

HeidelbergCement India Limited

CIN: L26942HR1958FLC042301

Registered Office

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21st September 2016

HCIL:SECTL:SE:2016-17

BSE Ltd.
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400001

Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, C/1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Scrip Code:500292

Trading Symbol: Heidelberg

Dear Sir,

Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – gist of proceedings of 57th AGM held on 21st September 2016.

In compliance with Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed the gist of the proceedings of 57th AGM held on 21st September 2016.

You are requested to post the same on the website of stock exchange.

Thanking you,

Yours faithfully,
For HeidelbergCement India Ltd.



Rajesh Relan
Legal Head & Company Secretary

Encl.: as above



Gist of Proceedings of the 57th Annual General Meeting of HeidelbergCement India Limited

1. Date, time and Venue of the Meeting:

The 57th Annual General Meeting of the members of HeidelbergCement India Limited ("the Company") was held on 21st September 2016 at Epicentre, Apparel House, Sector 44, Institutional Area, Gurgaon, Haryana – 122 002. The meeting commenced at 9.30 A.M. and concluded at 10.10 A.M. on the same day.

2. Brief details of proceedings of the meeting:

- Mr. P.G. Mankad, Chairman of the Board of Directors, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman declared the meeting as properly constituted and commenced the proceedings.
- Mr. Jamshed Naval Cooper, Managing Director of the Company introduced the Directors and officials sitting on the dais to the members.
- The Chairman then delivered his speech.
- With the concurrence of the members, the Notice of the 57th Annual General Meeting, Financial Statements, Board's Report and Auditors' Report were taken as read. It was informed that the Auditors' Report and the Secretarial Audit Report do not contain any qualification, reservation or adverse remark.
- The Chairman informed that in compliance with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, the Company had provided remote e-voting facility to the members to enable them to cast their votes on the resolutions contained in the Notice of 57th AGM. The e-voting period commenced at 9.00 AM on 18th September 2016 and ended at 5.00 PM on 20th September 2016. It was informed that the members who have not yet casted their vote through E-voting will be given ballot papers for casting their vote at the AGM venue.
- The following items of business as set out in the Notice calling the Meeting were put for shareholders' approval:

Ordinary Business :

- i) Consideration and adoption of audited financial statements of the Company for the financial year ended 31st March 2016 and the Reports of the Board of Directors and the Auditors thereon.



- ii) Re-appointment of Ms. Soek Peng Sim (holding DIN 06958955), as a Director who was retiring by rotation.
- iii) Ratification of Appointment of S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No.:301003E/E300005) and fixing their remuneration for the year 2016-17.

Special Business :

- iv) Appointment of Mr. Juan-Francisco Defalque (holding DIN 07318811) as a Director.
 - v) Appointment of Mr. Kevin Gerard Gluskie (holding DIN 07413549) as a Director.
 - vi) Ratification of remuneration of M/s. R.J. Goel & Co., Cost Accountants for the financial year 2016-17.
- The Chairman invited the members to ask any questions arising out of the Board's Report and Accounts or with respect to the Resolutions contained in the Notice of AGM. The Chairman and MD replied to the questions asked by the members.
 - The Chairman informed the members that Mr. Nityanand Singh, Practising Company Secretary was appointed as Scrutiniser for E-voting process as well as voting through ballot at the AGM venue.
 - The Chairman informed the members that the results of e-voting shall be disseminated to the stock exchanges and also uploaded on the website of the Company www.mycemco.com and National Securities Depository Limited, the agency which has provided e-voting facility.

3. Manner of approval

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company had provided remote e-voting facility to its members to cast votes electronically, on all the resolutions set out in the notice.
- Further, the facility for casting vote through ballot paper was made available to the members who were present at the venue of the Meeting and had not cast their votes by remote e-voting. The Chairman ordered distribution of ballot papers to the members present at the AGM venue and requested them to cast their vote through ballot. After the voting through ballot was complete, Mr. Nityanand Singh took the ballot box in his safe custody.



- All the resolutions set out in the Notice calling the Annual General Meeting have been passed with overwhelming majority and the same are deemed to be passed on the date of the Annual General Meeting i.e., 21st September, 2016.

For HeidelbergCement India Limited

Rajesh Relan

Rajesh Relan
Legal Head & Company Secretary

