

ODISHA CEMENT LIMITED

(CIN: U14200TN2013PLC112346)

Pursuant to the restructuring Schemes and pending approval u/s 13 of the Companies Act, 2013,
the Company shall be renamed as

DALMIA BHARAT LIMITED

Registered Office: Dalmiapuram Lalgudi Taluk, Dalmiapuram-621651, Dist. Tiruchirappalli, Tamil Nadu.

Corp Office: 11th & 12th Floor, Hansalaya Building, 15, Barakhamba Road, New Delhi-110001

t 91 11 23465100 f 91 11 23313303, email: corp.sec@dalmiabharat.com

December 31, 2018

BSE Limited
New Trading Ring,
Rotunda Building, P J Towers, Dalal
Street, Fort
Mumbai-400001
Scrip Code: 542216

National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C-1, Block G
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051

Symbol: OCLINDIA

Sub: Submission of Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirement), Regulations, 2015.

Dear Sir(s),

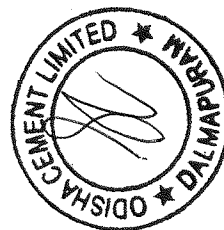
Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirement), Regulations, 2015 following are the details regarding voting results in the specified format along with the report issued by the Scrutiniser for remote e-voting/poll at the Annual General Meeting of the Company.

Date of the Annual General Meeting	December 31, 2018
Total No. of shareholders on record date	37975
No. of shareholders present in the meeting either in person or through proxies: 1) Promoters and Promoters Group 2) Public	98 13 (5 persons acting as authorised representative of 6 promoter group companies having shares in 11 different folios and 1 person represented through proxy of 2 promoter group) 85 (61 members present in person and 7 persons represented through proxy of 24 members)
No. of shareholders attended the meeting through video conferencing: 1) Promoters and Promoters Group 2) Public	-- --



1. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31-3-2018 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31-3-2018 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		99086348	95.81	99086348	0	100	0	
	Poll		3015883	2.92	3015883	0	100	0	
	Postal Ballot (if applicable)	103414675	0	0	0	0	0	0	
	Total (A)		102102231	98.73	102102231	0	100	0	
Public- Institutions	E-Voting		3279018	7.70	3279018	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	42586446	0	0	0	0	0	0	
	Total (B)		3279018	7.70	3279018	0	100	0	
Public- Non Institutions	E-Voting		2452371	5.25	2452371	0	100	0	
	Poll		63250	0.14	63250	0	100	0	
	Postal Ballot (if applicable)	46726432	0	0	0	0	0	0	
	Total (C)		2515621	5.38	2515621	0	100	0	
Total	(A+B+C)	192727553	107896870	55.98	107896870	0	100	0	



2. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for declaration of dividend of Rs.1.70 (85%) per equity share of Rs.2/- each for the financial year ended 31st March, 2018:

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	103414675	99086348	95.81	99086348	0	100	0	
	Poll		3015883	2.92	3015883	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		102102231	98.73	102102231	0	100	0	
Public- Institutions	E-Voting	42586446	7645838	17.95	7645838	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		7645838	17.95	7645838	0	100	0	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100	0	
	Poll		63250	0.14	63250	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	2515671	0	100	0	
Total	(A+B+C)	192727553	112263740	58.25	112263740	0	100	0	



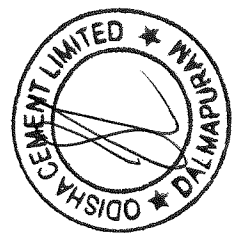
3. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Mr. Gautam Dalmia (DIN:00009758), an Additional Director, as a Director not liable to retire by rotation.:

Resolution required: (Ordinary/Special)					Ordinary				
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	103414675	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		0	0	0	0			
Public- Institutions	E-Voting	42586446	7622466	17.90	6238858	1383608	81.85	18.15	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		7622466	17.90	6238858	1383608	81.85	18.15	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452371	50	100.00	0.00	
	Poll		63250	0.14	63250	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	2515621	50	100.00	0.00	
Total	(A+B+C)	192727553	10138137	5.26	8754479	1383658	86.35	13.65	



4. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Gautam Dalmia (DIN:00009758) as Managing Director of the Company on the terms and conditions as stated in the AGM Notice.

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	103414675	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		0	0	0	0	0	0
Public- Institutions	E-Voting	42586446	3382978	7.94	1999370	1383608	59.10	40.90
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		3382978	7.94	1999370	1383608	59.10	40.90
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2451426	995	99.96	0.04
	Poll		63250	0.14	63250	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		2515671	5.38	2514676	995	99.96	0.04
Total	(A+B+C)	192727553	5898649	3.06	4514046	1384603	76.53	23.47



5. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Mr. Puneet Yadu Dalmia (DIN:00022633), an Additional Director, as a Director not liable to retire by rotation.:

Resolution required: (Ordinary/Special)							Ordinary			
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		0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)	103414675	0	0	0	0	0	0		
	Total (A)		0	0	0	0	0	0		
Public- Institutions	E-Voting		7645838	17.95	7645838	0	100.00	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)	42586446	0	0	0	0	0	0		
	Total (B)		7645838	17.95	7645838	0	100.00	0		
Public- Non Institutions	E-Voting		2452421	5.25	2452371	50	100.00	0		
	Poll		63250	0.14	63250	0	100.00	0		
	Postal Ballot (if applicable)	46726432	0	0	0	0	0	0		
	Total (C)		2515671	5.38	2515621	50	100.00	0		
Total	(A+B+C)	192727553	10161509	5.27	10161459	50	100.00	0		



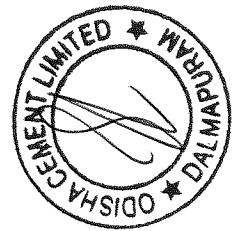
6. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Puneet Yadu Dalmia (DIN:00022633), as Managing Director of the Company on the terms and conditions as stated in the AGM Notice.

