

General information about company	
Scrip code	500425
NSE Symbol	AMBUJACEM
MSEI Symbol	NOTLISTED
ISIN	INE079A01024
Name of the entity	AMBUJA CEMENTS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

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								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
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	Gautam S. Adani	ABKPA0965H	00006273	Non-Executive - Non Independent Director	Chairperson		24-06-1962
2	Mr	Karan Adani	AIQPA6627F	03088095	Non-Executive - Non Independent Director	Not Applicable		07-04-1987
3	Mr	Maheswar Sahu	ADKPS6835Q	00034051	Non-Executive - Independent Director	Not Applicable		10-01-1954
4	Mr	Rajnish Kumar	AIJPK9858M	05328267	Non-Executive - Independent Director	Not Applicable		14-01-1958
5	Mr	Ameet Desai	ADKPD8381N	00007116	Non-Executive - Independent Director	Not Applicable		04-10-1963
6	Ms	Purvi Sheth	AALPS8544C	06449636	Non-Executive - Independent Director	Not Applicable		31-05-1972
7	Mr	Mangalam Ramasubramaniam Kumar	AAAPK7351G	03628755	Non-Executive - Nominee Director	Not Applicable		13-06-1961
8	Mr	Ajay Kapur	ADYPK9189P	03096416	Executive Director	Not Applicable		11-11-1965

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
5	No				Active
6	No				Active
7	No				Active
8	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) & 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)	Notes for not providing PAN	Notes for not providing DIN
1	NA		16-09-2022	16-09-2022		15.5	7	0	0	0		
2	NA		16-09-2022	16-09-2022		15.5	3	0	3	0		
3	NA		16-09-2022	16-09-2022		15.5	4	3	7	3		
4	NA		16-09-2022	16-09-2022		15.5	3	3	1	1		
5	NA		16-09-2022	16-09-2022		15.5	2	2	3	0		
6	NA		16-09-2022	16-09-2022		15.5	4	4	1	0		
7	NA		16-09-2022	16-09-2022		15.5	1	0	0	0		
8	NA		17-09-2022	17-09-2022		15.5	3	0	2	0		

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	05328267	Rajnish Kumar	Non-Executive - Independent Director	Chairperson	16-09-2022		
2	00034051	Maheswar Sahu	Non-Executive - Independent Director	Member	16-09-2022		
3	00007116	Ameet Desai	Non-Executive - Independent Director	Member	16-09-2022		

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	06449636	Purvi Sheth	Non-Executive - Independent Director	Chairperson	16-09-2022		
2	05328267	Rajnish Kumar	Non-Executive - Independent Director	Member	16-09-2022		
3	00034051	Maheswar Sahu	Non-Executive - Independent Director	Member	16-09-2022		
4	00007116	Ameet Desai	Non-Executive - Independent Director	Member	16-09-2022		

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	00034051	Maheswar Sahu	Non-Executive - Independent Director	Chairperson	16-09-2022		
2	00007116	Ameet Desai	Non-Executive - Independent Director	Member	16-09-2022		
3	03088095	Karan Adani	Non-Executive - Non Independent Director	Member	16-09-2022		
4	03096416	Ajay Kapur	Executive Director	Member	17-09-2022		

Risk Management Committee							
Whether the Risk Management 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	00007116	Ameet Desai	Non-Executive - Independent Director	Chairperson	16-09-2022		
2	06449636	Purvi Sheth	Non-Executive - Independent Director	Member	16-09-2022		
3	05328267	Rajnish Kumar	Non-Executive - Independent Director	Member	16-09-2022		
4	03096416	Ajay Kapur	Executive Director	Member	17-09-2022		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	05328267	Rajnish Kumar	Non-Executive - Independent Director	Chairperson	16-09-2022		
2	00034051	Maheswar Sahu	Non-Executive - Independent Director	Member	16-09-2022		
3	06449636	Purvi Sheth	Non-Executive - Independent Director	Member	16-09-2022		
4	03088095	Karan Adani	Non-Executive - Non Independent Director	Member	16-09-2022		

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								
Sr	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	02-08-2023				Yes	8	8	4
2	03-08-2023		0		Yes	8	7	4
3	25-09-2023		52		Yes	8	6	4
4		01-11-2023	36		Yes	8	8	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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	01-08-2023				Yes	3	3	3	0
2	Audit Committee	25-09-2023	54			Yes	3	3	3	0
3	Audit Committee	01-11-2023	36			Yes	3	3	3	0
4	Audit Committee	06-12-2023	34			Yes	3	3	3	0
5	Audit Committee	21-12-2023	14			Yes	3	2	2	0
6	Nomination and remuneration committee	01-08-2023				Yes	4	4	4	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	Nomination and remuneration committee	31-10-2023	90			Yes	4	4	4	0
8	Stakeholders Relationship Committee	01-08-2023				Yes	4	4	2	0
9	Stakeholders Relationship Committee	31-10-2023	90			Yes	4	4	2	0
10	Risk Management Committee	01-08-2023				Yes	4	4	3	0
11	Risk Management Committee	31-10-2023	90			Yes	4	4	3	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block

Textual Information(1)	Transactions with related party	Amount Rs. In crores
	Transactions with subsidiaries	
	Purchase of goods	
	ACC Limited	646.90
	Sanghi Industries Ltd	25.33
	Purchase of asset	
	ACC Limited	2.98
	Sale of asset	
	ACC Limited	-
	Ambuja Shipping Service Limited	
	Sale of goods	
	ACC Limited	612.01
	Rendering of services	
	ACC Limited	57.89
	Interest income	
	ACC Limited	-
	Chemical Limes Mundwa Private Limited	0.11
	M.G.T. Cements Private Limited	-
	Sanghi Industries Ltd	11.51
	Lotis IFSC Pvt Ltd	1.13
		12.75
	Receiving of services	
	ACC Limited	22.22
	Ambuja Shipping Service Ltd	133.22
		155.44
	Dividend received	
	ACC Limited	
	Other recoveries	
	ACC Limited	7.49
	Ambuja Shipping Service Ltd	0.88
	Lotis IFSC Pvt Ltd	2.64
		11.01
	Other payments	
	ACC Limited	2.76
	Ambuja Shipping Service Limited	-
		2.76
	Inter corporate deposits and loans given	
	Chemical Limes Mundwa Private Limited	
	ACC Limited	
	M.G.T. Cements Private Limited	
	Sanghi Industries Ltd	2,081.30
	Lotis IFSC Pvt Ltd	231.09
		2,312.39
Textual Information(2)	RPTs between Ambuja and ACC during the quarter ended December 31, 2023.	Amount Rs. (In Crores)
	Purchase of cement, clinker, coal and pet coke, stores and spares and fixed assets.	655
	Sale of cement, clinker, coal and pet coke and stores and spares.	607

Textual Information(2)	RPTs between Ambuja and ACC during the quarter ended December 31, 2023.		Amount Rs. (In Crores)
	Purchase of cement, clinker, coal and pet coke, stores and spares and fixed assets.		655
	Sale of cement, clinker, coal and pet coke and stores and spares.		607
	Services rendered		57
	Services received		24
	Total		1,343

Annexure 1

VI. 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)	Yes
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	Hitesh L Marthak
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

Signatory Details	
Name of signatory	Hitesh L Marthak
Designation of person	Company Secretary and Compliance Officer
Place	Ahmedabad
Date	19-01-2024

