



File No: 1010/1

June 28, 2024

BSE Limited
P J Tower, Dalal Street,
Fort Mumbai-400001
Scrip Code: 542216

National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block G
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051
Symbol: DALBHARAT

Sub: Details of voting results of the 11th Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

Pursuant to Regulation 44(3) of Listing Regulations, we are pleased to enclose herewith details of voting results inclusive of remote e-voting and e-voting during Annual General Meeting ("**AGM**") in relation to the business transacted at the 11th AGM of the shareholders of the Company held on Friday, June 28, 2024, at 11:30 A.M. IST through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**").

We also enclose herewith consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM. The same is also uploaded on the website of the Company at www.dalmiacement.com and also on the website of RTA www.kfintech.com.

All the resolutions as set forth in the Notice of 11th AGM were passed with requisite majority.

You are requested to take the same on your record.

Thanking you,

Your Sincerely,
For **Dalmia Bharat Limited**

Rajeev Kumar
Company Secretary

Encl.: a/a

Dalmia Bharat Limited

11th & 12th Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi-110 001, India
t 91 11 23465100 f 91 11 2331 3303 w www.dalmiabharat.com CIN : L14200TN2013PLC112346
Registered Office: Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu- 621 651, India
A **Dalmia Bharat Group** company, www.dalmiabharat.com

Details of Voting Results- 11th Annual General Meeting held on Friday, June 28, 2024

Sr. No.	Agenda	Resolution Type	Mode of voting	Result
1	Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2024.	Ordinary Resolution	Remote e-voting and voting during the AGM	Passed with requisite majority
2	Confirmation of payment of interim dividend of Rs. 4/- per share, already paid and declare final dividend of Rs. 5/- (250%) per equity share for the financial year ended March 31, 2024.	Ordinary Resolution		
3	Re-appointment of Dr. Niddodi Subrao Rajan (DIN: 07339365), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution		
4	Appointment of Mr. Haigreve Khaitan (DIN: 00005290) as an Independent Director of the Company w.e.f April 1, 2024.	Special Resolution		
5	Approval of Material Related Party Transaction(s) between Dalmia Cement (Bharat) Limited and Dalmia Cement (North-East) Limited, subsidiaries of the Company.	Ordinary Resolution		
6	Adoption of amended and restated Article of Association of the Company.	Special Resolution		

For Dalmia Bharat Limited

Rajeev Kumar
Company Secretary

Dalmia Bharat Limited

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JVS & ASSOCIATES
COMPANY SECRETARIES

Flat No. 588, Pocket No. 4
Sector-11, Dwarka
New Delhi-110075



+91 - 9717816322

+91 - 9810370312



legal2015js@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Amendment Rules, 2014 and other applicable provisions of the Companies Act 2013 (as amended); Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India & Regulation 44 of Securities and Exchange Board of India (listing obligation and disclosure requirements) Regulations, 2015 as amended from time to time and the Circulars issued by "MCA" and "SEBI"]

To,
The Chairman
Dalmia Bharat Limited
Dalmiapuram, Tiruchirappalli District,
Tamil Nadu 621651

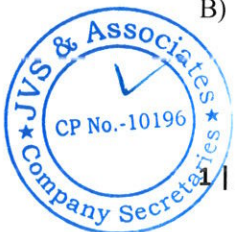
Dear Sir,

Subject: Consolidated Scrutinizers' Report on voting by remote e-voting and e-voting facility to the shareholders present at 11th Annual General Meeting (AGM) of Dalmia Bharat Limited held on 28th day of June, 2024 at 11.30 a.m Through Video Conferencing ('VC')

I, Jyoti Sharma proprietor of **M/s JVS & Associates**, Company Secretaries, (C.P. No. 10196) having office at Flat No. 588, Pocket No. 4, Sector-11, Dwarka, New Delhi-110075, has been appointed as Scrutinizer by the Board of Directors of **Dalmia Bharat Limited** ("the Company") for the purpose of scrutinizing the voting through remote e-voting and e-voting facility to the shareholders present at AGM of Dalmia Bharat Limited held on 28 June, 2024 at 11:30 AM and concluded at 12:06 PM through video conferencing (VC) in accordance with circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time.

