



# SAGAR CEMENTS LIMITED

Ref:SCL:SEC:NSE:2023-24

22<sup>nd</sup> September 2023

The National Stock Exchange of India Ltd.,  
"Exchange Plaza", 5<sup>th</sup> Floor  
Bandra – Kurla Complex  
Bandra (East)  
**Mumbai – 400 051**

The Secretary  
BSE Limited  
P J Towers  
Dalal Street  
**Mumbai – 400 001**

**Symbol** SAGCEM  
**Series** EQ  
**ISIN** INE 229C01021

**Scrip Code: 502090**

**Symbol** SAGCEM  
**Series** DEBT  
**ISIN** INE433R07016

Dear Sir,

**Sub: Submission of the outcome of the Postal Ballot Results as per Regulation 30, 44 and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended.**

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We refer to our intimation dated 19<sup>th</sup> August, 2023 regarding the dispatch of Notice of Postal Ballot dated 8<sup>th</sup> August 2023 to our members seeking their approval through Special Resolution by way of e-voting regarding Alteration proposed in the Articles of Association of the Company through a Special Resolution.

The voting period in respect of the above, which opened on 23<sup>rd</sup> August, 2023, was closed on 21<sup>st</sup> September, 2023 at 5.00 p.m. (IST) and based on the Scrutinizer's report received later, our Managing Director has since disclosed the voting results on today.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to inform you that the resolution mentioned in the aforesaid Postal Ballot Notice have been passed with the requisite majority by the members of the Company. This resolution is now deemed to have been passed on the last date fixed for casting votes through postal ballot i.e. on 21<sup>st</sup> September, 2023.

The details of the voting results in the format specified under Listing Regulations and the Scrutinizer report are enclosed and these documents are also being made available on the company's website: [www.sagarcements.in](http://www.sagarcements.in) and on the website of the Registrar and Transfer Agents <https://www.kfintech.com>.

Thanking you,  
Yours faithfully

Thanking you

Yours faithfully  
For Sagar Cements Limited

  
R. Soundararajan  
Company Secretary



**Registered Office :** Plot No. 111, Road No.10, Jubilee Hills, Hyderabad - 500033, Telangana State, India.

Phone : +91-40-23351571, 23356572 Fax : +91-40-23356573 E-mail : [info@sagarcements.in](mailto:info@sagarcements.in) Website : [www.sagarcements.in](http://www.sagarcements.in)

CIN : L26942TG1981PLC002887 GSTIN : 36AACCS8680H2ZY

**Factories :** Mattampally Village & Mandal, Suryapet District, Telangana State - 508204. Phone : 08683 - 247039 GSTIN : 36AACCS8680H1ZZ

Bayyavaram Village, Kasimkota Mandal, Anakapally District, Andhra Pradesh State - 531031. Phone : 08924-244550 Fax : 08924-244570 GSTIN : 37AACCS8680H1ZX

Gudipadu Village, Yadiki Mandal, Ananthapur District, Andhra Pradesh State - 515408. Phone: 08558-200272 GSTIN : 37AACCS8680H1ZX



# B S S & ASSOCIATES

## COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBI, Anandnagar, Khairatabad, Hyderabad-500 004  
Phone : 040 - 40171671 , Cell : 6309490217  
E-mail :- cs@bssandassociates.com

### Scrutinizer's Report on Postal Ballot through remote e-voting

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Sections 108 & 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To  
The Chairman,  
**SAGAR CEMENTS LIMITED,**  
Plot No.111, Road No.10,  
Jubilee Hills, Hyderabad,  
Telangana-500033.

We, **B S S & Associates**, Company Secretaries, Hyderabad, were appointed by the Board of Directors of "**SAGAR CEMENTS LIMITED**" [CIN: L26942TG1981PLC002887] ("**the Company**") for the purpose of scrutinizing the postal ballot through remote e-voting process in respect of business contained in the Postal Ballot Notice dated 08<sup>th</sup> August, 2023 (the "**Postal Ballot Notice**") issued by the Company to all its members, in a fair and transparent manner, pursuant to the provisions of Sections 108 & 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting on the resolution contained in the Postal Ballot Notice of the members of the Company.

