



File No: 1010/1

26th March, 2023

BSE Limited
P J Towers, Dalal Street,
Fort Mumbai-400001
Scrip Code: 542216

National Stock Exchange of India Limited
“Exchange Plaza”, C-1, Block G
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051
Symbol: DALBHARAT

Sub: Disclosure of sale of equity stake in Dalmia Bharat Refractories Limited

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(SEBI LODR).

Dear Sir/Madam,

We wish to inform you that in line with its strategy to exit non-core business/investment and pursuant to the approval granted by its Board of Directors in its meeting held on 25th March, 2023, Dalmia Cement (Bharat) Limited (DCBL), a material wholly owned subsidiary of the Company, has entered into a binding agreement to sell its entire investment of 1,87,23,743 equity Shares of Rs. 10 each (42.36% of share capital) of Dalmia Bharat Refractories Limited (DBRL), an associate company, at a consideration of Rs. 800 cr. to M/s Sarvapriya Healthcare Solutions Private Limited (Sarvapriya), a promoter group Company.

The transaction will be consummated within 30 days i.e. on or before 25th April, 2023 and the consideration for transfer of investment shall be received by DCBL as follows:

	Rs. Cr.
- 20% payment on the date of consummation of transaction	160
- 40% by way of NCDs redeemable on or before 31 st Dec, 2023	320
- 40% by way of NCDs redeemable on or before 30 th Sept, 2024	320

The NCDs will carry coupon of 8.5% p.a. payable quarterly.

The letter received from DCBL in the regard is attached for reference.

In reference to above, this is to also inform you that the Company will hold an Investors/Analysts Conference Call on Monday, 27th March, 2023 at 10:30 A.M. (IST), a copy of invite is attached.

Dalmia Bharat Limited

11th & 12th Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi-110 001, India
t 91 11 23465100 f 91 11 2331 3303 w www.dalmiabharat.com CIN : L14200TN2013PLC112346
Registered Office: Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu- 621 651, India
A **Dalmia Bharat Group** company, www.dalmiabharat.com



This is for your information and records.

Thanking you,

Yours sincerely,

For Dalmia Bharat Limited

Rajeev Kumar
Company Secretary
Encl: As above

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FUTURE TODAY

March 26, 2023

To
The Compliance Officer,
Dalmia Bharat Limited
11th & 12th Floors, Hansalaya Building,
15, Barakhamba Road,
New Delhi-110 001

Sub: Intimation regarding sale of equity stake in Dalmia Bharat Refractories Limited (DBRL)

Dear Sir/Madam,

We wish to inform you that in line with its strategy to exit non-core business/investments and pursuant to the approval granted by the Board of Directors of the Company at its meeting held on March 25, 2023, the Company has today entered into a binding agreement to sell its entire investment of 1,87,23,743 equity Shares of Rs. 10 each (42.36% of share capital) of Dalmia Bharat Refractories Limited (DBRL), an associate company, to Sarvapriya Healthcare Solutions Private Limited (Sarvapriya), a promoter group Company, at a consideration of Rs. 800 Crore.

The transaction will be consummated within 30 days i.e. on or before 25th April, 2023 with payment to be received as follows:

	Rs. Crore
- 20% payment on the date of consummation of transaction	160
- 40% by way of NCDs redeemable on or before 31 st Dec, 2023	320
- 40% by way of NCDs redeemable on or before 30 th Sept, 2024	320

The NCDs will carry coupon of 8.5% p.a. payable quarterly.

The disclosure as may be required under SEBI LODR Regulations is attached hereto for your reference.

This is for your information and records.

Thanking you,

Yours sincerely,

For Dalmia Cement (Bharat) Limited


Manisha Bansal
Company Secretary
Encl: As above



Dalmia Cement (Bharat) Limited

11th & 12th Floor, Hansalaya Building, 15 Barakhamba Road, New Delhi - 110 001, Delhi, India
T +91 11 2346 5100 Toll Free 1800 2020 W www.dalmiacement.com CIN: U65191TN1996PLC035963
Registered Office: Dalmiapuram, District Tiruchirappalli - 621 651, Tamil Nadu, India
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FUTURE TODAY

Information required under para A in part A of schedule III of SEBI LODR read with SEBI circular dated September 9, 2015

SL No	Particulars	Details								
a)	the amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year;	Not Applicable								
b)	date on which the agreement for sale has been entered into;	Expected date 26 th March, 2023								
c)	the expected date of completion of sale/disposal;	On or before 25th April, 2023								
d)	consideration received from such sale/disposal;	Rs. 800 Crore consideration to be received as follows: <table style="margin-left: auto; margin-right: auto;"> <tr> <td></td> <td style="text-align: right;">Rs. Crore.</td> </tr> <tr> <td>20% on date of consummation</td> <td style="text-align: right;">160</td> </tr> <tr> <td>40% by NCDs redeemable on or before 31st Dec, 2023</td> <td style="text-align: right;">320</td> </tr> <tr> <td>40% by NCDs redeemable on or before 30th Sept, 2024</td> <td style="text-align: right;">320</td> </tr> </table>		Rs. Crore.	20% on date of consummation	160	40% by NCDs redeemable on or before 31st Dec, 2023	320	40% by NCDs redeemable on or before 30th Sept, 2024	320
	Rs. Crore.									
20% on date of consummation	160									
40% by NCDs redeemable on or before 31st Dec, 2023	320									
40% by NCDs redeemable on or before 30th Sept, 2024	320									
e)	brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	Sarvapriya Healthcare Solutions Private Limited, a promoter group Company.								
f)	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	Yes, the transaction is a related party transaction and the transaction is entered into on "arm's length" basis, and as approved by the Board based on recommendation of Independent Directors and the Audit Committee after relying on various inputs, incl. Valuation Report by registered valuer.								
g)	additionally, in case of a slump sale, indicative disclosures provided for amalgamation/ merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable								

Dalmia Cement (Bharat) Limited

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The Management team of Dalmia Bharat Limited

invites you to a

Conference Call on Business Update on

Monday, 27th March 2023, 10:30 am (IST)



Dial-in Numbers

Primary Number: +91 22 6280 1536 **Secondary Number:** +91 22 7115 8344

India Toll Free Numbers – 1 800 120 1221

International Toll Free Numbers - USA: 1 866 746 2133 / UK: 0 808 101 1573 / Singapore: 800 101 2045
/ Hong Kong: 800 964 448

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