

ORIENT CEMENT LIMITED

Registered Office: Unit-VIII, Plot No. 7 Bhoinagar, Bhubaneshwar, Orissa, India, 751012;
Tel: 011-42092100, 011-42092190; Fax: N.A.; Website: www.orientcement.com;
CIN: L26940OR2011PLC013933

OPEN OFFER FOR ACQUISITION OF UP TO 5,34,19,567 (FIVE CRORE THIRTY FOUR LAKH NINETEEN THOUSAND FIVE HUNDRED AND SIXTY SEVEN) FULLY PAID-UP EQUITY SHARES (“OFFER SHARES”) OF ORIENT CEMENT LIMITED (“TARGET COMPANY”) OF FACE VALUE OF INR 1 (INDIAN RUPEE ONE) EACH, CONSTITUTING 26.00% (TWENTY SIX PERCENT) OF THE EXPANDED SHARE CAPITAL FROM THE ELIGIBLE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY AMBUJA CEMENTS LIMITED (“ACQUIRER”) (“OPEN OFFER” OR “OFFER”)

This post-offer advertisement (“Post Offer Advertisement”) is being issued by SBI Capital Markets Limited, the manager to the Offer (“Manager to the Open Offer”), for and on behalf of the Acquirer in connection with the Open Offer to the Eligible Public Shareholders of the Target Company, pursuant to and in compliance with Regulation 18(12) of the Securities and Exchange Board Of India (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011 (“SEBI (SAST) Regulations”). The Detailed Public Statement dated October 28, 2024 was published on October 29, 2024 in all editions of Financial Express (English national daily), all editions of Jansatta (Hindi national daily), Bhubaneshwar edition of Surya Prava (Odia daily, being the place of the registered office of the Target Company), and Mumbai edition of Navshakti (Marathi daily, being the regional language at the place of the stock exchange where the maximum volume of trading in the shares of the Target Company are recorded during the 60 (Sixty) trading days preceding the date of the PA) by the Manager to the Open Offer on behalf of the Acquirer, in compliance with the SEBI (SAST) Regulations (“Detailed Public Statement” or “DPS”).

This Post Offer Advertisement should be read in continuation of, and in conjunction with:

- (a) the public announcement dated October 22, 2024 (“PA”);
- (b) the DPS;
- (c) the letter of offer dated May 19, 2025 and issued on May 20, 2025 (“LOF”); and
- (d) the pre-offer advertisement cum corrigendum to the DPS and the LOF dated May 25, 2025 which was published on May 26, 2025 in all the newspapers in which the DPS was published, by the Manager to the Open Offer on behalf of the Acquirer (“Pre-Offer Advertisement”).

Capitalized terms used but not defined in this Post Offer Advertisement shall have the same meaning assigned to such terms in the LOF, unless otherwise defined.

The shareholders of the Target Company are requested to kindly note the following information related to the Open Offer:

1.	Name of the Target Company	Orient Cement Limited
2.	Name of the Acquirer and PAC	Acquirer: Ambuja Cements Limited There are no persons acting in concert with the Acquirer for the purposes of the Open Offer.
3.	Name of the Manager to the Open Offer	SBI Capital Markets Limited
4.	Name of the Registrar to the Open Offer	MUFG Intime India Private Limited (formerly known as “Link Intime India Private Limited”)
5.	Offer Details: (a) Date of Opening of the Open Offer (b) Date of Closure of the Open Offer	May 27, 2025 (Tuesday) June 9, 2025 (Monday)
6.	Date of Payment of Consideration	June 18, 2025 (Wednesday)

