



File No: 1010/02

June 30, 2025

**BSE Limited**  
P J Tower, Dalal Street,  
Fort Mumbai-400001  
Scrip Code: 542216

**National Stock Exchange of India Limited**  
"Exchange Plaza", C-1, Block G  
Bandra – Kurla Complex, Bandra (E),  
Mumbai – 400 051  
Symbol: DALBHARAT

**Sub: Details of voting results of the 12<sup>th</sup> Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Listing Regulations, we are pleased to enclose herewith details of voting results inclusive of remote e-voting and e-voting in relation to the business transacted at the 12<sup>th</sup> Annual General Meeting ("**AGM**") of the Company held on Monday, June 30, 2025, at 11:30 A.M. (IST) through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**").

We also enclose herewith the Consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM. The above are also being uploaded on the website of the Company at [www.dalmiacement.com](http://www.dalmiacement.com) and also on the website of RTA [www.kfintech.com](http://www.kfintech.com).

All the resolutions set forth in the Notice of the AGM were passed by the Members with requisite majority.

The AGM commenced today at 11:30 A.M. and concluded at 12:10 P.M.

You are requested to take the same on your record.

Thanking you,

Yours sincerely,  
For **Dalmia Bharat Limited**

**Rajeev Kumar**  
Company Secretary

Encl.: As above

**Dalmia Bharat Limited**

11<sup>th</sup> & 12<sup>th</sup> Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi-110 001, India  
t 91 11 23465100 f 91 11 2331 3303 w [www.dalmiabharat.com](http://www.dalmiabharat.com) CIN : L14200TN2013PLC112346  
Registered Office: Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu- 621 651, India  
A **Dalmia Bharat Group** company, [www.dalmiabharat.com](http://www.dalmiabharat.com)

**Details of Voting Results- 12<sup>th</sup> Annual General Meeting held on Monday, June 30, 2025**

S. No.	Agenda	Resolution Type	Mode of voting	Result
1	Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2025.	Ordinary Resolution	Remote e-voting and voting during the AGM	Passed with requisite majority
2	Declaration of final dividend of Rs. 5/- (250%) per equity share for the financial year ended March 31, 2025.	Ordinary Resolution		
3	Appointment of Mr. Yadu Hari Dalmia (DIN: 00009800), as a Director liable to retire by rotation.	Special Resolution		
4	Appointment of M/s. Vikas Gera & Associates as Secretarial Auditors of the Company for a term of five (5) consecutive years from 2025-26 to 2029-30	Ordinary Resolution		
5	Enabling authorisation for raising of fund through issuance of securities	Special Resolution		

**For Dalmia Bharat Limited**

**Rajeev Kumar**  
Company Secretary

**Dalmia Bharat Limited**

11<sup>th</sup> & 12<sup>th</sup> Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi-110 001, India  
 t 91 11 23465100 f 91 11 2331 3303 w www.dalmiabharat.com CIN : L14200TN2013PLC112346  
 Registered Office: Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu- 621 651, India  
 A Dalmia Bharat Group company, www.dalmiabharat.com



**JVS & ASSOCIATES**  
COMPANY SECRETARIES

Flat No. 588, Pocket No. 4  
Sector-11, Dwarka  
New Delhi-110075



+91 - 9717816322

+91 - 9810370312

✉ legal2015js@gmail.com

### Scrutinizer's Report

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act 2013 (as amended); Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India & Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Circulars issued by "MCA" and "SEBI" in this behalf]

To,  
**The Chairman**  
**Dalmia Bharat Limited**  
**Dalmiapuram, Tiruchirappalli District,**  
**Tamil Nadu 621651**

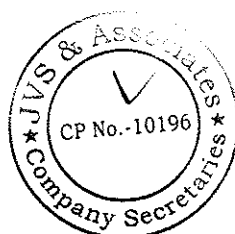
Dear Sir,

**Subject: Consolidated Scrutinizers' Report on voting by remote e-voting and e-voting at 12<sup>th</sup> Annual General Meeting ("AGM") of Dalmia Bharat Limited held on June 30, 2025 at 11:30 A.M through Video Conferencing ("VC")**

I, Jyoti Sharma proprietor of M/s JVS & Associates, Company Secretaries (C.P. No. 10196), having office at Flat No. 588, Pocket No. 4, Sector-11, Dwarka, New Delhi-110075, has been appointed as Scrutinizer by the Board of Directors of **Dalmia Bharat Limited ("the Company")** for the purpose of scrutinizing the voting through remote e-voting and e-voting during the AGM of Dalmia Bharat Limited, held on June 30, 2025 at 11:30 AM and concluded at 12:25 PM, through video conferencing (VC) in accordance with circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time.

