



HEMADRI CEMENTS LIMITED

Admin. Office: No 3, Veerasamy Street, III Floor, West Mambalam, Chennai - 600033
CIN: L26942AP1981PLC002995

Date: 28.09.2022

BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street, Mumbai - 400001.

Dear Sir / Madam,

Scrip code: 502133; ISIN: INE07BK01011

**Subject: Disclosure under Regulation 44 of SEBI (LODR) Regulations, 2015
E-Voting results of the 40th Annual General Meeting (AGM)**

Pursuant to regulation 44(3) of SEBI (LODR) Regulations, 2015, please find the attached

- The E-voting results of the 40th AGM of the Company held on Tuesday, the 27th day of September 2022 at 2.00 P.M through virtual mode is enclosed as **Annexure-I**.
- The Scrutinizer Report is enclosed as **Annexure II**.

This is for your kind information and record.

Thanking You,
Yours faithfully

For HEMADRI CEMENTS LIMITED



**S RAMPRASAD
COMPANY SECRETARY & COMPLIANCE OFFICER**

ANNEXURE-1

General information about company	
Scrip code	502133
NSE Symbol	NOT LISTED
MSEI Symbol	NOT LISTED
ISIN	INE07BK01011
Name of the company	HEMADRI CEMENTS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2022
Start time of the meeting	02:00 PM
End time of the meeting	02:30 PM



Scrutinizer Details

Name of the Scrutinizer	N.Ramanathan
Firms Name	M/s. S Dhanapal & Associates
Qualification	CS
Membership Number	6665
Date of Board Meeting in which appointed	12-08-2022
Date of Issuance of Report to the company	27-09-2022



Voting results	
Record date	20-09-2022
Total number of shareholders on record date	3585
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	22
No. of resolution passed in the meeting	6



Resolution (1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of the Financial Statements of the company for the year ended 31st March 2022 including the Audited Balance Sheet as at 31st at March 2022, Statement of profit and loss and					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4422860	4217959	95.3672	4217959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4422860	4217959	95.3672	4217959	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2247140	327028	14.5531	327028	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2247140	327028	14.5531	327028	0	100.0000
Total		6670000	4544987	68.1407	4544987	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of M/s. SBSB and Associates, Chartered Accountants (Firm Registration Number: 012192S) as Statutory Auditor of the Company .					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4422860	4217959	95.3672	4217959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4422860	4217959	95.3672	4217959	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2247140	327028	14.5531	327028	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2247140	327028	14.5531	327028	0	100.0000
Total		6670000	4544987	68.1407	4544987	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Gopalsamy Rajan (DIN: 02348441) as Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4422860	4217959	95.3672	4217959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4422860	4217959	95.3672	4217959	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2247140	327028	14.5531	327028	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2247140	327028	14.5531	327028	0	100.0000
Total		6670000	4544987	68.1407	4544987	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (4)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approval for permitting Mr. Gopalsamy Rajan (DIN: 02348441), to continue as Director beyond the age limit of Seventy Five years					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4422860	4217959	95.3672	4217959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4422860	4217959	95.3672	4217959	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2247140	327028	14.5531	327028	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2247140	327028	14.5531	327028	0	100.0000
Total		6670000	4544987	68.1407	4544987	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Dr. Ananda Krishnan Balasubramaniyan (DIN: 02702557) as Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4422860	4217959	95.3672	4217959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4422860	4217959	95.3672	4217959	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2247140	327028	14.5531	327028	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2247140	327028	14.5531	327028	0	100.0000
Total		6670000	4544987	68.1407	4544987	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (6)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Dr. Ananda Krishnan Balasubramaniyan (DIN: 02702557) as Managing Director (MD) of the company for a period of 5 (five) years					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4422860	4217959	95.3672	4217959	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4422860	4217959	95.3672	4217959	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2247140	327028	14.5531	327028	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2247140	327028	14.5531	327028	0	100.0000
Total		6670000	4544987	68.1407	4544987	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



