

**TRANSCRIPT FOR THE PROCEEDINGS OF THE 85th ANNUAL GENERAL MEETING
OF ACC SCHEDULED TO BE HELD THROUGH VIDEO CONFERENCING ON
WEDNESDAY, APRIL 07, 2021 AT 3.00 P.M**

Rajiv Choubey
Chief Legal Officer & Company Secretary

Good Afternoon shareholders and welcome to ACC's 85th Annual General Meeting of the Company ("AGM/ Meeting") which is being held through virtual mode.

I thank all the shareholders for participating today and I sincerely wish that all of you are safe and in good health.

I would like to take you through certain points regarding the participation of the members through video conferencing before the commencement of the Meeting.

1. Due to the second wave of Covid-19 pandemic and continuation of lockdown restrictions, along with social distancing norms, the AGM of your company is being conducted through Video Conferencing in accordance with the circulars issued by the Ministry of Corporate Affairs.
2. I would like to inform the members that the facility of attending the AGM through Video Conferencing has been made available to the members on 'First Come First Serve Basis'.
3. All members joining this meeting are by default placed on mute mode to avoid any background noise and to ensure smooth and seamless conduct of the meeting.
4. During the question answer session, the Chairman will one by one announce the names of shareholders who have registered themselves as speaker shareholders. Shareholders who are designated speakers will thereafter be unmuted by the host of the AGM and will be allowed to express their views/ask questions, if any.
5. The shareholders are requested to click the audio and video button while speaking. If the shareholders are unable to join through video mode due to any reason, they are advised to switch off the video and speak through audio mode.
6. Speaker shareholders are recommended to make necessary arrangements at their end to avoid failure of video or audio connectivity. The process to be followed is:
 - (a) Every speaker shall identify himself/ herself for the record before speaking.

- (b) While speaking, we request the speaker shareholders to preferably use ear phones so that they are clearly audible.
 - (c) Speaker shareholders to minimize any background noises to avoid any disturbance.
 - (d) Speakers are requested to ensure that their internet/ wifi is not connected to any other devices and no other background applications are running and there is proper lighting to have a good video audio experience.
7. In the event, there is a connectivity problem at speaker shareholders end, we will ask the next speaker to join the meeting. Once connectivity improves, the speaker shareholder will be invited back to speak. We would like to request the speaker shareholders to be as brief as possible and to limit their speech to a maximum of 3 minutes.
8. During the AGM, if any member faces any technical issue, they may call the toll free number mentioned in the Notice of AGM.
9. I would like to inform the members of the Company that Mr. Sekhsaria, Chairman of the Board, is unable to participate in this AGM. Mr. Jan Jenisch, Deputy Chairman, is attending the AGM from outside India, and hence he has requested that Directors present may elect amongst themselves the Chairperson for this meeting.
10. Thank you very much.

MR. SUNDARAM

Thank you Rajiv.

I, D. Sundaram, Independent Director and Chairman of the Audit Committee, is participating in the 85th Annual General Meeting of the Company from my residence at Mumbai.

I would like to propose the name of Mr. Martin Kriegner to chair the 85th Annual General Meeting of the Company. If agreed, I request the directors present in the meeting, to second the name of Mr. Martin.

Further, I also propose the name of Mr. Shailesh Haribhakti, Independent Director to be Vice Chairman for the meeting and to conduct the meeting in case for any reason, the connection of the Chairman is lost during the meeting. If agreed, I request the directors present in the meeting, to second the name of Mr. Shailesh Haribhakti as the Vice Chairman.

