

# STAR CEMENT LIMITED

(Formerly CEMENT MANUFACTURING COMPANY LTD)

25th January, 2022

The Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G  
Bandra Kurla Complex, Bandra-East  
Mumbai-400 051  
Stock code: STARCEMENT

BSE Limited  
PhirozeJeejeebhoy Towers  
Dalal Street, Mumbai-400 001  
Stock code: 540575

Dear Sir(s),

**Sub: Outcome of the Board meeting held on 25th January, 2022**  
**Ref. : Regulation 30 of SEBI (LODR) Regulations, 2015**

Pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended, we hereby inform you following outcome of the Board Meeting held today :

- (1) In terms of recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company at their meeting held today i.e., 25<sup>th</sup> January, 2022 has re-appointed Mrs. Plistina Dkhar (DIN: 01375361) and Mrs. Ibaridor Katherine War (DIN: 03107920), Independent Directors of the Company, whose present terms will expire on 31<sup>st</sup> March, 2022, for a second and final term of 5 (five) consecutive years effective from 01<sup>st</sup> April, 2022 upto 31<sup>st</sup> March, 2027 subject to approval of the members of the Company at the General Meeting and other applicable approvals, if required. We confirm that Mrs. Plistina Dkhar and Mrs. Ibaridor Katherine War meet the criteria of independence as provided in Section 149(6) of the Act read with SEBI (LODR) Regulations, 2015 as amended. We confirm that Mrs. Plistina Dkhar and Mrs. Ibaridor Katherine War are not related to any Directors of the Company and are not debarred from continuing holding the office of Directors pursuant to order of any Regulatory Authority.
- (2) In terms of recommendation made by the Nomination and Remuneration Committee, the Board of Directors at its meeting held today i.e., 25<sup>th</sup> January, 2022 subject to approval of the members of the Company at the General Meeting and other applicable approvals, if required, has appointed Mr. Pankaj Kejriwal, Non-Executive Director (DIN : 00383635) as a Wholetime Director & Chief Operating Officer (COO) of the Company effective from 1<sup>st</sup> February, 2022 upto 31<sup>st</sup> March, 2024. We confirm that Mr. Pankaj Kejriwal is not related to any Directors of the Company and is not debarred from holding the office of Director pursuant to order of any Regulatory Authority.

A brief profile of Mr. Pankaj Kejriwal alongwith other details as required in terms of SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015 are given in **Annexure** to this letter.

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CIN NO. L26942ML2001PLC006663

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- (3) In terms of recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company at their meeting held today i.e., 25<sup>th</sup> January, 2022 has appointed Mr. Nirmalya Bhattacharyya (DIN : 09037566) as an Additional Director in the Independent Category of the Company for a period of 5 (Five) years effective from 1<sup>st</sup> February, 2022 till 31<sup>st</sup> January, 2027 subject to approval of the members of the Company at the General Meeting and other applicable approvals, if required. We confirm that Mr. Nirmalya Bhattacharyya meet the criteria of independence as provided in Section 149(6) of the Act read with SEBI (LODR) Regulations, 2015 as amended. We confirm that Mr. Nirmalya Bhattacharyya is not related to any Directors of the Company and is not debarred from holding the office of Director pursuant to order of any Regulatory Authority.

A brief profile of Mr. Nirmalya Bhattacharyya alongwith other details as required in terms of SEBI Circular No CIR/CFD/CMD/4/2015 dated 9th September 2015 are given in **Annexure** to this letter.

- (4) In terms of recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company at their meeting held today i.e., 25<sup>th</sup> January, 2022 has appointed Mr. Brij Bhushan Agarwal (DIN : 01125056) as an Additional Director in Non Executive Category of the Company subject to approval of the members of the Company at the General Meeting and other applicable approvals, if required. We confirm that Mr. Brij Bhushan Agarwal is not related to any Directors of the Company and is not debarred from holding the office of Director pursuant to order of any Regulatory Authority.

A brief profile of Mr. Brij Bhushan Agarwal alongwith other details as required in terms of SEBI Circular No CIR/CFD/CMD/4/2015 dated 9th September 2015 are given in **Annexure** to this letter.

- (5) Terms of appointment of Mr. Santanu Ray (DIN: 00353075), Independent Director will be expiring on close of the business hours of 31<sup>st</sup> March, 2022. Therefore, Mr. Santanu Ray will cease to be an Independent Director w.e.f. 1<sup>st</sup> April, 2022 due to expiry of his terms.
- (6) At the said meeting the Board of Directors has approved conducting of Postal Ballot in accordance with Section 110 of the Companies Act, 2013, read with relevant rules and SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 as amended, to seek approval of the shareholders for appointment of Mr. Pankaj Kejriwal as Wholetime Director & Chief Operating Officer (COO) w.e.f 1<sup>st</sup> February, 2022, Mr. Nirmalya Bhattacharyya as a Non-Executive Independent Director of the Company with effect from 1<sup>st</sup> February, 2022 and Mr. Brij Bhushan Agarwal as a Non-Executive Director of the Company with effect from 1<sup>st</sup> February, 2022 and any other business as may be required.