The Management is responsible for ensuring the compliance of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and (iii) Secretarial Standard 2 on General Meeting issued by Institute of Company Secretaries of India relating to e-voting facility provided to shareholders and for the resolutions proposed in the Notice. My responsibility as a Scrutinizer is restricted to (i) ensure that the e-voting process is conducted in a fair and transparent manner; (ii) scrutinize the votes casted through e-voting by the shareholders of the Company; and (iii) render consolidated Scrutinizer's Report on the result of e-voting on the resolutions, based on the reports generated from the electronic voting system provided by M/s Kfin Technologies Ltd., (hereinafter referred to as "**Kfin**").

- A) The Company has engaged the services of Kfin to provide e-voting facilities to all the Members who were eligible to voting.
- B) The remote e-voting facility was provided to the members from Monday, June 24, 2024 (09:00 A.M.) till Thursday June 27, 2024 (05:00 P.M) and on the date of e-AGM for the 15 minutes after the conclusion of the proceedings of e-AGM, to the members who had not casted their vote earlier.



C) The Cut-off date for the purpose of identifying the Members who were entitled to vote on the Resolution(s) placed for their approval was Wednesday, June 19, 2024.

D) In accordance with the provisions of the Companies Act, 2013 and Companies (Management & Administration) Rules, 2014 with respect to voting and on proper scrutiny, I report the result as under:

1. Ordinary Resolution passed for adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Directors' and Auditors' thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Auditors' thereon.

Votes in favor 100 % and Votes against are 0.00 %

2. Ordinary Resolution passed for confirmation of payment of interim dividend of ₹ 4.00 per equity share, already paid and to declare final dividend of ₹ 5.00 (250%) per equity share for the financial year ended March 31, 2024.

Votes in favor 100 % and Votes against are 0.00 %

3. Ordinary Resolution passed for appointment of Dr. Niddodi Subrao Rajan (DIN: 07339365), as a director to retires by rotation.

Votes in favor 95.82 % and Votes against are 4.18 %

4. Special Resolution passed for appointment of Mr. Haigreve Khaitan (DIN: 00005290) as an Independent Director of the Company w.e.f April 1, 2024

Votes in favor 88.15 % and Votes against are 11.85 %

5. Ordinary Resolution passed for approval of Material Related Party Transaction(s) between the subsidiaries of the Company

Votes in favor 100 % and Votes against are 0.00 %

6. Special Resolution passed for adoption of amended and restated Article of Association of the Company

Votes in favor 85.56 % and Votes against are 14.44 %

- F) The details of voting on the above-mentioned Ordinary/Special Resolutions are enclosed as **Annexure I**.



- G) The Register, all other papers and relevant records relating to remote e-voting and e-voting at AGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be thereafter handed over to the Company Secretary for safe keeping.



For JVS & Associates
Company Secretaries

Jyoti Sharma
Jyoti Sharma
C.P. No. 10196
M. No. F8843
UDIN: F008843F000630662
Dalmia Bharat Ltd.
Place: New Delhi
Date: Friday, June 28, 2024



Countersigned
For Dalmia Bharat Limited
Rajeev Kumar
Rajeev Kumar
Company Secretary

On completion of E-voting, I have unblocked and downloaded the results of the remote e-voting for scrutiny, in the presence of two witnesses on June 28, 2024 at 12:10 P.M., who are not in the employment of the Company.

