



# S. SRIKANTH & ASSOCIATES

## COMPANY SECRETARIES

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

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### SCRUTINIZER'S REPORT

To  
The Chairman,  
M/s SAGAR CEMENTS LIMITED,  
Plot No.111, Road No.10,  
Jubilee Hills,  
Hyderabad - 500033.

Dear Sir,

The Board of Directors at its meeting held on 15<sup>th</sup> July, 2014 has appointed me as a scrutinizer for conducting postal ballot voting process and E-voting process in respect of resolutions contained in their notice of postal ballot dated 15<sup>th</sup> July, 2014.

Having completed the said process, I submit my report as under:

1. The Company has Completed the dispatch of postal ballot forms along with postage prepaid business reply envelope on 19.07.2014 to its members whose name(s) appeared on the Register of members/ list of beneficiaries including by e-mail to all those members who had registered their e-mail ids with the Company.
2. Particulars of all postal ballot forms received from the Members including electronic votes (as reported by M/s Karvy Computershare Private Limited, agency facilitating e-voting platform) have been entered in a register separately maintained for the purpose.
3. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing scrutiny of such postal ballot forms.
4. In case of e-voting, Members' demographic details, their voting rights and voting pattern were provided by M/s Karvy Computershare Private Limited.
5. The ballot boxes were opened in my Presence.
6. The Postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company.
7. All postal ballot forms including electronic votes received up to 5.30 p.m. on 18.08.2014, the last date and time fixed by the company for receipt of the forms/ electronic votes, were considered for my scrutiny.
8. Envelopes containing postal allot forms received after 18.08.2014 were not considered for my scrutiny.
9. Envelopes containing postal ballot forms returned undelivered were also not opened and they are separately kept.



The details of polling results for the item placed for consideration by the members are given below

**Item No.1:** Sale of investment held in Vicat Sagar Cement Pvt. Ltd., and execution of documents connected therewith as per Section 180 (1) (a) and 188 (1) of the Companies Act, 2013

Particulars	Through Postal Ballot		Through e-Voting	
	Ballot Papers	No. of Shares	No. of Members	No. of Shares
Number of total votes received	90	11167273	15	3228299
Number of valid votes received	78	11165787	15	3228299
Number of invalid votes received	12	1486	0	0
	No. of Shares		Percentage	
Votes in favour of Resolution	90	14393836	99.99 %	
Votes against the resolution	3	250	0.0017 %	

Result : As the number of votes casted in favour of the Resolution i.e 99.99 % is more than three times the number of votes cast against i.e 0.0017 %, I report that the Resolution as set out in the Item No.1 of the Notice of Postal Ballot dated 15<sup>th</sup> July, 2014 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.

**Item No.2:** Borrowing amounts beyond the limits as per Section 180 (1) (c) of the Companies Act, 2013

Particulars	Through Postal Ballot		Through e-Voting	
	Ballot Papers	No. of Shares	No. of Members	No. of Shares
Number of total votes received	90	11167273	15	3228299
Number of valid votes received	78	11165787	15	3228299
Number of invalid votes received	12	1486	0	0
	No. of Shares		Percentage	
Votes in favour of Resolution	85	14391456	99.98%	
Votes against the resolution	8	2630	0.0182%	

Result : As the number of votes casted in favour of the Resolution i.e 99.98% is more than three times the number of votes cast against i.e 0.0182%, I report that the Resolution as set out in the Item No.2 of the Notice of Postal Ballot dated 15<sup>th</sup> July, 2014 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results

**Item No.3:** Mortgaging / charging the properties of the company for securing the present and future borrowings within the limits as may be approved by the shareholders U/s.180 (1) (a) from time to time

Particulars	Through Postal Ballot		Through e-Voting	
	Ballot Papers	No. of Shares	No. of Members	No. of Shares
Number of total votes received	90	11167273	15	3228299
Number of valid votes received	79	11165887	15	3228299
Number of invalid votes received	11	1386	0	0
	No. of Shares		Percentage	
Votes in favour of Resolution	85	14391621	99.98%	
Votes against the resolution	9	2565	0.0178%	

Result : As the number of votes casted in favour of the Resolution i.e 99.98% is more than three times the number of votes cast against i.e 0.0178%, I report that that the Resolution as set out in the Item No.3 of the Notice of Postal Ballot dated 15<sup>th</sup> July, 2014 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.



**Item No.4:** Making investments, giving guarantees, granting loans or providing security as per Section 186 of the Companies Act, 2013

Particulars	Through Postal Ballot		Through e-Voting	
	Ballot Papers	No. of Shares	No. of Members	No. of Shares
Number of total votes received	90	11167273	15	3228299
Number of valid votes received	78	11165787	15	3228299
Number of invalid votes received	12	1486	0	0
	No. of Shares		Percentage	
Votes in favour of Resolution	87	14391956	99.98%	
Votes against the resolution	6	2130	0.0147%	

Result : As the number of votes casted in favour of the Resolution i.e 99.98% is more than three times the number of votes cast against i.e 0.0147%, I report that that the Resolution as set out in the Item No.4 of Notice of the Postal Ballot dated 15<sup>th</sup> July, 2014 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.

Thanking You.

Yours Truly,

For S.Srikanth & Associates  
Company Secretaries

S. Srikanth  
S.Srikanth  
C.P. # 7999



Date: 20.08.2014  
Place: Hyderabad