



## India Cements

SH/SE

27.06.2025

BSE Limited  
Corporate Relationship Dept.  
First Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers  
Dalai Street, Fort  
**MUMBAI 400001.**  
**Scrip Code : 530005**

National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra (E)  
**MUMBAI 400 051.**  
**Scrip Code : INDIACEM**

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**

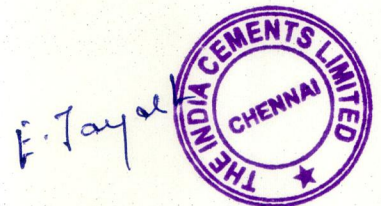
This is further to our letter dated 26.05.2025 submitting the Postal Ballot Notice along with Explanatory Statement, seeking approval of the Members of the Company by way of Ordinary resolution in respect of Material Related Party Transactions between the Company and UltraTech Cement Limited, the Holding Company.

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 Wednesday, 28<sup>th</sup> May, 2025 and concluded at 5.00 P.M.(IST) on Thursday, 26<sup>th</sup> June, 2025.

The Board of Directors at its meeting held on 26.04.2025 appointed Mrs.P.R.Sudha, Company Secretary in Practice (Membership No.F6046, C.P.No.4468), as Scrutinizer to scrutinize the entire e-voting process and submit her Report. Mrs.P.R.Sudha has submitted her Report on 27.06.2025 (copy enclosed). In accordance with the said Report, the Members of the Company have approved the Ordinary Resolution as set out in the Postal Ballot Notice dated 26.04.2025 with requisite majority. The resolution set out in the Postal Ballot Notice have been passed on 26.06.2025, i.e., the last date of e-voting.

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

- |  |   |            |
|--|---|------------|
| a) Date of the meeting/last day of receipt of postal ballot (e-voting)             | : | 26.06.2025 |
| b) Total number of shareholders on Record Date                                     | : | 1,72,633   |
| c) Record date:  | : | 16.05.2025 |
| d) Number of shareholders present in the meeting either in person or through proxy | : | N.A        |
| Promoters and promoter group   | : | --         |
| Public   | : | --         |
| No. of shareholders attended the meeting through video conferencing                | : | N.A        |
| Promoters and promoter group   | : | --         |
| Public   | : | --         |
| e) Number of resolutions passed in the meeting / through postal ballot             | : | 1          |
| f) Agenda wise disclosure  | : |            |



The India Cements Limited  
(A subsidiary of UltraTech Cement Limited)

Corporate Office: Coromandel Towers, 93, Santhome High Road, Karpagam Avenue, R.A. Puram, Chennai 600 028

T: +91 44 2857 2100 / 2857 2400 | F: +91 44 2851 6270 | Grams: 'INDCEMENT'

Registered Office: Dhun Building, 827, Anna Salai, Chennai 600 002

E: investor@indiacement.com

T: +91 44 2852 1526 | W: www.indiacement.com | CIN: L26942TN1946PLC000931



## India Cements

### 1. Material Related Party Transactions between the Company and UltraTech Cement Limited, the Holding Company

Resolution required : Ordinary Resolution

Whether promoter / promoter group are Interested in the agenda / resolution? : Yes

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	252529160	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public - Institutions	E-Voting	27140551	24940821	91.90	24940821	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		24940821	91.90	24940821	0	100.00	0.00
Public-Non-Institutions	E-Voting	30227490	542841	1.80	536634	6207	98.86	1.14
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		542841	1.80	536634	6207	98.86	1.14
<b>Total</b>		<b>309897201</b>	<b>25483662</b>	<b>8.22</b>	<b>25477455</b>	<b>6207</b>	<b>99.98</b>	<b>0.02</b>

The voting results and the Scrutinizer's Report are also being made available on the website of the Company i.e., [www.indiacements.co.in](http://www.indiacements.co.in).

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

Thanking you,

Yours faithfully,  
for THE INDIA CEMENTS LIMITED

*F. Jayal*

COMPANY SECRETARY

Encl.: As above



The India Cements Limited  
(A subsidiary of UltraTech Cement Limited)

Corporate Office: Coromandel Towers, 93, Santhome High Road, Karpagam Avenue, R.A. Puram, Chennai 600 028

T: +91 44 2857 2100 / 2857 2400 | F: +91 44 2851 6270 | Grams: 'INDCEMENT'

Registered Office: Dhun Building, 827, Anna Salai, Chennai 600 002

T: +91 44 2852 1526 | W: [www.indiacements.co.in](http://www.indiacements.co.in) | CIN: L26942TN1946PLC000931

E: [investor@indiacements.co.in](mailto:investor@indiacements.co.in)

**Scrutinizer's Report on Remote E-Voting in respect of  
resolution passed through Postal Ballot**

*[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, as amended]*

**27.06.2025**

To

The India Cements Limited  
Corporate Office: Coromandel Towers  
93, Santhome High Road  
Karpagam Avenue, R.A. Puram  
Chennai – 600 028.

