



SHREE CEMENT LTD.

Regd. Office:

BANGUR NAGAR, POST BOX NO.33, BEAWAR 305 901, RAJASTHAN, INDIA

CIN No. : L26943RJ1979PLC001935
Phone : 01462 228101-6
Toll Free : 1800 180 6003 / 6004
Fax : 01462 228117 / 228119
E-Mail : shreebwr@shreecementltd.com
Website : www.shreecement.in



SCL/BWR/2019-20/
19th November, 2019

FAX NO. 022 – 26598237 / 26598238

Email : cmlist@nse.co.in
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra – Kurla Complex, Bandra (East)
MUMBAI – 400 051
SCRIP CODE: SHRECEM EQ

FAX NO. 022-22722041 / 22722061

Email: corp.relations@bseindia.com
BSE Ltd.
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
MUMBAI – 400 023
SCRIP CODE 500387

Kind Attention: Listing Deptt.

Re: Declaration of Postal Ballot Results with respect to Postal Ballot Notice dated 19th October, 2019

Dear Sir(s),

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, results on the business transacted through Postal Ballot Notice dated 19th October, 2019, in the prescribed format is enclosed at **Annex-1**. Scrutinizer report on remote e-voting and voting through physical postal ballots is also enclosed at **Annex-2**.

All the resolutions as set out in the Postal Ballot Notice dated 19th October, 2019 have been approved by the shareholders with requisite majority. The resolutions are deemed to have been passed on 18th November, 2019 i.e. the last date of e-voting and receipt of Postal Ballot Forms.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **SHREE CEMENT LIMITED**

(S.S. KHANDELWAL)
COMPANY SECRETARY
Encl.: as above

Voting Results

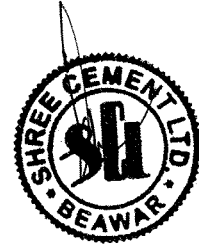
Company Name	Shree Cement Limited
Date of Declaration of Postal Ballot Notice	19 th November, 2019
Total number of shareholders on record date	36,147 equity shareholders as on 11 th October, 2019 (Cut -off date)
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	N.A.

AGENDA-WISE DISCLOSURE

Resolution required (Ordinary / Special):		Special Resolution: Raising of funds in one or more tranches, by issuance of equity shares by way of qualified institutions placement(s) for an amount not exceeding Rs. 3,000 crore						
Whether promoter / promoter group are interested in agenda / resolution?		No						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22569797	22569197	99.9973	22569197	0	100.0000
Public- Institutions	E-Voting	7121907	5302587	74.4546	5295215	7372	99.8610	0.1390
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7121907	5302587	74.4546	5295215	7372	99.8610
Public- Non Institutions	E-Voting	5145521	17716	0.3443	17616	100	99.4355	0.5645
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		3221	0.0626	3221	0	100.0000	0.0000
	Total		5145521	20937	0.4069	20837	100	99.5224
Total		34837225	27892721	80.0659	27885249	7472	99.9732	0.0268



Resolution required (Ordinary / Special):			Special Resolution: Partial modification in terms of remuneration of Shri Prakash Narayan Chhangani, Whole Time Director of the Company					
Whether promoter / promoter group are interested in agenda / resolution?			No					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22569797	22569197	99.9973	22569197	0	100.0000
Public- Institutions	E-Voting	7121907	4820569	67.6865	3292882	1527687	68.3090	31.6910
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7121907	4820569	67.6865	3292882	1527687	68.3090
Public- Non Institutions	E-Voting	5145521	17916	0.3482	17815	101	99.4363	0.5637
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		3221	0.0626	3221	0	100.0000	0.0000
	Total		5145521	21137	0.4108	21036	101	99.5222
Total		34837225	27410903	78.6828	25883115	1527788	94.4263	5.5737





Pradeep Pincha

Practicing Company Secretary

Report of Scrutinizer on Postal Ballot including remote e-Voting

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

To,
The Chairman/Board of Directors
Shree Cement Limited
Bangur Nagar, Beawar-305 901
Ajmer (Rajasthan)

Sub: Scrutinizer's Report on E-Voting and Postal Ballot Process conducted pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

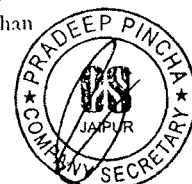
Dear Sir(s),

I, Pradeep Pincha, Practicing Company Secretary have been appointed as a Scrutinizer by the Board of Directors of the Shree Cement Limited ('SCL') in its meeting held on 19th October, 2019 as required under Section 108 and 110 of the Companies Act, 2013 read with rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the purpose of scrutinizing the postal ballot process including remote e-voting process in a fair and transparent manner, in respect of items as mentioned in the Postal Ballot Notice dated 19th October 2019.