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	103414675	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		0	0	0	0	0	0	
Public- Institutions	E-Voting	42586446	7645838	17.95	7645838	0	100.00	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		7645838	17.95	7645838	0	100.00	0	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2451476	945	99.96	0.04	
	Poll		63250	0.14	63250	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	2514726	945	99.96	0.04	
Total	(A+B+C)	192727553	10161509	5.27	10160564	945	99.99	0.01	



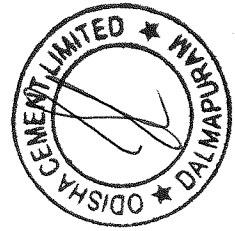
7. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Jayesh Doshi (DIN:00017963), an Additional Director, as Whole Time Director and Chief Financial Officer of the Company with effect from 30th October, 2018 liable to retire by rotation on the terms and conditions as stated in the AGM Notice.

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		99086348	95.81	99086348	0	100.00	0	
	Poll		3015883	2.92	3015883	0	100.00	0	
	Postal Ballot (if applicable)	103414675	0	0	0	0	0	0	
	Total (A)		102102231	98.73	102102231	0	100.00	0	
Public- Institutions	E-Voting		7645838	17.95	7643728	2110	99.97	0.03	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	42586446	0	0	0	0	0	0	
	Total (B)		7645838	17.95	7643728	2110	99.97	0.03	
Public- Non Institutions	E-Voting		2452421	5.25	2452421	0	100.00	0	
	Poll		63250	0.14	63250	0	100.00	0	
	Postal Ballot (if applicable)	46726432	0	0	0	0	0	0	
	Total (C)		2515671	5.38	2515671	0	100.00	0	
Total	(A+B+C)	192727553	112263740	58.25	112261630	2110	100.00	0.00	



8. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Nagarajan Gopalaswamy (DIN:00017659) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM who is more than seventy five years of age and who has submitted a declaration that he meets with the criteria for independence.

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	103414675	99086348	95.81	99086348	0	100.00	0		
	Poll		3015883	2.92	3015883	0	100.00	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total (A)		102102231	98.73	102102231	0	100.00	0		
Public- Institutions	E-Voting	42586446	6902982	16.21	5519374	1383608	79.96	20.04		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total (B)		6902982	16.21	5,519,374.00	1383608	79.96	20.04		
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452406	15	100.00	0.00		
	Poll		33930	0.07	33930	0	100.00	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total (C)		2486351	5.32	2486336	15	100.00	0.00		
Total	(A+B+C)	192727553	111491564	57.85	110107941	1383623	98.76	1.24		



9. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Pradip Kumar Khaitan (DIN:00004821) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM who is more than seventy five years of age and who has submitted a declaration that he meets with the criteria for independence.

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	103414675	99086348	95.81	99086348	0	100.00	0
	Poll		3015883	2.92	3015883	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		102102231	98.73	102102231	0	100.00	0
Public- Institutions	E-Voting	42586446	6926354	16.26	6509224	417130	93.98	6.02
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		6926354	16.26	6509224	417130	93.98	6.02
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100.00	0
	Poll		63250	0.14	63250	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		2515671	5.38	2515671	0	100.00	0
Total	(A+B+C)	192727553	111544256	57.88	111127126	417130	99.63	0.37



10. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Dharmendar Nath Davar (DIN:0002008), an additional Director of the Company, who is more than seventy five years of age holding office till conclusion of this AGM as Director of the Company liable to retire by rotation.

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	103414675	99086348	95.81	99086348	0	100.00	0	
	Poll		3015883	2.92	3015883	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		102102231	98.73	102102231	0	100.00	0	
Public- Institutions	E-Voting	42586446	6926354	16.26	6921575	4779	99.93	0.07	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		6926354	16.26	6921575	4779	99.93	0.07	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2403976	48445	98.02	1.98	
	Poll		63250	0.14	63135	115	99.82	0.18	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	2467111	48560	98.07	1.93	
Total	(A+B+C)	192727553	111544256	57.88	111490917	53339	99.95	0.05	



11. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for appointment of Mr. Virendra Singh Jain (DIN:00253196) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM, who has submitted a declaration that he meets with the criteria for independence.

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	103414675	99086348	95.81	99086348	0	0
	Poll		3015883	2.92	3015883	0	0
	Postal Ballot (if applicable)		0	0	0	0	0
	Total (A)		102102231	98.73	102102231	0	0
Public- Institutions	E-Voting	42586446	6926354	16.26	6926354	0	0
	Poll		0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0
	Total (B)		6926354	16.26	6926354	0	0
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	0
	Poll		63250	0.14	63250	0	0
	Postal Ballot (if applicable)		0	0	0	0	0
	Total (C)		2515671	5.38	2515671	0	0
Total	(A+B+C)	192727553	111544256	57.88	111544256	0	0



12. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for appointment of Mrs. Sudha Pillai (DIN:02263950) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM, who has submitted a declaration that she meets with the criteria for independence.

