

HeidelbergCement India Limited

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HCIL:SECTL:SE:2020-21

14th October 2020

BSE Ltd.
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400001
Scrip Code:500292

National Stock Exchange of India Ltd
Listing Department,
Exchange Plaza, C/1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051
Trading Symbol: Heidelberg

Dear Sir,

Sub. : Minutes of proceedings of 61st Annual General Meeting held on 18th September 2020 through Video Conferencing along with Result of E-voting.

We are hereby submitting minutes of the proceedings of 61st Annual General Meeting of the members of HeidelbergCement India Limited held on 18th September 2020 as Annexure – 1 to this letter.

We wish to further state that in the scanned copy of the Result of e-voting, submitted by us on 18th September 2020 in the prescribed format pursuant to Regulation 44(3) of SEBI LODR, in respect of Resolution Nos. 6 and 7 we had mentioned "No" against the column "Whether Promoter / Promoter Group are interested in the agenda / resolution:" instead of "Yes". This is only a typographical error as the promoter was interested in both the Resolutions and this fact was already clearly mentioned in the Notice of AGM circulated to the shareholders of the Company and submitted to stock exchanges as part of Annual Report 2019-20 on 25 August 2020. A scanned copy of the Result after making the aforesaid correction is once again attached for your ready reference and record as Annexure – 2 to this letter. We further certify that there is no other change in Annexure – 2 as compared to the scanned copy of the results submitted by us on 18th September 2020.

Please take the same on record.

Thanking you,

Yours Faithfully,
For HeidelbergCement India Ltd.

Rajesh Relan
Legal Head & Company Secretary



Annexure I

HeidelbergCement India Limited

MINUTES OF THE 61st ANNUAL GENERAL MEETING OF THE MEMBERS OF HEIDELBERGCEMENT INDIA LIMITED HELD THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS ON FRIDAY, THE 18th SEPTEMBER 2020 FROM 10.00 A.M. TILL 11.35 A.M.

Directors Present:

Mr. Jamshed Naval Cooper	Managing Director (in the Chair)
Ms. Soek Peng Sim	Director
Mr. Sushil Kumar Tiwari	Whole-time Director

131 members (holding 48,289 Equity Shares) attended the meeting through Video Conferencing.

In attendance:

Mr. Anil Kumar Sharma, Chief Financial Officer
Ms. Poonam Sharma, Human Resources Director
Mr. Purnachander Molugu, Procurement Director
Mr. Rajesh Relan, Legal Head & Company Secretary
Mr. Rajeev Saxena, Partner of S.N. Dhawan & Co. LLP, Statutory Auditors

1. Welcome: Mr. Rajesh Relan, Legal Head & Company Secretary welcomed all the Shareholders to the 61st Annual General Meeting (AGM) of the Company held through video conferencing facility. He stated that due to continuing COVID-19 pandemic and in compliance with relevant circulars of the Ministry of Corporate Affairs and Securities and Exchange Board of India the Company was holding its maiden virtual AGM.

Mr. Relan informed that Ms. Akila Krishnakumar, Chairperson of the Board of Directors was not able to attend the meeting due to sad demise of her father-in-law on 17 September 2020.

In terms of the provisions of Section 104 of the Companies Act, 2013, read with Article 63 of the Articles of Association, the Directors present at the meeting elected Mr. Jamshed Naval Cooper, Managing Director as Chairperson of the meeting. Thereafter Mr. Relan requested Mr. Cooper to commence the proceedings of the AGM.

Mr. Jamshed Naval Cooper took the chair and extended a warm welcome to the members of the Company to the 61st Annual General Meeting.

He said that Ms. Akila Krishnakumar is Chairperson of the Board of Directors since 1st April 2019. Last year she had chaired the AGM of



the Company held on 19th September 2019. Day before yesterday we discussed nitty-gritties of a virtual AGM and she was quite keen to interact with you. However, the destiny had something else in store. I have conveyed my deepest condolence to her over the said demise of her father-in-law. May the God give enough strength to the bereaved family to bear the irreparable loss.

He further said that due to unprecedented situation created by COVID-19 pandemic the Board of Directors decided to hold virtual AGM which no doubt deprives us the opportunity of meeting each other in person, yet virtual AGM is a progressive step as it enables wider participation of shareholders from anywhere in the world.

2. Quorum: The requisite Quorum being present in terms of Section 103 of the Companies Act, 2013, the Chairperson declared the meeting to be properly constituted.

