

**HeidelbergCement India Limited**

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HCIL: SECTL:SE:2025-26

24 September 2025

BSE Limited  
Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai – 400001  
Scrip Code:500292

National Stock Exchange of India Limited  
Listing Department,  
Exchange Plaza, C/1, Block G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051  
Trading Symbol: HEIDELBERG

Dear Sir/Madam,

**Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Outcome of the 66<sup>th</sup> Annual General Meeting**

In compliance with Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find attached gist of proceedings of the 66<sup>th</sup> AGM held on 24 September 2025.

You are requested to take the same on record.

For HeidelbergCement India Ltd.

Ravi Arora  
Vice President- Corporate Affairs &  
Company Secretary

Encl.: a.a.



## **Gist of Proceedings of the 66<sup>th</sup> Annual General Meeting of HeidelbergCement India Limited**

### **1. Date, Time and Venue of the Meeting:**

The 66<sup>th</sup> Annual General Meeting of the members of HeidelbergCement India Limited "the Company") was held on 24 September 2025 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), in compliance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI'). The meeting commenced at 11:00 A.M. and concluded at 11:36 A.M. on the same day.

### **2. Brief details of proceedings of the meeting:**

- Mr. Ravi Arora, Vice President-Corporate Affairs and Company Secretary opened the Meeting and welcomed the Members who attended the Meeting through VC/OAVM. Thereafter, he informed that this Annual General Meeting was being held through video conferencing in accordance with provisions of the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI in this regard from time to time.
- The Company Secretary called the Meeting to order as the requisite quorum was present.
- Ms. Jyoti Narang, Chairperson of the Board of Directors, chaired the Meeting. The requisite quorum being present, the Chairperson declared the meeting as properly constituted and commenced the proceedings.
- Mr. Joydeep Mukherjee, Managing Director introduced the Directors and officials attending the meeting to the Members.
- The Chairperson then delivered her speech. She *inter alia* highlighted the insights into the world economy industry and business performance for the financial year ended 31 March 2025. She also highlighted the performance of the Company on financial front, implementation of Price Management Portal, success of the innovative water-repellent cement-Power Shield, sustainability initiatives, use of renewable energy and Alternative Fuels, focus on occupational health and safety, employee welfare,, digitization and automation etc.
- With the concurrence of the Members, the Notice of the 66<sup>th</sup> 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 Chairperson informed that in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('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 66<sup>th</sup> AGM. The e-voting period had commenced at 9.00 AM on 21 September 2025 and ended at 5.00 PM on 23 September 2025. It was informed that Members attending the AGM who had not cast their vote through remote e-voting may cast their vote at the meeting through e-voting.

- The following items of business as set out in the Notice calling the Meeting were placed for Members' approval:

#### **Ordinary Business:**

- I. Consideration and adoption of Audited Financial Statements of the Company for the Financial Year ended 31 March 2025 and the Reports of the Board of Directors and the Auditors thereon.
- II. Declaration of Dividend on Equity Shares @ Rs. 7 per Equity Share.
- III. Reappointment of Mr. Roberto Callieri, who retires by rotation and being eligible has offered himself for reappointment.

#### **Special Business:**

- IV. Re-appointment Mr. Joydeep Mukherjee as Managing Director of the Company for a further term of three years.
- V. Appointment of M/s. DMK Associates, Companies Secretaries as Secretarial Auditors of the Company for a term of five years and fix their remuneration.
- VI. Ratification of remuneration of Cost Auditors, M/s. R.J. Goel & Co., for the financial year 2025-26.

- The Chairperson invited the Members to ask questions arising out of the Financial Statements, Board's Report or with respect to the Resolutions contained in the Notice of AGM. The Managing Director replied to the questions asked by the members.
- The Chairperson informed the Members that Mr. Deepak Kukreja, Practising Company Secretary was appointed as Scrutinizer for remote e-voting process as well as for e-voting at the AGM.
- The Chairperson informed the Members that the consolidated results of remote e-voting and e-voting at AGM shall be disseminated to the stock exchanges and also uploaded on the website of the Company [www.mycemco.com](http://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 SEBI 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 votes at AGM through e-voting was also made available to the Members who were attending the meeting but had not cast their votes through remote e-voting. The Chairperson requested the Members attending the AGM through VC facility to exercise their right to vote using the icon available on the screen which will take them to NSDL's e-voting website.
- The Chairperson announced that the e-voting results along with the Scrutinizer's Report will be informed to the Stock Exchanges on which the Company's shares are listed and will also be made available on the websites of the Company and NSDL within 2 working days of conclusion of the Meeting. The Meeting was concluded by the Chairperson with a vote of thanks to the Panelists and Members at 11:36 A.M. Thereafter, e-voting was kept open for the next 15 minutes to enable the Members to

cast their votes who did not cast their votes electronically through remote e-voting system of NSDL.

**Notes:**

1. It is hereby clarified that this gist is not the minutes of the proceedings of the Annual General Meeting of the Company.

**For HeidelbergCement India Limited**

**Ravi Arora**  
**Vice President- Corporate Affairs &**  
**Company Secretary**