



June 30, 2023

File No: 1010/02

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 - Proceedings of 10th Annual General Meeting of the Company held on June 30, 2023

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are attaching herewith the proceedings of 10th Annual General Meeting ("AGM") of the members of the Company held today, i.e. Friday, June 30, 2023, at 11:30 A.M. IST through Video/Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Details of voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be submitted separately.

Kindly take a note of the same on your records and oblige.

Thanking you,

Yours faithfully,

For Dalmia Bharat Limited

Rajeev Kumar
Company Secretary

Dalmia Bharat Limited

11th & 12th 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

Proceedings of 10th Annual General Meeting ("AGM") of Dalmia Bharat Limited

1. Mr. Pradip Kumar Khaitan, Chairman, chaired the AGM.
2. Mr. Rajeev Kumar, Company Secretary assisted the Chairman in conducting the AGM.
3. The Company Secretary introduced Directors and other dignitaries present at the meeting and welcomed all the members. He informed that the AGM was being through Video/Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
4. The requisite quorum being present, the Chairman called the meeting to order and welcomed all the members. With the permission of the members, Notice of AGM and Auditor's Report were taken as read.
5. Mr. Pradip Kumar Khaitan, the Chairman and Mr. Puneet Yadu Dalmia, Managing Director & CEO of the Company addressed all the shareholders present at the meeting and briefed the shareholders about Company's performance during the financial year 2022-23. This was followed by a presentation by Mr. Dharmender Tuteja, Chief Financial Officer of the Company.
6. The Company Secretary informed the members about general instructions with respect to quorum, Q&A, remote e-voting, e-voting at the AGM, Scrutinizer etc. The Company appointed Mr. R. Venkatasubramanian, Practicing Company Secretary as Scrutinizer to scrutinize the process of remote e-voting and e-voting at the AGM. The voting result on resolutions will be announced on receipt of consolidated report from him. The results of e-voting shall be disseminated to the stock exchanges and shall also uploaded on the websites of the Company and KFin Technologies Limited, the authorized agency providing e-voting facility. The businesses mentioned in the Notice of AGM were placed before the meeting.
7. Thereafter, shareholders who got themselves registered as speakers asked their queries which were replied by Mr. Dharmender Tuteja, Chief Financial Officer of the Company.
8. The Company provided the remote e-voting facility to its members to cast votes electronically and remote e-voting commenced on June 26, 2023 (9:00 a.m. IST) and ended on June 29, 2023 (5:00 p.m. IST).
9. All the following resolutions as set out in the Notice convening the 10th AGM were put to vote through e-voting at the AGM. The e-voting at AGM was made available upto 15

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minutes after the AGM to members, who attended the meeting and did not vote through remote e-voting:

The following items as set out in the Notice convening the AGM were transacted and approved with requisite majority:

Item Nos.	Resolutions Description
1	Ordinary Resolution - Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2023.
2	Ordinary Resolution - Confirmation of payment of Interim Dividend of Rs. 4/- per equity share, already paid and Declaration of Final Dividend of Rs. 5/- (250%) per equity share for the financial year ended March 31, 2023.
3	Ordinary Resolution - Re-appointment of Mr. Yadu Hari Dalmia (DIN: 00009800), who retires by rotation and being eligible, offers himself for re-appointment.
4	Special Resolution - Re-appointment of Mr. Gautam Dalmia (DIN: 00009758) as Managing Director of the Company for a period of 5 years commencing from October 30, 2023.
5	Special Resolution - Re-appointment of Mr. Puneet Yadu Dalmia (DIN: 00022633) as Managing Director of the Company for a period of 5 years commencing from October 30, 2023.
6	Ordinary Resolution - Re-appointment of Mr. Yadu Hari Dalmia as Advisor in Dalmia Cement (Bharat) Limited, subsidiary of the Company.
7	Special Resolution - Appointment of Mr. Paul Heinz Hugentobler (DIN: 00452691) as an Independent Director of the Company w.e.f July 01, 2023
8	Special Resolution - Appointment of Mrs. Anuradha Mookerjee (DIN 10174271) as an Independent Director of the Company w.e.f July 01, 2023.
9	Ordinary Resolution - Payment of remuneration/commission to the Non-executive Directors.

The meeting concluded with a vote of thanks by the Chairman.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Dalmia Bharat Limited

Rajeev Kumar
Company Secretary

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