



JVS & ASSOCIATES
COMPANY SECRETARIES

Flat No. 588, Pocket No. 4

Sector – 11, Dwarka

New Delhi – 110075

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Scrutinizer's Report

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Directors
Dalmia Cement (North East) Limited
(Formerly Calcom Cement India Limited)
3rd and 4th Floor, Anil Plaza II,
ABC, GS. Road, Guwahati-781005,
Assam

Dear Sir,

I, Jyoti Sharma proprietor of JVS & Associates, Company Secretaries, having office at Flat No. 588, Pocket No. 4, Sector-11, Dwarka, New Delhi-110075, was appointed by the Board of Directors of **CALCOM CEMENT INDIA LIMITED (now Dalmia Cement (North East) Limited)** ("the Company") as the Scrutinizer through Circular Resolution passed on April 29, 2023 for the purpose of conducting the Postal Ballot (Remote e-voting) under the provision of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Amendment Rules, 2014 and Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and MCA circulars issued in this regards from time to time, at the platform provided by National Securities Depository Limited (NSDL) at <https://www.evoting.nsdl.com>, in respect of the passing of the resolution(s) contained in the Postal Ballot Notice dated 29th April, 2023.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to remote e-voting and for the resolutions proposed in the Postal Ballot Notice, is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the e-voting process is conducted in a fair and transparent manner and to scrutinize the votes cast by members through remote e-voting by the members of the Company, and to render Scrutinizer's Report to the Board of Directors on the result of e-voting on the resolutions based on the reports generated from the electronic voting system provided by the National Securities Depository Limited (NSDL).

1. The Company has engaged National Securities Depository Limited (NSDL) to provide e-voting facilities to all the Members who were eligible to voting.
2. The Company has completed the dispatch of Postal Ballot Notice along with e-voting instructions to all the members who had their e-mail addresses registered with Depository(ies) / RTA / Company on 2nd May, 2023.



3. The Cut-off date for the purpose of identifying the Members who were entitled to vote on the resolution(s) placed for their approval was Friday, the 21st day of April, 2023.
4. The remote e-voting facility was provided to the members from 03rd May, 2023 (09:00 A.M.) till 01st June, 2023 (05:00 P.M.).

I. The result of the e-voting is as under:

1. Ordinary resolution to consider and approve the alteration of the capital clause of the Memorandum of Association.

The details of the above-mentioned result have been given in **Annexure I**.

2. Special resolution to approve the Borrowing limits.

The details of the above-mentioned result have been given in **Annexure II**.

3. Special resolution to approve the Creation of the security.

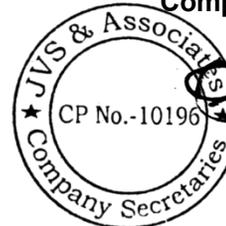
The details of the above-mentioned result have been given in **Annexure III**.

4. Special resolution to consider and approve the alteration of the objects clause of the Memorandum of Association.

The details of the above-mentioned result have been given in **Annexure IV**.

Place: New Delhi
Date: 2nd June, 2023

For JVS & Associates
Company Secretaries



(Jyoti Sharma)
C.P. No. 10196
M. No. F-8843

UDIN: F008843E000444729
Peer Review No – 810/2020

Remote e-voting of Postal Ballot Notice dated 29th April, 2023

Total No. of Shareholders as on record date:50

Total No. of members cast their votes:17

1. Item No. 1- Details of the e-voting result in respect of Ordinary Resolution to consider and approve the alteration of the capital clause of the Memorandum of Association:**Mode of Voting: e-voting**

Particulars	Number of Members Voting through e-voting	Number of Votes cast through e-voting	Total in Percentage
Assent	4	283606198	79.60
Dissent	13	72662742	20.40
Invalid Votes	(3)	(2453380)	(0.69)
Total	14	353815560	99.31

RECOMMENDATION: Item No. 1 specified in the Postal Ballot Notice dated 29th April, 2023 has been passed with majority.