NOW, I REQUEST ALL OTHER DIRECTORS TO ACCORD THEIR APPROVAL ONE BY ONE FOR CHAIRING THE ANNUAL GENERAL MEETING OF THE COMPANY BY MR. MARTIN KRIEGNER & MR. SHAILESH HARIBHAKTI AS VICE CHAIRMAN FOR THE ANNUAL GENERAL MEETING:

- i. Mr. Jan Jenisch
- ii. Mr. Shailesh Haribhakti

- iii. Mr. Sushil Kumar Roongta
- iv. Mrs. Falguni Nayar
- v. Mr. Sunil Mehta
- vi. Mr. Vinayak Chatterjee
- vii. Mr. Neeraj Akhoury
- viii. Mr. Sridhar Balakrishnan

MR. MARTIN KRIEGNER

Thank you Rajiv

Thank you all the Directors for electing me as the Chairperson of this meeting.

Good afternoon to all shareholders and Directors and a warm welcome to the 85th Annual General Meeting of ACC Limited, being held through Video-Conferencing Mode on account of the Covid situation. The meeting is being live streamed by webcast through K-Fintech.

This is the second time when ACC is convening its AGM in the virtual mode. I request all of you to support in making this AGM a success.

The requisite quorum is present. I call the meeting to order.

Firstly I would like to thank our Chairman, Mr Narotam Sekhsaria for his leadership and support to ACC. I am really privileged to chair the Company's 85th AGM on his behalf.

I now call upon all the Directors and our CFO who are participating in this meeting through video conference to introduce them and confirm their participation:

- i. Mr. Jan Jenisch: **I am participating from my office in Switzerland**
- ii. Mr. Shailesh Haribhakti: **I am participating through my residence at Mumbai and I Chair the Nomination & Remuneration Committee**
- iii. Mr. Sushil Kumar Roongta: **I am participating through my residence at Gurugram and I Chair the Compliance Committee**
- iv. Mrs. Falguni Nayar: **I am participating through my residence at Alibaug and I Chair the Risk Management Committee**
- v. Mr. Sunil Mehta: **I am participating through my residence at Mumbai and I Chair the Stakeholders' Relationship Committee**
- vi. Mr. Vinayak Chatterjee: **I am participating from my residence at Gurugram**

- vii. Mr. Neeraj Akhoury: **I am participating from my residence at Mumbai**
- viii. Mr. Sridhar Balakrishnan: **I am participating from Mumbai along with Chairman, Company Secretary and our CFO**
- ix. Mr. Yatin Malhotra: **I am participating from Mumbai**

I would like to thank our Board members for their active participation and guidance which helped the Company to achieve a good performance in the year 2020. I would like to especially thank them for their continuous support during the lock down. I am pleased to inform you that your Board has been functioning in a fully effective manner during this time.

M/s Deloitte Haskins & Sells, the Statutory Auditors, M/s Mehta & Mehta, Secretarial Auditors and M/s D C Dave & Company, Cost Auditors are also present at this meeting. The Executive Committee members of the Company present in this meeting.

The Company has received two letters from corporate shareholders appointing authorised representatives under section 113 of the Companies Act, 2013 in respect of 10,23,95,120 (Ten crores Twenty Three lacs Ninety five thousand one hundred and twenty) Equity Shares representing 54.53% of the paid up equity capital of the Company.

As the Meeting is being held electronically, there is no physical presence of the members, thus the appointment of proxies is not applicable.

The registers, namely, Register of Directors & Key Management Personnel and their shareholding; and Register of Contracts or Arrangements in which Directors are interested; as required under Companies Act, 2013 are available for inspection on the website of the Company.

Members who did not vote earlier through remote e-voting may vote electronically during the course of the meeting.

Since the notice has already been circulated to all the members, I take the notice convening the meeting as read.

Dear Shareholders,

Your Company despite the challenges faced during the year, has delivered on the expectations of our stakeholders, thus cementing our relationship with them. On behalf of the Board of Directors, I extend my appreciation to Mr. Neeraj Akhoury and Mr. Sridhar Balakrishnan for their leadership and our more than 6000 employees, especially our frontline workers, who went beyond their call of duty to keep our people safe and our business strong.

