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# SHREE CEMENT LTD.

An ISO 9001, 14001, 50001 & OHS 18001 Certified Company

Regd. Office:

BANGUR NAGAR, POST BOX NO.33, BEAWAR 305901, RAJASTHAN, INDIA

SCL/BWR/2019-20/  
10<sup>th</sup> August, 2019

FAX NO. 022 – 26598237 / 26598238

Email : [cmlist@nse.co.in](mailto:cmlist@nse.co.in)

National Stock Exchange of India Limited,  
Exchange Plaza,  
Bandra – Kurla Complex, Bandra (East)  
MUMBAI – 400 051

SCRIP CODE: SHRECEM EQ

FAX NO. 022-22722041 / 22722061

Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
25<sup>th</sup> Floor, Dalal Street,  
MUMBAI – 400 023

SCRIP CODE 500387

Kind Attention: Listing Deptt.

Re: Voting Results of 40<sup>th</sup> Annual General Meeting (AGM) of the Company

Dear Sir(s),

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, voting results of the Business transacted at the AGM held on 9<sup>th</sup> August, 2019 is enclosed at **Annex-1**. Report of the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is also enclosed at **Annex-2**.

All the resolutions as set out in the Notice of the 40<sup>th</sup> AGM have been approved by the shareholders with requisite majority.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For **SHREE CEMENT LIMITED**

(S.S. KHANDELWAL)  
COMPANY SECRETARY

Encl.: as above

JAIPUR OFFICE : SB-187, Bapu Nagar, Opp. Rajasthan University, JLN Marg, Jaipur 302015

Phone : 0141 4241200, 4241204, Fax : 0141 4241219

NEW DELHI OFFICE : 122-123, Hans Bhawan, 1, Bahadurshah Zafar Marg, New Delhi 110002

Phone : 011 23370828, 23379218, 23370776, Fax : 011 23370499

CORP. OFFICE : 21, Strand Road, Kolkata 700001 Phone : 033 22309601-4 Fax : 033 22434226

**Voting Results**

<b>Date of the AGM :</b>	9 <sup>th</sup> August, 2019
<b>Total number of shareholders on record date</b>	33771 shareholders as on 2 <sup>nd</sup> August, 2019 (Cut -off date)
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	15 42
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	Not Applicable

**AGENDA-WISE DISCLOSURE**

<b>Resolution required (Ordinary / Special):</b>				<b>Ordinary Resolution:</b> To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2019 and the Reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2019 and the Report of the Auditors thereon.				
<b>Whether promoter / promoter group are interested in agenda / resolution?</b>				<b>No</b>				
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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		22569197	22569197	99.9973	22569197	0	100
Public-Institutions	E-Voting	6646672	4859164	73.1067	4859164	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		4859164	4859164	73.1067	4859164	0	100
Public-Non Institutions	E-Voting	5620756	205318	3.6529	205317	1	99.9995	0.0005
	Poll		8856	0.1576	8856	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		214174	214173	3.8104	214173	1	99.9995
<b>Total</b>		34837225	27642535	79.3477	27642534	1	100	0



Resolution required (Ordinary / Special):				Ordinary Resolution: Confirmation of payment of Interim Dividend of Rs. 25/- per Equity Shares for the financial year ended 31 <sup>st</sup> March, 2019.				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	22569797	0	0.0000	0	0	0	0
	Total		22569197	99.9973	22569197	0	100.0000	0.0000
Public-Institutions	E-Voting	6646672	4871711	73.2955	4871711	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	6646672	0	0.0000	0	0	0	0
	Total		4871711	73.2955	4871711	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5620756	466083	8.2922	466083	0	100.0000	0.0000
	Poll		8856	0.1576	8856	0	100.0000	0.0000
	Postal Ballot (if applicable)	5620756	0	0.0000	0	0	0	0
	Total		474939	8.4497	474939	0	100.0000	0.0000
<b>Total</b>		<b>34837225</b>	<b>27915847</b>	<b>80.1322</b>	<b>27915847</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

Resolution required (Ordinary / Special):				Ordinary Resolution: Declaration of final dividend on equity shares for the financial year ended 31 <sup>st</sup> March, 2019.				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	22569797	0	0.0000	0	0	0	0
	Total		22569197	99.9973	22569197	0	100.0000	0.0000
Public-Institutions	E-Voting	6646672	4871711	73.2955	4871711	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	6646672	0	0.0000	0	0	0	0
	Total		4871711	73.2955	4871711	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5620756	466083	8.2922	466083	0	100.0000	0.0000
	Poll		8856	0.1576	8856	0	100.0000	0.0000
	Postal Ballot (if applicable)	5620756	0	0.0000	0	0	0	0
	Total		474939	8.4497	474939	0	100.0000	0.0000
<b>Total</b>		<b>34837225</b>	<b>27915847</b>	<b>80.1322</b>	<b>27915847</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>





