

Ref: APCL/SECTL/2022-23/34

July 26, 2022

The BSE Limited Phiroje Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 518091	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol: APCL
--	---

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot Notice

In continuation to our letter dated July 21, 2022, please find attached the Notice of Postal Ballot being circulated to the Members for seeking their approval by way of e-voting to increase Authorised Share Capital of the Company and consequential amendment in Memorandum and Articles of Association of the Company.

In accordance with applicable laws, the said Notice is being sent electronically to all the Members whose names appear in the Register of Members/List of Beneficial Owners and whose e-mail IDs are registered with the Company/M/s. KFin Technologies Limited (“RTA”)/ Depositories as on Friday, July 22, 2022 (“cut-off date”).

The same shall be uploaded on the Company’s website www.anjanicement.com.

Further, also find below the Schedule of events for Postal Ballot:

Sr. No	Activity	Day/Date
1	Cut-off Date/Benpos date for sending notice to the Members	Friday, July 22, 2022
2	Commencement of e-voting	Thursday, July 28, 2022 9:00 a.m.
3	End of voting period	Friday, August 26, 2022 5:00 p.m.
4	Declaration of voting results	or or before Sunday, August 28, 2022

The above is for your information and record.

Thanking you,

Yours faithfully,

For **ANJANI PORTLAND CEMENT LIMITED**

Subhanarayan Muduli
Company Secretary

ISO 9001 : 2015, ISO 14001 : 2015 and
ISO 45001 : 2018 Company
CIN : L26942TG1983PLC157712

Anjani Portland Cement Ltd. 
(A Subsidiary of Chettinad Cement Corporation Pvt. Ltd.) **C E M E N T**

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Dear Members,

Notice is hereby given pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) (including any statutory modification(s) or re-enactment thereof for the time being in force), read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Secretarial Standard on General Meeting (“**SS-2**”) issued by The Institute of Company Secretaries of India, each as amended, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“**MCA**”) for holding general meeting/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022, in view of the COVID-19 pandemic (collectively referred to as “**MCA Circulars**”), to transact the special business as set out hereunder, are circulated herewith for approval by the Members of Anjani Portland Cement Limited (“**the Company**”) by passing **Special Resolution** by way of postal ballot by electronic means through the Remote e-voting process only (“Remote e-voting”).

Pursuant to Section 102 and 110 and other applicable provisions of the Act, the statement pertaining to the said resolution setting out the material facts and the reasons thereof is annexed to this Postal Ballot Notice for your consideration and forms part of this Postal Ballot Notice (“**Notice**”).

In compliance with the requirements prescribed under the MCA Circulars, the Company will send Postal Ballot Notice in electronic form only to all those Members who have registered their e-mail addresses with the Company or Depository / Depository Participants and the Members are required to communicate their assent / dissent through the Remote e-voting system only. The physical Postal Ballot Notice along with Postal Ballot Form and pre-paid business envelope will therefore not be sent to the Members for this Postal Ballot. Accordingly, the Company is pleased to provide Remote e-voting facility to all its Members to cast their votes electronically. Members are requested to read the instructions provided in the Notes to this Postal Ballot Notice to cast their vote electronically.

In Compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged its Registrar and Transfer Agent (“**RTA**”), KFin Technologies Limited for the purpose of providing remote e-voting facility to its Members.

The instruction for remote e-voting are appended to this Notice. The Remote e-voting period commences from 9:00 a.m. (IST) Thursday, July 28, 2022 and ends at 5:00 p.m. (IST) on Friday, August 26, 2022.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company (“**Board**”) has appointed M/s. D. Hanumanta Raju & Co, Practicing Company Secretaries, as the Scrutinizer, to conduct the Postal Ballot e-voting process in a fair and transparent manner. Mr. D. Hanumanta Raju (Membership No. 4044), Partner and failing him, Ms. Shaik Razia (Membership No.7122), Partner, will represent M/s. D. Hanumanta Raju & Co, Practicing Company Secretaries.

Upon completion of the scrutiny of the votes cast through remote e-voting in a fair and transparent manner, the Scrutinizer will submit their report to the Chairperson of the Company or any Director or Company Secretary as authorised by the Board of Directors of the Company in this regard.



Registered Office : # 6-3-553, Unit No.: E3 & E4,
4th Floor, Quena Square, Off Taj Deccan Road,
Bramanzil, Hyderabad - 500 082. Telangana.
T : +91 040 2335 3096 / 3106
E : secretarial@anjanicement.com

Works : Chintalapalem Village & Mandal,
Suryapet Dist. - 508 246. Telangana.
M : +91 733 077 6609
+91 738 260 9535

ISO 9001 : 2015, ISO 14001 : 2015 and
ISO 45001 : 2018 Company
CIN : L26942TG1983PLC157712



Anjani Portland Cement Ltd.

