

Secretarial Division  
16<sup>th</sup> August, 2016

**ACC**

General Manager - Department of Corporate Services  
Bombay Stock Exchange Limited  
Pheroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
**Scrip code: 500410**

ACC Limited  
Registered Office  
Cement House  
121, Maharshi Karve Road  
Mumbai 400 020, India

CIN: L26940MH1936PLC002515

Phone +91 22 3302 4321  
Fax +91 22 6631 7458  
www.acclimited.com

Dear Sirs,

**Re.: Disclosure under Regulation 7(2)(b) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (the "SEBI Insider Trading Regulations") of disclosures received under Regulations 7(1)(b) and 7(2)(a) of the SEBI Insider Trading Regulations**

Please find attached following disclosures made to ACC Limited ("ACC") in the prescribed format under Regulations 7(1)(b) and 7(2)(a) of the SEBI Insider Trading Regulations:

1. Disclosure under Regulation 7(1)(b): Disclosure by Ambuja Cements Limited ("Ambuja") upon becoming one of the Promoters of ACC along with details of securities held by Ambuja in ACC; and
2. Disclosures under Regulation 7(2)(a): Disclosure by Ambuja on behalf of Holcim (India) Private Limited ("HIPL") with respect to change in shareholding of HIPL in ACC.

The scheme of amalgamation between Ambuja and HIPL and their shareholders and creditors, under Sections 391 to 394 read with Section 100 and other applicable provisions of the Companies Act, 1956 ("Scheme"), provided for the amalgamation of HIPL into Ambuja and dissolution of HIPL without winding up. The Scheme was sanctioned by both the High Court of Gujarat and the High Court of Judicature at Delhi on 18<sup>th</sup> March 2014 and the Scheme is effective from 12<sup>th</sup> August 2016. On the effectiveness of the scheme, all assets of HIPL, including 9,39,84,120 (Nine Crore Thirty Nine Lakhs Eighty Four Thousand One Hundred and Twenty) shares of ACC, constituting 50.05% of the paid up share capital of ACC, which were earlier held by HIPL, were transferred to Ambuja. Accordingly, Ambuja has, with effect from 12<sup>th</sup> August 2016 replaced HIPL as one of the promoters of ACC. Holderind Investments Limited continues to remain a promoter of ACC. LafargeHolcim Ltd. continues to remain the ultimate Holding Company and part of the promoter group of ACC. The aforementioned have been made by Ambuja (on behalf of itself and HIPL) pursuant to transfer of shareholding of ACC from HIPL to Ambuja pursuant to the Scheme and ACC is making this disclosure in accordance with Regulation 7(2)(b) of the SEBI Insider Trading Regulations.

This is for your information and record.

Yours faithfully  
For ACC Limited

  
Jer N Dhondy  
Authorized Signatory

Encl.:

# Ambuja Cement

Ref: ACL/SEC/

12<sup>th</sup> August, 2016

To,

The Company Secretary  
ACC Limited  
Cement House  
121 Maharshi Karve Road

Dear Sir,

Pursuant to the Scheme of Amalgamation ("**Scheme**") between Ambuja Cements Limited ("**ACL**") and Holcim (India) Private Limited ("**HIPL**") and their shareholders and creditors under Sections 391 to 394 read with Section 100 and other applicable provisions of the Companies Act, 1956, which has been sanctioned by both the High Court of Gujarat and the High Court of Judicature at Delhi on March 18, 2014 and is effective from August 12, 2016, please find attached herewith the following disclosures:

1. Disclosure under Regulation 7(1)(b) read with Regulation 6(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 in Form B; and
2. Disclosure under Regulation 7(2)(a) read with Regulation 6(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 in Form C, for and on behalf of HIPL, which has ceased to exist pursuant to the effectiveness of the Scheme.

Request to please take the same on records & acknowledge.

For **AMBUJA CEMENTS LIMITED**

*Rajiv M. Gandhi*

**Rajiv Gandhi**  
Company Secretary



Place: [Mumbai]  
Date: 12<sup>th</sup> August, 2016

**AMBUJA CEMENTS LIMITED**

Elegant Business Park, MIDC Cross Road 'B', Off Andheri Kurla Road, Andheri (E), Mumbai 400059.  
Tel.: 022- 4066 7000 / 6616 7000, Fax: 022 - 6616 7711 / 4066 7711. Website: [www.ambujacement.com](http://www.ambujacement.com)  
Regd. Off. : P. O. Ambujanagar, Taluka - Kodinar, Dist. Gir Somnath, Gujarat.  
CIN: L26942GJ1981PLC004717

**FORM B**

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7(1)(b) read with Regulation 6(2) – Disclosure on becoming a director/KMP/Promoter]

