



SAGAR CEMENTS LIMITED

Ref:SCL:SEC:NSE:2022-23

11th October 2022

The National Stock Exchange of India Ltd.,
"Exchange Plaza", 5th 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
ISIN INE 229C01021

Scrip Code: 502090

Symbol SAGCEM
Series DEBT
ISIN INE433R07016

Dear Sir,

Sub: Submission of the outcome of the Postal Ballot Results as per Regulation 30, 44 and other applicable Regulation of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended.

...

We refer to our intimation dated 7th September, 2022 regarding the dispatch of Notice of Postal Ballot dated 1st September 2022 to our members seeking their approval through Special Resolutions vide postal ballot by way of e-voting for the appointment of Shri Kalidindi Venkata Vishnu Raju (DIN: 00480361) as an Independent Director of the Company and consent under Section 186 of the Companies Act, 2013, as detailed in the said Notice.

The voting period in respect of the above was closed on 10th October, 2022 at 5.00 p.m. (IST) and based on the Scrutinizer's report submitted later, the result of the voting was declared by the Chairman of the Company on today.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to inform you that the said two resolutions mentioned in the aforesaid Postal Ballot Notice have been passed with the requisite majority by the members of the Company. These approvals are now deemed to have been received on the last date for casting votes through postal ballot i.e. on 10th October, 2022.

The details of the voting results in the format specified under Listing Regulations and the Scrutinizer report are enclosed and these documents are also being made available on the company's website: www.sagarcements.in.

Thanking you,
Yours faithfully

Thanking you

Yours faithfully
For Sagar Cements Limited


R. Soundararajan
Company Secretary



Registered Office : Plot No. 111, Road No. 10, Jubilee Hills, Hyderabad - 500033, Telangana, India.

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

CIN : L26942TG1981PLC002887 GSTIN : 36AACCS8680H2ZY

Factories : Mattampally, Via Huzurnagar, Suryapet-District, Telangana - 508204. Phone : 08683 - 247039 GSTIN : 36AACCS8680H1ZZ

Bayyavaram Village, Kasimkota Mandal, Visakhapatnam District, Andhra Pradesh - 531031. Phone : 08924-244550 Fax : 08924-244570 GSTIN : 37AACCS8680H1ZX

Gudipadu Village and Post, Yadiki Mandal, Ananthapur District, Andhra Pradesh - 515408. Phone: 08558-200272 GSTIN : 37AACCS8680H1ZX



B S S & ASSOCIATES

COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBI, Anandnagar, Khairatabad, Hyderabad -500 004
Phone : 040 - 40171671, Cell : 6309490217
E-mail : - cs@bssandassociates.com

Scrutinizer's Report on Postal Ballot through remote e-voting

[Pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Pursuant to section 108 & 110 of the Companies Act, 2013 and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended]

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**" [CIN: L26942TG1981PLC002887] ("**the Company**") for the purpose of scrutinizing the postal ballot through remote e-voting process in respect of business contained in the Postal Ballot Notice dated.1st September, 2022 (the "**Postal Ballot Notice**") issued by the company to all its members , in a fair and transparent manner and ascertain the requisite majority on remote e-voting carried out, as per the provisions of Section 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended], on the resolutions item numbers 1 and 2 as set out in the Postal Ballot Notice dated 1st September, 2022 of **SAGAR CEMENTS LIMITED**.

The management of the company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to remote e-voting on the resolutions contained in the Postal Ballot notice of the members of the Company.

Our responsibility as scrutinizer for the postal ballot through remote e-voting process for resolutions was restricted to make a Scrutinizer's Report of the Votes cast 'In favour' or 'against'. The resolutions stated in the said Postal Ballot Notice, based on the reports generated from the e-voting system provided by KFin Technologies Limited (KFinTech), the agency engaged by the Company to provide voting through electronic meaning i.e. by e-voting.

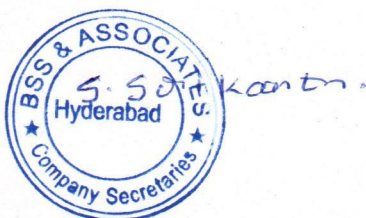


In this connection, we submit hereunder the Scrutinizer's Report on the results of voting:

