India Cements Capital Limited

Regd. & Corp. Office : No.18/14, (312/14) Gee Gee Emerald,
No.2C, 2D, 2nd Floor, Valluvarkottam High Road,
Nungambakkam, Chennai - 600 034.
T : 91 44 4606 5183 Email : secr@iccaps.com www.iccaps.com
Corporate Identity No. : L65191TN1985PLC012362

Date: July 24, 2026

To,

Listing Department
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai- 400001

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 and Regulation 30A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations")

We have been informed by **M/s. Sri Saradha Logistics Private Limited** (hereinafter referred to as the "Promoter" or "Promoter Seller") of **India Cements Capital Limited** (hereinafter referred to as "Company") vide its letter dated July 24, 2026, that it has entered into a Share Purchase Agreement ("**SPA**") on July 24, 2026 with **Mr. Sandeep Jain, Mr. Vikas Garg and Mr. Rahul Nagar** (hereinafter referred to as "Acquirers") pursuant to which the promoter seller proposes to sell its entire shareholding of 1,08,58,186 (One Crore Eight Lakh Fifty Eight Thousand One Hundred Eighty Six) Equity Shares of Rs. 10/- each constituting 50.02% of the total share capital of the Company to the Acquirers.

The execution and signing of the above SPA shall attract an obligation on the Acquirers to make an Open Offer to the public shareholders of the Company in terms of applicable regulation of Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulation, 2011 ("SEBI (SAST) Regulations).

The completion of Open Offer and the consummation of the SPA would result in the Acquirers acquiring control over the Company.

Please find attached **Annexure I** to this letter, disclosed pursuant to Regulation 30 and 30A of SEBI (LODR) Regulations and as per the master circular bearing reference number HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026.

Kindly take the same on record.

Yours faithfully,

For **India Cements Capital Limited**

SURESH KRISHNAMURTHY
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Date: 2026.07.24 16:58:53 +05'30'

Company Secretary

India Cements Capital Limited

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Annexure - I

<table>
<tr><th>S. No.</th><th colspan="2">Particulars</th></tr>
<tr><td>a.</td><td>If the listed entity is a party to the agreement,
i. Details of the counterparties (including name and relationship with the listed entity)</td><td>Not applicable</td></tr>
<tr><td>b.</td><td>If listed entity is not a party to the agreement,
i. Name of the party entering into such an agreement and the relationship with the listed entity;</td><td><table><tr><th>S. No.</th><th>Name of the party</th><th>Relationship with the Company</th></tr><tr><td>1.</td><td>Sri Saradha Logistics Private Limited (SSLPL)</td><td>Promoter</td></tr></table></td></tr>
<tr><td></td><td>ii. Details of the counterparties to the agreement (including name and relationship with the listed entity);</td><td><table><tr><th>S. No.</th><th>Name of the party</th><th>Relationship with the Company</th></tr><tr><td>1.</td><td>Sandeep Jain</td><td>Acquirer</td></tr><tr><td>2.</td><td>Vikas Garg</td><td>Acquirer</td></tr><tr><td>3.</td><td>Rahul Nagar</td><td>Acquirer</td></tr></table>
The Acquirers are not related parties of the Company.</td></tr>
<tr><td></td><td>iii. Date of entering into the agreement</td><td>The Share Purchase Agreement has been executed on July 24, 2026.</td></tr>
<tr><td>c.</td><td>Purpose of entering into the agreement</td><td>The Promoter Seller and the Acquirers have executed a Share Purchase Agreement whereby the Acquirers propose to acquire 1,08,58,186 (One Crore Eight Lakh Fifty Eight Thousand One Hundred Eighty Six) Equity Shares of Rs,10/- each, constituting 50.02% (Fifty Point Zero Two Percent) of the Voting Share Capital of the Company in the manner and terms of the SPA.</td></tr>
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<table>
<tr><td></td><td></td><td>Further, the proposed transaction shall attract an obligation on the Acquirers to make an open offer as required under SEBI (SAST) Regulations.</td></tr>
<tr><td>d.</td><td>Shareholding, if any, in the entity with whom the agreement is executed</td><td>Shareholding of the Promoter Seller prior to SPA:
<table>
<tr><th>S. No.</th><th>Name</th><th>No. of shares</th><th>% of holdings</th></tr>
<tr><td>1.</td><td>Sri Saradha Logistics Private Limited</td><td>1,08,58,186</td><td>50.02</td></tr>
<tr><td colspan="2">Total</td><td></td><td></td></tr>
</table>
Shareholding of the Acquirers prior to SPA:
<table>
<tr><th>S. No.</th><th>Particulars</th><th>No. of shares</th><th>% of holdings</th></tr>
<tr><td>1.</td><td>Sandeep Jain</td><td>Nil</td><td>Nil</td></tr>
<tr><td>2.</td><td>Vikas Garg</td><td>Nil</td><td>Nil</td></tr>
<tr><td>3.</td><td>Rahul Nagar</td><td>Nil</td><td>Nil</td></tr>
</table></td></tr>
<tr><td>e.</td><td>Significant terms of the agreement (in brief)</td><td>In terms of the SPA, the Acquirers have agreed to purchase from the Promoter Seller and the Promoter Seller has agreed to sell to the Acquirers 1,08,58,186 (One Crore Eight Lakh Fifty Eight Thousand One Hundred Eighty Six) Equity Shares of Rs. 10/- each being 50.02% of the total voting share capital of the Company in the manner and subject to the terms and conditions contained herein.

The execution and signing of the above SPA shall attract an obligation on the Acquirers to make an Open Offer to the public shareholders of the Company in terms of applicable regulation of Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulation, 2011 ("SEBI (SAST) Regulations).

The Acquisition of shares under the SPA and the Open Offer is subject to the receipt of applicable approvals, including from the Reserve Bank of India.</td></tr>
<tr><td>f.</td><td>Extent and the nature of impact on management or control of the listed entity</td><td>Pursuant to the completion of Open Offer and the consummation of the Proposed Transaction and subject to compliance with the SEBI (SAST) Regulations, the Acquirers will acquire and exercise control over the Target Company and will be classified as Promoters of the Target Company in accordance with the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</td></tr>
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g.	Details and quantification of the restriction or liability imposed upon the listed entity	NIL
h.	Whether the said parties are related to promoter/promoter group/group companies in any manner. If yes, nature of relationship	SSLPL (the seller) is the Promoter of the Company. The Acquirers are not related to promoter/promoter group/group companies in any manner.
i.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No- The transaction is not a related party transaction.
j.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Not applicable
k.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	NIL
l.	In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s):	Not applicable
	i. name of parties to the agreement	-
	ii. nature of the agreement;	-
	iii. date of execution of the agreement;	-
	iv. details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier)	-
	v. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier).	-

SURESH KRISHNAMURTHY

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