



SHREE CEMENT LTD.

Regd. Office:

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

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



SCL/BWR/2018-19/
9th March, 2019

FAX NO. 022 – 26598237 / 26598238

Email : cmlist@nse.co.in

National Stock Exchange of India Limited,
Exchange Plaza,
Bandra – Kurla Complex, Bandra (East)
MUMBAI – 400 051

SCRIP CODE: SHRECEM EQ

FAX NO. 022-22722041 / 22722061

Email: corp.relations@bseindia.com
BSE Ltd.

Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
MUMBAI – 400 023

SCRIP CODE 500387

Kind Attention: Listing Deptt.

Re: Declaration of Postal Ballot Results with respect to Postal Ballot Notice dated 22nd January, 2019

Dear Sir(s),

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, results on the business transacted through Postal Ballot Notice dated 22nd January, 2019, in the prescribed format is enclosed at **Annex-1**. Scrutinizer report on remote e-voting and voting through physical postal ballots is also enclosed at **Annex-2**.

All the resolutions as set out in the Postal Ballot Notice dated 22nd January, 2019 have been approved by the shareholders with requisite majority. The resolutions are deemed to have been passed on 8th March, 2019 i.e. the last date of e-voting and receipt of Postal Ballot Forms.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **SHREE CEMENT LIMITED**

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

JAIPUR OFFICE : SB-187, Bapu Nagar, Opp. Rajasthan University, JLN Marg, Jaipur-302 015
Phone : 0141 4241200, 4241204, Fax : 0141 4241219

NEW DELHI OFFICE : 122-123, Hans Bhawan, 1, Bahadurshah Zafar Marg, New Delhi 110 002
Phone : 011 23370828, 23379218, 23370776, Fax : 011 23370499

CORP. OFFICE : 21, Strand Road, Kolkata 700 001 Phone : 033-22309601-4 Fax : 033 22434226

Voting Results

Company Name	Shree Cement Limited
Date of Declaration of Postal Ballot Notice	9 th March, 2019
Total number of shareholders on record date	28920 equity shareholders as on 30 th January, 2019 (Cut -off date)
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	N.A.

AGENDA-WISE DISCLOSURE

Resolution required (Ordinary / Special):				Special Resolution: Continuation of Shri Benu Gopal Bangur as Non-Executive Director of the Company (Non-Independent)				
Whether promoter / promoter group are interested in agenda / resolution?				Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes on Polled outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22569797	99.9973	22569197	0	100.0000	0.0000
Public– Institutions	E-Voting	6743834	4796793	71.1286	4642817	153976	96.7900	3.2100
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6743834	71.1286	4642817	153976	96.7900	3.2100
Public– Non Institutions	E-Voting	5523594	139651	2.5283	135661	3990	97.1429	2.8571
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		6799	0.1231	6798	1	99.9853	0.0147
	Total		5523594	2.6514	142459	3991	97.2748	2.7252
Total		34837225	27512440	78.9743	27354473	157967	99.4258	0.5742



Resolution required (Ordinary / Special):				Special Resolution: Continuation of current term of Shri Ratanlal Gaggar as Independent Director of the Company				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22569797	22569197	22569197	0	100.0000	0.0000
Public–Institutions	E-Voting	6743834	4699950	69.6926	1714437	2985513	36.4778	63.5222
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6743834	4699950	1714437	2985513	36.4778	63.5222
Public–Non Institutions	E-Voting	5523594	137761	2.4940	133136	4625	96.6427	3.3573
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		6799	0.1231	6798	1	99.9853	0.0147
	Total		5523594	144560	139934	4626	96.7999	3.2001
Total		34837225	27413707	78.6908	24423568	2990139	89.0925	10.9075

Resolution required (Ordinary / Special):				Special Resolution: Continuation of current term of Shri Om Prakash Setia as Independent Director of the Company				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22569797	22569197	22569197	0	100.0000	0.0000
Public–Institutions	E-Voting	6743834	4796793	71.1286	3898230	898563	81.2674	18.7326
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6743834	4796793	3898230	898563	81.2674	18.7326
Public–Non Institutions	E-Voting	5523594	137761	2.4940	133771	3990	97.1037	2.8963
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		6799	0.1231	6698	101	98.5145	1.4855
	Total		5523594	144560	140469	4091	97.1700	2.8300
Total		34837225	27510550	78.9688	26607896	902654	96.7189	3.2811



