



THE INDIA CEMENTS LIMITED

Corporate Office : Coromandel Towers, 93, Santhome High Road, Karpagam Avenue,
R.A. Puram, Chennai - 600 028. Phone : 044-2852 1526, 2857 2100
Fax : 044-2851 7198, Grams : 'INDCEMENT'
CIN : L26942TN1946PLC000931

SH/SE

24.09.2024

BSE Limited
Corporate Relationship Dept.
First Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers
Dalai Street, Fort
MUMBAI 400001.
Scrip Code : 530005

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI 400 051.
Scrip Code : INDIACEM

Dear Sirs,

Sub.: Compliance of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Outcome of voting results of Annual General Meeting held on 23.09.2024.

We furnish below the details of voting results of the Annual General Meeting (AGM) of our Company:

- a. Date of AGM : 23.09.2024
b. Total number of shareholders on Record Date : 210417
c. Number of shareholders present in the meeting either in person or through proxy : N.A
(i) Promoters and promoter group :
(ii) Public :
d. No. of shareholders attended the meeting through video conferencing :
(i) Promoters and promoter group : 6
(ii) Public : 105
e. Agenda wise disclosure :
1. **Adoption of Audited Standalone Financial Statements for the year ended 31.03.2024 and the Reports of Directors and Auditors thereon.**
Resolution required : Ordinary Resolution
Whether promoter / promoter group are interested in the agenda / resolution? : No

Category	Mode of Voting	No. of shares held. (1)	No. of votes polled (2)	% of Votes Polled on out-standing shares (3) = [(2)/ (1)] *100	No. of Votes - in favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes polled (6) = [(4)/ (2)] *100	% of votes against on votes polled (7) = [(5)/ (2)] *100
Promoter and Promoter Group	E-Voting	88074448	88074448	100.00	88074448	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		88074448	88074448	100.00	88074448	0	100.00
Public - Institutions	E-Voting	69732708	53352517	76.51	53352517	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		69732708	53352517	76.51	53352517	0	100.00
Public-Non-Institutions	E-Voting	152090045	15443669	10.15	15422364	21305	99.86	0.14
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		152090045	15443669	10.15	15422364	21305	99.86
Total		309897201	156870634	50.62	156849329	21305	99.99	0.01



S. Indrakumar



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2. **Adoption of Audited Consolidated Financial Statements for the year ended 31.03.2024 and the Report of Auditors thereon.**

Resolution required : Ordinary Resolution
Whether promoter / promoter group are Interested in the : No
agenda / resolution?

Category	Mode of Voting	No. of shares held. (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	88074448	88074448	100.00	88074448	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		88074448	88074448	100.00	88074448	0	100.00
Public - Institutions	E-Voting	69732708	53352517	76.51	53352517	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		69732708	53352517	76.51	53352517	0	100.00
Public-Non-Institutions	E-Voting	152090045	15443459	10.15	15422065	21394	99.86	0.14
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		152090045	15443459	10.15	15422065	21394	99.86
Total		309897201	156870424	50.62	156849030	21394	99.99	0.01

3. **Appointment of Sri Y. Viswanatha Gowd (DIN: 09048488) as a director, who retires by rotation and being eligible, offers himself for reappointment.**

Resolution required : Ordinary Resolution
Whether promoter / promoter group are Interested in the : No
agenda / resolution?

Category	Mode of Voting	No. of shares held. (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	88074448	88074448	100.00	88074448	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		88074448	88074448	100.00	88074448	0	100.00
Public - Institutions	E-Voting	69732708	53364698	76.53	48471638	4893060	90.83	9.17
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		69732708	53364698	76.53	48471638	4893060	90.83
Public-Non-Institutions	E-Voting	152090045	15435169	10.15	15385349	49820	99.68	0.32
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		152090045	15435169	10.15	15385349	49820	99.68
Total		309897201	156874315	50.62	151931435	4942880	96.85	3.15



S. Sridharan



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4. Ratification of remuneration payable to Cost Auditor of the Company.

Resolution required : Ordinary Resolution
Whether promoter / promoter group are Interested in the : No
agenda / resolution?

Category	Mode of Voting	No. of shares held. (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	88074448	88074448	100.00	88074448	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		88074448	88074448	100.00	88074448	0	100.00
Public - Institutions	E-Voting	69732708	53364698	76.53	53364698	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		69732708	53364698	76.53	53364698	0	100.00
Public-Non-Institutions	E-Voting	152090045	15435167	10.15	15379568	55599	99.64	0.36
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		152090045	15435167	10.15	15379568	55599	99.64
Total		309897201	156874313	50.62	156818714	55599	99.96	0.04

We write this to inform you that all the aforesaid resolutions have been passed with requisite majority. We enclose the Scrutinizer's Report dated 24.09.2024 for your records.

