

September 30, 2021

File No: 1010/1

BSE Limited  
P J Towers, 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

**Subject – Voting Results of the 8<sup>th</sup> AGM of the Company held on September 29, 2021.**

**Ref: Regulations 30 & 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

We wish to inform you that the 8<sup>th</sup> Annual General Meeting ("AGM") was held on September 29, 2021 at 11:30 a.m IST through Video Conferencing ("VC") / Other Audio Video Means ("OAVM") in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and provisions of the Listing Regulations, the Company had provided remote e-voting facility and e-voting facility at the AGM. Mr. R. Venkatasubramanian, Practicing Company Secretary, was appointed as the Scrutinizer to scrutinize the votes cast by the members through remote e-voting and instapoll during the AGM in a fair and transparent manner.

In terms of the provisions of Regulation 44 of the Listing Regulations, the details of the results of voting held through remote e-voting and e-voting at the AGM is attached as **Annexure - 1**.

The Scrutinizer's Report dated September 29, 2021 is attached as **Annexure - 2**.

All resolutions as set out in the Notice of the AGM have been duly approved by the shareholders with requisite majority.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
**For Dalmia Bharat Limited**



**Dr. Sanjeev Gemawat**  
Group General Counsel &  
Company Secretary  
Membership No. F3669



**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

**VOTING RESULTS**

<b>Date of AGM</b>	September 29, 2021
<b>Total Number of shareholders on Record Date</b>	46579
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>  Promoters and promoter Group: Public:	  NA NA
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>  Promoters and promoter Group: Public:	  19 89



A handwritten signature in blue ink, appearing to be a stylized name, located to the right of the stamp.

**1. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31.03.2021 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31.03.2021 together with the Report of the 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 (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	104,731,548	99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	37,495,984	27,007,374	72.0274	26,182,702	824,672	96.9465	3.0535
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		27,007,374	72.0274	26,182,702	824,672	96.9465	3.0535
Public- Non Institutions	E-Voting	44,889,981	2,924,484	6.5148	2,924,483	1	99.9999	0.0000
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,993	20.0468	8,998,992	1	100.0000	0.0000
Total	(A+B+C)	187,117,513	140,737,915	75.2137	139,913,242	824,673	99.4140	0.5860

**Note: 1,071,061 votes abstained are not included.**



**2. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for declaration of dividend of Re.1.33(66.50%) per equity share of Rs.2/- each for the financial year ended 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 (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	104,731,548	99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	37,495,984	27,084,235	72.2324	27,084,235	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		27,084,235	72.2324	27,084,235	0	100.0000	0.0000
Public- Non Institutions	E-Voting	44,889,981	2,924,486	6.5148	2,924,485	1	99.9999	0.0000
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,995	20.0468	8,998,994	1	100.0000	0.0000
Total	(A+B+C)	187,117,513	140,814,778	75.2547	140,814,777	1	100.0000	0.0000

**Note: 994,198 votes abstained are not included.**



**3. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Mr.Yadu Hari Dalmia (DIN:00009800) as a Director liable to retire by rotation.:**

Resolution required: (Ordinary/Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes (to the extent of their shareholding)				
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	104,731,548	99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	37,495,984	26,790,080	71.4479	16,645,180	10,144,900	62.1319	37.8681
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		26,790,080	71.4479	16,645,180	10,144,900	62.1319	37.8681
Public- Non Institutions	E-Voting	44,889,981	2,924,484	6.5148	2,924,423	61	99.9980	0.0020
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,993	20.0468	8,998,932	61	99.9993	0.0007
Total	(A+B+C)	187,117,513	140,520,621	75.0975	130,375,660	10,144,961	92.7804	7.2196

**Note: 1,288,355 votes abstained are not included.**



**4.Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for appointment of M/s Walker Chandio & Co LLP, Chartered Accountants(Firm Registration No.001076N/N500013) as Statutory Auditors of the Company.**

Resolution required: (Ordinary/Special)				Ordinary				
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	104,731,548	99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	37,495,984	27,084,235	72.2324	26,502,848	581,387	97.8534	2.1465
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		27,084,235	72.2324	26,502,848	581,387	97.8534	2.1466
Public- Non Institutions	E-Voting	44,889,981	2,924,484	6.5148	2,924,457	27	99.9991	0.0009
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,993	20.0468	8,998,966	27	99.9997	0.0003
Total	(A+B+C)	187,117,513	140,814,776	75.2547	140,233,362	581,414	99.5871	0.4129

