



SAGAR CEMENTS LIMITED

SCL:SEC:NSE:BSE:2016-17

29th September, 2016

The National Stock Exchange of India Ltd.,
"Exchange Plaza", 5th Floor
Bandra – Kurla Complex
Bandra (East)
Mumbai – 400 051

The Secretary
Bombay Stock Exchange Limited
P J Towers
Dalal Street
Mumbai – 400 001

Symbol: SAGCEM
Series: EQ

Scrip Code: 502090

Dear Sirs

Sub: 35th Annual General Meeting

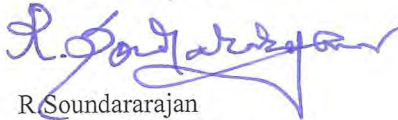
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In accordance with the Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, please find enclosed the voting results and Scrutinizer's Report on the resolutions passed at the 35th Annual General Meeting held on September 28, 2016 along with declaration by the Chairman of the meeting on the outcome of the voting on the resolutions for your information and records.

We are also forwarding herewith a copy of speech delivered by our Chairman at the above said meeting.

Thanking you

Yours faithfully
For Sagar Cements Limited


R. Soundararajan
Company Secretary

Encl.



Factory : Mattampally (Village & Mandal) - 508 204, Nalgonda - District. Phone : 08683 - 247039

Registered Office : Plot No. 111, Road No.10, Jubilee Hills, Hyderabad - 500 033

Phone : +91-40-23351571, 23356572 Fax : +91-40-23356573 info@sagarcements.in www.sagarcements.in
CIN : L26942TG1981PLC002887



35th Annual General Meeting held on Wednesday, September 28, 2016 at 4.00 p.m. at
Hotel Golkonda, Masab Tank, Hyderabad-500 028

DECLARATION OF RESULTS ON REMOTE E-VOTING AND POLLING PAPER

Pursuant to the provisions of Section 108 of the Companies Act 2013 read with the rules prescribed thereunder and in accordance with the SEBI (LODR) Regulations, 2015, the Company has provided e-voting facility to its members to cast their votes electronically on all the resolutions mentioned in the Notice of the 35th Annual General Meeting (AGM) of the Company held on September 28, 2016.

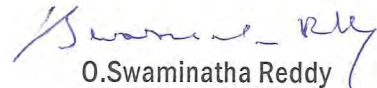
The e-voting commenced at 9.00 a.m. on 24th September 2016 and concluded on 5.00 p.m. on 27th September 2016.

For the members who attended the AGM either in person or through proxy and who had not casted their votes through e-voting, the company has provided the facility of voting through ballot forms at the AGM.

M/s.B S S & Associates, Company Secretaries acted as Scrutinizers for the entire voting process.

Based on the Scrutinizer's consolidated report dated 29th September 2016 (attached hereto), for e-voting and voting through ballot forms, I declare that all the resolutions contained in the Notice convening the 35th AGM have been passed with the requisite majority.

For Sagar Cements Limited


O.Swaminatha Reddy
Chairman of the 35th AGM

Place: Hyderabad
Date : 29.09.2016



Factory : Mattampally (Village & Mandal) - 508 204, Nalgonda - District. Phone : 08683 - 247039

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CIN : L26942TG1981PLC002887



B S S & ASSOCIATES COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBH, Anandnagar, Khairatabad, Hyderabad - 500 004.

Phone : 040 - 40171671, Cell : 9706175099

E-mail : bssass99@gmail.com

Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper

[Pursuant Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman,
Sagar Cements Limited,
Plot No.111, Road No.10,
Jubilee Hills,
Hyderabad,
Telangana-500033.

