



ICCL/

16.09.2017

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 Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Outcome of voting results of Annual General Meeting held on 15.09.2017.**

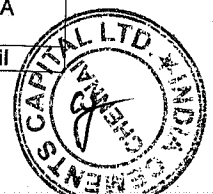
We furnish below the details of voting results of the Annual General Meeting (AGM) of our Company:

1. Date of AGM : **15.09.2017**
2. Total number of shareholders on Record Date : **12237**
3. Number of shareholders present in the meeting either in person or through proxy:
  - (a) Promoters and promoter group : **5**
  - (b) Public : **1443**
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 31.03.2017:

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
	<b>Total</b>		<b>16258590</b>	<b>100.00</b>	<b>16258590</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

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	217274	3.99	217274	Nil	100.00	Nil
	Poll		44342	0.81	44342	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		261616	4.80	261616	Nil	100.00	Nil
Total		21706200	16520206	76.11	16520206	Nil	100.00%	Nil

(b) Adoption of Consolidated Audited Accounts for the year ended 31.03.2017:

Resolution required : Ordinary Resolution

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

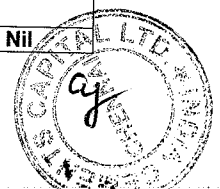
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter 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	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	217274	3.99	217274	Nil	100.00	Nil
	Poll		44342	0.81	44342	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		261616	4.80	261616	Nil	100.00	Nil
Total		21706200	16520206	76.11	16520206	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	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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Corporate Identity No.: L65191TN1985PLC012362

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	217274	3.99	216274	1000	99.54	0.46
	Poll		44342	0.81	44342	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		261616	4.80	260616	1000	99.62	0.38
Total		21706200	16520206	76.11	16519206	1000	99.99%	0.01

(d) Appointment of Auditors and fixation of Remuneration:

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	
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	
	Total		Nil	Nil	Nil	Nil	Nil	
Public - Non - Institution	E-Voting	5447010	217274	3.99	217274	Nil	100.00	Nil
	Poll		44342	0.81	44342	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	
	Total		261616	4.80	261616	Nil	100.00	Nil
Total		21706200	16520206	76.11	16520206	Nil	100.00%	Nil

(e) Appointment of Smt.E.Jayashree as a Director of the Company, liable to retire by rotation:

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	
	Postal Ballot		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	





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Corporate Identity No.: L65191TN1985PLC012362

	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	217274	3.99	217274	Nil	100.00	Nil
	Poll		44342	0.81	44342	Nil	100.00	Nil
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		261616	4.80	261616	Nil	100.00	Nil
Total		21706200	16520206	76.11	16520206	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 15.09.2017 for your records.

Thanking you,

Yours faithfully,  
for INDIA CEMENTS CAPITAL LIMITED

*F. Jayal*  
COMPANY SECRETARY

**G. PORSELVAM**, ACA., AICWA., 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 15<sup>th</sup> September 2017**

- 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 31<sup>st</sup> Annual General Meeting (AGM) of the members of the company, held on Friday, the 15th day of September, 2017 at 10.00 A.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 there





under 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., 8<sup>th</sup> September, 2017 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 Tuesday, 12<sup>th</sup> September, 2017 at 9.00 a.m. and ended on Thursday, 14<sup>th</sup> September, 2017 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 15<sup>th</sup> September, 2017, 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:

**Resolution No: 1**

**Nature of resolution: Ordinary Resolution**

**Adoption of audited accounts for the year ended on 31st March, 2017.**

(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	41	16475864	99.732
Poll	6	44342	0.268
Total	47	16520206	100.000

(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)	47	16520206	100.000
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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: 2**

**Nature of Resolution: Ordinary Resolution**

**Adoption of consolidated audited accounts for the year ended on 31st March, 2017.**

(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	41	16475864	99.732
Poll	6	44342	0.268
Total	47	16520206	100.000

(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)	47	16520206	100.000
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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	40	16474864	99.726
Poll	6	44342	0.268
Total	46	16519206	99.994

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	1	1000	0.006
Poll	0	0	0
Total	1	1000	0.006

Total valid votes(i) + (ii)	47	16520206	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. P. S. Subramania Iyer & Co, 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
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E-Voting	41	16475864	99.732
Poll	6	44342	0.268
Total	47	16520206	100.000

(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)	47	16520206	100.000
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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 Ms. E. Jayashree 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	41	16475864	99.732
Poll	6	44342	0.268
Total	47	16520206	100.000



(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)	47	16520206	100.000
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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: 15/09/2017