DECCAN CEMENTS LIMITED

CIN : L26942TG1979PLC002500
REGD OFFICE : 6-3-666/B,
"DECCAN CHAMBERS", SOMAJIGUDA,
HYDERABAD - 500 082.
PHONE : +91 (40) 23310168, 23310552,
+91 (40) 23310561, 23310599
FAX : +91 (40) 23318366
E-MAIL : info@deccancements.com
WEBSITE : www.deccancements.com

DCL:SECY:2015

23rd September 2015

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 502137

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400 051
Trading Symbol: DECCANCE

Dear Sir,

Subject: Disclosure of Voting Results of the 35th Annual General Meeting held on 22nd September 2015 as per the requirements of Clause 35A of the Listing Agreement.

The voting results of the 35th Annual General Meeting of the Company held on 22nd September 2015 at Bhaskara Auditorium, Birla Museum, Adarsh Nagar, Hyderabad 500 063 in the format prescribed under Clause 35A of the Equity Listing Agreement is enclosed as Annexure - I.

Further report of the Scrutiniser is also enclosed as Annexure - II.

Kindly take the above on record.

Thanking You

Yours faithfully
for Deccan Cements Limited

S K Mishra
Company Secretary

Encl: as above

Annexure - I

Disclosure under Clause 35A

Date of the AGM	22nd September 2015
Total Number of Shareholders on cut-off date	4409
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 14 344
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Arranged

Agenda Wise

ORDINARY BUSINESS

1. Adoption of Audited Balance Sheet as at 31st March 2015 and Statement of Profit & Loss for the Year ended on that date together with the Reports of Directors' and Auditors' thereon

2. Declaration of dividend @25% i.e. Rs. 2.50 per share on equity shares.

3. Appointment of a Director in place of Mr. M B Raju (DIN: 00016652), who retires by rotation and being eligible offers himself for re-appointment.

4. Ratification of appointment M/s. M Bhaskara Rao & Co, Chartered Accountants as the Statutory Auditors of the Company and fixation their remuneration.

5. Appointment of Mr. Ramamurthy Gopalakrishnan (DIN: 00296413) as Director, liable to retire by rotation.

6. Ratification of remuneration to the Cost Auditors for the Financial Year 2015-16.

SPECIAL BUSINESS

7. Approval for replacing the existing Articles of Association by adoption of new set of Articles of Association of the Company.

8. Change of location to maintain Register of Members, Index of Members and other related books.

DECCAN CEMENTS LIMITED HYD.

Combined Voting Results - Remote e-Voting & Ballot/Poll

Resolution No and Type	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	% of Votes in favour on votes polled (5)= [(4)/(2)]*100	No. of Votes - against (6)	% of Votes against on votes polled (7)= [(6)/(2)]*100
1 Ordinary Resolution	Promoter and Promoter Group	3935274	3934274	99.97	3934274	100	0	0
	Public – Institutional Holders	356105	349861	98.25	349861	100	0	0
	Public-Others	2712371	26829	0.99	26829	100	0	0
	Total	7003750	4310964	61.55	4310964	100	0	0
2 Ordinary Resolution	Promoter and Promoter Group	3935274	3934274	99.97	3934274	100	0	0
	Public – Institutional Holders	356105	349861	98.25	349861	100	0	0
	Public-Others	2712371	26830	0.99	26830	100	0	0
	Total	7003750	4310965	61.55	4310965	100	0	0
3 Ordinary Resolution	Promoter and Promoter Group	3935274	3934274	99.97	3934274	100	0	0
	Public – Institutional Holders	356105	349861	98.25	349861	100	0	0
	Public-Others	2712371	26830	0.99	26830	100	0	0
	Total	7003750	4310965	61.55	4310965	100	0	0
4 Ordinary Resolution	Promoter and Promoter Group	3935274	3934274	99.97	3934274	100	0	0
	Public – Institutional Holders	356105	349861	98.25	349861	100	0	0
	Public-Others	2712371	26830	0.99	26830	100	0	0
	Total	7003750	4310965	61.55	4310965	100	0	0
5 Ordinary Resolution	Promoter and Promoter Group	3935274	3934274	99.97	3934274	100	0	0
	Public – Institutional Holders	356105	349861	98.25	349861	100	0	0
	Public-Others	2712371	26830	0.99	26830	100	0	0
	Total	7003750	4310965	61.55	4310965	100	0	0
6 Ordinary Resolution	Promoter and Promoter Group	3935274	3934274	99.97	3934274	100	0	0
	Public – Institutional Holders	356105	349861	98.25	349861	100	0	0
	Public-Others	2712371	26830	0.99	26830	100	0	0
	Total	7003750	4310965	61.55	4310965	100	0	0
7 Special Resolution	Promoter and Promoter Group	3935274	3934274	99.97	3934274	100	0	0
	Public – Institutional Holders	356105	349861	98.25	349861	100	0	0
	Public-Others	2712371	26830	0.99	26830	100	0	0
	Total	7003750	4310965	61.55	4310965	100	0	0
8 Special Resolution	Promoter and Promoter Group	3935274	3934274	99.97	3934274	100	0	0
	Public – Institutional Holders	356105	349861	98.25	349861	100	0	0
	Public-Others	2712371	26829	0.99	26829	100	0	0
	Total	7003750	4310964	61.55	4310964	100	0	0

