

ND/SY/7505

11th February, 2016

To,
National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor
Plot No. C-1, G Block
Bandra Kurla Complex,
Bandra (East), Mumbai-400051

The Stock Exchange, Mumbai,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400001

NSE Scrip Code "DALMIABHA"

BSE Scrip Code "DALMIABHA (533309)"

Sub: Submission of Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 following are the details regarding voting results in the specified format alongwith the report issued by the Scrutiniser for remote e-voting/poll of the Extra-ordinary General Meeting of the Company.

Date of the Extra-ordinary General Meeting	11 th February, 2016
Total number of shareholders on record date	12807
Number of Shareholders present in the meeting either in person or through proxies:-	74*
1) Promoters and Promoters Group	37 (9 promoters and 1 promoter group company represented by 2 proxies and 11 persons acting as authorized representative of 13 promoter group companies having shares in 27 different folios)
2) Public	37 (35 members present in person and 2 members represented through 2 proxies)
*Includes 3 persons who attended the Meeting in person/proxy but voted electronically and hence did not mtake part in physical poll.	
Number of Shareholders attend the meeting through Video Conferencing:-	
1) Promoters and Promoters Group	---
2) Public	---

Dalmia Bharat Limited

11th & 12th Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi-110 001, India
t 91 11 23465100 f 91 11 23313303 w www.dalmiabhl.com CIN : L40109TN2006PLC058818
Registered Office : Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu-621 651, India
A Dalmia Bharat Group company, www.dalmiabharat.com



1. Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider delegation of authority to the Board of Directors of the Company to make loan(s) and/or give any guarantee(s)/provide any security(ies) in connection with loan(s) made to any person and/or to acquire by way of subscription, purchase or otherwise the securities of any body corporate upto the maximum aggregate limit of ₹3,000 crore:

Resolution required: (Ordinary/Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - Favour	No. of Votes - Against	No. of votes in favour on votes polled	No. of votes in against on votes polled
Promoter and promoter Group	E-Voting	50982341	942567	1.85%	942567	0	100.00%	0.00%
	Poll	50982341	49965414	98.01%	49965414	0	100.00%	0.00%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public- Institutions	Total	50982341	50907981	99.85%	50907981	0	100.00%	0.00%
	E-Voting	11033703	2110235*	19.13%	2012539	97696	95.37%	4.63%
	Poll	11033703	0	0.00%	0	0	0.00%	0.00%
Public- Non Institutions	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	11033703	2110235	19.13%	2012539	97696	95.37%	4.63%
	E-Voting	19238259	434	0.00%	433	1	99.77%	0.23%
Total	Poll	19238259	1006	0.01%	1006	0	100.00%	0.00%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	19238259	1440	0.01%	1439	1	99.93%	0.07%
*Votes Abstained not included - 1818335 shares		81254303	53019656	65.25%	52921959	97697	99.82%	0.18%



2. Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider issuance and allotment of upto 75,00,000 equity shares of ₹ 2/- each fully paid-up on a preferential basis to KKR Mauritius Cement Investments Limited:

Resolution required: (Ordinary/Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - Favour	No. of Votes - Against	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	50982341	942567	1.85%	942567	0	100.00%	0.00%
	Poll	50982341	49965414	98.01%	49965414	0	100.00%	0.00%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public - Institutions	Total	50982341	50907981	99.85%	50907981	0	100.00%	0.00%
	E-Voting	11033703	3928570	35.61%	3897070	31500	99.20%	0.80%
	Poll	11033703	0	0.00%	0	0	0.00%	0.00%
Public - Non Institutions	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	11033703	3928570	35.61%	3897070	31500	99.20%	0.80%
	E-Voting	19238259	434	0.00%	383	51	88.25%	11.75%
Total	Poll	19238259	1006	0.01%	1006	0	100.00%	0.00%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	19238259	1440	0.01%	1389	51	96.46%	3.54%
		81254303	54837991	67.49%	54806440	31551	99.94%	0.06%



3. Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider alteration in the existing Articles of Association of the Company by inserting a new Article no. 40A relating to transfer of shares by Investor:

Resolution required: (Ordinary/Special)		Special		No				
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - Favour	No. of Votes - Against	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	50982341	942567	1.85%	942567	0	100.00%	0.00%
	Poll	50982341	49965414	98.01%	49965414	0	100.00%	0.00%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	50982341	50907981	99.85%	50907981	0	100.00%	0.00%
Public-Institutions	E-Voting	11033703	3928570	35.61%	3897070	31500	99.20%	0.80%
	Poll	11033703	0	0.00%	0	0	0.00%	0.80%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	11033703	3928570	35.61%	3897070	31500	99.20%	0.80%
Public- Non Institutions	E-Voting	19238259	434	0.00%	433	1	99.77%	0.23%
	Poll	19238259	1006	0.01%	1006	0	100.00%	0.00%
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	19238259	1440	0.01%	1439	1	99.93%	0.07%
	Total	81254303	54837991	67.49%	54806490	31501	99.94%	0.06%

You are requested to take the same on record. Thanking you.