Resolution required (Ordinary / Special):				Special Resolution: Continuation of current term of Dr. Yoginder Kumar Alagh as Independent Director of the Company				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22569797	99.9973	22569197	0	100.0000	0.0000
Public–Institutions	E-Voting	6743834	4796793	71.1286	4253956	542837	88.6833	11.3167
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4796793	71.1286	4253956	542837	88.6833	11.3167
Public–Non Institutions	E-Voting	5523594	137722	2.4933	133732	3990	97.1029	2.8971
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		6799	0.1231	6698	101	98.5145	1.4855
	Total		144521	2.6164	140430	4091	97.1693	2.8307
Total		34837225	27510511	78.9687	26963583	546928	98.0119	1.9881

Resolution required (Ordinary / Special):				Special Resolution: Continuation of current term of Shri Nitin Dayalji Desai as Independent Director of the Company				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22569797	99.9973	22569197	0	100.0000	0.0000
Public–Institutions	E-Voting	6743834	4796793	71.1286	4796793	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4796793	71.1286	4796793	0	100.0000	0.0000
Public–Non Institutions	E-Voting	5523594	139612	2.5276	139512	100	99.9284	0.0716
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		6799	0.1231	6698	101	98.5145	1.4855
	Total		146411	2.6506	146210	201	99.8627	0.1373
Total		34837225	27512401	78.9741	27512200	201	99.9993	0.0007



Resolution required (Ordinary / Special):				Special Resolution: Appointment of Shri Prakash Narayan Chhangani as Whole Time Director of the Company w.e.f. 30 th July, 2018				
Whether promoter / promoter group are interested in 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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	22569797	22569197	99.9973	22569197	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22569797	22569197	22569197	0	100.0000	0.0000
Public-Institutions	E-Voting	6743834	5172045	76.6929	3515566	1656479	67.9725	32.0275
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6743834	5172045	3515566	1656479	67.9725	32.0275
Public-Non Institutions	E-Voting	5523594	139651	2.5283	139551	100	99.9284	0.0716
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		6819	0.1235	6718	101	98.5188	1.4812
	Total		5523594	146470	146269	201	99.8628	0.1372
Total		34837225	27887712	80.0515	26231032	1656680	94.0595	5.9405





Pradeep Pincha
Practising Company Secretary

Report of Scrutinizer on Postal Ballot including remote e-Voting

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

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

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

Dear Sir(s),

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

The notice dated 22nd January, 2019 was sent to the members of the SCL along with statement setting out material facts under section 102 of the Companies Act, 2013.

The members of the SCL holding shares on the cut-off date i.e. 30th January, 2019 were entitled to vote on the resolutions proposed and set out in the Postal Ballot Notice.

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

- the Notice of Postal Ballot along-with postal ballot forms were accompanied with postage pre-paid self-addressed Business Reply Envelope which was required to be returned by the members not later than 5:00 PM (IST) on 8th March, 2019. In addition to the above, Notices were also sent via electronic mode by Karvy Fintech Private Limited (hereinafter referred as 'Karvy'), the service provider & Registrar and Share Transfer Agent (RTA) to the members (other than who have requested for physical copy) at their e-mail address as registered with the Depository Participants or the RTA.



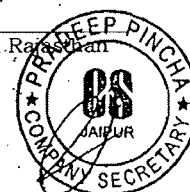
Pradeep Pincha

Practising Company Secretary

- the Company engaged Karvy as service provider, for facilitating remote e-voting to the members of the Company, as permitted under Section 108, 110 of the Companies Act, 2013 read-with the Companies (Management and Administration) Rules, 2014, as amended from time to time, commencing from Thursday, 7th February, 2019, at 9.00 a.m. to Friday, 8th March, 2019, at 5.00 p.m.
- after the time fixed for closing of the remote e-Voting i.e. 5.00 p.m. on Friday, 8th March, 2019 a final electronic report was generated in presence of two witnesses viz. Mr. Akshit Kr. Jangid and Mr. Bhavesh Surolia who are not in the employment of the Company from the website viz. <https://evoting.karvy.com> of Karvy, the service provider, for facilitating remote e-voting.
- I have received the Postal Ballot forms from the members during the period starting from Thursday, 7th February, 2019 till Friday, 8th March, 2019. All the Postal Ballot forms together with all votes cast by e-Voting through Karvy received upto 5.00 p.m. on Friday, 8th March, 2019 being the last date fixed by the Company for receipt of Postal Ballot Forms / remote e-voting, were considered for my scrutiny.
- E-voting platform was optional for the members to cast their votes. In case, the members have cast their votes through postal ballot as well as through remote e-voting then, vote cast through e-voting was considered and voting done through Postal Ballot was ignored as indicated in the Notice dated 22nd January, 2019.
- on scrutiny, I report the results of voting through postal ballot including remote e-Voting in respect of the resolution(s) as set-out in the Notice of Postal Ballot as under:

