eaa Inversiones S.L.	Yes	Not Applicable
Votorantim Cimentos S.A.	Yes	Not Applicable

## Signature of the Authorised Signatory:

For and on behalf of Votorantim Cimentos Eaa Inversiones, S.L.

  
Carlos Eduardo de Arruda Boggio  
 Attorney at Law

  
Persio Morassutti  
 Attorney at Law

Place: Madrid

Date: April 7<sup>th</sup>, 2017

## Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (\*) 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.
- (\*\*) Part -B shall be disclosed to the Stock Exchange but shall not be disseminated





March 31, 2017

To,

**Shree Digvijay Cement Co. Limited**  
Registered Office,  
Digvijaygram - 361140,  
Jamnagar, Gujarat

**Sub: Disclosure pursuant to Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

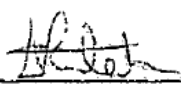
Dear Sirs,

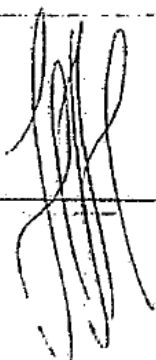
Pursuant to Regulation 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, in respect of our aggregate shareholding in Shree Digvijay Cement Co. Limited (Target Company) as of March 31, 2017, for your information and record.

Yours Sincerely,

---

For and on behalf of Votorantim Cimentos S.A.

  
\_\_\_\_\_  
André Leitão  
Officer

  
\_\_\_\_\_  
Lorival Lüz  
Officer

Encl: as above



  
Votorantim Cimentos  
Divisão Jurídica



**DISCLOSURE UNDER REGULATION 30(1) AND 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

**Part-A-Details of Shareholding**

1. Name of the Target Company (TC)	Shree Digvijay Cement Co. Limited		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.  or b. Name(s) of promoter(s), member of the promoter group and PAC with him.	Votorantim Cimentos S.A.		
4. Particulars of the shareholding of person(s) mentioned at (3) above.	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31 <sup>st</sup> of the year, holding of:			
a) Shares	2,321,645	1.64%	1.64%
b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
c) Warrants,	Nil	Nil	Nil
d) Convertible Securities	Nil	Nil	Nil
e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil
<b>Total</b>	<b>2,321,645</b>	<b>1.64%</b>	<b>1.64%</b>




*[Signature]*  
Votorantim Cimentos  
Assessoria Jurídica

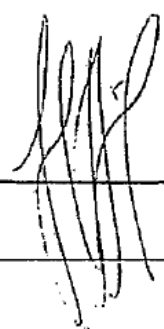
Part – B\*\*

Name of the Target Company: Shree Digvijay Cement Co. Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the Person	Whether the person belongs to Promoter/Promoters group	PAN of the person and PACs
Votorantim Cimentos S.A	Yes	Not Applicable
Votorantim Cimentos Eaa. Inversiones S.L	Yes	Not Applicable

Signature of the Authorized Signatory:  
For and on behalf of Votorantim Cimentos S.A.

  
\_\_\_\_\_  
André Leitão  
Officer

  
\_\_\_\_\_  
Lorival Luz  
Officer

Place: São Paulo (SP)

Date: March 31, 2017

## Note

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(\*) 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.

(\*\*) Part –B shall be disclosed to the Stock Exchange but shall not be disseminated



Votorantim Cimentos  
Divisão Jurídica

o/c



005011

March 31, 2017

To,  
BSE Limited  
PhirozeJeejeebhoy Towers,  
Dalal Street,  
Mumbai-400 001

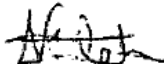
Sub: Disclosure pursuant to Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011


Dear Sirs,

Pursuant to Regulation 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, in respect of our aggregate shareholding in Shree Digvijay Cement Co. Limited (Target Company) as of March 31, 2017, for your information and record.

