



India Cements Capital Limited

Regd. & Corp. Office : Dhun Building,

827, Anna Salai, Chennai - 600 002.

T 2857 2600 / 2841 4503 F 2841 4583 www.iccaps.com

Corporate Identity No.: L65191TN1985PLC012362

ICCL/

24.09.2019

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring, Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
MUMBAI 400 001.

SCRIP CODE : 511355

Dear Sirs,

Sub.: Annual General Meeting-2019 – Scrutinizer's Report

In continuation to our letter dated 24.09.2019, we enclose the Scrutinizer's Report dated 23.09.2019 for the AGM held on 23.09.2019, duly signed by Mr.G.Porselvam, Practising Company Secretary and the Chairman of the Company.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
for INDIA CEMENTS CAPITAL LIMITED

F. Jayal

COMPANY SECRETARY

Encl.: As above

LPF Building, II Floor, 25,(10) Thiyagaraja Street, North Usman Road, T. Nagar, Chennai - 600 017.

Consolidated Scrutinizer's Report

[Pursuant to Sections 108 and 109 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.

Dear Sir,

Sub: Annual General Meeting held on 23rd September 2019

- 1) I, G.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 600 002, for the purpose of scrutinizing the remote e-voting and voting through Ballot Paper at the Annual General Meeting in terms of Sections 108 and 109 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 (the Rules) on the resolutions contained in the Notice of the 33rd Annual General Meeting (AGM) of the members of the company, held on Monday, the 23rd day of September, 2019 at 12.30 P.M. at The Music Academy(Mini Hall), New No.168, T.T.K. Road, Royapettah, Chennai - 600014.
- 2) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to remote e-voting and poll on the resolutions contained in the Notice of the AGM of the Company.
- 3) My responsibility as Scrutinizer for the e-voting process and for the Poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports downloaded from the e-voting system provided by CDSL for e-voting and the Polling Papers received on the Poll conducted at the AGM.

4) I submit my report as under:

- a) The Company has provided the Members facility to exercise their right to vote at the AGM by electronic means to transact the items of business detailed in the Notice through remote e-voting services provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
- b) The Shareholders of the Company holding shares on the "cut-off" date i.e., 16th September, 2019 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.
- c) The voting period for e-voting commenced on Friday, 20th September, 2019 at 9.00 a.m. and ended on Sunday, 22nd September, 2019 at 5.00 p.m.
- d) 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 CDSL as a Scrutinizer to ensure that Members who have cast their votes through remote e-Voting do not vote again at the AGM.
- e) At the Venue of the AGM the Polling / Ballot Papers were distributed to the Members and proxies present at the meeting, who have not cast their votes through remote e-voting, to exercise their right to vote on the resolutions set out in the Notice of the 33rd AGM
- f) After conclusion of the Polling at the AGM of the Company held on 23rd September, 2019, I have opened the locked Polling Box in the presence of two witnesses, Mr. R. Vasudevan and Mr. P. Ashish who are not in the employment of the Company. The Polling Papers were reconciled with the records maintained by the Company and the Registrar and Transfer Agent of the Company and the authorizations lodged with the Company.
- g) The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- h) On the conclusion of the Annual General Meeting, the full details of votes cast through remote e-voting were made available to me by the CDSL.
- i) Thereafter, I have unblocked the votes cast through remote e-voting in the presence of two witnesses, Mr. R. Vasudevan and Mr. P. Ashish, who are not in the employment of the Company. The votes cast through remote e-voting were scrutinized and counted.



j) I report that the result of the voting through electronic means and on poll in respect of the said Resolutions is as under:

Resolution No: 1

Nature of resolution: Ordinary Resolution

Adoption of Standalone Audited Financial Statements for the year ended on 31/03/2019.

(i) Voted **in favour** of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	42	16475181	99.87011
Poll	4	21412	0.12980
Total	46	16496593	99.99991

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

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	4	13	0.00008
Poll	1	2	0.00001
Total	5	15	0.00009

Total valid votes(i) + (ii)	51	16496608	100
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(iii) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	158

Resolution No: 2

Nature of Resolution: Ordinary Resolution

Adoption of Consolidated audited Financial Statements for the year ended on 31/03/2019.

(iv) Voted **in favour** of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	42	16475181	99.87011
Poll	4	21412	0.12980
Total	46	16496593	99.99991

(v) Voted **against** the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	4	13	0.00008
Poll	1	2	0.00001
Total	5	15	0.00009

Total valid votes(i) + (ii)	51	16496608	100
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(vi) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	158

Resolution No: 3

Nature of Resolution: Ordinary Resolution

Appointment of a Director in the place of Sri. V.M. Mohan, who retires by rotation and being eligible, offers himself for re-appointment.

(vii) Voted **in favour** of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	42	16475181	99.87011
Poll	4	21412	0.12980
Total	46	16496593	99.99991

(viii) Voted **against** the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	4	13	0.00008
Poll	1	2	0.00001
Total	5	15	0.00009



Total valid votes(i) + (ii)	51	16496608	100
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(ix) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	158

Resolution No: 4

Nature of Resolution: Ordinary Resolution

Appointment of Smt. Lakshmi Aparna Sreekumar as an Independent Director of the company.

(x) Voted **in favour** of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	42	16475181	99.87011
Poll	4	21412	0.12980
Total	46	16496593	99.99991

(xi) Voted **against** the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	4	13	0.00008
Poll	1	2	0.00001
Total	5	15	0.00009

Total valid votes(i) + (ii)	51	16496608	100
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(xii) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	158



Resolution No: 5**Nature of Resolution: Special Resolution****Re-Appointment of Sri. V Manickam as an Independent Director of the company.**(xiii) Voted **in favour** of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	42	16475181	99.87011
Poll	4	21412	0.12980
Total	46	16496593	99.99991

(xiv) Voted **against** the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	4	13	0.00008
Poll	1	2	0.00001
Total	5	15	0.00009

Total valid votes(i) + (ii)	51	16496608	100
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(xv) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	158

Thanking You,
Yours Faithfully,



G.Porselvam
Practicing Company Secretary
ACS: 9322, CP No: 3187




Chairman (MR.V.MANICKAM)
India Cements Capital Limited

Place: Chennai
Date: 23/09/2019