



BK BIRLA GROUP OF COMPANIES

MANGALAM CEMENT LTD.



MANGALAM CEMENT LTD.

MC/SEC/2020
27.09.2020

BSE Ltd.
Phiroze Jeebhoy Towers
Dalal Street,
Mumbai – 400 001

Security Code: **502157**

National Stock Exchange of India Ltd.
“Exchange Plaza”, 5th Floor,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

Security Code: **MANGLMCEM**

Voting Results (Remote E-voting and E-voting System during the AGM along with Scrutinizer Report)

Dear Sir/Madam,

This is to inform you that the 44th Annual General Meeting of the Company was held on Friday, the 25th September, 2020 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") at deemed venue of Meeting at the registered office of the Company i. e. P. O. Adityanagar 326520, Morak, Dist. Kota (Rajasthan).

The meeting was commenced at 02.00 P.M. at Indian Standard Time and concluded at 2.48 P.M. at Indian Standard Time (including time of 15 minutes, allowed for e-voting at AGM).

The details as per Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 are enclosed herewith as Annexure –A along with the copy of the Scrutinizer's report for your reference and record.

Kindly take note of the above and oblige.

**Yours faithfully,
For Mangalam Cement Limited**

**Manoj Kumar
GM (Legal) & Company Secretary**



Encl: as above

Regd. Office & Works : P.O. Aditya Nagar-326520, Morak, Distt. Kota (Raj.) CIN : L26943RJ1976PLC001705, Telefax : 07459 - 232156

Website : www.mangalamcement.com, E-mail : email@mangalamcement.com

Kota Office : Shop No. 20, 80 Feet Road, Opp. Sukhdham Colony, (Near SBI Bank) Kota - 324001(Rajasthan)

Mob : 9351468064 / 9351468055 / 9351468445, E-mail : mclcta@kappa.net.in

Delhi Office : 153, Leela Building (GF), Okhla Indl. Estate, Phase-III, New Delhi - 110020

Tel. No. : 011- 43539132, 43539133, 43539137 Fax : 011- 23421768

E-mail : delhi.purchase@mangalamcement.com, delhi.marketing@mangalamcement.com

Jainpur Office : 2nd Floor, Geeigarh Tower, Hawa-Sarak, Jainpur - 302 006 (Rajasthan)



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Annexure -A

VOTING RESULTS

(Pursuant to Clause 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

Date of AGM	:	25th September, 2020
Total Number of Shareholders on cut-off date	:	20423
No. of Shareholders present in the meeting either in person or through Proxy: -		
Promoters and Promoter Group	:	N.A.
Public	:	N.A.
No. of Shareholders attended the meeting through Video Conferencing: -		
Promoters and Promoter Group	:	3
Public	:	40

Details of Agenda

Item Nos. of AGM Notice	Brief Particulars of Resolutions	Type of Resolution	Mode of Voting
1	To receive, consider and adopt Audited Financial Statements of the Company for the year ended 31 st March 2020 and the Reports of Board of Directors and Auditors thereon.	Ordinary	Remote E-Voting & E-voting system during AGM
2	To Declare Dividend on Equity Shares for the year ended 31 st March, 2020.	Ordinary	Remote E-Voting & E-voting system during AGM
3	To appoint a Director in place of Shri Anshuman Vikram Jalan (DIN: 01455782), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.	Ordinary	Remote E-Voting & E-voting system during AGM

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4	To approve the re-appointment and remuneration of Smt. Vidula Jalan, Co-Chairperson as Whole Time Director (DIN: 01474162) of the Company.	Special	Remote E-Voting & E-voting system during AGM
5	To approve the re-appointment and remuneration of Shri Anshuman Vikram Jalan, Co-Chairperson as Whole Time Director (DIN: 01455782) of the Company.	Special	Remote E-Voting & E-voting system during AGM
6	To approve the remuneration of the Cost Auditor for the financial year ending 31st March, 2021.	Ordinary	Remote E-Voting & E-voting system during AGM

E-voting Period: Commenced on 10.00 AM – September 22, 2020
Ended on 05.00 PM – September 24, 2020

Voting through E-voting System was conducted during the AGM on September 25, 2020.

For Mangalam Cement Limited

Manoj Kumar
GM (Legal) & Company Secretary



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Agenda No. 1

To receive, consider and adopt Audited Financial Statements of the Company for the year ended 31st March 2020 and the Reports of Board of Directors and 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	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
Promoters and Promoter Group	Remote E-voting	62,43,360	62,32,820	99.83	62,32,820	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		62,32,820	99.83	62,32,820	-	100.00	-
Public-Institutions	Remote E-voting	19,93,523	19,93,067	99.98	19,93,067	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		19,93,067	99.98	19,93,067	-	100.00	-
Public-Non Institutions	Remote E-voting	1,84,56,897	55,58,725	30.12	55,58,708	17	100.00	0.00
	E-voting during AGM		11,500	0.06	11,500	-	100.00	-
	Total		55,70,225	30.18	55,70,208	17	100.00	0.00
Total		2,66,93,780	1,37,96,112	51.68	1,37,96,095	17	100.00	0.00

Agenda No. 2

To declare dividend on Equity Shares for the year ended 31st March, 2020.

