

Scrutinizer(s) Report

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

To,
The Chairman,
of the Twenty Second Annual General Meeting of
SCL Cements Limited,
3rd & 4th Floor, Anil Plaza II,
ABC, GS. Road, Guwahati- 781005, Assam

Dear Sir,

I, Harish Khurana proprietor of M/s Harish Khurana & Associates, Company Secretaries, having office at G-1/208-209 2nd Floor, Rohini, Sector-16, Delhi-110089, was appointed by the Board of Directors of **SCL CEMENTS LIMITED** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote electronic voting under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2016 & and e-voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Amendment Rules, 2016 through e-AGM, at the platform at <https://www.evoting.nsdl.com>, provided by the NSDL to the participants including Directors, Shareholders and Auditors of the Company, on the resolutions contained in the Notice calling, the Twenty Second Annual General Meeting ("AGM") of the Members of the Company, held on Wednesday, the 15th day of September, 2021 at 1.00 PM through Video Conferencing & Other Audio Visual Means (OAVM).

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to conducting of e-AGM through Video Conferencing and OAVM and providing facility to the shareholders/members to cast their vote electronically during the schedule time mentioned in the notice convening AGM and on the resolutions proposed in the Notice calling the Twenty Second 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 to render scrutinizer's report to the Chairman on the result of voting of the resolutions proposed during the proceedings of AGM for each and every item.

2. Since the AGM was called and convened in e-mode due to COVID 19 pandemic situation prevailing in the country and necessary platform to all the participants was provided to attend and participate in the e-AGM and resolutions mentioned in the Notice of 22nd AGM were voted and approved by e-voting.
3. The remote e-voting facility was provided to the members from 12th September, 2021 (9.00 a.m.) till 14th September, 2021 (5.00 p.m.) and on the date of e-AGM for 15 minutes who had not casted their vote earlier after the conclusion of the proceedings of e-AGM, i.e. from 13.11 till 13.26.
4. Vinay Cement Limited is one of the shareholder of the Company and is being represented by two different group in the proportionate of 76% & 24%, hence for this folio, two members have been counted, for the purpose of attendees of e-AGM.

Place: Delhi

Date: 17th September, 2021



For Harish Khurana & Associates
Company secretaries

(Harish Khurana)
C. P. No. 3506

ANNEXURE-I

Date of AGM – 15th September, 2021

Total No. of Shareholders as on record date – 13

Total No. of members who attended e-AGM - 7

- 1. Item No. 1- Details of the e-voting result in respect of Ordinary Resolution passed for adoption of Audited Financial Statements of the Company for the year ended March 31, 2021 and the Report(s) of the Directors' and the Auditors thereon:**

Mode of Voting: e-voting

Particulars	Number of Members Voting through			Number of votes cast through			Total in Percentage
	E-voting		Total	E-voting		Total	
Assent	6		6	2253253		2253253	75.7447
Dissent	6		6	721546		721546	24.2553
Invalid votes	0		0	0		0	0
Total	12		12	2974799		2974799	100



2. Item No. 2 - Details of the voting result in respect of Ordinary Resolution passed to re-appoint Shri Naveen Jain (DIN-00051183), as Director, who retires by rotation:

Mode of Voting: e-voting

Particulars	Number of Members Voting through			Number of votes cast through			Total in Percentage
	e-voting		Total	e-voting		Total	
Assent	6		6	2253253		2253253	75.7447
Dissent	6		6	721546		721546	24.2553
Invalid votes	0		0	0		0	0
Total	12		12	2974799		2974799	100

3. Item No. 3 - Details of the e-voting result in respect of Ordinary Resolution passed to appoint Shri Ganesh Jirkuntwar (DIN- 07479080) as Director of the Company:

Mode of Voting: e-voting

Particulars	Number of Members Voting through			Number of votes cast through			Total in Percentage
	e-voting		Total	E-voting		Total	
Assent	6		6	2253253		2253253	75.7447
Dissent	6		6	721546		721546	24.2553
Invalid votes	0		0	0		0	0
Total	12		12	2974799		2974799	100



RECOMMENDATION: Items 1, 2, & 3 specified in the Notice of AGM have been passed with majority. You may accordingly declare the result of the e-voting.

Place: Delhi

Date: 17th September, 2021

**For Harish Khurana & Associates
Company secretaries**



[Handwritten Signature]
(Harish Khurana)

C. P. No. 3506