



DECCAN CEMENTS LIMITED

4^{1st} Annual Report

2020-21



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Corporate Information

Board of Directors

Mr. M.B.Raju	Executive Chairman
Mr. Umesh Shrivastava	Director
Dr. S.A.Dave	Director
Mr. J.Narayanamurty	Director
Mr. K.P.Singh	Director
Mr. R.Gopalakrishnan	Director
Mrs. Mahpara Ali	Director
Ms. P.Parvathi	Managing Director
Mr. S.Venkateswarlu	Director (Works)

Senior Management

Mr. C.Ramesh Reddy	Vice President (Marketing)
Mr. D.Raghava Chary	Chief Financial Officer (CFO)
Mr. Bikram Keshari Prusty	Company Secretary

Bankers

State Bank of India
Union Bank of India (Andhra Bank)
HDFC Bank
Kotak Mahindra Bank

Secretarial Auditors

V. Shankar & Co.,
Company Secretaries
303, Block - A, Legend Commercial
Complex, 3-4-770 & 136, Opp ICICI Bank,
Barkatpura, Hyderabad - 500027

Registrar and Share Transfer Agent

KFin Technologies Private Limited.
Karvy Selenium Tower B
Plot number 31 & 32
Financial District, Gachibowli
Hyderabad - 500 032
E-mail id: einward.ris@kfintech.com
Toll free no: 1800-309-4001

Statutory Auditors

M Anandam & Co.
Chartered Accountants
7'A', Surya Towers, S.P. Road,
Secunderabad - 500 003

Cost Auditors

Aruna Prasad & Co.
Cost Accountants
Plot No. 802/2, 64th Street, 10th Sector
K K Nagar, Chennai - 600 078

Registered Office

"Deccan Chambers"
6-3-666/B, Somajiguda
Hyderabad - 500 082
Tel: 040-23310168 Fax: 040-23318366
E-mail: secretarial@deccancements.com
Website: www.deccancements.com
CIN: L26942TG1979PLC002500

NOTICE

NOTICE is hereby given that the 41st Annual General Meeting of the members of Deccan Cements Limited will be held on Tuesday, 14th September 2021 at 11:00 A.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

- To consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2021 and the reports of the Board of Directors and Auditors thereon, and pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT the audited financial statements of the Company for the financial year ended 31st March 2021 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

- To consider declaration of final dividend for FY 2020-21, and pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT as per recommendation of the Board of Directors, approval of the members of the company be and is hereby granted for the payment of dividend of Rs.5/- (i.e., @100%) per equity share on 1,40,07,500 equity shares of the Company for the Financial Year 2020-21, and the same be paid to all the members whose names appear in the Register of Members and Beneficial Owners of the Company as on the Record date (7th September 2021)."

- To consider appointment of Mr. R. Gopalakrishnan (DIN: 00296413) as Director, who retires by rotation, and pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. R. Gopalakrishnan (DIN: 00296413), who retires

by rotation at this meeting, and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

- To consider and ratify Cost Auditor's remuneration for the Financial Year 2021-22, and pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Company hereby ratifies the remuneration of Rs.1,50,000/- (Rupees One Lakh Fifty Thousand only) plus reimbursement of travelling and out of pocket expenses payable to M/s. Aruna Prasad & Co., Cost Accountants, Chennai, who have been appointed by the Board of Directors as Cost Auditors of the Company, to conduct the audit of the cost accounting records of the Company for the Financial Year 2021-22."

- To consider revision of the remuneration payable to Mr. Shonti Venkateswarlu (DIN: 08602254), Director (Works) w.e.f., 1st April 2021 till completion of his presents term, and pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, and pursuant to provision of Section 197 read with Schedule V of the Companies Act, 2013 and Rules made thereunder, in partial modification to the Ordinary Resolution passed in the 40th Annual General Meeting of the Company, held on 15th September 2020, the remuneration payable to Mr. Shonti Venkateswarlu (DIN: 08602254), Director (Works) be and is hereby revised, with effect from 1st April 2021 till completion of his presents term, as under:

- 1 **Salary** (Basic Pay, House Rent Allowance and other allowances): Rs.3,72,500/- (rupees three lakhs seventy two thousand five hundred only) per month

2 **Perquisites:**

Medical Reimbursement:

Expenses incurred for self and his family subject to a ceiling of one month's basic salary per year.

Leave Travel Concession:

For self and family once in a year incurred in accordance with the Rules specified by the Company, subject to a ceiling of one month's basic salary per year.

