



SAGAR CEMENTS LIMITED

Ref:SCL:SEC:NSE:2025-26

13th March 2026

The National Stock Exchange of India Ltd.,
"Exchange Plaza", 5th Floor
Bandra – Kurla Complex
Bandra (East)
Mumbai – 400 051

The Secretary
BSE Limited
P J Towers
Dalal Street
Mumbai – 400 001

Symbol **SAGCEM**
Series **EQ**
ISIN **INE 229C01021**

Scrip Code: 502090

Dear Sir,

Sub: Submission of the Postal Ballot Voting Results and Scrutinizer Report as per Regulation 30, 44 and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended.

...

We refer to our intimation dated 10th February, 2026 regarding the dispatch of Notice of Postal Ballot dated 10th February, 2026 to our members seeking their approval by way of e-voting on the following Resolutions:

1. Re-appointment of Smt. Naga Sudha Rani (DIN: 09032212) as a Nominee Director of the Company.
2. Appointment of Mr. Sammidi Siddarth to hold office or place of profit of the company
3. Material modification in the approved Related Party Transaction(s) with Andhra Cements Limited.

The voting period in respect of the above was commenced on 12th February, 2026 (9.00 a.m. IST) and ended on 13th March, 2026 at 5.00 p.m. (IST) and based on the Scrutinizer's report submitted later, the result of the voting was declared by the Chairman of the Company on today.

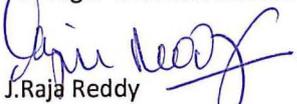
Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to inform you that the resolution mentioned in the aforesaid Postal Ballot Notice have been passed with the requisite majority by the members of the Company. This resolution is now deemed to have been passed on the last date fixed for casting votes through postal ballot i.e. on 13th March, 2026.

The details of the voting results in the format specified under Listing Regulations and the Scrutinizer report are enclosed and these documents are also being made available on the company's website: www.sagarcements.in and on the website of the Registrar and Transfer Agents <https://www.kfintech.com>.

Thanking you

Yours faithfully

For Sagar Cements Limited


J. Raja Reddy
Company Secretary
M.No.A31113



Registered Office : Plot No. 111, Road No.10, Jubilee Hills, Hyderabad - 500033, Telangana State, India.

Phone : +91-40-23351571, 23351572 Fax : +91-40-23356573 E-mail : info@sagarcements.in Website : www.sagarcements.in

CIN : L26942TG1981PLC002887 GSTIN : 36AACCS8680H2ZY

Factories : Mattampally Village & Mandal, Suryapet District, Telangana State - 508204. Phone : 08683 - 247039 GSTIN : 36AACCS8680H1ZZ
Bayyavaram Village, Kasimkota Mandal, Anakapally District, Andhra Pradesh State - 531031. Phone : 08924-244550 Fax : 08924-244570 GSTIN : 37AACCS8680H1ZX
Gudipadu Village, Yadiki Mandal, Ananthapur District, Andhra Pradesh State - 515408. Phone: 08558-200272 GSTIN : 37AACCS8680H1ZX
Kalinganagar, Industrial Complex, Tahsil-Dangadi, Dist - Jajpur, Odisha. Phone : 08340882288 GSTIN : 21AACCS8680H1ZA



B S S & ASSOCIATES

COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBI, Anandnagar, Khairatabad, Hyderabad-500 004

Phone : 040 - 40171671, Cell : 6309490217

E-mail : cs@bssandassociates.com

Scrutinizer's Report on Postal Ballot through remote e-voting

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Sections 108 & 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman,

SAGAR CEMENTS LIMITED,

Plot No.111, Road No.10,

Jubilee Hills, Hyderabad,

Telangana-500033.

We, **B S S & Associates**, Company Secretaries, Hyderabad, were appointed by the Board of Directors of "**SAGAR CEMENTS LIMITED**" [CIN: L26942TG1981PLC002887] ("**the Company**") for the purpose of scrutinizing the postal ballot through remote e-voting process in respect of business contained in the Postal Ballot Notice dated February 10, 2026 (the "**Postal Ballot Notice**") issued by the Company to all its members, in a fair and transparent manner, pursuant to the provisions of Sections 108 & 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting on the resolutions contained in the Postal Ballot Notice of the members of the Company.

