

Date: 5th December, 2023

The General Manager BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	The Assistant Vice-President National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex Bandra (East), Mumbai – 400 051
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Dear Sir,

Sub.: Disclosure under Regulation 30 and other applicable provisions under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI (LODR) Regulations”).

In continuation to our letter dated August 3, 2023, this is to inform that in relation to the share purchase agreement dated August 3, 2023 amongst the Sanghi Industries Limited (“**Company**”), Ambuja Cements Limited (“**Acquirer**”) and certain members of the promoter/promoter group of the Company (“**Sellers**”) for Sale of up to 14,65,78,491 equity shares constituting 56.74% of the Voting Share Capital (as defined in the public announcement dated August 3, 2023) of the Target Company (“**SPA**”), the parties to the SPA have entered into an amendment letter dated December 5, 2023, to record inter alia, the amendment to the price per equity share of the Company under the SPA, as detailed in **Annexure A**;

Additionally, the Company has received an intimation from the Acquirer dated December 05, 2023 (attached hereto as **Annexure B**) informing that, in terms of the Acquirer’s obligations under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**Takeover Regulations**”), the Offer Price as defined in the PA shall stand revised to INR 121.90, and that the Acquirer shall undertake the necessary actions in compliance with Regulation 18(5) of the Takeover Regulations in this regard.

You are requested to take the same on your record.

Thanking you,
Yours faithfully,

For Sanghi Industries Limited

Anil Agrawal
Company Secretary & Compliance Officer
Encl.: as above.

Sanghi Industries Limited
CIN : L18209TG1985PLC005581
Registered Office : P.O. Sanghinagar, Hayatnagar Mandal, R.R. District, Telangana- 501 511
Tel.: 08415-242240 E mail: companysecretary@sanghiment.com
Website : www.sanghiment.com

ANNEXURE A

The amendment letter to the SPA has been executed today, December 5, 2023 between the Sellers, the Acquirer and the Company to amend the price per equity share of the Company under the SPA. Pursuant to the amendment, under the SPA, the per share price for the equity shares will mean an amount of INR 114.22, subject to adjustments as set out in the SPA, or such other lower or higher amount as the parties to the agreement may mutually agree, subject to applicable laws.

Sanghi Industries Limited

CIN : L18209TG1985PLC005581

Registered Office : P.O. Sanghinagar, Hayatnagar Mandal, R.R. District, Telangana- 501 511

Tel.: 08415-242240 E mail: companysecretary@sanghiment.com

Website : www.sanghiment.com

Annexure B



Date: December 5, 2023

To,

Sanghi Industries Limited

Attn: Alok Sanghi

Sanghi House, Gheliji Pura Road,

Behind Saket 1, Makarba Bhopal,

Bhopal Daskroi, Ahmedabad,

Gujarat, 380058

E-mail: alok.sanghi@gmail.com

Copy to: ravisanghi@gmail.com

aditya.sanghi@gmail.com

Dear Sir,

Sub: Acquisition of up to 14,65,78,491 equity shares constitution 56.74% of the Voting Share Capital of Sanghi Industries Limited

This is to inform you that pursuant to the share purchase agreement dated August 3, 2023 between *inter alia* Ambuja Cements Limited (the "**Acquirer**"), Sanghi Industries Limited ("**Target Company**") and the promoters of the Target Company, the Acquirer has executed a trade on the floor of the stock exchange to acquire 14,08,21,941 equity shares of Target Company constituting 54.51% of the Voting Share Capital as defined in the Public Announcement ("**PA**") from the promoters of the Target Company, at a price of INR 121.90 per equity share, and the remaining 57,56,550 equity shares representing 2.23% of the Voting Share Capital of the Target Company will be acquired separately.

Separately, in terms of the Acquirer's obligations under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Takeover Regulations**"), the Offer Price as defined in the PA shall stand revised to INR 121.90. The Acquirer shall undertake the necessary actions in compliance with Regulation 18(5) of the Takeover Regulations in this regard.