Resolution Required : (Ordinary/Special)							ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
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
Promoters and Promoter Group	Remote E-voting	62,43,360	62,32,820	99.83	62,32,820	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		62,32,820	99.83	62,32,820	-	100.00	-
Public-Institutions	Remote E-voting	19,93,523	19,93,067	99.98	19,93,067	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		19,93,067	99.98	19,93,067	-	100.00	-
Public-Non Institutions	Remote E-voting	1,84,56,897	55,58,725	30.12	55,58,708	17	100.00	0.00
	E-voting during AGM		11,500	0.06	11,500	-	100.00	-
	Total		55,70,225	30.18	55,70,208	17	100.00	0.00
Total		2,66,93,780	1,37,96,112	51.68	1,37,96,095	17	100.00	0.00



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Agenda No.3

To appoint a Director in place of Shri Anshuman Vikram Jalan (DIN: 01455782), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

Resolution Required : (Ordinary/Special)							ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							Yes	
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
Promoters and Promoter Group	Remote E-voting	62,43,360	62,32,820	99.83	62,32,820	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		62,32,820	99.83	62,32,820	-	100.00	-
Public-Institutions	Remote E-voting	19,93,523	19,93,067	99.98	19,93,067	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		19,93,067	99.98	19,93,067	-	100.00	-
Public-Non Institutions	Remote E-voting	1,84,56,897	55,58,725	30.12	55,58,388	337	99.99	0.01
	E-voting during AGM		11,500	0.06	11,500	-	100.00	-
	Total		55,70,225	30.18	55,69,888	337	99.99	0.01
Total		2,66,93,780	1,37,96,112	51.68	1,37,95,775	337	100.00	0.00

Agenda No.4

To approve the re-appointment and remuneration of Smt. Vidula Jalan, Co-Chairperson as Whole Time Director (DIN: 01474162) of the Company.

Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are interested in the Agenda/resolution							Yes	
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
Promoters and Promoter Group	Remote E-voting	62,43,360	62,32,820	99.83	62,32,820	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		62,32,820	99.83	62,32,820	-	100.00	-
Public-Institutions	Remote E-voting	19,93,523	19,93,067	99.98	19,93,067	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		19,93,067	99.98	19,93,067	-	100.00	-
Public-Non Institutions	Remote E-voting	1,84,56,897	55,58,725	30.12	55,58,288	437	99.99	0.01
	E-voting during AGM		11,500	0.06	11,500	-	100.00	-
	Total		55,70,225	30.18	55,69,788	437	99.99	0.01
Total		2,66,93,780	1,37,96,112	51.68	1,37,95,675	437	100.00	0.00



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Agenda No.5

To approve the re-appointment and remuneration of Shri Anshuman Vikram Jalan, Co-Chairperson as Whole Time Director (DIN: 01455782) of the Company.

Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are interested in the Agenda/resolution							Yes	
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
Promoters and Promoter Group	Remote E-voting	62,43,360	62,32,820	99.83	62,32,820	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		62,32,820	99.83	62,32,820	-	100.00	-
Public-Institutions	Remote E-voting	19,93,523	19,93,067	99.98	19,93,067	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		19,93,067	99.98	19,93,067	-	100.00	-
Public-Non Institutions	Remote E-voting	1,84,56,897	55,58,725	30.12	55,58,288	437	99.99	0.01
	E-voting during AGM		11,500	0.06	11,500	-	100.00	-
	Total		55,70,225	30.18	55,69,788	437	99.99	0.01
Total		2,66,93,780	1,37,96,112	51.68	1,37,95,675	437	100.00	0.00

Agenda No.6

To approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2021.

Resolution Required : (Ordinary/Special)							ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
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
Promoters and Promoter Group	Remote E-voting	62,43,360	62,32,820	99.83	62,32,820	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		62,32,820	99.83	62,32,820	-	100.00	-
Public-Institutions	Remote E-voting	19,93,523	19,93,067	99.98	19,93,067	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		19,93,067	99.98	19,93,067	-	100.00	-
Public-Non Institutions	Remote E-voting	1,84,56,897	55,58,725	30.12	55,58,708	17	100.00	0.00
	E-voting during AGM		11,500	0.06	11,500	-	100.00	-
	Total		55,70,225	30.18	55,70,208	17	100.00	0.00
Total		2,66,93,780	1,37,96,112	51.68	1,37,96,095	17	100.00	0.00



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P. Pincha & Associates

Company Secretaries

Consolidated Report of Scrutinizer on voting Through e-voting system and through remote e-voting

