



SAGAR CEMENTS LIMITED

SCL:SEC:NSE:BSE:2023-24

29th January, 2024

The National Stock Exchange of India Ltd.,
"Exchange Plaza", 5th Floor
Bandra – Kurla Complex
Bandra (East)
Mumbai – 400 051

The Secretary
BSE Limited
P J Towers
Dalal Street
Mumbai – 400 001

Symbol SAGCEM

Scrip Code: 502090

Series EQ
ISIN INE229C01021

Symbol SAGCEM
Series DEBT
ISIN INE433R07016

Dear Sirs

Sub: Disclosure under Regulation 30 of Schedule III of Part A of the SEBI (LODR) Regulations, 2015 read with Annexure I of SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dt. July 13, 2023 – Execution of shareholders' agreement.

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With reference to the above captioned subject and pursuant to the approval accorded by the shareholders at their Extra-Ordinary General meeting held on December 07, 2023, a shareholders agreement was executed between the company, promoters and AVH Resources India Private Limited (AvH India) on today i.e., 29th January, 2024.

Further details required to be furnished under Annexure I to the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated. July 13, 2023 are given below:

5.Shareholders' agreement		
5.1	name(s) of parties with whom the agreement is entered	Shareholders' agreement dated January 29, 2024 executed among the Company (Sagar Cements Limited), Promoters of the Company and AVH Resources India Private Limited (AvH India).
5.2	purpose of entering into the agreement	Recording the terms and rights of the AvH India in the Company.
5.3	shareholding, if any, in the entity with whom the agreement is executed	19.64%.



Registered Office : Plot No. 111, Road No.10, Jubilee Hills, Hyderabad - 500033, Telangana State, India.

Phone : +91-40-23351571, 23356572 Fax : +91-40-23356573 E-mail : info@sagarcements.in Website : www.sagarcements.in

CIN : L26942TG1981PLC002887 GSTIN : 36AACCS8680H2ZY

Factories : Mattampally Village & Mandal, Suryapet District, Telangana State - 508204. Phone : 08683 - 247039 GSTIN : 36AACCS8680H1ZZ

Bayyavaram Village, Kasimkota Mandal, Anakapally District, Andhra Pradesh State - 531031. Phone : 08924-244550 Fax : 08924-244570 GSTIN : 37AACCS8680H1ZX

Gudipadu Village, Yadiki Mandal, Ananthapur District, Andhra Pradesh State - 515408. Phone: 08558-200272 GSTIN : 37AACCS8680H1ZX

Kalinganagar, Industrial Complex, Tahsil-Dangadi, Dist - Jajpur, Odisha. Phone : 08340882288 CIN : U26922TS2010PTC171799 GSTIN : 21AACCCJ415IG1Z3



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5.4	significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc	The following rights are granted to the Investor: (1) As long as the AvH India holds at least 5% of the shares of the Company, AvH India shall have a right to nominate 1 (one) non-executive Director on the Board of the Company. The nominee will be a member of the audit committee and the nomination and remuneration committee. (2) So long as the AvH India holds at least 3% of the shares of the Company, the AvH India will have a right to, in accordance with applicable law (a) review the risk, compliance, and internal processes in terms of the agreement; and (b) attend quarterly management review meetings of the Company to review the business performance of the Company. (3) So long as the AvH India holds at least 3% of shares of the Company, the Board cannot adopt any resolutions in relation to any amendment to the Articles that shall adversely affect the rights of the Investor. (4) The Promoters have a right to freely transfer up to 5% (five percent) Shares held by them in the Company to any third party. However, any transfer in excess of 5% (five percent) will require prior consent of the AvH India.
5.5	whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	Not applicable
5.6	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	Not applicable
5.7	in case of issuance of shares to the parties, details of issue price, class of shares issued	Not applicable
5.8	any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc	Not applicable



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5.9	in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	Not applicable
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We would request you to kindly take the above information on record.

Thanking you

Yours faithfully

For Sagar Cements Limited

J. Raja Reddy
Company Secretary
M.No:A31113



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