**Note: 994,200 votes abstained are not included.**



**5. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution passed for consent of the members of the Company for continuance of appointment of Mr. Yadu Hari Dalmia (DIN: 00009800), who is of more than seventy five years of age, as a Non-Executive Director of the Company, liable to retire by rotation pursuant to Regulation 17(1A) of SEBI (LODR) Regulations,2015**

Resolution required: (Ordinary/Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes (to the extent of their shareholding)				
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	104,731,548	99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	37,495,984	26,790,080	71.4479	16,694,321	10,095,759	62.3153	37.6847
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		26,790,080	71.4479	16,694,321	10,095,759	62.3153	37.6847
Public- Non Institutions	E-Voting	44,889,981	2,924,484	6.5148	2,924,403	81	99.9972	0.0028
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,993	20.0468	8,998,912	81	99.9991	0.0009
Total	(A+B+C)	187,117,513	140,520,621	75.0975	130,424,781	10,095,840	92.8154	7.1846

**Note: 1,288,355 votes abstained are not included.**



**6. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution passed for consent of the members of the Company for continuance of appointment of Mr.Virendra Singh Jain (DIN: 00253196), who is of more than seventy five years of age, as an Independent Director of the Company, liable to retire by rotation pursuant to Regulation 17(1A) of SEBI(LODR) Regulations,2015**

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	104,731,548	99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public-Institutions	E-Voting	37,495,984	26,746,089	71.3305	21,421,350	5,324,739	80.0915	19.9085
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		26,746,089	71.3305	21,421,350	5,324,739	80.0915	19.9085
Public- Non Institutions	E-Voting	44,889,981	2,924,484	6.5148	2,919,552	4,932	99.8314	0.1686
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,993	20.0468	8,994,061	4,932	99.9452	0.0548
Total	(A+B+C)	187,117,513	140,476,630	75.0740	135,146,959	5,329,671	96.2060	3.7940

**Note: 1,332,346 votes abstained are not included.**





**7. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution passed for consent of the members of the Company for approval of payment of remuneration to Mr.Gautam Dalmia (DIN:00009758),Managing Director of the Company for the remaining period of two years from October 30,2021 to October 29,2023 as detailed in the notice**

Resolution required: (Ordinary/Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes (to the extent of their shareholding)				
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	104,731,548	99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	37,495,984	26,790,080	71.4479	12,298,585	14,491,495	45.9072	54.0928
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		26,790,080	71.4479	12,298,585	14,491,495	45.9072	54.0928
Public- Non Institutions	E-Voting	44,889,981	2,924,486	6.5148	2,924,423	63	99.9978	0.0022
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,995	20.0468	8,998,932	63	99.9993	0.0007
Total	(A+B+C)	187,117,513	140,520,623	75.0975	126,029,065	14,491,558	89.6872	10.3128

**Note: 1,288,353 votes abstained are not included.**



**8 Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution passed for consent of the members of the Company for approval of payment of remuneration to Mr.Puneet Yadu Dalmia (DIN:00022633),Managing Director of the Company for the remaining period of two years from October 30,2021 to October 29,2023 as detailed in the notice**

Resolution required: (Ordinary/Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes (to the extent of their shareholding)				
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	104,731,548	99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	37,495,984	26,790,080	71.4479	12,298,585	14,491,495	45.9072	54.0928
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		26,790,080	71.4479	12,298,585	14,491,495	45.9072	54.0928
Public- Non Institutions	E-Voting	44,889,981	2,924,486	6.5148	2,924,443	43	99.9985	0.0015
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,995	20.0468	8,998,952	43	99.9995	0.0005
Total	(A+B+C)	187,117,513	140,520,623	75.0975	126,029,085	14,491,538	89.6873	10.3127

**Note: 1,288,353 votes abstained are not included.**



**CS R. Venkatasubramanian,**  
M.Sc., Dip.in O.R., MIIA., ACMA., ACS.  
PRACTISING COMPANY SECRETARY

No.76, Angarai Agraharam,  
Angarai Post, Lalgudi Taluk,  
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Off : Ph : 0431 - 2541818,  
Mobile : 94431 - 31818.  
e.mail. : rvs.pcs@gmail.com.

Scrutinizer(s) Report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies  
(Management and Administration) Rules 2014)

To  
The Chairman  
Dalmia Bharat Limited  
(Formerly Odisha Cement Limited)  
Dalmiapuram, Tiruchirapalli District, TamilNadu. PIN: 621 651.

Eighth Annual General Meeting(AGM) of the Equity Shareholders of the Company held on  
29<sup>th</sup> day of September, 2021 at 11.30 a.m.  
Through Video Conferencing ('VC').