(A Subsidiary of Chettinad Cement Corporation Pvt. Ltd.)

The results of Postal Ballot/e-voting shall be declared within 48 hours from conclusion of the remote e-voting i.e., on or before Sunday, August 28, 2022. The Results of the Postal Ballot/e-voting along with the Scrutinizer's Report shall be displayed at the Notice Board at the Registered Office of the Company and communicated to the Stock Exchanges where the equity shares of the Company are listed. The Results and the Scrutinizer's Report will also be hosted on the Company's website at www.anjanicement.com and on the website of e-voting agency, i.e. KFIN Technologies Limited at <https://evoting.kfintech.com/>.

SPECIAL BUSINESS:

Item No.1

To Increase Authorised Share Capital of the Company and consequential amendment in Memorandum of Association and Articles of Association of the Company:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 13, 14, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the relevant rules framed thereunder, as amended from time to time and subject to the provisions of the Memorandum and Articles of Association of the Company and pursuant to the recommendation of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to increase the authorised share capital of the Company from existing authorised share capital of Rs.31,00,00,000/- (Rupees Thirty One Crores Only) divided into 3,00,00,000 (Three Crores Only) Equity Shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.30,00,00,000/- (Rupees Thirty Crores Only) and 10,00,000 (Ten Lakhs Only) 14% Cumulative Redeemable Preference shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.1,00,00,000/- (Rupees One Crores Only) to Rs.233,00,00,000/- (Rupees Two Hundred Thirty Three Crores Only) divided into 4,30,00,000 (Four Crores Thirty Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.43,00,00,000/- (Rupees Forty Three Crores Only) ranking pari-passu with the existing equity shares of the Company and 19,00,00,000 (Nineteen Crores Only) Preference shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.190,00,00,000/- (Rupees One Hundred Ninety Crores Only)."

"RESOLVED FURTHER THAT pursuant to the provisions of Section 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the relevant rules framed thereunder, as amended from time to time and subject to the provisions of the Memorandum and Articles of Association of the Company and pursuant to the recommendation of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to alter the existing Clause V of the Memorandum of Association of the Company with the following clause:

"V. The Authorised Capital of the Company is Rs.233,00,00,000/- (Rupees Two Hundred Thirty Three Crores Only) divided into 4,30,00,000 (Four Crores Thirty Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.43,00,00,000/- (Rupees Forty Three Crore Only) and 19,00,00,000 (Nineteen Crores Only) Preference shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.190,00,00,000/- (One Hundred Ninety Crores Only)."

"RESOLVED FURTHER THAT pursuant to the provisions of Section 14, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the relevant rules framed thereunder, as amended from time to time and subject to the provisions of the Memorandum and Articles of Association of the Company and pursuant to the recommendation of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to alter the existing Clause 4 of the Articles of Association of the Company with the following clause:



Registered Office : # 6-3-553, Unit No.: E3 & E4,
4th Floor, Quena Square, Off Taj Deccan Road,
Erramanzil, Hyderabad - 500 082. Telangana.
T : +91 040 2335 3096 / 3106
E : secretarial@anjanicement.com

Works : Chintalapalem Village & Mandal,
Suryapet Dist. - 508 246. Telangana.
M : +91 733 077 6609
+91 738 260 9535

ISO 9001 : 2015, ISO 14001 : 2015 and
ISO 45001 : 2018 Company
CIN : L26942TG1983PLC157712

Anjani Portland Cement Ltd.

(A Subsidiary of Chettinad Cement Corporation Pvt. Ltd.)



“4. The Authorised Capital of the Company is as per the Clause V of the Memorandum of Association of the Company.”

“RESOLVED FURTHER THAT any Director of the Company or the Company Secretary, be and are hereby severally authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto.”