Our responsibility as Scrutinizer for the postal ballot through remote e-voting process for resolutions was restricted to make a Scrutinizer's Report of the votes cast 'In favour' or 'against' of the resolutions stated in the said Postal Ballot Notice based on the reports generated from the e-voting system provided by KFin Technologies Limited ("KFintech"), the agency engaged by the Company to provide voting through electronic means i.e. by e-voting.

In this connection, we submit hereunder the Scrutinizer's Report on the e-voting:

1. The Members of the Company as on "Cut-off" date i.e., Friday, February 06, 2026 were entitled to vote on the resolutions set out in the Postal Ballot Notice.
2. As per MCA General Circular No.03/2025 dated 22nd September 2025, after due examination, the Ministry of Corporate Affairs has allowed companies to transact items through postal ballot in accordance with the framework set out in the earlier MCA circulars, till further orders.



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3. KFintech, on February 10, 2026, transmitted the Postal Ballot Notice through email to the Members of the Company whose names appeared in the Register of Members/List of Beneficial Owners maintained by the Company / Depositories, as on February 06, 2026.
4. The remote e-voting period remained open from 9.00 a.m. (IST) on Thursday, February 12, 2026 to 5.00 p.m. (IST) on Friday, March 13, 2026.
5. At the end of e-voting period on Friday, March 13, 2026 at 5:00 p.m. (IST), the e-voting portal of KFintech was disabled forthwith.
6. The votes cast through the e-voting process (remote e-voting) were unblocked on Friday, March 13, 2026 at around 5.02 p.m. (IST).
7. Thereafter, the details containing, inter alia, list of Members who assented or dissented to/ voted for or against the ordinary and special resolutions that was put to vote was generated from the e-voting website of KFintech i.e., <https://evoting.kfintech.com>.
8. A summary of the Postal Ballot through remote e-voting is as under:

a) Resolution 1 (as an Ordinary Resolution)

Re-appointment of Smt. Naga Sudha Rani (DIN: 09032212) as a Nominee Director of the Company.

“**Resolved that** pursuant to the recommendations of the Nomination and Remuneration Committee of the Board of Directors of the Company and the Board of Directors (“the Board”) vide their resolutions both dated 16th January, 2026, the Agreement entered into between the Company and M/s. Telangana Industrial Development Corporation Limited (TSIDC) (Demerged company of Andhra Pradesh Industrial Development Corporation Limited), Sections 149, 152, 161, 164 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory modifications or re-enactment thereof for the time being in force), Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing regulations”) and Article 97 of the Articles of Association of the Company, Smt. Naga Sudha Rani (DIN: 09032212) who was appointed as a Nominee Director on 20th January, 2021, be and is hereby re-appointed as a non-executive nominee director on the Board from 20th January, 2026 to 31st January, 2028 in accordance with the terms of the Agreement, not liable to retire by rotation.”

“**Resolved Further that** any Director of the Company and Shri J.Raja Reddy, Company Secretary be and are hereby authorized, jointly and severally to sign and file requisite e-Forms along with the necessary attachments with the Registrar of the Companies in connection with the appointment of Smt. Naga Sudha Rani (DIN:09032212) and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution.



Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Total Postal Ballots (Remote e-voting)	220	114409917	
Less: Total number of votes Invalid/ abstained and less voted	2	10345	
Total Valid Postal Ballots (Remote e-voting)	218	114399572	100.00
Postal Ballots (Remote e-voting) Voted in favour of Resolution	189	114068672	99.7108
Postal Ballots (Remote e-voting) Voted against the resolution	29	330900	0.2892

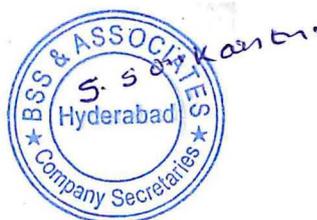
b) Resolution 2 (as an Ordinary Resolution)

Appointment of Mr. Sammidi Siddarth to hold office or place of profit of the company.

“**Resolved** that pursuant to Section 188(1)(f) of the Companies Act, 2013 read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any (including any statutory modification or enactment thereof for the time being in force), and in accordance with the recommendations of the Audit Committee and the approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded to Mr. Sammidi Siddarth to hold office or place of profit in the Company with the designation as Manager (Operations) at a total remuneration of Rs.5,00,000 (Rupees Five Lakhs only) per month, with an annual increment of 10% as set out in the explanatory statement attached hereto with the liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and remuneration from time to time, within the limits approved by the Members and subject to such approvals, as may be necessary.

