



**DECCAN CEMENTS LIMITED**

***42<sup>nd</sup> Annual Report***  
***2021-22***



## Contents



	Page Nos.
Notice	02
Directors' Report	23
Management Discussion and Analysis Report	48
Business Responsibility Report	52
Corporate Governance Report	64
CEO and CFO Certification	84
Independent Auditor's Report	85
Balance Sheet	97
Statement of Profit & Loss	98
Cash Flow Statement	99
Statement of Changes in Equity	101
Notes to the Financial Statements	102

## Corporate Information

### Board of Directors

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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

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

### Bankers

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State Bank of India  
HDFC Bank  
Kotak Mahindra Bank  
Bank of Bahrain and Kuwait B.S.C  
Axis Bank  
IndusInd Bank

### Secretarial Auditors

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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

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KFin Technologies 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

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

### Cost Auditors

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

### Registered Office

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"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 **42<sup>nd</sup> Annual General Meeting** of the members of **Deccan Cements Limited** will be held on **Wednesday, 14<sup>th</sup> September 2022 at 11:00 A.M.** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), to transact the following business:

### ORDINARY BUSINESS:

1. **To consider and adopt the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2022 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 31<sup>st</sup> March 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."*

2. **To consider declaration of final dividend for FY 2021-22, and pass the following resolution as an Ordinary Resolution:**

*"RESOLVED THAT a final dividend at the rate of 100% i.e. Rs.5/- per equity share of face value of Rs.5/- each fully paid-up Equity Shares of the Company, as recommended by the Board of Directors be and is hereby approved for the financial year ended March 31, 2022, 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 (9<sup>th</sup> September 2022, Friday)."*

3. **To consider appointment of Mr. S. Venkateswarlu (DIN: 08602254) 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. S. Venkateswarlu (DIN: 08602254), 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."*

4. **To consider re-appoint of the Statutory Auditors of the Company and fix their remuneration for a second term of five consecutive years, and pass the following resolution as an Ordinary Resolution:**

*"RESOLVED THAT pursuant to Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, M/s. M. Anandam & Co., Chartered Accountants (FRN:000125S) be and is hereby re-appointed as the statutory auditor of the Company for a second term of 5 (five) consecutive years to hold office from the conclusion of 42<sup>nd</sup> Annual General Meeting until the conclusion of the 47<sup>th</sup> Annual General Meeting of the Company to be held in the year 2027, to audit the financial statements of the Company for the financial years 2022-23 to 2026-27, at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors, from time to time."*

*RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for the matters connected therewith, or incidental thereto."*

**SPECIAL BUSINESS:**

5. **To consider and ratify Cost Auditor's remuneration for the Financial Year 2022-23, 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 2022-23."*

6. **To consider the payment of commission to the Non-Executive Directors of the Company, and pass the following resolution as a Special Resolution:**

*"RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time, in addition to sitting fees paid/ payable for attending the meeting of Board of Directors and Committees thereof, aggregating a sum not exceeding 1% (one percent) of the net profits of the company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013, be paid to and distributed amongst the Non-Executive Directors or some or any of them, in such amounts and proportions and in such manner and in all respects, as may be determined by the Board of Directors, as commission, and such payments shall be made in respect of the net profits of the company for each financial year with effect from FY 2022-23 for a period of five years."*