7. Details of Acquisition:

Sr. No.	Particulars	Proposed in the LOF		Actuals	
7.1	Offer Price	INR 395.40		INR 395.40	
7.2	Aggregate number of shares tendered	5,34,19,567 ⁽¹⁾		7,62,13,114 ⁽²⁾	
7.3	Aggregate number of shares accepted	5,34,19,567 ⁽¹⁾		5,34,19,567 ⁽³⁾	
7.4	Size of the Open Offer (Number of shares multiplied by offer price per share)	INR 2112,20,96,791.80 ⁽¹⁾		INR 2112,20,96,791.80	
		Number	% of Expanded Share Capital	Number	% of Expanded Share Capital
7.5	Shareholding of the Acquirer before SPAs/ PA	NIL	NIL	NIL	NIL
7.6	Shares acquired by way of SPAs ⁽⁴⁾	9,58,73,163	46.66%	9,58,73,163	46.66%
7.7	Shares acquired under the Open Offer	Upto 5,34,19,567 ⁽¹⁾	Upto 26.00% ⁽¹⁾	5,34,19,567	26.00%
7.8	Shares acquired after Detailed Public Statement (other than as set out in point 7.6 above)	NIL	NIL	NIL	NIL
7.9	Post Open Offer shareholding of Acquirer	14,92,92,730 ⁽¹⁾	72.66% ⁽¹⁾	14,92,92,730	72.66%
7.10	Pre Open Offer shareholding of the Public	10,95,86,710 ⁽⁵⁾	53.34% ⁽⁵⁾	10,95,86,710 ⁽⁵⁾	53.34% ⁽⁵⁾
	Post Open Offer shareholding of the Public	5,61,67,143 ⁽¹⁾⁽⁵⁾	27.34% ⁽¹⁾⁽⁵⁾	5,61,67,143	27.34%



Notes:

- (1) Assuming full acceptance under the Open Offer.
- (2) All 7,62,13,114 Equity Shares tendered in the Offer were in dematerialized form.
- (3) Out of the 7,62,13,114 Equity Shares tendered in the Offer, 5,34,19,567 Equity Shares (i.e., the total number of Equity Shares constituting the Offer Size) were validly tendered and accepted.
- (4) In accordance with Regulation 22(2) of the SEBI (SAST) Regulations, on April 22, 2025, the Acquirer has acquired 9,58,73,163 Equity Shares, amounting to 46.66% of the Expanded Share Capital of the Target Company at a price of INR 395.40 per Equity Share by way of an off-market transfer. For more details, please refer to Paragraph 3.1.14 of the LOF.
- (5) The pre and post Open Offer shareholding of the public is based on the shareholding (from beneficiary position data) as of May 13, 2025 (i.e., the Identified Date), as disclosed in the LOF.

In relation to the disclosures relating to the Target Company and the Sellers, the Acquirer has relied on the information provided by the Target Company and the Sellers or as available in public domain and has not independently verified the accuracy of details of the Target Company or the Sellers. Subject to the aforesaid, the Acquirer and its Directors, severally and jointly, accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations of the Acquirer under the SEBI (SAST) Regulations. The Acquirer would be responsible to ensure compliance with the SEBI (SAST) Regulations.

A copy of this Post Offer Advertisement is available on the websites of SEBI, NSE and BSE, and at the registered office of the Target Company.

ISSUED ON BEHALF OF THE ACQUIRER BY MANAGER TO THE OPEN OFFER

MANAGER TO THE OPEN OFFER	REGISTRAR TO THE OPEN OFFER
 Complete Investment Banking Solutions SBI Capital Markets Limited Unit No. 1501, 15th Floor, A & B Wing, Parinee Crescenzo Building, Plot C-38, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra, India Tel: +91 22 4006 9807 Website: www.sbicaps.com E-mail: orient.openoffer@sbicaps.com Contact Person: Raghavendra Bhat / Aditya Deshpande SEBI Registration No.: INM000003531	 MUFG Intime India Private Limited (Formerly known as “Link Intime India Private Limited”) C 101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, India Tel: +91 810 811 4949 Fax: +91 22 49186060 E-mail: orientcement.offer@linkintime.co.in Contact Person: Pradnya Karanjekar Website: www.in.mpms.mufg.com SEBI Registration No.: INR000004058

Place: Ahmedabad
Date: June 18, 2025