

**SHREE DIGVIJAY CEMENT COMPANY LIMITED**

A public company incorporated under the Companies Act, 1956

(CIN: L26940GJ1944PLC000749)

Registered Office: Digvijaygram via Jamnagar, Jamnagar, Gujarat, 361140 India; TEL: 0288-2344272/75; FAX: 0288-2344092;

WEBSITE: [www.digvijaycement.com](http://www.digvijaycement.com); EMAIL ID: [investors.sdcc@digvijaycement.com](mailto:investors.sdcc@digvijaycement.com)

Open offer for acquisition of up to 3,85,43,837 (three crores eighty five lakhs forty three thousand eight hundred thirty seven) fully paid-up equity shares of face value of INR 10 (Indian Rupees ten) each ("Equity Shares") of Shree Digvijay Cement Company Limited ("Target Company"), representing 26.00% (twenty six percent) of the Expanded Share Capital (as defined in the LoF) from the Public Shareholders (as defined in the LoF) of the Target Company by India Resurgence Fund – Scheme 1 ("Acquirer 1"), India Resurgence Fund 2 – Scheme 2 ("Acquirer 2") and India Resurgence Fund 2 – Scheme 4 ("Acquirer 3") (Acquirer 1, Acquirer 2, and Acquirer 3 to be collectively referred to as "Acquirers") ("Open Offer" or "Offer").

This addendum to the DPS (defined below), LoF (defined below) and Pre-Offer Advertisement and Corrigendum (defined below) ("Addendum") is being issued by Axis Capital Limited, the manager to the Open Offer ("Manager to the Offer"), for and on behalf of the Acquirers, in compliance with the SEBI (SAST) Regulations.

This Addendum should be read in continuation of and in conjunction with: (a) the Public Announcement dated September 04, 2025 ("PA"); (b) the Detailed Public Statement dated September 10, 2025 that was published in Financial Express - English (all editions), Jansatta - Hindi (all editions), Navshakti - Marathi (Mumbai edition) and Nobat - Gujarati (Jamnagar edition) (collectively, "Newspapers") on September 11, 2025 ("DPS"); (c) the corrigendum published on December 18, 2025 in the same Newspapers as the DPS ("First Corrigendum"); and (d) the Letter of Offer dated December 26, 2025, along with Form of Acceptance ("LOF"); and (e) the pre-offer advertisement and corrigendum dated January 01, 2026, with respect to the Open Offer, published in Newspapers on January 02, 2026 ("Pre-Offer Advertisement and Corrigendum").

Capitalised terms used in this Addendum and not defined herein shall have the same meaning as assigned to them in the LoF.

- As disclosed in the LoF and the Pre-Offer Advertisement and Corrigendum, the Tendering Period of the Open Offer was proposed to be open for a period of 10 (ten) Working Days, commencing from the Offer Opening Date on Monday, January 05, 2026, and concluding on the Offer Closing Date on Friday, January 16, 2026, in compliance with Regulation 18(8) of SEBI (SAST) Regulations. This considered the non-Working Days between the Offer Opening Date and the Offer Closing Date. Subsequent to the dispatch of the LoF, on January 12, 2026, the BSE vide its notice no. 20260112-8 and the NSE vide its circular no. 07/2026, has declared a trading holiday on account of the municipal corporation elections in Maharashtra on January 15, 2026.
- Pursuant to the above change the Securities and Exchange Board of India ("SEBI") has, through its e-mail dated January 13, 2026, permitted the Tendering Period under the Open Offer to end one working day later than originally scheduled.
- Accordingly, the Tendering Period for the Open Offer will now close on Monday, January 19, 2026. All references to Offer Closing Date in the LoF and Pre-Offer Advertisement and Corrigendum must be read accordingly.
- The Public Shareholders are requested to note the following amendments to the DPS, First Corrigendum, LoF and the Pre-Offer Advertisement and Corrigendum.
  - The Schedule of Activities relating to the Open Offer on page 3 of the LoF stand as set out below. **Section VII (Tentative Schedule of Activity)** of the DPS, and paragraph 6 of the Pre-Offer Advertisement and Corrigendum stand revised accordingly:

Activity	Original Schedule of activities disclosed in the DLOF (day and date)**	Revised schedule (day and date)*
Issue of PA	Thursday, 4 September, 2025	Thursday, 4 September, 2025
Publication of the DPS in Newspapers	Thursday, 11 September, 2025	Thursday, 11 September, 2025
Filing of the Draft Letter of Offer with SEBI	Wednesday, 17 September, 2025	Wednesday, 17 September, 2025
Last date for public announcement for competing offer(s)	Wednesday, 1 October, 2025	Wednesday, 1 October, 2025*
Last date for receipt of comments from SEBI on the Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Open Offer).	Thursday, 9 October, 2025	Wednesday, 17 December, 2025***
Identified Date***	Monday, 13 October, 2025	Friday, 19 December, 2025
Last date for dispatch of the Letter of Offer to the Public Shareholders whose name appear on the register of members on the Identified Date, and to the Stock Exchanges and the Target Company and the Registrar to issue a dispatch completion certificate.	Monday, 20 October, 2025	Monday, 29 December, 2025
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for the Open Offer	Friday, 24 October, 2025	Wednesday, 31 December, 2025
Last date for upward revision of the Offer Price and/ or Offer Size (as defined below)	Tuesday, 28 October, 2025	Thursday, 01 January, 2026
Date of publication of Open Offer public announcement in the newspapers in which the Detailed Public Statement has been published.	Tuesday, 28 October, 2025	Friday, 02 January, 2026
Date of commencement of the Tendering Period ("Offer Opening Date")	Wednesday, 29 October, 2025	Monday, 05 January, 2026
Date of closure of the Tendering Period ("Offer Closing Date")	Wednesday, 12 November, 2025	Monday, 19 January, 2026
Last date for communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the shareholders of the Target Company	Wednesday, 26 November, 2025	Tuesday, 03 February, 2026
Last date for publication of post-Offer public announcement in the newspapers in which the Detailed Public Statement has been published	Wednesday, 3 December, 2025	Monday, 09 February, 2026

@ There has been no competing offer.

\*\*\*Actual date of receipt of SEBI's final observations on the DLOF.

\*\*\* Date falling on the 10 Working Day prior to the commencement of the Tendering Period. The Identified Date is only for the purpose of determining the Public Shareholders as on such date to whom the Letter of Offer would be sent. All the Public Shareholders (registered or unregistered) are eligible to participate in the Open Offer at any time during the Tendering Period.

\*\* The original schedule of activities was indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations) and was subject to the receipt of requisite statutory approvals (including the Required Statutory Approval) or other conditions/ requirements as specified in paragraph 1 of **Part D (Statutory and Other Approvals)** of **Section VIII (Terms and Conditions of the Open Offer)** of the LoF.

\*Any action for which a last date is specified may be undertaken on or before the said date.

- Paragraph 3 of Part A (General Conditions) of Section VIII (Operational Terms and Conditions) on Page 45 of the LoF shall stand modified as follows:
  - In terms of the indicative schedule of major activities, the Tendering Period for the Offer shall commence on Monday, January 05, 2026, and close on Monday, January 19, 2026."
- The definition of the term "Tendering Period" and "Offer Closing Date" in the LoF and Pre-Offer Advertisement and Corrigendum shall stand modified accordingly.
- The Tendering Period for the Offer in the Form of Acceptance-cum-Acknowledgement on Page 68 of the LoF shall stand modified as set out below:

TENDERING PERIOD FOR THIS OPEN OFFER	
OFFER OPENS ON	Monday, January 05, 2026
OFFER CLOSES ON	Monday, January 19, 2026

5. Other information:

- Except as detailed in this Addendum, all other terms, conditions and contents of the Offer and the DPS, First Corrigendum, LoF and the Pre-Offer Advertisement and Corrigendum remain unchanged.
- The Acquirers accept the responsibility for the information contained in this Addendum (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Manager, the Target Company and/or the Seller).
- A copy of this Addendum is expected to be available on the websites of SEBI ([www.sebi.gov.in](http://www.sebi.gov.in)), BSE ([www.bseindia.com](http://www.bseindia.com)) and NSE ([www.nseindia.com](http://www.nseindia.com)).

Manager to the Open Offer	Registrar to the Offer
<b>AXIS CAPITAL</b> Axis Capital Limited 1st Floor, Axis House, P. B. Marg, Worli, Mumbai - 400 025, Maharashtra, India Tel: +91 22 4325 2183; Fax: +91 22 4325 3000 E-mail: <a href="mailto:digvijaycement.openoffer@axiscap.in">digvijaycement.openoffer@axiscap.in</a> Contact Person: Pratik Pednekar SEBI Registration No.: INM000012029 Validity Period: Permanent	<b>MUFG</b> MUFG Intime MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) C-101, 247 Park, 1st Floor, L B S Marg, Vikhroli (West), Mumbai - 400083, (Maharashtra), India Tel: +91 811 4949; Fax: +91 22 49186060 E-mail: <a href="mailto:shreedigvijay.offer@in.mpmms.muFG.com">shreedigvijay.offer@in.mpmms.muFG.com</a> Investor Grievance id: <a href="mailto:shreedigvijay.offer@in.mpmms.muFG.com">shreedigvijay.offer@in.mpmms.muFG.com</a> Website: <a href="http://www.in.mpmms.muFG.com">www.in.mpmms.muFG.com</a> Contact Person: Shanti Gopalkrishnan

For and on behalf of the Acquirers

India Resurgence Fund – Scheme 1 (Acquirer 1)

India Resurgence Fund 2 – Scheme 2 (Acquirer 2)

India Resurgence Fund 2 – Scheme 4 (Acquirer 3)

Place: Mumbai

Date: January 13, 2026