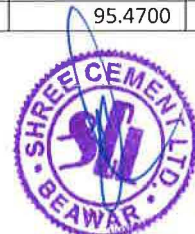
Resolution required (Ordinary / Special):				Ordinary Resolution: Re-appointment of Shri Hari Mohan Bangur (DIN: 00244329), Director of the Company, retires by rotation.				
Whether promoter / promoter group are interested in agenda / resolution?				Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	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		22569197	99.9973	22569197	0	100.0000	0.0000
Public-Institutions	E-Voting	6646672	4859401	73.1103	4836480	22921	99.5283	0.4717
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4859401	73.1103	4836480	22921	99.5283	0.4717
Public- Non Institutions	E-Voting	5620756	466083	8.2922	465982	101	99.9783	0.0217
	Poll		8856	0.1576	8856	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		474939	8.4497	474838	101	99.9787	0.0213
<b>Total</b>		<b>34837225</b>	<b>27903537</b>	<b>80.0969</b>	<b>27880515</b>	<b>23022</b>	<b>99.9175</b>	<b>0.0825</b>

Resolution required (Ordinary / Special):				Ordinary Resolution: Ratification of remuneration payable to M/s. K.G. Goyal and Associates, Cost Accountants, Cost Auditor of the Company for the financial year ending on 31 <sup>st</sup> March, 2020.				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	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		22569197	99.9973	22569197	0	100.0000	0.0000
Public-Institutions	E-Voting	6646672	4871711	73.2955	4871711	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		4871711	73.2955	4871711	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5620756	466083	8.2922	465981	102	99.9781	0.0219
	Poll		8856	0.1576	8856	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		474939	8.4497	474837	102	99.9785	0.0215
<b>Total</b>		<b>34837225</b>	<b>27915847</b>	<b>80.1322</b>	<b>27915745</b>	<b>102</b>	<b>99.9996</b>	<b>0.0004</b>



Resolution required (Ordinary / Special):				Special Resolution: Re-appointment of Shri Ratanlal Gaggar (DIN:00066068) as an Independent Director for second term of 5(five) years w.e.f. 1 <sup>st</sup> September, 2019.				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	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	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
Public-Institutions	E-Voting	6646672	4165504	62.6705	2915131	1250373	69.9827	30.0173
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6646672	4165504	62.6705	2915131	1250373	69.9827	30.0173
Public- Non Institutions	E-Voting	5620756	135814	2.4163	135714	100	99.9264	0.0736
	Poll		8856	0.1576	8856	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5620756	144670	2.5739	144570	100	99.9309	0.0691
<b>Total</b>		<b>34837225</b>	<b>26879371</b>	<b>77.1570</b>	<b>25628898</b>	<b>1250473</b>	<b>95.3478</b>	<b>4.6522</b>

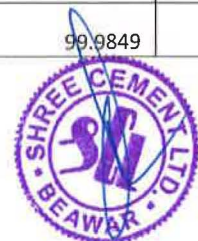
Resolution required (Ordinary / Special):				Special Resolution: Re-appointment of Shri Om Prakash Setia (DIN:00244443) as an Independent Director for second term of 5(five) years w.e.f. 1 <sup>st</sup> September, 2019.				
Whether promoter / promoter group are interested in agenda / resolution?				No				
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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	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	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
Public-Institutions	E-Voting	6646672	4165504	62.6705	2947982	1217522	70.7713	29.2287
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6646672	4165504	62.6705	2947982	1217522	70.7713	29.2287
Public- Non Institutions	E-Voting	5620756	135814	2.4163	135713	101	99.9256	0.0744
	Poll		8856	0.1576	8856	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5620756	144670	2.5739	144569	101	99.9302	0.0698
<b>Total</b>		<b>34837225</b>	<b>26879371</b>	<b>77.1570</b>	<b>25661748</b>	<b>1217623</b>	<b>95.4700</b>	<b>4.5300</b>





Resolution required (Ordinary / Special):				Special Resolution: Re-appointment of Dr. Yoginder Kumar Alagh (DIN:00244686) as an Independent Director for second term of 5(five) years w.e.f. 1 <sup>st</sup> September, 2019.				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	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		22569197	99.9973	22569197	0	100.0000	0.0000
Public-Institutions	E-Voting	6646672	4165504	62.6705	2947982	1217522	70.7713	29.2287
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4165504	62.6705	2947982	1217522	70.7713	29.2287
Public- Non Institutions	E-Voting	5620756	135814	2.4163	135713	101	99.9256	0.0744
	Poll		8856	0.1576	8856	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		144670	2.5739	144569	101	99.9302	0.0698
<b>Total</b>		<b>34837225</b>	<b>26879371</b>	<b>77.1570</b>	<b>25661748</b>	<b>1217623</b>	<b>95.4700</b>	<b>4.5300</b>