Our responsibility as Scrutinizer for the postal ballot through remote e-voting process for resolution was restricted to make a Scrutinizer's Report of the votes cast 'In favour' or 'against' of the resolution stated in the said Postal Ballot Notice based on the reports generated from the e-voting system provided by KFin Technologies Limited ("KFinTech"), the agency engaged by the Company to provide voting through electronic means i.e. by e-voting.

In this connection, we submit hereunder the Scrutinizer's Report on the e-voting:

1. The Members of the Company as on "Cut-off" date i.e., Friday, August 18, 2023 were entitled to vote on the resolution set out in the Postal Ballot Notice.
2. As per the MCA Circulars, after due examination, it has been decided to allow companies to transact items through postal ballot up to 30<sup>th</sup> September, 2023 in accordance with the framework set out in the MCA Circulars.



3. KFintech, on 21<sup>st</sup> August, 2023, transmitted the Postal Ballot Notice through email to the Members of the Company whose names appeared in the Register of Members/List of Beneficial Owners maintained by the Company / Depositories, as on 18<sup>th</sup> August, 2023.
4. The remote e-voting period remained open from 9.00 a.m.(IST) on August 23, 2023 to 5.00 p.m. (IST) on September 21, 2023.
5. At the end of e-voting period on Thursday, 21<sup>st</sup> September, 2023 at 5:00 p.m.(IST), the e-voting portal of KFintech was disabled forthwith.
6. The votes cast through the e-voting process (remote e-voting) were unblocked on Thursday, 21<sup>st</sup> September, 2023 at around 05.08 p.m. (IST).
7. Thereafter, the details containing, inter alia, list of Members who assented or dissented to/ voted for or against the special resolution that was put to vote was generated from the e-voting website of KFintech i.e., <https://evoting.kfintech.com>.
8. A summary of the Postal Ballot through remote e-voting is as under:

**a) Resolution (as a Special Resolution)**

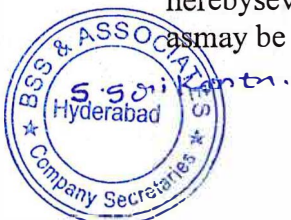
**Alteration in the Articles of Association of the Company.**

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) thereto or re-enactment thereof, for the time being in force), and any other law as may be applicable, consent of the members of the Company be and is hereby accorded for the insertion of the following para as part of Clause 97 in the Articles of Association of the Company:

“Further, if it is provided by any Trust Deed, securing or otherwise, in connection with any issue of debentures of the Company, the Board of Directors of the Company shall appoint the person nominated by the Debenture Trustee(s) in terms of Clause (e) of sub regulation (1) of regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 (as may be amended from time to time) as a Nominee Director of the Company at the earliest from the date of receipt nomination from the Debenture Trustee and within the time period as specified under Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and other applicable provisions or regulations and modifications, including any amendments thereto.

A Nominee Director so appointed may be removed from office at any time by the person or persons in whom for the time being is vested the power under which he was appointed and another Director may be appointed in his place. The Nominee Director shall not be liable to retire by rotation nor required to hold any qualification shares.”

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution.”



Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Total Postal Ballots (Remote e-voting)	279	11,04,85,899	-
Less: Total number of votes Invalid/abstained	11	912	-
Total Valid Postal Ballots (Remote e-voting)	268	11,04,84,987	100.00
Postal Ballots (Remote e-voting) Voted <b>in favour</b> of Resolution	257	11,04,84,424	99.9995
Postal Ballots (Remote e-voting) Voted <b>against</b> the resolution	11	563	0.0005

Based on the above information, you may accordingly declare the result of the Postal Ballot through e-voting.