Dear Sir,

I, CS R. Venkatasubramanian, a Practicing Company Secretary, has been appointed as a Scrutinizer by the Board of Directors of Dalmia Bharat Limited (the Company) for the purpose of scrutinizing the voting through e-Voting at AGM at the 8<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of Dalmia Bharat Limited held on 29<sup>th</sup> September, 2021 at 11.30 am and concluded at 12.35 pm through Video Conferencing ('VC') in accordance with Ministry of Corporate Affairs (MCA) circular nos.14/2020 dated April 08, 2020, 17/2020 dated April 13,2020 and 20/2020 dated May 05, 2020 and Securities and Exchange Board of India vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC"), without the physical presence of the members at a common venue and through remote e-voting during the period from 25<sup>th</sup> September, 2021 (9.30 am) to 28<sup>th</sup> September, 2021 (5.00 pm) in a fair and transparent manner and ascertaining the requisite majority on voting through e-voting at AGM and remote e-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended in respect of resolutions contained in the Notice dated July 27, 2021.

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to remote e-voting and insta voting by the members on the resolutions proposed in the Notice calling the Eighth Annual General Meeting of the





Company, is the responsibility of the management. My Responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and submit a consolidated scrutinizer's report to the Chairman on the result of voting of the resolutions based on the reports generated from the electronic voting system provided by the M/s KFin Technologies Pvt. Ltd., to the members and other Participants at their platforms for participation in the e-AGM at <https://emeetings.kfintech.com> and for e-voting at <http://evoting.karvy.com>.

2. The remote e-voting period remained open from 25<sup>th</sup> September, 2021(9.30 am) to 28<sup>th</sup> September, 2021 (5.00 pm) and was disabled for voting thereafter.
3. The shareholders holding shares as on the Cut - off date i.e.22<sup>nd</sup> September, 2021 were eligible to vote on the proposed resolutions (Item No. 1 to 8 as set out in the Notice of AGM) by remote e-voting and e-voting at AGM.
4. In accordance with the provisions of Companies Act, 2013 and Companies (Management & Administration) Rules, 2014 with respect to voting and on proper scrutiny, I report the result as under:
  - i) Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31<sup>st</sup>March, 2021 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31-3-2021 together with the Report of the Auditors thereon - 99.4140% in favour of the resolution.
  - ii) Ordinary Resolution passed for declaration of dividend of Re.1.33 (66.50%) per Equity Share of Rs. 2/- each for the financial year ended 31st March, 2021. - 100.0000% in favour of the resolution.
  - iii) Ordinary Resolution passed for appointment of Mr.Yadu Hari Dalmia (DIN: 00009800), as a Director liable to retire by rotation - 92.7804% in favour of the resolution.
  - iv) Ordinary Resolution for appointment of M/s Walker Chandiook & Co LLP,Chartered Accountants(Firm Registration No.001076N/N500013) as Statutory Auditors of the Company - 99.5871% in favour of the resolution.
  - v) Special Resolution passed for continuance of appointment of Mr. Yadu Hari Dalmia (DIN: 00009800) who is of more than seventy five years of age, as a Non-Executive



**CS R Venkatasubramanian,**

M.Sc., Dip.in O.R., MIIA., ACMA., ACS.

**PRACTISING COMPANY SECRETARY**

No.76, Angarai Agraharam,  
Angarai Post, Lalgudi Taluk,  
Pin : 621 703, Trichy Dt.,  
Off : Ph : 0431 - 2541818,  
Mobile : 94431 - 31818.  
e.mail. : rvs.pcs@gmail.com.

- Director of the Company, liable to retire by rotation pursuant to Regulation 17(1A) of SEBI (LODR) Regulations, 2015 - 92.8154% in favour of the resolution.
- vi) Special Resolution passed for continuance of appointment of Mr. Virendra Singh Jain (DIN: 00253196) who is of more than seventy five years of age, as an Independent Director of the Company, liable to retire by rotation pursuant to Regulation 17(1A) of SEBI (LODR) Regulations, 2015 - 96.2060% in favour of the resolution.
- vii) Special Resolution passed for approval of payment of remuneration to Mr.Gautam Dalmia(DIN:00009758),Managing Director of the Company for the remaining period of two years from October 30,2021 to October 29,2023 as detailed in the notice - 89.6872% in favour of the resolution.
- viii) Special Resolution passed for approval of payment remuneration to Mr.Puneet Yadu Dalmia(DIN:00022633),Managing Director of the Company for the remaining period of two years from October 30,2021 to October 29,2023 as detailed in the notice - 89.6873% in favour of the resolution
- In conclusion, all the 8( Eight) Resolutions have been passed with requisite majority.