The year 2020 witnessed unprecedented disruptions in the lives and livelihoods of millions of people in India. India has managed the COVID-19 situation well. After significant GDP contraction in the April to June quarter, the nation witnessed a gradual, but strong recovery in its economy. The Government has announced robust measures to bring the economy back on growth trajectory. The outlook for fiscal 2021-22 is firmly positive with an estimated GDP

growth of around 11%. The Union Budget 2021 focuses on continued spending to stimulate growth as the economy tries to recover from the impact of COVID-19. The outlay for capital expenditure for Financial Year 2021-22 has been increased by 26% Year-on-Year with a specific emphasis on infrastructure.

The outlook for the cement sector in the financial year 2022 is expected to be robust, with growth estimated at more than 10% over the year before. Aggregate demand has been better in the retail and rural segments. The Government's impetus on low cost housing and infrastructure is expected to bolster cement demand in the coming quarters. Highways, metro rail projects and dedicated freight corridors are expected to see increased levels of activity with sharply higher budgetary allocations.

Health & Safety continues to be our foremost priority at ACC. Your Company aspires to conduct business with 'zero' harm to people and create a healthy and safe environment for its employees, contractors, communities, and customers. At the onset of the lockdown, ACC constituted its Business Resilience Team (BRT) which has been taking proactive steps to constantly monitor and assess the impact of the situation to ensure preparedness, thereby maintaining health and safety of its employees, business partners and communities.

Throughout the year, your Company took action in protecting its employees, communities and customers. Embracing technology, ACC was able to stay in close relations with its stakeholders through webinars, virtual on-site guidance and usage of its digital apps for business partners.

Your Company's core focus remained on 'Health, Cost and Cash'. Operations continued to pave the way for business continuity and resilience while adhering to strict health and safety protocols. ACC drove cost efficiencies and prudently optimised cash flows to conserve liquidity.

With the support from ACC's Corporate Social Responsibility arm - ACC TRUST, your Company was at the forefront in supporting communities in distress. Food and ration was procured and distributed to those in need. Supported by the network of Self Help Groups (SHG's), ACC TRUST stitched and distributed over 4 lakh cloth masks. By partnering with local government authorities, teams across plant locations carried out disinfection drives in communities. ACC's employees and associated volunteers on the ground spread awareness about the need for social distancing, personal hygiene and need to wear mask to avoid the spread of the virus. To support daily-wagers, migrant labourers and slum-dwellers stranded throughout the country during the lockdown, ACC supported three reputed NGOs.

Despite the challenges we faced during the year, ACC performed very well last year. Although, cement demand fell by an estimated 10-12% Year-on-Year in 2020 owing to the COVID-19 outbreak. ACC recorded 3% increase in EBITDA with margin expansion of 270 basis point. We reported net sales of Rs. 13,487 Crore and Profit After Tax of Rs. 1,430 Crore.

The year 2020 was challenging for the Ready Mix Concrete business, due to enforced lockdowns which brought construction activities temporarily to a standstill. But through proactive measures to curtail cost and new product launches, we witnessed good recovery in the RMX business.

ACC progressed very well on the implementation of its 4 strategic priorities: Performance, growth, innovation/ digitalisation and sustainability.

Regarding Performance: By driving cost management and operational efficiency programmes, we reported ~15% increase in EBITDA per ton of cement sold. We could ensure healthy cash flows due to rigorous working capital management. We implemented several initiatives relating to efficiencies and input cost levers across the value chain. By strong working capital actions, we generated additional cash. Through Parvat, which is an efficiency optimization programme initiated in 2019 to bring radical changes in the cost structure and to improve delivered cost, we reported total cost saving of more than Rs. 250 Crore.

We created a very strong cooperation between Ambuja Cements and ACC to leverage Scale to drive efficiencies:

- **A Unified management structure** to accelerate operational synergies in key areas of Supply Chain, Procurement and Digital has been implemented.
- **The Master Supply Agreement (“MSA”)** between Ambuja and ACC is the framework for Supply Chain integration and an important lever to become more cost efficient.
- **The India Procurement Organization** has been revamped for better efficiency.

