

CIN L26942OR1985PLC001557

To,  
**BSE Ltd.**  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building, P/Towers,  
Dalal Street, Fort,  
Mumbai - 400 001  
**corp.relations@bseindia.com**  
Scrip Code - 532323

Dear Sir / Madam

**Sub: Outcome, Proceedings & Declaration of voting results of 36<sup>th</sup> Annual General Meeting held on 12<sup>th</sup> September, 2022**

**Ref: Regulation 30 & 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations).**

In furtherance to our intimation dated August 19, 2022, the 36<sup>th</sup> AGM of the Company was held on September 12, 2022. Mr. Rajendra Prasad Gupta, was appointed as Chairman for the Meeting, through an insta-poll e-voting which was passed by majority. Thereafter the business mentioned in the Notice dated August 19, 2022 for convening the 36<sup>th</sup> AGM of the Company were transacted and passed with requisite majority.

In this regard, please find enclosed the following;

1. Proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - I**;
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - II**;
3. Report of the Scrutinizer dated September 12, 2022 by Mr. Sunil Agarwal, Proprietor of Sunil Agarwal & Co., Company Secretaries, pursuant to Section 108 read with Section 104 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014, with respect to the instapoll e-voting being conducted for appointment of Mr. Rajendra Prasad Gupta as Chairman for the Meeting, as **Annexure - III**;
4. Report of the Scrutinizer dated September 12, 2022 by Mr. Sunil Agarwal, Proprietor of Sunil Agarwal & Co., Company Secretaries, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014, with respect to the business transacted as mentioned in the Notice dated August 19, 2022 for convening the 36<sup>th</sup> AGM of the Company, as **Annexure - IV**;
5. Copy of the Annual Report for the financial year 2021-22 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, forms part of the annual report, is available for download from the website of the Company under following link: <https://www.shivacement.com>.

You are requested to take the same on record and acknowledge receipt of the same.

Thanking You,

Yours Faithfully  
**For Shiva Cement Limited**



**Sneha Bindra**  
**Company Secretary**  
Encl: As above  
Date: 12.09.2022

**Summary of the proceedings of the 36<sup>th</sup> Annual General Meeting of Shiva Cement Limited held on Monday, September 12, 2022.**

The 36<sup>th</sup> Annual General Meeting ('AGM') of the Members of the Company was held today i.e. Monday, September 12, 2022, at 12.00 p.m. via video conferencing and other audio-visual means ('VC' /'OAVM').

<b>Directors and Company Secretary in Attendance :-</b>	<b>Designation</b>
Mr. Rajendra Prasad Gupta joined over VC from Rourkela	Non-Executive Director
Mr. Manoj Kumar Rustagi joined over VC from Conference Room, Mumbai	Whole-time Director
Mr. Narinder Singh Kahlon joined over VC from Conference Room, Mumbai	Non-Executive Director
Mr. Jagdish Toshniwal joined over VC from Udaipur	Non-Executive, Independent Director
Mr. B.K. Mangaraj joined over VC from Bhubaneswar	Non-Executive, Independent Director
Ms. Sudeshna Banerjee joined over VC from Kolkata	Non-Executive, Independent Director
Mr. Girish Menon joined over VC from Conference Room, Mumbai	Chief Financial Officer
Ms. Sneha Bindra joined over VC from Conference Room, Mumbai	Company Secretary

<b>Other Representatives in Attendance :-</b>	<b>Designation</b>
Mr. Heneel Patel Representative of M/s. Shah Gupta & Co., joined over VC from Mumbai	Statutory Auditor
Mr. Sunil Agrawal, joined over VC from Mumbai	Secretarial Auditor / Scrutinizer

The Company Secretary welcomed all the Members present through VC. He informed the members that in compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI') the Annual General Meeting ('the Meeting') was being held through VC / OA VM, without the physical presence of the Members at a common venue and the Company had taken all requisite steps to enable Members to participate and vote on the items being considered at the AGM. The Members were informed about some basic instructions with respect to the participation at the AGM through VC.

Mr. Rajendra Prasad Gupta was appointed as the Chairman for the Annual General Meeting, through an insta-poll evoting, which was passed by majority and thereafter he presided over the Meeting.

