



CIN : L26942OR1985PLC001557

SHIVA CEMENT LIMITED

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

SCL/3008-12

Dated : 28/11/2016

The Asst. General Manager
Department of Corporate Services
BOMBAY STOCK EXCHANGE LIMITED
25th Floor, P. J. Towers,
Dalal Street, Fort,
MUMBAI-400 001

Sub : Voting Results of 30th Annual General Meeting of Equity Shareholders

Dear Sir,

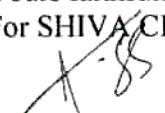
Pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, we are submitting herewith the details of the voting results on resolutions passed at the 30th Annual General Meeting of the Company in the prescribed format.

We further inform you that all resolutions placed at the 30th Annual General Meeting of the Company in terms of Notice dated 30th September, 2016 have been passed by the members of the Company with requisite majority. A copy of consolidated report of the Scrutinizer on remote e-voting and voting through Ballot paper at the AGM is also enclosed herewith.

Kindly take the same on record.

Thanking You,

Yours faithfully
For SHIVA CEMENT LIMITED


(Akash Gupta)
Director
DIN : 01326005

Encl : As above

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



CIN : L26942OR1985PLC001557

SHIVA CEMENT LIMITED

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

Disclosure of Voting results in terms of Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

SHIVA CEMENT LIMITED- 30th AGM Attended and Voting Summary

Format of Voting Results

Date of the AGM	11/25/2016
Total Number of Shareholders on record date	35985
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	11
Public	28
Total	39
No of shareholders attended the meeting through Video Conferencing	
Promoter & Promoter group	N.A.
Public	N.A.
Total	

SHIVA CEMENT LIMITED


DIRECTOR

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

● **Works** : Village : Telegghana, P.O. : Biringatoli, Kutra, Dist. : Sundargarh, Odisha - 770018

Phone : 06624-245005, E-mail id : corporate@shivacement.com

1. Ordinary Business			Adoption of Audited Financial Statements, Report of the Board of Directors and Auditors					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held [1]	No of votes polled [2]	% of votes polled on outstanding shares {3}=[(2)/(1)]*100	No. of Votes in Favour [4]	No. of Votes in against [5]	% of votes polled in favour on votes polled {6}=[(4)/(2)]*100	% of votes polled in against on votes polled {7}=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	69467792	69452052	99.977	69452052	0	100.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		69452052	99.977	69452052	0	100.000	NA
Public- Institutional holders	E-Voting	206083	0	0.000	0	0	0.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		0	0.000	0	0	0.000	NA
Public- Non Institution	E-Voting	117326125	11491970	9.795	11491970	0	100.000	
	Poll/Voting by Ballot		15923	0.014	15923	0	100.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		11507893	9.808	11507893	0	100.000	NA
Total		187000000	80959945	43.294	80959945	0	100.000	NA

2. Ordinary Business			To appoint director in place of Sri R P Gupta and Sri Akash Gupta who retires by rotation and being eligible, offer themselves for re- appointment.					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held [1]	No of votes polled [2]	% of votes polled on outstanding shares {3}=[(2)/(1)]*100	No. of Votes in Favour [4]	No. of Votes in against [5]	% of votes polled in favour on votes polled {6}=[(4)/(2)]*100	% of votes polled in against on votes polled {7}=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	69467792	69452052	99.977	69452052	0	100.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		69452052	99.977	69452052	0	100.000	NA
Public- Institutional holders	E-Voting	206083	0	0.000	0	0	0.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		0	0.000	0	0	0.000	NA
Public- Non Institution	E-Voting	117326125	11491970	9.795	11490470	1500	99.987	0.013
	Poll/Voting by Ballot		15923	0.014	15923	0	100.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		11507893	9.808	11506393	1500	99.987	0.013
Total		187000000	80959945	43.294	80958445	1500	99.998	0.002

SHIVA CEMENT LTD.

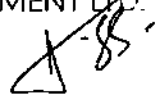


DIRECTOR

3. Ordinary Business			Appointment of M/s M K Thaberia & Associates, Chartered Accountants as Auditors.					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held [1]	No of votes polled [2]	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in Favour [4]	No. of Votes in against [5]	% of votes polled in favour on votes polled (6)=[(4)/(2)]*100	% of votes polled in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	69467792	69452052	99.977	69452052	0	100.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		69452052	99.977	69452052	0	100.000	NA
Public- Institutional holders	E-Voting	206083	0	0.000	0	0	0.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		0	0.000	0	0	0.000	NA
Public- Non Institution	E-Voting	117326125	11491970	9.795	11441270	400	99.559	0.441
	Poll/Voting by Ballot		15923	0.014	15923	0	100.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		11507893	9.808	11457193	400	99.559	0.441
Total		187000000	80959945	43.294	80909245	400	99.937	0.063

