



# SAGAR CEMENTS LIMITED

SCL:SEC:NSE:BSE:2017-18

23rd September, 2017

The National Stock Exchange of India Ltd.,  
"Exchange Plaza", 5<sup>th</sup> Floor  
Bandra – Kurla Complex  
Bandra (East)  
**Mumbai – 400 051**

The Secretary  
BSE Limited  
P J Towers  
Dalal Street  
**Mumbai – 400 001**

**Symbol: SAGCEM**  
**Series: EQ**

**Scrip Code: 502090**

Dear Sirs

**Sub: 36<sup>th</sup> Annual General Meeting**

...

In accordance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, we forward herewith the voting results and Scrutinizer's Report on the resolutions passed at the 36<sup>th</sup> Annual General Meeting held on September 22, 2017 and the declaration by the Chairman of the meeting on the outcome of the voting on the resolutions.

Thanking you

Yours faithfully  
For Sagar Cements Limited

R. Soundararajan  
Company Secretary

Encl.



Registered Office : Plot No. 111, Road No.10, Jubilee Hills, Hyderabad - 500 033

Phone : +91-40-23351571, 23356572 Fax : +91-40-23356573 info@sagarcements.in www.sagarcements.in

CIN : L26942TG1981PLC002887



# SAGAR CEMENTS LIMITED

**36<sup>th</sup> Annual General Meeting held on Friday, the 22<sup>nd</sup> September, 2017 at 4.00 p.m. at  
Hotel Golkonda, Masab Tank, Hyderabad-500 028**

## **DECLARATON OF RESULTS ON REMOTE E-VOTING AND POLLING PAPER**

Pursuant to the provisions of Section 108 of the Companies Act 2013 read with the rules prescribed thereunder and in accordance with the SEBI (LODR) Regulations, 2015, the Company has provided e-voting facility to its members to cast their votes electronically on all the resolutions mentioned in the Notice of the 36<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 22, 2017.

The e-voting commenced at 9.00 a.m. on 18<sup>th</sup> September 2017 and concluded on 5.00 p.m. on 21<sup>st</sup> September 2017.

For the members who attended the AGM either in person or through proxy and who had not casted their votes through e-voting, the company provided the facility of voting through ballot forms at the AGM.

M/s.B S S & Associates, Company Secretaries (Unique Code of Partnership Firm: P2012AP02600), acted as Scrutinizers for the entire voting process.

Based on the Scrutinizer's consolidated report dated 23<sup>rd</sup> September 2017 (attached hereto), for e-voting and voting through ballot forms, I declare that all the resolutions contained in the Notice convening the 36<sup>th</sup> AGM have been passed with the requisite majority.

For Sagar Cements Limited

**O.Swaminatha Reddy**  
Chairman of the 36<sup>th</sup> AGM

Place: Hyderabad  
Date : 23.09.2017





# B S S & ASSOCIATES COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBH, Anandnagar, Khairatabad, Hyderabad - 500 004.

Phone : 040 - 40171671, Cell : 9706175099

E-mail : bssass99@gmail.com

## Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper

[Pursuant Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To  
The Chairman,  
**Sagar Cements Limited,**  
Plot No.111, Road No.10,  
Jubilee Hills,  
Hyderabad,  
Telangana-500033.

We, **B S S & Associates**, Company secretaries, Hyderabad, were appointed by the Board of Directors of "**Sagar Cements Limited**" ("**the Company**") for the purpose of scrutinizing the remote e-voting process and voting through polling paper in a fair and transparent manner and ascertaining the requisite majority of remote e-voting and voting through polling paper carried out, as per the provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 [Amendment Rules 2015], on the resolutions contained in item numbers 1 to 6 as set out in the Notice dated 27<sup>th</sup> July, 2017 of the 36<sup>th</sup> AGM of the members of **Sagar Cements Limited**, held on 22<sup>nd</sup> day of September, 2017 at 4.00 p.m at Hotel Golkonda, Masab Tank, Hyderabad - 500 028. Accordingly, we submit the report on completion of the above voting process.

