



File No: 1010/1

January 13, 2024

BSE Limited  
P J Tower, Dalal Street,  
Fort Mumbai-400001  
Scrip Code: 542216

National Stock Exchange of India Limited  
"Exchange Plaza", C-1, Block G  
Bandra – Kurla Complex, Bandra (E),  
Mumbai – 400 051  
Symbol: DALBHARAT

**Sub: Outcome of the Postal Ballot voting Results of the Company under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/Madam,

This is further to our intimation dated December 11, 2023, enclosing the Postal Ballot Notice dated October 14, 2023, pursuant to the provisions of section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, seeking consent of the members of the Company by way of Special Resolution through remote e-voting process for appointment of Mr. Anuj Gulati (DIN: 00278955) as an Independent Director of the Company with effect from October 14, 2023.

In this regard, pursuant to Regulation 44(3) of the Listing Regulations, we are pleased to inform you that the aforesaid special resolution has been passed by the members with requisite majority. Please find enclosed herewith details of voting results of the business transacted through Postal Ballot as **Annexure A**.

Further, the Report of the Scrutinizer is enclosed herewith as **Annexure B**.

This is for your information and records.

Thanking you,

Your faithfully,  
**For Dalmia Bharat Limited**

**Rajeev Kumar**  
**Company Secretary**  
Encl.: a/a

**ANNEXURE A**

**DETAILS OF VOTING RESULTS**

<b>Date of AGM / EGM</b>	Not Applicable (Resolution passed through Postal Ballot on January 12, 2024)
<b>Total Number of Shareholders on record date</b>	52,198 (As on cut-off date i.e. Friday, December 8, 2023)
<b>No. of shareholders present in the meeting either in person or through proxy</b>  <b>(a) Promoter &amp; Promoter Group</b> <b>(b) Public</b>	Not Applicable
<b>No. of Shareholders attended the meeting through video conferencing</b>  <b>(a) Promoter &amp; Promoter Group</b> <b>(b) Public</b>	Not Applicable

**Dalmia Bharat Limited**

**Item No. 1- Details of the e-voting result in respect of Special Resolution for appointment of Mr. Anuj Gulati (DIN 00278955) as an Independent Director of the Company w.e.f. October 14, 2023**

Resolution required: (Ordinary/Special)				Special				
Whether promoter/ promoter group are interested in the 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 - Favour (4)	No.of Votes - Against (5)	No.of votes in favour on votes polled (6)=[(4)/(2)]*100	No.of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104731548	104731548	100.00	104731548	0	100.00	0.0000
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		104731548	100.00	104731548	0	100.00	0.0000
Public-Institutions	E-Voting	43696549	29759263	68.1044	29759263	32891	99.8894	0.1105
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		29759263	68.1044	29759263	32891	99.8894	0.1105
Public-Non Institutions	E-Voting	39119004	1695710	4.3347	1695416	294	99.9826	0.0173
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
			1695710	4.3347	1695416	294	99.9826	0.0173
<b>Total</b>	<b>(A+B+C)</b>	<b>187547101</b>	<b>136186521</b>	<b>72.6146</b>	<b>136153336</b>	<b>33185</b>	<b>99.9756</b>	<b>0.0244</b>

**Dalmia Bharat Limited**

11<sup>th</sup> & 12<sup>th</sup> Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi-110 001, India  
 t 91 11 23465100 f 91 11 2331 3303 w www.dalmiabharat.com CIN : L14200TN2013PLC112346  
 Registered Office: Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu- 621 651, India  
 A Dalmia Bharat Group company, www.dalmiabharat.com



**JVS & ASSOCIATES**  
COMPANY SECRETARIES

Flat No. 588, Pocket No. 4  
Sector-11, Dwarka  
New Delhi-110075



+91 - 9717816322

+91 - 9810370312

✉ legal2015js@gmail.com

### Scrutinizer's Report

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Directors  
Dalmia Bharat Limited  
Dalmiapuram, Lalgudi  
Tiruchirappalli  
Tamil Nadu 621651