We, **B S S & Associates**, Company secretaries, Hyderabad, were appointed by the Board of Directors of "**Sagar Cements Limited**" ("**the Company**") for the purpose of scrutinizing the remote e-voting process and voting through polling paper at the 35th Annual General Meeting (AGM) of the members of the Company, in a fair and transparent manner and ascertain the requisite majority on remote e-voting and voting through polling paper carried out, as per the provisions the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 [Amendment Rules 2015], on the resolutions item numbers 1 to 10 as set out in the Notice dated 27th July, 2016 of the 35th AGM of the members of **Sagar Cements Limited**, held on 28th day of September, 2016 at 4.00 p.m at Hotel Golkonda, Masab Tank, Hyderabad - 500 028. Accordingly, we submit the report on completion of remote e-voting and voting through polling paper, as under:-

1. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the notice of AGM of the members of the Company. Our responsibility as Scrutinizer for the remote e-voting process and voting through ballot process conducted at the AGM is restricted to making Consolidated Scrutinizer's Report of the Votes cast 'In favour' or 'against' the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited ('Karvy'), the agency engaged by the Company to provide remote e-voting facility for e-voting and poll conducted at the AGM.
2. The remote e-voting period was open for four days from 9.00 am on 24th September, 2016 to 5.00 p.m on 27th September, 2016.
3. The cut-off date for the purpose of determining the entitlement for voting, by remote e-voting or voting through polling paper, on the proposed resolutions was 21st September, 2016.



4. After the time fixed for closing of the poll by the Chairman, 1 ballot box kept for polling was locked in our presence with due identification mark placed by us.
5. The locked ballot box was subsequently opened in our presence along with two witnesses 1.Mr.M.Vijayakumar and 2.Mr. G.Srinivasa Rao residents of Hyderabad who are not employees of the company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the company.
6. As required under the said rules, after the closure of the voting at the Annual General Meeting, the votes cast through poll were counted, thereafter the votes cast under the remote e-voting facility were unblocked on 28th September, 2016, the presence of Two witnesses of 1.Mr.M.Vijayakumar and 2. Mr. G.Srinivasa Rao, who are not in employment with the company.
7. The poll papers, which were incomplete or otherwise found defective were treated as invalid and kept separately.
8. Summary of the e-voting and poll is as follows:

a) Resolution 1 (as an Ordinary Resolution)

"Resolved that the audited Financial Statements of the Company for the year ended 31st March 2016 together with the reports of the auditors and directors thereon and the audited Consolidated Financial Statements of the Company for the year ended 31st March 2016 together with the report of the auditors thereon be and are hereby received, considered, approved and adopted."

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.84
Remote E-Voting	47	11493889	76.16
Total	75	15092764	100

(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	1	100	Negligible
Total	1	100	Negligible



(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	Nil	Nil
Remote E-Voting	2	200
Total	2	200

b) Resolution 2 (as an Ordinary Resolution)

"Resolved that the interim dividend of Rs.5/- per share already paid on the 1,73,88,014 equity shares of Rs.10/- each of the company for the year ended 31st March 2016 be and is hereby approved and the same be and is hereby confirmed as the final dividend for the said year".

(i) **Voted in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.85
Remote E-Voting	46	11493789	76.15
Total	74	15092664	100

(ii) **Voted against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	2	200	Negligible
Total	2	200	Negligible

(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	2	102
Remote E-Voting	2	200
Total	4	302



c) Resolution 3 (as an Ordinary Resolution)

"Resolved that Dr.S.Anand Reddy (DIN: 00123870) who retires by rotation in accordance with section 152 of the Companies, Act, 2013 be and is hereby re-appointed as a director liable to retire by rotation."

(i) Voted in favour of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.85
Remote E-Voting	46	11493789	76.15
Total	74	15092664	100

(ii) Voted against the resolution

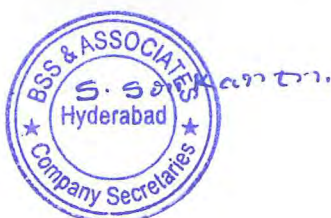
Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	1	100	Negligible
Total	1	100	Negligible

(iii) Invalid Votes:

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	2	102
Remote E-Voting	3	300
Total	5	402

d) Resolution 4 (as an Ordinary Resolution)

"Resolved that Shri John-Eric Fernand Pascal Cesar Bertrand (DIN: 06391176) who retires by rotation in accordance with section 152 of the Companies, Act, 2013 be and is hereby re-appointed as a director liable to retire by rotation."