The Chairman welcomed the Members, the requisite quorum being present, Chairman called the meeting in order. He then requested introduced each Director of the Company attending the Meeting through VC. Further, it was informed to Members about the presence of representative of Statutory Auditors & Scrutinizer & Secretarial Auditor.

Total 34 members (including authorized representatives) attended the Meeting as per the records of attendance. It was further informed that pursuant to MCA and SEBI Circulars the facility to appoint proxy to attend and cast vote on behalf of the Members was not available.

The Members were apprised about the availability of all the requisite statutory registers and other relevant documents as referred in the notice and the explanatory statement at the registered office of the Company.

With the permission of the Members, the Chairman took the notice as read.

The Chairman then delivered his formal address / speech wherein he gave an overview of the financial performance of the Company for the financial year ended March 31, 2022 and its future outlook. The Chairman apprised that the Auditors' Report does not have any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company.

The Chairman proceeded towards the agenda items as per the Notice and on invitation, several Members addressed the Meeting, gave suggestions and raised queries on the Company's Financial Statements and business, which were replied to by the Chairman to their satisfaction.

The Chairman stated that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company had provided remote e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced on Friday, September 9, 2022 at 09.00 a.m. IST and ended on Sunday, September 11, 2022 at 05.00 p.m. IST. The Chairman apprised the Members about the availability of e-voting system during the AGM for those present at the AGM and who have not cast their votes through remote e-voting. The Chairman informed that the e-voting window shall close with the conclusion of the AGM.

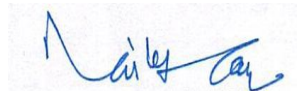
The e-voting on the resolutions was conducted through remote e-voting and e-voting during the AGM. Mr. Sunil Agarwal, Practicing Company Secretary, Proprietor of M/s. Sunil Agarwal & Co. was appointed as the Scrutinizer by the Board for scrutinizing the remote e-voting process and voting at the AGM.

It was announced that the consolidated results as per the format prescribed under Regulation 44(3) of the Listing Regulations shall be declared within 48 hours of the conclusion of AGM, on receipt of the Scrutinizer's report and shall be placed on the website of the Company [www.shivacement.com](http://www.shivacement.com) and on the website of NSDL and shall simultaneously be communicated to the Stock Exchange within the prescribed time permitted by law.

The following items of business, as per the Notice of 36<sup>th</sup> AGM, were transacted at the meeting:

No.	Resolutions	Type of Resolutions
<b>Ordinary Business</b>		
1	To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2	To appoint director in place of Mr. Narinder Singh Kahlon (DIN :03578016) , who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3	To re-appoint M/s. Shah Gupta & Co., Chartered Accountants, Mumbai, Firm Registration No. 109574W, as Statutory Auditors of the Company for a second term of 5 (five) consecutive years, to hold office from the conclusion of this 36 <sup>th</sup> Annual General Meeting until the conclusion of the 41 <sup>st</sup> Annual General Meeting of the Company, on such remuneration as may be fixed by the Board of Directors of the Company	Ordinary
<b>Special Business</b>		
4	Inter-corporate Loan from JSW Cement Limited	Ordinary

The meeting was concluded with a vote of thanks to the members present at the Meeting.



Rajendra Prasad Gupta  
Chairman of 36<sup>th</sup> Annual General Meeting  
Date: 12<sup>th</sup> September 2022

Name of Company	Shiva Cement Limited
Date of AGM	12.09.2022
Total No. of shareholders as on record date	49,274
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	33