1. The Members of the Company as on "Cut-off" date i.e., Friday, September 02, 2022 were entitled to vote on the proposed special resolutions set out in the Postal Ballot Notice.
2. As per the MCA Circulars, after due examination, it has been decided to allow companies to transact items through postal ballot up to 31st December, 2022 in accordance with the framework set out in the MCA Circulars.
3. KFintech has, on 6th September, 2022, transmitted the Postal Ballot Notice through email to the Members of the Company whose names appeared in the Register of members/List of Beneficial Owners maintained by the Company / Depositories, as on 2nd September, 2022.
4. The remote e-voting period remained open from 9.00 a.m.(IST) on September 11, 2022 to 5.00 p.m. on October 10, 2022 (IST).
5. At the end of e-voting period on Monday, 10th October, 2022 at 5:00 p.m.(IST), the e-voting portal of the agency (KFintech) was disabled forthwith.
6. The votes cast through the e-voting process (remote e-voting) were unblocked on Monday, 10th October, 2022 at around 05.11 p.m. (IST).
7. Thereafter, the details containing, inter alia, list of Members who assented or dissented to/voted for or against the special resolutions that were put to vote were generated from the e-voting website of KFintech i.e., <https://evoting.kfintech.com>
8. The results of the postal ballot through remote e-voting are as under:
 - a) **Resolution 1 (As Special Resolution)**

Appointment of Shri Kalidindi Venkata Vishnu Raju (DIN: 00480361) as an Independent Director of the Company.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 17 (1C), 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment (s) thereof, for the time being in force) and Article 88 of the Articles of Association of the Company, Shri Kalidindi Venkata Vishnu Raju (DIN: 00480361), who was appointed by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director to act as an Independent Director of the Company with effect from 20th July 2022, be and is hereby appointed as an Independent Director of the Company to hold office for a period of five years with effect from 20th July 2022 and who would not be liable to retire by rotation."



(i) Voted in favour of Resolution:

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
*265	116572963	99.9991

(ii) Voted against the resolution

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
*16	1066	0.0009

(iii) Abstain/ Invalid Votes:

No of Members voted	Number of votes cast by them
6	1605

*One member voted 4 shares for favour 4 shares against out of 8 shares.

b) Resolution 2 (As a Special Resolution)

Consent under Section 186 of the Companies Act, 2013

"RESOLVED THAT in supersession of the Special Resolution passed by the members through postal ballot on 20th August, 2014 and pursuant to the provisions of Section 186 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification thereof for the time being in force and as may be enacted from time to time) and subject to such other approvals, consents, sanctions and permissions, as may be necessary, and the Articles of Association of the Company and all other provisions of applicable laws, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), to give loans to any other body(ies) corporate and / or give any guarantee or provide security in connection with a loan to any other body(ies) corporate and / or acquire by way of subscription, purchase or otherwise, the securities including debentures of all kinds of any body(ies) corporate up to an aggregate amount not exceeding Rs.3000 crores notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions including finalization of the terms and conditions for giving the loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such further acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate for the purpose."



Kantn.

(i) Voted in favour of Resolution:

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
254	113739777	97.5690

(ii) Voted against the resolution

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
26	2833865	2.4310

(iii) Abstain/ Invalid Votes:

No of Members voted	Number of votes cast by them
6	1992

You may accordingly declare the result of the Postal Ballot e-voting process.

Thanking you,

Yours Faithfully
For B S S & Associates
Company Secretaries

S. Srikant
S. Srikanth
Partner
C.P. # 7999
UDIN: A022119D001182443



Date: 11.10.2022
Place: Hyderabad

Received the report


Kalidindi Venkata Vishnu Raju
Chairman

Date: 11.10.2022
Place: Hyderabad

Company Name	SAGAR CEMENTS LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	36386
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Appointment of Shri Kalidindi Venkata Vishnu Raju (DIN: 00480361) as an Independent Director of the Company									
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		
	E-Voting	59078010	59068010	99.9831	59068010	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Promoter and Promoter Group	E-Voting	29540636	26520716	89.7771	26520716	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	E-Voting	42088902	30985303	73.6187	30984237	1066	99.9965	0.0034		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	Total	130707548	116574029	89.1869	116572963	1066	99.9991	0.0009		

Resolution required: (Ordinary/ Special)	SPECIAL - Consent under Section 186 of the Companies Act, 2013 for making investments, lending loans and furnishing Corporate Guarantees etc.									
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		
	E-Voting	59078010	59068010	99.9831	59068010	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Promoter and Promoter Group	E-Voting	29540636	26520716	89.7771	23687362	2833354	89.3164	10.6835		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	E-Voting	42088902	30984916	73.6178	30984405	511	99.9983	0.0016		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	Total	130707548	116573642	89.1866	113739777	2833865	97.5690	2.4310		



MINUTES BOOK

DECLARATION OF RESULTS OF POSTAL BALLOT ON 11th OCTOBER 2022 AT 3.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO.111, ROAD NO.10, JUBILEE HILLS, HYDERABAD -500 033 IN RESPECT OF THE RESOLUTIONS AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED 1ST SEPTEMBER 2022

Present

Shri K.V.Vishnu Raju Chairman, who was duly authorized to declare the results of the postal ballot.

