



SHIVA

A SUBSIDIARY OF



JSW Cement

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

**Sub: Voting Results of the Postal Ballot and Scrutinizer's Report**

**Ref: Regulation 30 and 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations').**

Dear Sir/Madam,

Further to our letter dated 15<sup>th</sup> December, 2022 and pursuant to Regulation 30 read with Para A(13) of Part A of Schedule III and Regulation 44(3) of the Listing Regulations, we hereby inform you that as per the count of the valid votes cast by remote e-voting through the postal ballot process, the special resolution for the appointment of Mr. Sanjay Sharma (DIN-02692742) as an Independent Director of the Company for a second term of 5 years with effect from 21<sup>st</sup> October, 2022, has been passed by the Members with requisite majority on 16<sup>th</sup> January, 2023, being the last date of voting.

Pursuant to Regulation 44(3) of the Listing Regulations, the details of the voting result are attached herewith in the prescribed format alongwith a copy of the Scrutinizers' Report dated 17<sup>th</sup> January, 2023.

The voting result, along with the Scrutinizer's Report, is also available on the website of the Company.

You are kindly requested to take note of the above.

Thanking You,

Yours Faithfully

**For Shiva Cement Limited**



**Sneha Bindra**  
**Company Secretary**

Encl: As above

Date: 18.01.2023



SHIVA CEMENT LIMITED

CIN L26942OR1985PLC001557

Registered Office address- Village Telighana, PO: Birangatoli, Tehsil-Kutra, District- Sundargarh, Odisha- 770018.

E-mail-id: corporate@shivacement.com | Phone (Off.): 8926964242 | Website: www.shivacement.com

Name of Company	Shiva Cement Limited
Date of the AGM/EGM Postal Ballot Notice	21 <sup>st</sup> October, 2022
Remote E-voting Period:	
Start Date:	17 <sup>th</sup> December, 2022
End Date:	16 <sup>th</sup> January, 2023
Total No. of shareholders as on record date	48,761
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	

Resolution Required (ordinary/special)			Special- Appointment of Mr. Sanjay Sharma (DIN-02692742) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	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
Promoter and Promoter Group	E-voting	116191750	115666750	99.5481	115666750	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>116191750</b>	<b>115666750</b>	<b>99.5481</b>	<b>115666750</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-voting	5775	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>5775</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non-Institutions	E-voting	78802475	372740	0.4730	367928	4812	98.7090	1.2910
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0
	<b>Total</b>		<b>78802475</b>	<b>372740</b>	<b>0.4730</b>	<b>367928</b>	<b>4812</b>	<b>98.7090</b>
<b>Grand Total</b>		<b>195000000</b>	<b>116039490</b>	<b>59.5074</b>	<b>116034678</b>	<b>4812</b>	<b>99.9959</b>	<b>0.0041</b>




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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



**SUNIL AGARWAL & Co.**

Company Secretaries

## 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 / Whole-time Director & CFO,**  
**SHIVA CEMENT LIMITED**  
village Telighana,  
PO: Birangatoli, Tehsil-Kutra,  
District- Sundargarh  
Odisha- 770018

Dear Sir,

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:

Scrutinizing the postal ballot which was conducted through electronic means in respect of the resolutions contained in the notice dated 21<sup>st</sup> October, 2022 and ascertaining the requisite majority on voting carried out as per the provision of Sections 110 & 108 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs General Circular no 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, circular number 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated 5th May, 2022 (collectively referred to as MCA Circulars) and Regulation 44 of Securities and Exchange Board of India (Listing obligations & Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2021/11 (Collectively referred to as SEBI Circular) issued in this regard on the resolution as set -out in the Notice of Postal Ballot

### **I Submit my report as under:**

1. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 read with Rules made there under, SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, MCA Circulars SEBI Circulars or any other Provisions, as applicable for conducting Postal Ballot of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting system.





2. The Company has availed the services of National Securities Depository Limited (NSDL) for conducting postal ballot through e- voting. Further NSDL has also been engaged for facilitating e- voting to enable the members to cast their votes electronically using e- voting system on special business sought to be transacted through postal ballot.
3. My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report for the 'Votes cast in favour' or "against" the resolution stated in the Notice postal ballot.
4. The Member of the Company holding equity shares either in physical form or in dematerialised form, as on the "cut-off date" i.e. Friday, December 09, 2022 was entitled to vote on the proposed resolution through remote e- voting on the resolution as set out in the Notice of Postal Ballot dated 21<sup>st</sup> October, 2022.
5. The e-voting period remained open from Saturday 17<sup>th</sup> December , 2022, at 9.00 A.M. (IST) and end on Monday 16<sup>th</sup> January ,2023 at 5.00 P.M. (IST) on the designated website <https://www.evoting.nsd.com>
6. Pursuant to the provisions of the Act and MCA circulars issued by Ministry of Corporate Affairs, the company has sent Postal Ballot Notice(s) to its members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited/ as on cut-off date i.e Friday, December 09, 2022 and whose e-mail ids was available with the company and Depositories through electronic means only and the Company has not dispatched physical notices to any member.
7. Pursuant to clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration Rules) 2014, the company has published the advertisement in English Financial Express having wide circulation and in regional language newspaper Surya Prabha dated 16<sup>th</sup> December 2022.
8. I monitored the process of electronic voting (i.e. e-voting) through the scrutinizer's secured link provided by NSDL through its designated website.
9. After completion of e-voting votes casted by the members were unblocked in the presence of two witnesses, who are not in the employment of the company.
10. The e-voting report downloaded from the website of NSDL have been kept separately for the purpose of postal ballot.
11. Votes casted by the members through e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the company and authorizations lodged with the company.
12. The register and other documents/ registers and records relating to electronic voting shall remain in my safe custody until the chairman considers, approves and sign the Postal Ballot minutes and the same will be handed over to the Company Secretary for the safe custody.



**SPECIAL BUSINESS:**

1. To consider and if thought fit, to pass the following resolution as a Special Resolution For **Appointment of Mr. Sanjay Sharma (DIN-02692742) as an Independent Director of the Company**

Particulars	e-voting		
	No. of members voted	No. of Votes cast	No. of votes % cast by them
Favour	146	11,60,34,678	99.9958
Against	8	4,812	0.0042
Invalid	0	0	0
Total	154	11,60,39,490	100.00

In terms of the provision of Regulation 23 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), in respect of the item nos. 1 forming part of the Notice of the postal Ballot, Except Mr. Sanjay Sharma and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise.

- Based on the aforesaid results of the Special Resolutions as contained in item no. 1 of the Notice have been passed with requisite majority.
- There were no in valid votes

We the undersigned witnesses that the votes were unblocked from e-voting website of <https://www.evoting.nsdl.com> " in our presence on Monday 16<sup>th</sup> January 2023 at 5.02 P.M.

*Bharat Jain*

( Bharat Jain)

*Ajay Jaiswar*

( Ajay Jaiswar)

Thanking You,  
Yours faithfully,

*Agarwal*



**FCS SUNIL AGARWAL**  
**Practicing Company Secretary**  
**FCS 8706**  
**C.P. No. 3286**  
**Peer Review Unit No. 788/2020**  
**UDIN No. F008706D002986681**  
 Place: Mumbai  
 Date: 17/01/2023