Resolution No. 1.		Adoption of the Audited Financial Statements of the Company for the year ended March 31, 2022 together with the report of Directors' and Auditors' Report thereon									
Resolution Required (ordinary/special)		Ordinary									
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 – against (5)	% of Votes in favour polled (6)=[(4)/(2)]*100	% of Votes against polled (7)=[(5)/(2)]*100	Invalid Votes	Abstained	Votes
Promoter and Promoter Group	E-voting	116191750	115666750	99.5481	115666750	0	100.0000	0.0000	0	0	0
	Poll		0	0.0000	0	0	0	0	0	0	0
	Postal ballot (if applicable)		0	0.0000	0	0	0	0	0	0	0
	<b>Total</b>		<b>116191750</b>	<b>115666750</b>	<b>99.5738</b>	<b>115666750</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public Institutions	E-voting	206083	0	0.0000	0	0	0	0	0	0	0
	Poll		0	0.0000	0	0	0	0	0	0	0
	Postal ballot (if applicable)		0	0.0000	0	0	0	0	0	0	0
	<b>Total</b>		<b>206083</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-Institutions	E-voting	78602167	704597	0.9180	704397	200	99.9716	0.0350	0	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	0
	Postal ballot (if applicable)		0	0.0000	0	0	0	0	0	0	0
	<b>Total</b>		<b>195000000</b>	<b>11,63,71,347</b>	<b>59.6776</b>	<b>11,63,71,147</b>	<b>200</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0</b>	<b>0</b>



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Total No. of shareholders as on record date	49,274
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	1
Promoters and Promoter Group:	1
Public:	33

Resolution No. 2		Appointment of Mr. Narinder Singh Kahlon who retires by rotation and offers himself for re-appointment									
Resolution required (ordinary/special)		Ordinary									
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 Polled outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes – against (5)	% of favour polled (6)=[(4)/(2)]*100	% of against polled (7)=[(5)/(2)]*100	Votes invalid	Votes abstained	
Promoter and Promoter Group	E-voting		0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll	116191750	0	0.0000	0	0	0	0	0	0	
	Postal ballot (if applicable)		0	0.0000	0	0	0	0	0	0	
	<b>Total</b>	<b>116191750</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public Institutions	E-voting		0	0.0000	0	0	0	0	0	0	
	Poll	206083	0	0.0000	0	0	0	0	0	0	
	Postal ballot (if applicable)		0	0.0000	0	0	0	0	0	0	
	<b>Total</b>	<b>206083</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public Non-Institutions	E-voting		6,53,297	0.83114	6,50,547	2,750	99.5790	0.4209	0	0	
	Poll	78602167	0	0	0	0	0	0.0000	0	0	
	Postal ballot (if applicable)		0	0.0000	0	0	0	0	0	0	
	<b>Total</b>	<b>195000000</b>	<b>653297</b>	<b>0.3350</b>	<b>6,50,547</b>	<b>2,750</b>	<b>99.5790</b>	<b>0.4209</b>	<b>0</b>	<b>0</b>	



Name of Company	Shiva Cement Limited
Date of AGM	12.09.2022
Total No. of shareholders as on record date	49,274
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	33

Resolution No. 1.		Re-appointment of the Statutory Auditor									
Resolution Required (ordinary/special)		Ordinary									
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 - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes invalid	Votes Abstained	
Promoter and Promoter Group	E-voting		115666750	99.5481	115666750	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0	0	0	0	
	Postal ballot (if applicable)	116191750	0	0.0000	0	0	0	0	0	0	
	<b>Total</b>		<b>115666750</b>	<b>99.5481</b>	<b>115666750</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public Institutions	E-voting		0	0.0000	0	0	0	0	0	0	
	Poll	206083	0	0.0000	0	0	0	0	0	0	
	Postal ballot (if applicable)	206083	0	0.0000	0	0	0	0	0	0	
	<b>Total</b>		<b>206083</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public Non-Institutions	E-voting		705797	0.8979	703597	2200	99.6882	0.3117	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal ballot (if applicable)	78602167	0	0.0000	0	0	0	0	0	0	
	<b>Total</b>		<b>116372547</b>	<b>59.6782</b>	<b>116370347</b>	<b>2200</b>	<b>99.9999</b>	<b>0.3117</b>	<b>0</b>	<b>0</b>	
		<b>195000000</b>									



Name of Company	Shiva Cement Limited
Date of AGM	12.09.2022
Total No. of shareholders as on record date	49,274
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	33