(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.85
Remote E-Voting	45	11493739	76.15
Total	73	15092614	100

(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	2	150	Negligible
Total	2	150	Negligible

(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	2	102
Remote E-Voting	3	300
Total	5	402

e) Resolution 5 (as an Ordinary Resolution)

"Resolved that pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and of the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Company hereby ratifies the appointment of M/s.Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No.008072S), as auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 36th Annual General Meeting of the Company to be held in the year 2017, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the said Auditors."

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.85
Remote E-Voting	46	11493789	76.15
Total	74	15092664	100



(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	1	100	Negligible
Total	1	100	Negligible

(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	2	102
Remote E-Voting	3	300
Total	5	402

f) Resolution 6 (as a Special Resolution)

"RESOLVED THAT in accordance with Sec.196, 197 and other applicable provisions of the Companies Act, 2013 as amended or re-enacted from time to time, read with its Schedule V and subject to approvals, if any, as may be required from the Central Government, Financial Institutions and other authorities concerned, approval be and is hereby accorded to the re-appointment of Shri S.Veera Reddy (DIN: 00123833) as Managing Director of the Company, for a period of three years with effect from 13th July 2016 on the following terms:

Tenure	Three years with effect from 13.07.2016
Salary	Rs.8,00,000/- p.m.
Perquisites	In addition to the salary, the Managing Director (MD) will be eligible for perks and allowances subject to a maximum of 75% of salary and these may include: Provision for Rent Free Accommodation or House Rent Allowance, House Maintenance and Utility Allowance. Reimbursement of hospitalization and other medical expenses for self and family, personal accident insurance, car facility, telecommunication facility and club membership fee etc. Valuation of the above perquisites and allowances will be as per the Income Tax Act, 1961 and rules made thereunder and in the absence of any such rules, these perquisites and allowances will be valued at cost.



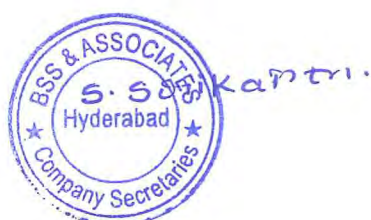
Other benefits	The Managing Director will be eligible for contribution to P.F., Superannuation Fund or Annuity to the extent these are not taxable, gratuity at a rate not exceeding half a month's salary for each completed year of service and encashment of leave at the end of his tenure.
Commission	Such amount of commission as may be fixed by the Board of Directors (Board) or a Committee thereof with reference to the Net Profit of the Company for each Financial Year as calculated in the manner prescribed for the purpose under the Companies Act, 2013 read with its applicable rules for the time being in force.
Other Terms	
Nature of Duties	The MD shall devote his time and attention to the business of the company and, subject to the superintendence, control and directions of the Board, perform such duties and exercise such powers as may be entrusted/assigned to him by the Board from time to time in connection with and in the best interest of the company and the business of its subsidiary company, including performing duties as assigned to him from time to time by serving on the Board of the subsidiary company or any other executive body or any committee of such company.
Termination of appointment	The appointment may be terminated by either party giving to the other party six month notice of such termination.

Resolved Further that in the event of loss or inadequacy of profits in any financial year during the tenure of Shri S.Veera Reddy as Managing Director, the above said remuneration be paid to him as the minimum remuneration, restricting it to the limit mentioned in the Section II (A) of Part II of Schedule V to the Companies Act 2013.

