

# RCC CEMENTS LIMITED

**CIN:L26942DL1991PLC043776**

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

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**Dated :29.01.2026**

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

**Sub: Submission of Integrated Governance Filing for the quarter ended 31.12.2025**

**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 31<sup>st</sup> December, 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**

RACHIT  
GARG

Digitally signed by  
RACHIT GARG  
Date: 2026.01.29  
16:58:27 +05'30'

**Rachit Garg  
Chief Financial Officer**

**Encl: As Above**

<b>General information about company</b>	
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	31-12-2025
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)	

<b>Annexure I</b>								
<b>Annexure I to be submitted by listed entity on quarterly basis</b>								
<b>I. Composition of Board of Directors</b>								
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

<b>I. Composition of Board of Directors</b>					
<b>Disqualification of Directors under section 164 of the Companies Act, 2013</b>					
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 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	30-09-2025			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			4	3	2	2			
4	NA		30-09-2024			60	2	2	0	2			

<b>Text Block</b>	
Textual Information(1)	<p>Mr. Sachin Garg was initially appointed as an Additional Director &amp; MD of the Company w.e.f. 08-07-2022 as per Section 161 &amp; 203 of the Companies Act, 2013 to hold the office upto the conclusion of the next AGM. He was appointed as the Director &amp; 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 30-09-2025 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 an 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</p>

<b>Audit Committee Details</b>							
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		

<b>Nomination and remuneration committee</b>							
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		

<b>Risk Management Committee</b>							
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

<b>Corporate Social Responsibility Committee</b>							
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

<b>Other Committee</b>						
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								
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	12-08-2025				Yes	4	4	2
2	29-08-2025				Yes	4	4	2
3	02-09-2025				Yes	4	4	2
4		03-11-2025	61		Yes	4	4	2
5		14-11-2025	10		Yes	4	4	2

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	12-08-2025				Yes	3	3	2	0
2	Audit Committee	01-09-2025				Yes	3	3	2	0
3	Audit Committee	03-11-2025	62			Yes	3	3	2	0
4	Audit Committee	14-11-2025	10			Yes	3	3	2	0
5	Nomination and remuneration committee	01-09-2025				Yes	3	3	2	0
6	Nomination and remuneration committee	03-11-2025	62			Yes	3	3	2	0

**Annexure 1**

**IV. Meeting of Committees**

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)
7	Stakeholders Relationship Committee	11-07-2025				Yes	3	3	2	0
8	Stakeholders Relationship Committee	29-08-2025				Yes	3	3	2	0
9	Stakeholders Relationship Committee	13-10-2025	44			Yes	3	3	2	0

<b>Text Block</b>	
Textual Information(1)	<p>1. The members present at the meeting of the Audit Committee held on 12-08-2025, 01-09-2025, 03-11-2025 and 14-11-2025 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 01-09-2025 &amp; 03-11-2025 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 11-07-2025, 29-08-2025 &amp; 13-10-2025 are- (a) Mr. Pankaj Prasad (Chairman) (b) Mr. Sachin Garg (Member) (c) Mr. Santosh Pradhan (Member)</p>

<b>Annexure 1</b>		
<b>V. Affirmations</b>		
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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	CHARU VARSHNEY
2	Designation	Company Secretary and Compliance Officer

<b>Details of Cyber security incidence</b>		
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

<b>Signatory Details</b>	
Name of signatory	CHARU VARSHNEY
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	29-01-2026

<b>Investor Grievance Details</b>	
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

<p align="center"><b>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:</b></p>					
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.
2	BSE LIMITED	Imposition of fine of Rs 2000/- plus GST	30-10-2025	Non-submission of the Annual Report within the period prescribed under Regulation 34 of SEBI (LODR) Regulations, 2015	There is no impact on financial, operation or other activities of the company as the Company has already paid the fine of Rs 2360/- to BSE

