

# OMNA ENTERPRISES LLP

Regd Office: 4<sup>th</sup> Floor, N K Mehta International House, 178 Backbay Reclamation, MUMBAI 400020.

Tel. No: +91 22 66365490 / 91 Fax No.+91 22 66365445/ 26352413

Email: [yogeshkumarshah@mehtagroup.com](mailto:yogeshkumarshah@mehtagroup.com)

LLPIN - AAD-7755

Date : January 11, 2024

E-mail: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

To,

Corporate Relationship Manager,

**BSE Limited,**

1<sup>st</sup> Floor, New Trading Ring, Rotunda Bldg,

P.J. Tower, Dalal Street,

Mumbai - 400001.

Stock Code No: 502175

Dear Sir,

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

Please find below information as required.

Name of the Target Company (TC)	SAURASHTRA CEMENT LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	OMNA ENTERPRISES LLP (Acquirer)		
Whether the acquirer belongs to Promoter/ Promoter group	Yes, Promoter Group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited		
Details of the acquisition of shares / disposal as follows	Number	% W.r.t. total share/ voting capital wherever applicable(*)	% w.r.t. total diluted share/ voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights			
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	1,05,22,431	14.95%	--
c) Voting rights (VR) otherwise than by equity shares	-----	-----	-----
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)	-----	-----	-----
<b>e) Total (a+b+c+d)</b>	<b>1,05,22,431</b>	<b>14.95%</b>	<b>--</b>



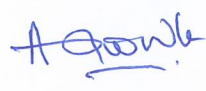
<b>Details of acquisition/Sale</b> a) Shares carrying voting rights acquired/sold b) VRs, acquired otherwise than by equity shares c) Warrants / convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired / sold d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	There has been no transaction of acquisition or sale of the shares of the TC undertake by Omna Enterprises LLP. The dilution of the shareholding of Omna Enterprises LLP has occurred due to allotment of equity shares by the TC to the shareholders of Gujarat Sidhee Cement Limited ("GSCL") on June 15, 2023, pursuant to the Order dated March 16, 2023, passed by the Hon'ble NCLT, Ahmedabad, sanctioning the Scheme of Amalgamation of GSCL with the TC and their Respective Shareholders.		
<b>e) Total (a+b+c+d)</b>	--	--	-----



<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights acquired/sold	1,05,22,431	9.50%(*)	
b) VRs, acquired otherwise than by equity shares	-----	-----	-----
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) acquired / sold	-----	----	-----
d) Shares encumbered /invoked/released by the acquirer	----	-----	-----
<b>e) Total (a+b+c+d)</b>	<b>1,05,22,431</b>	<b>9.50%</b>	<b>-----</b>
Mode of acquisition / sale (e.g. open market / off-market/ public issue / rights issue/ preferential allotment/ inter-se transfer etc.)	The TC has allotted 54009641 equity shares to the shareholders of GSCL on June 15, 2023, pursuant to the Order dated March 16, 2023, passed by the Hon'ble NCLT, Ahmedabad, sanctioning the Scheme of Amalgamation of GSCL with the TC and their Respective Shareholders. Pursuant to such allotment by the TC, the shareholding percentage of Omna Enterprises LLP in the TC has been reduced from 14.95% to 9.5%.		
Date of acquisition / sale of shares / VR or date of receipt of intimation allotment of shares whichever is applicable	<b>15/6/2023 – The date of credit of shares in the account of shareholders of erstwhile Gujarat Sidhee Cement Limited.</b>		
Equity share capital / total voting capital of the TC before the said acquisition / sale	7,03,78,169 Equity Shares of Rs.10/- each fully paid up		
Equity shares capital / total voting capital of the TC after the said acquisition / sale	11,07,29,543 Equity Shares of Rs.10/- each fully paid up		
Total diluted share/ voting capital of the TC after the said acquisition	11,07,29,543 Equity Shares of Rs.10/- each fully paid up		

(\*) 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.

Signature of the acquirer / Authorised Signatory

Place: Mumbai

Date: January 11, 2024





# OMNA ENTERPRISES LLP

Regd Office: 4<sup>th</sup> Floor, N K Mehta International House, 178 Backbay Reclamation, MUMBAI 400020.

Tel. No: +91 22 66365490 / 91 Fax No.+91 22 66365445/ 26352413

Email: [yogeshkumarshah@mehtagroup.com](mailto:yogeshkumarshah@mehtagroup.com)

LLPIN: AAD-7755

**January 11, 2024**

To,

**BSE Limited,**

P.J. Tower, Dalal Street,

Mumbai - 400001.

Stock Code No: 502175

**Kind Attn: Mr. Rakesh Parekh, Special Assistant Listing Compliance**

Dear Sir,

**Re: (i) Disclosure made on June 16, 2023, ("Disclosure") under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations").**

**(ii) Email dated January 9, 2024 received from BSE Limited.**

We refer to the captioned Disclosure made by us on June 16, 2023, under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 disclosing the reduction of our shareholding percentage in the Target Company - Saurashtra Cement Limited from 14.95% to 9.5%. As set out in the Note in the said Disclosure, the reduction in our shareholding percentage in the Target Company has occasioned by reason of the allotment of 54009641 equity shares by the Target Company to the shareholders of Gujarat Sidhee Cement Limited pursuant to the Order dated March 16, 2023, passed by the National Company Law Tribunal, Ahmedabad, sanctioning the Scheme of Amalgamation of Gujarat Sidhee Cement Limited with the Target Company and their Respective Shareholders.

Vide email dated January 9, 2024, the Bombay Stock Exchange has highlighted the following discrepancies in our Disclosure:

1. Date of Acquisition/ Sale Not mentioned.
2. Details of Mode of Acquisition/ Sale not mentioned.
3. Holding and transaction details not provided.

In this regard, kindly note that there has been no transaction of acquisition or sale of shares of the Target Company by us that had occasioned the filing of the Disclosure. The reason for filing the Disclosure was due to the fact that our shareholding percentage of the holding in the Target Company reduced from 14.95% to 9.5% on June 15, 2023, due to allotment of 54009641 shares by the Target Company to the shareholders of Gujarat Sidhee Cement Limited. The same was already set out and explained in the Note to the Disclosure made by us.

Be that as it may, as required by you under your captioned email, please find enclosed the revised Disclosure under Regulation 29(2) of the Takeover Regulations wherein the fact of the amalgamation of Gujarat Sidhee Cement Limited with the Target Company and allotment of shares by the Target Company to the reason for the reduction of the shareholding percentage is set out in the Disclosure table itself as against a separate note at the end of the Disclosure table.

We request you to kindly take the above on record and oblige.

For Omna Enterprises LLP

  
Authorised Signatory



**Encl: Disclosure under Regulation 29(2) of the Takeover Regulations**