



**SHREE CEMENT LIMITED**

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**CIN:-**L26943RJ1979PLC001935

**37<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 12<sup>TH</sup> AUGUST, 2016**

**Declaration of Results of Remote e-voting and poll**

As per the requirements of the Companies Act, 2013 and Listing Regulations, Company had provided remote e-voting facility to all its members entitled to cast their vote as on cut-off date i.e. 5<sup>th</sup> August, 2016 on all the resolutions as set out in the Notice of 37<sup>th</sup> Annual General Meeting (AGM). Remote e-voting had been allowed from 9<sup>th</sup> August, 2016 (9.00 A.M) to 11<sup>th</sup> August, 2016 (5.00 P.M). Mr. Pradeep Pincha, Practicing Company Secretary has been appointed as Scrutinizer to scrutinize the remote e-voting process as well as poll process to be conducted at the AGM in a fair and transparent manner.

Mr. Pradeep Pincha, Practicing Company Secretary submitted the Consolidated Scrutinizer's Report on remote e-voting process as well as polling conducted at the AGM vide its report dated 12<sup>th</sup> August, 2016. The Results of remote e-voting and poll conducted as per the Consolidated Scrutinizers' Report is as follows:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Total No. of Valid Vote casted	% Votes in favour	% Votes Against
1	Adoption of Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31 <sup>st</sup> March, 2016 (9 months period), the reports of the Board of Directors' and Auditors thereon.	Ordinary	27799703	98.52	1.48
2	Confirmation of payment of 1 <sup>st</sup> and 2 <sup>nd</sup> Interim Dividends on equity shares for the financial year ended 31 <sup>st</sup> March, 2016 (9 months period).	Ordinary	27868366	100.00	-
3	Re-appointment of Shri Prashant Bangur, Director, retires by rotation.	Ordinary	27750350	95.13	4.87
4	Appointment of M/s. B.R. Maheswari & Company, Chartered Accountants, New Delhi as Statutory Auditors of the Company.	Ordinary	27714849	96.13	3.87

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Total No. of Valid Vote casted	% Votes in favour	% Votes Against
5	Approval of payment of remuneration to M/s K.G. Goyal and Associates, Cost Accountants as Cost Auditor of the Company for the financial year ending on 31 <sup>st</sup> March, 2017.	Ordinary	27868366	99.99	0.01
6	Approval for re-designation of Shri Prashant Bangur from "Whole Time Director" to "Joint Managing Director" w.e.f. 2nd February, 2016 for remaining period of his tenure.	Special	27868281	99.87	0.13
7	Approval of re-appointment of Shri H. M. Bangur as Managing Director of the Company for a period of five years w.e.f 1 <sup>st</sup> April, 2016.	Special	26874982	99.31	0.69
8	Authorization to Board of Directors for issue of Non-convertible Debentures (NCDs) through Private Placement basis.	Special	27854712	99.84	0.16

Based on the aforesaid Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 37<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Date : 13<sup>th</sup> August, 2016  
Place: Beawar

For SHREE CEMENT LTD

  
(S.S. Khandelwal)  
Company Secretary