Name of the company: ACC Limited

ISIN of the company: INE012A01025

**Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).**

Name, PAN No., CIN/DIN & Address with contact nos.	Category of Person (Promoters/ KMP / Directors/immediate relatives/others etc.)	Date of appointment of Director/KMP OR Date of becoming Promoter	Securities held at the time of becoming Promoter/appointment of Director/KMP		% of Shareholding
			Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	
1  Name: Ambuja Cements Limited (“Ambuja”) PAN no: AAACG0569P Registered Office Address: P. O, Ambujanagar, Taluka Kodinar, Gir Somnath, Gujarat – 362715 Corporate Address: Elegant Business Park, MIDC Cross Road ‘B’, Off. Andheri- Kuria Road, Andheri (East), Mumbai 400 059 Contact no. 022-4066 7059	2  Promoter	3  August 12, 2016	4  Equity shares	5  9,39,84,120 equity shares constituting 50.05% of the paid up equity share capital. # <i>Refer to Note 1</i>	6  50.05%

*Note: “Securities” shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.*



Details of Open Interest (OI) in derivatives of the company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of becoming Promoter/appointment of Director/KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/appointment of Director/KMP		
Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12
Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options.

# Note 1: Pursuant to the scheme of amalgamation between Ambuja and Holcim (India) Private Limited ("HIPL") and their shareholders and creditors under Sections 391 to 394 read with Section 100 and other applicable provisions of the Companies Act, 1956 ("Scheme"), which has been sanctioned by both the High Court of Gujarat and the High Court of Judicature at Delhi on March 18, 2014, HIPL stands amalgamated with Ambuja with effect from August 12, 2016, and all assets of HIPL, including 939,84,120 equity shares constituting 50.05% of the paid-up share capital of ACC Limited, are now being held by Ambuja. The appointed date under the Scheme is April 1, 2013. Holderind Investments Ltd is and continues to remain the majority shareholder of ACL. LafargeHolcim Ltd (formerly known as Holcim Ltd, Switzerland) continues to remain the Ultimate Holding Company and part of promoter group of ACL.

For AMBUJA CEMENTS LIMITED

*Rajiv M. Gandhi*

Authorised Signatory

Name: Rajiv Gandhi

Designation: Company Secretary



Date: 12<sup>th</sup> August, 2016

Place: Mumbai

FORM C

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015  
[Regulation 7(2) read with Regulation 6(2) – Continual disclosure]

Name of the company: ACC Limited

ISIN of the company: INE012A01025

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN No., GANDM, & address of Promoter/ Employee/Director with contact nos.	Category of Person (Promoters/ KMP / Directors/ immediate relatives/ others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed			Securities held post acquisition/disposal		Date of intimation to company	Mode of acquisition (market purchase/ public rights/ preferential offer / off market/ Inter-se transfer etc.
		Type of security (For eg – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge/ Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholdin g	From To		
1 Name: Holcim (India) Private Limited ("HPL") PAN No: AABCH3635C Registered Office Address: Suite 304, Third Floor, DLF South Court, Plot A- 1, Saket District Centre, Saket, New Delhi-110017 Contact Number: 022-4066 7059	2 Promoter	3 Equity shares	4 9,39,84,120 equity shares constituting 50.05% of the paid up equity share capital.	7 Refer to Note 1#	8 Refer to Note 1#	11 Refer to Note 1#	12 Refer to Note 1#	13 Refer to Note 1#	14 Refer to Note 1#	



**Note:** "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Type of contract	Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
	Contract specifications		Buy		Sell		
	Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21	
Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

# Note 1: Pursuant to the scheme of amalgamation between Ambuja Cements Limited ("Ambuja") and Holcim (India) Private Limited ("HIPL") and their shareholders and creditors under Sections 391 to 394 read with Section 100 and other applicable provisions of the Companies Act, 1956 ("Scheme"), which has been sanctioned by both the High Court of Gujarat and the High Court of Judicature at Delhi on March 18, 2014, HIPL stands amalgamated with Ambuja with effect from August 12, 2016, and all assets of HIPL, including 9,39,84,120 equity shares constituting 50.05% of the paid-up share capital of ACC Limited ("ACC"), are now being held by Ambuja. The appointed date under the Scheme is April 1, 2013.

On the effectiveness of the Scheme, all assets of HIPL, including 9,39,84,120 (Nine Crore Thirty Nine Lakhs Eighty Four Thousand One Hundred and Twenty) shares of ACC, constituting 50.05% of the paid up share capital of ACC, which were earlier held by HIPL, stand transferred to Ambuja.

Holderfind Investments Ltd is, and continues to remain the majority shareholder of ACL. LafargeHolcim Ltd (formerly known as Holcim Ltd, Switzerland) continues to remain the Ultimate Holding Company and part of the promoter group of ACL.

This disclosure is being made by Ambuja Cements Limited on behalf of HIPL, which has ceased to exist pursuant to the effectiveness of the Scheme.

For AMBUJA CEMENTS LIMITED

*Rajiv M. Gandhi*

Authorised Signatory

Name: Rajiv Gandhi

Designation: Company Secretary

Date: 12<sup>th</sup> August, 2016

Place: Mumbai