Resolved further that the Board of Directors of the Company be and is hereby authorised to promote him to higher cadres and/or to sanction him increments and/or accelerated increments within the said cadre or higher cadre as and when the Board of Directors deem fit, however, subject, to the rules and regulations of the Company, in force, from time to time, as may be required in this regard.

Resolved further that any Director of the Company and Shri J.Raja Reddy, Company Secretary be and are hereby authorized, jointly and severally to sign and file requisite e-Forms along with the necessary attachments with the Registrar of the Companies and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution.



Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Total Postal Ballots (Remote e-voting)	220	114409917	
Less: Total number of votes Invalid/ abstained and Less voted	3	4119835	
Total Valid Postal Ballots (Remote e-voting)	217	110290082	100.00
Postal Ballots (Remote e-voting) Voted in favour of Resolution	181	105277511	95.4551
Postal Ballots (Remote e-voting) Voted against the resolution	36	5012571	4.5449

c) Resolution 3 (as a Special Resolution)

Material modification in the approved Related Party Transaction(s) with Andhra Cements Limited

“**Resolved that** pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), and the Company’s Policy on Related Party Transaction(s), and in modification to the resolution passed by the Members of the Company in the Annual General Meeting held on 30th June, 2025, approving the related party transactions of the Company aggregating to Rs.315 Crore with Andhra Cements Limited, the approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to modify the terms of said related party transactions entered or to be entered into / execute contract(s) / arrangement(s) / transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement with one of the Subsidiary company viz., Andhra Cements Limited (“ACL”), a related party under Regulation 2(1)(zb) of the Listing Regulations, on such terms and conditions as may be agreed between the Company and ACL, for an aggregate value up to Rs.630 crores for a period of one year from the date of approval of this resolution and other transactions for business, being carried out at arm’s length and in the ordinary course of business of the Company.

“**Resolved further that** pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017 (“said Section”), as per the approval of the Board of directors in their meeting held on 21st January, 2026, the consent of the members of the Company be and is hereby accorded to provide loan of Rs.125 crores to Andhra Cements Limited, a subsidiary and related party of the company on such terms and conditions including rate of interest, repayment etc. to be decided by the Board of Directors of the company in its interest from time to time.”



Resolved Further that the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

Resolved further that any Director of the Company and Shri J.Raja Reddy, Company Secretary be and are hereby authorized, jointly and severally to sign and file requisite e-Forms along with the necessary attachments with the Registrar of the Companies and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution.”

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Total Postal Ballots (Remote e-voting)	220	114409917	
Less: Total number of votes Invalid / abstained & less voted	26	102049655	
Total Valid Postal Ballots (Remote e-voting)	194	12360262	100.00
Postal Ballots (Remote e-voting) Voted in favour of Resolution	177	12325038	99.7150
Postal Ballots (Remote e-voting) Voted against the resolution	17	35224	0.2850

Based on the above information, you may accordingly declare the result of the Postal Ballot through e-voting.

Thanking you,

Yours faithfully,
For **B S S & Associates**
Company Secretaries

S. Srikanth

S. Srikanth
Partner
M.No.22119, CoP:7999
UDIN: A022119G004069613
Peer Review Cert No.6513/2025



Countersigned by
For **Sagar Cements Limited**

Kalidindi Venkata Vishnu Raju

Kalidindi Venkata Vishnu Raju
Chairman
DIN: 00480361

Date: 13.03.2026
Place: Hyderabad

Date: 13.03.2026
Place: Hyderabad

Company Name	SAGAR CEMENTS LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	33888
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Smt. Naga Sudha Rani (DIN: 09032212) as a Nominee Director of the Company							
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	63168186	63158186	99.9842	63158186	0	100.0000	0.0000
	Poll	63168186	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	63168186	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	26269821	24281260	92.4302	23985683	295577	98.7826	1.2173
	Poll	26269821	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26269821	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	41269541	26960126	65.3269	26924803	35323	99.8689	0.1310
	Poll	41269541	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	41269541	0	0.0000	00	0	0.0000	0.0000
Total		130707548	114399572	87.5233	114068672	330900	99.7108	0.2892



