



# ANDHRA CEMENTS LIMITED

Subsidiary of SAGAR CEMENTS LIMITED

Ref. ACLSE:2024

June 27, 2024

The Manager Listing Department National Stock Exchange of India Ltd Exchange Plaza, C-1, G-Block Bandra-Kurla Complex, Bandra (E), Mumbai – 400051 <b>NSE Symbol: ACL</b>	The Manager Listing Department BSE Limited 25th Floor, New Trading Ring, P J Towers, Dalal Street, Fort Mumbai – 400 001 <b>BSE Scrip Code - 532141</b>
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Dear Sir/Madam

**Sub: Declaration of Voting Results along with Scrutinizer's Report with regard to the Resolutions passed at the 85<sup>th</sup> Annual General Meeting held on 26<sup>th</sup> June, 2024.**

We are pleased to submit the Declaration of voting Results along with the Scrutinizer's Report with regard to the Resolutions passed at the 85<sup>th</sup> Annual General Meeting of the Company, held on Wednesday, the 26<sup>th</sup> June, 2024 at 11.30 am through Video Conferencing (VC). The Results are being uploaded on the website of the Company ([www.andhracemens.com](http://www.andhracemens.com)) as well as on the website of Kfin Technologies Ltd.

This is for your kind information and records.

Yours faithfully,

For ANDHRA CEMENTS LTD

**G. TIRUPATI RAO**  
**COMPANY SECRETARY**  
**M. No. F2818**

Encl: a/a



# ANDHRA CEMENTS LIMITED

Subsidiary of SAGAR CEMENTS LIMITED

**Declaration of Results on E-Voting in respect of the Resolutions proposed at the 85<sup>th</sup> Annual General Meeting held on Wednesday, the 26<sup>th</sup> June, 2024 at 11:30 a.m. through Video Conference ("VC")/ Other Audio Visual Means ("OAVM")**

Pursuant to the provisions of Section 108 of the Companies Act 2013 read with the rules prescribed thereunder and in accordance with the SEBI (LODR) Regulations, 2015, the Company had provided e-voting facility to all its members to cast their votes electronically on all the resolutions mentioned in the Notice of the 85<sup>th</sup> Annual General Meeting (AGM) of the Company held on 26<sup>th</sup> June, 2024.

The e-voting commenced at 9.00 a.m. on 22<sup>nd</sup> June 2024 and concluded on 5.00 p.m. on 25<sup>th</sup> June 2024.

For the members who attended the AGM through Video Conference ("VC")/Other Audio Visual Means ("OAVM") and had not casted their votes through e-voting, the company provided the facility of voting through Instapoll at the AGM.

M/s.B S S & Associates, Company Secretaries (Unique Code of Partnership Firm: P2012AP02600), acted as Scrutinizers for the entire voting process.

Based on the Scrutinizer's consolidated report dated 27<sup>th</sup> June 2024 (attached hereto), on remote e-voting and instapoll, I declare that all the resolutions contained in the Notice convening the 85<sup>th</sup> AGM have been passed with the requisite majority.

Place: Hyderabad  
Date : 27.06.2024

For Andhra Cements Limited

Dr.S.Anand Reddy  
Managing Director



# B S S & ASSOCIATES

## COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBI, Anandnagar, Khairatabad, Hyderabad-500 004

Phone : 040 - 40171671, Cell : 6309490217

E-mail : cs@bssandassociates.com

### SCRUTINIZER'S REPORT

To,  
The Chairman,  
**Andhra Cements Limited,**  
Sri Durga Cement Works, Sri Durgapuram,  
Dachepalli - 522414, Palnadu Dist, (AP).

