



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/

30.08.2016

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.: Compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Outcome of voting results of Annual General Meeting held on 29.08.2016

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

1. Date of AGM : **29.08.2016**
2. Total number of shareholders on Record Date : **12167**
3. Number of shareholders present in the meeting either in person or through proxy:
 - (a) Promoters and promoter group : **5**
 - (b) Public : **1349**
4. No. of shareholders attended the meeting through video conferencing : **Nil**
 - (a) Promoters and promoter group
 - (b) Public
5. Agenda – wise disclosure:

(a) Adoption of Standalone Audited Accounts for the year ended 31.03.2016:

Resolution required : Ordinary Resolution
Whether promoter / promoter group are : No
interested in the agenda / resolution?

Category	Mode of voting	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	E-Voting	16258590	16258590	100.00	16258590	Nil	100.00	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		16258590	100.00	16258590	Nil	100.00	Nil



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Public - Institution	E-Voting	600	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public - Non - Institution	E-Voting	5447010	160560	2.95	160560	Nil	100.00	Nil
	Poll		375	0	375	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		160935	2.95	160935	Nil	100.00	Nil
Total		21706200	16419525	75.64	16419525	Nil	100.00%	Nil

(b) Adoption of Consolidated Audited Accounts for the year ended 31.03.2016:

Resolution required : Ordinary Resolution
 Whether promoter / promoter group are : No
 interested in the agenda / resolution?

Category	Mode of voting	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	E-Voting	16258590	16258590	100.00	16258590	Nil	100.00	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		16258590	100.00	16258590	Nil	100.00	Nil
Public - Institution	E-Voting	600	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	
	Total		Nil	Nil	Nil	Nil	Nil	
Public - Non - Institution	E-Voting	5447010	160560	2.95	160560	Nil	100.00	Nil
	Poll		375	0	375	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	
	Total		160935	2.95	160935	Nil	100.00	Nil
Total		21706200	16419525	75.64	16419525	Nil	100.00%	Nil

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

Resolution required : Ordinary Resolution
 Whether promoter / promoter group are : No
 interested in the agenda / resolution?

Category	Mode of voting	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	E-Voting	16258590	16258590	100.00	16258590	Nil	100.00	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	
	Total		16258590	100.00	16258590	Nil	100.00	Nil



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Public - Institution	E-Voting	600	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
Public - Non - Institution	Postal Ballot	5447010	N.A	N.A	N.A	N.A	N.A	N.A
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public - Non - Institution	E-Voting	5447010	160560	2.95	160560	Nil	100.00	Nil
	Poll		375	0	375	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		160935	2.95	160935	Nil	100.00	Nil
Total		21706200	16419525	75.64	16419525	Nil	100.00%	Nil

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

Resolution required : Ordinary Resolution

Whether promoter / promoter group are interested in the agenda / resolution? : No

Category	Mode of voting	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	E-Voting	16258590	16258590	100.00	16258590	Nil	100.00	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		16258590	100.00	16258590	Nil	100.00	Nil
Public - Institution	E-Voting	600	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public - Non - Institution	E-Voting	5447010	160560	2.95	160560	Nil	100.00	Nil
	Poll		375	0	375	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		160935	2.95	160935	Nil	100.00	Nil
Total		21706200	16419525	75.64	16419525	Nil	100.00%	Nil

(e) Appointment of Sri K.Suresh as 'Manager' under the Companies Act, 2013:

Resolution required : Ordinary Resolution

Whether promoter / promoter group are interested in the agenda / resolution? : No

Category	Mode of voting	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	E-Voting	16258590	16258590	100.00	16258590	Nil	100.00	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		16258590	100.00	16258590	Nil	100.00	Nil



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Public - Institution	E-Voting	600	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public - Non - Institution	E-Voting	5447010	160560	2.95	160560	Nil	100.00	Nil
	Poll		375	0	375	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		160935	2.95	160935	Nil	100.00	Nil
Total		21706200	16419525	75.64	16419525	Nil	100.00%	Nil

We write this to inform you that all the aforesaid resolutions have been passed with requisite majority. We enclose copy of the Scrutinizer's Report dated 30.08.2016 for your records.

Thanking you,

Yours faithfully,
for INDIA CEMENTS CAPITAL LIMITED

E. Jayak

COMPANY SECRETARY

G. PORSELVAM, ACA., ACMA., ACS., LLB.,
Company Secretary in Practice

Off 2814 2945, 2814 2955
Mobile : 98410 16465
E-mail : gporselvam@gmail.com
Ser.Tax Code : AAXPP6495RSD001

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

Scrutinizer's Report

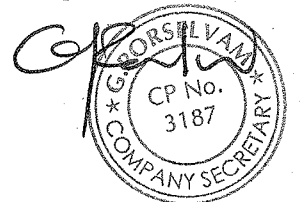
[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with
Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
India Cements Capital Limited
Dhun Building, 827, Anna Salai,
Chennai – 600002.

Dear Sir,

Sub: Annual General Meeting held on 29th August 2016

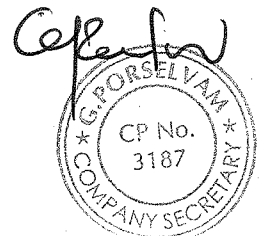
- 1) I, G.Porselvam, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of India Cements Capital Limited (the Company), having its Registered Office at 'Dhun Building', 827, Anna Salai, Chennai 600 002, for the purpose of scrutinizing the remote e-voting and voting 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 30th Annual General Meeting (AGM) of the members of the company, held on Monday, the 29th day of August, 2016 at 04.00 P.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 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 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., 22nd August, 2016 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 Thursday, 25th August, 2016 at 9.00 a.m. and ended on Sunday, 28th August, 2016 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, Mr.S. S. Raveen kumar and Mr. R. Vasudeven who are not in the employment of the Company.
- e) After conclusion of the Polling at the AGM of the Company held on 29th August, 2016, I have opened the locked Polling Box in the presence of two witnesses, Mr. S. S. Raveen Kumar and Mr. R. Vasudevan 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:



(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)	43	16419525	100.00
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(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

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

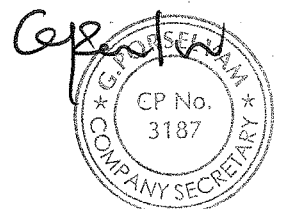
(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	38	16419150	99.9977
Poll	5	375	0.0023
Total	43	16419525	100.0000

(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)	43	16419525	100.00
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(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 M/s. S. Viswanathan, Chartered Accountants, Chennai as Auditors of the company

(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	38	16419150	99.9977
Poll	5	375	0.0023
Total	43	16419525	100.0000

(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)	43	16419525	100.00
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(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: 5

Nature of Resolution: Ordinary Resolution

Appointment of Mr. K. Suresh as Manager of the company

(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	38	16419150	99.9977
Poll	5	375	0.0023
Total	43	16419525	100.0000

(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)	43	16419525	100.00
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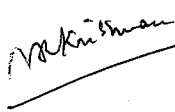
(iii) Invalid Votes:

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




N R KRISHNAN
CHAIRMAN
India Cements Capital Limited



Place: Chennai
Date: 30/08/2016