For and on behalf of the Board of Directors of
Anjani Portland Cement Limited



S. Subhanarayan Muduli

Subhanarayan Muduli
Company Secretary
ACS: 41513

Place : Hyderabad
Date : July 21, 2022

NOTES:

- 1) The relevant Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (“Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), each as amended, setting out the material facts relating to the aforesaid Resolution and the reason thereof is annexed hereto and forms part of this Postal Ballot Notice (“Notice”).
- 2) In compliance with the MCA Circular and on account of threat posed by COVID-19 pandemic situation, the Company is sending this Postal Ballot Notice only in electronic form to those members, whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories/M/s. KFINTECH, the Company’s RTA as on Friday, July 22, 2022 (“Cut-off Date”) and whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants (in case of electronic shareholding) or who will register their e-mail address in accordance with the process outlined in this Notice. The physical Postal Ballot Notice along with Postal Ballot Form and pre-paid business envelope will therefore not be sent to the members for this Postal Ballot. Members shall communicate their assent / dissent for the proposed resolution only through the remote e-voting system.
- 3) The voting rights with one vote per share shall be reckoned on the paid-up value of shares registered in the name of the members as on the cut-off date i.e. Friday, July 22, 2022. Members can vote for their entire voting rights as per their discretion.
- 4) Only those members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-off Date shall be eligible to cast their votes through Postal Ballot by remote e-voting.

It is however, clarified that all members of the Company as on the Cut-off Date (including those members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in Note No.13 of this Notice.

- 5) In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its members, to enable them to cast their votes electronically. For this purpose, the Company has engaged the services of Kfintech as the agency to provide e-voting facility. The detailed procedure with respect to remote e-voting is mentioned in note no. 14 of this Notice.



Registered Office : # 6-3-553, Unit No.: E3 & E4,
4th Floor, Quena Square, Off Taj Deccan Road,
Erramanzi, Hyderabad - 500 082. Telangana.
T : +91 040 2335 3096 / 3106
E : secretarial@anjanacement.com

Works : Chintalapalem Village & Mandal,
Suryapet Dist. - 508 246. Telangana.
M : +91 733 077 6609
+91 738 260 9535



- 6) The Remote e-voting period commences on Thursday, July 28, 2022 9:00 a.m. (IST) and ends on Friday, August 26, 2022 5:00 p.m. (IST). Members are requested to cast their vote through the Remote e-voting process during the Remote e-voting period but not later than 5:00 p.m. (IST) on August 26, 2022, failing which it will be strictly considered that no vote has been cast by the Member.
- 7) The Board of Directors of the Company has appointed M/s. D. Hanumanta Raju & Co, Practicing Company Secretaries, as the Scrutinizer, to conduct the Postal Ballot including the e-voting process in a fair and transparent manner. Mr. D. Hanumanta Raju (Membership No. 4044), Partner and failing him, Ms. Shaik Razia (Membership No.7122), Partner, will represent M/s. D. Hanumanta Raju & Co, Practicing Company Secretaries.
- 8) Upon completion of the scrutiny of the votes cast through remote e-voting in a fair and transparent manner, the Scrutinizer will submit their report to the Chairperson of the Company or any Director or Company Secretary as authorised by the Board of Directors of the Company in this regard. The Scrutinizer's decision on the validity of votes cast will be final. The results of Postal Ballot/e-voting shall be declared within 48 hours from conclusion of the remote e-voting i.e., on or before Sunday, August 28, 2022. The Results of the Postal Ballot/e-voting along with the Scrutinizer's Report shall be displayed at the Notice Board at the Registered Office of the Company and communicated to the Stock Exchanges where the equity shares of the Company are listed. The Results and the Scrutinizer's Report will also be hosted on the Company's website at www.anjanicement.com and on the website of e-voting agency i.e. KFIN Technologies Limited at <https://evoting.kfintech.com/>.
- 9) The Resolutions, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for remote e-voting i.e. Friday, August 26, 2022.
- 10) Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if the same has been passed at a general meeting of the Members.
- 11) In line with the MCA Circulars, the Postal Ballot Notice is hosted on the website of the Company at www.anjanicement.com. The Notice can also be accessed from the websites of the Stock Exchanges on which the equity shares of the Company are listed i.e. BSE Limited at www.bseindia.com and The National Stock Exchange of India Limited at www.nseindia.com and is also available on the website of e-voting agency i.e. KFIN Technologies Limited at : <https://evoting.kfintech.com>.
- 12) The vote in this Postal Ballot cannot be exercised through proxy.
- 13) **Process for one-time registration of e-mail address with RTA for receiving the Notice and casting votes electronically:**

Members who have not registered their e-mail addresses with the Company or with the Depositories and wish to receive the Postal Ballot Notice and/or cast their votes through remote e-voting, may click on <https://ris.kfintech.com/client/services/postalballot/> and submit the required details after selecting the name of the Company "Anjani Portland Cement Limited" form the dropdown box.