Yours faithfully,

For Dalmia Bharat Limited


Nidhi Bisaria

(Nidhi Bisaria)

Company Secretary

Encl: Scrutinizer's report on E-voting and poll.

Scrutinizer(s) Report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies
(Management and Administration) Rules 2014)

To
The Chairman
M/s Dalmia Bharat Limited
Dalmiapuram 621651, Tiruchirapalli Distt. Tamil Nadu.

Extra Ordinary General Meeting of the Equity Shareholders of the Company held on
11th day of February, 2016 at 10.30 a.m. at Dalmiapuram-621 651, District
Tiruchirapalli, Tamil Nadu

Dear Sir,

1. I have been appointed as Scrutinizer for remote e-voting process and ballot process as per the provisions of Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on below mentioned Resolution(s) at the Extra ordinary General Meeting held on 11th February, 2016 at 10.30 a.m. at Dalmiapuram 621651, Tiruchirapalli Distt. Tamil Nadu.
2. We submit our report as under:
 - a) Special Resolution to consider delegation of authority to the Board of Directors of the Company to make loan(s) and/or give any guarantee(s)/provide any security(ies) in connection with loan(s) made to any person and/or to acquire by way of subscription, purchase or otherwise the securities of anybody corporate upto the maximum aggregate limit of ₹ 3,000 crore.
 - b) Special Resolution to consider issuance and allotment of upto 75, 00,000 equity shares of ₹ 2/- each fully paid-up on a preferential basis to KKR Mauritius Cement Investments Limited.
 - c) Special Resolution to consider alteration in the existing Articles of Association of the Company by inserting a new Article no. 40A relating to transfer of shares by Investor




R Venkatasubramanian,
M.Sc., Dip.in O.R., MIIA., ACMA., ACS.
PRACTISING COMPANY SECRETARY

No.76, Angarai Agraharam,
Angarai Post, LALGUDI TALUK
Pin : 621 703, Trichy Dt.
Off : Ph: 0431 - 2541818
Cell No : 94431 - 31818
e.mail : rvs.pcs@gmail.com.

- 3. The details of the above mentioned result is given in Annexure.
- 4. Mr. K.Subramanian, a member of the Company was authorized to act as scrutinizer and to represent the members as an independent scrutinizer, who assisted to finalize the process of counting and verification of the ballot papers.
- 5. In conclusion, all the 3(Three) Resolutions have been passed as special resolutions with requisite majority.

To
The Chairman
M/S Dalmiapuram Limited
Suburban 572401, Tiruchirappalli Dist, Tamil Nadu

Place: Dalmiapuram
Date: 11.02.2016


R.Venkatasubramanian
Practising Company Secretary
(ACS-3673; CP- 3893)



Dear Sir,

I have been appointed as the Company Secretary of M/S Dalmiapuram Limited and I am pleased to inform you that the provisions of Companies Act, 2013 and 2014 and 2015 of the Companies (Management and Administration) Rules, 2014 as below mentioned Resolutions of the Extra ordinary General Meeting held on 11th February 2016 at 10.30 am. at Dalmiapuram 572401, Tiruchirappalli Dist, Tamil Nadu.

We submit for your information:

- a) Special Resolution to constitute delegation of authority to the Board of Directors of the Company to make (buy/sell) and/or give any guarantees/provide an assurance in connection with loans made to any person and/or to acquire by way of subscription, purchase or otherwise the securities of anybody corporate upto the maximum aggregate limit of ₹ 2,000 Crores.
- b) Special Resolution to consider issuance and allotment of upto 75,00,000 equity shares of ₹ 2/- each fully paid up as a preferred class to KES Insurance Company Investments Limited.
- c) Special Resolution to consider amendment to the existing Articles of Association of the Company by inserting a new Article no - 42A relating to transfer of shares by transmission.



SCRUTINISER REPORT-ANNEXURE

Date of AGM/EGM	11.02.2016
Total Number of shareholders on Record Date	12807
No. of Shareholders present in the meeting either in person or through proxy:	74*
Promoters and promoter Group:	37
Public:	37
*Includes 3 persons who attended the meeting in person/proxy but voted electronically and hence they did not take part in physical poll.	
No. of Shareholders attended the meeting through Video Conferencing:	NA
Promoters and promoter Group:	
Public:	



1. Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider delegation of authority to the Board of Directors of the Company to make loan(s) and/or give any guarantee(s)/provide any security(ies) in connection with loan(s) made to any person and/or to acquire by way of subscription, purchase or otherwise the securities of anybody corporate up to the maximum aggregate limit of ₹3,000 crore.

Resolution required: (Ordinary/Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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Total	Total	81254303	54837991	67.49%	54806440	31551	99.94%	0.06%



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