



Date: 26<sup>th</sup> September, 2024

<b>To</b> <b>The Listing Department</b> <b>National Stock Exchange of India Limited</b> <b>Exchange Plaza, C-1, Block-G</b> <b>Bandra Kurla Complex, Bandra (E)</b> <b>Mumbai-400 051</b> <b>Stock code: STARCEMENT</b>	<b>To</b> <b>The Listing Department</b> <b>BSE Limited</b> <b>Phiroze Jeejeebhoy Towers</b> <b>Dalal Street</b> <b>Mumbai-400 001</b> <b>Stock code: 540575</b>
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**Subject: Summary proceedings of 23<sup>rd</sup> Annual General Meeting of the Company held on 26<sup>th</sup> September, 2024 as per Regulation 30 read with Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended.**

Dear Sir(s)/Madam(s),

Pursuant to the Regulation 30 read with Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended we are pleased to inform you that 23<sup>rd</sup> Annual General Meeting of the members of the Company duly convened and held today i.e., 26<sup>th</sup> September, 2024 at 11:30 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

We have enclosed summary of the proceedings of the 23<sup>rd</sup> Annual General Meeting for your information and record.

Thanking you,

Yours faithfully,

**For Star Cement Limited**

**Debabrata Thakurta**  
**(Company Secretary)**  
**FCS-F6554**

**Encl. as stated**

**STAR CEMENT LIMITED**

Century House, P-15/1 CPT Colony, Taratala Road, Kolkata -700088. Email: kolkata@starcement.co.in

Registered Office & Works: Village & PO – Lumshnong, P.S. Khliehriat, District – East Jaintia Hills, Meghalaya – 793210. Phone: 03655-278215/16/18. Fax Number: 03655-278217.

Email: lumshnong@starcement.co.in. Website: www.starcement.co.in

**ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018 CERTIFIED COMPANY.**

**CIN : L26942ML2001PLC006663**



### **Summary of the Proceedings of the 23<sup>rd</sup> Annual General Meeting**

The 23<sup>rd</sup> Annual General Meeting ('AGM') of the Members of Star Cement Limited was held on Thursday, 26<sup>th</sup> September, 2024 through Video Conferencing / Other Audio-Visual Means in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India. The Meeting commenced at 11:30 A.M. (IST).

- Mr. Debabrata Thakurta, Company Secretary made a welcome address to the members attending the AGM and briefed about the necessity for holding virtual AGM. General guidelines to be followed during the meeting and e-voting facility provided during the meeting was also informed to the members.
- Mr. Sajjan Bhajanka, Chairman & Managing Director of the Company chaired the Meeting. The requisite quorum being present, Meeting was called to order.
- The Chairman introduced the Directors & Key Managerial Personnel who have joined the Meeting. Mr. Brij Bhushan Agarwal, Mr. Vivek Chawla, Mr. Tushar Bhajanka, Mrs. Plistina Dkhar and Mrs. Ibaridor Katherine War were not present at the Meeting due to their preoccupation. All the other Directors including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee etc., were present at the AGM. Representatives of the Statutory Auditors and Secretarial Auditors of the Company were also present at the Meeting through video conferencing from their respective locations.
- The Chairman informed the Members that the Registers and Documents, as statutorily required to be made available at the AGM, were available for inspection electronically during the Meeting.
- The Chairman then delivered his address to the Shareholders covering the highlights of overall situation prevailing in the country and on the performance and progress of the Company made during the year 2023-24.
- With the approval of the shareholders' present, the notice and the Board's Report were taken as read. The Company Secretary, thereafter informed the Members that the Statutory Auditors' Report does not contain any qualifications, observations or comments on financial transactions or other matters, which have any adverse effect on the functioning of the company. The Secretarial Auditors have also not made any adverse qualification or observation in their report. Hence, the Auditors' Report on the Financial Statement and the Secretarial Audit Report were not required to be read.
- The Company had provided remote e-voting facility and facility to vote during the AGM to the members. The Company had engaged the services of National Securities

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Depository Limited (NSDL) to provide facility of e-voting to all Members of the Company as on 19<sup>th</sup> September, 2024. The remote e-voting was opened at 09:00 A.M. (IST) on Sunday, 22<sup>nd</sup> September, 2024 and closed at 05:00 P.M. (IST) on Wednesday, 25<sup>th</sup> September, 2024.