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	103414675	99086348	95.81	99086348	0	100.00	0	
	Poll		3015883	2.92	3015883	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		102102231	98.73	102102231	0	100.00	0	
Public- Institutions	E-Voting	42586446	6926354	16.26	6924244	2110	99.97	0.03	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		6926354	16.26	6924244	2110	99.97	0.03	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100.00	0	
	Poll		63250	0.14	63250	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	2515671	0	100.00	0	
Total	(A+B+C)	192727553	111544256	57.88	111542146	2110	100.00	0.00	



13. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for appointment Mr. Jai Hari Dalmia (DIN: 00009717), an Additional Director holding office till the conclusion of the AGM, as a Director liable to retire by rotation.

Resolution required: (Ordinary/Special)				Ordinary				
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	103414675	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total (A)		0	0	0	0	0	
Public- Institutions	E-Voting	42586446	6926354	16.26	6926354	0	100.00	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total (B)		6926354	16.26	6926354	0	100.00	0
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100.00	0
	Poll		63250	0.14	63250	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total (C)		2515671	5.38	2515671	0	100.00	0
Total	(A+B+C)	192727553	9442025	4.90	9442025	0	100.00	0



14. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for appointment Mr. Yadu Hari Dalmia (DIN: 00009717), an Additional Director holding office till the conclusion of the AGM, as a Director liable to retire by rotation.

Resolution required: (Ordinary/Special)					Ordinary				
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	103414675	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		0	0	0	0	0	0	
Public- Institutions	E-Voting	42586446	6926354	16.26	6926354	0	100.00	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		6926354	16.26	6926354	0	100.00	0	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100.00	0	
	Poll		63250	0.14	63250	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	2515671	0	100.00	0	
Total	(A+B+C)	192727553	9442025	4.90	9442025	0	100.00	0	



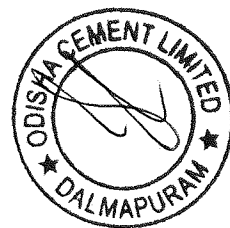
15. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for annual payment of commission in addition to sitting fees for Board meetings and Committee meetings thereof not exceeding 1% of the net profits of the company for a period of five years with effect from the financial year 2018 - 19 to the Non-Executive Directors(i.e.Directors other than Managing Director(s) and Whole Time Director(s)) of the company.

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	103414675	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total (A)		0	0	0	0	0	0		
Public- Institutions	E-Voting	42586446	6926354	16.26	6926354	0	100.00	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total (B)		6926354	16.26	6926354	0	100.00	0		
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452406	15	100.00	0.00		
	Poll		33930	0.14	33930	0	53.64	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total (C)		2515671	5.38	2486336	15	98.83	0.00		
Total	(A+B+C)	192727553	9442025	4.90	9412690	15	100.00	0.00		



16. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for consent of the company for appointment of Mr. Jai Hari Dalmia as Advisor in Dalmia Cement(Bharat) Limited, a wholly owned subsidiary of the Company as per the terms and conditions as set out in the notice to AGM for a period of five years and as approved by Board of Directors of Dalmia Cement(Bharat) Limited.

Resolution required: (Ordinary/Special)						Ordinary				
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	103414675	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total (A)		0	0	0	0	0	0		
Public- Institutions	E-Voting	42586446	2663494	6.25	1279886	1383608	48.05	51.95		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total (B)		2663494	6.25	1279886	1383608	48.05	51.95		
Public- Non Institutions	E-Voting	46726432	2452421	5.25	1850381	602040	75.45	24.55		
	Poll		63250	0.14	63250	0	100.00	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total (C)		2515671	5.38	1913631	602040	76.07	23.93		
Total	(A+B+C)	192727553	5179165	2.69	3193517	1985648	61.66	38.34		



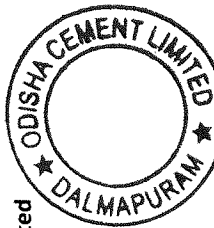
17. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for consent of the company for appointment of Mr. Yadu Hari Dalmia as Advisor in Dalmia Cement (Bharat) Limited, a wholly owned subsidiary of the Company as per the terms and conditions as set out in the notice to AGM for a period of five years and as approved by Board of Directors of Dalmia Cement (Bharat) Limited.

Resolution required: (Ordinary/Special)		Ordinary						
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	103414675	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		0	0	0	0	0	0
Public- Institutions	E-Voting	42586446	2663494	6.25	1279886	1383608	48.05	51.95
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		2663494	6.25	1279886	1383608	48.05	51.95
Public- Non Institutions	E-Voting	46726432	2452371	5.25	1850331	602040	75.45	24.55
	Poll		63250	0.14	63250	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		2515621	5.38	1913581	602040	76.07	23.93
Total	(A+B+C)	192727553	5179115	2.69	3193467	1985648	61.66	38.34

Note: The votes polled shown exclude invalid/abstained votes, votes of interested director(s) and promoters/ promoter groups in the respective resolution(s).

You are requested to take the same on your records

For Odisha Cement Limited



[Signature]

**Dr. Sanjeev Gemawat
Company Secretary**

Encl: Scrutinizer's report on E-Voting and poll

CS R. Venkatasubramanian,
M.Sc., Dip.in O.R., MIIA., ACMA., ACS.
PRACTISING COMPANY SECRETARY

No.76, Angarai Agraharam,
Angarai Post, Lalgudi Taluk,
Pin : 621 703, Trichy Dt.,
Off : Ph : 0431 - 2541818.
Mobile : 94431 - 31818.
e.mail : rvs.pcs@gmail.com.

Scrutinizer(s) Report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies
(Management and Administration) Rules 2014)

To
The Chairman
Odisha Cement Limited
Dalmiapuram, Tiruchirapalli District, Tamil Nadu. PIN : 621 651.

