



# 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/

25.09.2015

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

**SCRIP CODE : 511355**

Dear Sirs,

**Sub.: Compliance of Clause-35A of the Listing Agreement - Outcome of voting results of Annual General Meeting held on 23.09.2015**

We furnish below the details of voting results of the Annual General Meeting (AGM) of our Company:

1. Date of AGM : **23.09.2015**
2. Total number of shareholders on Record Date : **12144**
3. Number of shareholders present in the meeting either in person or through proxy:
  - (a) Promoters and promoter group : **6**
  - (b) Public : **1226**
4. No. of shareholders attended the meeting through video conferencing : **Nil**
  - (a) Promoters and promoter group
  - (b) Public
5. Details of Agenda:

(a) Adoption of the audited accounts for the year ended 31.03.2015

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	16258590	16258590	100.00%	16258590	Nil	100.00%	Nil
Public – Institutional holders	600	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	5447010	326813	5.99	326813	Nil	100.00%	Nil
<b>Total</b>	<b>21706200</b>	<b>16585403</b>	<b>76.41</b>	<b>16585403</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>



# 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

(b) Appointment of M/s.S.Viswanathan, Chartered Accountants, Chennai, as Auditors of the Company:

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	16258590	16258590	100.00%	16258590	Nil	100.00%	Nil
Public – Institutional holders	600	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	5447010	326813	5.99	326813	Nil	100.00%	Nil
<b>Total</b>	<b>21706200</b>	<b>16585403</b>	<b>76.41</b>	<b>16585403</b>	<b>Nil</b>	<b>100.00%</b>	<b>Nil</b>

(c) Appointment of Sri.V.M.Mohan as a Director liable to retire by rotation:

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	16258590	16258590	100.00%	16258590	Nil	100.00%	Nil
Public – Institutional holders	600	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	5447010	326813	5.99	326563	250	99.92%	0.08%
<b>Total</b>	<b>21706200</b>	<b>16585403</b>	<b>76.41</b>	<b>16585153</b>	<b>250</b>	<b>99.99%</b>	<b>0.01%</b>

(d) Appointment of Sri.V.Manickam as an Independent Director of the Company:

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	16258590	16258590	100.00%	16258590	Nil	100.00%	Nil
Public – Institutional holders	600	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	5447010	326813	5.99	326561	252	99.92%	0.08%
<b>Total</b>	<b>21706200</b>	<b>16585403</b>	<b>76.41</b>	<b>16585151</b>	<b>252</b>	<b>99.99%</b>	<b>0.01%</b>

We write this to inform you that all the aforesaid resolutions have been passed with requisite majority. We enclose the Scrutinizer's Report dated 24.09.2015 for your records.

Thanking you,

Yours faithfully,  
for INDIA CEMENTS CAPITAL LIMITED

*F. Jayash*  
COMPANY SECRETARY

**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 CementsCapital Limited

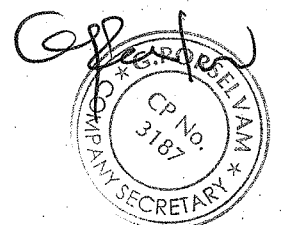
DhunBuilding, 827,Anna Salai,

Chennai – 600002.

Dear Sir,

**Sub: Annual General Meeting held on 23<sup>rd</sup> September 2015**

- 1) I, G.Porselvam, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of India CementsCapital 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 29th Annual General Meeting (AGM) of the members of the company, held on Wednesday, the 23rd day of September, 2015 at 03.00P.M.at Sathguru Gnanananda Hall (Narada Gana Sabha) (Mini Hall),No. 314, T.T.K. Road, Chennai 600 018.
- 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 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 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, 2015 were entitled to vote on the Resolutions as set out at Item Nos. 1 to 4 in the Notice of the AGM of the Company.
- c) The voting period for e-voting commenced on Sunday, 20th September, 2015 at 9.00 a.m. and ended on Tuesday, 22<sup>nd</sup> September, 2015 at 5.00 p.m. and thereafter, the CDSL e-voting platform was blocked.
- d) Thereafter, I have unblocked the votes cast under e-voting facility in the presence of two witnesses, Ms. S. Bargavi and Mr. V. Esaki who are not in the employment of the Company.
- e) After conclusion of the Polling at the AGM of the Company held on 23rd September, 2015, I have opened the locked Polling Box in the presence of two witnesses, Ms. S. Bargavi and Mr. V. Esaki 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 / proxies lodged with the Company. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. 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.
- f) I have scrutinized and reviewed the voting through electronic means based on the data downloaded from the CDSL e-voting system and on Poll based on the Polling Papers received at the AGM.
- g) 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 audited accounts for the year ended on 31st March, 2015.**

(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	47	16507031	99.527
Poll	13	78372	0.473
Total	60	16585403	100.00

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0


Total valid votes <sup>(i) + (ii)</sup>	60	16585403	100.00
---	----	----------	--------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

**Resolution No: 2****Nature of Resolution: Ordinary Resolution****Appointment of M/s. S. Viswanathan, Chartered Accountants, Chennai as Auditors of the company**

*G. Porseivan*



CP No.  
3187  
G. PORSEIVAN  
COMPANY SECRETARY

(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	47	16507031	99.527
Poll	13	78372	0.473
Total	60	16585403	100.00

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes(i) + (ii)	60	16585403	100.00
-----------------------------	----	----------	--------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

**Resolution No: 3**

**Nature of Resolution: Ordinary Resolution**

**Appointment of Mr.V.M. Mohan as director liable to retire by rotation.**

(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	46	16506781	99.526
Poll	13	78372	0.473
Total	59	16585153	99.999

*G. Porselvam*  


(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	1	250	0.001
Poll	0	0	0
Total	1	250	0.001

Total valid votes(i) + (ii)	60	16585403	100
-----------------------------	----	----------	-----

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

**Resolution No: 4**

**Nature of Resolution: Ordinary Resolution**

**Appointment of Mr. V. Manickam as Independent Director**

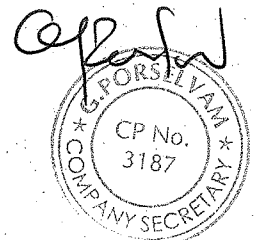
(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	46	16506781	99.526
Poll	11	78370	0.473
Total	57	16585151	99.999

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	1	250	0.001
Poll	2	2	-
Total	3	252	0.001

Total valid votes(i) + (ii)	60	16585403	100
-----------------------------	----	----------	-----



(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Thanking You,

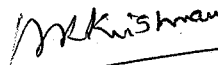
Yours Faithfully,



G.Porseivam

Practicing Company Secretary

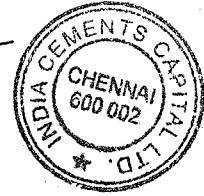
ACS: 9322 CP No: 3187



N.R.KRISHNAN

CHAIRMAN,

INDIA CEMENTS CAPITAL LIMITED



Place: Chennai

Date: 24.09.2015