DECCAN CEMENTS LTD HYD

Tumuluru Krishna Murty
B.Com.B.L.,F.C.A.,F.C.S.
Secretary, Brooke Bond Limited (Retired)

Tumuluru& Co.
Company Secretaries

'Anasuya'
C-66, DurgabaiDeshmukh Colony
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tkm_hyderabad@yahoo.co.in

To,
The Chairman,
Deccan Cements Limited,
"Deccan Chambers", 6-3-666/B, Somajiguda.
Hyderabad-500 082.

Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20* of the Companies (Management and Administration) Rules, 2014 – *Remote E-voting and Ballot or Polling Paper at the Annual General Meeting of Deccan Cements Limited held on Tuesday, 22nd September, 2015.

1. **Appointment as Scrutinizer:**

I, Tumuluru Krishna Murty, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Deccan Cements Limited ("the Company") for the remote e-voting and Ballot or Polling Paper to be conducted at the 35thAnnual General Meeting (AGM) of the Company held on Tuesday, 22nd September, 2015 at Bhaskara Auditorium, Birla Museum, Adarsh Nagar, Hyderabad- 500 063 at 10.00 A.M.

2. **Dispatch of Notice Dated 11th August, 2015 convening the Meeting:**

The Company has informed that, on the basis of the Register of Members maintained by the Registrar and Transfer Agents of the Company and the List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the company completed dispatch of the Notice of the AGM on 29th August, 2015 through courier to **2518** Members and by email to **1730** members as on Registrar of members dated 14th August, 2015. And notices were sent on 16th September, 2015 to **237** members by emails to those who have become members between 14th August, 2015 to the cut-off date being the 15th September,2015.

3. **Cut-off Date:**

The Voting rights were reckoned as on **15th September, 2015** being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.

4. **Remote E-voting:**

4.1 **Agency**: The Company had appointed M/s. Karvy Computershare Private Limited (Karvy) as the agency for providing the remote e-voting platform.

4.2 **Remote e-voting:** Remote e-voting platform was open from **9.00 AM (IST) on 19th September, 2015 to 5.00 PM (IST) on 21stSeptember,2015** and members were required to cast their votes electronically

Tumuluru Krishna Murty
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tkm_hyderabad@yahoo.co.in

conveying their assent or dissent in respect of the **6** Ordinary Resolutions and **2** Special Resolutions, on the e-Voting platform provided by Karvy.

5. Voting at the AGM:

5.1 As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the AGM, I had access after closure of period of remote e-voting and before the start of AGM, to such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, Karvy, the e-voting Agency provided us with the names, DP Id / Folio Numbers and shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company had authorized Karvy to provide/ conduct Voting at the meeting and also made arrangements for voting by Ballot or Polling paper.

The Company's Management is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to E-voting on the Resolutions contained in the Notice dated 11th August, 2015 to the shareholders of the Company.

As a Scrutinizer my role in the E-voting process is restricted to make a Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on the E-voting of shareholders of the Company and the reports generated from the E-voting system provided by Karvy Computershare Private Limited and also for the ballot or polling paper.

6. Counting Process

As soon as the Chairman announced the conducting of the Ballot or Polling Paper I have locked the empty polling box in the presence of two witnesses.

6.1 On completion of voting at the AGM, Karvy provided me with the List of members who had cast their votes, with their holding details and details of vote on each of the Resolutions.

6.2 The votes were reconciled with the records maintained by the Company and Registrar & Share Transfer Agents with respect to the authorizations / proxies lodged with the Company.

Tumuluru Krishna Murty
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6.3 I unblocked the remote e-voting results on the Karvy E-voting platform before same two witnesses who are not in employment of the Company and downloaded the e-voting results.

6.4 After completion of the Voting by Ballot/ Polling Paper I unlocked the Polling box in the presence of same two witnesses.