The Chairperson informed that the Register of Directors and Key Managerial Personnel and their shareholdings and the Register of Contracts or Arrangements in which Directors were interested were open and accessible, during the continuance of the Meeting, to all the members attending the meeting and can be easily accessed by clicking the icon 'AGM Documents' available on the screen.

Thereafter, the Chairperson introduced to the members the Directors, senior executives and statutory auditor attending the meeting.

The Chairperson informed that Mr. Kevin Gerard Gluskie, Director of the Company could not attend the meeting due to pre-occupation. Mr. Ramakrishnan Ramamurthy, Chairman of the Audit Committee and Nomination and Remuneration Committee also could not attend the meeting as he was hospitalized due to COVID-19.

3. Chairperson's Speech The Chairperson addressed the shareholders. He highlighted the achievements of the Company during FY2019-20 and the steps taken for wellbeing of employees and the society at large in view of ongoing COVID-19 pandemic. He also highlighted the efforts of the Company towards maintaining consistent high quality of products and services, continuous improvement program, environment conservation, adherence to corporate governance norms etc.
4. Notice, Financial Statements, Board's Report and Auditor's Report were taken as read with the consent of the members. They were informed that the Auditors' Report and Secretarial



RESOLVED FURTHER THAT the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be deemed necessary, proper, and expedient to give effect to this Resolution.”

Item No. 5 Ratification of remuneration of Cost Auditors for the financial year 2020-21.

“RESOLVED that pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force), the remuneration payable to M/s. R.J. Goel & Co., Cost Accountants (Firm Registration No. 000026) appointed by the Board of Directors of the Company to conduct the audit of the cost accounting records of the Company for the financial year 2020-21, amounting to Rs. 2,50,000 (Rupees Two Lac Fifty Thousand only) plus applicable taxes, reasonable out of pocket expenses and reimbursement of travelling expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.”

Item No. 6 Approval under Companies Act, 2013 for giving Term Loan of INR 1500 million to Zuari Cement Limited (Proposed as a Special Resolution).

“RESOLVED that pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification or re-enactment thereof), consent of the members be and is hereby accorded to give a term loan of INR 1500 million in tranches by 31st March 2021, repayable in two years from the date of drawdown of each tranche to its group company, Zuari Cement Limited (ZCL) towards capex requirements of ZCL for setting up a Waste Heat Recovery based Power Generation Plant for captive consumption in its Yerraguntla plant in Andhra Pradesh.

RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof and any person authorised by the Board in this behalf) be and is hereby authorised to give aforesaid term loan to ZCL in tranches, at a rate of interest which will be 275 bps over and above the G-Sec yield for 3 years as on the date of disbursement of the loan resulting in interest earning of around 7% p.a., and they are hereby authorised to do all such acts, deeds and things as may be considered necessary, proper and expedient or incidental for the purpose of giving effect to this resolution.”

Item No. 7 Approval under Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for giving Term Loan of INR 1500 million to Zuari Cement Limited (connected to Item No. 6)

“RESOLVED that pursuant to the provisions of Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”) consent of the members be and is hereby accorded to give a term loan of INR 1500 million in tranches by 31st March 2021, repayable in two years from the date of drawdown of each tranche to its group company, Zuari Cement Limited (ZCL), which is a 'Related Party' of the Company as per the provisions of Regulation 2(1)(zb) of SEBI LODR, towards capex requirements of ZCL for setting up a Waste Heat Recovery based Power



Generation Plant for captive consumption in its Yerraguntla plant in Andhra Pradesh.

RESOLVED FURTHER that the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof and any person authorised by the Board in this behalf) be and is hereby authorised to give aforesaid term loan to ZCL in tranches, at a rate of interest which will be 275 bps over and above the G-Sec yield for 3 years as on the date of disbursement of the loan resulting in interest earning of around 7% p.a., and they are hereby authorised to do all such acts, deeds and things as may be considered necessary, proper and expedient or incidental for the purpose of giving effect to this resolution.”

5. Participation of members
Thereafter Chairperson, invited the members who had already registered themselves as ‘Speaker Shareholders’ to ask any questions arising out of the Board’s Report and Financial Statements or with respect to the Resolutions contained in the Notice of AGM. He stated that the shareholders attending the meeting who had not preregistered themselves as ‘Speaker Shareholders’ can use Communication Box available on their screen to post live messages or ask questions.