Resolved Further that the Board of Directors of the Company or a Committee thereof be and is hereby authorized to do all acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.85
Remote E-Voting	46	11493789	76.15
Total	74	15092664	100



(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	1	100	Negligible
Total	1	100	Negligible

(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	2	102
Remote E-Voting	3	300
Total	5	402

g) Resolution 7 (as a Special Resolution)

"RESOLVED THAT in accordance with Sec.196, 197 and other applicable provisions of the Companies Act, 2013 as amended or re-enacted from time to time, read with its Schedule V and subject to approvals, if any, as may be required from the Central Government, Financial Institutions and other authorities concerned, approval be and is hereby accorded to the re-appointment of Dr.S.Anand Reddy (DIN: 00123870) as a Whole-time director with the designation as Joint Managing Director of the Company, for a period of three years with effect from 21st November 2015 on the following remuneration:

Tenure	Three years with effect from 21.11.2015
Salary	Rs.6,00,000/- p.m.
Perquisites	In addition to salary, he will be eligible for perks and allowances subject to a maximum of 75% of salary and these may include: Provision for Rent Free Accommodation or House Rent Allowance, House Maintenance and Utility Allowance. Reimbursement of hospitalization and other medical expenses for self and family, personal accident insurance, car facility, telecommunication facility and club membership fee etc. Valuation of the above perquisites and allowances will be as per the Income Tax Act, 1961 and rules made thereunder and in the absence of any such rules, these perquisites and allowances will be valued at cost.



Other benefits	The Joint Managing Director (JMD) will be eligible for contribution to P.F., Superannuation Fund or Annuity to the extent these are not taxable, gratuity at a rate not exceeding half a month's salary for each completed year of service and encashment of leave at the end of his tenure.
Commission	Such amount of commission as may be fixed by the Board of Directors (Board) or a Committee thereof with reference to the Net Profit of the Company for each Financial Year as calculated in the manner prescribed for the purpose under the Companies Act, 2013 read with its applicable rules for the time being in force.
Other Terms	
Nature of Duties	The JMD shall devote his time and attention to the business of the company and perform such duties and exercise such powers as may be entrusted/assigned to him by the Managing Director and or by the Board from time to time, subject to the superintendence, control and directions of the Board in connection with and in the best interest of the company and the business of its subsidiary company, including performing duties as assigned to him from time to time by serving on the Board of the subsidiary company or any other executive body or any committee of such company.
Termination of appointment	The appointment may be terminated by either party giving to the other party six month notice of such termination.

Resolved Further that in the event of loss or inadequacy of profits in any financial year during the tenure of Dr.S.Anand Reddy as Joint Managing Director, the above said remuneration be paid to him as the minimum remuneration, restricting it to the limit mentioned in the Section II (A) of Part II of Schedule V to the Companies Act 2013.

Resolved Further that the Board of Directors of the Company or a committee thereof be and is hereby authorized to do all acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.85
Remote E-Voting	46	11493789	76.25
Total	74	15092664	100



(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	1	100	Negligible
Total	1	100	Negligible

(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	2	102
Remote E-Voting	3	300
Total	5	402

h) Resolution 8 (as a Special Resolution)

“RESOLVED THAT in accordance with Sec.196, 197 and other applicable provisions of the Companies Act, 2013 as amended or re-enacted from time to time, read with its Schedule V and subject to approvals, if any, as may be required from the Central Government, Financial Institutions and other authorities concerned, approval be and is hereby accorded to the re-appointment of Shri S.Sreekanth Reddy (DIN: 0123889) as a Whole-time director with the designation as Executive Director of the Company, for a period of three years with effect from 26th June 2016 on the following remuneration:

Tenure	Three years with effect from 26.06.2016
Salary	Rs.5,00,000/- p.m.
Perquisites	In addition to salary, he will be eligible for perks and allowances subject to a maximum of 75% of salary and these may include: Provision for Rent Free Accommodation or House Rent Allowance, House Maintenance and Utility Allowance. Reimbursement of hospitalization and other medical expenses for self and family, personal accident insurance, car facility, telecommunication facility and club membership fee etc. Valuation of the above perquisites and allowances will be as per the Income Tax Act, 1961 and rules made thereunder and in the absence of any such rules, these perquisites and allowances will be valued at cost.