Dear Sirs,

**Sub.: Scrutinizer's Report on the Postal Ballot process conducted through remote e-voting**

I, P.R.Sudha, a Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of The India Cements Limited ("the Company"), having its Registered Office at 'Dhun Building', 827, Anna Salai, Chennai - 600 002, for the purpose of scrutinizing the Postal Ballot voting conducted by way of e-voting process ("e-voting") in a fair and transparent manner in respect of the resolution contained in the Postal Ballot Notice dated 26<sup>th</sup> April 2025 ("Notice") issued pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (SS-2), General Circular No.09/2024 dated 19<sup>th</sup> September, 2024, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and Circular No.SEBI/HO/CFD/CFD-PoD-2/P/CIR/ 2024/133 dated 3<sup>rd</sup> October, 2024 issued by the Securities and Exchange Board of India ("SEBI") ("the Circulars"), allowing the companies to hold general meetings/conduct the Postal Ballot process through electronic means ("e-voting").



## **Responsibility of the Management**

The Management of the Company is responsible for ensuring compliances with the requirements of the Act and the Rules made thereunder, the MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to e-voting on the resolution contained in the Notice.

## **Responsibility as a Scrutinizer**

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's Report on the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Postal Ballot Notice. My report is based on verification of data and reports generated from the voting system provided by National Securities Depository Limited (NSDL), the authorised agency engaged by the Company to provide voting through electronic means i.e. e-voting.

### **I submit my report as under:**

1. As per the MCA Circulars, the Postal Ballot Notice was sent only by e-mail to those Members who have registered their e-mail address with the Company / Registrar and Share Transfer Agent or with their DP and made available to the Company by the Depositories, on the cut-off date i.e., 16<sup>th</sup> May 2025.
2. The Notice of the Postal Ballot was also available on the Company's website [www.indiacements.co.in](http://www.indiacements.co.in), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com). Physical copies of the Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to members for this Postal Ballot.
3. The Company has availed the e-voting facility offered by NSDL for providing to its members the facility to cast their vote through electronic means.
4. The remote e-voting period commenced on 28<sup>th</sup> May, 2025 at 9:00 A.M. (IST) and ended on 26<sup>th</sup> June, 2025 at 5:00 P.M. (IST). The remote e-voting module had been disabled by NSDL for voting thereafter.
5. An advertisement regarding notice of Postal Ballot/E-Voting was published in Business Line and Business Standard, English News Papers and Dinamani, Tamil News Paper on 27<sup>th</sup> May, 2025.
6. The shareholders have cast their votes through e-voting provided by NSDL.

*PR Sudha*



7. All the votes cast up to 5:00 PM (IST) on 26<sup>th</sup> June, 2025, being the last date and time fixed by the Company for remote e-voting, were considered for my scrutiny.
8. The votes were unblocked by me after the conclusion of e-voting period on 26<sup>th</sup> June, 2025, in the presence of two witnesses, Ms.M.K.Sangeetha and Ms.V.Revathy, who are not in the employment of the Company.
9. Thereafter, the details containing the list of Members who voted "in favour" or "against" on the resolution were generated from the e-voting website of NSDL. Based on the report generated and relied upon by me, data on the e-voting was scrutinized.
10. The Report on results of the remote e-voting for postal ballot process is as under:

**Resolution No: 1**

**Nature of resolution: Ordinary Resolution**

Material Related Party Transactions between the Company and UltraTech Cement Limited, the Holding Company.

**(i) Voted for the Resolution:**

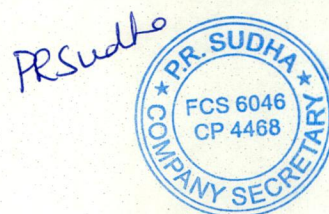
	Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	833	25477455	99.98

**(ii) Voted against the Resolution:**

	Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	41	6207	0.02
<b>Total Votes</b>	<b>874</b>	<b>25483662</b>	<b>100.00</b>

**(iii) Invalid Votes:**

	Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
Remote E-Voting	Nil	Nil	Nil



The resolution put to vote, under postal ballot e-voting, has been passed with the requisite majority and shall be deemed to have been duly passed on the last date specified for e-voting i.e., Thursday, 26th June, 2025.

The electronic data and all other relevant records relating to remote e-voting will be in my safe custody until the Chairman considers, approves and signs the minutes and thereafter the same will be handed over to the Company for safe keeping.

Thanking You,

Yours faithfully,

*PR Sudha*



**(P R SUDHA)**  
**Practicing Company Secretary**  
**FCS: 6046 CP No: 4468**  
**UDIN No: F006046G000666805**

for **THE INDIA CEMENTS LIMITED**

A handwritten signature in black ink, appearing to read "Krishnagopal Ladsaria".

**KRISHNAGOPAL LADSARIA**  
**CHIEF FINANCIAL OFFICER**  
**PERSON AUTHORISED BY THE CHAIRMAN**