The members asked questions regarding impact of COVID-19 pandemic on the business and operations of the Company, outlook of the cement industry, increase in input costs and depreciation of Rupee, capacity utilization, possibility for buyback, rights issue, new project in Gujarat and rationale for giving Term Loan of INR 1500 million to Zuari Cement Limited.

The Chairperson answered the queries of the members and acknowledged their suggestions.

6. Remote E-voting and E-voting at AGM
The Chairperson informed that pursuant to the relevant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to enable them to cast their votes on the resolutions contained in the Notice of 61st Annual General Meeting (AGM). The aforesaid facility was arranged by the Company through National Securities Depository Limited (NSDL).

The remote e-voting period commenced on 15th September 2020 at 9:00 A.M. and ended on 17th September 2020 at 5:00 P.M. During this period members of the Company holding shares either in physical or in dematerialized form, as on the cut-off date of 11th September 2020, were entitled to cast their vote through remote e-voting facility.

In accordance with the provisions of the Companies Act, 2013 the Company was providing e-voting facility to the members attending this AGM also.



The Chairperson informed that, Mr. Nityanand Singh, Practising Company Secretary, who was appointed by the Board of Directors as Scrutinizer, shall after the conclusion of e-voting at the AGM, prepare a consolidated Report taking into account votes cast in favour and against the various resolutions through remote e-voting and e-voting at the AGM venue.

On receipt of the Scrutinizer's Report, the results will be declared and sent to the stock exchanges as well as uploaded on the Company's website, www.mycemco.com along with a copy of the Scrutinizer's Report.

The Chairperson requested the members to cast their votes using e-voting facility by clicking the icon "e-Voting" that was available on the Screen. All the members who had not casted their votes through remote e-voting facility, were requested to cast their votes. The e-Voting facility was kept open for next fifteen minutes.

7.Meeting
Concluded

The Chairperson thanked the members for their keen interest and participation in the meeting.

Result of remote E-voting and E-voting at AGM on the items of Ordinary and Special Business at the Annual General Meeting of the Company held on Friday, 18th September 2020

The scrutinizer compiled the consolidated Scrutinizers' Report for remote E-voting and e-voting at the AGM and submitted the same to Mr. Jamshed Naval Cooper, Chairperson of the meeting. Based on the aforesaid Report, Mr. Cooper announced the results of voting on 18th September 2020 at the Registered Office of the Company. He declared that all the resolutions as set out at Item Nos. 1 to 7 of the Notice of 61st Annual General Meeting of the Company were passed by the members with overwhelming majority. The result was as under:



Resolution as given in the Notice of 61st Annual General Meeting		Particulars of votes cast						Result Declared
		Electronic Voting		Ballot		Voting Result		
		Nos. (A)	%	Nos. (B)	%	Nos. (A)+(B)	%	
Ordinary Business								
1 Adoption of Financial Statements together with the Reports of the Board of Directors and Auditors' for the financial year ended 31st March 2020.	Votes cast in favour	187,747,861	99.9999	-	-	187,747,861	99.9999	Approved by overwhelming majority
	Votes cast against	101	0.0001	-	-	101	0.0001	
	Invalid Votes	-	-	-	-	-	-	
2 Declaration of Final Dividend and confirmation of Interim Dividend on Equity Shares.	Votes cast in favour	188,995,261	99.9999	-	-	188,995,261	99.9999	Approved by overwhelming majority
	Votes cast against	106	0.0001	-	-	106	0.0001	
	Invalid Votes	-	-	-	-	-	-	
3 Re-appointment of Ms. Soek Peng Sim (holding DIN 06958955), as a Director.	Votes cast in favour	184,159,663	97.4671	-	-	184,159,663	97.4671	Approved by overwhelming majority
	Votes cast against	4,785,785	2.5329	-	-	4,785,785	2.5329	
	Invalid Votes	-	-	-	-	-	-	
Special Business								
4 Re-appointment of Mr. Jamshed Naval Cooper (holding DIN 01527371) as Managing Director.	Votes cast in favour	188,767,686	99.9059	-	-	188,767,686	99.9059	Approved by overwhelming majority
	Votes cast against	177,797	0.0941	-	-	177,797	0.0941	
	Invalid Votes	-	-	-	-	-	-	
5 Ratification of remuneration of Cost Auditors for the financial year 2020-21.	Votes cast in favour	188,995,259	99.9998	-	-	188,995,259	99.9998	Approved by overwhelming majority
	Votes cast against	347	0.0002	-	-	347	0.0002	
	Invalid Votes	-	-	-	-	-	-	
6 Term loan of INR 1500 million to Zuari Cement Limited under Section 185 of the Companies Act, 2013.	Votes cast in favour	184,700,778	98.3612	-	-	184,700,778	98.3612	Approved by overwhelming majority
	Votes cast against	3,077,346	1.6388	-	-	3,077,346	1.6388	
	Invalid Votes	-	-	-	-	-	-	
7 Term loan of INR 1500 million to Zuari Cement Limited under Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Votes cast in favour	27,456,160	89.9216	-	-	27,456,160	89.9216	Approved by overwhelming majority
	Votes cast against	3,077,291	10.0784	-	-	3,077,291	10.0784	
	Invalid Votes	-	-	-	-	-	-	