Please find attached the disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 made by the Acquirer, in respect of the aforesaid as **Annexure A**.

Ambuja Cements Ltd

Registered office:

Adani Corporate House

Shantigram, S.G. Highway

Khodiyar, Ahmedabad – 382 421

Gujarat, India

Ph +91 79-2555 5555

www.ambujacement.com

CIN: L26942GJ1981PLC004717



You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For AMBUJA CEMENTS LIMITED

Hitesh L. Marthak

Digitally signed by Hitesh L. Marthak
DN: c=IN, o=Personal, title=7903,
pseudonym=F933BAF66864B45F8274E59E9
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serialNumber=4f0cfe4b76b7476520EE6DD
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Date: 2023.12.05 16:08:05 +05'30'

Hitesh Marthak

Company Secretary & Compliance Officer

Encl.: As above

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5th December, 2023

To

National Stock Exchange of India Limited

BSE Limited

Luxembourg Stock Exchange

Scrip Code: AMBUJACEM

Scrip Code: 500425

Code: US02336R2004

Dear Sir/Madam,

Sub.: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Acquisition of up to 14,65,78,491 equity shares constituting 56.74% of the Voting Share Capital of Sanghi Industries Limited.

Ref: Intimation dated August 3, 2023 for (a) Share Purchase Agreement for acquisition of up to 14,65,78,491 equity shares constituting 56.74% of the Voting Share Capital of Sanghi Industries Limited; and (b) Open Offer for upto 6,71,64,760 equity shares, constituting 26% of the Voting Share Capital, at a price of INR 114.22 per equity share from the public shareholders of Sanghi Industries Limited

In continuation to our letter dated August 3, 2023, this is to inform you that: (i) in relation to the share purchase agreement dated August 3, 2023 amongst the Company, Sanghi Industries Limited ("**Target Company**") and certain members of the promoter/promoter group of the Target Company ("**Sellers**") for acquisition of up to 14,65,78,491 equity shares constituting 56.74% of the Voting Share Capital (as defined in the public announcement dated August 3, 2023) of the Target Company ("**SPA**"), the parties to the SPA have entered into an amendment letter dated December 5, 2023, to record *inter alia*, the amendment to the price per equity share of the Target Company payable under the SPA, as detailed in **Annexure A**; and (ii) the Company has executed a trade on the floor of the stock exchange as

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well as off market trade to acquire 140,821,941 equity shares of Target Company constituting 54.51% of the Voting Share Capital (as defined in the public announcement dated August 3, 2023) from the promoters of the Target Company, at a price of INR 121.90 per equity share, and that the remaining 57,56,550 equity shares of the promoter group representing 2.23% of the Voting Share Capital of the Target Company will be acquired separately, at the above price.

In terms of the Company's obligations under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Takeover Regulations**"), the Offer Price as defined in the PA shall stand revised to INR 121.90. The Company shall undertake the necessary actions in compliance with Regulation 18(5) of the Takeover Regulations in this regard.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For Ambuja Cements Limited

Hitesh L. Marthak

Digitally signed by Hitesh L. Marthak
DN: c=IN, o=Personal, title=7903,
pseudonym=F933BAF66864845F8274E59E
9DD028D3,
2.5.4.20=387d1c686c1ef776a82f4f1a5ac2e
63be00cb2d1f959e5746455a5d616ec464,
postalCode=410210, st=Maharashtra,
serialNumber=4F0EFE48768747652DE6D
D29AF6683D3AEDCA408E2C4A85F470F4C1
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Date: 2023.12.05 10:30:39 +05'30'

Hitesh Marthak

Company Secretary & Compliance Officer

Encl.: as above.

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ANNEXURE A

The amendment letter to the SPA has been executed today, December 5, 2023 between the Company, the Target Company and the Sellers, to amend the price per equity share of the Target Company payable under the SPA. Pursuant to the amendment, under the SPA, the per share price payable for the equity shares will mean an amount of INR 114.22, subject to adjustments as set out in the SPA, or such other lower or higher amount as the Sellers and Company may mutually agree, subject to applicable laws.