Anshika Yadav

Ms. Anshika Yadav
House No. 90 Block B Street No. 9
Najafgarh New Delhi-110043

Ayush Singhal

Mr. Ayush Singhal
B1/28, Rajapuri, Uttam Nagar,
New Delhi-110059

Annexure to scrutinizer Report

Date of AGM	June 28, 2024
Total number of shareholders on Record Date	87,373
Number of shareholders present in the meeting either in person or Through proxy	
Promoter and Promoter Group:	N.A
Public:	N.A
Number of shareholders attended the meeting through video Conferencing	
Promoter and Promoter Group:	16
Public:	20

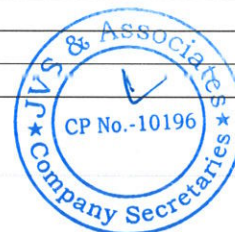


Item No. 1- Ordinary Resolution passed for adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Directors' and Auditors' thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Auditors' 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 - Favour (4)	No.of Votes - Against (5)	No.of votes in favour on votes polled (6)=[(4)/(2)]*100	No.of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	89,209,528	85.1792	89,209,528	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		89,209,528	85.1792	89,209,528	0	100.0000	0.0000
Public-Institutions	E-Voting	43,525,297	29,495,562	67.7665	29,495,562	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		29,495,562	67.7665	29,495,562	0	100.0000	0.0000
Public-Non Institutions	E-Voting	39,290,784	11,286,589	28.7258	11,286,537	52	99.9995	0.0004
	E-voting at AGM		1,034,418	2.6327	1,034,418	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
			12,321,007	31.3585	12,320,955	52	99.9996	0.0004
Total	(A+B+C)	187,547,629	131,026,097	69.8628	131,026,045	52	100.0000	0.0000

RECOMMENDATION: I report that Item No. 1 specified in the Notice dated May 28, 2024 has been passed with requisite majority.

Details of Invalid / Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	54247
Public-Non Institutions	30

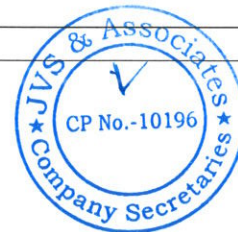


Item No. 2- Ordinary Resolution passed for confirmation of payment of interim dividend of ₹ 4.00 per equity share, already paid and to declare final dividend of ₹ 5.00 (250%) per equity share for the financial year ended March 31, 2024

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 - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	89,209,528	85.1792	89,209,528	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		89,209,528	85.1792	89,209,528	0	100.0000	0.0000
Public-Institutions	E-Voting	43,525,297	29,553,809	67.9003	29,553,340	469	99.9984	0.0015
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		29,553,809	67.9003	29,553,340	469	99.9984	0.0016
Public-Non Institutions	E-Voting	39,290,784	11,286,589	28.7258	11,286,537	52	99.9995	0.0004
	E-voting at AGM		1,034,418	2.6327	1,034,418	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		12,321,007	31.3585	12,320,955	52	99.9996	0.0004
Total	(A+B+C)	187,547,629	131,084,344	69.8939	131,083,823	521	99.9996	0.0004

RECOMMENDATION: I report that Item No. 2 specified in the Notice dated May 28, 2024 has been passed with requisite majority.

Details of Invalid/ Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	30

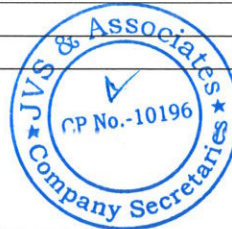


Item No. 3- Ordinary Resolution passed for appointment of Dr. Niddodi Subrao Rajan (DIN: 07339365), as a Director to Retires by Rotation

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 - Favour (4)	No.of Votes - Against (5)	No.of votes in favour on votes polled (6)=[(4)/(2)]*100	No.of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	89,209,528	85.1792	89,209,528	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		89,209,528	85.1792	89,209,528	0	100.0000	0.0000
Public-Institutions	E-Voting	43,525,297	29,553,809	67.9003	24,078,753	5,475,056	81.4742	18.5257
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		29,553,809	67.9003	24,078,753	5,475,056	81.4743	18.5257
Public-Non Institutions	E-Voting	39,290,784	11,286,589	28.7258	11,286,537	52	99.9995	0.0004
	E-voting at AGM		1,034,418	2.6327	1,034,418	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		12,321,007	31.3585	12,320,955	52	99.9996	0.0004
Total	(A+B+C)	187,547,629	131,084,344	69.8939	125,609,236	5,475,108	95.8232	4.1768

RECOMMENDATION: I report that Item No. 3 specified in the Notice dated May 28, 2024 has been passed with requisite majority.