14) **Procedure and Instruction for remote e-voting:**

I. FOR INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT FORM

In terms of the SEBI circular dated December 9, 2020 on e-voting facility provided by listed companies, Individual shareholders holding shares of the Company in demat mode is allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat account in order to access e-voting facility.



Registered Office : # 6-3-553, Unit No.: E3 & E4,
4th Floor, Quena Square, Off Taj Deccan Road,
Erramanzil, Hyderabad - 500 082. Telangana.
+91 040 2335 3096 / 3106
E. secretarial@anjanicement.com

Works : Chintalapalem Village & Mandal,
Suryapet Dist. - 508 246. Telangana.
M : +91 733 077 6609
+91 738 260 9535

Login method for remote e-voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If your are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>



Registered Office : # 6-3-553, Unit No.: E3 & E4,
4th Floor, Quena Square, Off Taj Deccan Road,
Erramanzil, Hyderabad - 500 082. Telangana.
T : +91 040 2335 3096 / 3106
E : secretarial@anjanicement.com

Works : Chintalapalem Village & Mandal,
Suryapet Dist. - 508 246. Telangana.
M : +91 733 077 6609
+91 738 260 9535



Anjani Portland Cement Ltd.

(A Subsidiary of Chettinad Cement Corporation Pvt. Ltd.)

C E M E N T

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Procedure to login through their demat accounts / website of Depository Participant

Individual shareholders holding shares of the Company in Demat mode can access e-Voting facility provided by the Company using login credentials of their demat accounts (online accounts) through their demat accounts / websites of Depository Participants registered with NSDL/CDSL. An option for "e-Voting" will be available once they have successfully logged-in through their respective logins. Click on the option "e-Voting" and they will be redirected to e-Voting modules of NSDL/CDSL (as may be applicable). Click on the e-Voting link available against the name of Company or select e-Voting service provider "KFintech" and you will be redirected to the e-Voting page of KFintech to cast your vote without any further authentication.

Important Note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.



Registered Office : # 6-3-553, Unit No.: E3 & E4,
4th Floor, Quena Square, Off Taj Deccan Road,
Erramanzil, Hyderabad - 500 082. Telangana.
T : +91 040 2335 3096 / 3106
E : secretarial@anjanicement.com

Works : Chintalapalem Village & Mandal,
Suryapet Dist. - 508 246. Telangana.
M : +91 733 077 6609
+91 738 260 9535

Contact details in case of technical issue - NSDL	Contact details in case of technical issue - CDSL
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542/43.

II. FOR NON INDIVIDUAL SHAREHOLDERS AND SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM

Login method for e-voting for non-individual shareholders and shareholders holding shares in physical form are given below:

A. In case shareholder receive an email from the Company/KFintech (RTA) [for shareholders whose e-mail addresses are registered with the Company/ Depository Participant(s)]:

- i. Launch internet browser by typing the URL : <https://emeetings.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) XXXX, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with atleast one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., "Anjani Portland Cement Limited" and click on "Submit".
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".



Registered Office : # 6-3-553, Unit No.: E3 & E4,
4th Floor, Quena Square, Off Taj Deccan Road,
Erramanzil, Hyderabad - 500 082. Telangana.
T : +91 040 2335 3096 / 3106
E : secretarial@anjanicement.com

Works : Chintalapalem Village & Mandal,
Suryapet Dist. - 508 246. Telangana.
M : +91 733 077 6609
+91 738 260 9535

ISO 9001 : 2015, ISO 14001 : 2015 and
ISO 45001 : 2018 Company
CIN : L26942TG1983PLC157712

Anjani Portland Cement Ltd.

(A Subsidiary of Chettinad Cement Corporation Pvt. Ltd.)



- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at dhrr300@gmail.com and may also upload the same in the e-voting module in their login. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Even No."

B. In case of a shareholder whose e-mail address is not registered/updated with the Company/Kfintech (RTA)/ Depository Participant(s), please follow the following steps to generate your login credentials:

- i. Shareholders holding shares in physical mode, who have not registered / updated their e-mail addresses with the Company, are requested to register / update the same by clicking on <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> or by providing necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy), Aadhaar (self-attested scanned copy) by email to evoting@kfintech.com or secretarial@anajnicement.com.
- ii. Shareholders holding shares in dematerialised mode, shall provide Demat account details (CDSL – 16 digit beneficiary ID or NSDL – 16 digit DPID +CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy), Aadhaar (self-attested scanned copy) by email to evoting@kfintech.com or secretarial@anajnicement.com.
- iii. After due verification, the Company/Kfintech will forward you login credentials at your registered e-mail address.
- iv. Follow the instruction at II. (A). (i) to (xi) to cast your vote.