Shri R.Soundararajan Company Secretary and Compliance Officer.

Shri K.V.Vishnu Raju, Chairman of the Board, duly authorized for the purpose of declaration of the Postal Ballot results, noted that pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, the Company had issued postal ballot notice dated 1st September 2022 to the members, for seeking their consent for the resolutions as set out in the said notice.

The Chairman observed that:

The Board of Directors at their meeting held on 27th August 2022 had appointed Shri S.Srikanth, Partner (C.P.No.7999) of M/s.B S S & Associates, Practicing Company Secretaries (Unique Code of the Firm: P2012AP02600) as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

The Company had availed electronic voting platform of Karvy Fintech Private Limited to provide e-voting facility to the members.


On 6th September, 2022, the Company had completed the dispatch of Postal Ballot Notice through e-mail for e-voting to all the members who had their e-mail IDs with the Depository Participants or with the Company.

The voting period commenced on Sunday, the 11th September, 2022 at 9.00. a.m. (IST) and ended on Monday, the 10th October, 2022 at 5.00 p.m. (IST)

The cut-off date for the purpose of determining the voting rights was 2nd September, 2022.

The Scrutinizer had carried out the scrutiny of e-votes polled upto 5.00 p.m. on Monday, the 10th October 2022, being the last day of e-voting module for the postal ballot process and prepared a consolidated Scrutinizer's report on the basis of data / reports received by them.

CHAIRMAN'S INITIALS



MINUTES BOOK

The Scrutinizer submitted their report on 11th October, 2022. The details of voting on the resolutions set out in the notice dated 1st September 2022 were as under:

Resolution No.1: Appointment of Shri Kalidindi Venkata Vishnu Raju (DIN: 00480361) as an Independent Director of the Company.

Particulars	Number of Votes
Number of valid votes received	116574029
Votes cast in favour of the resolution	116572963
Votes cast against the resolution	1066
Number of invalid/abstained votes received	1605

Resolution No.2: Consent under Section 186 of the Companies Act, 2013.

Particulars	Number of Votes
Number of valid votes received	116573642
Votes cast in favour of the resolution	113739777
Votes cast against the resolution	2833865
Number of invalid/abstained votes received	1992

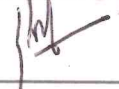
Thereafter, the Chairman proceeded with the declaration of results of postal ballot on the basis of the Scrutinizer's Report and announced the following resolutions as set out in the Notice of Postal Ballot as having been passed / approved by the members with the requisite majority and all the said resolutions were deemed to have been passed on 10th October, 2022, being the last date specified for casting votes through e-voting.

Resolution No.1

Appointment of Shri Kalidindi Venkata Vishnu Raju (DIN: 00480361) as an Independent Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 17 (1C), 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Article 88 of the Articles of Association of the Company, Shri Kalidindi Venkata Vishnu Raju (DIN: 00480361), who was appointed by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director to act as an Independent Director of the Company with effect from 20th July 2022, be and is hereby appointed as an Independent Director of the Company to hold office for a period of five years with effect from 20th July 2022 and who would not be liable to retire by rotation."

CHAIRMAN'S INITIALS



MINUTES BOOK

Resolution No.2

Consent under Section 186 of the Companies Act, 2013

“RESOLVED THAT in supersession of the Special Resolution passed by the members through postal ballot on 20th August, 2014 and pursuant to the provisions of Section 186 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification thereof for the time being in force and as may be enacted from time to time) and subject to such other approvals, consents, sanctions and permissions, as may be necessary, and the Articles of Association of the Company and all other provisions of applicable laws, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), to give loans to any other body(ies) corporate and / or give any guarantee or provide security in connection with a loan to any other body(ies) corporate and / or acquire by way of subscription, purchase or otherwise, the securities including debentures of all kinds of any body(ies) corporate up to an aggregate amount not exceeding Rs.3000 crores notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions including finalization of the terms and conditions for giving the loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such further acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate for the purpose.”

There being no further business for discussion, the proceedings concluded with a vote of thanks to the Chair.

Place: Hyderabad
Date : 11.10.2022


K.V.Vishnu Raju
Chairman

CHAIRMAN'S INITIALS