Your Company continues to be a debt free company with sufficient cash reserves and a comfortable liquidity position to grow further.

Regarding Growth: We undertook capacity expansion initiatives to capitalise on the growing demand for cement consumption in the eastern and central regions. During the year, we completed and commissioned the new grinding unit at Sindri in the state of Jharkhand, which is one of the fastest CAPEX projects to be implemented despite the challenges posed due to COVID-19. The new facility will add 1.4 MTPA of cement capacity to its existing 3 MTPA unit at this site.

With cement demand projected to rise significantly in India, several development capex projects were kick started to increase clinker and cement capacities. The Greenfield project of 2.7 MTPA integrated cement plant with 1 MTPA grinding unit at Ametha in Kymore, Madhya Pradesh is on track. Expansion of existing grinding unit in Tikaria, Uttar Pradesh with a 1.6 MTPA cement capacity and a grinding unit in Shonebhadra district with a capacity of 2.2 MTPA. These projects will ensure that we have sufficient capacity to cater to a rising demand scenario.

Regarding Innovation: Your Company has launched several new products such as:

- “ECOPact”, the industry’s broadest range of green concrete for high-performing, sustainable and circular construction. ECOPact further enhances our sustainable products offerings for the construction industry. With our ECOPact products, we want to give our customers a choice to significantly reduce the carbon footprint of the entire building.
- “ACC Thermofillcrete”, a superior quality concrete that can dissipate heat and help lower the cost associated with excavation, backfilling and compaction.

- “ACC Suraksha NX Anti washout Concrete”, a high-performance anti-washout concrete, which enables customers to pour the concrete without worrying about the high-water table in their foundation.

We continued to drive the sale of revolutionary cement, ‘ACC GOLD WATER SHIELD’, which has been extremely well received in the cement market. As part of ACC’s aim to become the most innovative and sustainable building solutions company in India, we have diversified into creating new revenue lines beyond cement and concrete to categories like construction chemicals, dry mix products and admixtures for Ready Mix Concreting solutions.

ACC ADMIX, a concrete additive mixture range, was launched under the Company’s Solutions & Products vertical. ACC ADMIX range are new generation polymers which are designed to impart exceptional performance in concrete.

In precast, premium offerings, offerings such as ACC+ premium blocks and bricks, along with customised designer cover blocks, railway platform copings, colour bricks were developed and launched. We expanded the geographical footprint of construction chemicals, cement coat and dry mix range that were launched in 2019. The first ever Company owned Dry Mix Mortar plant was inaugurated in Damodar, West Bengal. The fully automated plant is equipped to manufacture superior quality dry mix products such as ready mix plasters, tile adhesives, block joining mortars, grouts and others.

We continue to collaborate with LafargeHolcim, the Parent Company for best in class testing processes for upgradation of local labs, new ideas on specially formulated application oriented innovative cement products and bringing global brands like **ECOPact, the Green Concrete**, to the Indian market. ECOPact has now been launched and has pan India presence, as I mentioned before.

Your Company has gone through **strong digital transformation** in 2020. It has increased focus on transforming business by leveraging IT and digital interventions.

To modernise and enhance our supply chain, we focused on digitalisation through the ‘**Plants of tomorrow**’ initiative. We implemented Technical Information Systems (TIS) that record minute-by-minute data from all key assets at the plants. Performance And Collaboration Tool (PACT), a cross platform dashboard/decision support system to view critical parameters from TIS data, collaborate and take actions on alerts, has also been implemented at all plants. We also piloted the use of Artificial Intelligence into predicting cement strength, fineness and predictive maintenance of critical equipments like Vertical Roller Mills (VRM). We continued to invest in digital assets to step up the level of automation in our operations.

We initiated an Artificial Intelligence -powered supply chain management platform ‘Blue Yonder’ to enable better predictability, prevent and resolve disruptions across business.

The extensive use of Transport Analytics Center (TAC) enabled real-time information dissemination and analytics to improve distribution safety, cost optimisation and operational efficiencies.