5. The details of the above mentioned result has been given in the Annexure.
6. The Register, all other papers and relevant records relating to remote e-voting and e-voting at AGM shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be thereafter handed over to the Company Secretary for safe keeping.

Place: Angarai  
Date: 29.09.2021



  
R.Venkatasubramanian  
Practising Company Secretary  
ACS - 3673; CP - 3893  
UDIN: A003673C001039202





**ANNEXURE TO SCRUTINIZER REPORT**

<b>Date of AGM</b>	29.09.2021
<b>Total Number of shareholders on Record Date</b>	46579
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>  Promoters and promoter Group: Public:	  NA NA
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>  Promoters and promoter Group: Public:	  19 89





1. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31.03.2021 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31.03.2021 together with the Report of the 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 (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		99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting		27,007,374	72.0274	26,182,702	824,672	96.9465	3.0535
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	37,495,984	0	0.0000	0	0	0.0000	0.0000
	Total (B)		27,007,374	72.0274	26,182,702	824,672	96.9465	3.0535
Public- Non Institutions	E-Voting		2,924,484	6.5148	2,924,483	1	99.9999	0.0000
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)	44,889,981	0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,993	20.0468	8,998,992	1	100.0000	0.0000
Total	(A+B+C)	187,117,513	140,737,915	75.2137	139,913,242	824,673	99.4140	0.5860

Note: 1,071,061 votes abstained are not included.



2. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for declaration of dividend of Re.1.33(66.50%) per equity share of Rs.2/- each for the financial year ended 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 (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		99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)	104,731,548						
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting		27,084,235	72.2324	27,084,235	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	37,495,984						
	Total (B)		27,084,235	72.2324	27,084,235	0	100.0000	0.0000
Public- Non Institutions	E-Voting		2,924,486	6.5148	2,924,485	1	99.9999	0.0000
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)	44,889,981						
	Total (C)		8,998,995	20.0468	8,998,994	1	100.0000	0.0000
Total	(A+B+C)	187,117,513	140,814,778	75.2547	140,814,777	1	100.0000	0.0000

Note: 994,198 votes abstained are not included.





3. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Mr. Yadu Hari Dalmia (DIN:00009800) as a Director liable to retire by rotation.:

Resolution required: (Ordinary/Special)		Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes(to the extent of their shareholding)									
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		99,548,560	95.0512	99,548,560	0	100.0000	0.0000			
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000			
	Postal Ballot (if applicable)	104,731,548	0	0.0000	0	0	0.0000	0.0000			
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000			
Public- Institutions	E-Voting		26,790,080	71.4479	16,645,180	10,144,900	62.1319	37.8681			
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	37,495,984	0	0.0000	0	0	0.0000	0.0000			
	Total (B)		26,790,080	71.4479	16,645,180	10,144,900	62.1319	37.8681			
Public- Non Institutions	E-Voting		2,924,484	6.5148	2,924,423	61	99.9980	0.0020			
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000			
	Postal Ballot (if applicable)	44,889,981	0	0.0000	0	0	0.0000	0.0000			
	Total (C)		8,998,993	20.0468	8,998,932	61	99.9993	0.0007			
Total	(A+B+C)	187,117,513	140,520,621	75.0975	130,375,660	10,144,961	92.7804	7.2196			

Note: 1,288,355 votes abstained are not included.



4.Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for appointment of M/s Walker Chandio & Co LLP, Chartered Accountants(Firm Registration No.001076N/N5000013) as Statutory Auditors of the Company.

Resolution required: (Ordinary/Special)		Ordinary						
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		99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM	104,731,548	5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting		27,084,235	72.2324	26,502,848	581,387	97.8534	2.1465
	E-voting at AGM	37,495,984	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Total (B)		27,084,235	72.2324	26,502,848	581,387	97.8534	2.1466
	E-Voting		2,924,484	6.5148	2,924,457	27	99.9991	0.0009
	E-voting at AGM	44,889,981	6,074,509	13.5320	6,074,509	0	100.0000	0.0000
Total	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,993	20.0468	8,998,966	27	99.9997	0.0003
	(A+B+C)	187,117,513	140,814,776	75.2547	140,233,362	581,414	99.5871	0.4129

Note: 994,200 votes abstained are not included.





5. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution passed for consent of the members of the Company for continuance of appointment of Mr. Yadu Hari Dalmia (DIN: 00009800), who is of more than seventy five years of age, as a Non-Executive Director of the Company, liable to retire by rotation pursuant to Regulation 17(1A) of SEBI (LODR) Regulations, 2015

Resolution required: (Ordinary/Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes(to the extent of their shareholding)						
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		99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting		26,790,080	71.4479	16,694,321	10,095,759	62.3153	37.6847
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	37,495,984	0	0.0000	0	0	0.0000	0.0000
	Total (B)		26,790,080	71.4479	16,694,321	10,095,759	62.3153	37.6847
Public- Non Institutions	E-Voting		2,924,484	6.5148	2,924,403	81	99.9972	0.0028
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)	44,889,981	0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,993	20.0468	8,998,912	81	99.9991	0.0009
Total	(A+B+C)	187,117,513	140,520,621	75.0975	130,424,781	10,095,840	92.8154	7.1846

Note: 1,288,355 votes abstained are not included.



6. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution passed for consent of the members of the Company for continuance of appointment of Mr. Virendra Singh Jain (DIN: 00253196), who is of more than seventy five years of age, as an Independent Director of the Company, liable to retire by rotation pursuant to Regulation 17(1A) of SEBI(LODR) Regulations, 2015

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		99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting		26,746,089	71.3305	21,421,350	5,324,739	80.0915	19.9085
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	37,495,984	0	0.0000	0	0	0.0000	0.0000
	Total (B)		26,746,089	71.3305	21,421,350	5,324,739	80.0915	19.9085
Public- Non Institutions	E-Voting		2,924,484	6.5148	2,919,552	4,932	99.8314	0.1686
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)	44,889,981	0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,993	20.0468	8,994,061	4,932	99.9452	0.0548
Total	(A+B+C)	187,117,513	140,476,630	75.0740	135,146,959	5,329,671	96.2060	3.7940

Note: 1,332,346 votes abstained are not included.





7. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution passed for consent of the members of the Company for approval of payment of remuneration to Mr.Gautam Dalmia(DIN:00009758),Managing Director of the Company for the remaining period of two years from October 30,2021 to October 29,2023 as detailed in the notice

Resolution required: (Ordinary/Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes(to the extent of their shareholding)						
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		99,548,560	95.0512	99,548,560	0	100.0000	0.0000
	E-voting at AGM		5,182,988	4.9488	5,182,988	0	100.0000	0.0000
	Postal Ballot (if applicable)	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting		26,790,080	71.4479	12,298,585	14,491,495	45.9072	54.0928
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	37,495,984	0	0.0000	0	0	0.0000	0.0000
	Total (B)		26,790,080	71.4479	12,298,585	14,491,495	45.9072	54.0928
Public- Non Institutions	E-Voting		2,924,486	6.5148	2,924,423	63	99.9978	0.0022
	E-voting at AGM		6,074,509	13.5320	6,074,509	0	100.0000	0.0000
	Postal Ballot (if applicable)	44,889,981	0	0.0000	0	0	0.0000	0.0000
	Total (C)		8,998,995	20.0468	8,998,932	63	99.9993	0.0007
Total	(A+B+C)	187,117,513	140,520,623	75.0975	126,029,065	14,491,558	89.6872	10.3128

Note: 1,288,353 votes abstained are not included.



**8 Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution passed for consent of the members of the Company for approval of payment of remuneration to Mr.Puneet Yadu Dalmia(DIN:00022633),Managing Director of the Company for the remaining period of two years from October 30,2021 to October 29,2023 as detailed in the notice**

Resolution required: (Ordinary/Special)		Special									
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes(to the extent of their shareholding)									
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		99,548,560	95.0512	99,548,560	0	100.0000	0.0000			
	E-voting at AGM			4.9488	5,182,988	0	100.0000	0.0000			
	Postal Ballot (if applicable)	104,731,548	0	0.0000	0	0	0.0000	0.0000			
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000			
Public- Institutions	E-Voting		26,790,080	71.4479	12,298,585	14,491,495	45.9072	54.0928			
	E-voting at AGM			0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	37,495,984	0	0.0000	0	0	0.0000	0.0000			
	Total (B)		26,790,080	71.4479	12,298,585	14,491,495	45.9072	54.0928			
Public- Non Institutions	E-Voting		2,924,486	6.5148	2,924,443	43	99.9985	0.0015			
	E-voting at AGM			13.5320	6,074,509	0	100.0000	0.0000			
	Postal Ballot (if applicable)	44,889,981	0	0.0000	0	0	0.0000	0.0000			
	Total (C)		2,924,486	6.5148	2,924,443	43	99.9985	0.0015			
Total	(A+B+C)	187,117,513	140,520,623	75.0975	126,029,085	14,491,538	89.6873	10.3127			

Note: 1,288,353 votes abstained are not included.

