

June 30, 2023

File No: 1010/02

BSE Limited
P J Towers, Dalal Street,
Fort Mumbai-400001
Scrip Code: 542216

National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block G
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051
Symbol: DALBHARAT

Subject - Details of the voting results of the 10th Annual General Meeting of the Company

Ref - Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We are pleased to submit the details of voting results of the business transacted at the 10th Annual General Meeting ("AGM") of the members of the Company held on June 30, 2023 at 11:30 p.m. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; enclosed as **Annexure A**.

Report of the Scrutinizer is also enclosed herewith as **Annexure B**.

All the resolutions at AGM were passed with requisite majority.

You are requested to take the same on records.

Thanking you,

Yours faithfully,

For Dalmia Bharat Limited

Rajeev Kumar
Company Secretary

Dalmia Bharat Limited

11th & 12th Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi-110 001, India
t 91 11 23465100 f 91 11 2331 3303 w www.dalmiabharat.com CIN : L14200TN2013PLC112346

Registered Office: Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu- 621 651, India

A **Dalmia Bharat Group** company, www.dalmiabharat.com

ANNEXURE TO SCRUTINIZER REPORT

Date of AGM	30.06.2023
Total Number of shareholders on Record Date	53113
No. of Shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	 NA NA
No. of Shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	 1 93



A handwritten signature in blue ink, appearing to be "Ajay", written over a horizontal line.

1. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31.03.2023 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31.03.2023 together with the Report of the Auditors thereon:

Resolution required: (Ordinary/Special)				Ordinary				
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 - Favour (4)	No.of Votes - Against (5)	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	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public-Institutions	E-Voting	41,485,124	30,389,215	73.2533	30,389,215	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,389,215	73.2533	30,389,215	0	100.0000	0.0000
Public- Non Institutions	E-Voting	41,263,689	4,636,393	11.2360	4,636,377	16	99.9997	0.0003
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,675,488	16	99.9997	0.0003
Total	(A+B+C)	187,480,361	139,796,267	74.5658	139,796,251	16	100.0000	0.0000

Note: votes abstained/less voted/ invalid (1176389 votes) are not included.



2. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for confirmation of payment of interim dividend of Rs.4/- per equity share of Rs.2/- each(already paid) and declaration of dividend of Re.5/-(250%) per equity share of Rs.2/- each for the financial year ended 31st March, 2023:

Resolution required: (Ordinary/Special)				Ordinary				
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 - Favour (4)	No.of Votes - Against (5)	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	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	41,485,124	30,466,823	73.4404	30,466,823	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,823	73.4404	30,466,823	0	100.0000	0.0000
Public- Non Institutions	E-Voting	41,263,689	4,636,393	11.2360	4,636,377	16	99.9997	0.0003
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,675,488	16	99.9997	0.0003
Total	(A+B+C)	187,480,361	139,873,875	74.6072	139,873,859	16	100.0000	0.0000

Note: votes abstained/less voted/ invalid (1098781 votes) are not included.



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3. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Mr. Yadu Hari Dalmia (DIN: 00009800) as a Director liable to retire by rotation.:

Resolution required: (Ordinary/Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				Interested				
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 - Favour (4)	No.of Votes - Against (5)	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	104,731,548	104,371,808	99.6565	104,371,808	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,371,808	99.6565	104,371,808	0	100.0000	0.0000
Public- Institutions	E-Voting	41,485,124	30,466,821	73.4404	24,502,725	5,964,096	80.4243	19.5757
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,821	73.4404	24,502,725	5,964,096	80.4243	19.5757
Public- Non Institutions	E-Voting	41,263,689	4,636,393	11.2360	4,636,377	16	99.9997	0.0003
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,675,488	16	99.9997	0.0003
Total	(A+B+C)	187,480,361	139,514,133	74.4153	133,550,021	5,964,112	95.7251	4.2749

Note: votes abstained/less voted/ invalid (1458523 votes) are not included.




4. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Special Resolution passed for re-appointment of Mr. Gautam Dalmia (DIN:00009758) as Managing Director of the Company for a period of five years commencing from October 30, 2023.:

Resolution required: (Ordinary/Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				Interested				
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 - Favour (4)	No.of Votes - Against (5)	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	104,731,548	99,548,553	95.0512	99,548,553	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		99,548,553	95.0512	99,548,553	0	100.0000	0.0000
Public- Institutions	E-Voting	41,485,124	30,466,823	73.4404	8,617,425	21,849,398	28.2846	71.7154
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,823	73.4404	8,617,425	21,849,398	28.2846	71.7154
Public- Non Institutions	E-Voting	41,263,689	4,636,393	11.2360	4,599,159	37,234	99.1969	0.8031
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,638,270	37,234	99.2036	0.7964
Total	(A+B+C)	187,480,361	134,690,880	71.8427	112,804,248	21,886,632	83.7505	16.2495

Note: votes abstained/less voted/ invalid (6281776 votes) are not included.



5. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Special Resolution passed for re-appointment of Mr. Puneet Yadu Dalmia (DIN: 00022633) as Managing Director of the Company for a period of five years commencing from October 30, 2023.:

Resolution required: (Ordinary/Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				Interested				
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 - Favour (4)	No.of Votes - Against (5)	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	104,731,548	104,371,808	99.6565	104,371,808	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,371,808	99.6565	104,371,808	0	100.0000	0.0000
Public- Institutions	E-Voting	41,485,124	30,466,823	73.4404	11,427,927	19,038,896	37.5094	62.4906
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,823	73.4404	11,427,927	19,038,896	37.5094	62.4906
Public- Non Institutions	E-Voting	41,263,689	4,636,393	11.2360	4,599,159	37,234	99.1969	0.8031
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,638,270	37,234	99.2036	0.7964
Total	(A+B+C)	187,480,361	139,514,135	74.4153	120,438,005	19,076,130	86.3267	13.6733

Note: votes abstained/less voted/ invalid (1458521 votes) are not included.




6. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution for re-appointment of Mr.Yadu Hari Dalmia (DIN: 00009800) as Advisor in Dalmia Cement (Bharat) Limited, a subsidiary of the Company.:

Resolution required: (Ordinary/Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				Interested				
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 - Favour (4)	No.of Votes -Against (5)	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	104,731,548	95,308,018	91.0022	95,308,018	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		95,308,018	91.0022	95,308,018	0	100.0000	0.0000
Public- Institutions	E-Voting	41,485,124	30,466,823	73.4404	7,609,770	22,857,053	24.9772	75.0228
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,823	73.4404	7,609,770	22,857,053	24.9772	75.0228
Public- Non Institutions	E-Voting	41,263,689	4,636,393	11.2360	4,599,156	37,237	99.1969	0.8031
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,638,267	37,237	99.2036	0.7964
Total	(A+B+C)	187,480,361	130,450,345	69.5808	107,556,055	22,894,290	82.4498	17.5502

Note: votes abstained/less voted/ invalid (10522311 votes) are not included.



Yadu Hari Dalmia

7. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Special Resolution for appointment of Mr. Paul Heinz Hugentobler (DIN 00452691), as an Independent Director of the Company with effect from July 1, 2023.:

Resolution required: (Ordinary/Special)				Special				
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 - Favour (4)	No.of Votes - Against (5)	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	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	41,485,124	30,457,498	73.4179	16,894,003	13,563,495	55.4675	44.5325
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,457,498	73.4179	16,894,003	13,563,495	55.4675	44.5325
Public- Non Institutions	E-Voting	41,263,689	4,636,393	11.2360	4,599,154	37,239	99.1968	0.80312
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,638,265	37,239	99.2035	0.7965
Total	(A+B+C)	187,480,361	139,864,550	74.6022	126,263,816	13,600,734	90.2758	9.7242

Note: votes abstained/less voted/ invalid (1108106 votes) are not included.



8. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Special Resolution for appointment of Mrs.Anuradha Mookerjee (DIN 10174271), as an Independent Director of the Company with effect from July 1, 2023

Resolution required: (Ordinary/Special)				Ordinary				
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 - Favour (4)	No.of Votes - Against (5)	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	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	41,485,124	30,457,500	73.4179	28,990,053	1,467,447	95.1820	4.8180
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,457,500	73.4179	28,990,053	1,467,447	95.1820	4.8180
Public- Non Institutions	E-Voting	41,263,689	4,636,393	11.2360	4,636,372	21	99.9995	0.0005
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,675,483	21	99.9996	0.0004
Total	(A+B+C)	187,480,361	139,864,552	74.6022	138,397,084	1,467,468	98.9508	1.0492

Note: votes abstained/less voted/ invalid (1108104 votes) are not included.



9. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution for payment of remuneration/commission to Non Executive Directors of the Company as per Section 197 & 198 of the Companies Act,2013 as amended as on date.

Resolution required: (Ordinary/Special)				Ordinary				
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 - Favour (4)	No.of Votes -Against (5)	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	104,731,548	104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting	41,485,124	30,466,823	73.4404	9,868,424	20,598,399	32.3907	67.6093
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,823	73.4404	9,868,424	20,598,399	32.3907	67.6093
Public- Non Institutions	E-Voting	41,263,689	4,636,393	11.2360	4,598,996	37,397	99.1934	0.8066
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,638,107	37,397	99.2002	0.7998
Total	(A+B+C)	187,480,361	139,873,875	74.6072	119,238,079	20,635,796	85.2469	14.7531

Note: votes abstained/less voted/ invalid (1098781 votes) are not included.



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

No.76, Angarai Agraharam,
Angarai Post, Lalgudi Taluk,
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Off : Ph : 0431 - 2541818.
Mobile : 94431 - 31818.
e.mail : rvs.pcs@gmail.com.

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
Dalmia Bharat Limited
Dalmiapuram, Tiruchirapalli District, TamilNadu. PIN: 621 651.

Tenth Annual General Meeting (AGM) of the Equity Shareholders of the Company held on
30th day of June, 2023 at 11.30 a.m.
Through Video Conferencing ('VC').

Dear Sir,

I, CS R. Venkatasubramaniam, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of Dalmia Bharat Limited (the Company) for the purpose of scrutinizing the voting through e-Voting at AGM at the 10th Annual General Meeting (AGM) of the Shareholders of Dalmia Bharat Limited held on 30th June, 2023 at 11.30 am and concluded at 12:25 pm through Video Conferencing ('VC') in accordance with Ministry of Corporate Affairs (MCA) circular nos.14/2020 dated April 08, 2020, 17/2020 dated April 13,2020 and 20/2020 dated May 05, 2020 No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No.2/2022 dated May 5, 2022 and No. 10/2022 dated December28, 2022, and Securities and Exchange Board of India Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, without the physical presence of the members at a common venue and through remote e-voting during the period from 26th June 2023 (9.00 am) to 29th June, 2023 (5.00 pm) in a fair and transparent manner and ascertaining the requisite majority on voting through e-voting at AGM and remote e-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended in respect of resolutions contained in the Notice dated May 26, 2023.

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to remote e-voting and instapoll by the members on the resolutions



proposed in the Notice calling the Tenth Annual General Meeting of the Company, is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and submit a consolidated scrutinizer's report to the Chairman on the result of voting of the resolutions based on the reports generated from the electronic voting system provided by the M/s KFin Technologies Ltd., to the members and other Participants at their platforms for participation in the e-AGM at <https://emeetings.kfintech.com> and for e-voting at <http://evoting.kfintech.com>.