Fifth Annual General Meeting (AGM) of the Equity Shareholders of the Company held on
31st day of December, 2018 at 10.30 a.m. at Dalmiapuram,
District Tiruchirapalli, Tamil Nadu, PIN : 621 651.

Dear Sir,

I, CS R. Venkatasubramanian, a Practicing Company Secretary, has been appointed as a Scrutinizer by the Board of Directors of **Odisha Cement Limited (the Company)** for the purpose of scrutinizing the voting through Poll at the 5th Annual General Meeting (AGM) of the Shareholders of Odisha Cement Limited held on 31st December, 2018 at 10.30 am at Dalmiapuram, Tiruchirapalli District, Tamil Nadu, PIN: 621 651 and through remote e-voting during the period from 28th December, 2018 (9.30 am) to 30th December, 2018 (5.00 pm) in a fair and transparent manner and ascertaining the requisite majority on voting through poll and remote e-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended in respect of resolutions contained in the Notice dated 30th October, 2018.

1. Shri V.Sundararaj, a member of the Company was appointed by the Chairman of the AGM to act as scrutinizer and to represent the members as an independent scrutinizer, who assisted to finalize the process of counting and verification of the ballot papers.
2. The remote e-voting period remained open from 28th December, 2018 (9.30 am) to 30th December, 2018 (5.00 pm) and was disabled for voting thereafter.



3. The shareholders holding shares as on the Cut - off date i.e. 25th December, 2018(including shareholders of erstwhile Dalmia Bharat Limited as per the record date of November 30, 2018 were eligible to vote on the proposed resolutions (Item No. 1 to 17 as set out in the Notice of AGM) by remote e-voting and voting by poll at the AGM.
4. Ballot Box kept for the purpose of voting through Poll, was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot 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. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
7. After counting the votes cast through Poll by the members and proxy holders present, the votes casted through remote e-voting were unblocked on 31st December, 2018 in the presence of two witnesses Mr.S.Saravanan and Mr. D. Ramakrishna, not in the employment of the Company who have signed below in confirmation of the votes being unblocked in their presence.

1. 

2. 

8. In accordance with the provisions of Companies Act, 2013 and Companies (Management & Administration) Rules, 2014 with respect to voting and on proper scrutiny, I report the result as under:
 - i) Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31st March, 2018 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31-3-2018 together with the Report of the Auditors thereon - 100% in favour of the resolution.



- ii) Ordinary Resolution passed for declaration of dividend of Rs.1.70 (85%) per Equity Share of Rs. 2/- each for the financial year ended 31st March, 2018 - 100% in favour of the resolution.
- iii) Ordinary Resolution passed for appointment of Mr.Gautam Dalmia (DIN: 00009758), an Additional Director, as a Director not liable to retire by rotation - 86.35% in favour of the resolution and 13.65% against the resolution.
- iv) Special Resolution passed for appointment of Mr.Gautam Dalmia (DIN:00009758) as Managing Director of the Company on the terms and conditions as stated in the AGM Notice - 76.53% in favour of the resolution and 23.47% against the resolution.
- v) Ordinary Resolution passed for appointment of Mr.Puneet Yadu Dalmia (DIN: 00022633), an Additional Director, as a Director not liable to retire by rotation - 100% in favour of the resolution and 0.00% against the resolution.
- vi) Special Resolution passed for appointment of Mr.Puneet Yadu Dalmia (DIN:00022633) as Managing Director of the Company on the terms and conditions as stated in the AGM Notice - 99.99% in favour of the resolution and 0.01% against the resolution.
- vii) Special Resolution passed for appointment of Mr.Jayesh Doshi (DIN:00017963), an Additional Director, as Whole Time Director and Chief Financial Officer of the Company with effect from 30th October, 2018 liable to retire by rotation on the terms and conditions as stated in the AGM Notice - 100% in favour of the resolution and 0.00% against the resolution.
- viii) Special Resolution passed for appointment of Mr.Nagarajan Gopalswamy (DIN:00017659) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM who is more than seventy five years of age and who has submitted a declaration that he meets with the criteria for independence - 98.76% in favour of the resolution and 1.24% against the resolution.
- ix) Special Resolution passed for appointment of Mr.Pradip Kumar Khaitan (DIN:00004821) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM, who is more than seventy five years of age and who has submitted a declaration that he meets with the criteria for independence - 99.63% in favour of the resolution and 0.37% against the resolution.
- x) Special Resolution passed for appointment of Mr.Dharmendar Nath Davar (DIN:00002008), an additional Director of the Company, who is more than seventy five years of age holding office till conclusion of this AGM as Director of the Company liable to retire by rotation - 99.95% in favour of the resolution and 0.05% against the resolution.