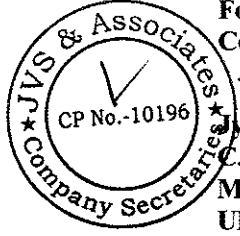
The Management is responsible for ensuring the compliance of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and (iii) Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India relating to e-voting facility provided to shareholders and for the resolutions proposed in the Notice of AGM. My responsibility as a Scrutinizer is restricted to (i) ensure that the e-voting process is conducted in a fair and transparent manner; (ii) scrutinize the votes casted through e-voting by the shareholders of the Company; and (iii) render consolidated Scrutinizer's Report on the result of e-voting on the resolutions, based on the reports generated from the electronic voting system provided by M/s KFin Technologies Ltd., (hereinafter referred to as "**Kfin**").

- A) The Company has engaged the services of Kfin to provide e-voting facilities to all the Members who were eligible for voting.
- B) The remote e-voting facility was provided to the members from Tuesday, June 26, 2025 (09:00 A.M.) till Sunday, June 29, 2025 (05:00 P.M) and e-voting was also provided during the AGM till 15 minutes after the conclusion of the proceedings of the AGM, to the members who couldn't cast their vote earlier.



- C) The Cut-off date for the purpose of identifying the Members who were entitled to vote on the Resolution(s) placed before the AGM for approval was **Monday, June 23, 2025**.
- D) In accordance with the provisions of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014 with respect to voting and on proper scrutiny, I report the result as under:
1. Ordinary Resolution passed for adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Directors' and Auditors' thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the Report of the Auditors' thereon.  
**Votes in favor 97.7988% and Votes against are 2.2012%**
  2. Ordinary Resolution passed for confirmation of payment of interim dividend of ₹ 4.00 per equity share, already paid and to declare final dividend of ₹ 5.00 (250%) per equity share for the financial year ended March 31, 2025.  
**Votes in favor 100.00% and Votes against are 0.00%**
  3. Special Resolution passed for appointment of Mr. Yadu Hari Dalmia (DIN: 00009800), as a Director liable to retire by rotation.  
**Votes in favor 95.1223% and Votes against are 4.8777%**
  4. Ordinary Resolution passed for appointment of M/s. Vikas Gera & Associates as Secretarial Auditors of the Company for a term of five (5) consecutive years from 2025-26 to 2029-30  
**Votes in favor 99.4080% and Votes against are 0.5920%**
  5. Special Resolution passed for approval of raising of funds through issuance of securities.  
**Votes in favor 97.5298% and Votes against are 2.4702%**
- E) The details of voting on the above-mentioned Ordinary/Special Resolutions are enclosed as **Annexure I**.
- F) The Register, all other papers and relevant records relating to remote e-voting and e-voting at AGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be thereafter handed over to the Company Secretary for safe keeping.





For JVS & Associates  
Company Secretaries

*Shaw*  
Jyoti Sharma  
C.P. No. 10196  
M. No. F8843  
UDIN: F008843G000680382  
FRN: I2011DE848300  
Peer Review No: 810/2020

Countersigned

*Rajeev Kumar*  
Rajeev Kumar  
Company Secretary  
Dalmia Bharat Limited

Place: New Delhi  
Date: Monday, June 30, 2025

On completion of E-voting, I have unblocked and downloaded the results of the E-voting for scrutiny, in the presence of two witnesses on June 30, 2025 at 12.28 P.M., who are not in the employment of the Company.