Personal Accident Insurance:

For an amount as per the rules of the Company.

Others:

- a. Company's contribution towards Provident Fund: subject to a ceiling of 12% of basic salary, as per rules of the Company.

- b. Company's contribution towards Pension / Superannuation Fund, as per rules of the Company;

such contribution to the Provident Fund and Pension / Superannuation Fund shall not exceed 27% of basic salary.

- c. Gratuity payable in accordance with an approved scheme and shall not exceed half month's basic salary for each completed year of service.

Contribution to Provident fund and Superannuation fund to the extent they are exempted under the Income Tax Act, 1961 and encashment of leave at the end of tenure will not be included in the computation of the ceiling on perquisites.

Provision of car for use on Company's business and, telephone and internet at residence will not be considered as perquisites. Earned / Privilege Leave will be on full pay and allowances as per rules of the Company. Leave accumulated but not availed at during his tenure may be allowed to be encashed as per the rules of the Company.

RESOLVED FURTHER THAT notwithstanding the above, in the absence of or inadequacy of profits in any financial year, Mr. Shonti Venkateswarlu (DIN: 08602254) be paid the above remuneration as minimum remuneration in terms of Section II (A) of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorised to do all acts and take all steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board

Sd/-

Bikram Keshari Prusty

Company Secretary

FCS 7855

Place: Hyderabad

Date: 13th August 2021

Notes:

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide their Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2020 dated May 05, 2020, Circulars No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI vide their Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, permitted to convene the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In accordance with the MCA Circulars read with SEBI Circular, provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 41st AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. In compliance with the above stated MCA Circulars and SEBI Circular, Notice of the 41st AGM along with the Annual Report 2020-21 is being sent through electronic mode only, to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice of the 41st AGM and Annual Report 2020-21 will also be available on the Company's website "www.deccancements.com", websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at "www.bseindia.com" and "www.nseindia.com" respectively, and on the website of Company's Registrar and Transfer Agent, Kfin Technologies Private Limited ("KFinTech") at "<https://evoting.KFinTech.com>".
3. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the 41st AGM is annexed hereto.
4. Generally, a member entitled to attend and vote at the general meeting is entitled to appoint a proxy to attend and vote on a poll instead of him/her and the proxy need not be a member of the Company. Since this 41st AGM is being held through VC / OAVM, pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the 41st AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
5. Since the 41st AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. In terms of the provisions of Section 152 of the Act, Mr. R. Gopalakrishnan, Director, retires by rotation at the Meeting, and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends appointing him as a Director.
7. Pursuant to Regulations 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Section 160 of the Companies Act, 2013 and Secretarial Standards on General Meetings (SS-2), details of Directors retiring by rotation / seeking appointment / re-appointment at this Meeting are provided in the "Annexure" to the Notice.
8. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI (LODR) Regulations, 2015, and in terms of SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, the Company is providing to its members facility to exercise their right to vote on resolutions proposed to be passed at 41st AGM by electronic means ("e-voting"). For this purpose, the Company has engaged the services of KFin Technologies Private Limited, ("KFinTech") Selenium Building, Tower B, Plot No. 31 & 32, Financial District Nanakramguda, Serilingampally Mandal, Hyderabad – 500032,

Telangana, India and has made necessary arrangements with RTA to facilitate E-voting. In terms of the MCA and SEBI Circulars, voting can be done only by Remote E-voting/ E-voting at the AGM. The Members are advised to go through the E-voting procedure, as provided in the Notice.

9. The Board of Directors has fixed 7th September 2021, Tuesday, as the Cut-off Date to know the eligibility of members entitled to participate and/ or vote at the 41st AGM.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

10. The Company is making necessary arrangements for the members to participate in the 41st AGM through VC / OAVM.

- (a) Members will be able to attend the AGM through VC / OAVM or view the live webcast at "<https://emeetings.KFinTech.com>" by using their e-voting login credentials.

