



SAGAR CEMENTS LIMITED

Ref:SCL:SEC:NSE:2024-25

29th November 2024

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 Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended.

...

We refer to our intimation dated 28th October, 2024 regarding the dispatch of Notice of Postal Ballot dated 23rd October, 2024 to our members seeking their approval through Special Resolution vide postal ballot by way of e-voting for the appointment of Mr.Jens Van Nieuwenborgh (DIN: 07638244) as a Nominee Director of the Company, as detailed in the said Notice.

The voting period in respect of the above was closed on 28th November, 2024 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.

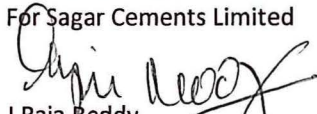
Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to inform you that the resolution mentioned in the aforesaid Postal Ballot Notice have been passed with the requisite majority by the members of the Company. This resolution is now deemed to have been passed on the last date fixed for casting votes through postal ballot i.e. on 28th November, 2024.

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 and on the website of the Registrar and Transfer Agents <https://www.kfintech.com>.

Thanking you

Yours faithfully

For Sagar Cements Limited


J. Raja Reddy
Company Secretary
M.No.A31113



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

Phone : +91-40-23351571, 23351572 Fax : +91-40-23356573 E-mail : info@sagarcements.in Website : www.sagarcements.in

CIN : L26942TG1981PLC002887 GSTIN : 36AACCS8680H2ZY

Factories : Mattampally Village & Mandal, Suryapet District, Telangana State - 508204. Phone : 08683 - 247039 GSTIN : 36AACCS8680H1ZZ
Bayyavaram Village, Kasimkota Mandal, Anakapally District, Andhra Pradesh State - 531031. Phone : 08924-244550 Fax : 08924-244570 GSTIN : 37AACCS8680H1ZX
Gudipadu Village, Yadiki Mandal, Ananthapur District, Andhra Pradesh State - 515408. Phone: 08558-200272 GSTIN : 37AACCS8680H1ZX
Kalinganagar, Industrial Complex, Tahsil-Dangadi, Dist - Jaipur, Odisha. Phone : 08340882288 GSTIN : 21AACCS8680H1ZA



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 Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Sections 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 October 23, 2024 (the "**Postal Ballot Notice**") issued by the Company to all its members, in a fair and transparent manner, pursuant to the provisions of Sections 108 & 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting on the resolution 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 resolution was restricted to make a Scrutinizer's Report of the votes cast 'In favour' or 'against' of the resolution 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 means i.e. by e-voting.

In this connection, we submit hereunder the Scrutinizer's Report on the e-voting:

1. The Members of the Company as on "Cut-off" date i.e., Friday, October 25, 2024 were entitled to vote on the resolution 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 30th September, 2025 in accordance with the framework set out in the MCA Circulars.



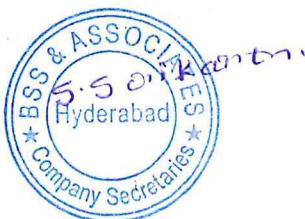
3. KFintech, on October 28, 2024, transmitted the Postal Ballot Notice through email to the Members of the Company whose names appeared in the Register of Members/List of Beneficial Owners maintained by the Company / Depositories, as on October 25, 2024.
4. The remote e-voting period remained open from 9.00 a.m. (IST) on Wednesday, October 30, 2024, to 5.00 p.m. (IST) on Thursday, November 28, 2024.
5. At the end of e-voting period on Thursday, November 28, 2024 at 5:00 p.m. (IST), the e-voting portal of KFintech was disabled forthwith.
6. The votes cast through the e-voting process (remote e-voting) were unblocked on Thursday, November 28, 2024 at around 5.04 p.m. (IST).
7. Thereafter, the details containing, inter alia, list of Members who assented or dissented to/ voted for or against the special resolution that was put to vote was generated from the e-voting website of KFintech i.e., <https://evoting.kfintech.com>.
8. A summary of the Postal Ballot through remote e-voting is as under:

a) Resolution 1 (as a Special Resolution)

Appointment of Mr. Jens Van Nieuwenborgh (DIN: 07638244) as a Nominee Director of the Company.

“**Resolved that** pursuant to the recommendations of the Nomination and Remuneration Committee of the Board of Directors of the Company and the Board of Directors (“the Board”) vide their resolutions both dated 18th September, 2024, the Shareholders Agreement dated 29th January, 2024 (the “SHA”) entered into amongst the Company, its promoters (as defined in the SHA), and M/s. AvH Resources India Private Limited (the “Investor”), Sections 149, 152, 161, 164 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory modifications or re-enactment thereof for the time being in force) and Article 84 and 97 of the Articles of Association of the Company, Mr. Jens Van Nieuwenborgh (DIN: 07638244) who was appointed as an Additional Director (Category – Nominee) on 18th September, 2024, be and is hereby appointed as a non-executive nominee director of the Investor on the Board in accordance with the terms of the SHA, not liable to retire by rotation.”

“**Resolved Further that** any Director of the Company and Shri J.Raja Reddy, Company Secretary be and are hereby authorized, jointly and severally to sign and file requisite e-Forms along with the necessary attachments with the Registrar of the Companies in connection with the appointment of Mr.Jens Van Nieuwenborgh (DIN: 07638244) and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution.



Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Total Postal Ballots (Remote e-voting)	240	112945064	
Less: Total number of votes Invalid/abstained	4	349	
Total Valid Postal Ballots (Remote e-voting)	236	112944715	100.00
Postal Ballots (Remote e-voting) Voted in favour of Resolution	226	112374528	99.4952
Postal Ballots (Remote e-voting) Voted against the resolution	10	570187	0.5048

Based on the above information, you may accordingly declare the result of the Postal Ballot through e-voting.

Thanking you,

Yours faithfully,
For **B S S & Associates**
Company Secretaries

S. Srikanth

S. Srikanth
Partner
M.No.22119, CoP:7999
UDIN: A022119F003053279
Peer Review Cert No.726/2020



Date: 29.11.2024
Place: Hyderabad

Countersigned by
For **Sagar Cements Limited**

K.V. Vishnu Raju

K.V. Vishnu Raju
Chairman
DIN: 00480361

Date: 29.11.2024
Place: Hyderabad

Company Name	SAGAR CEMENTS LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	36867
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 - Appointment of Mr.Jens Van Nieuwenborgh (DIN: 07638244) as a Nominee 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
Promoter and Promoter Group	E-Voting	63144645	63134645	99.9842	63134645	0	100.0000	0.0000
	Poll	63144645	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	63144645	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	26606914	22925756	86.1647	22356157	569599	97.5154	2.4845
	Poll	26606914	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26606914	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	40955989	26884314	65.6420	26883726	588	99.9978	0.0021
	Poll	40955989	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	40955989	0	0.0000	00	0	0.0000	0.0000
Total		130707548	112944715	86.4102	112374528	570187	99.4952	0.5048



MINUTES BOOK

DECLARATION OF RESULTS OF POSTAL BALLOT ON 29th NOVEMBER 2024 AT 12:30 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 RESOLUTION AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED 23rd OCTOBER 2024

Present

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

Shri J.Raja Reddy 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 23rd October, 2024 to the members, for seeking their consent for the resolution as set out in the said notice.

The Chairman observed that:

The Board of Directors at their meeting held on 23rd October, 2024 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 KFin Technologies Limited to provide e-voting facility to the members.

On 28th October, 2024, 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 Wednesday, the 30th October, 2024 (9.00 a.m. IST) and ended on Thursday, the 28th November, 2024 (5.00 p.m. IST).

The cut-off date for the purpose of determining the voting rights was 25th October, 2024.

The Scrutinizer had carried out the scrutiny of e-votes polled upto 5.00 p.m. on Thursday, the 28th November 2024, being the last day of e-voting module for the postal ballot process and prepared a Scrutinizer's report on the basis of data / reports received by them.

The Scrutinizer submitted their report on 29th November, 2024. The details of voting on the resolution set out in the notice dated 23rd October, 2024 were as under:

CHAIRMAN'S INITIALS



MINUTES BOOK

Resolution No.1 (as a Special Resolution): Appointment of Mr. Jens Van Nieuwenborgh (DIN: 07638244) as a Nominee Director of the Company.

Particulars	Number of Votes	% to total number of valid votes cast
Number of valid votes received	112944715	100.00
Votes cast in favour of the resolution	112374528	99.4952
Votes cast against the resolution	570187	0.5048
Number of invalid/abstained votes received	349	

Thereafter, the Chairman proceeded with the declaration of results of postal ballot on the basis of the Scrutinizer's Report and announced the following resolution as set out in the Notice of Postal Ballot as having been passed / approved by the members with the requisite majority and the said resolution deemed to have been passed on 28th November, 2024, being the last date specified for casting votes through e-voting.

Resolution No.1

Appointment of Mr. Jens Van Nieuwenborgh (DIN: 07638244) as a Nominee Director of the Company.

"Resolved that pursuant to the recommendations of the Nomination and Remuneration Committee of the Board of Directors of the Company and the Board of Directors ("the Board") vide their resolutions both dated 18th September, 2024, the Shareholders Agreement dated 29th January, 2024 (the "SHA") entered into amongst the Company, its promoters (as defined in the SHA), and M/s. AvH Resources India Private Limited (the "Investor"), Sections 149, 152, 161, 164 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory modifications or re-enactment thereof for the time being in force) and Article 84 and 97 of the Articles of Association of the Company, Mr. Jens Van Nieuwenborgh (DIN: 07638244) who was appointed as an Additional Director (Category – Nominee) on 18th September, 2024, be and is hereby appointed as a non-executive nominee director of the Investor on the Board in accordance with the terms of the SHA, not liable to retire by rotation."

"Resolved Further that any Director of the Company and Shri J.Raja Reddy, Company Secretary be and are hereby authorized, jointly and severally to sign and file requisite e-Forms along with the necessary attachments with the Registrar of the Companies in connection with the appointment of Mr.Jens Van Nieuwenborgh (DIN: 07638244) and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution."

Place: Hyderabad
Date: 29.11.2024


K.V.Vishnu Raju
Chairman

CHAIRMAN'S INITIALS