Your Company has also been focusing on enhancing the experience level of its customers through enhanced versions of 'Dealer Connect App', and 'Concrete Club App'. These platforms enable the Company to share its knowledge series initiatives, where experts from the industry share details and insights into various aspects of construction through webinars. Through these digital channels, ACC has stayed connected with its channel partners and influencers even during the lockdown.

Regarding Sustainability: At ACC, being a responsible and sustainable company forms the foundation of our business. We are committed to make a tangible difference in the areas of carbon footprint reduction, circular economy, protection of natural resources and welfare of our communities.

Our Parent LafargeHolcim has taken the most ambitious climate goals for 2030 validated by the Science-Based-Targets Initiative(SBTi) - these are intermediary goals. They are now working with SBTi to set the net zero goals for cement based on rigorous science - this work will be completed this year, enabling us to define our net zero roadmap beyond 2030. **Aligned with 'Net Zero' ambition 2030 of our parent LafargeHolcim**, we have taken several initiatives and increased focus on reduction of CO2 emissions in India. Today, we are very well at par with Global benchmarks. In year 2020, we are already one time water positive. Through several interventions across key impact areas of Sustainable Livelihoods, Quality Education and Water, Health & Hygiene and Sanitation, ACC touched 8.30 Lakh lives in 2020. We reduced our specific CO2 emissions to 493 kg/t of cementitious material in 2020, which is one of the best performances in India and compares very well with Global benchmarks. Our Sustainability Development 2030 plan aim to be reduce our CO2 emissions to 400 kg/t of cementitious material, reuse 30 million tonnes of waste, be 5 times water positive and positively impact the lives of 0.9 million beneficiaries.

Around 90% of our product portfolio comprises blended cements (PPC, PSC and Composite cements) which use fly ash and slag to replace clinker. We have modified the process of manufacturing PPC by using wet fly ash (pond ash), which is usually dumped and remains unutilized. We continued to reduce average clinker factor across the full range of our cement portfolio.

We consumed a large amount of waste derived resources and achieved an impressive Thermal Substitution Rate (TSR), helping us mitigate our carbon footprint. Our renewable energy portfolio generated noteworthy units of renewable energy in 2020. Our plan to set up Waste Heat Recovery System based power plants at Jamul, Chhattisgarh) and Kymore, Madhya Pradesh, are a right step towards achieving efficiencies, while reducing CO2 emission

Through the 'Geocycle' brand, ACC continues its efforts to provide safe waste management solutions. During the year, we safely co-processed 5.7 lakh tonnes of alternative fuels and raw materials in our cement manufacturing process, thereby conserving traditional fuels and raw materials.

During the year, your Company, utilised solid wastes like fly ash, slag to the tune of 5.33 million MT of fly ash and 2.82 million MT of slag, 4 lakh MT of synthetic gypsum, including phospho gypsum, thereby contributing to the cause of environment. Additionally, 1.6 lakh MT of waste derived resources comprising fly ash and slag were utilised in the RMX business.

Our Green Building Centres (GBC) initiative is a key programme that contributes to sustainable construction and supports local micro-entrepreneurs and small businesses to make and market affordable construction materials. All 187 GBCs have collectively helped in utilisation of 70,740 tonnes of fly ash, conservation of 1,53,271 tonnes of the Earth's natural topsoil and avoidance of 10,788 MT of CO2 emissions during the year. Further, through this initiative, 31,477 low-cost houses have been facilitated through GBC products.

In recognition of our Sustainable Development and Corporate Excellence outcomes, we received the Climate Action Programme CAP 2.0° orient award by CII. ACC Bargarh was adjudged as Excellent Energy Efficient Unit by CII and ACC Wadi won the award for 'Energy Efficient Unit'.

I am also very pleased to share with you that **ACC ranked 23rd among 'India's Coolest Workplaces' in Business Today's Annual Survey**. The ranking was based on four parameters: People Growth Initiative; Going beyond Business; Wellbeing Initiative; and Engagement & Connect. ACC scored high on growth & learning opportunities; hygiene & safety at work. Congratulations Team ACC!