Dear Sir,

**Sub: Consolidated Report of Scrutinizer on e-voting system and remote e-voting** pursuant to the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to provisions of section 108 of the Companies Act, 2013 (“**Act**”) and rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (“**Rules**”) for the 85th Annual General Meeting (“**AGM**”) of **Andhra Cements Limited** [CIN:L26942AP1936PLC002379] held on Wednesday, 26th June, 2024 at 11:30 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

1. We, **B S S & Associates**, Company Secretaries, Hyderabad, were appointed by the Board of Directors of “**Andhra Cements Limited**” (“**the Company**”) for the purpose of scrutinizing e-voting system and the remote e-voting process in a fair and transparent manner for the AGM held through Video Conferencing (VC) / Other Audio Visual Means (OAVM), as per the provisions of section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 [Amendment Rules 2015], on the resolutions contained in item numbers 1 to 3 as set out in the Notice dated 14<sup>th</sup> May, 2024 of the 85<sup>th</sup> AGM of the members of Company, held on 26<sup>th</sup> June, 2024 at 11.30 a.m. through VC/OAVM.
2. The Notice dated 14<sup>th</sup> May, 2024, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circulars dated April 8, 2020, April 13, 2020, May 5, 2020, August 17, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 (Collectively referred to as “MCA Circulars”) and SEBI Circulars dated May 13, 2022, January 05, 2023 and October 07, 2023.
3. The Company had availed the e-voting facility offered by KFin Technologies Limited (“**KFintech**”) for conducting remote e-voting prior to and during the AGM for the shareholders of the company.
4. The remote e-voting period was kept open for four days from Saturday, 22<sup>nd</sup> June, 2024 (9.00 A.M. IST) and ends on Tuesday, 25<sup>th</sup> June, 2024 (5.00 P.M. IST).



5. The cut-off date for the purpose of determining the members entitled to vote in remote e-voting on the proposed resolutions was 19<sup>th</sup> June, 2024.
6. The Company had also provided e-voting facility during the AGM through VC/OAVM to those shareholders who had not cast their vote earlier through remote e-voting.
7. After the closure of e-voting during the AGM through VC/OAVM, the reports on remote e-voting prior to and e-voting during the AGM were unblocked in the presence of two witnesses, who are not in the employment of the company and were counted.
8. We have scrutinized and reviewed the remote e-voting prior to and e-voting during the AGM and votes cast therein based on the reports generated by KFintech.
9. The management of the Company is responsible for ensuring compliance with the requirements of the Act and rules relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the notice of the AGM.
10. Our responsibility as scrutinizer for the remote e-voting prior to and e-voting during the AGM is restricted to preparing a Scrutinizer's report of the votes cast in favour or against the resolutions.
11. We now submit our consolidated report on the results of remote e-voting prior to and e-voting during the AGM in respect of the said resolutions, conducted through e-voting system provided by KFintech, as under:

**a) Resolution 1 (as an Ordinary Resolution)**

**To receive, consider, approve and adopt the Audited Financial Statements of the company for the financial year ended 31<sup>st</sup> March, 2024, together with the reports of Director's and Auditor's thereon.**

**“RESOLVED THAT** the Audited Financial Statements of the company for the financial year ended 31<sup>st</sup> March, 2024 together with the reports of the Director's and Auditor's thereon be and are hereby received, considered, approved and adopted.”

(i) **Voted in favour of Resolution:**

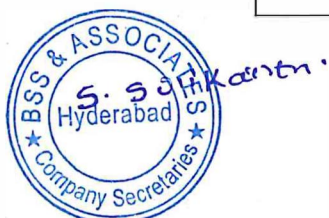
No of Members voted	Number of votes cast by them	% to total number of valid votes cast
142	83740919	100.00

(ii) **Voted against the Resolution:**

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
3	31	Negligible

(iii) **Abstained/ Invalid Votes:**

No of Members voted	Number of votes cast by them
Nil	Nil



b) **Resolution 2 (as an Ordinary Resolution)**

**To appoint Dr. S. Anand Reddy (DIN: 00123870), as a Director, who retires by rotation and being eligible, offers himself for re-appointment.**

**“RESOLVED THAT** Dr. S. Anand Reddy (DIN: 00123870), who retires by rotation as a Director in accordance with Section 152 of the Companies Act, 2013 be and is hereby re-appointed as a Director liable to retire by rotation.”

