



CIN : L26942OR1985PLC001557

# SHIVA CEMENT LIMITED

P-25, CIVIL TOWNSHIP  
ROURKELA-769004  
ODISHA, INDIA

SCL/3008-12

Dated : 23/02/2017

The Asst. General Manager  
Department of Corporate Services  
BOMBAY STOCK EXCHANGE LIMITED  
25th Floor, P J Towers,  
Dalal Street, Fort,  
MUMBAI-400 001

Sub : Voting Results of Extra Ordinary General Meeting of Equity Shareholders

Dear Sir,

Pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of the voting results on resolutions passed at the Extra Ordinary General Meeting of the Company held on 22/02/2017 in the prescribed format.

We further inform you that all the resolution placed at the Extra Ordinary General Meeting of the Company in terms of Notice dated 14th January 2017 have been passed by the members of the Company with requisite majority. A copy of report of Scrutinizer on remote e-voting at the Extra Ordinary General meeting is also enclosed herewith.

Kindly take the same on record.

Thanking You,

Yours faithfully  
For SHIVA CEMENT LIMITED

(R P Gupta)  
DIN : 01325989  
Managing Director

Encl : Scrutinizer's Report

Disclosure of Voting results in terms of Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

SHIVA CEMENT LIMITED- Extra Ordinary General Meeting and Voting Summary

Format of Voting Results

<b>Date of the EOGM</b>	22-02-2017
<b>Total Number of Shareholders on Cut off Date</b>	36187
<b>No. of shareholders present in the meeting either in person or through proxy :</b>	
Promoter & Promoter group	12
Public	36
<b>Total</b>	48
<b>No of shareholders attended the meeting through Video Conferencing</b>	
Promoter & Promoter group	N.A.
Public	N.A.
<b>Total</b>	

For SHIVA CEMENT LTD.

  
Managing Director

Agenda-wise disclosure (to be disclosed separately for agenda item)

1. Special Business			Preferential issue of 80,00,000 Equity Share Warrants convertible into equity shares at a price of Rs. 6.20 each to other. Disclosure & Ratification of particulars in Compliance to Regulation 73(1)(e) of SEBI (ICDR) Regulations and SEBI Circular dated 23/01/2013, the identity of ultimate beneficiary to preferential issue.					
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 in against [5]	% of votes polled in favour on votes polled {6}=[(4)/(2)]*100	% of votes polled in against on votes polled {7}=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	69467792	69467792	100.000	69467792	0	100.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		69467792	100.000	69467792	0	100.000	NA
Public- Institutional holders	E-Voting	206083	0	0.000	0	0	0.000	
	Poll/Voting by Ballot		0	0.000	0	0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		0	0.000	0	0	0.000	NA
Public- Non Institution	E-Voting	125326125	18313145	14.612	18301290	11855	99.935	0.065
	Poll/Voting by Ballot			0.000		0	0.000	
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	
	Total		18313145	14.612	18301290	11855	99.935	NA
Total		195000000	87780937	45.016	87769082	11855	99.986	0.065

For SHIVA CEMENT LTD.  
  
 Managing Director





### Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman of Extra Ordinary General Meeting of the members of.  
SHIVA CEMENT LIMITED (the Company) held on 22<sup>nd</sup> February 2017 at P-25, Civil Township, Rourkela-769 004 Odisha

Dear Sir,

I **Surya Narayan Tripathy**, Chartered Accountant in Practice and Partner at **Tripathy & Co.**, Chartered Accountants, have been appointed by the Board of Directors of **SHIVA CEMENT LIMITED** (the Company), as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (Rules) on the Resolution contained in the notice to the **Extra Ordinary General Meeting (EGM)** of the members of the Company, to be held on **22<sup>nd</sup> February 2017**, at P-25, Civil Township, Rourkela-769 004 Odisha.

1. The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolution contained in the notice of Extra Ordinary General Meeting (EGM) of members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's Report for the "Votes cast in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by NSDL, the authorized agency to provide e-voting facilities, engaged by the Company.
2. Further to the above, I submit my Report as under :
  - (i) The e-voting period remained open from **19<sup>th</sup> February 2017 (9.00 A.M.) (IST)** to **21<sup>st</sup> February 2017 (5.00 P.M.) (IST)**.
  - (ii) The member of the Company as on "**Cut off**" date i.e., **15/02/2017** were entitled to vote on the resolutions. (as set out in the notice of EGM of the Company).
  - (iii) The votes cast were unblocked on **23/02/2017** after completion of e-voting process in the presence of witnesses who are not in the employment of the Company.



Contd. P/2  
For Tripathy & Co.  
Chartered Accountants

**S.N. Tripathy (F.C.A.)**  
(Partner)  
M No 065470

- (iv) Thereafter, the details containing inter alia, list of equity shareholders, who voted "for" and "against" each of the resolution that were put to vote, were generated from the e-voting website of NSDL i.e., [www.evotingnsdl.com](http://www.evotingnsdl.com) and based on such report generated, the results of the e-voting is as under :-

**Item No. 1 :-**

**Special Resolution** : Preferential Issue of 80,00,000 Equity Share Warrants convertible into Equity Shares at a price of Rs.6.20 each to other. Disclosure & Ratification of particulars in Compliance to Regulation 73(1)(e) of SEBI (ICDR) Regulations and SEBI Circular dated 23/01/2013, the identity of ultimate beneficiary to the preferential issue.

- (i) Voted in favour of the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
40	87769082	99.99

- (ii) Voted against the Resolution :

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast
8	11855	0.01

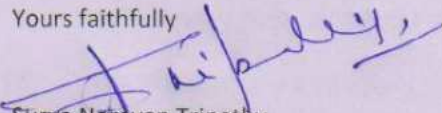
- (iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

3. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of aforesaid Extra Ordinary General Meeting and the same are handed over to the Company.

Thanking you,

Yours faithfully

  
Surya Narayan Tripathy  
Practising chartered Accountant  
Partner of :Tripathy & Co.,  
Chartered Accountants  
Membership No. 065470

Place : Bhubaneswar  
Date : 23<sup>rd</sup> February 2017