ANNEXURE-2

Suite No. 103, First Floor, Kaveri Complex
No. 96/104, Nungambakkam High Road
(Next to NABARD & ICICI Bank)
Nungambakkam, Chennai - 600 034
Phone No. 044 - 4553 0256
4553 0257 / 4265 2127
E-mail: csdhanapal@gmail.com
secretarial@csdhanapal.com
website: www.csdhanapal.com

S Dhanapal & Associates **Practising Company Secretaries**

Partners

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

FORM NO. MGT-13

REPORT OF SCRUTINIZER

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

To
The Chairman,
40th Annual General Meeting of the Equity Shareholders of
M/s. Hemadri Cements Limited
Chennai

Dear Sir,

I, N.Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, appointed as Scrutinizer by the Board of Directors of M/s. **Hemadri Cements Limited** ("the Company") for the purpose of scrutinizing the e-voting process taken in connection with the 40th Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 40th Annual General meeting of the Equity Shareholders of M/s. **Hemadri Cements Limited**, held on Tuesday, the 27th day of September, 2022 at 02.00 P.M. by video Conferencing / Other Audio Visual means (VC / OAVM), submit the results of voting by electronic means as contained herein.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by the shareholders on the resolutions proposed in the Notice of the 40th Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL).

The voting rights of members were in proportion to their share of paid up equity share capital of the company as on cut-off date i.e 20th September, 2022 and as per Register of Members of the company.




The results of the voting are as under:

Resolution No. 1 - Adoption of the Financial Statements of the company for the year ended 31st March 2022 including the Audited Balance Sheet as at 31st at March 2022, Statement of profit and loss and cash flow statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon (Ordinary Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4544987	26
Less: Invalid votes	-	-
Net Valid votes cast	4544987	26
Votes cast in favour	4544987	26
Votes Cast against	-	-

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: -

Resolution No. 2 -Appointment of M/s. SBSB and Associates, Chartered Accountants (Firm Registration Number: 012192S) as Statutory Auditor of the Company (Ordinary Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4544987	26
Less: Invalid votes	-	-
Net Valid votes cast	4544987	26
Votes cast in favour	4544987	26
Votes Cast against	-	-

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: -

Resolution No. 3- Appointment of Mr. Gopalsamy Rajan (DIN: 02348441) as Director of the Company (Special Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4544987	26
Less: Invalid votes	-	-
Net Valid votes cast	4544987	26
Votes cast in favour	4544987	26
Votes Cast against	-	-

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: -



Resolution No. 4- Approval for permitting Mr. Gopalsamy Rajan (DIN: 02348441), to continue as Director beyond the age limit of Seventy Five years (Special Business - Special Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4544987	26
Less: Invalid votes	-	-
Net Valid votes cast	4544987	26
Votes cast in favour	4544987	26
Votes Cast against	-	-

% of total valid votes cast in favour of the resolution: 100%
% of total valid votes cast against the resolution: -

Resolution No. 5- Appointment of Dr. Ananda Krishnan Balasubramaniyan (DIN: 02702557) as Director of the Company (Special Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4544987	26
Less: Invalid votes	-	-
Net Valid votes cast	4544987	26
Votes cast in favour	4544987	26
Votes Cast against	-	-

% of total valid votes cast in favour of the resolution: 100%
% of total valid votes cast against the resolution: -

Resolution No. 6- Appointment of Dr. Ananda Krishnan Balasubramaniyan (DIN: 02702557) as Managing Director (MD) of the company for a period of 5 (five) years (Special Business - Special Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4544987	26
Less: Invalid votes	-	-
Net Valid votes cast	4544987	26
Votes cast in favour	4544987	26
Votes Cast against	-	-

% of total valid votes cast in favour of the resolution: 100%
% of total valid votes cast against the resolution: -



S Dhanapal & Associates
Practising Company Secretaries

In view of the above voting results, the Chairman may accordingly declare the result of the voting of the resolutions as contained in the Notice calling 40th Annual General Meeting of the company.

Thanking you,

Yours faithfully,

For **S DHANAPAL & ASSOCIATES**
(A firm of Practising Company Secretaries)



N. Ramanathan

N.Ramanathan

Partner

M. No.F6665

C. P. No.11084

UDIN: F006665D001057814

Place: Chennai
Dated: 27.09.2022

SD