Dear Sir,

I, Jyoti Sharma proprietor of JVS & Associates, Company Secretaries, having office at Flat No. 588, Pocket No. 4, Sector-11, Dwarka, New Delhi-110075, was appointed by the Board of Directors of **Dalmia Bharat Limited** ("the Company") as the Scrutinizer at its meeting held on October 14, 2023 for the purpose of conducting the Postal Ballot (Remote e-voting) under the provision of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Amendment Rules, 2014 and Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and MCA circulars issued in this regards from time to time, at the platform provided by National Securities Depository Limited (NSDL) at <https://eservices.nsdl.com> and Central Depository Services (India) Limited (CDSL) at [www.cdslindia.com](http://www.cdslindia.com) in respect of the passing of the resolution(s) contained in the Postal Ballot Notice dated October 14, 2023.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to remote e-voting and for the resolutions proposed in the Postal Ballot Notice, is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the e-voting process is conducted in a fair and transparent manner and to scrutinize the votes cast by members through remote e-voting by the members of the Company, and to render Scrutinizer's Report to the Board of Directors on the result of e-voting on the resolutions based on the reports generated from the electronic voting system provided by the Kfin Technologies Limited ('Kfintech').

1. The Company has engaged Kfin Technologies Limited ('Kfintech') to provide e-voting facilities to all the Members who were eligible to voting.
2. The Company has completed the dispatch of Postal Ballot Notice along with e-voting instructions to all the members who had their e-mail addresses registered with Depository(ies) / RTA / Company / stock exchanges on December 11, 2023.
3. The Cut-off date for the purpose of identifying the Members who were entitled to vote on the resolution(s) placed for their approval was Friday, December 08, 2023.
4. The remote e-voting facility was provided to the members from Thursday, December 14, 2023 (09:00 A.M.) till Friday, January 12, 2024 (05:00 P.M.).



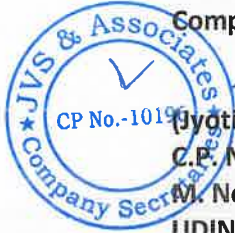
5. As per Rule 22(3) of the Rules, an advertisement in regard to dispatch of Postal Ballot Notice to the members of the Company, was published by the Company in Financial Express (English-all editions-National) and Dinamani (Tamil-all editions), Newspapers on 13th December, 2023.

I. The result of the e-voting is as under:

1. **Special resolution to appoint Mr. Anuj Gulati (DIN 00278955) as an Independent Director of the Company w.e.f. October 14, 2023.**

The details of voting on the above-mentioned resolution is enclosed as **Annexure I**.


For JVS & Associates  
Company Secretaries



(Jyoti Sharma)  
C.P. No. 10196  
M. No. F8843  
UDIN: F008843E003195829



Countersigned

  
Chairman / COMPANY SECRETARY

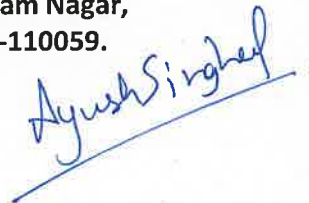
Place: New Delhi  
Date: 12<sup>th</sup> January, 2024

We the undersigned, witness that the votes were unblocked from the e-voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>) in our presence.

Ms. Priya Chugh  
C-77 LIC Colony jeevan Niketon  
Paschim Vihar New Delhi- 110087



Mr. Ayush Singhal  
B1/28, Uttam Nagar,  
New Delhi-110059.



Remote e-voting of Postal Ballot Notice dated October 14, 2023

Total No. of Shareholders as on record date: 52198

Total No. of members cast their votes: 461

**1. Item No. 1- Details of the e-voting result in respect of Special Resolution to appoint Mr. Anuj Gulati (DIN 00278955) as an Independent Director of the Company w.e.f. October 14, 2023**

Resolution required: (Ordinary/Special)				Special				
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	Total (A)		104731548	104731548	100.00	104731548	0	100.00
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	Total (B)		43696549	29759263	68.1044	29759263	32891	99.8894
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	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		39119004	1695710	4.3347	1695416	294	99.9826
Total	(A+B+C)	187547101	136186521	72.6146	136153336	33185	99.9756	0.0244

**RECOMMENDATION:** Item No. 1 specified in the Postal Ballot Notice dated October 14, 2023 has been passed with majority.

Place: New Delhi  
Date: 12<sup>th</sup> January, 2024



For JVS & Associates  
Company Secretaries

*Jyoti Sharma*  
(Jyoti Sharma)  
C.P. No. 10196  
M. No. F-8843