- The facility for voting at the Meeting through e-Voting System was made available to Members who had not cast their vote by remote e-Voting prior to the Meeting and were attending the Meeting.
- The Company had appointed M/s MKB & Associates, Practicing Company Secretary (Firm Registration No.: P2010WB042700), as the Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the Meeting.
- After the following resolutions were duly tabled at the Meeting, Members who had registered themselves as Speakers and were attending the Meeting through VC/OAVM, expressed their views and sought clarifications. The Chairman responded to the queries raised/clarifications sought by the Members who spoke at the meeting.

The following items of businesses as per notice of the 23<sup>rd</sup> Annual General Meeting were transacted at the Meeting:

#### **Ordinary Business:**

1. Approval and adoption of Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the Financial Year ended 31<sup>st</sup> March, 2024 and the Reports of Board of Directors and Auditors thereon.
2. Appointment of a Director in place of Mr. Brij Bhushan Agarwal (DIN: 01125056), who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of a Director in place of Mr. Prem Kumar Bhajanka (DIN: 00591512), who retires by rotation and being eligible, offers himself for re-appointment.
4. Revision in remuneration of M/s Singhi & Co., Chartered Accountants, Statutory Auditors of the Company.

#### **Special Business:**

5. Re-appointment of Mr. Amit Kiran Deb (DIN: 02107792), as an Independent Director of the Company for a period of 3 (three) years w.e.f. 1<sup>st</sup> April, 2025 upto 31<sup>st</sup> March, 2028 **(Special Resolution)**.
6. Re-appointment of Mr. Deepak Singhal (DIN: 00957347), as an Independent Director of the Company for a period of 3 (three) years w.e.f. 29<sup>th</sup> June, 2025 upto 28<sup>th</sup> June, 2028 **(Special Resolution)**.

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7. Payment of Commission to Independent Directors of the Company (**Special Resolution**).
  8. Confirmation and ratification of remuneration payable to M/s. B. G. Chowdhury & Co., Cost Accountants, (Firm Registration number: 000064) for the Financial year ending 31<sup>st</sup> March, 2025 (**Ordinary Resolution**).
  9. Approval for Material Related Party Transactions entered or to be entered by the Company with Star Cement Meghalaya Limited upto an amount of ₹ 2,500 crores for the Financial Year 2024-25 & 2025-26 (**Ordinary Resolution**).
  10. Approval for Material Related Party Transactions entered or to be entered by the Company with Shyam Century Ferrous Limited upto an amount of ₹ 20 crores for the Financial Year 2024-25 & 2025-26 (**Ordinary Resolution**).
  11. Approval for Material Related Party Transactions entered or to be entered by the Company with Star Cement (I) Limited upto an amount of ₹ 1,000 crores for the Financial Year 2024-25 & 2025-26 (**Ordinary Resolution**).
  12. Approval for Material Related Party Transactions entered or to be entered by the Company with Star Cement North East Limited upto an amount of ₹ 1,500 crores for the Financial Year 2024-25 & 2025-26 (**Ordinary Resolution**).
- The Chairman informed the members that the consolidated results of e-voting would be announced not later than 2 (two) working days of the conclusion of the AGM and the same shall also be intimated to the Stock Exchanges and posted on the website of the Company and that of National Securities Depository Limited.
  - The Chairman then thanked the members present and declared the meeting as closed. The meeting concluded at 12:40 P.M. (IST).

This is for your information and record.

Thanking you,  
Yours faithfully,  
For Star Cement Limited

Debabrata Thakurta  
(Company Secretary)  
FCS-F6554



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