4. Special Business			Disclosure for Compliance with Regulation 73(1)(e) of SEBI (ICDR) Regulations with regard to Preferential issue of 80 Lakh Equity Share Warrants.					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held [1]	No of votes polled [2]	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in Favour [4]	No. of Votes in against [5]	% of votes polled in favour on votes polled (6)=[(4)/(2)]*100	% of votes polled in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	69467792	69452052	99.977	69452052	0	100.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		69452052	99.977	69452052	0	100.000	NA
Public- Institutional holders	E-Voting	206083	0	0.000	0	0	0.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		0	0.000	0	0	0.000	NA
Public- Non Institution	E-Voting	117326125	11491970	9.795	11491970	0	100.000	
	Poll/Voting by Ballot		15923	0.014	15923	0	100.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		11507893	9.808	11507893	0	100.000	NA
Total		187000000	80959945	43.294	80959945	0	100.000	NA

ARIVA CEMENT LTD.


DIRECTOR

5. Special Business			Approval for Borrowing Powers u/s 180(1)(c) of the Companies Act, 2013 upto Rs.400 Crores.					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held [1]	No of votes polled [2]	% of votes polled on outstanding shares [3]=([2]/[1])*100	No. of Votes in Favour [4]	No. of Votes in against [5]	% of votes polled in favour on votes polled [6]=([4]/[2])*100	% of votes polled in against on votes polled [7]=([5]/[2])*100
Promoter & Promoter Group	E-Voting	69467792	69452052	99.977	69452052	0	100.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		69452052	99.977	69452052	0	100.000	NA
Public-Institutional holders	E-Voting	206083	0	0.000	0	0	0.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		0	0.000	0	0	0.000	NA
Public- Non Institution	E-Voting	117326125	11491970	9.795	11490470	400	99.987	0.013
	Poll/Voting by Ballot		15923	0.014	15923	0	100.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		11507893	9.808	11506393	400	99.987	0.013
Total		187000000	80959945	43.294	80958445	400	99.998	0.002

6. Special Business			Re-appointment of Sri R P Gupta as Managing Director of the Company for a period of five years w.e.f. 01/04/2016 and his remuneration.					
Whether promoter/promoter group are interested in the agenda/resolution ?			None other than Mr. R P Gupta					
Category	Mode of Voting	No. of shares held [1]	No of votes polled [2]	% of votes polled on outstanding shares [3]=([2]/[1])*100	No. of Votes in Favour [4]	No. of Votes in against [5]	% of votes polled in favour on votes polled [6]=([4]/[2])*100	% of votes polled in against on votes polled [7]=([5]/[2])*100
Promoter & Promoter Group	E-Voting	69467792	69452052	99.977	69452052	0	100.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		69452052	99.977	69452052	0	100.000	NA
Public-Institutional holders	E-Voting	206083	0	0.000	0	0	0.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		0	0.000	0	0	0.000	NA
Public- Non Institution	E-Voting	117326125	11491970	9.795	11490470	1500	99.987	0.013
	Poll/Voting by Ballot		15923	0.014	15923	0	100.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		11507893	9.808	11506393	1500	99.987	0.013
Total		187000000	80959945	43.294	80958445	1500	99.998	0.002

SHIVA CEMENT LTD.


DIRECTOR

7. Special Business			Re-appointment of Sri Akash Gupta as Executive Director of the Company for a period of five years w.e.f. 01/10/2016 and his remuneration.					
Whether promoter/promoter group are interested in the agenda/resolution ?			None other than Mr. Akash Gupta					
Category	Mode of Voting	No. of shares held [1]	No of votes polled [2]	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in Favour [4]	No. of Votes in against [5]	% of votes polled in favour on votes polled (6)=[(4)/(2)]*100	% of votes polled in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	69467792	69452052	99.977	69452052	0	100.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		69452052	99.977	69452052	0	100.000	NA
Public- Institutional holders	E-Voting	206083	0	0.000	0	0	0.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		0	0.000	0	0	0.000	NA
Public- Non Institution	E-Voting	117326125	11491970	9.795	11440170	51800	99.549	0.451
	Poll/Voting by Ballot		15923	0.014	15923	0	100.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		11507893	9.808	11456093	51800	99.550	0.450
Total		187000000	80959945	43.294	80908145	51800	99.936	0.064

SHIVA CEMENT LTD

(Signature)
DIRECTOR



Scrutinizer's Report

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

To,
The Chairman of 30th Annual General Meeting of the members of
SHIVA CEMENT LIMITED held on 25th November 2016 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, Bhubaneswar 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 voting through physical ballot and ascertaining the requisite majority on 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 as amended on the Resolution contained in the notice to the 30th Annual General Meeting (AGM) of the members of the Company, to be held on 25th November 2016, 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 and voting through physical ballot process on the Resolution contained in the notice of 30th Annual General Meeting (AGM) of members of the Company. My responsibility as a Scrutinizer for the e-voting process and voting through physical ballots 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 NSDL and of voting through physical ballots by the authorized agency engaged by the Company to provide remote e-voting/physical ballot facilities.
2. I submit my Report as under :
 - a. The remote e-voting period remained open from 22nd November 2016 (9.00 A.M.) (IST) to 24th November 2016 (5.00 P.M.) (IST).
 - b. The member of the Company as on "Cut off" date i.e., 18/11/2016 were entitled to vote on the resolutions. (as set out in the notice of 30th AGM of the Company).
 - c. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.