Resolution required (Ordinary / Special):				Special Resolution: Re-appointment of Shri Nitin Dayalji Desai (DIN:02895410) as an Independent Director for second term of 5(five) years w.e.f. 1 <sup>st</sup> September, 2019.				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	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		22569197	99.9973	22569197	0	100.0000	0.0000
Public-Institutions	E-Voting	6646672	4165504	62.6705	4161496	4008	99.9038	0.0962
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4165504	62.6705	4161496	4008	99.9038	0.0962
Public- Non Institutions	E-Voting	5620756	397318	7.0688	397217	101	99.9746	0.0254
	Poll		8856	0.1576	8856	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		406174	7.2263	406073	101	99.9751	0.0249
<b>Total</b>		<b>34837225</b>	<b>27140875</b>	<b>77.9077</b>	<b>27136766</b>	<b>4109</b>	<b>99.9849</b>	<b>0.0151</b>



Resolution required (Ordinary / Special):				Special Resolution: Re-appointment of Shri Shreekant Somany (DIN:00021423) as an Independent Director for second term of 5(five) years w.e.f. 1 <sup>st</sup> September, 2019.				
Whether promoter / promoter group are interested in 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
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	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		22569797	22569197	99.9973	22569197	0	100.0000
Public-Institutions	E-Voting	6646672	4099330	61.6749	1319886	2779444	32.1976	67.8024
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6646672	4099330	61.6749	1319886	2779444	32.1976
Public-Non Institutions	E-Voting	5620756	135814	2.4163	135714	100	99.9264	0.0736
	Poll		8856	0.1576	8856	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5620756	144670	2.5739	144570	100	99.9309
<b>Total</b>		<b>34837225</b>	<b>26813197</b>	<b>76.9671</b>	<b>24033653</b>	<b>2779544</b>	<b>89.6337</b>	<b>10.3663</b>





# Pradeep Pincha

Practising Company Secretary

## Scrutinizer's Report

**Consolidated Report on remote e-Voting and Polling Papers at AGM  
[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies  
(Management and Administration) Rules, 2014, amended as on date]**

To,  
The Chairman,  
Shree Cement Limited  
Bangur Nagar, Beawar  
Distt - Ajmer (Rajasthan)

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date and voting through Polling Papers at the 40<sup>th</sup> Annual General Meeting of Shree Cement Limited held on Friday, 9<sup>th</sup> August, 2019 at 11.30 A.M.**

Dear Sir,

I, Pradeep Pincha, Practising Company Secretary was appointed as the Scrutinizer for the purpose of remote e-voting in terms of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting through Polling Papers on the below mentioned resolutions at the 40<sup>th</sup> Annual General Meeting (AGM) of the members of **Shree Cement Limited**.

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

- The Company had appointed Karvy Fintech Private Limited (herein after referred to as "Karvy") as the agency to provide the remote e-Voting facility to the Members of the Company in connection with the 40<sup>th</sup> AGM of the Company.
- Karvy is also the Registrar and Share Transfer Agents ('RTA') of the Company.
- The Company completed the dispatch of Notice of AGM together with the Annual Report either by e-mails at their registered email address or physical copies at the registered address through permitted mode to the Members of the Company on 16<sup>th</sup> July, 2019.
- The remote e-Voting facility was made available from **Tuesday, 6<sup>th</sup> August, 2019 at 9.00 A.M. (IST) to Thursday, 8<sup>th</sup> August, 2019 till 5.00 P.M. (IST)** for the person(s), whose name is 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. Friday, 2<sup>nd</sup> August, 2019**.







# Pradeep Pincha

Practising Company Secretary

- As prescribed under Rule 20(4) (xiii) of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Karvy provided me the details of the Members who have casted their votes through remote e-voting i.e. names, DP ID / folio numbers and shareholding of the Members to ensure that the members who have casted their votes through remote e-voting do not vote again at the AGM.
- At the 40<sup>th</sup> AGM of the Company held on 9<sup>th</sup> August, 2019, the Chairman of the Meeting called to facilitate the members present at the Meeting to record their votes through the polling papers who could not participate through remote e-voting.
- After the conclusion of 40<sup>th</sup> AGM of the Company on Friday, 9<sup>th</sup> August, 2019 a final electronic report of remote e-Voting was generated by unblocking the votes cast through remote e-Voting facility in presence of two witnesses viz. Mr. Akshit Kr. Jangid and Mr. Lokesh Sharma who are not in the employment of the Company.
- Thereafter, the voting done through remote e-Voting and Polling papers, were reconciled with the records maintained by the RTA and the authorizations/proxies lodged with the Company and result of the scrutiny of the above voting process (remote e-Voting and Polling papers) in respect of the resolutions as set-out in the Notice of 40<sup>th</sup> AGM of the Company dated 9<sup>th</sup> August, 2019 are reproduced herein under:

## Resolution No. 1: Ordinary Resolution

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019 and the Reports of the Board of Directors and Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019 and the Report of the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	27633678	99.97	1	0.00	282713
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>27642534</b>	<b>100.00</b>	<b>1</b>	<b>0.00</b>	<b>0</b>





**Resolution No. 2: Ordinary Resolution**

Confirmation of payment of Interim Dividend of Rs. 25/- per Equity Shares for the financial year ended 31<sup>st</sup> March, 2019.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	27906991	99.97	0	0.00	9401
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>27915847</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

**Resolution No. 3: Ordinary Resolution**

To declare final dividend on the Equity Shares of the Company for the financial year ended 31<sup>st</sup> March, 2019.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	27906991	99.97	0	0.00	9401
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>27915847</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

**Resolution No. 4: Ordinary Resolution**

Re-appointment of Shri Hari Mohan Bangur (DIN: 00244329), Director of the Company, retires by rotation.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	27871659	99.89	23022	0.08	21711
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>27880515</b>	<b>99.92</b>	<b>23022</b>	<b>0.08</b>	<b>0</b>





## Resolution No. 5: Ordinary Resolution

Ratification of remuneration of M/s. K. G. Goyal and Associates, Cost Accountants as Cost Auditors of the Company for the financial year ending on 31<sup>st</sup> March, 2020.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	27906889	99.97	102	0.00	9401
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>27915745</b>	<b>100.00</b>	<b>102</b>	<b>0.00</b>	<b>0</b>

## Resolution No. 6: Special Resolution

Re-appointment of Shri Ratanlal Gaggar (DIN:00066068) as an Independent Director for second term of 5(five) years w.e.f. 1<sup>st</sup>September,2019.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	25620042	95.32	1250473	4.65	1045877
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>25628898</b>	<b>95.35</b>	<b>1250473</b>	<b>4.65</b>	<b>0</b>

## Resolution No. 7: Special Resolution

Re-appointment of Shri Om Prakash Setia (DIN:00244443) as an Independent Director for second term of 5(five) years w.e.f. 1<sup>st</sup>September,2019.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	25652892	95.44	1217623	4.53	1045877
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>25661748</b>	<b>95.47</b>	<b>1217623</b>	<b>4.53</b>	<b>0</b>







**Resolution 8: Special Resolution**

Re-appointment of Dr. Yoginder Kumar Alagh (DIN:00244686) as an Independent Director for second term of 5(five) years w.e.f. 1<sup>st</sup> September, 2019.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	25652892	95.44	1217623	4.53	1045877
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>25661748</b>	<b>95.47</b>	<b>1217623</b>	<b>4.53</b>	<b>0</b>

**Resolution No. 9: Special Resolution**

Re-appointment of Shri Nitin Dayalji Desai (DIN:02895410) as an Independent Director for second term of 5(five) years w.e.f. 1<sup>st</sup> September, 2019.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	27127910	99.95	4109	0.02	784373
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>27136766</b>	<b>99.98</b>	<b>4109</b>	<b>0.02</b>	<b>0</b>

**Resolution No. 10: Special Resolution**

Re-appointment of Shri Shreekanth Somany (DIN:00021423) as an Independent Director for second term of 5(five) years w.e.f. 1<sup>st</sup> September, 2019.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes No. of shares
	No. of shares	Percentage	No. of shares	Percentage	
Remote E-voting	24024797	89.60	2779544	10.37	1112051
Polling at AGM	8856	0.03	0	0.00	0
<b>TOTAL</b>	<b>24033653</b>	<b>89.63</b>	<b>2779544</b>	<b>10.37</b>	<b>0</b>

All the Resolutions mentioned in the AGM Notice as per the details above stand passed under remote e-voting and through polling papers at the AGM with the requisite majority.





# Pradeep Pincha

Practising Company Secretary

All relevant records of electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 40<sup>th</sup> 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,



**Pradeep Pincha**  
Practising Company Secretary  
M. No.: FCS 5369  
C. P. No.: 4426

Dated: 09/08/2019  
Place: Beawar

Witness:

Akshat Kr. Jangid  
108, First Floor, Shree Mansion,  
C-Scheme, Jaipur-302001

Lokesh Sharma  
108, First Floor, Shree Mansion,  
C-Scheme, Jaipur-302001

Countersigned by:

**For Shree Cement Limited**

**S.S. KHANDELWAL**  
Company Secretary