Other benefits	The Executive Director (ED) will be eligible for contribution to P.F., Superannuation Fund or Annuity to the extent these are not taxable, gratuity at a rate not exceeding half a month's salary for each completed year of service and encashment of leave at the end of his tenure.
Commission	Such amount of commission as may be fixed by the Board of Directors (Board) or a Committee thereof with reference to the Net Profit of the Company for each Financial Year as calculated in the manner prescribed for the purpose under the Companies Act, 2013 read with its applicable rules for the time being in force.
Other Terms	
Nature of Duties	The ED shall devote his time and attention to the business of the company and perform such duties and exercise such powers as may be entrusted/assigned to him by the Managing Director and or by the Board from time to time, subject to the superintendence, control and directions of the Board in connection with and in the best interest of the company and the business of its subsidiary company, including performing duties as assigned to him from time to time by serving on the Board of the subsidiary company or any other executive body or any committee of such company.
Termination of appointment	The appointment may be terminated by either party giving to the other party six month notice of such termination.

Resolved Further that in the event of loss or inadequacy of profits in any financial year during the tenure of Shri S.Sreekanth Reddy as Executive Director, the above said remuneration might be paid to him as minimum remuneration, restricting it to the limit mentioned in the Section II (A) of Part II of Schedule V to the Companies Act 2013.

Resolved Further that the Board of Directors of the Company be or a Committee thereof be and is hereby authorized to do all acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.85
Remote E-Voting	46	11493789	76.15
Total	74	15092664	100



(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	1	100	Negligible
Total	1	100	Negligible

(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	2	102
Remote E-Voting	3	300
Total	5	402

i) **Resolution 9 (as an Ordinary Resolution)**

Resolved that pursuant to Section 148(3) and other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors Rules), 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby ratifies the payment of remuneration of Rs.2,50,000/- excluding reimbursement of actual travel and out of pocket expenses and applicable taxes to M/s.Narasimha Murthy & Co., Cost Accountants, Hyderabad, the Cost Auditors (Firm Registration No.000042), to conduct the audit of the cost records of the company for the financial year ending March 31, 2017."

"Resolved Further that the Board of Directors of the Company or a Committee thereof be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.85
Remote E-Voting	46	11493789	76.15
Total	74	15092664	0.00



(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	1	100	Negligible
Total	1	100	Negligible

(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	2	102
Remote E-Voting	3	300
Total	5	402

j) **Resolution 10 (as an Ordinary Resolution)**

"Pursuant to Section 20 of the Companies Act, 2013 it is hereby resolved to collect from every member of the Company who makes a specific request to the company to send any documents to him through a particular mode, a fee in advance as may be determined by the Board of Directors or a Committee thereof or the Registrars and Share transfer Agents of the Company to cover the expenses involved in delivering the said documents through the mode indicated by the member."

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	28	3598875	23.84
Remote E-Voting	41	10554197	69.93
Total	69	14153072	93.77

(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	Nil	Nil	Nil
Remote E-Voting	6	939692	8.18
Total	6	939692	8.18



(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	2	102
Remote E-Voting	3	300
Total	5	402

9. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at 35th AGM shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully

For B S S & Associates
Company Secretaries

S. Srikanth
S. Srikanth
Partner
C.P. # 7999



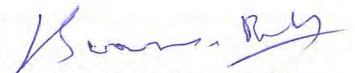
Date: 29.09.2016
Place: Hyderabad

Witnesses:


1. M. Vijaya Kumar


2. G. Srinivasa Rao

Received the report


O. SWAMINATHA REDDY
(Chairman of the Meeting)

Date: 29.09.2016
Place: Hyderabad

Date of the AGM/EGM	SAGAR CEMENTS LIMITED
Total number of shareholders on record date	28-09-2016
No. of shareholders present in the meeting either in person or through proxy:	9662
Promoters and Promoter Group:	15
Public:	54
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1	ORDINARY - Adoption of the audited financial statements for the financial year ended 31st March 2016 together with the Reports of the Directors and Auditors thereon and the audited consolidated financial statements for the year ended 31st March 2016 together with the Report of the Auditors thereon.									
Resolution required: (Ordinary/ Special)	No										
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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	9899658	9586373	96.8354	9586373	0	100.0000	0.0000			
	Poll		313285	3.1646	313285	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		9899658	100	9899658	0	100	0			
	E-Voting	1355552	962824	71.0282	962824	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		962824	71.0282	962824	0	100	0			
Public- Institutions	E-Voting	6132804	943062	15.3773	943062	0	100.0000	0.0000			
	Poll		3285590	53.5740	3285590	0	100.0000	0.0000			
	Postal Ballot (if applicable)		1730	0.0282	1630	100	94.2196	5.7803			
	Total		4230382	68.9795	4230382	100	99.9976	0.0024			
Public- Non Institutions	E-Voting	17388014	15092864	86.8004	15092764	100	99.9993	0.0007			
	Poll										
	Postal Ballot (if applicable)										
	Total										





Resolution No.	2
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of the interim dividend already paid @Rs.5/- per share on the equity shares of the company for the financial year ended 31st March, 2016 and confirm the same as the Final Dividend for the said year.
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Category	No. of shares held (1)
Promoter and Promoter Group	Mode of Voting
	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
Public- Institutions	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
Public- Non Institutions	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
	Total

Resolution No.	3
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of a director in the place of Dr. S.Anand Reddy, who retires by rotation and being eligible offers himself for re-appointment.
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes
Category	No. of shares held (1)
Promoter and Promoter Group	Mode of Voting
	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
Public- Institutions	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
Public- Non Institutions	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
	Total



Resolution No.	4
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of a director in the place of Shri John-Eric Fernand Pascal Cesar Bertrand, who retires by rotation and being eligible offers himself for re-appointment.
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Category	
Mode of Voting	No. of shares held (1)
E-Voting	9586373
Poll	313285
Postal Ballot (if applicable)	9899658
Total	0
% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	96.8354
No. of Votes - in favour (4)	9586373
No. of Votes - against (5)	0
% of Votes in favour on votes polled (6)=[(4)/(2)]*100	0
% of Votes against on votes polled (7)=[(5)/(2)]*100	0.0000
Promoter and Promoter Group	
Mode of Voting	No. of shares held (1)
E-Voting	9586373
Poll	313285
Postal Ballot (if applicable)	9899658
Total	0
% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	96.8354
No. of Votes - in favour (4)	9586373
No. of Votes - against (5)	0
% of Votes in favour on votes polled (6)=[(4)/(2)]*100	0
% of Votes against on votes polled (7)=[(5)/(2)]*100	0.0000
Public- Institutions	
Mode of Voting	No. of shares held (1)
E-Voting	9586373
Poll	313285
Postal Ballot (if applicable)	9899658
Total	0
% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	96.8354
No. of Votes - in favour (4)	9586373
No. of Votes - against (5)	0
% of Votes in favour on votes polled (6)=[(4)/(2)]*100	0
% of Votes against on votes polled (7)=[(5)/(2)]*100	0.0000
Public- Non Institutions	
Mode of Voting	No. of shares held (1)
E-Voting	9586373
Poll	313285
Postal Ballot (if applicable)	9899658
Total	0
% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	96.8354
No. of Votes - in favour (4)	9586373
No. of Votes - against (5)	0
% of Votes in favour on votes polled (6)=[(4)/(2)]*100	0
% of Votes against on votes polled (7)=[(5)/(2)]*100	0.0000
Total	17388014