1. The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and the Rules relating to remote e-voting and polling papers on the resolutions contained in the notice of AGM of the members of the Company. Our responsibility as Scrutinizer for the remote e-voting process and voting through ballot process conducted at the AGM is restricted to making a Consolidated Scrutinizer's Report of the Votes cast 'In favour' or 'against' the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited ('Karvy'), the agency engaged by the Company to provide remote e-voting facility for e-voting and poll conducted at the AGM.
2. The remote e-voting period was kept open for four days from 9.00 am on 18<sup>th</sup> September, 2017 to 5.00 p.m on 21<sup>st</sup> September, 2017.
3. The cut-off date for the purpose of determining the entitlement for voting, by remote e-voting or voting through polling paper, on the proposed resolutions was 15<sup>th</sup> September, 2017.



4. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification mark placed by us on each paper of the poll and on the box.
5. The locked ballot box was subsequently opened in our presence along with two witnesses 1.Mr.M.Vijayakumar and 2.Mr. G.Srinivasa Rao, residents of Hyderabad, who are not employees of the company and poll papers were diligently scrutinized. The poll 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. As required under the said rules, after the closure of the voting at the said Annual General Meeting, the votes cast through poll were counted and thereafter the votes cast under the remote e-voting facility were unblocked on 22<sup>nd</sup> September, 2017 in the presence of Two witnesses namely Mr.M.Vijayakumar and Mr. G.Srinivasa Rao, who are not in employment with the company.
7. The poll papers, which were incomplete or otherwise found defective were treated as invalid and kept separately.
8. Summary of the e-voting and poll is as follows:

**a) Resolution 1 (as an Ordinary Resolution)**

“Resolved that the audited stand-alone Financial Statements of the Company for the year ended 31<sup>st</sup> March 2017 together with the reports of the auditors and directors thereon and the audited Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March 2017 together with the report of the auditors thereon be and are hereby received, considered, approved and adopted

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	27	315898	2.20
Remote E-Voting	73	14056366	97.80
Total	100	14372264	100

(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	NIL	NIL	NA
Remote E-Voting	NIL	NIL	NA
Total	NIL	NIL	NA



(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	NIL	NIL
Remote E-Voting	NIL	NIL
Total	NIL	NIL

**b) Resolution 2 (as an Ordinary Resolution)**

"Resolved that a dividend @ INR 1.50 per share (15%) be and is hereby declared on the 2,04,00,000 equity shares of INR 10/- each of the company for the Financial Year ended 31st March 2017.

(i) **Voted in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	27	315898	2.20
Remote E-Voting	73	14056366	97.80
Total	100	14372264	100

(ii) **Voted against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	NIL	NIL	NA
Remote E-Voting	NIL	NIL	NA
Total	NIL	NIL	NA

(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	NIL	NIL
Remote E-Voting	NIL	NIL
Total	NIL	NIL



**c) Resolution 3 (as an Ordinary Resolution)**

“Resolved that Shri S.Sreekanth Reddy (DIN: 00123889) who retires by rotation in accordance with section 152 of the Companies, Act, 2013 be and is hereby re-appointed as a director liable to retire by rotation.”

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	27	315898	2.20
Remote E-Voting	73	14056366	97.80
Total	100	14372264	100

(ii) Voted **against** the resolution

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	NIL	NIL	NA
Remote E-Voting	NIL	NIL	NA
Total	NIL	NIL	NA

(iii) **Invalid Votes:**

Particulars	No of Members voted	Number of votes cast by them
Voting through polling paper (in person or by proxy)	NIL	NIL
Remote E-Voting	NIL	NIL
Total	NIL	NIL

**d) Resolution 4 (as an Ordinary Resolution)**

“Resolved that Mrs.S.Rachana (DIN: 01590516) who retires by rotation in accordance with section 152 of the Companies, Act, 2013 be and is hereby re-appointed as a director liable to retire by rotation.”

(i) Voted **in favour** of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Voting through polling paper (in person or by proxy)	27	315898	2.20
Remote E-Voting	71	14051762	97.77
Total	98	14367660	99.97









9. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at 36<sup>th</sup> AGM shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping..

