



India Cements Capital Limited

Regd. & Corp. Office : Dhun Building,

827, Anna Salai, Chennai - 600 002.

T 2857 2600 / 2841 4503 www.iccaps.com

Corporate Identity No.: L65191TN1985PLC012362

Email : secr@iccaps.com

SH/SE

16.03.2024

BSE Limited
Corporate Relationship Dept.
First Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers
Dalai Street, Fort
MUMBAI 400001.
Scrip Code : 511355

Dear Sirs,

Sub.: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Results of Postal Ballot through Remote E-voting Process and Scrutinizer's Report.

This is further to our letter dated 12.02.2024 submitting the Postal Ballot Notice along with Explanatory Statement, seeking approval of the Members of the Company by way of Special resolution in respect of the following item of business:

- Reappointment of Smt.Lakshmi Aparna Sreekumar (DIN: 08196552), as Non-Executive Independent Director of the Company to hold office for a second and final term of 5 consecutive years with effect from 01.04.2024.

In accordance with the provisions of Section 110 of the Companies Act, 2013, read with Rules made thereunder, the Company conducted the Postal Ballot by providing remote e-voting facility to the Members. The remote e-voting commenced at 9.00 A.M. (IST) on Thursday, the 15th February, 2024 and ended at 5.00 P.M.(IST) on Friday, the 15th March, 2024.

The Board of Directors at its meeting held on 01.02.2024 appointed Ms.Sindhuja Porselvam, Company Secretary in Practice (Membership No.44831, C.P.No.23622), as Scrutinizer to scrutinize the entire e-voting process and submit her Report. Ms.Sindhuja Porselvam has submitted her Report on 15.03.2024 (copy enclosed). In accordance with the said Report, the Members of the Company have approved the Special Resolution as set out in the Postal Ballot Notice dated 01.02.2024 with requisite majority. The resolutions set out in the Postal Ballot Notice have been passed on 15.03.2024, i.e., the last date of e-voting.





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As per the Scrutinizer's Report, we furnish below the voting results of the resolutions contained in the Postal Ballot Notice:

- a) Date of the meeting/last day of receipt of postal ballot (e-voting) : 15.03.2024
- b) Total number of shareholders on Record Date : 15282 (Record Date: 09.02.2024)
- c) Number of shareholders present in the meeting either in person or through proxy : N.A
- Promoters and promoter group : --
- Public : --
- d) No. of shareholders attended the meeting through video conferencing : N.A
- Promoters and promoter group : --
- Public : --
- e) Agenda wise disclosure :

1. **Reappointment of Smt.Lakshmi Aparna Sreekumar (DIN: 08196552), as an Independent Director of the Company**

Resolution required : Special Resolution

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

| Category | Mode of Voting | No. of shares held. (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)] *100 | No. of Votes - in favour (4) | No. of Votes - Against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)] *100 | % of votes against on votes polled (7) = [(5)/(2)] *100 |
|-----------------------------|-------------------------------|-------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Promoter and Promoter Group | E-Voting | 16258590 | 16258590 | 100.00 | 16258590 | 0 | 100.00 | 0.00 |
| | Poll | | -- | -- | -- | -- | -- | -- |
| | Postal Ballot (if applicable) | | -- | -- | -- | -- | -- | -- |
| | Total | | 16258590 | 16258590 | 100.00 | 16258590 | 0 | 100.00 |
| Public - Institutions | E-Voting | 600 | -- | -- | -- | -- | -- | -- |
| | Poll | | -- | -- | -- | -- | -- | -- |
| | Postal Ballot (if applicable) | | -- | -- | -- | -- | -- | -- |
| | Total | | 600 | -- | -- | -- | -- | -- |
| Public- Non-Institutions | E-Voting | 5447010 | 301137 | 5.53 | 301136 | 1 | 100 | 0.00 |
| | Poll | | -- | -- | -- | -- | -- | -- |
| | Postal Ballot (if applicable) | | -- | -- | -- | -- | -- | -- |
| | Total | | 5447010 | 301137 | 5.53 | 301136 | 1 | 100 |
| Total | | 21706200 | 16559727 | 76.29 | 16559726 | 1 | 100 | 0.00 |





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The voting results and the Scrutinizer's Report are also being made available on the website of the Company i.e., www.iccaps.co.in.

We request you to kindly take the above information on records.

Thanking you,

Yours faithfully,
for INDIA CEMENTS CAPITAL LIMITED



E. Jayal

COMPANY SECRETARY

Encl.: As above

Scrutinizer's Report

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with
Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

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

**Sub : Scrutinizer's Report on postal ballot by way of remote e-voting in respect of
passing of the resolutions set-out in the Postal Ballot Notice dated 1st February
2024.**

Dear Sir/Madam,

I, Sindhuja Porselvam, Company Secretary in Practice, of M/s. Porselvam and Associates have been appointed as Scrutinizer by the Board of Directors of M/s. India Cements Capital Limited (the Company), having its Registered Office at Dhun Building, 827, Anna Salai, Chennai - 600002, for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner on the resolutions contained in the postal ballot notice dated 1st February 2024 ("Notice") issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 9/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars").

- 1) The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.




- 2) My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by M/s. Cameo Corporate Services Limited, the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 5 p.m. on 15th March 2024.
- 3) I submit my report as under:
- a) The Company has provided the Members facility to exercise their right to vote by electronic means only to transact the business detailed in the Notice of postal ballot through remote e-voting.
 - b) The company had appointed Central Depository Services (India) Limited ("CDSL") as the Agency for providing e-voting facility to the members for postal ballot.
 - c) The remote e-voting commenced on Thursday, 15th February, 2024 at 9:00 A.M. (IST) and ended on Friday, 15th March, 2024 at 5:00 P.M. (IST).
 - d) The Shareholders of the Company holding shares on the "cut-off" date i.e., 9th February, 2024 were entitled to vote on the Resolution as set out in the Notice of the Postal Ballot of the Company.
 - e) Thereafter the votes were unblocked on 15th March, 2024 in the presence of two witnesses, Mr. R. Vasudevan and Mr. Vasantha Kumar A, who are not in the employment of the Company.
 - f) I report that the result of the voting by Remote E-Voting for postal ballot, in respect of resolution (business) is as under:



Resolution No: 1: Reappointment of Smt.Lakshmi Aparna Sreekumar as an Independent Director of the Company.

Nature of resolution: SPECIAL RESOLUTION

(i) Voted in favour of the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|-----------------|-------------------------|-------------------------------|---------------------------------------|
| Remote E-Voting | 75 | 16559726 | 100 |
| Total | 75 | 16559726 | 100 |

(ii) Voted against the resolution:

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

| | | | |
|-----------------------------|----|----------|-----|
| Total valid votes (i) +(ii) | 76 | 16559727 | 100 |
|-----------------------------|----|----------|-----|

(iii) Invalid Votes:

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

Thanking You,

Yours Faithfully,

For Porselvam and Associates



SINDHUJA PORSELVAM
Practicing Company Secretary
CP No: 23622

Place : Chennai
Date : 15/03/2024
UDIN : A044831E003589878



V.MANICKAM
Chairman
India Cements Capital Limited
DIN: 00179715