



HEMADRI CEMENTS LIMITED

Admin. Office : No. 3, Veerasamy Street, III Floor, West Mambalam, Chennai - 600 033.

Phone : 044-4390 7054, 4390 7062 / 4390 7068 Fax : 044-4390 7031 / 28

CIN : L26942AP198IPLC002995

Date : 28th September, 2021

To,
BSE LIMITED
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001.

BSE Scrip Code – 502133 / ISIN: INE07BK01011

Sub: Proceedings of the 39th Annual General Meeting (AGM) of M/s. Hemadri Cements Limited held on Monday, the 27th Day of September 2021 at 2.30PM.

Dear Sir/Madam,

With reference to our letter dated 3rd September, 2021 providing intimation on the 39th Annual General Meeting (“AGM”) of the Company scheduled on Monday, the 27th day of September, 2021 at 2.30 PM (IST) through Video Conference (“VC”) / Other Audio Visual Means (“OAVM”).

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the proceedings of the 39th Annual General Meeting of Hemadri Cements Limited held on 27th September 2021 (Monday) at 14.30 Hours through virtual mode.

The Voting results along with the scrutinizer report shall be filed by the Company in due course.

The above is for your records and dissemination please.

Thanking you,

Yours faithfully,
for **HEMADRI CEMENTS LIMITED**

M MUTHULAKSHMI
COMPANY SECRETARY

GIST OF THE PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING OF HEMADRI CEMENTS LIMITED HELD ON MONDAY, THE 27TH DAY OF SEPTEMBER 2021 AT 2.30 P.M

Pursuant to Regulation 30 read with Para A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), it is hereby informed that the 39th Annual General Meeting ("AGM") of the Company was duly held on September 27, 2021 at 2.30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Mr. P. Ravi, Chairman of the Board, did not attend the AGM due to unavoidable circumstances, hence, the Directors present at the Meeting elected Mr. D. B. N. Rao, Independent Director of the Company, as the Chairman of the 39th AGM. Mr. D. B. N. Rao chaired the meeting.

Company Secretary confirmed that the requisite quorum was present and then the Chairman called the Meeting to order. The Chairman introduced the Board members, Key Managerial Personnel and Statutory Auditors and welcomed the members to the 39th Annual General Meeting (AGM) of the Company. Chairman also informed that Mr. Gopalsamy Rajan, an Independent Director of the Company was resigned on 22nd September, 2021, hence did not attend the AGM.

The Company Secretary briefly explained the members that the Company had provided the remote e-voting facility through Central Depository Services (India) Limited (CDSL) to enable the members of the Company to cast / exercise their votes electronically on the agenda items specified in the notice of the 39th AGM. The remote e-voting period had commenced on Friday, 24th September 2021 at 10.00 Hours (IST) and ended on Sunday, 26th September 2021 at 17.00 Hours. Members were informed that the facility of remote e-voting has been enabled during the AGM from 14.30 Hours (IST) upto the end of the Meeting for such of those members who had not cast their vote through remote e-voting prior to the AGM.

The Company Secretary further informed that the Board of Directors had appointed Mr. Balu Sridhar, Practicing Company Secretary from A.K.Jain & Associates, Chennai as the scrutinizer for the purpose of scrutinizing the voting process of remote e-voting prior to and during the AGM on the resolutions included in the notice of the 39th AGM.

With the consent of the Members, the Chairman took as read the notice of the 39th AGM and the reports of the statutory auditors, secretarial auditor for the FY 2020-21. Chairman then addressed the Members and gave an overview of the performance of the Company for the FY 2020-21 and 1Q of FY 2021-22.

Thereafter the Company Secretary explained in detail that the following resolutions are being voted on:-

Item No 1 - Ordinary Resolution for Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, the Report of the Auditors and the Board of Directors thereon.

Item No 2 - Ordinary Resolution for Appointment of Mr. P. Ravi (DIN: 0675665), who retires by rotation and being eligible, offers himself for reappointment.

Item No 3 - Ordinary Resolution for Appointment of Mr. Sivasamy Raju (DIN: 06961330) as an Independent Director and also regularization of a Director from Additional Director.

Item No 4 - Special Resolution for retaining Mr. D.B.N. Rao on the Board of the Company, as an Independent Director who is attaining the age of 75 Years on 14th April 2022 as per the requirements of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman then invited the shareholders who had registered as "speakers" for seeking further clarifications on the audited financial statements along with Auditors' and Board's report thereon. After the member spoke, the required clarifications were provided by the Chairman and CEO of the Company to the satisfaction of the Member.

The Chairman thanked the members for participating through remote e-voting and informed that the facility to vote on the resolutions contained in the Notice of the 39th AGM shall remain open for a further 10 Minutes. He then requested those members who had not exercised their votes through the remote e-voting prior to the AGM to cast their votes through the e-voting platform.

Pursuant to regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Chairman announced that the consolidated results of remote e-voting prior to and during the AGM along with the consolidated scrutinizer report shall be announced within 48 Hours and uploaded on the Company's Website & as well in the CDSL and would also be intimated to the BSE Limited (BSE).

The Chairman proposed vote of thanks and also informed that the meeting will end after the conclusion of e-voting.

Please take the information on record.

Yours faithfully,
for **HEMADRI CEMENTS LIMITED**

M. Muthulakshmi
28/9/2021
M MUTHULAKSHMI
COMPANY SECRETARY