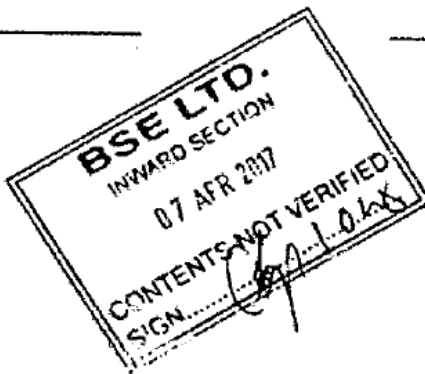
Yours Sincerely,

For and on behalf of Votorantim Cimentos S.A.

  
\_\_\_\_\_  
André Leitão  
Officer

  
\_\_\_\_\_  
Lorival Luz  
Officer

Encl: as above



Votorantim Cimentos  
Divisão Jurídica

ole



u. 005012

April 7th, 2017

To,

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

Sub: Disclosure pursuant to Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sirs,

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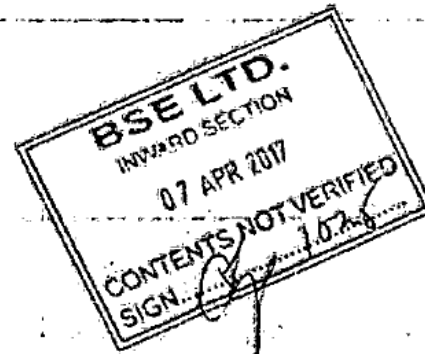
Yours Sincerely,

For and on behalf of Votorantim Cimentos Ean Inversiones, S.L.

Carlos Eduardo de Arruda Doggio  
Attorney at Law

Perito Morassutti  
Attorney at Law

Enc: as above



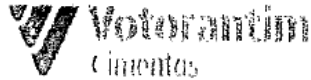
Phone +34 917 371 400

Votorantim Cimentos EAA  
Arbo Campes Empresarial - Edif. 1 planta b2)  
C/ta. Fuencarral - Alcobendas, Km 3,6  
20103 Alcobendas | Madrid | Spain

votorantimcimentos.com



Annexure IX (Board item 4)



Votorantim Cimentos  
Rua Gomes de Carvalho, 1111  
04547-006 | São Paulo SP

April 1<sup>st</sup>, 2016

To,

Shree Digvijay Cement Co. Limited  
Registered Office,  
Digvijaygram - 361140,  
Jamnagar, Gujarat

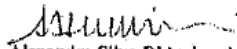
Sub: Disclosure pursuant to Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sirs,


Pursuant to Regulation 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, in respect of our aggregate shareholding in Shree Digvijay Cement Co. Limited (Target Company) as of March 31, 2016, for your information and record.

Yours Sincerely,

For and on behalf of Votorantim Cimentos S.A.

  
Alexandre Silva D'Ambrosio  
Encl: as above

and

  
Alexandre Roncon Garcez de Lencastre



Annexure IX (Board item 4)

**DISCLOSURE UNDER REGULATION 30(1) AND 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

**Part-A-Details of Shareholding**

1. Name of the Target Company (TC)	Shree Digvijay Cement Co. Limited		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited		
3. Particulars of the shareholder(s):  a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.  or  b. Name(s) of promoter(s), member of the promoter group and PAC with him.	Votórantim Cimentos S.A.		
4. Particulars of the shareholding of person(s) mentioned at (3) above.	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31 <sup>st</sup> of the year, holding of:			
a) Shares	2,321,645	1.64%	1.64%
b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
c) Warrants	Nil	Nil	Nil
d) Convertible Securities	Nil	Nil	Nil
e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil
<b>Total</b>	<b>2,321,645</b>	<b>1.64%</b>	<b>1.64%</b>



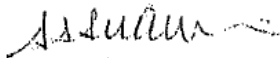
Annexure IX (Board item 4)

Part - B\*\*

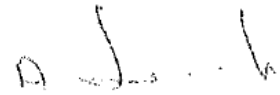
Name of the Target Company: Shree Digvijay Cement Co. Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the Person	Whether the person belongs to Promoter/Promoters group	PAN of the person and PACs
Votorantim Cimentos S.A	Yes	Not Applicable
Votorantim Cimentos Eaa Inversiones S.L	Yes	Not Applicable

Signature of the Authorized Signatory:  
For and on behalf of Votorantim Cimentos S.A.

