

RCC CEMENTS LIMITED

CIN:L26942DL1991PLC043776

Regd. Off: 702, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001

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Dated : 29.07.2025

**To,
The Manager (Listing),
Bombay Stock Exchange Limited,
1st Floor, P. J. Towers,
Dalal Street, Mumbai – 400001**

Sub: Submission of Integrated Governance Filing for the quarter ended 30.06.2025

Ref :-BSE - Scrip Code – 531825 (RCCEMEN)

Dear Sir,

Pursuant to Regulation 27(2) and Regulation 13(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December, 2024 regarding Integrated Governance Filing, please find attached the Integrated Governance Report for the Quarter ended 30th June, 2025 as per the format prescribed in the above-mentioned SEBI Circular.

We hope that you will find the above in order.

Thanking you.

**Yours truly,
For RCC Cements Limited**

**SHIMPY
GOYAL
Shimpy Goyal
Company Secretary**

Digitally signed by
SHIMPY GOYAL
Date: 2025.07.29 14:12:41
+05'30'

Encl: As Above

General information about company	
Scrip code	531825
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE335N01015
Name of the entity	RCC CEMENTS LIMITED
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Quarterly
Date of Quarter Ending	30-06-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No The company has not acquired shares or voting rights in unlisted companies exceeding 5 % of their paid up capital
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No There is no ongoing/pending Tax Litigations or disputes against the company at present
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other
Is SCORE ID Available ?	Yes

SCORE Registration ID	r00122
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							No	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Sachin Garg	AJGPG9009C	03320351	Executive Director	Chairperson	MD	19-12-1979
2	Mr	Santosh Pradhan	AMMPP2548J	00354664	Non-Executive - Independent Director	Not Applicable		02-01-1970
3	Mrs	Madhu Sharma	BSYPS5514G	06947852	Non-Executive - Non Independent Director	Not Applicable		07-01-1955
4	Mr	Pankaj Prasad	AAOPP7074P	01481240	Non-Executive - Independent Director	Not Applicable		21-07-1971

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active

I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		08-07-2022	30-09-2023			1	0	2	0			
2	NA		03-05-2018	03-05-2023		60	2	2	4	0			
3	NA		31-03-2015	30-09-2024			5	4	4	2			
4	NA		30-09-2024			60	2	2	0	2			

Text Block

Textual Information(1)

Mr. Sachin Garg was initially appointed as an Additional Director & MD of the Company w.e.f. 08-07-2022 as per Section 161 & 203 of the Companies Act, 2013 to hold the office upto the conclusion of the next AGM. He was appointed as the Director & Managing Director of the Company for a period of 5 years in the AGM held on 30-09-2022. He was reappointed as a Director liable to retire by rotation in the Annual General Meeting held on 30-09-2023 as per the provisions of Section 152 of the Companies Act, 2013. Mr. Santosh Pradhan was initially appointed as an Additional Independent Director of the Company w.e.f. 03-05-2018 as per Section 161 of the Companies Act, 2013 to hold the office upto the conclusion of the next AGM. He was appointed as an Independent Director of the Company for a period of 5 years (60 Months) in the AGM held on 29-09-2018. Mr Santosh Pradhan was reappointed as an Independent Director of the company in the AGM held on 30-09-2022 for a second term of 05 years w.e.f 03-05-2023 upto 02-05-2028. Ms. Madhu Sharma was appointed as a Non Executive Director liable to retire by rotation on 31-03-2015. Her term of office as a Director was regularised in the AGM held on 30-09-2015. She was reappointed as a Director liable to retire by rotation in the Annual General Meeting held on 30-09-2024 as per the provisions of Section 152 of the Companies Act, 2013. Mr. Pankaj Prasad (DIN: 01481240) appointed as a Independent Director of the Company, not liable to retire by rotation, for a term of 05 (Five) consecutive years commencing from the date of 33rd Annual General Meeting held on 30.09.2024 up to the date of the 38th (Thirty Eighth) Annual General Meeting of the Company to be held in the year 2029. The composition of Board of Directors is in compliance with the requirements of Regulation 17(1) of SEBI(LODR) Regulations, 2015

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01481240	Pankaj Prasad	Non-Executive - Independent Director	Chairperson	30-09-2024		
2	00354664	Santosh Pradhan	Non-Executive - Independent Director	Member	03-05-2018		
3	03320351	Sachin Garg	Executive Director	Member	08-07-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01481240	Pankaj Prasad	Non-Executive - Independent Director	Chairperson	30-09-2024		
2	00354664	Santosh Pradhan	Non-Executive - Independent Director	Member	03-05-2018		
3	06947852	Madhu Sharma	Non-Executive - Non Independent Director	Member	31-03-2015		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01481240	Pankaj Prasad	Non-Executive - Independent Director	Chairperson	30-09-2024		
2	00354664	Santosh Pradhan	Non-Executive - Independent Director	Member	03-05-2018		
3	03320351	Sachin Garg	Executive Director	Member	08-07-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)	
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	30-01-2025				Yes	4	4	2
2	17-03-2025		45		Yes	4	4	2
3		29-05-2025	72		Yes	4	4	2

Text Block	
Textual Information(1)	A separate meeting of Independent Directors was duly held on 13-03-2025 wherein all the Independent Directors were present.

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	30-01-2025				Yes	3	3	2	0
2	Audit Committee	17-03-2025	45			Yes	3	3	2	0
3	Audit Committee	29-05-2025	72			Yes	3	3	2	0
4	Nomination and remuneration committee	17-03-2025				Yes	3	3	2	0
5	Stakeholders Relationship Committee	06-01-2025				Yes	3	3	2	0
6	Stakeholders Relationship Committee	15-04-2025	98			Yes	3	3	2	0

Text Block	
Textual Information(1)	<p>1. The members present at the meeting of the Audit Committee held on 30-01-2025 , 17-03-2025 and 29-05-2025 are- (a) Mr. Pankaj Prasad (Chairman) (b) Mr. Sachin Garg (Member) (c) Mr. Santosh Pradhan (Member) 2. The members present at the meetings of the Nomination and Remuneration Committee held on 17-03-2025 are- (a) Mr. Pankaj Prasad (Chairman) (b) Mr. Santosh Pradhan (Member) (c) Ms. Madhu Sharma (Member) 3. The members present at the meetings of the Stakeholders Relationship Committee held on 06-01-2025 and 15-04-2025 are- (a) Mr. Pankaj Prasad (Chairman) (b) Mr. Sachin Garg (Member) (c) Mr. Santosh Pradhan (Member)</p>

Annexure 1		
V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Shimpy Goyal
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Shimpy Goel
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	29-07-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	BSE LIMITED	Suspension/Restriction of trading of scrip of the Company & freezing of demat account of promoters	01-03-2020	The company has defaulted in payment of Annual Listing Fees to BSE as per Regulation 14 of the SEBI (Listing Obligations and Disclosure Requirements), 2015. And, therefore, BSE has suspended/restricted the trading of the scrip of the company on BSE's web portal and froze the demat account of its promoters due to non-payment of annual listing fees. However, BSE vide its notice no. 20210219-31 dated 19 Feb, 2021 has allowed the trading of shares of the company on Trade-for-Trade basis only on the first trading day of every week till the company makes payment of outstanding ALF to the Exchange.	There is no impact on financial, operation or other activities of the company as the provision for listing fees has already been made in the books of accounts. However, the provision for interest on delayed payment has not been made as the company intends to make an application to the BSE for waiver of interest on outstanding ALF.

