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Phone : 01462 228101-6
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SHREE CEMENT LTD.

An ISO 9001, 14001, 50001 & OHS 18001 Certified Company

Regd. Office:

BANGUR NAGAR, POST BOX NO.33, BEAWAR 305901, RAJASTHAN, INDIA

SCL/BWR/2020-21/

7th July, 2020

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: Voting Results of 41st Annual General Meeting (AGM) of the Company

Dear Sir(s),

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, voting results of the Business transacted at the AGM of the Company held on 6th July, 2020 is enclosed at **Annex-1**. Report of the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is also enclosed at **Annex-2**.

All the resolutions as set out in the Notice of the 41st AGM have been approved by the shareholders with requisite majority.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **SHREE CEMENT LIMITED**

(S.S. KHANDELWAL)

COMPANY SECRETARY

Encl.: as above

JAIPUR OFFICE : SB-187, Bapu Nagar, Opp. Rajasthan University, JLN Marg, Jaipur 302015

Phone : 0141 4241200, 4241204, Fax : 0141 4241219

NEW DELHI OFFICE : 122-123, Hans Bhawan, 1, Bahadurshah Zafar Marg, New Delhi 110002

Phone : 011 23370828, 23379218, 23370776, Fax : 011 23370499

CORP. OFFICE : 21, Strand Road, Kolkata 700001 Phone : 033 22309601-4 Fax : 033 22434226

Voting Results

Date of the AGM :	6 th July, 2020
Total number of shareholders on record date	43317 shareholders as on 29 th June, 2020 (Cut -off date)
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NIL NIL
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	15 42

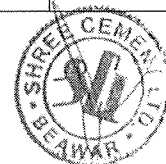
AGENDA-WISE DISCLOSURE

1. Resolution required (Ordinary / Special):				Ordinary Resolution: To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2020 and the Reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2020 and the Report of the Auditors thereon.				
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
Public Institutions	E-Voting	8369924	6845755	81.7899	6845755	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	8369924	6845755	81.7899	6845755	0	100.0000	0.0000
Public Non Institutions	E-Voting	5141027	53914	1.0487	53906	8	99.9852	0.0148
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	5141027	53914	1.0487	53906	8	99.9852	0.0148
Total		36080748	29468866	81.6748	29468858	8	100.0000	0.0000



2. Resolution required (Ordinary / Special):				Ordinary Resolution: To confirm the payment of Interim Dividend of Rs. 110/- per Equity Share of the Company for the financial year ended 31 st March, 2020.				
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	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
Public Institutions	E-Voting	8369924	6855566	81.9071	6855566	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	8369924	6855566	81.9071	6855566	0	100.0000	0.0000
Public Non Institutions	E-Voting	5141027	53914	1.0487	53906	8	99.9852	0.0148
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	5141027	53914	1.0487	53906	8	99.9852	0.0148
Total		36080748	29478677	81.7020	29478669	8	100.0000	0.0000

3. Resolution required (Ordinary / Special):				Ordinary Resolution: To appoint a Director in place of Shri Prashant Bangur (DIN: 00403621), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.				
Whether promoter / promoter group are interested in agenda / resolution?				Yes				
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	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
Public Institutions	E-Voting	8369924	6835201	81.6638	6561912	273289	96.0017	3.9983
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	8369924	6835201	81.6638	6561912	273289	96.0017	3.9983
Public Non Institutions	E-Voting	5141027	53914	1.0487	53900	14	99.9740	0.0260
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	5141027	53914	1.0487	53900	14	99.9740	0.0260
Total		36080748	29458312	81.6455	29185009	273303	99.0722	0.9278



4. Resolution required (Ordinary / Special):				Ordinary Resolution: To ratify the remuneration of the M/s. K. G. Goyal and Associates, Cost Accountants as Cost Auditors of the Company for the financial year ending on 31 st March, 2021.				
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	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
Public Institutions	E-Voting	8369924	6855566	81.9071	6855566	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	8369924	6855566	81.9071	6855566	0	100.0000	0.0000
Public Non Institutions	E-Voting	5141027	53914	1.0487	53901	13	99.9759	0.0241
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	5141027	53914	1.0487	53901	13	99.9759	0.0241
Total		36080748	29478677	81.7020	29478664	13	100.0000	0.0000

5. Resolution required (Ordinary / Special):				Ordinary Resolution: To appoint Ms. Uma Ghurka (DIN: 00351117) as an Independent Director for a term of five consecutive years commencing from 11 th November, 2019.				
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	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
Public Institutions	E-Voting	8369924	6260765	74.8007	6260765	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	8369924	6260765	74.8007	6260765	0	100.0000	0.0000
Public Non Institutions	E-Voting	5141027	53914	1.0487	53904	10	99.9815	0.0185
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	5141027	53914	1.0487	53904	10	99.9815	0.0185
Total		36080748	28883876	80.0534	28883866	10	100.0000	0.0000



6. Resolution required (Ordinary / Special):				Special Resolution: To re-appoint Shri Sanjiv Krishnaji Shelgikar (DIN: 00094311) as Independent Director for second term of 5 (five) consecutive years commencing from 5 th August, 2020.				
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
Public Institutions	E-Voting	8369924	6259408	74.7845	6185462	73946	98.8186	1.1814
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	8369924	6259408	74.7845	6185462	73946	98.8186	1.1814
Public Non Institutions	E-Voting	5141027	53914	1.0487	53890	24	99.9555	0.0445
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	5141027	53914	1.0487	53890	24	99.9555	0.0445
Total		36080748	28882519	80.0497	28808549	73970	99.7439	0.2561