Resolution No. 1.		Inter-corporate Loan from JSW Cement Limited									
Resolution Required (ordinary/special)		Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes									
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 against (5)	% of Votes in favour polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes invalid	Votes abstained	
Promoter and Promoter Group	E-voting		0	0.0000	0	0	0.0000	0.0000	0	116191750	
	Poll	116191750	0	0.0000	0	0	0	0	0	0	
	Postal ballot (if applicable)		0	0.0000	0	0	0	0	0	0	
	<b>Total</b>	<b>116191750</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>116191750</b>	
Public Institutions	E-voting		0	0.0000	0	0	0	0	0	0	
	Poll	206083	0	0.0000	0	0	0	0	0	0	
	Postal ballot (if applicable)		0	0.0000	0	0	0	0	0	0	
	<b>Total</b>	<b>206083</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public Non-Institutions	E-voting		652647	0.8303	649947	2700	99.5863	0.4136	0	0	
	Poll	78602167	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal ballot (if applicable)		0	0.0000	0	0	0	0	0	0	
	<b>Total</b>	<b>195000000</b>	<b>652647</b>	<b>0.3346</b>	<b>649947</b>	<b>2700</b>	<b>99.5863</b>	<b>0.4136</b>	<b>0</b>	<b>116191750</b>	



**Office :** 124-125, Ostwal Ornate, "A" Wing,  
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Bhayandar (East), Mumbai - 401 105.  
**Mobile :** +91 9920715299 / 8779956763

**Email :** sunilcs\_mumbai@rediffmail.com  
agarwalcs\_mumbai@yahoo.co.in  
**Web :** www.cssunilagarwal.in



To,  
**The Chairman / Whole-Time Director, CEO & CFO,  
SHIVA CEMENT LIMITED  
Telighana, PO: Birangatoli,  
Tehsil-Kutra, District-Sundargarh  
Sundargarh Oddisa 770018**

Dear Sir,

**Sub: Scrutinizer's Report on Instapoll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Rules, 2015, for Appointment of Chairman of the 36<sup>th</sup> Annual General Meeting of Shiva Cement Limited held on Monday, September 12, 2022 at 12.00 Noon through video conferencing ('VC')/ other audio visual means ('OAVM')**

I, Sunil Agarwal, Proprietor of Sunil Agarwal & Co., Company Secretaries, have been appointed by the Board of Directors of **SHIVA CEMENT LIMITED ("Company")** as Scrutinizer for the purpose of:

- i. Scrutinizing the instapoll process in terms of the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time ("**Rules**") for the resolution for appointment of Chairman for 36<sup>th</sup> Annual General Meeting in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to instapoll e-voting on the resolution for appointment of the Chairman of the Meeting. My responsibility as a Scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour" "against" or remain "abstain / invalid", if any, on the resolution, based on the reports generated from the e-voting system provided by NSDL (National Securities Depository Limited) , authorised agency to provide instapoll platform at the AGM through VC/OAVM.

I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect.





Ordinary Resolution, to appoint Mr. Rajendra Prasad Gupta, Director (DIN 01325989) as chairman of 36<sup>th</sup> Annual General Meeting.

	Instapoll e-Voting at the AGM		% of total valid votes cast
	No. of members voted	Number of votes cast by them	
Voted in Favour	<b>13</b>	<b>11,58,50,590</b>	100
Voted Against	0	0	0
Invalid	0	0	0
Abstain	0	0	
<b>Total</b>	<b>13</b>	<b>11,58,50,590</b>	<b>100</b>

Based on the aforesaid results, Ordinary Resolution has been passed with requisite majority

Thanking You,  
Yours faithfully,  
For Sunil Agarwal & Co.  
Company Secretaries



**FCS Sunil Agarwal**  
**Practicing Company Secretary**  
**FCS 8706**  
**C.P. No. 3286**  
**Date: September 12, 2022**  
**Place: Mumbai**  
**UDIN No.: F008706D000957161**  
**Peer Review No.: 788/2020**

Office : 124-125, Ostwal Ornate, "A" Wing,  
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Mobile : +91 9920715299 / 8779956763

Email : sunilcs\_mumbai@rediffmail.com  
agarwalcs\_mumbai@yahoo.co.in  
Web : www.cssunilagarwal.in



## CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014 as amended from time to time]

To,  
The Chairman of the 36<sup>th</sup> Annual General Meeting,  
**SHIVA CEMENT LIMITED**  
village Telighana,  
PO: Birangatoli, Tehsil-Kutra,  
District- Sundargarh  
Odisha- 770018

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e--voting at the Thirty - sixth Annual General Meeting (AGM), through Insta Poll (e-voting) of the members of Shiva Cement Limited pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies [Management and Administration] Rules, 2014 read with MCA General Circular No. 14/2020 dated April 08, 2020, MCA General Circular No, 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 05, 2020, MCA General Circular No. 02/2021 dated January 13, 2021 and MCA General Circular no. 02/2022 dated May 05, 2022 (MCA Circulars') read with SEBI Circular number SEBI/HO/CFD/CMD/CIR/P/2020/79 dated May 12, 2020, read with SEBI Circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HQ/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022('SEBI Circular's') held on 12<sup>th</sup> September 2022 at 12.00 Noon. through Video Conferencing (VC} / Other Audio Visual Means

I, Sunil Agarwal, Proprietor of Sunil Agarwal & Co., Company Secretaries, have been appointed by the Board of Directors of Shiva Cement Limited ("Company") as Scrutinizer for the purpose of:

- i. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time ("Rules"), and
- ii. E-voting by Shareholders at the 36<sup>th</sup> Annual General Meeting held on Monday, September 12, 2022 ("AGM") at 12.00 Noon through VC/OAVM.

in a fair and transparent manner for the resolution(s) as contained in the Notice convening AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect.



The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to remote e-voting on the resolution(s) contained in the Notice convening AGM of the members of the Company and at the meeting. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" "against" or remain "abstain / invalid", if any, on the resolution(s) contained in the Notice convening AGM, based on the reports generated from the e-voting system provided by NSDL, authorised agency to provide remote e-voting platform and based on the voting conducted at the AGM through VC/OAVM.

**DISPATCH OF NOTICE CONVENING THE MEETING:**

The Notice dated 19<sup>th</sup> August, 2022 convening the 36<sup>th</sup> AGM of the Company along with statement setting out material facts under Section 102 of the Act, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circulars and SEBI Circulars.

**CUT-OFF DATE:**

The Voting rights were reckoned as on Monday, September 5, 2022, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting at the Meeting.

**REMOTE E-VOTING:**

The Company has availed services of NSDL as the agency for providing the remote e-voting platform.

The remote e-voting period was kept open for three days which commenced on Friday, September 09, 2022 at 9:00 a.m. IST and concluded on Sunday, July 11, 2022 at 5:00 p.m. IST on <https://www.evoting.nsdl.com/> and the same was blocked thereafter.

**VOTING AT THE AGM:**

The Company has provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier.

As prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2015, as amended from time to time, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access, after the closure of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through



remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

Accordingly, NSDL, the e-voting agency provided us with the names, DP ID / folio numbers and shareholding of the members who had cast their votes through remote e-voting.

#### COUNTING PROCESS:

- **At the AGM through VC/OAVM**

After the closure of e-voting at the AGM, the report on voting done at AGM were unblocked and counted

- **Remote E-voting**

The remote e-voting results on the NSDL e-voting platform were unblocked and downloaded on Monday, September 12, 2022 after the AGM.

#### RESULTS:

The details containing *interalia*, list of Equity Shareholders, who voted "for", "against" or "abstain / invalid", if any on each of the resolution(s) that were put to vote, were generated from the e-voting website of NSDL. Considering the report from NSDL on remote e-voting and e-voting done at the AGM, the consolidated result with respect to each item on the agenda as set out in the Notice of the 36<sup>th</sup> AGM is enclosed.

I further report that:

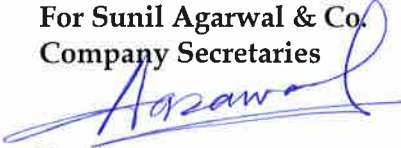
- a) In terms of the provision of Regulation 23 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), in respect of the Material Related Party Transactions at item no. 4 forming part of the Notice of the 36<sup>st</sup> AGM of the Company, the related parties i.e. "Promoter & Promoter Group" were required to remain abstain from voting on such resolution and such related parties did not vote on the item no. 4.
- b) Based on the aforesaid results of the Ordinary Resolutions as contained in item no. 1 to 4 of the Notice, have been passed with requisite majority.