By Order of the Board

Sd/-

**BikramKeshariPrusty**

Company Secretary

FCS 7855

Place: Hyderabad

Date: 9<sup>th</sup> August 2022

## Notes:

1. In view of the ongoing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circular No. 02/2022 dated May 5, 2022, read together with Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2020 dated May 05, 2020, circulars No. 19/2021 dated December 08, 2021 and Circular No. 21/2021 dated December 14, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, permitted to convene the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") / 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 Circulars, 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 AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company at "Deccan Chambers, 6-3-666/B, Somajiguda, Hyderabad-500082, Telangana, India.
2. In compliance with the above stated MCA Circulars and SEBI Circular, Notice of the 42<sup>nd</sup> AGM along with the Annual Report 2021-22 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 42<sup>nd</sup> AGM and Annual Report 2021-22 will also be available on the Company's website "[www.deccancements.com](http://www.deccancements.com)", websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at "[www.bseindia.com](http://www.bseindia.com)" and "[www.nseindia.com](http://www.nseindia.com)" respectively, and on the website of Company's Registrar and Transfer Agent, Kfin Technologies 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 42<sup>nd</sup> 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 42<sup>nd</sup> 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 42<sup>nd</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
5. Since the 42<sup>nd</sup> 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. S. Venkateswarlu, 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 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 42<sup>nd</sup> AGM by electronic means ("e-voting"). For this purpose, the Company has engaged the services of KFin Technologies 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 9th September 2022, Friday, as the Cut-off Date to know the eligibility of members entitled to participate and/ or vote at the 42<sup>nd</sup> AGM.
10. M/s. Anandam & Co., Chartered Accountants (FRN 000125S) was appointed as Statutory Auditor of the Company at the 37th Annual General Meeting held on 11<sup>th</sup> August 2017 to hold office till the conclusion of 42<sup>nd</sup> Annual General Meeting of the Company. M/s. Anandam & Co., Chartered Accountants are eligible to be re-appointed as Statutory Auditors of the Company for a second term of 5 Consecutive years, and they have given their consent for their appointment for the second term of five years. Further, they have stated

that they are satisfying the criteria prescribed in Section 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules. The Audit Committee have recommended for their re-appointment, and the Board of Directors of the Company have proposed to the members to consider their reappointment as Statutory Auditors of the Company for a second term of 5 Consecutive years from the conclusion of 42<sup>nd</sup> Annual General Meeting.

**PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:**

11. The Company has made necessary arrangements for the members to participate in the 42<sup>nd</sup> 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 9:00 A.M. (IST) on 11<sup>th</sup> September 2022, Sunday to 5:00 P.M. on 12<sup>th</sup> September 2022, Monday. 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 may post their query by logging on to "<https://emeetings.kfintech.com/>" and clicking on the '**POST YOUR QUERY**' option available on the screen after log in. The said option will be available during 9:00 A.M. (IST) on 11<sup>th</sup> September 2022, Sunday to 5:00 P.M. on 12<sup>th</sup> September 2022, Monday.
- e) Facility to join the meeting shall be opened 30 minutes before the scheduled time of the 42<sup>nd</sup> AGM and shall be kept open throughout the proceedings of the 42<sup>nd</sup> AGM.
- f) In case of any query regarding e-voting or technical assistance for VC/OAVM participation, members may contact Mr. Raj Kumar Kale, an official of KFintech, at telephone number: 040-67162222 or

the toll free number 1800-309- 4001 or at email: [evoting@kfintech.com](mailto:evoting@kfintech.com). Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.

12. 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.
13. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
14. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM.

#### **PROCEDURE FOR REMOTE E-VOTING**

15. In compliance with the provisions of the Act, the Rules made thereunder, Listing Regulations and the relevant circular(s) issued by MCA and SEBI, 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.
16. In pursuant to the SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", 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 / Depository Participant (s) ('DPs') in order to increase the efficiency of the voting process.
17. 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. The members are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

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

Commencement of remote e-voting	11 <sup>th</sup> September 2022, Sunday @ 9:00 A.M. (IST)
End of remote e-voting	13 <sup>th</sup> September 2022, Tuesday @ 5:00 P.M. (IST)

19. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date, i.e., 9<sup>th</sup> September 2022, Friday.
20. 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.
21. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a member of the Company after sending 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](mailto: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.

22. 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 the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."
23. The options for remote e-voting and voting during annual general meeting (AGM) are explained herein below:

**Option-1:** Access to Depositories e-voting system in case of individual members holding shares in demat mode.

**Option-2:** Access to KFintech e-voting system in case of members holding shares in physical and non-individual members in demat mode.

**Option-3:** Access to join virtual AGM of the Company on KFintech system to participate AGM and vote at the AGM.

**Details of Option-1 are mentioned below:**

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

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