(i) **Voted in favour** of Resolution:

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
141	83740894	99.9999

(ii) **Voted against** the Resolution:

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
4	56	0.0001

(iii) **Abstained/ Invalid** Votes:

No of Members voted	Number of votes cast by them
Nil	Nil

c) **Resolution 3 (as an Ordinary Resolution)**

**To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2025**

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014, {including any statutory modification(s) or re-enactment(s) thereof, for the time being in force}, the remuneration as approved by the Board of Directors and set out in the Statement annexed to the Notice, to be paid to M/s. Narasimha Murthy & Co, Cost Accountants (Firm Regn.No.000042), appointed by the Board as Cost Auditors to conduct the audit of the cost records of the Company, for the Financial Year 2024-25, be and is hereby ratified.”

**“RESOLVED FURTHER THAT** the Board of Directors or Company Secretary of the Company be and is hereby authorized to do all acts and take all such steps as may be deemed necessary, proper and expedient to implement this Resolution.”

(i) **Voted in favour** of Resolution:

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
140	83740594	99.9996

(ii) **Voted against** the Resolution:

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
5	356	0.0004



(iii) **Abstained/Invalid Votes:**

No of Members voted	Number of votes cast by them
Nil	Nil

**Thanking you,**

**Yours faithfully,  
For B S S & Associates  
Company Secretaries**

*S. Srikanth.*  
**S. Srikanth**  
Partner  
CoP No.7999  
UDIN: A022119F000623711



Date: 27.06.2024  
Place: Hyderabad

Countersigned By:  
For **Andhra Cements Limited**

*Anand Reddy Sammidi*  
**Anand Reddy Sammidi**  
Managing Director  
DIN: 00123870  
(Person Authorised by Chairman)

Date: 27.06.2024  
Place: Hyderabad

	ANDHRA CEMENTS LIMITED
Date of the AGM/EGM	26-06-2024
Total number of shareholders on record date	93438
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	70

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider, approve and adopt the Audited financial Statements of the company for the financial year ended 31st March 2024 together with the reports of Directors and Auditors thereon as detailed in Item No. 1 of the Notice of AGM									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,29,54,926	8,29,54,926	100.0000	8,29,54,926	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,29,54,926	100.0000	8,29,54,926	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,38,556	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	84,78,658	7,85,092	9.2596	7,85,061	31	99.9960	0.0039	0	0
	Poll		932	0.0110	932	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,86,024	9.2706	7,85,993	31	99.9961	0.0039	0	0
Total		9,21,72,140	8,37,40,950	90.8528	8,37,40,919	31	100.0000	0.0000	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Dr S Anand Reddy, as a Director, who retires by rotation and being eligible, offers himself for re-appointment as detailed in item No.2 of the Notice of the AGM									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained

Promoter and Promoter Group	E-Voting	8,29,54,926	8,29,54,926	100.0000	8,29,54,926	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>8,29,54,926</b>	<b>100.0000</b>	<b>8,29,54,926</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	7,38,556	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	84,78,658	7,85,092	9.2596	7,85,036	56	99.9928	0.0071	0	0
	Poll		932	0.0110	932	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>7,86,024</b>	<b>9.2706</b>	<b>7,85,968</b>	<b>56</b>	<b>99.9929</b>	<b>0.0071</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>9,21,72,140</b>	<b>8,37,40,950</b>	<b>90.8528</b>	<b>8,37,40,894</b>	<b>56</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0</b>	<b>0</b>	

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2025 as detailed in item No.3 of the Notice of the AGM									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,29,54,926	8,29,54,926	100.0000	8,29,54,926	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>8,29,54,926</b>	<b>100.0000</b>	<b>8,29,54,926</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	7,38,556	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	84,78,658	7,85,092	9.2596	7,84,736	356	99.9546	0.0453	0	0
	Poll		932	0.0110	932	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>7,86,024</b>	<b>9.2706</b>	<b>7,85,668</b>	<b>356</b>	<b>99.9547</b>	<b>0.0453</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>9,21,72,140</b>	<b>8,37,40,950</b>	<b>90.8528</b>	<b>8,37,40,894</b>	<b>356</b>	<b>99.9996</b>	<b>0.0004</b>	<b>0</b>	<b>0</b>	