6.5 The same witnesses have also signed this Report in confirmation of the votes being unblocked in their presence for e voting and Ballot or Polling Paper. Required data was provided by Karvy on the e-voting and Poll conducted at the AGM Venue.

7. Results

7.1 I observed that:
a) 23 Members had cast their votes through remote e-voting
b) 23 Members/Proxies have cast their votes through Poll.

7.2 The consolidated Results with respect to each items on the agenda as set out in the Notice of the 35th AGM dated August 11, 2015 is enclosed.

7.3 Based on the aforesaid results, 6 Ordinary Resolutions as contained in Item Nos. 1 to 6 and item Nos. 7 and 8 as Special Resolutions of the Notice dated 11th August, 2015, have been passed with Requisite majority.

7.4 Soft copy of the List of members, for both Ballot/ Poll Paper voting at the AGM as well as remote e-voting containing the details of members who voted "FOR", "AGAINST" and those whose votes were considered as invalid for each resolution will be emailed to the Company Secretary, after the announcement of the Results of the Company.

Tumuluru Krishna Murty

TUMULURU KRISHNA MURTY
Company Secretary in Practice
FCS 142, CP 1293
TUMULURU & CO
Company Secretaries

Date: September22, 2015.
Place: Hyderabad

Witnesses:
1. P. Krishna (P. Sri Krishna)
2. P. M. Sowjanya P. Mercy Sowjanya

Tumuluru Krishna Murty
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Tel.040- 27428094/27427083

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tkm_hyderabad@yahoo.co.in

Consolidated Results

Item No. 1 –Adoption of Audited Financial Statements of the company for the year ended 31st March 2015

	Number of Members / Proxies			Number of votes contained in			
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	%
No. of votes cast in favour/ Assent	23	21	44	4054579	256385	4310964	99.9791
No. of votes cast against / Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
No. of votes abstained/ invalid *	Nil	2	2	Nil	901	901	0.0209
Total	23	23	46	4054579	257286	4311865	100.0000

* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the AGM Notice of the Company dated August11, 2015 has been passed with Requisite majority

Tumuluru Krishna Murty

Date: September22nd, 2015
Place: Hyderabad

Tumuluru Krishna Murty
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Secretary, Brooke Bond Limited (Retired)

Tumuluru& Co.
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tkm_hyderabad@yahoo.co.in

Consolidated Results

Item No. 2 –Declaration of Dividend on Equity Shares for the year ended March 31, 2015

	Number of Members / Proxies			Number of votes contained in			
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	%
No. of votes cast in favour/ Assent	23	22	45	4054579	256386	4310965	99.9791
No. of votes cast against / Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
No. of votes abstained/ invalid *	Nil	1	1	Nil	900	900	0.0209
Total	23	23	46	4054579	257286	4311865	100.0000

*** includes votes which were not cast 'For' or 'Against' the Resolution.**

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the AGM Notice of the Company dated August 11, 2015 has been passed with Requisite majority

Tumuluru Krishna Murty

Date: September 22nd, 2015
Place: Hyderabad

Tumuluru Krishna Murty
B.Com.B.L.,F.C.A.,F.C.S.
Secretary, Brooke Bond Limited (Retired)

Tumuluru& Co.
Company Secretaries

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tkm_hyderabad@yahoo.co.in

Consolidated Results
Item No. 3 – Re-Appointment of Mr. M B Raju, as a Director of the Company

	Number of Members / Proxies			Number of votes contained in			
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	%
No. of votes cast in favour/ Assent	23	22	45	4054579	256386	4310965	99.9791
No. of votes cast against / Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
No. of votes abstained/ invalid *	Nil	1	1	Nil	900	900	0.0209
Total	23	23	46	4054579	257286	4311865	100.0000

*** includes votes which were not cast 'For' or 'Against' the Resolution.**

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the AGM Notice of the Company dated August 11, 2015 has been passed with Requisite majority

Tumuluru Krishna Murty

Date: September 22nd, 2015
Place: Hyderabad

Tumuluru Krishna Murty
B.Com.B.L.,F.C.A.,F.C.S.
Secretary, Brooke Bond Limited (Retired)

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Consolidated Results

Item No. 4 –To ratify the Appointment of M/S. M. Bhaskara Rao & Co, Chartered Accountants as Auditors of the Company for the Financial Year 2015-2016

	Number of Members / Proxies			Number of votes contained in			
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	%
No. of votes cast in favour/ Assent	23	22	45	4054579	256386	4310965	99.9791
No. of votes cast against / Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
No. of votes abstained/ invalid *	Nil	1	1	Nil	900	900	0.0209
Total	23	23	46	4054579	257286	4311865	100.0000