Thanking you,

Yours faithfully

For B S S & Associates  
Company Secretaries

S. Srikanth  
Partner  
C.P. # 7999



Date: 23.09.2017  
Place: Hyderabad

Witnesses:

  
1.M.Vijayakumar

  
2. G.Srinivasa Rao

Received the report

  
O. SWAMINATHA REDDY  
(Chairman of the Meeting)

Date: 23.09.2017  
Place: Hyderabad

		SAGAR CEMENTS LIMITED						
Date of the AGM		22-09-2017						
Total number of shareholders on record date		9151						
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:		10						
Public:		52						
No. of Shareholders attended the meeting through Video Conferencing		Not Applicable						
Promoters and Promoter Group:		Not Applicable						
Public:		Not Applicable						
Resolution No.		1						
ORDINARY - 01. "Resolved that the audited Stand-alone Financial Statements of the Company for the year ended 31st March 2017 together with the reports of the auditors and directors thereon and the audited Consolidated Financial Statements of the Company for the year ended 31st March 2017 together with the report of the auditors thereon be and are hereby received, considered, approved and adopted.								
Resolution required: (Ordinary/ Special)	No	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
Category	Mode of Voting							
Promoter and Promoter Group	E-Voting		9893366	96.9306	9893366	0	100.0000	0.0000
	Poll	10206651	313285	3.0694	313285	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10206651	100	10206651	0	100	0
Public- Institutions	E-Voting		3183888	81.7333	3183888	0	100.0000	0.0000
	Poll	3895458	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3183888	81.7333	3183888	0	100	0
Public- Non Institutions	E-Voting		975382	15.4874	975382	0	100.0000	0.0000
	Poll	6297891	2613	0.0415	2613	0	100.0000	0.0000
	Postal Ballot (if applicable)		3730	0.0592	3730	0	100.0000	0.0000
	Total		981725	15.5881	981725	0	100	0
	Total	20400000	14372264	70.4523	14372264	0	100.0000	0.0000



Resolution No.	2 ORDINARY - 02. "Resolved that a dividend @ (Rs.1.50 per share (15%) be and is hereby declared on the 2,04,00,000 equity shares of Rs.10/- each of the company for the Financial Year ended 31st March 2017.									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	Mode of Voting	9893366	96.9306	9893366	0	100.0000	0.0000			
	E-Voting									
	Poll	313285	3.0694	313285	0	100.0000	0.0000			
Public- Institutions	Postal Ballot (if applicable)	10206651	0	0	0	0.0000	0.0000			
	Total	10206651	100	10206651	0	100	0			
	E-Voting	3183888	81.7333	3183888	0	100.0000	0.0000			
Public- Non Institutions	Poll	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	3895458	0	0	0	0.0000	0.0000			
	Total	3895458	0	0	0	0.0000	0.0000			
Public- Non Institutions	E-Voting	3183888	81.7333	3183888	0	100	0			
	Poll	975382	15.4874	975382	0	100.0000	0.0000			
	Postal Ballot (if applicable)	6297891	0.0415	2613	0	100.0000	0.0000			
Public- Non Institutions	Total	3730	0.0592	3730	0	100.0000	0.0000			
	E-Voting	981725	15.5881	981725	0	100	0			
	Postal Ballot (if applicable)	20400000	70.4523	14372264	0	100.0000	0.0000			
Total	20400000	14372264	70.4523	14372264	0	100.0000	0.0000			



*R. S. Sagar*

Resolution No.	3									
	ORDINARY - 03. "Resolved that Shri S.Sreekanth Reddy (DIN: 00123889) who retires by rotation in accordance with section 152 of the Companies, Act, 2013 be and is hereby re-appointed as a director liable to retire by rotation.									
Resolution required: (Ordinary/ Special)	No									
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 – 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		9893366	96.9306	9893366	0	100.0000	0.0000		
	Poll	10206651	313285	3.0694	313285	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		10206651	100	10206651	0	100	0		
Public- Institutions	E-Voting		3183888	81.7333	3183888	0	100.0000	0.0000		
	Poll	3895458	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		3183888	81.7333	3183888	0	100	0		
Public- Non Institutions	E-Voting		975382	15.4874	975382	0	100.0000	0.0000		
	Poll	6297891	2613	0.0415	2613	0	100.0000	0.0000		
	Postal Ballot (if applicable)		3730	0.0592	3730	0	100.0000	0.0000		
	Total		981725	15.5881	981725	0	100	0		
	Total	20400000	14372264	70.4523	14372264	0	100.0000	0.0000		



