



28th June, 2023

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 78th Annual General Meeting**

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the details regarding the proceedings of the 78th Annual General Meeting ("AGM") of the Company held on Wednesday, 28th June, 2023 at 10.00 a.m. and concluded at 11.03 a.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 Limited

Suresh Meher

V.P. (Legal) & Company Secretary

Encl.: As-above



Summary of proceedings of the 78th Annual General Meeting of Shree Digvijay Cement Company Limited

The 78th Annual General Meeting of members of Shree Digvijay Cement Co. Ltd. (“the Company”) was held on 28th June, 2023 at 10:00 a.m. through Video Conference (VC) / Other Audio Visual Means (OAVM) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 20/2020 dated 5th May, 2020 read with Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 02/2022 dated 5th May, 2022 and Circular No. 10/2022 dated 28th December, 2022 (MCA Circulars) and also SEBI Circular dated 12th May, 2020, SEBI Circular dated January 15, 2021, SEBI Circular dated 13th May, 2022 and SEBI Circular dated 5th January, 2023 (SEBI Circulars) and provisions of the Companies Act, 2013 and the SEBI (LODR).

DIRECTORS & KEY MANAGERIAL PERSONNEL IN ATTENDANCE:
Mr. Anil Singhvi , Executive Chairman; joined over VC from Mumbai
Mr. Mahesh Gupta , Independent Director; Chairman of Audit Committee, Nomination & Remuneration Committee and Risk Management Committee; joined over VC from Mumbai
Ms. Mitu Samar , Independent Director; Chairperson of Stakeholders’ Relationship Committee; joined over VC from Mumbai
Mr. Satish Kulkarni , Independent Director; Chairman of Corporate Social Responsibility Committee joined over VC from Ahmedabad
Mr. Pramod Kabra , Non-Executive Non-Independent Director; joined over VC from Mumbai
Mr. KK. 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 99 members holding 9,04,62,328 shares attended the AGM.

The meeting commenced at 10:00 a.m. (IST) and concluded at 11.03 a.m. (IST) (including time allowed for e-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 17th May , 2023, 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 Centre's 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 consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 st March,2023, together with the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 st March,2023 together with the Reports of the Auditors thereon.	Ordinary	Remote e-voting and e-voting during the AGM	Passed with requisite majority
2	To confirm payment of Interim Dividend already paid for the Financial Year ended 31 st March, 2023 and to declare a Final Dividend for the said financial year. <i>[The Board of Directors of the Company, at their meeting held on 21th October, 2022, declared Interim Dividend of Rs.1.50 (i.e.@15%) per equity share which was already paid during the financial year. In addition, Board of Directors of the Company, at their meeting held on 27th April,</i>	Ordinary	Remote e-voting and e-voting during the AGM	Passed with requisite majority



	<i>2023, recommended Final Dividend of Rs.2.50 (i.e.@ 25%) per equity share of fully paid-up face value of Rs. 10.00 each for the said financial year.]</i>			SINCE 1944
3	To appoint a Director in place of Mr. Pramod Kabra (DIN:02252403), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	Remote e-voting and e-voting during the AGM	Passed with requisite majority
4	Appointment of Ms. Mitu Samarnath Jha (DIN: 07244627) as Independent Director	Special	Remote e-voting and e-voting during the AGM	Passed with requisite majority
5	Appointment of BSR and Co. Statutory Auditors and fixing their remuneration.	Ordinary	Remote e-voting and e-voting during the AGM	Passed with requisite majority
6	Ratification of Remuneration to Cost Auditor	Ordinary	Remote e-voting and e-voting 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. 21 st June, 2023 71,035 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 Conference (VC) / Other Audio Visual Means (OAVM) Promoters and Promoter Group: Public:	99 1 98