**RECOMMENDATION**

All the resolution(s) having secured requisite majority of votes, the respective resolution(s) may be considered to have been passed. The Chairman may accordingly declare result of voting.

For Sunil Agarwal & Co.  
Company Secretaries



**Sunil Agarwal**

**Proprietor**

**FCS 8706**

**CP. No. 3286**

**Place: Mumbai**

**Date: September 12, 2022**

**UDIN No.: F008706D000957170**

**Peer Review Unit No. 788/2020**

## CONSOLIDATED RESULTS

### Item No. 1.

Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and the Auditors thereon.

Particulars	Number of Votes Contained in				Total	% of total valid votes cast
	Remote e - voting members voted	Number of votes cast by them	Remote e-Voting at the AGM members voted	Number of votes cast by them		
Voted in Favour	105	11,63,71,147	0	0	105	100.00
Voted Against	1	200	0	0	1	0.00
Invalid	0	0	0	0	0	0
Abstain	0	0	0	0	0	0o
<b>Total</b>	<b>106</b>	<b>11,63,71,347</b>	<b>0</b>	<b>0</b>	<b>106</b>	<b>100.00</b>

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority



**Item No. 2.**

**Ordinary Resolution:** To appoint a Director in place of Mr. Narinder Singh Kahlon (DIN :03578016)), who retires from office by rotation and being eligible, offers himself for re-appointment.

Particulars	Number of Votes Contained in				Total		% of total valid votes cast
	Remote e - voting members voted	Number of votes cast by them	Remote e-Voting at the AGM members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	101	6,50,547	0	0	101	6,50,547	99.58
Voted Against	3	2,750	0	0	3	2,750	0.42
Invalid	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	<b>104</b>	<b>6,53,297</b>	<b>0</b>	<b>0</b>	<b>104</b>	<b>6,53,297</b>	<b>100.00</b>

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed with requisite majority.



Item No. 3.

Ordinary Resolution: To re-appoint M/s. Shah Gupta & Co., Chartered Accountants (Firm Registration No.109574W), as Statutory Auditors of the Company for a second term of 5 (five) consecutive years, to hold office from the conclusion of this 36<sup>th</sup> Annual General Meeting until the conclusion of the 41<sup>st</sup> Annual General Meeting of the Company, on such remuneration as may be fixed by the Board of Directors of the Company

Particulars	Number of Votes Contained in				% of total valid votes cast
	Remote e - voting members voted	Number of votes cast by them	Remote e-Voting at the AGM members voted	Number of votes cast by them	
Voted in Favour	105	11,63,70,347	0	0	99.99
Voted Against	2	2200	0	0	0.01
Invalid	0	0	0	0	0
Abstain	0	0	0	0	0
<b>Total</b>	<b>107</b>	<b>11,63,72,547</b>	<b>0</b>	<b>0</b>	<b>100.00</b>

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed with requisite majority.





Item No. 4.

Ordinary Resolution: Approval to Inter corporate loans from JSW Cement Limited.

Particulars	Remote e - voting		Number of Votes Contained in		Total		% of total valid votes cast
	No. of members voted	Number of votes cast by them	Remote e-Voting at the AGM No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	100	6,49,947	0	0	100	6,49,947	99.59
Voted Against	2	2,700	0	0	2	2,700	0.41
Invalid	0	0	0	0	0	0	0
Abstain	2	11,61,91,750	0	0	2	11,61,91,750	0
Total	104	11,68,44,397	0	0	104	11,68,44,397	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item No. 4 has been passed with requisite majority.

For Sunil Agarwal & Co.  
Company Secretaries



Sunil Agarwal  
Proprietor

FCS 8706

CP. No. 3286

Place: Mumbai

Date: September 12, 2022

UDIN No.: F008706DD000957170

Peer Review Unit No. 788/2020

Peer Review No.:788/2020