*** includes votes which were not cast 'For' or 'Against' the Resolution.**

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 4 of the AGM Notice of the Company dated August 11, 2015 has been passed with Requisite majority

Tumuluru Krishna Murty

Date: September 22nd, 2015
Place: Hyderabad

Tumuluru Krishna Murty
B.Com.B.L.,F.C.A.,F.C.S.
Secretary, Brooke Bond Limited (Retired)

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tkm_hyderabad@yahoo.co.in

Consolidated Results

Item No. 5 –Mr. Ramamurthy Gopalakrishnan, who was appointed as Additional Director (in the category of Non-Executive and Non-Independent) and vacates the office at AGM be appointed as Director of the Company liable to retire by rotation

	Number of Members / Proxies			Number of votes contained in			
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	%
No. of votes cast in favour/ Assent	23	22	45	4054579	256386	4310965	99.9791
No. of votes cast against / Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
No. of votes abstained/ invalid *	Nil	1	1	Nil	900	900	0.0209
Total	23	23	46	4054579	257286	4311865	100.0000

*** includes votes which were not cast 'For' or 'Against' the Resolution.**

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 5 of the AGM Notice of the Company dated August 11, 2015 has been passed with Requisite majority

Tumuluru Krishna Murty

Date: September 22nd, 2015
Place: Hyderabad

Tumuluru Krishna Murty
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Secretary, Brooke Bond Limited (Retired)

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Consolidated Results

Item No.6. Ratification of the Remuneration of Rs. 90,000/- plus reimbursement of Travelling and out of Pocket expenses payable to M/s. Aruna Prasad & Co., Cost Accountants, Chennai as Cost Auditors for the Financial Year ending 31st March, 2016.

	Number of Members / Proxies			Number of votes contained in			
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	%
No. of votes cast in favour/ Assent	23	22	45	4054579	256386	4310965	99.9791
No. of votes cast against / Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
No. of votes abstained/ invalid	Nil	1	1	Nil	900	900	0.0209
No. of votes invalid *	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	23	23	46	4054579	257286	4311865	100.0000

*** includes votes which were not cast 'For' or 'Against' the Resolution.**

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 6 of the AGM Notice of the Company dated August 11, 2015 has been passed with Requisite majority

Tumuluru Krishna Murty

Date: September 22nd, 2015
Place: Hyderabad

Tumuluru Krishna Murty
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Secretary, Brooke Bond Limited (Retired)

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Consolidated Results

Item No.7.Replacing the existing Articles of Association by adoption of new set of Articles of Association of the Company based on the Form of Table F of Schedule I of the Companies Act, 2013 and after incorporating all applicable clauses in conformity with the provisions of the Act and rules made thereunder and authorizing the Board of Directors to take necessary steps to give effect to the above.

	Number of Members / Proxies			Number of votes contained in			
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	%
No. of votes cast in favour/ Assent	23	22	45	4054579	256386	4310965	99.9791
No. of votes cast against / Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
No. of votes abstained/ invalid *	Nil	1	1	Nil	900	900	0.0209
Total	23	23	46	4054579	257286	4311865	100.0000

*** includes votes which were not cast 'For' or 'Against' the Resolution.**

Based on the aforesaid results, Special Resolution as contained in Item No. 7 of the AGM Notice of the Company dated August 11, 2015 has been passed with Requisite majority

Tumuluru Krishna Murty

Date: September 22nd, 2015
Place: Hyderabad

Tumuluru Krishna Murty
B.Com.B.L.,F.C.A.,F.C.S.
Secretary, Brooke Bond Limited (Retired)

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Consolidated Results

Item 8 – Maintain Register of Members, Index of Members, Register of Renewed and Duplicate Shares , together with the copies of certificates and documents required to be annexed thereto and other related books or any one or more of them be kept at the office of the Company's Registrar &Transfer Agent viz., Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot No.31 &32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad- 500 032

	Number of Members / Proxies			Number of votes contained in			
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy) at AGM	Total	%
No. of votes cast in favour/ Assent	23	21	44	4054579	256385	4310964	99.9791
No. of votes cast against / Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
No. of votes abstained/ invalid *	Nil	2	2	Nil	901	901	0.0209
Total	23	23	46	4054579	257286	4311865	100.0000

*** includes votes which were not cast 'For' or 'Against' the Resolution.**

Based on the aforesaid results, Special Resolution as contained in Item No. 8 of the AGM Notice of the Company dated August 11, 2015 has been passed with Requisite majority

Tumuluru Krishna Murty

Date: September 22nd, 2015
Place: Hyderabad