Details of Invalid / Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	30

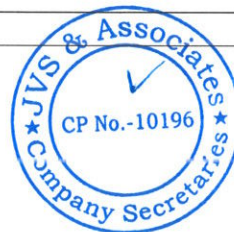


Item No. 4- Special Resolution passed for appointment of Mr. Haigreve Khaitan (DIN: 00005290) as an Independent Director of the Company w.e.f April 1, 2024

Resolution required: (Ordinary/Special)			Special					
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 - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	89,209,528	85.1792	89,209,528	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		89,209,528	85.1792	89,209,528	0	100.0000	0.0000
Public-Institutions	E-Voting	43,525,297	29,553,809	67.9003	14,015,700	15,538,109	47.4243	52.5756
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		29,553,809	67.9003	14,015,700	15,538,109	47.4243	52.5757
Public-Non Institutions	E-Voting	39,290,784	11,286,589	28.7258	11,286,537	52	99.9995	0.0004
	E-voting at AGM		1,034,418	2.6327	1,034,418	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		12,321,007	31.3585	12,320,955	52	99.9996	0.0004
Total	(A+B+C)	187,547,629	131,084,344	69.8939	115,546,183	15,538,161	88.1464	11.8536

RECOMMENDATION: I report that Item No. 4 specified in the Notice dated May 28, 2024 has been passed with requisite majority.

Details of Invalid / Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	30



Item No. 5- Ordinary Resolution to be passed for approval of Material Related Party Transaction(s) between the subsidiaries of the Company

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 - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)							
Public-Institutions	E-Voting	43,525,297	29,454,408	67.6719	29,454,408	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		29,454,408	67.6719	29,454,408	0	100.0000	0.0000
Public-Non Institutions	E-Voting	39,290,784	11,286,589	28.7258	11,286,511	78	99.9993	0.0006
	E-voting at AGM		1,034,418	2.6327	1,034,418	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		12,321,007	31.3585	12,320,929	78	99.9994	0.0006
Total	(A+B+C)	187,547,629	41,775,415	66.8855	41,775,337	78	99.9998	0.0002

RECOMMENDATION: I report that Item No. 5 specified in the Notice dated May 28, 2024 has been passed with requisite majority.

Details of Invalid / Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	89209528**
Public Institutions	99401
Public-Non Institutions	30

****89209528 (5542735 is Abstained & 83666793 is invalid)**



Item No. 6- Special Resolution passed for adoption of amended and restated Article of Association of the Company

Resolution required: (Ordinary/Special)				Special				
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 - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	89,209,528	85.1792	89,209,528	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		89,209,528	85.1792	89,209,528	0	100.0000	0.0000
Public-Institutions	E-Voting	43,525,297	29,553,809	67.9003	10,630,966	18,922,843	35.9715	64.0284
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		29,553,809	67.9003	10,630,966	18,922,843	35.9716	64.0284
Public-Non Institutions	E-Voting	39,290,784	11,286,589	28.7258	11,286,522	67	99.9994	0.0005
	E-voting at AGM		1,034,418	2.6327	1,034,418	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
			12,321,007	31.3585	12,320,940	67	99.9995	0.0005
Total	(A+B+C)	187,547,629	131,084,344	69.8939	112,161,434	18,922,910	85.5643	14.4357

RECOMMENDATION: I report that Item No. 6 specified in the Notice dated May 28, 2024 has been passed with requisite majority.

Details of Invalid / Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	30



I report that all the Ordinary/Special Resolutions as mentioned in the notice dated May 28, 2024 are passed with requisite majority.

Place: New Delhi
Date: Friday, June 28, 2024



For JVS & Associates
Company Secretaries

Jyoti Sharma
C.P. No. 10196
M. No. F-8843
UDIN: F008843F000630662