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date, and circular issued by the Ministry of Corporate Affairs (MCA) dated 5th May, 2020 read-with circulars dated 8th April, 2020, 13th April, 2020 and Securities and Exchange Board of India (SEBI) circular dated 12th May, 2020]

To,
The Chairperson,
Mangalam Cement Limited
Aditya Nagar-326520, Morak,
Distt. Kota, Rajasthan

Dear Sir,

I, Pradeep Pincha, Practicing Company Secretary, at Jaipur, Rajasthan have been appointed as a Scrutinizer for the purpose of scrutinizing the voting through e-voting system during the 44th Annual General Meeting (AGM) of the Equity Shareholders of **Mangalam Cement Limited** held on Friday, 25th September, 2020 through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility and through remote e-voting during the period from Tuesday, 22nd September, 2020 (10:00 a.m. IST) to Thursday, 24th September, 2020 (5:00 p.m. IST) in a fair and transparent manner and ascertaining the requisite majority on voting through e-voting system and remote e-voting carried out as per Notice calling 44th Annual General Meeting (AGM) of the members of Mangalam Cement Limited (the Company).

In connection to above, I submit my report as under:

- The Company had availed the e-voting facility offered by Central Depository Services Limited ("CDSL") for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the members of the Company.
- The remote e-voting facility was made available from **22nd September, 2020 (10:00 a.m. IST) to 24th September, 2020 (5:00 p.m. IST)** for the person(s), whose names were recorded in the Register of Member or in the Register of Beneficial owners maintained by the depositories as on the **cut-off date i.e. 18th September, 2020**.
- The Company had also provided e-voting facility for the members to vote during the AGM who attended the meeting through VC/OAVM and had not voted on resolutions through remote e-voting, to cast their vote during the AGM.
- After the conclusion of the e-voting at the 44th AGM, the votes cast by the members present through VC/OAVM at the 44th AGM through e-voting system and through remote e-voting facility, were downloaded from the e-voting website of the Central Depository Services Limited in presence of two witnesses viz. Mr. Akshit Kumar Jangid and Mr. Lokesh Sharma, who are not in the employment of the Company.





P. Pincha & Associates

Company Secretaries

- I have scrutinized and reviewed the votes cast by the members through remote e-voting process before the AGM of the company and through e-voting process during the AGM of the Company, based on the data downloaded from the CDSL e-voting system.

The consolidated report on the result of the voting through e-voting system and remote e-voting are as under:

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	13784595	99.92	17	0.00
e-voting during AGM	11500	0.08	00	0.00
TOTAL	13796095	100.00	17	0.00

Resolution No. 2: Ordinary Resolution

To declare dividend on Equity Shares for the year ended 31st March, 2020.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	13784595	99.92	17	0.00
e-voting during AGM	11500	0.08	00	0.00
TOTAL	13796095	100.00	17	0.00





P. Pincha & Associates

Company Secretaries

Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Shri Anshuman Vikram Jalan (DIN: 01455782), who retires by rotation and being eligible, offered himself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	13784275	99.92	337	0.00
e-voting during AGM	11500	0.08	00	0.00
TOTAL	13795775	100.00	337	0.00

Resolution No. 4: Special Resolution

To approve the re-appointment and remuneration of Smt. Vidula Jalan (DIN: 01474162), Co-Chairperson as Whole Time Director of the Company.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	13784175	99.92	437	0.00
e-voting during AGM	11500	0.08	00	0.00
TOTAL	13795675	100.00	437	0.00

Resolution No. 5: Special Resolution

To approve the re-appointment and remuneration of Shri Anshuman Vikram Jalan (DIN: 01455782), Co-Chairperson as Whole Time Director of the Company.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	13784175	99.92	437	0.00
e-voting during AGM	11500	0.08	00	0.00
TOTAL	13795675	100.00	437	0.00





P. Pincha & Associates

Company Secretaries

Resolution No. 6: Ordinary Resolution

To approve the remuneration of M/s. J. K. Kabra & Co. Cost Auditors of the Company for the financial year ending 31st March, 2021.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	13784595	99.92	17	0.00
e-voting during AGM	11500	0.08	0	0.00
TOTAL	13796095	100.00	17	0.00


All relevant records of voting shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the 44th Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the company for safe keeping.

Thanking you,
Yours faithfully,

For P. Pincha & Associates

Company Secretaries

Firm's P.R. Certificate No. 841/2020


FCS Pradeep Pincha
Proprietor

M. No. FCS 5369

C. P. No.:4426




UDIN: F005369B000774214

Date: 25/09/2020

Place: Jaipur

Witness:


1. **Ashit Kr. Jangid**
Address: 108, 1st Floor, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur -302 001 (Rajasthan)


2. **Lokesh Sharma**
Address: 108, 1st Floor, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur -302 001 (Rajasthan)

Countersigned by:

For Mangalam Cement Ltd.


Company Secretary