Contd...P/2





- d. The votes cast were unblocked on 26/11/2016 at around 04.30 PM after completion of Annual General Meeting in the presence of witnesses who are not in the employment of the Company.
- e. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
- f. 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 NSDL i.e., www.evotingnsdl.com (EVEN : 105474) and votes casted through physical ballot papers distributed at the AGM venue are as under :-

ORDINARY BUSINESS**Resolution No. 1 :-**

To receive, consider and adopt the Audited Financial Statements for the year ended on March 31, 2016 together with the report of Director's and Auditor's thereon.

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

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	38	80944022	
Voting by ballot	1	15923	
Total	39	80959945	100.00%

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

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	--	--	
Voting by ballot	--	--	
Total	--	--	--

(iii) **Invalid Votes :**

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

Resolution No. 2 :-

To appoint director in place of Sri R P Gupta (DIN : 01325989) and Sri Akash Gupta (DIN : 01326005) who retires by rotation and being eligible, offers themselves for re-appointment.

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

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	36	80942522	
Voting by ballot	1	15923	
Total	37	80958445	99.99%

Contd...P/3





(ii) Voted against the Resolution :

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	2	1500	
Voting by ballot	--	--	
Total	2	1500	0.01%

(iii) Invalid Votes :

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

Resolution No. 3 :-

To appoint M/s M K Thaberia & Associates., Chartered Accountants (FRN : 321180E) as Statutory Auditors of the Company and to fix their remuneration.

(i) Voted in favour of the Resolution :

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	36	80893322	
Voting by ballot	1	15923	
Total	37	80909245	99.94%

(ii) Voted against the Resolution :

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	1	400	
Voting by ballot	--	--	
Total	1	400	0.01%

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
1	50300

SPECIAL BUSINESS**Resolution No. 4 :-**

Disclosure for compliance with Regulation 73(1) (e) of SEBI (ICDR) Regulations, and ratification of the resolution earlier approved by the shareholders with regard to Preferential Issue of 80,00,000 Equity Share Warrants of Rs.2/- each at a premium of Rs.4.20 per warrant to person other than promoters convertible into Equity Shares of Rs.2/- each at a premium of Rs.4.20 per share.



Contd...P/4



(i) Voted in favour of the Resolution :

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	38	80944022	
Voting by ballot	1	15923	
Total	39	80959945	100.00%

(ii) Voted against the Resolution :

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	--	--	
Voting by ballot	--	--	
Total	--	--	--

(iii) Invalid Votes :

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

Resolution No. 5 :-

Approval for Borrowing Powers u/s 180(1)(c) of the Companies Act, 2013 upto Rs.400 Crores (Rupees Four Hundred Crores) over and above the aggregate of the paid up share capital and free reserves of the Company.

(i) Voted in favour of the Resolution :

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	36	80942522	
Voting by ballot	1	15923	
Total	37	80958445	99.99%

(ii) Voted against the Resolution :

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	1	400	
Voting by ballot	--	--	
Total	1	400	0.01%

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
1	1100



Contd...P/5

**Resolution No. 6 :-**

Re-appointment of Sri R P Gupta as Managing Director of the Company for a period of five years w. e. f. 01/04/2016 and his remuneration.

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

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	36	80942522	
Voting by ballot	1	15923	
Total	37	80958445	99.99%

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

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	2	1500	
Voting by ballot	--	--	
Total	2	1500	0.01%

(iii) **Invalid Votes :**

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

Resolution No. 7 :-

Re-appointment of Sri Akash Gupta as Executive Director of the Company for a period of five years w. e. f. 01/10/2016 and his remuneration.

(iv) **Voted in favour of the Resolution :**

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	35	80892222	
Voting by ballot	1	15923	
Total	36	80908145	99.94%

(v) **Voted against the Resolution :**

Mode of voting	Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
Remote e-voting	3	51800	
Voting by ballot	--	--	
Total	3	51800	0.06%

Invalid Votes :

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



Contd...P/6



3. All the resolutions proposed hereinabove have been passed with requisite majority.
4. The physical ballot forms, register, all other papers and relevant records relating to electronic voting and voting by ballot shall remain in our safe custody until the chairman considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Executive Director as authorised by the Board of Directors for safe keeping.

Thanking you,
Yours faithfully

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



Place : Bhubaneswar
Date :28th November 2016