Pradeep Pincha

Practising Company Secretary

Consolidated Report of Scrutinizer on voting through e-voting system and through remote e-voting

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date, and circular issued by the Ministry of Corporate Affairs (MCA) dated 5th May, 2020 read-with circulars dated 8th April, 2020, 13th April, 2020 and Securities and Exchange Board of India (SEBI) circular dated 12th May, 2020]

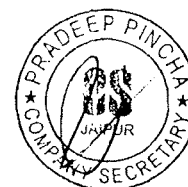
To,
The Chairman,
Shree Cement Limited
Bangur Nagar, Beawar,
Distt. - Ajmer (Rajasthan)

Dear Sir,

I, Pradeep Pincha, Practising Company Secretary at 108, 1st Floor, Shree Mansion, G-23, Kamla Marg, C-Scheme, Jaipur, Rajasthan-302001, have been appointed as a Scrutinizer for the purpose of scrutinizing the voting through e-voting system during the 41st Annual General Meeting (AGM) of the Equity Shareholders of **Shree Cement Limited** held on 6th July, 2020 through Video Conferencing /Other Audio Visual Means ("VC/OAVM") facility and through remote e-voting during the period from 3rd July, 2020 (9:00 a.m. IST) to 5th July, 2020 (5:00 p.m. IST) in a fair and transparent manner and ascertaining the requisite majority on voting through e-voting system and remote e-voting carried out as per Notice calling 41st Annual General Meeting (AGM) of the members of Shree Cement Limited.

In connection to above, I submit my report as under:

- The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the members of the Company.
- The remote e-voting facility was made available from **3rd July, 2020 (9:00 a.m. IST) to 5th July, 2020(5:00 p.m. IST)** for the person(s), whose names were recorded in the Register of Member or in the Register of Beneficial owners maintained by the depositories as on the **cut-off date i.e. 29th June, 2020**.
- The Company had also provided e-voting facility for the members to vote during the AGM who attended the meeting through VC/OAVM and had not voted on resolutions through remote e-voting, to cast their vote during the AGM.
- After the conclusion of the e-voting at the 41st AGM, the votes cast by the members present through VC/OAVM at the 41st AGM through e-voting system and through remote e-voting facility, were downloaded from the e-voting website of the National Securities Depository Limited in presence of two witnesses viz. Mr. Akshit Kumar Jangid and Mr. Lokesh Sharma, who are not in the employment of the Company.





Pradeep Pincha

Practising Company Secretary

- I have scrutinized and reviewed the votes cast by the members through remote e-voting process before the AGM of the company and through e-voting process during the AGM of the Company, based on the data downloaded from the NSDL e-voting system.

The consolidated report on the result of the voting through e-voting system and remote e-voting are as under:

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt:

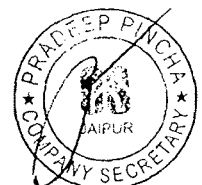
- the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon; and
- the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the Report of the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	29468021	99.997	8	0.000
e-voting during AGM	837	0.003	0	0.000
TOTAL	29468858	100.000	8	0.000

Resolution No. 2: Ordinary Resolution

To confirm the payment of Interim Dividend of Rs. 110/- per Equity Share of the Company for the financial year ended 31st March, 2020.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	29477832	99.997	8	0.0000
e-voting during AGM	837	0.003	0	0.0000
TOTAL	29478669	100.000	8	0.0000





Pradeep Pincha

Practising Company Secretary

Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Shri Prashant Bangur (DIN: 00403621), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	29184172	99.069	273303	0.928
e-voting during AGM	837	0.003	0	0.000
TOTAL	29185009	99.072	273303	0.928

Resolution No. 4: Ordinary Resolution

To ratify the remuneration of the M/s. K. G. Goyal and Associates, Cost Accountants (Firm Registration No. 000024) as Cost Auditors of the Company for the financial year ending on 31st March, 2021.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	29477827	99.997	13	0.000
e-voting during AGM	837	0.003	0	0.000
TOTAL	29478664	100.000	13	0.000

Resolution No. 5: Ordinary Resolution

To appoint Ms. Uma Ghurka (DIN: 00351117) as an Independent Director for a term of five consecutive years commencing from 11th November, 2019.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	28883029	99.997	10	0.000
e-voting during AGM	837	0.003	0	0.000
TOTAL	28883866	100.000	10	0.000





Pradeep Pincha

Practising Company Secretary


Resolution No. 6: Special Resolution

Re-appointment of Shri Sanjiv Krishnaji Shelgikar (DIN: 00094311) as Independent Director for second term of 5 (five) consecutive years commencing from 5th August, 2020.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution	
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast
Remote e-voting	28807712	99.741	73970	0.256
e-voting during AGM	837	0.003	0	0.000
TOTAL	28808549	99.744	73970	0.256

All relevant records of electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 41st Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the company for safe keeping.

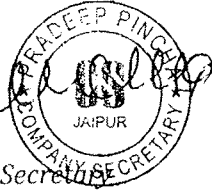
Thanking you,
Yours faithfully,


Pradeep Pincha

Practising Company Secretary

M. No.: FCS 5369

C. P. No.: 4426





UDIN: F005369B000419961

Dated: 06/07/2020

Place: Jaipur

Witness:


1. Akshit Kr. Jangid
Address: 108, 1st Floor, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur -302 001 (Rajasthan)


2. Lokesh Sharma
Address: 108, 1st Floor, Shree Mansion,
G-23, Kamla Marg, C-Scheme,
Jaipur -302 001 (Rajasthan)

Countersigned by:

For Shree Cement Limited


S.S. KHANDELWAL
Company Secretary