



# India Cements Capital Limited

Regd. & Corp. Office : Dhun Building,  
827, Anna Salai, Chennai - 600 002.

T 2857 2600 / 2841 4503 www.iccaps.com

Corporate Identity No.: L65191TN1985PLC012362

SH/SE

28.09.2023

BSE Limited  
Corporate Relationship Dept.  
First Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
**MUMBAI 400001.**  
**Scrip Code : 511355**

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 27.09.2023.**

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

- a. Date of AGM : 27.09.2023
- b. Total number of shareholders on Record Date : 13876
- 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 : 4
- (ii) Public : 48
- e. Agenda wise disclosure :
1. **Adoption of Audited Standalone Financial Statements for the year ended 31.03.2023 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	16258590	16258590	100.00	16258590	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		16258590	16258590	100.00	16258590	0	100.00
Public - Institutions	E-Voting	600	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		600	--	--	--	--	--
Public-Non-Institutions	E-Voting	5447010	317343	5.83	317321	22	99.99	0.01
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		5447010	317343	5.83	317321	22	99.99
<b>Total</b>		<b>21706200</b>	<b>16575933</b>	<b>76.36</b>	<b>16575911</b>	<b>22</b>	<b>99.99</b>	<b>0.01</b>





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## 2. Adoption of Audited Consolidated Financial Statements for the year ended 31.03.2023 and the Report of 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	16258590	16258590	100.00	16258590	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		16258590	16258590	100.00	16258590	0	100.00
Public - Institutions	E-Voting	600	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		600	--	--	--	--	--
Public-Non-Institutions	E-Voting	5447010	317343	5.83	317321	22	99.99	0.01
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		5447010	317343	5.83	317321	22	99.99
<b>Total</b>		<b>21706200</b>	<b>16575933</b>	<b>76.36</b>	<b>16575911</b>	<b>22</b>	<b>99.99</b>	<b>0.01</b>

## 3. Appointment of a Director in the place of Sri V.M.Mohan (DIN 00921760), who retires by rotation and being eligible, offers himself for re-appointment:

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	16258590	16258590	100.00	16258590	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		16258590	16258590	100.00	16258590	0	100.00
Public - Institutions	E-Voting	600	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		600	--	--	--	--	--
Public-Non-Institutions	E-Voting	5447010	317343	5.83	317321	22	99.99	0.01
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		5447010	317343	5.83	317321	22	99.99
<b>Total</b>		<b>21706200</b>	<b>16575933</b>	<b>76.36</b>	<b>16575911</b>	<b>22</b>	<b>99.99</b>	<b>0.01</b>





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#### 4. Reappointment of Sri K.Suresh as Manager of the Company:

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	16258590	16258590	100.00	16258590	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		16258590	16258590	100.00	16258590	0	100.00
Public - Institutions	E-Voting	600	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		600	--	--	--	--	--
Public-Non-Institutions	E-Voting	5447010	317343	5.83	317321	22	99.99	0.01
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		5447010	317343	5.83	317321	22	99.99
<b>Total</b>		<b>21706200</b>	<b>16575933</b>	<b>76.36</b>	<b>16575911</b>	<b>22</b>	<b>99.99</b>	<b>0.01</b>

#### 5. Fixation of limits for giving Loans, Guarantees, providing Security, making Investments under Section 186 of the Companies Act, 2013:

Resolution required : Special 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	16258590	16258590	100.00	16258590	0	100.00	0.00
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		16258590	16258590	100.00	16258590	0	100.00
Public - Institutions	E-Voting	600	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		600	--	--	--	--	--
Public-Non-Institutions	E-Voting	5447010	317343	5.83	317071	272	99.91	0.09
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		5447010	317343	5.83	317071	272	99.91
<b>Total</b>		<b>21706200</b>	<b>16575933</b>	<b>76.36</b>	<b>16575661</b>	<b>272</b>	<b>99.99</b>	<b>0.01</b>





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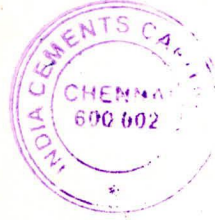
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We write this to inform you that all the aforesaid resolutions have been passed with requisite majority. We enclose the Scrutinizer's Report dated 28.09.2023 for your records.

Thanking you,

Yours faithfully,  
for INDIA CEMENTS CAPITAL LIMITED



**V.MANICKAM**  
**CHAIRMAN**  
**DIN : 00179715**

Encl.: As above

**Scrutinizer's Report**

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

To  
The Chairman  
India Cements Capital Limited,  
Dhun Building, 827, Anna Salai,  
Chennai - 600002.

**Sub : Scrutinizer's Report on remote e-voting and e-voting through video conferencing ('VC') / other audio visual means ('OAVM') during the 37<sup>th</sup> Annual General Meeting held on 27<sup>th</sup> September, 2023.**

Dear Sir,

I, Sindhuja Porselvam, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of M/s. India Cements Capital Limited (the Company), having its Registered Office at 'Dhun Building', 827, Anna Salai, Chennai - 600002, for the purpose of scrutinizing the remote e-voting and e-voting through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) during the 37<sup>th</sup> Annual General Meeting (e-voting during the AGM) in terms of Sections 108 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014, thereof (the Rules) as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circulars issued by the Ministry of Corporate Affairs ("MCA") on the resolutions set out in the Notice of the 37<sup>th</sup> Annual General Meeting (AGM) of the members of the company, held on Wednesday, the 27<sup>th</sup> day of September, 2023 at 2.00 P.M. (IST) through Video Conferencing/Other Audio Visual Means and the deemed venue of the meeting is the Registered Office of the Company situated at 'Dhun Building', 827, Anna Salai, Chennai-600 002.