Note: Resolution Nos. 6 and 7 are connected to each other. Under Resolution No. 6 approval of shareholders was sought by way of a Special Resolution for giving Term Loan of INR 1500 million to Zuari Cement Limited in terms of the provisions of section 185 of the Companies Act, 2013 which allows the promoter group to exercise its voting rights on such resolutions. Similarly, Resolution No. 7 was moved for obtaining shareholders' approval under Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which debars promoters to cast vote on such resolutions. Accordingly, Cementum I B.V., sole promoter of the Company, has abstained from voting on Resolution No. 7. The same has been passed by the minority shareholders of the Company with an overwhelming majority.

:

Sd/-
Jamshed Naval Cooper
Chairperson



Annexure - ii

Date of AGM: 18th September 2020

Total Number of Shareholders as on Cut-off Date i.e., 11th September 2020: 70583

No. of Shareholders present in the Meeting either in person or through proxy*:
(*Based on shareholders registering attendance)

Promoters and Promoter Group	Not Applicable
Public	Not Applicable

No of Shareholders attended meeting through Video Conferencing :

Promoters and Promoter Group	-
Public	131

Agenda- wise disclosure

The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.

ORDINARY BUSINESS

Resolution No.: 1 - Adoption of the Audited Financial Statements together with the Reports of the Board of Directors and Auditors' and other requisite documents for the financial year ended 31st March 2020.

Resolution required : Whether promoter/promoter Group are interested in the agenda/resolution:				Ordinary Resolution				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding Shares	No. of Votes - 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	E-Voting		157,244,693	100.0000	157,244,693	0	100.0000	-
	Poll	157,244,693	-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		157,244,693	157,244,693	100.0000	157,244,693	0	100.0000
Public - Institutions	E-Voting		30,468,746	85.3946	30,468,746	0	100.0000	0.0000
	Poll	35,679,962	-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		35,679,962	30,468,746	85.3946	30,468,746	0	100.0000
Public - Non Institutions	E-Voting		34,523	0.1025	34,422	101	99.7074	0.2926
	Poll*	33,688,461	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		33,688,461	34,523	0.1025	34,422	101	99.7074
Total		226,613,116	187,747,962	82.8496	187,747,861	101	99.9999	0.0001



Resolution No.: 2 - Declaration of Final Dividend on Equity Shares @ Rs. 6.0 per Equity Share and confirmation of Interim Dividend of Re. 1.50 per share already paid.

Resolution required : Whether promoter/promoter Group are interested in the agenda/resolution:				Ordinary 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)	% of Votes in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoters and Promoter Group	E-Voting	157,244,693	157,244,693	100.0000	157,244,693	0	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	157,244,693	157,244,693	100.0000	157,244,693	0	100.0000	0.0000
Public - Institutions	E-Voting	35,679,962	31,716,751	88.8923	31,716,751	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	35,679,962	31,716,751	88.8923	31,716,751	0	100.0000	0.0000
Public - Non Institutions	E-Voting	33,688,461	33,923	0.1007	33,817	106	99.6875	0.3125
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33,688,461	33,923	0.1007	33,817	106	99.6875	0.3125
Total		226,613,116	188,995,367	83.4000	188,995,261	106	99.9999	0.0001

Resolution 3 – Reappointment of Ms. Soek Peng Sim (holding DIN 06958955), as a Director.

