



CIN : L26942OR1985PLC001557

# SHIVA CEMENT LIMITED

P-25, CIVIL TOWNSHIP  
ROURKELA-769004  
ODISHA, INDIA

SCL/3008-45

Dated : 10<sup>th</sup> December 2014

Corporate Relationship Deptt.  
BOMBAY STOCK EXCHANGE LIMITED  
1<sup>st</sup> Floor, new Trading Ring  
Rotunda Building, P J Towers,  
Dalal Street, Fort,  
MUMBAI-400 001

The Secretary  
THE CALCUTTA STOCK EXCHANGE LTD  
7, Lyons Range,  
KOLKATA-700 001

## Sub : Outcome of 28<sup>th</sup> Annual General Meeting & Submission of Scrutinizer's Report


Dear Sir/Madam,

As per the provisions of the Companies Act, 2013 and the Listing Agreement, the Company had provided electronic voting facility to the members entitled to cast their vote for the 28<sup>th</sup> Annual General Meeting (AGM) held on 10<sup>th</sup> December 2014 at P-25, Civil Township, Rourkela-769 004 at 11.00 AM on the resolutions mentioned in the Notice of AGM. The results of the Voting on the aforesaid resolutions were declared by the Chairman at the AGM on the basis of the Scrutinizer's Report (enclosed) for the E-Voting as no poll was demanded at the AGM. The resolutions for the following Ordinary and Special business have been duly passed by requisite majority.

1. Adoption of Audited Financial Statements of the Company for the year ended March, 31, 2014 including the Audited Balance Sheet as at March, 31,2014, the Statement of profit & Loss for the year ended on that date and the report of the Director's and Auditor's thereon.
2. Re-appointment of retiring Director as Director of the Company.
3. Re-appointment of M/s Tibrewal Chand & Co., Chartered Accountants (Firm Registration No. 311047E) as Statutory Auditors of the Company.
4. Approval of borrowing limits of the Company pursuant to Section 180 (1) (c ) of the Companies Act, 2013.
5. Authority for creation of charge on the assets of the Company under Section 180(1) (a) of the Companies Act, 2013.
6. For Adoption of amendment in the Articles of Association of the Company.

Kindly take the same on record.

Thanking You,  
For SHIVA CEMENT LIMITED

  
(AKASH GUPTA)  
Director

Phone : (Off.) 0661-2400828, 2400168, 2400080, Fax : 0661-2400172

● Works : Village : Teleghana, P.O. : Biringatoli, Kutra, Dist. : Sundargarh, Odisha - 770018  
Phone : 06624-245005, E-mail id : corporate@shivacement.com



### Scrutinizer's Report

(Pursuant to rule Section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman of 28<sup>th</sup> Annual General Meeting of the members of.  
**SHIVA CEMENT LIMITED** (the Company) held on 10<sup>th</sup> December 2014 at P-25, Civil Township, Rourkela-769 004 Odisha

Dear Sir,

I Surya Narayan Tripathy, Chartered Accountant in Practice and Partner at Tripathy&Co., Chartered Accountants, have been appointed by the Board of Directors of **SHIVA CEMENT LIMITED** (the Company), as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the Resolution contained in the notice to the 28<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, to be held on 10<sup>th</sup> December 2014, at P-25, Civil Township, Rourkela-769 004 Odisha.

1. The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolution contained in the notice of 28<sup>th</sup> Annual General Meeting (AGM) of members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's Report for the "Votes cast in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.
2. Further to the above, I submit my Report as under :
  - (i) The e-voting period remained open from 4<sup>th</sup> December 2014 (9.00 A.M.) (IST) to 6<sup>th</sup> December 2014 (6.00 P.M.) (IST).
  - (ii) The member of the Company as on "Cut off" date i.e., 17/10/2014 were entitled to vote on the resolutions. (Item No. 1 to 6 as set out in the notice of 28<sup>th</sup> AGM of the Company).
  - (iii) The votes cast were unblocked on 09/12/2014 after completion of e-voting process in the presence of witnesses who are not in the employment of the Company.

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- (iv) Thereafter, the details containing inter alia, list of equity shareholders, who voted "for" and "against" each of the resolution that were put to vote, were generated from the e-voting website of CDSL i.e., [www.evotingindia.com](http://www.evotingindia.com) and based on such report generated, the results of the e-voting is as under :-

**Item No. 1 :-**

**Ordinary Resolution :** To consider and adopt the Audited financial Statements of the Company for the year ended March, 31 2014 including the Audited Balance Sheet as at March, 31, 2014 , the statement of Profit & loss for the year ended on that date and the report of the Director's and Auditor's thereon.

- (i)
- Voted in favour of the Resolution :**

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
19	87682182	100.00

- (ii)
- Voted against the Resolution :**

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
0	0	0

- (iii)
- Invalid Votes :**

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

**Item No. 2 :-**

**Ordinary Resolution :** For Re-appointment of Mr.Bimal Kumar Mangaraj (holding DIN 01326783) who retires by rotation and being eligible, offers himself for re-appointment.

- (i)
- Voted in favour of the Resolution :**

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
19	87682182	100.00

- (ii)
- Voted against the Resolution :**

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
0	0	0



## (iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

**Item No. 3 :-**

Ordinary Resolution : For Re-appointment of M/s. Tibrewal Chand & Co., Chartered Accountants, Rourkela as Statutory Auditors of the Company and to fix their remuneration.

## (i) Voted in favour of the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
19	87682182	100.00

## (ii) Voted against the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
0	0	0

## (iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

**Item No. 4 :-**

Special Resolution : For approval of borrowing limits of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013.

## (i) Voted in favour of the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
19	87682182	100.00

## (ii) Voted against the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
0	0	0



## (iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

**Item No. 5 :-**

**Special Resolution :** Authority for creation of charge on the assets of the Company under section 180(1)(a) of the Companies Act, 2013.

## (i) Voted in favour of the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
19	87682182	100.00

## (ii) Voted against the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
0	0	0

## (iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

**Item No. 6 :-**

**Ordinary Resolution :** for Adoption of amendment in the Articles of Association of the Company.

## (i) Voted in favour of the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
19	87682182	100.00

## (ii) Voted against the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
0	0	0



## (III) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

Thanking you,

Yours faithfully

Surya Narayan Tripathy  
 Practising chartered Accountant  
 Partner of :Tripathy & Co.,  
 Chartered Accountants  
 Membership No. 065470

Place : Bhubaneswar  
 Date : 09<sup>th</sup> December 2014



For TRIPATHY & CO.  
 Chartered Accountants  
  
 CA. S.N. TRIPATHY, FCA  
 Partner