- 1) The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the E-voting facility provided to the members participated in the AGM through VC/OAVM and Remote E-voting.
- 2) My responsibility as a Scrutinizer is restricted to give a report on the Votes cast "in favour" or "against" the resolutions(business), contained in the Notice dated 7<sup>th</sup> August, 2023, based on the reports

*Sindhuja*



generated from the remote e-voting and e-voting through VC/OAVM system during AGM as per the facility provided by CDSL.

3) I submit my report as under:

- a) The Company has provided the Members facility to exercise their right to vote by electronic means to transact the business detailed in the Notice of the 37<sup>th</sup> AGM through remote e-voting.
- b) The members who had not cast their votes through remote e-voting were provided facility to cast their vote electronically during the course of AGM and till 15 minutes after completion of discussions at the AGM.
- c) The company had appointed Central Depository Services (India) Limited ("CDSL") as the Agency for providing e-voting facility to the members participated in the AGM through VC / OAVM and who had not casted their vote earlier through remote e-voting facility.
- d) The remote e-voting commenced on Saturday, 23<sup>rd</sup> September, 2023 at 9.00 a.m. (IST) and ended on Tuesday, 26<sup>th</sup> September, 2023 at 5.00 p.m. (IST).
- e) The Shareholders of the Company holding shares on the "cut-off" date i.e., 20<sup>th</sup> September, 2023 were entitled to vote on the Resolutions as set out at Item Nos. 1 to 5 in the Notice of the AGM of the Company.
- f) Thereafter the votes were unblocked on September 27, 2023 in the presence of two witnesses, Miss. Sri Vidhyaa and Mr. Vasantha Kumar A who are not in the employment of the Company.
- g) I report that the result of the voting by Remote E-Voting and through E-voting during AGM through VC/OAVM, in respect of resolutions (businesses) is as under:


**Resolution No: 1**Nature of resolution: **ORDINARY RESOLUTION****Adoption of Audited Standalone Financial Statements for the financial year ended 31st March, 2023 and Report of Directors and Auditors thereon**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	77	16575910	99.98
E-voting during AGM	1	1	0.01
Total	78	16575911	99.99

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	8	22	0.01
E-voting during AGM	0	0	0.00
Total	8	22	0.01

Total valid votes (i) +(ii)	86	16575933	100
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(iii) Abstained from Voting:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

(iv) Invalid Votes:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0



**Resolution No: 2**

**Nature of Resolution: ORDINARY RESOLUTION**

**Adoption of Audited Consolidated Financial Statements for the year ended 31st March, 2023 and Report of Auditors thereon**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	77	16575910	99.98
E-voting during AGM	1	1	0.01
Total	78	16575911	99.99

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	8	22	0.01
E-voting during AGM	0	0	0.00
Total	8	22	0.01

Total valid votes (i) +(ii)	86	16575933	100
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(iii) Abstained from Voting:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

(iv) Invalid Votes:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0




**Resolution No: 3**Nature of Resolution: **ORDINARY RESOLUTION****Appointment of a Director in the place of Sri V.M.Mohan (DIN 00921760), who retires by rotation and being eligible, offers himself for re-appointment**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	77	16575910	99.98
E-voting during AGM	1	1	0.01
Total	78	16575911	99.99

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	8	22	0.01
E-voting during AGM	0	0	0.00
Total	8	22	0.01

Total valid votes (i) +(ii)	86	16575933	100
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(iii) Abstained from Voting:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

(iv) Invalid Votes:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0



**Resolution No: 4****Nature of Resolution: ORDINARY RESOLUTION****Reappointment of Sri K. Suresh, as Manager of the Company**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	77	16575910	99.98
E-voting during AGM	1	1	0.01
Total	78	16575911	99.99

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	8	22	0.01
E-voting during AGM	0	0	0.00
Total	8	22	0.01

Total valid votes (i) +(ii)	86	16575933	100
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(iii) Abstained from Voting:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

(iv) Invalid Votes:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

*Sudhu*



**Resolution No: 5**Nature of Resolution: **SPECIAL RESOLUTION****Fixation of limits for giving Loans, Guarantees, providing Security, making Investments under Section 186 of the Companies Act, 2013**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	76	16575660	99.98
E-voting during AGM	1	1	0.01
Total	77	16575661	99.99

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	9	272	0.01
E-voting during AGM	0	0	0.00
Total	9	272	0.01

Total valid votes (i) +(ii)	86	16575933	100
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(iii) Abstained from Voting:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

(iv) Invalid Votes:

	Number of members voted	Number of Votes abstained (Shares)	% of total number of valid votes abstained
Remote E-Voting	0	0	0
E-voting during AGM	0	0	0
Total	0	0	0

Thanking You,  
Yours Faithfully,

For Porselvam and Associates

  
**SINDHUJA PORSELVAM**

Practicing Company Secretary

CP No: 23622

Place: Chennai

Date: 28/09/2023

UDIN: A044831E001109587

  
**V.MANICKAM**

Chairman

M/s. India Cements Capital Limited

DIN: 00179715