The notice dated 19th October 2019 was sent to the members of the SCL along with statement setting out material facts under section 102 of the Companies Act, 2013. The members of the SCL holding shares on the cut-off date i.e. Friday, 11th October 2019 were entitled to vote on the resolutions proposed and set out in the Postal Ballot Notice.

In this regard, I submit my report as under that:

- The Postal Ballot Notice was sent to the Members in electronic form to the email addresses registered with their Depository Participants and/or Karvy Fintech Private Limited (hereinafter referred as 'Karvy'), Registrar and Share Transfer Agent (RTA) of the Company. For Members whose email IDs were not registered, physical copies of the Postal Ballot Notice were sent by permitted mode along with a postage-prepaid self-addressed Business Reply Envelope which was required to be returned by the members not later than 5:00 PM (IST) on 18th November, 2019.



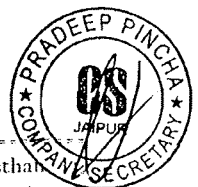


Pradeep Pincha

Practicing Company Secretary

- the Company engaged Karvy as service provider, for facilitating remote e-voting to the members of the Company, as permitted under Section 108, 110 of the Companies Act, 2013 read-with the Companies (Management and Administration) Rules, 2014, as amended from time to time, commencing from Sunday, 20th October, 2019, at 9.00 a.m. to Monday, 18th November, 2019, at 5.00 p.m.
- after the time fixed for closing of the remote e-Voting i.e. 5.00 p.m. on Monday, 18th November, 2019 a final electronic report was generated in presence of two witnesses viz. Mr. Akshit Kr. Jangid and Mr. Lokesh Sharma who are not in the employment of the Company from the website viz. <https://evoting.karvy.com> of Karvy, the service provider, for facilitating remote e-voting.
- I have received the Postal Ballot forms from the members during the period starting from Sunday, 20th October, 2019 till Monday, 18th November, 2019. All the Postal Ballot forms together with all votes cast by e-Voting through Karvy received upto 5.00 p.m. on Monday, 18th November, 2019 being the last date fixed by the Company for receipt of Postal Ballot Forms / remote e-voting, were considered for my scrutiny.
- E-voting platform was optional for the members to cast their votes. In case, the members have cast their votes through postal ballot as well as through remote e-voting then, vote cast through e-voting was considered and voting done through Postal Ballot was ignored as indicated in the Notice dated 19th October 2019.
- on scrutiny, I report the results of voting through postal ballot including remote e-Voting in respect of the resolution(s) as set-out in the Notice of Postal Ballot as under:

Item No. 1: Special Resolution - Raising of funds in one or more tranches, by issuance of equity shares by way of qualified institutions placement(s) for an amount not exceeding Rs. 3,000 crore.





Pradeep Pincha

Practicing Company Secretary

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	No. of shares
Remote E-voting	27882028	99.9617	7472	0.0268	356943
Postal Ballot	3221	0.0115	0	0.0000	657
TOTAL	27885249	99.9732	7472	0.0268	357600

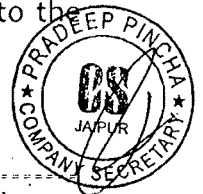
Item No. 2: Special Resolution - Partial modification in terms of remuneration of Shri Prakash Narayan Chhangani, Whole Time Director of the Company.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	No. of shares
Remote E-voting	25879894	94.4146	1527788	5.5737	838761
Postal Ballot	3221	0.0118	0	0.0000	657
TOTAL	25883115	94.4263	1527788	5.5737	839418

- The Postal Ballot form, which was incomplete or incorrectly filled and/or which was otherwise found defective has been treated as invalid and kept separately.

All the resolutions mentioned in the Postal Ballot Notice dated 19th October 2019 as per the details above stand passed under remote e-voting and through Postal ballot process with the requisite majority.

I will hand over all related papers/registers and records as well as report generated from the website of Karvy with regard to electronic voting for safe custody to the Company after signing of minutes by the Chairman of the Company.







Pradeep Pincha

Practicing Company Secretary

Thanking You,
Yours faithfully,

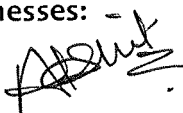


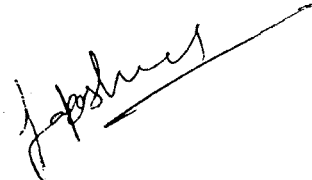
FCS Pradeep Pincha
Practicing Company Secretary
C.P. No. 4426

Date: 18/11/2019

Place: Jaipur

Witnesses:


1. **Mr. Akshit Kr. Jangid**
Add: 108, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur-302001 (Rajasthan)


2. **Mr. Lokesh Sharma**
Add: 108, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur-302001 (Rajasthan)

Countersigned by:

For Shree Cement Limited


S.S. KHANDELWAL
Company Secretary