*Anshika Yadav*

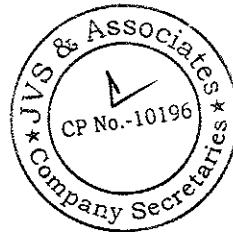
Ms. Anshika Yadav  
House No. 90 Block B Street No. 9  
Najafgarh New Delhi-110043

*Ayush Singhal*

Mr. Ayush Singhal  
B1/28, Rajapuri, Uttam Nagar,  
New Delhi-110059

## Annexure to Scrutinizer's Report

<b>Date of AGM</b>	<b>June 30, 2025</b>
<b>Total number of shareholders on Record Date</b>	<b>79,290</b>
<b>Number of shareholders present in the meeting either in person or through proxy</b>	
<b>Promoter and Promoter Group:</b>	<b>N.A</b>
<b>Public:</b>	<b>N.A</b>
<b>Number of shareholders attended the meeting through video Conferencing</b>	
<b>Promoter and Promoter Group:</b>	<b>9</b>
<b>Public:</b>	<b>87</b>

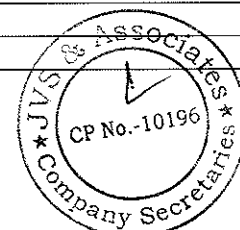


**Item No. 1- Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Directors and Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the Report of the Auditors thereon.**

Resolution required: (Ordinary/Special)				Ordinary				
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 - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>104,731,548</b>	<b>100.0000</b>	<b>104,731,548</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	47,811,600	42,484,042	88.8572	38,953,902	3,530,140	91.6906	8.3093
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>42,484,042</b>	<b>88.8572</b>	<b>38,953,902</b>	<b>3,530,140</b>	<b>91.6907</b>	<b>8.3093</b>
Public-Non Institutions	E-Voting	35,022,013	13,160,130	37.5767	13,160,095	35	99.9997	0.0002
	E-voting at AGM		228	0.0007	228	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>13,160,358</b>	<b>37.5774</b>	<b>13,160,323</b>	<b>35</b>	<b>99.9997</b>	<b>0.0003</b>
<b>Total</b>	<b>(A+B+C)</b>	<b>187,565,161</b>	<b>160,375,948</b>	<b>85.5041</b>	<b>156,845,773</b>	<b>3,530,175</b>	<b>97.7988</b>	<b>2.2012</b>

**RECOMMENDATION:** I report that Item No. 1 specified in the AGM Notice dated May 30, 2025 has been passed with requisite majority.

Details of Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	47,822
Public-Non Institutions	0

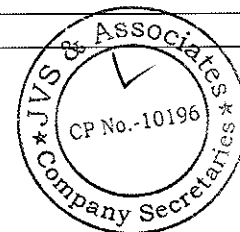


**Item No. 2- Confirmation of payment of interim dividend of ₹ 4.00 per equity share, already paid and to declare final dividend of ₹ 5.00 (250%) per equity share for the financial year ended March 31, 2025**

Resolution required: (Ordinary/Special)				Ordinary				
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 - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>104,731,548</b>	<b>100.0000</b>	<b>104,731,548</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	47,811,600	42,531,864	88.9572	42,531,864	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>42,531,864</b>	<b>88.9572</b>	<b>42,531,864</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	35,022,013	13,160,130	37.5767	13,160,095	35	99.9997	0.0002
	E-voting at AGM		228	0.0007	228	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>13,160,358</b>	<b>37.5774</b>	<b>13,160,323</b>	<b>35</b>	<b>99.9997</b>	<b>0.0003</b>
<b>Total</b>	<b>(A+B+C)</b>	<b>187,565,161</b>	<b>160,423,770</b>	<b>85.5296</b>	<b>160,423,735</b>	<b>35</b>	<b>100.0000</b>	<b>0.0000</b>

**RECOMMENDATION:** I report that Item No. 2 specified in the Notice dated May 30, 2025 has been passed with requisite majority.

Details of Invalid / Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

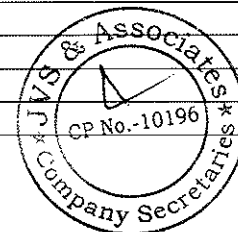


**Item No. 3- Appointment of Mr. Yadu Hari Dalmia (DIN: 00009800) as a Director, liable to retire by rotation.**

Resolution required: (Ordinary/Special)				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 - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>104,731,548</b>	<b>100.0000</b>	<b>104,731,548</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	47,811,600	41,591,150	86.9897	33,812,118	7,779,032	81.2964	18.7035
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>41,591,150</b>	<b>86.9897</b>	<b>33,812,118</b>	<b>7,779,032</b>	<b>81.2964</b>	<b>18.7036</b>
Public-Non Institutions	E-Voting	35,022,013	13,160,130	37.5767	13,160,015	115	99.9991	0.0008
	E-voting at AGM		228	0.0007	228	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>13,160,358</b>	<b>37.5774</b>	<b>13,160,243</b>	<b>115</b>	<b>99.9991</b>	<b>0.0009</b>
<b>Total</b>	<b>(A+B+C)</b>	<b>187,565,161</b>	<b>159,483,056</b>	<b>85.0281</b>	<b>151,703,909</b>	<b>7,779,147</b>	<b>95.1223</b>	<b>4.8777</b>