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## (7) Reconstitution of Committees :

- (a) At the said meeting, the Board of Directors has reconstituted its Corporate Social Responsibility Committee with effect from 1<sup>st</sup> February, 2022 as under:

### Corporate Social Responsibility Committee w.e.f. 1<sup>st</sup> February, 2022:

Sl. No.	Name of Director	Category	Position
1	Mr. Sanjay Agarwal	Non Independent Managing Director	Chairman
2	Mr. Sajjan Bhajanka	Non Independent Managing Director	Member
3	Mr. Pramod Kumar Shah	Independent Director	Member

- (b) At the said meeting, the Board of Directors has reconstituted its Nomination & Remuneration Committee with effect from 1<sup>st</sup> February, 2022 as under :

### Nomination & Remuneration Committee w.e.f. 1<sup>st</sup> February, 2022:

Sl. No.	Name of Director	Category	Position
1	Mr. Amit Kiran Deb	Independent Director	Chairman
2	Mr. Pramod Kumar Shah	Independent Director	Member
3	Mr. Nirmalya Bhattacharyya	Independent Director	Member

- (c) At the said meeting, the Board of Directors has reconstituted its Risk Management Committee with effect from 1<sup>st</sup> February 2022 as under :

### Risk Management Committee w.e.f. 1<sup>st</sup> February, 2022:

Sl. No.	Name of Director	Category	Position
1	Mr. Sanjay Agarwal	Managing Director	Chairman
2	Mr. Nirmalya Bhattacharyya	Independent Director	Member
3	Mr. Pramod Kumar Shah	Independent Director	Member

\* You are hereby requested to take the above information on your record.

Thanking you,  
For Star Cement Limited

25-01-2022

X

Debabrata Thakurta  
Company Secretary  
Signed by: DEBABRATA THAKURTA

Debabrata Thakurta  
(Company Secretary)  
Encl. as stated.



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**ANNEXURE**

**Brief Profile of Mr. Pankaj Kejriwal**

Mr. Pankaj Kejriwal a Chemical Engineer by profession, he is an alumnus of the prestigious Institute of Chemical Technology, Mumbai. His 30-year-long career includes a 22-year stint in the Cement Industry.

Having begun his career with Technimont ICB, Mumbai he has worked at various positions in the industry, including being an Executive Director at Avanti Ampoules Pvt. Ltd. He entered the cement industry 22 years ago with a growth opportunity at Barak Valley Cements Ltd., a Rotary kiln cement plant in Assam.

From start of the project of Star Cement he has been a driving force in conceptualizing, engineering, implementing and commissioning of the first company plant in a record 18 months. He has expertise in general management, project management and operational integrity. With his major attributes like team-building, technical prowess, and excellent work ethics, he has led technical growth in the company across all its plants.

Mr. Pankaj Kejriwal's environmental conscience has made him a repository of knowledge about Environmental regulations, Sustainability techniques, statutory compliances, Safety practices and Mining methodologies. He has also expressed great interest in performance optimization of logistics, due diligence regarding legalities, capital markets, renewable energy sources, and strategic planning.

He is a Member of Research Advisory Committee (RAC) of NCCBM (National Council of Cement and Building Materials). His detailed paper at the 15<sup>th</sup> NCB International Seminar, 2017, was well-received among industry peers. He has served as the Chairman of Technical Session - XI (Environmental Management and Sustainable Development - II) organized at NCCBM's 15<sup>th</sup> NCB International Seminar. He was also a Member of Jury Panel that judged the competition on "Innovative Ideas to make Atmanirbhar NCCBM" in November 2020.

At present he is in the Board of Star Cement Meghalaya Limited and Megha Technical and Engineers Private Limited.

**Brief Profile of Mr. Nirmalya Bhattacharyya**

Mr. Nirmalya Bhattacharyya, aged about 71 years is a First Class Master Degree holder (M.Sc.) in Statistics and possessing more than 50 years of experience especially in the fields of Banking, Finance, Accounts, Administration and Social Services etc., and an accredited practitioner of MBTI suits of instruments. His association as Director would be beneficial to the Company.

At present he is in the Board of Shyam Century Ferrous Limited, Star Cement Meghalaya Limited and Megha Technical and Engineers Private Limited.



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## Brief Profile of Mr. Brij Bhushan Agarwal

Mr. Brij Bhusan Agarwal, aged about 50 years, is a commerce graduate from University of Calcutta and having more than 3 decades of experience in managing business, strategic planning, future expansion, business development, marketing, human resources and corporate affairs etc.,

At present he is in the Board of Shyam Century Cement Industries Limited, Shyam Sel and Power Limited and Shyam Metalics and Energy Limited.

## Details as required in terms of SEBI Circular No CIR/CFD/CMD/4/2015 dated 9th September 2015

Name	Mr. Pankaj Kejriwal	Mr. Nirmalya Bhattacharyya	Mr. Brij Bhushan Agarwal
Date of birth	01/12/1971	25/07/1949	13/09/1972
Nationality	Indian	Indian	Indian
Experience (Years)	30 years	51 years	Over 30 years
Expertise in specific functional areas	Environmental regulations, Sustainability techniques, statutory compliances, Safety practices, general management, project management, operational integrity and Mining methodologies, logistics, due diligence regarding legalities, capital markets, renewable energy sources, and strategic planning etc.,	Administration, Banking, Personality Development, Human Behaviours	Managing Business, Strategic Planning, Future Expansion, Business Development, Marketing, Human Resources and Corporate Affairs
Date of first appointment on the Board of the Company	1 <sup>st</sup> February, 2022	1 <sup>st</sup> February, 2022	1 <sup>st</sup> February, 2022
Shareholding in the Company (Equity shares of Face value of Re.1/- each)	98,862	Nil	15,58,413
Qualification	Mechanical Engineer	B.Sc. in Maths Hons. and M.Sc. in Statistics	Commerce Graduate
Relationship with other Directors, Manager and other Key Managerial personnel of the Company	Nil	Nil	Nil

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