

ADVERTISEMENT UNDER REGULATION 18(7) IN TERMS OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (AS AMENDED) (THE "SEBI (SAST) REGULATIONS") TO THE PUBLIC SHAREHOLDERS OF

ANJANI PORTLAND CEMENT LIMITED

(THE "TARGET COMPANY")

This advertisement (this "**Advertisement**") is being issued by Motilal Oswal Investment Advisors Private Limited ("**Manager**"), for and on behalf of Chettinad Cement Corporation Limited ("**Acquirer**"), pursuant to and in compliance with the SEBI (SAST) Regulations in respect of the open offer ("**Offer**") to acquire up to 47,81,296 (Forty seven lacs eighty one thousand two hundred and ninety six) fully paid up equity shares of face value of Rs. 10/- (Rupees Ten) each ("**Shares**"). The detailed public statement ("**DPS**") with respect to the Offer was made on March 20, 2014 in Business Standard, Prajashakti and Mumbai Lakshadweep, and the letter of offer (the "**Letter of Offer**") dated June 16, 2014 with respect to the Offer was dispatched to all Public Shareholders by Thursday, June 19, 2014.

Capitalised terms used but not defined in this Advertisement shall have the meaning assigned to such terms in the DPS and Letter of Offer.

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

- The Offer Price is Rs 61.75 (Rupees Sixty One and Seventy Five Paise) per Share. There has been no upward revision in the Offer Price.
- The committee of independent directors of the Target Company (the "**IDC**") has recommended that the Offer Price of Rs 61.75 (Rupees Sixty One and Seventy Five Paise) per Share is fair and reasonable. The recommendations of the IDC were published on Friday, May 16, 2014 in the same newspapers in which the DPS was published.
- The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- The Letter of Offer was dispatched to all Public Shareholders by Thursday, June 19, 2014. Please note that a copy of the Letter of Offer (including the Form of Acceptance-cum-Acknowledgement) will also be available on the website of the Securities and Exchange Board of India ("SEBI") (www.sebi.gov.in) during the tendering period of the Offer and the Public Shareholders can also apply by downloading such form from SEBI's website. Further, in case of non-receipt / non-availability of the Form of Acceptance-cum-Acknowledgement, the application can be made on plain paper along with the following details:
- In case of Shares held in physical form: name(s) and address(es) of joint holder(s) (if any), number of Shares held, number of Shares tendered, distinctive numbers, folio numbers, original share certificate(s), original broker contract note of a registered broker (in case of unregistered Public Shareholders) and valid share transfer form(s). The details of the Acquirer should be kept blank.
- In case of Shares held in dematerialized form: name, address, number of Shares held, number of Shares tendered, DP name, DP ID, account number together with photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Shares in favour of "KCPL - APCL OPEN OFFER ESCROW ACCOUNT" as per the details given below:

Depository Participant Name	Karvy Stock Broking Limited
DP ID	IN300394
Client ID	18724580
Account Name	KCPL - APCL OPEN OFFER ESCROW ACCOUNT
Depository	National Securities Depository Limited ("NSDL")
ISIN of the Target Company	INE071F01012
Market	Off Market
Date of Credit	On or before Wednesday, July 9 , 2014

- Public Shareholders having their beneficiary account in the Central Depository Services (India) Limited (CDSL) are required to use the inter-depository delivery instruction slip for the purpose of crediting their Shares in favor of the Depository Escrow Account with NSDL.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the draft Letter of Offer was submitted to SEBI on March 27, 2014. SEBI, in terms of a letter bearing reference number CFD/DCR1/SKD/1/14 dated June 10, 2014, issued its comments on the draft Letter of Offer in terms of Regulation 16(4) of SEBI (SAST) Regulations. These comments have been incorporated in the Letter of Offer.
- Pursuant to the Share Purchase Agreement dated March 12, 2014, the Acquirer has completed the acquisition of Minimum Sale Shares and has appointed the directors on the board of the Target Company. The aforesaid has been reflected in the Letter of Offer.
- Statutory Approvals - The status of statutory approvals are as follows:
- Receipt of no-objection certificate ("NOC") from the Commissioner of Industries, Andhra Pradesh vide its letter dated May 01, 2014.
- Receipt of no-objection certificate ("NOC") from each of the secured lenders of the Target Company vide their letters dated April 24, 2014, May 2, 2014, May 7, 2014 and May 10, 2014 from State Bank of India, Indian Overseas Bank, State Bank of Hyderabad and Punjab National Bank, respectively.
- Schedule of Activities:

Activity	Schedule (Day and Date)
Public Announcement ("PA") date	Wednesday, March 12, 2014
Publication of Detailed Public Statement ("DPS")	Thursday, March 20, 2014
Date of filing the draft Letter of Offer with SEBI	Thursday, March 27, 2014
Last date for a Competing Offer	Thursday, April 15, 2014
Identified Date*	Thursday, June 12, 2014
Date by which Letter of Offer was dispatched to the Public Shareholders of the Target Company	Thursday, June 19, 2014
Publication of Recommendation of the committee of independent directors of the Target Company	Friday, May 16, 2014
Date of commencement of Tendering Period (Offer opening date)	Thursday, June 26, 2014
Date of closure of Tendering Period (Offer closing date)	Wednesday, July 09, 2014
Date by which all requirements including payment of consideration would be completed.	Wednesday, July 23, 2014

** Date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period, for the purpose of determining the Public Shareholders of the Target Company to whom the Letter of Offer was sent. It is clarified that all the Public Shareholders (registered or unregistered) of the Target Company (except the Sellers) are eligible to participate in this Offer at any time during the Tendering Period of the Offer.*

The Acquirer accepts full responsibility for the information contained in this Advertisement and also accept responsibility for the obligations of the Acquirer laid down under the SEBI (SAST) Regulations.

This Advertisement is expected to be available on the SEBI's website (www.sebi.gov.in)

Issued by the Manager for and on behalf of the Acquirer.



MOTILAL OSWAL INVESTMENT ADVISORS PRIVATE LIMITED

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