Registered Office : # 6-3-553, Unit No.: E3 & E4,
4th Floor, Quena Square, Off Taj Deccan Road,
Erramanzil, Hyderabad - 500 082. Telangana.
T : +91 040 2335 3096 / 3106
E : secretarial@anjanicement.com

Works : Chintalapalem Village & Mandal,
Suryapet Dist. - 508 246. Telangana.
M : +91 733 077 6609
+91 738 260 9535

ISO 9001 : 2015, ISO 14001 : 2015 and
ISO 45001 : 2018 Company
CIN : L26942TG1983PLC157712

Anjani Portland Cement Ltd.

(A Subsidiary of Chettinad Cement Corporation Pvt. Ltd.)



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013:

Item No. 1

The present Authorised Share Capital of the Company is Rs.31,00,00,000/- (Rupees Thirty One Crores Only) divided into 3,00,00,000 (Three Crores Only) Equity Shares of Rs.10/- (Rupees Ten Only) each and 10,00,000 (Ten Lakhs Only) 14% cumulative redeemable preference shares of Rs.10/- (Rupees Ten Only) each.

Considering the proposed right issue equity shares of the Company, the Board of Directors are of the opinion that the unissued Authorised Capital of the company would be insufficient to meet the requirement of the Shares to be allotted pursuant to the Rights Issue. Further, it is also proposed to provide an option to the company to procure funds through issue of Preference Shares. Hence the Board of Directors on July 21, 2022, had accorded its approval for increasing the Authorised Share Capital from existing authorised share capital of Rs.31,00,00,000/- (Rupees Thirty One Crores Only) divided into 3,00,00,000 (Three Crores Only) Equity Shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.30,00,00,000/- (Rupees Thirty Crores Only) and 10,00,000 (Ten Lakhs Only) 14% Cumulative Redeemable Preference shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.1,00,00,000/- (Rupees One Crores Only) to Rs.233,00,00,000/- (Rupees Two Hundred Thirty Three Crores Only) divided into 4,30,00,000 (Four Crores Thirty Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.43,00,00,000/- (Rupees Forty Three Crores Only) ranking pari-passu with the existing equity shares of the Company and 19,00,00,000 (Nineteen Crores Only) Preference shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.190,00,00,000/- (Rupees One Hundred Ninety Crores Only), subject to shareholders approval.

It is therefore proposed to increase the Authorised Share Capital from existing authorised share capital of Rs.31,00,00,000/- (Rupees Thirty One Crores Only) divided into 3,00,00,000 (Three Crores Only) Equity Shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.30,00,00,000/- (Rupees Thirty Crores Only) and 10,00,000 (Ten Lakhs Only) 14% Cumulative Redeemable Preference shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.1,00,00,000/- (Rupees One Crores Only) to Rs.233,00,00,000/- (Rupees Two Hundred Thirty Three Crores Only) divided into 4,30,00,000 (Four Crores Thirty Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.43,00,00,000/- (Rupees Forty Three Crores Only)) ranking pari-passu with the existing equity shares of the Company and 19,00,00,000 (Nineteen Crores Only) Preference shares of Rs.10/- (Rupees Ten Only) each aggregating to Rs.190,00,00,000/- (Rupees One Hundred Ninety Crores Only).

Consequently, Clause V of the Memorandum of Association and Clause 4 of the Articles of Association would also require alteration so as to reflect the changed Authorised Share Capital. The proposal for increase in Authorised Share Capital and amendment of Memorandum and Articles of Association of the Company requires approval of members at a general meeting/postal ballot. A copy of the Memorandum and Articles of Association of the Company duly amended will be available for inspection in the manner provided in the Item No.1 to this Notice.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested, financially or otherwise in the said resolution.

The Board recommends the resolution to the Members for their consideration and approval.

For and on behalf of the Board of Directors of
Anjani Portland Cement Limited



S. Muduli
Subhanarayan Muduli
Company Secretary
ACS: 41513

Place : Hyderabad
Date : July 21, 2022



Registered Office : # 6-3-553, Unit No.: E3 & E4,
4th Floor, Quena Square, Off Taj Deccan Road,
Erramanzil, Hyderabad - 500 082. Telangana.
T : +91 040 2335 3096 / 3106
E : secretarial@anjanicement.com

Works : Chintalapalem Village & Mandal,
Suryapet Dist. - 508 246. Telangana.
M : +91 733 077 6609
+91 738 260 9535