Resolution No.	5
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of Auditors.
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Category	
Mode of Voting	No. of shares held (1)
E-Voting	9586373
Poll	313285
Postal Ballot (if applicable)	9899658
Total	0
% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	96.8354
No. of Votes - in favour (4)	9586373
No. of Votes - against (5)	0
% of Votes in favour on votes polled (6)=[(4)/(2)]*100	0
% of Votes against on votes polled (7)=[(5)/(2)]*100	0.0000
Promoter and Promoter Group	
Mode of Voting	No. of shares held (1)
E-Voting	9586373
Poll	313285
Postal Ballot (if applicable)	9899658
Total	0
% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	96.8354
No. of Votes - in favour (4)	9586373
No. of Votes - against (5)	0
% of Votes in favour on votes polled (6)=[(4)/(2)]*100	0
% of Votes against on votes polled (7)=[(5)/(2)]*100	0.0000
Public- Institutions	
Mode of Voting	No. of shares held (1)
E-Voting	9586373
Poll	313285
Postal Ballot (if applicable)	9899658
Total	0
% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	96.8354
No. of Votes - in favour (4)	9586373
No. of Votes - against (5)	0
% of Votes in favour on votes polled (6)=[(4)/(2)]*100	0
% of Votes against on votes polled (7)=[(5)/(2)]*100	0.0000
Public- Non Institutions	
Mode of Voting	No. of shares held (1)
E-Voting	9586373
Poll	313285
Postal Ballot (if applicable)	9899658
Total	0
% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	96.8354
No. of Votes - in favour (4)	9586373
No. of Votes - against (5)	0
% of Votes in favour on votes polled (6)=[(4)/(2)]*100	0
% of Votes against on votes polled (7)=[(5)/(2)]*100	0.0000
Total	17388014



Resolution No.	8	SPECIAL - Re-appointment of Shri S.Sreekanth Reddy as Executive Director and payment of remuneration to him						
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?							
	Yes							
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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		9586373	96.8354	9586373	0	100.0000	0.0000
	Poll		313285	3.1646	313285	0	100.0000	0.0000
	Postal Ballot (if applicable)	9899658						
	Total			0	0.0000	00	0	0.0000
Public- Institutions	E-Voting		9899658	100	9899658	0	100	0
	Poll		962824	71.0282	962824	0	100.0000	0.0000
	Postal Ballot (if applicable)	1355552	0	0.0000	00	0	0.0000	0.0000
	Total		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting		962824	71.0282	962824	0	100	0
	Poll		943062	15.3773	943062	0	100.0000	0.0000
	Postal Ballot (if applicable)	6132804	3285590	53.5740	3285590	0	100.0000	0.0000
	Total		1630	0.0266	1530	100	93.8650	6.1349
	Total		4230282	68.9779	4230182	100	99.9976	0.0024
	Total		15092764	86.7998	15092664	100	99.9993	0.0007

Resolution No.	9							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of the remuneration payable to the Cost Auditors							
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 - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		9586373	96.8354	9586373	0	100.0000	0.0000
	Poll	9899658	313285	3.1646	313285	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9899658	100	9899658	0	100	0
Public- Institutions	E-Voting	1355552	962824	71.0282	962824	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		962824	71.0282	962824	0	100	0
Public- Non Institutions	E-Voting		943062	15.3773	943062	0	100.0000	0.0000
	Poll	6132804	3285590	53.5740	3285590	0	100.0000	0.0000
	Postal Ballot (if applicable)		1630	0.0266	1530	100	93.8650	6.1349
	Total		4230282	68.9779	4230182	100	99.9976	0.0024
	Total	17388014	15092764	86.7998	15092664	100	99.9993	0.0007

Resolution No.	10	ORDINARY - Fixing of the fee chargeable for serving documents through any particular mode as may be specifically requested by a member.							
Resolution required: (Ordinary/ 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		9586373	96.8354	9586373	0	100.0000	0.0000	
	Poll	9899658	313285	3.1646	313285	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		9899658	100	9899658	0	100	0	
Public- Institutions	E-Voting		962824	71.0282	23432	939392	2.4336	97.5663	
	Poll	1355552	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		962824	71.0282	23432	939392	2.4337	97.5663	
Public- Non Institutions	E-Voting		943062	15.3773	942962	100	99.9893	0.0106	
	Poll	6132804	3285590	53.5740	3285590	0	100.0000	0.0000	
	Postal Ballot (if applicable)		1630	0.0266	1430	200	87.7300	12.2699	
	Total		4230282	68.9779	4229982	300	99.9929	0.0071	
	Total	17388014	15092764	86.7998	14153072	939692	93.7739	6.2261	





Sagar Cements Limited

Chairman's Address

Speech delivered by Shri O.Swaminatha Reddy, Chairman at the 35th Annual General Meeting of the Company held at Hyderabad on 28th September, 2016

Dear Members

At this 35th Annual General Meeting, on behalf of the Board of Directors of Sagar Cements Limited, I extend a warm welcome to all the shareholders of the company and their representatives.