  
Alexandre Silva D'Ambrosio  
Place: São Paulo/SP - Brazil

and

  
Alexandre Roncon Garcez de Lencastre

Date: April 1<sup>st</sup>, 2016

Note

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(\*) 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.

(\*\*) Part -B shall be disclosed to the Stock Exchange but shall not be disseminated





Tel.: (0034) 986 269 000  
Fax: (0034) 986 483 257

Votorantim Cimentos EAA Inversiones, S.L.  
Calle Brasil 56, 38204 Vigo, España  
CIF: B-27778091

[www.vclmentos.com.br](http://www.vclmentos.com.br)

31st March, 2016

To,

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

Sub: Disclosure pursuant to Regulation 30(1) and 30(2) of SEBI  
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sirs,

Pursuant to Regulation 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, in respect of our aggregate shareholding in Shree Digvijay Cement Co. Limited (Target Company) as of March 31, 2016, for your information and record.

Yours Sincerely,

For and on behalf of Votorantim Cimentos Eaa Inversiones, S.L.

A handwritten signature in black ink, appearing to read 'Persio Morassutti'.

Persio Morassutti  
Attorney at Law

A handwritten signature in black ink, appearing to read 'Sven Erik Ooppelstrup Madsen'.

Sven Erik Ooppelstrup Madsen  
Attorney at Law

Encl: as above





**DISCLOSURES UNDER REGULATION 30(1) AND 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

## Part -A-Details of Shareholding

1. Name of the Target Company (TC)	Shree Digvijay Cement Co. Limited		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited		
3. Particulars of the shareholder(s) :			
a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. or			
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	Votorantim Cimentos Eaa Inversiones, S.L.		
4. Particulars of the shareholding of person(s) mentioned at (3) above.	Number of shares	% w.r.t.total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31st of the year, holding of:			
a) Shares	103,709,063	73.36%	73.36%
b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
c) Warrants,	Nil	Nil	Nil
d) Convertible Securities	Nil	Nil	Nil
e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil
<b>Total</b>	<b>103,709,063</b>	<b>73.36%</b>	<b>73.36%</b>



*Handwritten signature/initials*

Annexure IX (Board item 4)

Part - B\*\*

Name of the Target Company: Shree Digvijay Cement Co. Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the Person	Whether the person belongs to Promoter/Promoters group	PAN of the person and PACs
Votorantim Cimentos Eaa Inversões S.L	Yes	Not Applicable
Votorantim Cimentos S.A.	Yes	Not Applicable

Signature of the Authorised Signatory:

For and on behalf of Votorantim Cimentos Eaa Inversões, S.L.



Persio Morassutti  
Attorney at Law



Sven Erik Ooppelstrup Madsen  
Attorney at Law

Place: Madrid

Date: 31st March, 2016

Note :

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (\*) 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.
- (\*\*) Part -B shall be disclosed to the Stock Exchange but shall not be disseminated



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**Subject:** FW: Votorantim Cimentos Internationál S.A. - Regulation 10(5)  
**Attachments:** Votorantim Cimentos International S.A. - Regulation 10(5).docx 763925-4-130 v0.2.pdf  
**Importance:** High

**De:** Paulo Zaccharias Neto  
**Enviada em:** quinta-feira, 1 de novembro de 2018 15:07  
**Para:** [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)  
**Assunto:** Votorantim Cimentos International S.A. - Regulation 10(5)  
**Prioridade:** Alta

Dear Sirs,

We write on behalf of Votorantim Cimentos International S.A. Please find enclosed a disclosure pursuant to Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. This is in regard to the proposed indirect acquisition of shares of Shree Digvijay Cement Company Limited by Votorantim Cimentos International S.A.

Kindly take the above on record.

Regards,

Paulo

**Paulo Zaccharias Neto**  
Votorantim Cimentos  
Departamento Jurídico  
Centro Corporativo São Paulo  
[paulo.zaccharias@vcimentos.com](mailto:paulo.zaccharias@vcimentos.com)

Tel: +55 11 4572-4736  
Rua Gomes de Carvalho, 1996 – 12º andar, 04547-006

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