DECCAN CEMENTS LIMITED

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DCL:SECY:2015

23rd September 2015

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400 051

Scrip Code: 502137

Trading Symbol: DECCANCE

Sub: Proceedings of the 35th Annual General Meeting (AGM) held on 22nd September 2015.

In compliance with Clause 31 of the Listing Agreement, we wish to inform below proceedings of the 35th Annual General Meeting (AGM) of the Members of the Company held on Tuesday, 22nd September 2015, at 10:00 AM at Bhaskara Auditorium, Birla Museum, Adarsh Nagar, Hyderabad 500 063.

Mr. M B Raju, Executive Chairman of the Company, chaired the proceedings of the Meeting.

Before commencing the formal proceedings of the AGM, the Company Secretary delivered a welcome address to the Members, the Directors and the Auditors and others present at the Meeting.

The Company Secretary informed the members that the Company had provided remote e-voting facility for which the e-voting platform was open for voting from 19th to 21st September 2015. He further informed that the Company has also arranged for poll on all the 8 (eight) Resolutions forming part of the Notice of the AGM. He informed that Mr. Tumuluru Krishnamurthy, Practising Company Secretary had been appointed as the Scrutinizer to scrutinize the remote e-voting and ballot process in a fair and transparent manner and report the voting results. He also informed that the results of the voting will be displayed on the website of the Company and of Karvy, the same will also be released to the Stock Exchanges. He informed that the Members including proxies those who had not voted through remote e-voting or ballot, could vote through the polling papers.

The Chairman started proceedings of the meeting by welcoming the Members.

The Chairman introduced all the directors, including Mr. R Gopalakrishnan who was inducted to the Board as an Additional director w.e.f. 11th August 2015 and whose appointment has been proposed for regularization in this meeting.

He then delivered his address explaining the performance of the company during the financial year 2014-15 and the present business scenario of the Cement Industry and its future outlook.

Thereafter, the Chairman commenced the formal agenda of the AGM and with the consent of the Members present, the Notice convening the AGM, Directors Report and Annual Accounts for the Financial Year ended 31st March 2015 were taken as read.

The Chairman then requested Mr. V K Muralidhar, Partner, M/s. M. Bhaskara Rao & Co., Statutory Auditors of the Company to read the Auditor's Report on the Financial Statements for the Financial Year ended 31st March 2015. Mr. V K Muralidhar then read the Auditor's Report.

Brief of the agenda items approved by the Members are:

ORDINARY BUSINESS

1. Adoption of Audited Balance Sheet as at 31st March 2015 and Statement of Profit & Loss for the Year ended on that date together with the Reports of Directors' and Auditors' thereon - Ordinary Resolution

2. Declaration of dividend @25% i.e. Rs. 2.50 per share on equity shares - Ordinary Resolution

3. Appointment of a Director in place of Mr. M B Raju (DIN: 00016652), who retires by rotation and being eligible offers himself for re-appointment - Ordinary Resolution

4. Ratification of appointment M/s. M Bhaskara Rao & Co, Chartered Accountants as the Statutory Auditors of the Company and fixation their remuneration - Ordinary Resolution

5. Appointment of Mr. Ramamurthy Gopalakrishnan (DIN: 00296413) as Director, liable to retire by rotation - Ordinary Resolution

6. Ratification of remuneration to the Cost Auditors for the financial year 2015-16 – Ordinary Resolution

SPECIAL BUSINESS

7. Approval for replacing the existing Articles of Association by adoption of new set of Articles of Association of the Company - Special Resolution

8. Change of location to maintain Register of Members, Index of Members and other related books - Special Resolution

The Chairman clarified the queries raised by the members.

Prior to the commencement of poll process, the Scrutinizer displayed the empty polling box to the Members. The polling box was then sealed in their presence.

The Company Secretary requested the Members to deposit their duly filled up and signed polling papers into the Polling Box.

The meeting ended with votes of thanks to the Chair by the Managing Director.

This is for your information and records.

Thanking you,

Yours faithfully
for Deccan Cements Limited

S K Mishra
Company Secretary