**RECOMMENDATION:** I report that Item No. 3 specified in the AGM Notice dated May 30, 2025 has been passed with requisite majority.

Details of Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	940,714
Public-Non Institutions	0

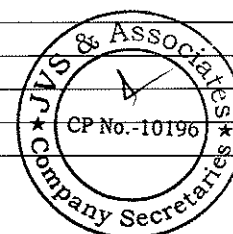


**Item No. 4- Appointment of M/s. Vikas Gera & Associates as Secretarial Auditors of the Company for a term of five (5) consecutive years from 2025-26 to 2029-30**

Resolution required: (Ordinary/Special)				Ordinary				
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 - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>104,731,548</b>	<b>100.0000</b>	<b>104,731,548</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	47,811,600	42,530,816	88.9550	41,581,228	949,588	97.7672	2.2327
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>42,530,816</b>	<b>88.955</b>	<b>41,581,228</b>	<b>949,588</b>	<b>97.7673</b>	<b>2.2327</b>
Public-Non Institutions	E-Voting	35,022,013	13,160,130	37.5767	13,160,060	70	99.9994	0.0005
	E-voting at AGM		228	0.0007	228	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>13,160,358</b>	<b>37.5774</b>	<b>13,160,288</b>	<b>70</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Total</b>	<b>(A+B+C)</b>	<b>187,565,161</b>	<b>160,422,722</b>	<b>85.5291</b>	<b>159,473,064</b>	<b>949,658</b>	<b>99.4080</b>	<b>0.5920</b>

**RECOMMENDATION:** I report that Item No. 4 specified in the AGM Notice dated May 30, 2025 has been passed with requisite majority.

Details of Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	1,048
Public-Non Institutions	0

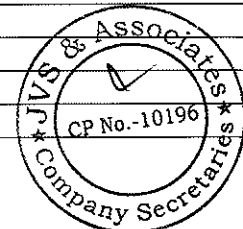


**Item No. 5- Approval of raising of funds through issuance of securities.**

Resolution required: (Ordinary/Special)				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 - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>104,731,548</b>	<b>100.0000</b>	<b>104,731,548</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	47,811,600	42,531,864	88.9572	38,569,122	3,962,742	90.6828	9.3171
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>42,531,864</b>	<b>88.9572</b>	<b>38,569,122</b>	<b>3,962,742</b>	<b>90.6829</b>	<b>9.3171</b>
Public-Non Institutions	E-Voting	35,022,013	13,160,130	37.5767	13,160,085	45	99.9996	0.0003
	E-voting at AGM		228	0.0007	228	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>13,160,358</b>	<b>37.5774</b>	<b>13,160,313</b>	<b>45</b>	<b>99.9997</b>	<b>0.0003</b>
<b>Total</b>	<b>(A+B+C)</b>	<b>187,565,161</b>	<b>160,423,770</b>	<b>85.5296</b>	<b>156,460,983</b>	<b>3,962,787</b>	<b>97.5298</b>	<b>2.4702</b>

**RECOMMENDATION:** I report that Item No. 5 specified in the AGM Notice dated May 30, 2025 has been passed with requisite majority.


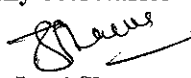
Details of Invalid / Abstain Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0



I report that all the Ordinary/Special Resolutions as mentioned in the AGM Notice dated May 30, 2025 have been passed with requisite majority.

Place: New Delhi  
Date: Monday, June 30, 2025

**For JVS & Associates  
Company Secretaries**



**Jyoti Sharma  
C.P. No. 10196  
M. No. F-8843  
UID: F008843G000680382  
FRN: I2011DE848300  
Peer Review No: 6822/2025**