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Resolution required: (Ordinary/ Special)		ORDINARY - Appointment of Mr. Sammidi Siddarth to hold office or place of profit of the Company						
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	63168186	59048696	93.4785	59048696	0	100.0000	0.0000
	Poll	63168186	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	63168186	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	26269821	24281260	92.4302	19303890	4977370	79.5011	20.4988
	Poll	26269821	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26269821	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	41269541	26960126	65.3269	26924925	35201	99.8694	0.1305
	Poll	41269541	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	41269541	0	0.0000	00	0	0.0000	0.0000
Total		130707548	110290082	84.3793	105277511	5012571	95.4551	4.5449

Resolution required: (Ordinary/ Special)		SPECIAL - Material modification in the approved Related Party Transaction(s) with Andhra Cements Limited						
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	63168186	0	0.0000	00	0	0.0000	0.0000
	Poll	63168186	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	63168186	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	26269821	11073712	42.1537	11073636	76	99.9993	0.0006
	Poll	26269821	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26269821	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	41269541	1286550	3.1174	1251402	35148	97.2680	2.7319
	Poll	41269541	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	41269541	0	0.0000	00	0	0.0000	0.0000
Total		130707548	12360262	9.4564	12325038	35224	99.7150	0.2850



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MINUTES BOOK

DECLARATION OF RESULTS OF POSTAL BALLOT COMPLETED ON 13th MARCH 2026 IN RESPECT OF THE RESOLUTIONS AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED 10th FEBRUARY 2026

Shri K.V.Vishnu Raju, Chairman of the Board, duly authorized for the purpose of declaration of the Postal Ballot results, noted that pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, the Company had issued postal ballot notice dated 10th February, 2026 to the members, for seeking their consent for the resolutions as set out in the said notice.

The Chairman observed that:

The Board of Directors at their meeting held on 21st January, 2026 had appointed Shri S.Srikanth, Partner (C.P.No.7999) of M/s.B S S & Associates, Practicing Company Secretaries (Unique Code of the Firm: P2012AP02600) as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

The Company had availed electronic voting platform of KFin Technologies Limited to provide e-voting facility to the members.

On 10th February, 2026, the Company had completed the dispatch of Postal Ballot Notice through e-mail for e-voting to all the members who had their e-mail IDs with the Depository Participants or with the Company.

The voting period commenced on Thursday, the 12th February, 2026 (9.00 a.m. IST) and ended on Friday, the 13th March, 2026 (5.00 p.m. IST).

The cut-off date for the purpose of determining the voting rights was 06th February, 2026.

The Scrutinizer had carried out the scrutiny of e-votes polled upto 5.00 p.m. on Friday, the 13th March 2026, being the last day of e-voting module for the postal ballot process and prepared a Scrutinizer's report on the basis of data / reports received by them.

The Scrutinizer submitted their report on 13th March, 2026. The details of voting on the resolutions set out in the notice dated 10th February, 2026 were as under:

Resolution No.1 (as an Ordinary Resolution): Re-appointment of Smt. Naga Sudha Rani (DIN: 09032212) as a Nominee Director of the Company.

Particulars	Number of Votes	% to total number of valid votes cast
Number of valid votes received	114399572	100.00
Votes cast in favour of the resolution	114068672	99.7108
Votes cast against the resolution	330900	0.2892
Number of invalid/abstained votes received	10345	-

CHAIRMAN'S INITIALS

MINUTES BOOK

Resolution No.2 (as an Ordinary Resolution): Appointment of Mr. Sammidi Siddarth to hold office or place of profit of the company.

Particulars	Number of Votes	% to total number of valid votes cast
Number of valid votes received	110290082	100.00
Votes cast in favour of the resolution	105277511	95.4551
Votes cast against the resolution	5012571	4.5449
Number of invalid/abstained votes received	4119835	-

Resolution No.3 (as a Special Resolution): Material modification in the approved Related Party Transaction(s) with Andhra Cements Limited.

Particulars	Number of Votes	% to total number of valid votes cast
Number of valid votes received	12360262	100.00
Votes cast in favour of the resolution	12325038	99.7150
Votes cast against the resolution	35224	0.2850
Number of invalid/abstained votes received	102049655	-

Thereafter, the Chairman proceeded with the declaration of results of postal ballot on the basis of the Scrutinizer's Report and announced the following resolutions as set out in the Notice of Postal Ballot as having been passed / approved by the members with the requisite majority and the said resolutions deemed to have been passed on 13th March, 2026, being the last date specified for casting votes through e-voting.

