



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

SH/SE

29.09.2022

BSE Limited
Corporate Relationship Dept.
First Floor, New Trading Ring
Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
MUMBAI 400 001.
Scrip Code : 511355

Dear Sirs,

Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Ref.: Our letters dated 27.05.2022 and 12.08.2022

This is to inform you that the shareholders of our Company at the 36th Annual General Meeting held today on 29.09.2022 passed requisite resolutions approving the following:

1. Reappointment of M/s.P.S.Subramania Iyer & Co (Registration No.004104S), Chartered Accountants, for a second and final term of five consecutive years to hold office from the conclusion of the Thirtysixth Annual General Meeting until the conclusion of the Fortyfirst Annual General Meeting, at a remuneration of Rs.1,00,000 for the year 2022-23 exclusive of applicable taxes and all travelling and out of pocket expenses, which shall be reimbursed to them and for the subsequent years, as may be determined by the Board of Directors on the recommendation of the Audit Committee.
2. Appointment of Sri.V.Manickam (DIN: 00179715) as a Director of the Company, liable to retire by rotation.
3. Appointment of Smt. Sandhya Rajan (DIN: 08195886) as an Independent Director of the Company, for a term of five consecutive years from 12.08.2022 to 11.08.2027.
4. Adoption of a new set of Articles of Association, in substitution of and to the entire exclusion of existing Articles of Association, in order to be in line with the provisions of the Companies Act, 2013 and the Rules made thereunder. The said Articles of Association is available on the Company's website: www.iccaps.com.
5. Reappointment of Mr.K.Suresh as 'Manager' for a period from 01.05.2022 to 30.09.2023 at a consolidated remuneration of Rs.2,50,000/- p.m.

The brief profile of the aforesaid Auditors, Directors and Manager is enclosed.

Thanking you,

Yours faithfully,
for **INDIA CEMENTS CAPITAL LIMITED**

COMPANY SECRETARY

Encl.: As above

Email ID- secr@iccaps.com



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**Information as required under Regulation 30 –
Para A of Schedule III of SEBI (LODR) Regulations, 2015**

Brief Profile of Statutory Auditors

Brief Profile of Auditors	<p>M/s.P.S.Subramania Iyer & Co.</p> <p>The Firm was established in 1949 and its Registration No. With ICAI is 004104S. The Firm is based at Chennai. M/s.P.S.Subramania Iyer & Co. has 11 Partners.</p>
Date of Appointment	29.09.2022, the date of 36 th AGM of the Company.
Terms of Appointment	The aforesaid auditors will hold office for a term of 5 consecutive years from the conclusion of 36 th Annual General Meeting until the conclusion of 41 st Annual General Meeting, at a remuneration of Rs.1,00,000 for the year 2022-23 exclusive of applicable taxes and all travelling and out of pocket expenses, which shall be reimbursed to them and for the subsequent years, as may be determined by the Board of Directors on the recommendation of the Audit Committee.
Reason for Change	The first term of M/s.P.S.Subramania Iyer & Co. concluded at the 36 th AGM i.e. on 29 th September 2022. Based on the recommendation of the Audit Committee and The Board of Directors, the shareholders at its AGM held today passed requisite resolution, approving the reappointment of M/s.P.S.Subramania Iyer & Co., as Statutory Auditors for the aforesaid term.



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Brief Profile of Director

(i)	Name of the Director	:	Sri V.Manickam
	Director Identification Number (DIN)	:	00179715
	Date of Birth	:	1 st April 1952
	Date of appointment on the Board as Director	:	11 th February 2015
	Date of last reappointment as an Independent Director	:	26 th September 2019
	Term of office as Independent Director	:	Till 25.09.2022
	Date of appointment as Non-independent, Non-executive Director liable to retire by rotation	:	12.08.2022 (To be effective from 26.09.2022)
	Category of Directorship	:	Non-independent, Non-Executive Director liable to retire by rotation
	Expertise in specific functional areas	:	Investment
	Qualification	:	B.Sc., ACA
	Brief profile / Experience	:	Sri.V.Manickam is a Chartered Accountant and has put more than 3 decades of service in Life Insurance Corporation of India. He retired as Managing Director and CEO of LIC Pension Fund. Post retirement, he served as Secretary of Life Insurance Council.
	Number of Equity Shares held in the Company by the Director or for other persons on a beneficial basis	:	Nil
	List of outside Directorships held in Public Companies	:	Nil
	Chairman / Member of the Committees of Board of Directors of the Company	:	Audit Committee - Chairman Stakeholders Relationship Committee - Member
Chairman / Member of the Committees of Board of Directors of other Companies in which he is a Director	:	Nil	
Relationships between directors inter-se	:	Nil	
Relationship with Key Managerial Personnel	:	Nil	
Information as required pursuant to BSE Circular with Ref.No.LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd. with Ref.No.NSE/CML/2018/24 dated 20.06.2018	:	Sri.V.Manickam is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	



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Brief Profile of Director

(ii)	Name of the Director	:	Smt.Sandhya Rajan
	Director Identification Number (DIN)	:	08195886
	Date of Birth	:	18 th April, 1973
	Date of appointment on the Board as Director	:	12 th August, 2022
	Category of Directorship	:	Independent, Non-Executive Director
	Term of appointment	:	5 years from 12 th August, 2022
	Date of last reappointment as Director	:	Not Applicable
	Expertise in specific functional areas	:	Management and Administration
	Qualification	:	Masters Degree in Bio-Chemistry
	Brief profile / Experience	:	Smt.Sandhya Rajan is an Entrepreneur and served in various organisations, including Research Departments. She is a co-founder of a Sports Academy and managing a Trust catering sports education to under-privileged children.
	Number of Equity Shares held in the Company by the Director or for other persons on a beneficial basis	:	Nil
	List of outside Directorships held in Public Companies	:	The India Cements Limited (Listed Company) Coromandel Travels Limited Easyaccess Financial Services Limited
	Chairman / Member of the Committees of Board of Directors of the Company	:	Audit Committee – Member
	Chairman / Member of the Committees of Board of Directors of other Companies in which he is a Director	:	The India Cements Limited Audit Committee – Member
	Relationships between directors inter-se	:	Nil
	Relationship with Key Managerial Personnel	:	Nil
	Information as required pursuant to BSE Circular with Ref.No.LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd. with Ref.No.NSE/CML/2018/24 dated 20.06.2018	:	Smt.Sandhya Rajan is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.



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BRIEF PROFILE OF MANAGER

Name	:	Mr.K.Suresh
Date of Birth	:	14.04.1960
Category of reappointment	:	Manager / CEO under the Companies Act, 2013.
Term of Appointment	:	For a period from 01.05.2022 to 30.09.2023
Expertise in specific functional areas	:	Finance, Accounts and Taxation
Qualification	:	ACA & ACS
Brief profile	:	Mr.K.Suresh has wide experience and been associated with the Company as President and CEO since 2007. He is in-charge of the day-to-day management and administration of the Company, subject to the superintendence, direction and control of the Board of Directors. He is a director in India Cements Investment Services Limited, a wholly owned subsidiary of India Cements Capital Limited.