Thanking you,

Yours faithfully,
for THE INDIA CEMENTS LIMITED

COMPANY SECRETARY

Encl.: As above

P R SUDHA

COMPANY SECRETARY

Flat 'C', Lakshmi Apartments,
171, 3rd Cross Street, Lakshmi Nagar,
Porur, Chennai - 600 116.
Tel : 98414 26631
Email : sudha.pr2@gmail.com
sudha_pr@yahoo.com

24.09.2024

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with
Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To

Chairperson of the Meeting
The India Cements Limited
Corporate Office: Coromandel Towers
93, Santhome High Road
Karpagam Avenue, R.A. Puram
Chennai – 600 028

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the Seventy eighth Annual General Meeting (AGM) of The India Cements Limited held at 10.00 A.M. [Indian Standard Time] (IST) on Monday, the 23rd September, 2024, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

I, P.R.Sudha, a Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of The India Cements Limited (the Company), having its Registered Office at 'Dhun Building', 827, Anna Salai, Chennai - 600 002, for the purpose of scrutinizing the remote e-voting and e-voting during the Seventyeighth Annual General Meeting of The India Cements Limited held at 10.00 A.M. [Indian Standard Time] (IST) on Monday, the 23rd September, 2024, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in respect of the resolutions as set out in the Notice of the AGM, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (the Rules), as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (SS-2) and the General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 8th December, 2021, 5th May, 2022, 28th December, 2022 and 25th September, 2023 respectively issued by Ministry of Corporate Affairs, Government of India ("collectively referred to as "MCA Circulars"), allowing the companies to hold general meetings through electronic means ("e-voting") only.

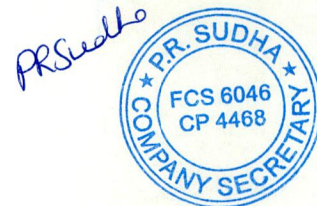


- 1) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder, the MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the AGM in respect of the resolutions set out in the Notice of the 78th AGM of the Members of the Company.
- 2) My responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of 78th AGM which are detailed below, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) the authorised agency engaged by the Company to provide voting through electronic means i.e. e-voting for the AGM.
- 3) As a Scrutinizer, I have to scrutinize:
 - (i) the process of remote e-voting before the AGM on the dates referred to in the Notice calling the AGM ("remote e-voting") and
 - (ii) the process of e-voting during the AGM through electronic voting system (e-voting).
- 4) I submit my report as under:
 - a) The Company had sent Notice of AGM dated 09.08.2024 through electronic mode to those Members whose email addresses are registered with the Company / Registrar and Share Transfer Agent / Depository Participants, in accordance with General Circulars No. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 10/2022 and 09/2023 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 5th May 2022, 28th December, 2022 and 25th September 2023 respectively issued by Ministry of Corporate Affairs, Government of India ("MCA") and Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/ 62, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023 and 7th October 2023 respectively issued by Securities and Exchange Board of India (SEBI).
 - b) Pursuant to the MCA Circulars, Public Notices by way of advertisements were published in Business Standard on 26.8.2024, Business Line (English newspapers) and Dinamani (vernacular language newspaper) on 25.8.2024 and in Business Standard and Business Line (English newspapers) and Dinamani (vernacular language newspaper) on 30.8.2024 specifying that the AGM would be convened through VC or OAVM in compliance with the applicable provisions of the Act read with MCA Circular dated 25.09.2023, the date and time of the AGM, availability of the notice on websites of the Company and the Stock Exchanges, manner of registration of email addresses by the members (both physical and demat) who have not registered their email addresses with the Company and the manner of voting through remote e-voting or through e-voting system during the AGM and the manner in which



members can give their mandate for receiving dividends directly in their Bank Accounts through the ECS or any other means etc.

- c) The Company appointed National Securities Depository Limited (NSDL) to provide the Members the facility to exercise their right to vote on the resolutions as set out in the Notice of the 78th AGM through remote e-voting and e-voting during the AGM.
- d) The Shareholders of the Company holding shares as on the "cut-off" date i.e., 16.09.2024, were entitled to vote on the Resolutions as set out in Items No. 1 to 4 of the Notice of the 78th AGM of the Company.
- e) The remote e-Voting period commenced on 19.09.2024 at 9:00 A.M. (IST) and ended on 22.09.2024 at 5:00 P.M. (IST) and the said e-voting module was disabled by NSDL thereafter.
- f) The shareholders present at the AGM through VC / OAVM voted through e-voting facility provided by NSDL during the AGM.
- g) As per the information given to me, the names of the shareholders who had voted through remote e-voting had been blocked by NSDL and only those members who were present at the AGM through VC / OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- h) The details relating to Members who have cast their votes through remote e-voting, such as their names, Folio Nos / DP ID & Client ID, Number of Shares held (but not the manner in which they have cast their votes) have been downloaded from the portal of NSDL as a Scrutinizer to ensure that Members who have cast their votes through remote e-Voting have not voted again at the e-voting during the AGM.
- i) After conclusion of the e-voting at the AGM through VC/OAVM, the data has been downloaded from the website of National Securities Depository Limited (NSDL) on Monday, the 23rd September, 2024 and first counted the votes cast through e-voting at the AGM and thereafter unblocked the votes cast through remote e-voting in the presence of two witnesses, Ms. M K Sangeetha and Ms. V. Revathy who are not in the employment of the Company and the same were scrutinized, reviewed and the results were prepared.
- j) The results of the remote e-voting and e-voting during AGM, based on the data downloaded from NSDL e-voting system and the reports generated by me, are as under :