It is always a pleasure for me to be with you on occasions like this and I thank you sincerely for your presence in spite of your other pre-occupations. I also wish to thank all those shareholders who have exercised their voting through electronic media or ballots over the past few days on the resolutions proposed in the Notice of this Meeting.

As the standalone and the consolidated audited accounts of the Company for the year ended 31st March 2016 together with the report of the Directors have been with you for quite some time, I would like to proceed sharing of my views on the current scenario that is relevant to your Company.

Industry Scenario

As the monsoon, which is perhaps as predicted being normal or a little more than normal in certain areas, the current subdued trend in the infrastructural and real estate activities are likely to continue for a while, and I don't foresee any dramatic improvement in the demand-supply mismatch in the short run. Yet the long-term prospects for the cement industry as a whole look bright as the cement consumption, driven by higher off-take by all user segments, is bound to pick up in due course.

Company Scenario

As the Annual Report for the year 2015-16 contains a detailed analysis of the performance of your company during the said year, I confine myself to making a few general observations on its overall performance. The revival in the construction activity which was expected to happen in the new states of Telangana and Andhra Pradesh, which are major markets for your company, could not materialize, as the lull, in the construction and infrastructure industries witnessed in these regions during the previous couple of years, still continues, posing a challenge to the local cement industry. I hope that this situation would change once the efforts made by the Governments in these two regions start bearing fruits. This in turn will help the local cement industry to grow further.

Subsidiary Company

I am happy to inform you that BMM Cements Limited, the wholly-owned subsidiary of your company has since been granted the requisite mining lease to enable it to extract its limestone requirements from its captive mines. This has enabled your subsidiary to improve its capacity

utilization and reduce the cost of production significantly without having to source its limestone from outside.

Its captive power plant is also operating at a satisfactory level. I am confident that your company with its past experience in running cement plants, would enable its subsidiary to further improve upon its performance.

Acquisition of Grinding Unit

As you might have observed from the directors report, your company is in the process of acquiring a grinding unit with a capacity of 1,81,500 MTs per annum in Bayyavaram, near Visakhapatnam and with a plan to increase its capacity to 0.3 million tonnes per annum immediately after completion of the said acquisition.

I hope this acquisition would enable your company to transport the surplus clinker available at its Mattampally plant to Bayyavaram, for grinding it as cement to meet the growing demand in North Coastal Districts of Andhra Pradesh, Odisha and West Bengal.

Future outlook

I hope that with the current monsoon season coming to an end soon and the consequent improvement in the off-take, the cement prices would eventually stabilize at reasonable levels in the months to come and your company would be able to show a better performance for the current year.

I believe that the initiatives like development of smart cities as announced by the Central Government would also energize the infrastructure and housing sectors.

I would like to assure you that your Company will continue to work with a much stronger commitment with its focus on producing high quality cement at an affordable cost which would enable it to establish a stronger foothold in the cement market and cater to the needs of all segments of the end-users.

Conclusion

Further, I would like to express my sincere thanks to the Financial Institutions, Banks and various departments of Central and State Governments, Distributors and Dealers and all our other business associates.

Let me also place on record my appreciation of the contribution made by the employees of your Company at all levels and of the unstinted support extended by my colleagues on the Board in all decisions taken at its Meetings and thereafter.

Before I close, on behalf of the Board of Directors of the company, I would like to thank the shareholders for their trust and confidence reposed on the management of the company.

Thank you once again for your participation in this meeting and your patient hearing.

Hyderabad
28th September, 2016

O.Swaminatha Reddy
Chairman