Note:Three(3) votes cast by Institutional Shareholders against the resolution are considered to be “Invalid” on account of non-submission of copy of Board Resolution / Authority letter as per the general guidelines of shareholders forming part of the postal Ballot Notice dated 29th April, 2023.

Place: New Delhi
Date: 2nd June, 2023

For JVS & Associates
Company Secretaries



(Jyoti Sharma)
C.P. No. 10196
M. No. F-8843

UDIN: F008843E000444729
Peer Review No – 810/2020

Remote e-voting of Postal Ballot Notice dated 29th April, 2023

Total No. of Shareholders as on record date:50

Total No. of members cast their votes:17

2. Item No. 2- Details of the e-voting result in respect of Special Resolution to consider and approve the Borrowing limits:**Mode of Voting: e-voting**

Particulars	Number of Members Voting through e-voting	Number of Votes cast through e-voting	Total in Percentage
Assent	4	283606198	79.60
Dissent	13	72662742	20.40
Invalid Votes	(3)	(2453380)	(0.69)
Total	14	353815560	99.31

RECOMMENDATION: Item No. 2 specified in the Postal Ballot Notice dated 29th April, 2023 has been passed with majority.

Note:Three(3) votes cast by Institutional Shareholders against the resolution are considered to be “Invalid” on account of non-submission of copy of Board Resolution / Authority letter as per the general guidelines of shareholders forming part of the postal Ballot Notice dated 29th April, 2023.

Place: New Delhi

Date: 2nd June, 2023For JVS & Associates
Company Secretaries(Jyoti Sharma)
C.P. No. 10196
M. No. F-8843UDIN: F008843E000444729
Peer Review No – 810/2020

Remote e-voting of Postal Ballot Notice dated 29th April, 2023

Total No. of Shareholders as on record date:50

Total No. of members cast their votes:17

3. Item No. 3- Details of the e-voting result in respect of Special Resolution to consider and approve the Creation of the security:**Mode of Voting: e-voting**

Particulars	Number of Members Voting through e-voting	Number of Votes cast through e-voting	Total in Percentage
Assent	4	283606198	79.60
Dissent	13	72662742	20.40
Invalid Votes	(3)	(2453380)	(0.69)
Total	14	353815560	99.31

RECOMMENDATION: Item No. 3 specified in the Postal Ballot Notice dated 29th April, 2023 has been passed with majority.

Note:Three(3) votes cast by Institutional Shareholders against the resolution are considered to be “**Invalid**” on account of non-submission of copy of Board Resolution / Authority letter as per the general guidelines of shareholders forming part of the postal Ballot Notice dated 29th April, 2023.

Place: New Delhi
Date: 2nd June, 2023

**For JVS & Associates
Company Secretaries**



(Jyoti Sharma)
C.P. No. 10196
M. No. F-8843

UDIN: F008843E000444729
Peer Review No – 810/2020

Remote e-voting of Postal Ballot Notice dated 29th April, 2023

Total No. of Shareholders as on record date:50

Total No. of members cast their votes:17

4. Item No. 4- Details of the e-voting result in respect of Special Resolution to consider and approve the alteration of the objects clause of the Memorandum of Association:**Mode of Voting: e-voting**

Particulars	Number of Members Voting through e-voting	Number of Votes cast through e-voting	Total in Percentage
Assent	4	283606198	79.60
Dissent	13	72662742	20.40
Invalid Votes	(3)	(2453380)	(0.69)
Total	14	353815560	99.31

RECOMMENDATION: Item No. 4 specified in the Postal Ballot Notice dated 29th April, 2023 has been passed with majority.

Note:Three(3) votes cast by Institutional Shareholders against the resolution are considered to be “**Invalid**” on account of non-submission of copy of Board Resolution / Authority letter as per the general guidelines of shareholders forming part of the postal Ballot Notice dated 29th April, 2023.

Place: New Delhi
Date: 2nd June, 2023

**For JVS & Associates
Company Secretaries**



**(Jyoti Sharma)
C.P. No. 10196
M. No. F-8843**

UDIN: F008843E000444729
Peer Review No – 810/2020