Resolution No: 1**Nature of resolution: Ordinary Resolution****Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31.03.2024 and the Reports of Directors and Auditors thereon****(i) VOTED FOR THE RESOLUTION**

	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
REMOTE E-VOTING	690	156823008	99.97
E-VOTING	21	26321	0.02
TOTAL	711	156849329	99.99

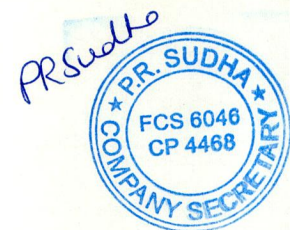
(ii) VOTED AGAINST THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
REMOTE E-VOTING	19	21304	0.01
E-VOTING	1	1	0
TOTAL	20	21305	0.01

Total Votes	731	156870634	100
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(iii) INVALID VOTES

	Number of members voted	Number of invalid Votes cast (Shares)	% of total number of invalid votes cast
REMOTE E-VOTING	Nil	Nil	Nil
E-VOTING	Nil	Nil	Nil
TOTAL	Nil	Nil	Nil



Resolution No: 2

Nature of resolution: Ordinary Resolution

Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31.03.2024 and the Report of Auditors thereon

(i) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
REMOTE E-VOTING	684	156822709	99.97
E-VOTING	21	26321	0.02
TOTAL	705	156849030	99.99

(ii) VOTED AGAINST THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
REMOTE E-VOTING	20	21393	0.01
E-VOTING	1	1	0
TOTAL	21	21394	0.01

Total Votes	726	156870424	100
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(iii) INVALID VOTES

	Number of members voted	Number of invalid Votes cast (Shares)	% of total number of invalid votes cast
REMOTE E-VOTING	Nil	Nil	Nil
E-VOTING	Nil	Nil	Nil
TOTAL	Nil	Nil	Nil



Resolution No: 3

Nature of resolution: Ordinary Resolution

Appointment of a director in the place of Sri Y. Viswanatha Gowd (DIN: 09048488) who retires by rotation and is being eligible, offers himself for reappointment.

(i) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
REMOTE E-VOTING	658	151905114	96.83
E-VOTING	21	26321	0.02
TOTAL	679	151931435	96.85


(ii) VOTED AGAINST THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
REMOTE E-VOTING	49	4942879	3.15
E-VOTING	1	1	0
TOTAL	50	4942880	3.15

Total Votes	729	156874315	100
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(iii) INVALID VOTES

	Number of members voted	Number of invalid Votes cast (Shares)	% of total number of invalid votes cast
REMOTE E-VOTING	Nil	Nil	Nil
E-VOTING	Nil	Nil	Nil
TOTAL	Nil	Nil	Nil

PR Sudha


Resolution No: 4

Nature of resolution: Ordinary Resolution

Ratification of remuneration payable to Cost Auditor of the Company

(i) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
REMOTE E-VOTING	667	156792393	99.95
E-VOTING	21	26321	0.01
TOTAL	688	156818714	99.96

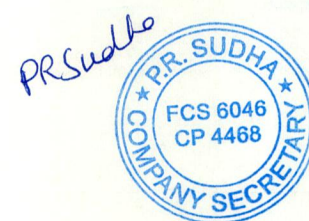
(ii) VOTED AGAINST THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% of total number of valid votes cast
REMOTE E-VOTING	37	55598	0.04
E-VOTING	1	1	0
TOTAL	38	55599	0.04

Total Votes	726	156874313	100
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(iii) INVALID VOTES

	Number of members voted	Number of invalid Votes cast (Shares)	% of total number of invalid votes cast
REMOTE E-VOTING	Nil	Nil	Nil
E-VOTING	Nil	Nil	Nil
TOTAL	Nil	Nil	Nil



The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM will be in my safe custody until the Chairman considers, approves and signs the minutes of AGM and thereafter the same will be handed over to the Company for safe keeping.

Thanking You,

Yours faithfully,

PR Sudha



P R SUDHA
Practicing Company Secretary
FCS: 6046 CP No: 4468

UDIN No: F006046F001290835

for THE INDIA CEMENTS LIMITED

Rupa Gurunath
RUPA GURUNATH
WHOLETEIME DIRECTOR

DIN : 01711965