



**KAMAL
CEMENT**

SINCE 1944

1st July, 2020

BSE Ltd.
P.J. Towers,
Dalal Street
Mumbai-400 001
Code:502180

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra(East)
Mumbai-400 051
Code: SHREDIGCEM

Dear Sirs,

Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 (“Listing Regulations”) - Proceedings of the 75th Annual General Meeting

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the details regarding the proceedings of the 75th Annual General Meeting (“AGM”) of the Company held on Tuesday, 30th June, 2020 at 3.00 pm and concluded at 4.01 p.m. through Video Conferencing (VC) / Other Audio Video Means (OAVM).

The above are also being uploaded on the Company’s website www.digvijaycement.com on the website of Stock Exchanges and also on National Securities Depository Limited www.evoting.nsdl.com

Thanking you,

Yours faithfully,

For Shree Digvijay Cement Company Ltd.

Suresh Meher
V.P. (Legal) & Company Secretary

Encl.: As-above

**SHREE DIGVIJAY
CEMENT CO. LTD.**

Registered Office & Works
Post- Digvijaygram 361140, Jamnagar,
Gujarat, India.
CIN L26940GJ1944PLC000749

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Summary of proceedings of the 75th Annual General Meeting of Shree Digvijay Cement Co. Ltd.

The 75th annual General Meeting (AGM) of the Members of Shree Digvijay Cement Co. Ltd. ('the Company') was held on Tuesday, 30th June, 2020 at 3.00 P.M. (IST) through Video Conference (VC) and Other Audio Visual Means (OAVM).

The meeting was held in compliance with the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

DIRECTORS & KEY MANAGERIAL PERSONNEL IN ATTENDANCE:
Mr. Anil Singhvi , Executive Chairman; Chairman of CSR Committee; joined over VC from Mumbai
Mr. Mahesh Gupta , Independent Director; Chairman of Audit Committee and Nomination & Remuneration Committee; joined over VC from Mumbai
Ms. Mini Menon , Independent Director; Chairman of Stakeholders' Relationship Committee; joined over VC from Mumbai
Mr. Satish Kulkarni , Independent Director; joined over VC from Mumbai
Mr. Pramod Kabra , Non-Executive Non-Independent Director; joined over VC from Mumbai
Mr. K.K. Rajeev Nambiar , CEO & Managing Director; joined over VC from Registered Office (Digvijaygram-Jamnagar, Gujarat)
Mr. Suresh Kumar Meher , V.P. (Legal) & Company Secretary; joined over VC from Registered Office (Digvijaygram-Jamnagar, Gujarat)
Mr. Vikas Kumar , CFO; joined over VC from Registered Office (Digvijaygram-Jamnagar, Gujarat)
OTHER REPRESENTATIVES:
Mr. Jeyur Shah, Representative from BSR & Associates LLP , Chartered Accountants, Statutory Auditors, joined over VC from Ahmedabad
Mr. Manoj Hurkat, Manoj Hurkat & Associates , Practicing Company Secretaries, Secretarial Auditor and Scrutinizer, joined over VC from Ahmedabad



QUORUM OF THE MEETING:

A total of 72 members holding 9,67,15,933 shares attended the AGM.

The meeting commenced at 3:00 PM (IST) and concluded at 4:01 PM (IST) (including time allowed for voting at AGM).

Mr. Anil Singhvi chaired the meeting. The Chairman informed that this annual general meeting is being held through video conference and other audio visual means in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. He requested his colleagues to introduce themselves. The requisite quorum being present, the Chairman called the meeting to order. All the Directors of the Company attended the meeting. The Chairman welcomed all shareholders, auditors and other invitees joining over VC and delivered his speech. The Chairman informed that the Company had provided members the facility to cast their vote electronically, on all resolutions set forth in the Notice. It was further informed that there would be no voting by show of hands. Mr. Suresh Meher, Company Secretary, briefed the Members about the guidelines for participation by Members and speakers registered for the AGM and voting process during the AGM.

The following items of business, as per the Notice of AGM dated 2nd June, 2020, were transacted at the meeting. Shareholders were provided a facility to ask questions or express their views as speakers through VC /OAVM during AGM. Shareholders were also given opportunities to ask questions or express their views, through Company's Investors Service Center Email, prior to AGM. Answers and Clarifications were provided by Chairman to the queries raised by the members. The resolutions were passed with the requisite majority.

Sr.	Agenda	Resolution required (Ordinary / Special)	Mode of Voting	Remarks
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2020, including the Audited Balance Sheet as at 31 st March, 2020, the Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors and the Auditors thereon.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
2	To declare Dividend on equity shares of the Company for the financial year ended 31 st March, 2020. <i>[The Board of Directors of the Company at their meeting held on 14th May, 2020 recommended Dividend of Rs. 1.50 per equity share of fully paid up face value of Rs. 10.00 each for the above financial year.]</i>	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority



3	To appoint a Director in place of Mr. Pramod Kabra (holding DIN 02252403), a Non-Executive & Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
4	Appointment of Mr. Satish Kulkarni as an Independent Director.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
5	Ratification of Remuneration to Cost Auditor.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority

Mr. Manoj Hurkat, Partner of Manoj Hurkat & Associates, Company Secretaries, was appointed as Scrutinizer to supervise and scrutinize e-voting process and voting at the AGM. The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

Further details as under:

Sr.	Particulars	Details
1	Total number of shareholders as on record date	As of Cut-off date i.e. 23 rd June, 2020 30,641 shareholders
2	No. of shareholders present in the meeting either in person or through authorized representatives or through proxy: Promoters and Promoter Group: Public	Not Applicable
3	No. of Shareholders present in the meeting through Video Promoters and Promoter Group: Public:	72 1 71

