Date: 30 September 2024

| | | |
|---|---|---|
| **BSE Limited**<br>25th Floor, P. J. Towers, Dalal Street, Mumbai, Maharashtra – 400001, India | **National Stock Exchange of India Limited**<br>Exchange Plaza, C-1, Block G. Bandra Kurla Complex, Bandra, East, Mumbai, Maharashtra – 400051, India | **Ambuja Cements Limited**<br>Adani Corporate House, Shantigram, Near Vaishnav Devi Circle, S. G. Highway, Khodiyar Ahmedabad, Gujarat 382421, India |

Dear Sir/ Madam,

**Sub: Disclosure pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to Ambuja Cements Limited ("TC"/ "Ambuja")**

Reference is made to the disclosure made by MUFG BANK, LTD. (incorporated in Japan with limited liability), HONG KONG BRANCH (as Mauritius security agent) on 19 April 2024 under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended till date) ("**SAST**") in respect of the facility agreement dated 26 March 2024 ("**Facility Agreement**") entered amongst others (a) Harmonia Trade and Investment Ltd (as borrower) ("**Borrower**"), (b) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as agent), (c) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as security agent) and (c) the lenders thereunder (as original lenders), for the purposes of availing a facility by the Borrower from the original lenders (as amended from time to time).

Security over shares of the Borrower in favour of MUFG BANK, LTD. (incorporated in Japan with limited liability), HONG KONG BRANCH was earlier created, which has now been released.

Accordingly, pursuant to the requirements of Regulation 29(2) of the SAST, please find attached the disclosure (as set out in **Annexure A**) in respect of the release of encumbrance over certain shares of Ambuja, as described in Annexure A.

For **MUFG BANK, LTD. (incorporated in Japan with limited liability), HONG KONG BRANCH**

**Authorised Signatory**

## Annexure A

**Format for Disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

| | | | |
|---|---|---|---|
| Name of the Target Company (TC) | Ambuja Cements Limited | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | MUFG BANK, LTD. (incorporated in Japan with limited liability), HONG KONG BRANCH (as Mauritius security agent). | | |
| Whether the acquirer belongs to Promoter/ Promoter group | No | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE Limited<br>National Stock Exchange of India Limited | | |
| 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 (**) |
| **Before the acquisition under consideration, holding of acquirer along with PACs of:** | | | |
| a) Share carrying voting rights | NIL | NIL | NIL |
| b) Shares in the nature of encumbrance (~~pledge/ lien/ non-disposal undertaking/~~others) | 477,478,249 | 19.39 | 19.39 |
| c) Voting rights (VR) otherwise than by shares | NIL | NIL | NIL |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | NIL | NIL | NIL |
| e) Total (a+b+c+d) | 477,478,249 | 19.39 | 19.39 |
| **Details of ~~acquisition/~~ sale:** | | | |
| a) Shares carrying voting rights acquired/ sold | NIL | NIL | NIL |
| b) VRs acquired/ sold otherwise than by shares | NIL | NIL | NIL |
| c) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)/ sold | NIL | NIL | NIL |
| d) Shares ~~encumbered/ involved/~~ released by the acquirer | 477,478,249 | 19.39 | 19.39 |
| e) Total (a+b+c+d) | 477,478,249 | 19.39 | 19.39 |
| **After the acquisition/ sale, holding of:** | | | |
| a) Shares carrying voting rights | NIL | NIL | NIL |
| b) Shares encumbered with the acquirer | NIL | NIL | NIL |
| c) VRs otherwise than by shares | NIL | NIL | NIL |
| d) Warrants/convertible securities/any other instrument that entitles the | NIL | NIL | NIL |

| | | | |
|---|---|---|---|
| acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition<br><br>e) Total (a+b+c+d) | NIL | NIL | NIL |
| Mode of ~~acquisition/~~ sale (e.g. ~~open market / off-market/ public issue / rights issue / preferential allotment / inter-se transfer/~~encumbrance, etc.) | Refer note 1 and note 2 below | | |
| Date of ~~acquisition of/~~ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | 26 September 2024 | | |
| Equity share capital / total voting capital of the TC before the said acquisition/ sale | 2,463,123,478 equity shares of INR 2 each | | |
| Equity share capital/ total voting capital of the TC after the said acquisition/ sale | 2,463,123,478 equity shares of INR 2 each | | |
| Total diluted share/voting capital of the TC after the said acquisition | 2,463,123,478 equity shares of INR 2 each | | |

Note 1:

As disclosed in the original disclosure made by MUFG BANK, LTD. (incorporated in Japan with limited liability), HONG KONG BRANCH (as Mauritius security agent) ("**Security Holder**") on 19 April 2024, Harmonia Trade and Investment Limited ("**Harmonia**") availed certain financial indebtedness ("**Harmonia Facility**") pursuant to the terms and conditions set out in the facility agreement dated 26 March 2024 entered into, *inter alia,* between (a) Harmonia (as the borrower), (b) the lenders thereunder, (c) CSC Global Capital Markets (Singapore) Pte. Ltd. (as agent) and (d) CSC Global Capital Markets (Singapore) Pte. Ltd. (as security agent) ("**Facility Agreement**").

Pursuant to the terms and conditions set out in (a) the Facility Agreement; and (b) certain security documents entered into between Xcent Trade and Investment Ltd ("**Xcent**"), the Security Holder and Harmonia ("**Harmonia Security Documents**"), Xcent created a security over 100% of the shares in Harmonia in favour of the Security Holder.

As on date, Harmonia holds 477,478,249 shares in Ambuja.

This disclosure is being made by the Security Holder in relation to the release of indirect encumbrances by Xcent over the shares of the Ambuja held by Harmonia.

For MUFG BANK, LTD. (incorporated in Japan with limited liability), HONG KONG BRANCH

CHOI WAI PING
DIRECTOR

Authorised Signatory

Place: Hong Kong

Date: 30 September 2024

**Note:**

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.