Resolution No.1

Re-appointment of Smt. Naga Sudha Rani (DIN: 09032212) as a Nominee Director of the Company.

"Resolved that pursuant to the recommendations of the Nomination and Remuneration Committee of the Board of Directors of the Company and the Board of Directors ("the Board") vide their resolutions both dated 16th January, 2026, the Agreement entered into between the Company and M/s. Telangana Industrial Development Corporation Limited (TSIDC) (Demerged company of Andhra Pradesh Industrial Development Corporation Limited), Sections 149, 152, 161, 164 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory modifications or re-enactment thereof for the time being in force), Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing regulations") and Article 97 of the Articles of Association of the Company, Smt. Naga Sudha Rani (DIN: 09032212) who was appointed as a Nominee Director on 20th January, 2021, be and is hereby re-appointed as a non-executive nominee director on the Board from 20th January, 2026 to 31st January, 2028 in accordance with the terms of the Agreement, not liable to retire by rotation.

CHAIRMAN'S INITIALS

MINUTES BOOK

Resolved Further that any Director of the Company and Shri J.Raja Reddy, Company Secretary be and are hereby authorized, jointly and severally to sign and file requisite e-Forms along with the necessary attachments with the Registrar of the Companies in connection with the appointment of Smt. Naga Sudha Rani (DIN: 09032212) and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution.”

Resolution No.2

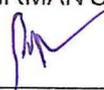
Appointment of Mr. Sammidi Siddarth to hold office or place of profit of the company.

“**Resolved that** pursuant to Section 188(1)(f) of the Companies Act, 2013 read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any (including any statutory modification or enactment thereof for the time being in force), and in accordance with the recommendations of the Audit Committee and the approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded to Mr. Sammidi Siddarth to hold office or place of profit in the Company with the designation as Manager (Operations) at a total remuneration of Rs.5,00,000 (Rupees Five Lakhs only) per month, with an annual increment of 10% as set out in the explanatory statement attached hereto with the liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and remuneration from time to time, within the limits approved by the Members and subject to such approvals, as may be necessary.

Resolved further that the Board of Directors of the Company be and is hereby authorised to promote him to higher cadres and/or to sanction him increments and/or accelerated increments within the said cadre or higher cadre as and when the Board of Directors deem fit, however, subject, to the rules and regulations of the Company, in force, from time to time, as may be required in this regard.

Resolved further that any Director of the Company and Shri J.Raja Reddy, Company Secretary be and are hereby authorized, jointly and severally to sign and file requisite e-Forms along with the necessary attachments with the Registrar of the Companies and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution.”

CHAIRMAN'S INITIALS



MINUTES BOOK

Resolution No.3

Material modification in the approved Related Party Transaction(s) with Andhra Cements Limited.

"Resolved that pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and the Company's Policy on Related Party Transaction(s), and in modification to the resolution passed by the Members of the Company in the Annual General Meeting held on 30th June, 2025, approving the related party transactions of the Company aggregating to Rs.315 Crore with Andhra Cements Limited, the approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to modify the terms of said related party transactions entered or to be entered into / execute contract(s) / arrangement(s) / transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement with one of the Subsidiary company viz., Andhra Cements Limited ("ACL"), a related party under Regulation 2(1)(zb) of the Listing Regulations, on such terms and conditions as may be agreed between the Company and ACL, for an aggregate value up to Rs.630 crores for a period of one year from the date of approval of this resolution and other transactions for business, being carried out at arm's length and in the ordinary course of business of the Company.

"Resolved further that pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017 ("said Section"), as per the approval of the Board of directors in their meeting held on 21st January, 2026, the consent of the members of the Company be and is hereby accorded to provide loan of Rs.125 crores to Andhra Cements Limited, a subsidiary and related party of the company on such terms and conditions including rate of interest, repayment etc. to be decided by the Board of Directors of the company in its interest from time to time."

Resolved Further that the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental

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thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

Resolved further that any Director of the Company and Shri J.Raja Reddy, Company Secretary be and are hereby authorized, jointly and severally to sign and file requisite e-Forms along with the necessary attachments with the Registrar of the Companies and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution.”

Place: Hyderabad

Date: 13.03.2026


K.V.Vishnu Raju
Chairman

CHAIRMAN'S INITIALS