Resolution required : Whether promoter/promoter Group are interested in the agenda/resolution:				Ordinary 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)	% of Votes in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoters and Promoter Group	E-Voting	157,244,693	157,244,693	100.0000	157,244,693	0	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	157,244,693	157,244,693	100.0000	157,244,693	0	100.0000	0.0000
Public - Institutions	E-Voting	35,679,962	31,667,784	88.7551	26,882,965	4,784,819	84.8906	15.1094
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	35,679,962	31,667,784	88.7551	26,882,965	4,784,819	84.8906	15.1094
Public - Non Institutions	E-Voting	33,688,461	32,971	0.0979	32,005	966	97.0702	2.9298
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33,688,461	32,971	0.0979	32,005	966	97.0702	2.9298
Total		226,613,116	188,945,448	83.3780	184,159,663	4,785,785	97.4671	2.5329



Resolution 4 – Reappointment of Mr. Jamshed Naval Cooper (holding DIN 01527371) as Managing Director of the Company for further period of three years with effect from 1st July 2020 to 30th June 2023.

Resolution required : Whether promoter/promoter Group are interested in the agenda/resolution:				Ordinary Resolution				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding Shares	No. of Votes - 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	E-Voting	157,244,693	157,244,693	100.0000	157,244,693	0	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	157,244,693	157,244,693	100.0000	157,244,693	0	100.0000	0.0000
Public - Institutions	E-Voting	35,679,962	31,667,784	88.7551	31,490,419	177,365	99.4399	0.5601
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	35,679,962	31,667,784	88.7551	31,490,419	177,365	99.4399	0.5601
Public - Non Institutions	E-Voting	33,688,461	33,006	0.0980	32,574	432	98.6911	1.3089
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33,688,461	33,006	0.0980	32,574	432	98.6911	1.3089
	Total	226,613,116	188,945,483	83.3780	188,767,686	177,797	99.9059	0.0941

Resolution 5 – Ratification of remuneration of Cost Auditors, M/s. R.J. Goel & Co. , for the financial year 2020-21.

Resolution required : Whether promoter/promoter Group are interested in the agenda/resolution:				Ordinary Resolution				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding Shares	No. of Votes - 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	E-Voting	157,244,693	157,244,693	100.0000	157,244,693	0	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	157,244,693	157,244,693	100.0000	157,244,693	0	100.0000	0.0000
Public - Institutions	E-Voting	35,679,962	31,716,751	88.8923	31,716,751	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	35,679,962	31,716,751	88.8923	31,716,751	0	100.0000	0.0000
Public - Non Institutions	E-Voting	33,688,461	34,162	0.1014	33,815	347	98.9843	1.0157
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33,688,461	34,162	0.1014	33,815	347	98.9843	1.0157
	Total	226,613,116	188,995,606	83.4001	188,995,259	347	99.9998	0.0002



Resolution 6 – Approval under Section 185 of the Companies Act, 2013 for giving term loan of INR 1500 million to Zuari Cement Limited.

Resolution required : Whether promoter/promoter Group are interested in the agenda/resolution:				Special Resolution				
				Yes				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding Shares	No. of Votes - 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	E-Voting	157,244,693	157,244,693	100.0000	157,244,693	0	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		157,244,693	157,244,693	100.0000	157,244,693	0	100.0000
Public - Institutions	E-Voting	35,679,962	30,499,253	85.4801	27,425,974	3,073,279	89.9234	10.0766
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		35,679,962	30,499,253	85.4801	27,425,974	3,073,279	89.9234
Public - Non Institutions	E-Voting	33,688,461	34,178	0.1015	30,111	4,067	88.1005	11.8995
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		33,688,461	34,178	0.1015	30,111	4,067	88.1005
Total		226,613,116	187,778,124	82.8629	184,700,778	3,077,346	98.3612	1.6388

Resolution 7 – Approval under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for giving term loan of INR 1500 million to Zuari Cement Limited (connected to Resolution No. 6).

Resolution required : Whether promoter/promoter Group are interested in the agenda/resolution:				Ordinary Resolution				
				Yes				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding Shares	No. of Votes - 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	E-Voting	157,244,693	0	0.0000	0	0	0.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		157,244,693	0	0.0000	0	0	0.0000
Public - Institutions	E-Voting	35,679,962	30,499,253	85.4801	27,425,974	3,073,279	89.9234	10.0766
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		35,679,962	30,499,253	85.4801	27,425,974	3,073,279	89.9234
Public - Non Institutions	E-Voting	33,688,461	34,198	0.1015	30,186	4,012	88.2683	11.7317
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		33,688,461	34,198	0.1015	30,186	4,012	88.2683
Total		226,613,116	30,533,451	13.4738	27,456,160	3,077,291	89.9216	10.0784