- xi) Ordinary Resolution passed for appointment of Mr.Virendra Singh Jain (DIN:00253196) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM, who has submitted a declaration that he meets with the criteria for independence - 100% in favour of the resolution.
- xii) Ordinary Resolution passed for appointment of Mrs.Sudha Pillai (DIN:02263950) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM, who has submitted a declaration that she meets with the criteria for independence - 100% in favour of the resolution and 0.00% against the resolution.
- xiii) Ordinary Resolution passed for appointment of Mr.Jai Hari Dalmia (DIN: 00009717), an Additional Director holding office till the conclusion of the AGM, as a Director liable to retire by rotation - 100% in favour of the resolution.
- xiv) Ordinary Resolution passed for appointment of Mr.Yadu Hari Dalmia (DIN: 00009800), an Additional Director holding office till the conclusion of the AGM, as a Director liable to retire by rotation - 100% in favour of the resolution.
- xv) Special Resolution passed for annual payment of commission in addition to sitting fees for Board meetings and Committee meetings thereof not exceeding 1% of the net profits of the company for a period of five years with effect from the financial year 2018 - 19 to the Non-Executive Directors(i.e.Directors other than Managing Director(s) and Whole Time Director(s)) of the company - 100% in favour of the resolution and 0.00% against the resolution.
- xvi) Ordinary Resolution passed for consent of the company for appointment of Mr.Jai Hari Dalmia as Advisor in Dalmia Cement(Bharat) Limited, a wholly owned subsidiary of the Company as per the terms and conditions as set out in the notice to AGM for a period of five years and as approved by Board of Directors of Dalmia Cement(Bharat) Limited - 61.66% in favour of the resolution and 38.34% against the resolution.
- xvii) Ordinary Resolution passed for consent of the company for appointment of Mr.Yadu Hari Dalmia as Advisor in Dalmia Cement(Bharat) Limited, a wholly owned subsidiary of the Company as per the terms and conditions as set out in the notice to AGM for a period of five years and as approved by Board of Directors of Dalmia Cement(Bharat) Limited - 61.66% in favour of the resolution and 38.34% against the resolution.



CS R. Venkatasubramanian,
M.Sc., Dip.in O.R., MIIA., ACMA., ACS.
PRACTISING COMPANY SECRETARY

No.76, Angarai Agraharam,
Angarai Post, Lalgudi Taluk,
Pin : 621 703, Trichy Dt.,
Off : Ph : 0431 - 2541818.
Mobile : 94431 - 31818.
e.mail : rvs.pcs@gmail.com.

9. In conclusion, all the 17(Seveteen) Resolutions have been passed with requisite majority/ unanimously.
10. The Management of the Company is responsible to ensure the compliances with the requirement of the Companies Act, 2013 and Rules made there under and SEBI (Listing Obligations & Disclosure Requirement) Regulation, 2015 at 5th AGM of the Company. My responsibilities as Scrutinizer is restricted to make Scrutinizers Report of Votes cast.
11. The details of the above mentioned result has been given in the Annexure.
12. The Register, all other papers and relevant records relating to remote e-voting and voting through Poll 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

Place: Dalmiapuram
Date: 31.12.2018




R.Venkatasubramanian
Practising Company Secretary
ACS - 3673; CP - 3893


N. Gopalaswamy
Chairman of the AGM

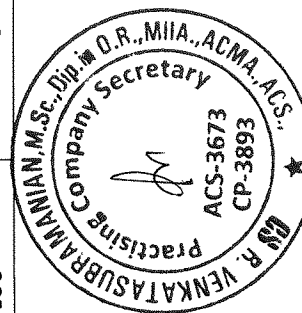
ANNEXURE TO SCRUTINIZER REPORT

Date of AGM	31.12.2018
Total Number of shareholders on Record Date	37975
No. of Shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	 25 37950
No. of Shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	 NA NA



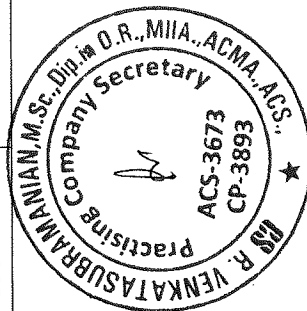
1. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31-3-2018 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31-3-2018 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		99086348	95.81	99086348	0	100	0	
	Poll		3015883	2.92	3015883	0	100	0	
	Postal Ballot (if applicable)	103414675	0	0	0	0	0	0	
	Total (A)		102102231	98.73	102102231	0	100	0	
Public- Institutions	E-Voting		3279018	7.70	3279018	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	42586446	0	0	0	0	0	0	
	Total (B)		3279018	7.70	3279018	0	100	0	
Public- Non Institutions	E-Voting		2452371	5.25	2452371	0	100	0	
	Poll		63250	0.14	63250	0	100	0	
	Postal Ballot (if applicable)	46726432	0	0	0	0	0	0	
	Total (C)		2515621	5.38	2515621	0	100	0	
Total	(A+B+C)	192727553	107896870	55.98	107896870	0	100	0	



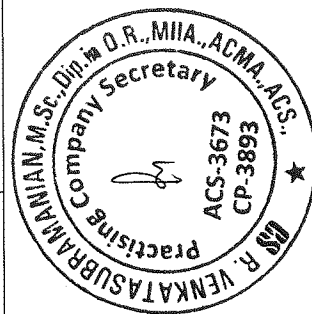
2. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for declaration of dividend of Rs.1.70 (85%) per equity share of Rs.2/- each for the financial year ended 31st March, 2018:

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	103414675	99086348	95.81	99086348	0	100	0
	Poll		3015883	2.92	3015883	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		102102231	98.73	102102231	0	100	0
Public- Institutions	E-Voting	42586446	7645838	17.95	7645838	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		7645838	17.95	7645838	0	100	0
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100	0
	Poll		63250	0.14	63250	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		2515671	5.38	2515671	0	100	0
Total	(A+B+C)	192727553	112263740	58.25	112263740	0	100	0



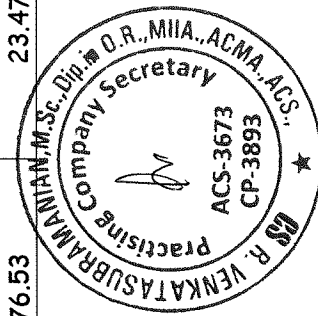
3. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Mr. Gautam Dalmia (DIN:00009758), an Additional Director, as a Director not liable to retire by rotation.:

Resolution required: (Ordinary/Special)						Ordinary			
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	103414675	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		0	0	0	0			
Public- Institutions	E-Voting	42586446	7622466	17.90	6238858	1383608	81.85	18.15	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		7622466	17.90	6238858	1383608	81.85	18.15	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452371	50	100.00	0.00	
	Poll		63250	0.14	63250	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	2515621	50	100.00	0.00	
Total	(A+B+C)	192727553	10138137	5.26	8754479	1383658	86.35	13.65	



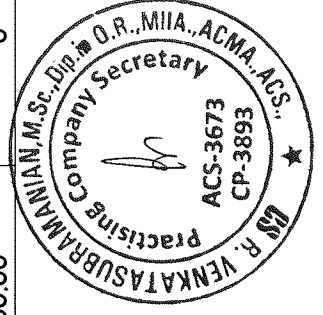
4. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Gautam Dalmia (DIN:00009758) as Managing Director of the Company on the terms and conditions as stated in the AGM Notice.

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	103414675	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		0	0	0	0	0	0	
Public- Institutions	E-Voting	42586446	3382978	7.94	1999370	1383608	59.10	40.90	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		3382978	7.94	1999370	1383608	59.10	40.90	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2451426	995	99.96	0.04	
	Poll		63250	0.14	63250	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	2514676	995	99.96	0.04	
Total	(A+B+C)	192727553	5898649	3.06	4514046	1384603	76.53	23.47	



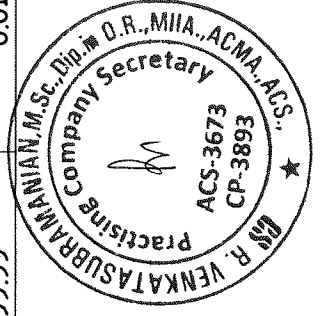
5. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Mr.Puneet Yadu Dalmia (DIN:00022633),an Additional Director, as a Director not liable to retire by rotation.:

Resolution required: (Ordinary/Special)					Ordinary				
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		0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	103414675	0	0	0	0	0	0	
	Total (A)		0	0	0	0	0	0	
Public- Institutions	E-Voting		7645838	17.95	7645838	0	100.00	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	42586446	0	0	0	0	0	0	
	Total (B)		7645838	17.95	7645838	0	100.00	0	
Public- Non Institutions	E-Voting		2452421	5.25	2452371	50	100.00	0	
	Poll		63250	0.14	63250	0	100.00	0	
	Postal Ballot (if applicable)	46726432	0	0	0	0	0	0	
	Total (C)		2515671	5.38	2515621	50	100.00	0	
Total	(A+B+C)	192727553	10161509	5.27	10161459	50	100.00	0	



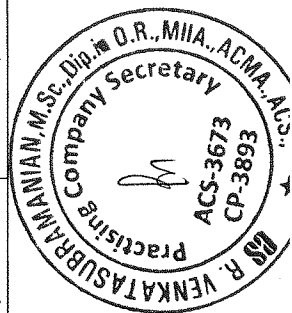
6.Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr.Puneet Yadu Dalmia (DIN:00022633), as Managing Director of the Company on the terms and conditions as stated in the AGM Notice.

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	103414675	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total (A)		0	0	0	0	0	
Public- Institutions	E-Voting	42586446	7645838	17.95	7645838	0	100.00	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total (B)		7645838	17.95	7645838	0	100.00	0
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2451476	945	99.96	0.04
	Poll		63250	0.14	63250	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total (C)		2515671	5.38	2514726	945	99.96	0.04
Total	(A+B+C)	192727553	10161509	5.27	10160564	945	99.99	0.01



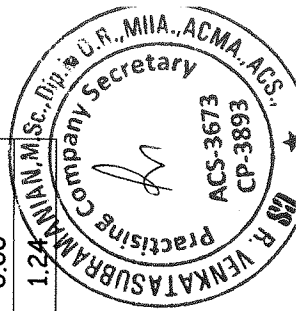
7. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Jayesh Doshi (DIN:00017963), an Additional Director, as Whole Time Director and Chief Financial Officer of the Company with effect from 30th October, 2018 liable to retire by rotation on the terms and conditions as stated in the AGM Notice.

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		99086348	95.81	99086348	0	100.00	0	
	Poll		3015883	2.92	3015883	0	100.00	0	
	Postal Ballot (if applicable)	103414675	0	0	0	0	0	0	
	Total (A)		102102231	98.73	102102231	0	100.00	0	
Public- Institutions	E-Voting		7645838	17.95	7643728	2110	99.97	0.03	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	42586446	0	0	0	0	0	0	
	Total (B)		7645838	17.95	7643728	2110	99.97	0.03	
Public- Non Institutions	E-Voting		2452421	5.25	2452421	0	100.00	0	
	Poll		63250	0.14	63250	0	100.00	0	
	Postal Ballot (if applicable)	46726432	0	0	0	0	0	0	
	Total (C)		2515671	5.38	2515671	0	100.00	0	
Total	(A+B+C)	192727553	112263740	58.25	112261630	2110	100.00	0.00	



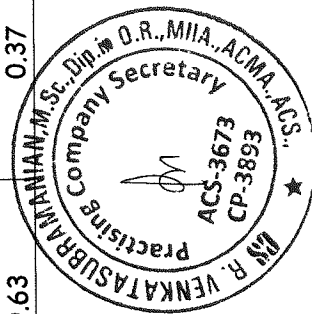
8. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Nagarajan Gopalaswamy (DIN:00017659) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM who is more than seventy five years of age and who has submitted a declaration that he meets with the criteria for independence.