Every member of our workforce played an important part in delivering the business objectives and goals in 2020. I thank all the employees of ACC for their contribution.

On behalf of ACC, I extend my appreciation to our customers, without whose support, we could not have achieved these results.

The Board had recommended a final dividend of Rs.14/- per equity share for the financial year 2020 which is subject to shareholders' approval at this Annual General Meeting. This will result in a total outflow of Rs. 262.90 crores for the Company.

Under Section 145 of the Companies Act, 2013, only qualifications, observations or comments mentioned in the Auditors Report which have an adverse effect on the functioning of the Company are required to be read out at the AGM. Members may please note that the Auditor's Report on Financial Statements of the Company for the year ended 31st December 2020 does not contain any qualifications, observations or comments. Therefore, in the interest of time, I request to take the same as read and Members may note that the same is open to inspection by any member of the Company.

I would like to thank all of you for your continued confidence in ACC.

I now hand over to Rajiv for the next part of the proceedings.

MR. RAJIV CHOUBEY

VOTING INSTRUCTIONS

1. In compliance with the Companies Act, 2013 and SEBI Listing Regulations read with MCA & SEBI Circulars, the Members are provided with the facility to cast their vote electronically, through the Remote E-voting services administered by K-Fintech, on all the resolutions set forth in this Notice.

2. Facility of E-voting is also provided to those Members, who are present in this annual general meeting, and have not casted their vote on the Resolutions through remote E-voting and are otherwise not barred from doing so, are requested to go to the voting page of K-Fintech and cast their vote while at the same time watch the proceedings of the meeting.
3. The Board of Directors has appointed Mr Atul Mehta, Partner, failing him, Ms Ashwini Inamdar, Partner, of M/s Mehta & Mehta, Practicing Company Secretaries as a Scrutiniser to scrutinise the votes cast at the meeting and through the remote E-voting in a fair and transparent manner.
4. Since the AGM is been conducted through Video Conference and the Resolution set forth in the Notice have already been put to vote through Remote E- voting, there will be no proposing and seconding of resolutions.
5. Thank you very much and I will hand over the meeting back to Chairman.

CHAIRMAN TO START Q&A SESSION

Thank you Rajiv. Now, I shall invite the Shareholders who have registered themselves as speakers to express their views/ask questions/ give suggestions:

Names to be taken one by one:

1. Chandravati Gattani
2. Gautam Tiwari
3. Rohit Parmar
4. Aspi Bhesania
5. Saket Kapoor/ Suyash Kapoor
6. Lekha Shah/ Satish Shah
7. Dinesh Bhatia
8. Shailesh Mahadevia
9. Santosh Saraf/ Bharati Saraf
10. Pranay Tayade
11. Ajay Bansal

With this we have received all the questions and the comments and observations from all the listed speaker shareholders. We will respond to the questions one by one.

The questions which remain unanswered during this AGM will be responded by the Company via e-mail.

With those words, I want to thank all the shareholders for taking this initiative to join this annual general meeting through video conferencing mode.

I want to thank all our directors who have participated in this meeting from India and overseas.

I now authorize Rajiv, Company Secretary to conduct the voting process and conclude the meeting.

The E-Voting process will remain open for next 15 minutes so as to enable those Members to cast their vote who have not casted vote through remote E-voting.

The results will be declared on or before April 09, 2021 and the same would be uploaded on the Stock Exchanges website, Kfintech website and also be posted on the Company's website.

With your consent, I and all other Board members would like to leave the meeting and wish all shareholders and their families a healthy and safe future.

MR. RAJIV CHOUBEY

Dear Shareholders, I would like to thank all the Shareholders, our Directors, our Chairman and my colleagues for your overwhelming support and participation in the meeting through Video Conferencing and making this event a successful one.

My best wishes to you and your families, Stay Safe.