*[Handwritten signature]*

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - 04. "Resolved that Mrs.S.Rachana (DIN: 01590516) who retires by rotation in accordance with section 152 of the Companies, Act, 2013 be and is hereby re-appointed as a director liable to retire by rotation.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	Mode of Voting	9893366	96.9306	9893366	0	100.0000	0.0000			
	E-Voting									
	Poll	313285	3.0694	313285	0	100.0000	0.0000			
Public- Institutions	Postal Ballot (if applicable)	10206651	0	0	0	0.0000	0.0000			
	Total	10206651	100	10206651	0	100	0			
	E-Voting	3183888	81.7333	3179384	4504	99.8585	0.1414			
Public- Non Institutions	Poll	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	3895458	0	0	0	0.0000	0.0000			
	Total	3895458	0	0	0	0.0000	0.0000			
Total	E-Voting	3183888	81.7333	3179384	4504	99.8585	0.1415			
	Poll	975382	15.4874	975382	0	100.0000	0.0000			
	Postal Ballot (if applicable)	2613	0.0415	2613	0	100.0000	0.0000			
Total	E-Voting	6297891	0.0592	3630	100	97.3190	2.6809			
	Poll	3730	15.5881	981625	100	99.9898	0.0102			
	Postal Ballot (if applicable)	14372264	70.4523	14367660	4604	99.9680	0.0320			
Total	20400000									



*[Handwritten signature]*

Resolution No.	5									
	ORDINARY - 05. Resolved that pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and of the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No.0080725), as auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company to be held in the year 2018, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the said Auditors, be and is hereby ratified.									
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No	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		
Category	Mode of Voting									
Promoter and Promoter Group	E-Voting		9893366	96.9306	9893366	0	100.0000	0.0000		
	Poll	10206651	313285	3.0694	313285	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		10206651	100	10206651	0	100	0		
Public- Institutions	E-Voting		3183888	81.7333	3183888	0	100.0000	0.0000		
	Poll	3895458	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		3183888	81.7333	3183888	0	100	0		
Public- Non Institutions	E-Voting		975382	15.4874	975382	0	100.0000	0.0000		
	Poll	6297891	2613	0.0415	2613	0	100.0000	0.0000		
	Postal Ballot (if applicable)		3730	0.0592	3730	0	100.0000	0.0000		
	Total		981725	15.5881	981725	0	100	0		
	Total	20400000	14372264	70.4523	14372264	0	100.0000	0.0000		



*[Handwritten Signature]*

Resolution No.	6									
Resolution No.	ORDINARY - 06. "Resolved that pursuant to Section 148(3) and other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors Rules), 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby ratifies the approval of payment of remuneration of Rs.2,50,000/- excluding reimbursement of actual travel and out of pocket expenses and applicable taxes to M/s.Narasimha Murthy & Co., Cost Accountants, Hyderabad, the Cost Auditors (Firm Registration No.000042), to conduct the audit of the cost records of the company for the financial year ending March 31, 2018.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Resolution required: (Ordinary/ Special)	No									
Category	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	9893366	96.9306	9893366	0	100.0000	0.0000			
	Poll	313285	3.0694	313285	0	100.0000	0.0000			
	Postal Ballot (if applicable)	10206651	0	0	0	0.0000	0.0000			
Total		10206651	100	10206651	0	100	0			
Public- Institutions	E-Voting	3183888	81.7333	3183888	0	100.0000	0.0000			
	Poll	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	3895458	0	0	0	0.0000	0.0000			
Total		3183888	81.7333	3183888	0	100	0			
Public- Non Institutions	E-Voting	975382	15.4874	975382	0	100.0000	0.0000			
	Poll	2613	0.0415	2613	0	100.0000	0.0000			
	Postal Ballot (if applicable)	6297891	0	0	0	0.0000	0.0000			
Total		981725	0.0592	981725	0	100	0			
Total		14372264	70.4523	14372264	0	100.0000	0.0000			



*[Handwritten Signature]*