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		99086348	95.81	99086348	0	100.00	0
	Poll		3015883	2.92	3015883	0	100.00	0
	Postal Ballot (if applicable)	103414675	0	0	0	0		
	Total (A)		102102231	98.73	102102231	0	100.00	0
Public- Institutions	E-Voting		6902982	16.21	5519374	1383608	79.96	20.04
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	42586446	0	0	0	0		
	Total (B)		6902982	16.21	5,519,374.00	1383608	79.96	20.04
Public- Non Institutions	E-Voting		2452421	5.25	2452406	15	100.00	0.00
	Poll		33930	0.07	33930	0	100.00	0
	Postal Ballot (if applicable)	46726432	0	0	0	0		
	Total (C)		2486351	5.32	2486336	15	100.00	0.00
Total	(A+B+C)	192727553	111491564	57.85	110107941	1383623	98.76	1.24



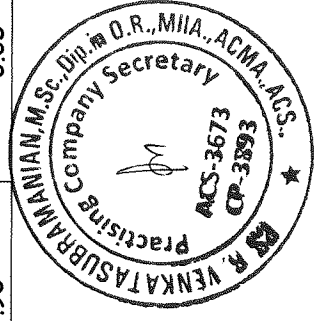
9.Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr.Pradip Kumar Khaitan (DIN:00004821) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM who is more than seventy five years of age and who has submitted a declaration that he meets with the criteria for independence.

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		99086348	95.81	99086348	0	100.00	0
	Poll		3015883	2.92	3015883	0	100.00	0
	Postal Ballot (if applicable) Total (A)	103414675	0	0	0	0	0	0
Public- Institutions	E-Voting		102102231	98.73	102102231	0	100.00	0
	Poll		6926354	16.26	6509224	417130	93.98	6.02
	Postal Ballot (if applicable) Total (B)	42586446	0	0	0	0	0	0
Public- Non Institutions	E-Voting		6926354	16.26	6509224	417130	93.98	6.02
	Poll		2452421	5.25	2452421	0	100.00	0
	Postal Ballot (if applicable) Total (C)	46726432	63250	0.14	63250	0	100.00	0
Total			0	0	0	0	0	0
			2515671	5.38	2515671	0	100.00	0
	(A+B+C)	192727553	11544256	57.88	111127126	417130	99.63	0.37



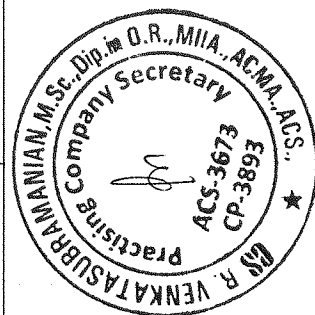
10. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for appointment of Mr. Dharmendar Nath Davar (DIN:00002008), an additional Director of the Company, who is more than seventy five years of age holding office till conclusion of this AGM as Director of the Company liable to retire by rotation.

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		99086348	95.81	99086348	0	100.00	0
	Poll		3015883	2.92	3015883	0	100.00	0
	Postal Ballot (if applicable)	103414675	0	0	0	0	0	0
	Total (A)		102102231	98.73	102102231	0	100.00	0
Public- Institutions	E-Voting		6926354	16.26	6921575	4779	99.93	0.07
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	42586446	0	0	0	0	0	0
	Total (B)		6926354	16.26	6921575	4779	99.93	0.07
Public- Non Institutions	E-Voting		2452421	5.25	2403976	48445	98.02	1.98
	Poll		63250	0.14	63135	115	99.82	0.18
	Postal Ballot (if applicable)	46726432	0	0	0	0	0	0
	Total (C)		2515671	5.38	2467111	48560	98.07	1.93
Total	(A+B+C)	192727553	111544256	57.88	111490917	53339	99.95	0.05



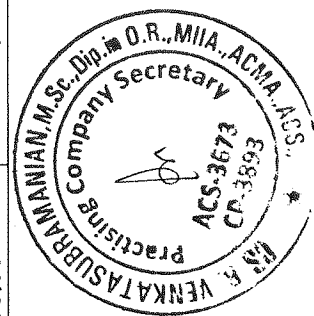
11. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for appointment of Mr. Virendra Singh Jain (DIN:00253196) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM, who has submitted a declaration that he meets with the criteria for independence.

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	103414675	99086348	95.81	99086348	0	100.00	0
	Poll		3015883	2.92	3015883	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		102102231	98.73	102102231	0	100.00	0
Public- Institutions	E-Voting	42586446	6926354	16.26	6926354	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		6926354	16.26	6926354	0	100.00	0
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100.00	0
	Poll		63250	0.14	63250	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		2515671	5.38	2515671	0	100.00	0
Total	(A+B+C)	192727553	111544256	57.88	111544256	0	100.00	0



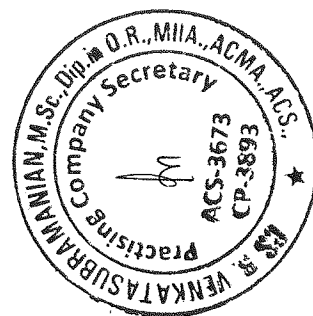
12.Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for appointment of Mrs.Sudha Pillai (DIN:02263950) as Independent Director of the Company for a period of five years commencing from the conclusion of this AGM, who has submitted a declaration that she meets with the criteria for independence.

