

# THE INDIA CEMENTS LIMITED

CIN : L26942TN1946PLC000931

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

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

Website: [www.indiacements.co.in](http://www.indiacements.co.in) E-mail Id: [investor@indiacements.co.in](mailto:investor@indiacements.co.in)

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## NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the Sixty-ninth Annual General Meeting (AGM) of The India Cements Limited will be held at 9.30 A.M. on Monday, the 7th December, 2015, at Sathguru Gnanananda Hall, (Narada Gana Sabha), No.314, T.T.K. Road, Alwarpet, Chennai – 600 018, to transact the Ordinary and Special Businesses as set-out in the Notice dated 2nd November, 2015, which along with the Explanatory Statement, Annual Report 2015, Proxy Form and Attendance Slip have been sent by e-mail to those Members who have registered their e-mail address and for others by registered book post to their registered address. The Company has completed the despatch of Notice of the AGM along with Annual Report 2015 to all the shareholders by email / Regd. Book Post on 13.11.2015.

Shareholders are requested to note that the said documents are also available on the Company's website [www.indiacements.co.in](http://www.indiacements.co.in), from where it can be downloaded. In case any Shareholder desires to receive the above document(s) in Physical form, such Shareholder is required to send an e-mail to [investor@indiacements.co.in](mailto:investor@indiacements.co.in) quoting DP Id and Client Id Number in case the shares are held in electronic form and Folio Number in case the shares are held in physical form.

In compliance with the provisions of Clause 35B of the Listing Agreements, Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the members facility to exercise their right to vote at the Sixty-ninth Annual General Meeting, by electronic means and the business may be transacted through remote e-Voting Services provided by National Securities Depository Limited (NSDL). The voting rights of the shareholders shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date i.e. 01.12.2015. The remote e-voting period commences on 03.12.2015 (9.00 A.M.) and ends on 06.12.2015 (5.00 P.M.). During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. 01.12.2015 may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

For information or any query on e-voting, Members may refer to the instructions mentioned in para 13 under "Notes" of the notice sent or contact Mr. K. Balasubramanian, Dy. General Manager, Integrated Enterprises (India) Limited (RTA), Tel.No.: (044) 28140801-03, email: [kalyan@integratedindia.in](mailto:kalyan@integratedindia.in), or NSDL, Tel.No.:(022) 2499 4738 / 4360 / 4262, email: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Mr. G .Balakrishnan, Sr. President & Company Secretary, Tel.No.:(044) 28521229, email: [bala@indiacements.co.in](mailto:bala@indiacements.co.in) or Mr. S.Sridharan, Vice President (Secretarial) Tel No.:(044)28572148 email: [ssridharan@indiacements.co.in](mailto:ssridharan@indiacements.co.in).

Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 1st December, 2015, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or to the Company / RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot UserDetails/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free No.: 1800-222-990.

The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-Voting shall be able to exercise their right to vote at the meeting through ballot paper.

A member may participate in the AGM even after exercising his right to vote through remote e-Voting but shall not be allowed to vote again in the AGM.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting or voting at the AGM through ballot paper.

Mrs. P.R. Sudha, Practising Company Secretary (Membership No.F6046), has been appointed as the Scrutinizer to scrutinize the remote e-voting and physical voting at the AGM in a fair and transparent manner.

The Results shall be declared on or after the AGM of the Company and the same along with the Scrutinizer's Report shall be placed on the Company's website [www.indiacements.co.in](http://www.indiacements.co.in) and on the website of NSDL on or before 09.12.2015 and communicated to the Stock Exchanges where the Company's equity shares are listed.

Notice is also hereby given pursuant to Section 91 of the Companies Act, 2013 and Clause 16 of the Listing Agreements that the Register of Members and Share Transfer Books will remain closed from 1st December, 2015 to 7th December, 2015 (both days inclusive) for the purpose of the said AGM.

Note: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The Proxy Form, duly completed and signed, should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

For The India Cements Limited

G. Balakrishnan

Senior President & Company Secretary

Place : Chennai

Date : 13.11.2015