Item No. 1: Special Resolution - Continuation of Shri Benu Gopal Bangur as Non-Executive Director of the Company (Non-Independent):

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	No. of shares
Remote voting	27347675	99.4011	157966	0.5742	487086
Postal Ballot	6798	0.0247	1	0.0000	1342
TOTAL	27354473	99.4258	157967	0.5742	488428





Pradeep Pincha

Practising Company Secretary

Item No. 2: Special Resolution - Continuation of current term of Shri Ratanlal Gaggar as Independent Director of the Company:

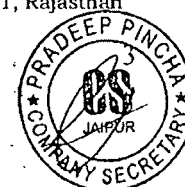
Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	No. of shares
Remote voting	24416770	89.0677	2990138	10.9075	585819
Postal Ballot	6798	0.0248	1	0.0000	1342
TOTAL	24423568	89.0925	2990139	10.9075	587161

Item No. 3: Special Resolution - Continuation of current term of Shri Om Prakash Setia as Independent Director of the Company:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	No. of shares
Remote voting	26601198	96.6945	902553	3.2807	488976
Postal Ballot	6698	0.0244	101	0.0004	1342
TOTAL	26607896	96.7189	902654	3.2811	490318

Item No. 4: Special Resolution - Continuation of current term of Dr. Yoginder Kumar Alagh as Independent Director of the Company:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	No. of shares
Remote voting	26956885	97.9876	546827	1.9877	489015
Postal Ballot	6698	0.0243	101	0.0004	1342
TOTAL	26963583	98.0119	546928	1.9881	490357





Pradeep Pincha

Practising Company Secretary

Item No. 5: Special Resolution - Continuation of current term of Shri Nitin Dayalji Desai as Independent Director of the Company:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	No. of shares
Remote voting	27505502	99.9749	100	0.0003	487125
Postal Ballot	6698	0.0244	101	0.0004	1342
TOTAL	27512200	99.9993	201	0.0007	488467

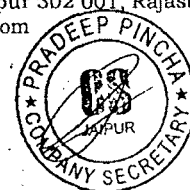
Item No. 6: Special Resolution - Appointment of Shri Prakash Narayan Chhangani as Whole Time Director of the Company w.e.f. 30th July, 2018:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage of valid votes cast	No. of shares	Percentage of valid votes cast	No. of shares
Remote voting	26224314	94.0354	1656579	5.9401	111834
Postal Ballot	6718	0.0241	101	0.0004	1342
TOTAL	26231032	94.0595	1656680	5.9405	113176

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

All the resolutions mentioned in the Postal Ballot Notice dated 22nd January, 2019 as per the details above stand passed under remote e-voting and through Postal ballot process with the requisite majority.

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

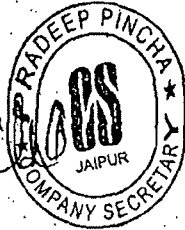


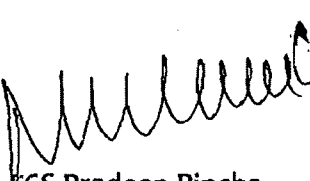


Pradeep Pincha

Practising Company Secretary

Thanking You,
Yours faithfully,

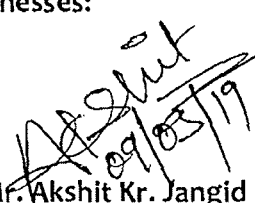


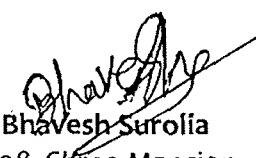

FCS Pradeep Pincha
Practicing Company Secretary
C.P. No. 4426

Date: 09/03/2019

Place: Jaipur

Witnesses:


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


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

Countersigned by:

For Shree Cement Limited


S.S. KHANDLWAL
Company Secretary