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	103414675	99086348	95.81	99086348	0	100.00	0
	Poll		3015883	2.92	3015883	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		102102231	98.73	102102231	0	100.00	0
Public- Institutions	E-Voting	42586446	6926354	16.26	6924244	2110	99.97	0.03
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		6926354	16.26	6924244	2110	99.97	0.03
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100.00	0
	Poll		63250	0.14	63250	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		2515671	5.38	2515671	0	100.00	0
Total	(A+B+C)	192727553	111544256	57.88	111542146	2110	100.00	0.00



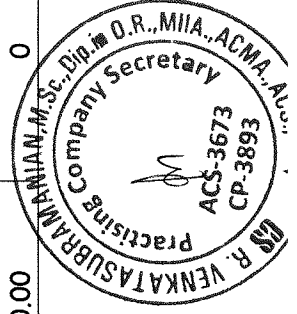
13. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for appointment Mr. Jai Hari Dalmia (DIN: 00009717), an Additional Director holding office till the conclusion of the AGM, as a Director liable to retire by rotation.

Resolution required: (Ordinary/Special)				Ordinary				
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	103414675	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		0	0	0	0	0	0
Public- Institutions	E-Voting	42586446	6926354	16.26	6926354	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		6926354	16.26	6926354	0	100.00	0
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100.00	0
	Poll		63250	0.14	63250	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		2515671	5.38	2515671	0	100.00	0
Total	(A+B+C)	192727553	9442025	4.90	9442025	0	100.00	0



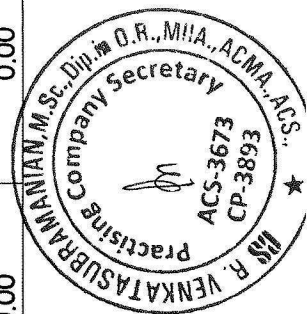
14. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for appointment Mr.Yadu Hari Dalmia (DIN: 00009717), an Additional Director holding office till the conclusion of the AGM, as a Director liable to retire by rotation.

Resolution required: (Ordinary/Special)					Ordinary				
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	103414675	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		0	0	0	0	0	0	
Public- Institutions	E-Voting	42586446	6926354	16.26	6926354	0	100.00	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		6926354	16.26	6926354	0	100.00	0	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	2452421	0	100.00	0	
	Poll		63250	0.14	63250	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	2515671	0	100.00	0	
Total	(A+B+C)	192727553	9442025	4.90	9442025	0	100.00	0	



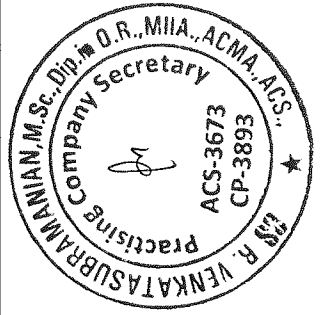
15. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Special Resolution for annual payment of commission in addition to sitting fees for Board meetings and Committee meetings thereof not exceeding 1% of the net profits of the company for a period of five years with effect from the financial year 2018 - 19 to the Non-Executive Directors (i.e. Directors other than Managing Director(s) and Whole Time Director(s)) of the company.

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		0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	103414675	0	0	0	0	0	0	
	Total (A)		0	0	0	0	0	0	
Public- Institutions	E-Voting		6926354	16.26	6926354	0	100.00	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	42586446	0	0	0	0	0	0	
	Total (B)		6926354	16.26	6926354	0	100.00	0	
Public- Non Institutions	E-Voting		2452421	5.25	2452406	15	100.00	0.00	
	Poll		33930	0.14	33930	0	53.64	0	
	Postal Ballot (if applicable)	46726432	0	0	0	0	0	0	
	Total (C)		2515671	5.38	2486336	15	98.83	0.00	
Total	(A+B+C)	192727553	9442025	4.90	9412690	15	100.00	0.00	



16. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for consent of the company for appointment of Mr.Jai Hari Dalmia as Advisor in Dalmia Cement(Bharat) Limited,a wholly owned subsidiary of the Company as per the terms and conditions as set out in the notice to AGM for a period of five years and as approved by Board of Directors of Dalmia Cement(Bharat) Limited.

Resolution required: (Ordinary/Special)					Ordinary				
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	103414675	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (A)		0	0	0	0	0	0	
Public- Institutions	E-Voting	42586446	2663494	6.25	1279886	1383608	48.05	51.95	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (B)		2663494	6.25	1279886	1383608	48.05	51.95	
Public- Non Institutions	E-Voting	46726432	2452421	5.25	1850381	602040	75.45	24.55	
	Poll		63250	0.14	63250	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total (C)		2515671	5.38	1913631	602040	76.07	23.93	
Total	(A+B+C)	192727553	5179165	2.69	3193517	1985648	61.66	38.34	



17. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution for consent of the company for appointment of Mr.Yadu Hari Dalmia as Advisor in Dalmia Cement(Bharat) Limited,a wholly owned subsidiary of the Company as per the terms and conditions as set out in the notice to AGM for a period of five years and as approved by Board of Directors of Dalmia Cement(Bharat) Limited.

Resolution required: (Ordinary/Special)				Ordinary				
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	103414675	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total (A)		0	0	0	0	0	
Public- Institutions	E-Voting	42586446	2663494	6.25	1279886	1383608	48.05	51.95
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total (B)		2663494	6.25	1279886	1383608	48.05	51.95
Public- Non Institutions	E-Voting	46726432	2452371	5.25	1850331	602040	75.45	24.55
	Poll		63250	0.14	63250	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total (C)		2515621	5.38	1913581	602040	76.07	23.93
Total	(A+B+C)	192727553	5179115	2.69	3193467	1985648	61.66	38.34

Note: The votes polled shown exclude invalid/abstained votes, votes of interested director(s) and promoters/ promoter groups in the respective resolution(s).