Members are requested to follow the procedure given below:

- (i) Launch internet browser (chrome/firefox/safari) by typing the URL: "<https://emeetings.KFinTech.com>"
 - (ii) Enter the login credentials (i.e., User ID and password for e-voting).
 - (iii) After logging in, click on "Video Conference" option
 - (iv) Then click on camera icon appearing against AGM event of **Deccan Cements Limited** to attend the Meeting.
- b) Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the procedure given in the E-voting instructions.
- c) Members who would like to express their views or ask questions during the AGM may register themselves by logging on

to "<https://emeetings.KFinTech.com>" and clicking on the '**Speaker Registration**' option available on the screen after log in. The Speaker Registration will be open during 11th September 2021, Saturday to 12th September 2021, Sunday. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

- d) Members will be allowed to attend the 41st AGM through VC / OAVM on first come, first served basis to 2,000. The large members (i.e. members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend the 41st AGM without any restriction on account of first-come-first-serve principle.
 - e) Facility to join the meeting shall be opened 30 minutes before the scheduled time of the 41st AGM and shall be kept open throughout the proceedings of the 41st AGM.
 - f) Members who need assistance before or during the AGM, can contact KFinTech on "evoting@KFinTech.com" or call on toll free numbers 1800-309-4001. Kindly quote your name, DP ID-Client ID / Folio No. and E-voting Event Number in all your communications.
11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
12. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

13. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM.

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE AGM:

14. The Company has engaged the services of KFinTech as the agency to provide electronic voting facility.
15. The Board of Directors of the Company has appointed Mr. V. Shankar, Practicing Company Secretary (Membership No. FCS: 7638 and CP: 8446), as Scrutiniser to scrutinise the remote e-voting and e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. Scrutinizer's decision on the validity of the E-voting will be final.
16. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFinTech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.

However, pursuant to the SEBI circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication

but also ease and convenience of participating in e-Voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting	11 th September 2021, Saturday @ 9:00 A.M.
End of remote e-voting	13 th September 2021, Monday @ 5:00 P.M.

Voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his/her/their share in the paid-up equity share capital of the Company as on the cut-off date, i.e., 7th September 2021, Tuesday.

Any person holding shares in physical form and non-individual members, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at "evoting@KFinTech.com". However, if he / she is already registered with KFinTech for remote e-Voting then he/she can use his/her existing User ID and password for casting the vote.

In case of Individual members holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below.

The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

- Step 1: Access to Depositories e-Voting system in case of individual members holding shares in demat mode.
- Step 2: Access to KFinTech e-Voting system in case of members holding shares in physical and non-individual members in demat mode.
- Step 3: Access to join virtual meetings (e-AGM) of the Company on KFinTech system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

Login method for remote e-Voting for Individual members holding securities in demat mode.

Type of members	Login Method
Individual Members holding securities in demat mode with NSDL	1. User already registered for IDeAS facility: <ol style="list-style-type: none"> Visit URL: "https://eservices.nsdl.com" Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.
	2. User not registered for IDeAS e-Services <ol style="list-style-type: none"> To register click on link : "https://eservices.nsdl.com" Select "Register Online for IDeAS" or click at "https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp" Proceed with completing the required fields. Follow steps given in points 1
	3. Alternatively by directly accessing the e-Voting website of NSDL <ol style="list-style-type: none"> Open URL: "https://www.evoting.nsdl.com/" 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 held with NSDL), Password / OTP and a Verification Code as shown on the screen. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFinTech. On successful selection, you will be redirected to KFinTech e-Voting page for casting your vote during the remote e-Voting period.
Individual Members holding securities in demat mode with CDSL	1. Existing user who have opted for Easi / Easiest <ol style="list-style-type: none"> Visit URL: "https://web.cdslindia.com/myeasi/home/login" or URL: "www.cdslindia.com" Click on New System Myeasi Login with your registered user id and password. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFinTech e-Voting portal. Click on e-Voting service provider name to cast your vote.

Type of members	Login Method
	2. User not registered for Easi/Easiest <ol style="list-style-type: none"> Option to register is available at "https://web.cdslindia.com/myeasi/Registration/EasiRegistration" Proceed with completing the required fields. Follow the steps given in point 1
	3. Alternatively, by directly accessing the e-Voting website of CDSL <ol style="list-style-type: none"> Visit URL: "www.cdslindia.com" Provide your demat Account Number and PAN No. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP, i.e., KFinTech where the e- Voting is in progress.
Individual Member login through their demat accounts / Website of Depository Participant	<ol style="list-style-type: none"> You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. Once logged-in, you will be able to see e-Voting option. Once you 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 options available against company name or e-Voting service provider – KFinTech and you will be redirected to e-Voting website of KFinTech for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
Securities held with NSDL	Please 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
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at " helpdesk.evoting@cdslindia.com " or contact at 022- 23058738 or 022-23058542-43

Details on Step 2 are mentioned below:

Login method for e-Voting for members other than Individual's members holding securities in demat mode and members holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/Depository Participants(s), will receive an email from KFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- Launch internet browser by typing the URL: "<https://emeetings.KFinTech.com/>"