Thanking you,

Yours faithfully,  
For **B S S & Associates**  
**Company Secretaries**

*S. Srikanth*  
**S.Srikanth**  
**Partner**  
**M.No.22119, CoP:7999**  
**UDIN: A022119E001057043**  
**Peer Review Cert No.726/2020**



Date: 22.09.2023  
Place: Hyderabad

**Countersigned by**  
**For Sagar Cements Limited**

*Dr. S. Anand Reddy*  
**Dr.S.Anand Reddy**  
**Managing Director**  
**DIN: 00123870**  
**(Under authority by Chairman)**

Date: 22.09.2023  
Place: Hyderabad



<b>Company Name</b>	SAGAR CEMENTS LIMITED
<b>Date of the AGM/EGM</b>	
<b>Total number of shareholders on record date</b>	32769
<b>No. of shareholders present in the meeting either in person or</b>	
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through Video</b>	
<b>Promoters and Promoter Group:</b>	0
<b>Public:</b>	0

<b>Resolution required: (Ordinary/ Special)</b>	SPECIAL - To consider and approve Alteration in the Articles of Association of the Company.							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	59078010	59068010	99.9831	59068010	0	100.0000	0.0000
	Poll	59078010	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	59078010	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	28215181	24483245	86.7733	24483245	0	100.0000	0.0000
	Poll	28215181	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	28215181	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	43414357	26933732	62.0388	26933169	563	99.9979	0.0020
	Poll	43414357	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	43414357	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>130707548</b>	<b>110484987</b>	<b>84.5284</b>	<b>110484424</b>	<b>563</b>	<b>99.9995</b>	<b>0.0005</b>



*J.S.*



# MINUTES BOOK

## Resolution: Alteration in the Articles of Association of the Company

Particulars	Number of Votes
Total Postal Ballots (Remote e-voting)	11,04,85,899
Less: Total number of valid votes invalid/abstained	912
Total Valid Postal Ballots (Remote e-voting)	11,04,84,987
Postal Ballots (Remote e-voting) voted in favour of Resolution	11,04,84,424
Postal Ballots (Remote e-voting) voted against the Resolution	563

Thereafter, the Managing Director proceeded with the declaration of results of postal ballot on the basis of the Scrutinizer's Report and announced the following resolutions as set out in the Notice of Postal Ballot as having been passed / approved by the members with the requisite majority and the said resolution as set out below was declared as deemed to have been passed on 21<sup>st</sup> September, 2023, being the last date specified for casting votes through e-voting.

### Resolution:


#### Alteration in the Articles of Association of the Company

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) thereto or re-enactment thereof, for the time being in force), and any other law as may be applicable, consent of the members of the Company be and is hereby accorded for the insertion of the following para as part of Clause 97 in the Articles of Association of the Company:

"Further, if it is provided by any Trust Deed, securing or otherwise, in connection with any issue of debentures of the Company, the Board of Directors of the Company shall appoint the person nominated by the Debenture Trustee(s) in terms of Clause (e) of sub regulation (1) of regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 (as may be amended from time to time) as a Nominee Director of the Company at the earliest from the date of receipt of nomination from the Debenture Trustee and within the time period as specified under Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and other applicable provisions or regulations and modifications, including any amendments thereto.

A Nominee Director so appointed may be removed from office at any time by the person or persons in whom for the time being is vested the power under which he was appointed and another Director may be appointed in his place. The Nominee Director shall not be liable to retire by rotation nor required to hold any qualification shares."

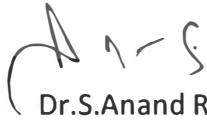
CHAIRMAN'S INITIALS



# MINUTES BOOK

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

Place: Hyderabad  
Date : 22.9.2023

  
Dr.S.Anand Reddy  
Managing Director

CHAIRMAN'S INITIALS