2. The remote e-voting period remained open from 26th June, 2023(9.00 am) to 29th June, 2023 (5.00 pm) and was disabled for voting thereafter.
3. The shareholders holding shares as on the Cut - off date i.e.23rd June,2023 were eligible to vote on the proposed resolutions (Item No. 1 to 9 as set out in the Notice of AGM) by remote e-voting and e-voting at AGM.
4. In accordance with the provisions of Companies Act, 2013 and Companies (Management & Administration) Rules, 2014 with respect to voting and on proper scrutiny, I report the result as under:
 - i) Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31stMarch, 2023 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31-3-2023 together with the Report of the Auditors thereon - 100.0000% in favour of the resolution.
 - ii) Ordinary Resolution passed for confirmation of payment of interim dividend of Rs.4/- per equity share of Rs.2/- each(already paid) and declaration of dividend of Re.5/- (250%) per equity share of Rs.2/- each for the financial year ended 31st March, 2023 - 100.0000% in favour of the resolution
 - iii) Ordinary Resolution passed for appointment of Mr. Yadu Hari Dalmia (DIN: 00009800) as a Director liable to retire by rotation - 95.7251% in favour of the resolution.



- iv) Special Resolution passed for re-appointment of Mr. Gautam Dalmia (DIN: 00009758) as Managing Director of the Company for a period of five years commencing from October 30, 2023 - 83.7505% in favour of the resolution.
- v) Special Resolution passed for re-appointment of Mr. Puneet Yadu Dalmia (DIN: 00022633) as Managing Director of the Company for a period of five years commencing from October 30, 2023 - 86.3267% in favour of the resolution.
- vi) Ordinary Resolution for re-appointment of Mr. Yadu Hari Dalmia (DIN: 00009800) as Advisor in Dalmia Cement (Bharat) Limited, a subsidiary of the Company - 82.4498% in favour of the resolution
- vii) Special Resolution for appointment of Mr. Paul Heinz Hugentobler (DIN: 00452691), as an Independent Director of the Company with effect from July 1, 2023 - 90.2758% in favour of the resolution.
- viii) Special Resolution for appointment of Mrs. Anuradha Mookerjee (DIN: 10174271), as an Independent Director of the Company with effect from July 1, 2023 - 98.9508% in favour of the resolution.
- ix) Ordinary Resolution for payment of remuneration/commission to NonExecutive Directors of the Company as per Section 197 & 198 of the Companies Act,2013 - 85.2469% in favour of the resolution.



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

2

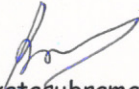
No.76, Angarai Agraharam,
Angarai Post, Lalgudi Taluk,
Pin : 621 703, Trichy Dt.,
Off : Ph : 0431 - 2541818.
Mobile : 94431 - 31818.
e.mail : rvs.pcs@gmail.com.

In conclusion, all the 9 (Nine) Resolutions have been passed with requisite majority.

5. The details of the above mentioned result has been given in the Annexure.
6. The Register, all other papers and relevant records relating to remote e-voting and e-voting at AGM shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be thereafter handed over to the Company Secretary for safe keeping.

Place: Angarai
Date: 30.06.2023




R.Venkatasubramanian
Practising Company Secretary
ACS - 3673; CP - 3893
UDIN: A003673E000527383

ANNEXURE TO SCRUTINIZER REPORT

Date of AGM	30.06.2023
Total Number of shareholders on Record Date	53113
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and promoter Group:	1
Public:	93



1. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31.03.2023 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31.03.2023 together with the Report of the Auditors thereon:

Resolution required: (Ordinary/Special)		Ordinary						
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 - Favour (4)	No.of Votes Against (5)	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		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	104,731,548						
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting		30,389,215	73.2533	30,389,215	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	41,485,124						
	Total (B)		30,389,215	73.2533	30,389,215	0	100.0000	0.0000
Public- Non Institutions	E-Voting		4,636,393	11.2360	4,636,377	16	99.9997	0.0003
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)	41,263,689						
	Total (C)		4,675,504	11.3308	4,675,488	16	99.9997	0.0003
	(A+B+C)		139,796,267	74.5658	139,796,251	16	100.0000	0.0000
Total		187,480,361						

Note: votes abstained/less voted/ invalid (1176389 votes) are not included.



2. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for confirmation of payment of interim dividend of Rs.4/- per equity share of Rs.2/- each(already paid) and declaration of dividend of Re.5/--(250%) per equity share of Rs.2/- each for the financial year ended 31st March, 2023:

Resolution required: (Ordinary/Special)		Ordinary						
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 - Favour (4)	No. of Votes Against (5)	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		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	104,731,548						
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting		30,466,823	73.4404	30,466,823	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	41,485,124						
	Total (B)		30,466,823	73.4404	30,466,823	0	100.0000	0.0000
Public- Non Institutions	E-Voting		4,636,393	11.2360	4,636,377	16	99.9997	0.0003
	E-voting at AGM		39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)	41,263,689						
	Total (C)		4,675,504	11.3308	4,675,488	16	99.9997	0.0003
Total	(A+B+C)	187,480,361	139,873,875	74.6072	139,873,859	16	100.0000	0.0000

Note: votes abstained/less voted/ invalid (1098781 votes) are not included.



3. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Mr. Yadu Hari Dalmia (DIN: 00009800) as a Director liable to retire by rotation.:

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		Interested						
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 - Favour (4)	No.of Votes Against (5)	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		104,371,808	99.6565	104,371,808	0	100.0000	0.0000
	E-voting at AGM	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,371,808	99.6565	104,371,808	0	100.0000	0.0000
Public- Institutions	E-Voting		30,466,821	73.4404	24,502,725	5,964,096	80.4243	19.5757
	E-voting at AGM	41,485,124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,821	73.4404	24,502,725	5,964,096	80.4243	19.5757
Public- Non Institutions	E-Voting		4,636,393	11.2360	4,636,377	16	99.9997	0.0003
	E-voting at AGM	41,263,689	39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,675,488	16	99.9997	0.0003
Total	(A+B+C)	187,480,361	139,514,133	74.4153	133,550,021	5,964,112	95.7251	4.2749

Note: votes abstained/less voted/ invalid (1458523 votes) are not included.



4. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Special Resolution passed for re-appointment of Mr. Gautam Dalmia (DIN:00009758) as Managing Director of the Company for a period of five years commencing from October 30, 2023.:

Resolution required: (Ordinary/Special)		Special Interested						
Whether promoter/ promoter group are interested in the agenda/resolution?		Interested						
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 - Favour (4)	No. of Votes Against (5)	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		99,548,553	95.0512	99,548,553	0	100.0000	0.0000
	E-voting at AGM	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		99,548,553	95.0512	99,548,553	0	100.0000	0.0000
Public- Institutions	E-Voting		30,466,823	73.4404	8,617,425	21,849,398	28.2846	71.7154
	E-voting at AGM	41,485,124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,823	73.4404	8,617,425	21,849,398	28.2846	71.7154
Public- Non Institutions	E-Voting		4,636,393	11.2360	4,599,159	37,234	99.1969	0.8031
	E-voting at AGM	41,263,689	39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,638,270	37,234	99.2036	0.7964
Total	(A+B+C)	187,480,361	134,690,880	71.8427	112,804,248	21,886,632	83.7505	16.2495

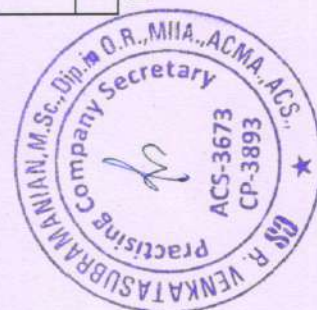
Note: votes abstained/less voted/ invalid (6281776 votes) are not included.



5. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Special Resolution passed for re-appointment of Mr. Puneet Yadu Dalmia (DIN: 00022633) as Managing Director of the Company for a period of five years commencing from October 30, 2023.:

Resolution required: (Ordinary/Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		Interested						
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 - Favour (4)	No. of Votes Against (5)	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		104,371,808	99.6565	104,371,808	0	100.0000	0.0000
	E-voting at AGM	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,371,808	99.6565	104,371,808	0	100.0000	0.0000
Public- Institutions	E-Voting		30,466,823	73.4404	11,427,927	19,038,896	37.5094	62.4906
	E-voting at AGM	41,485,124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Total (B)		30,466,823	73.4404	11,427,927	19,038,896	37.5094	62.4906
	E-Voting		4,636,393	11.2360	4,599,159	37,234	99.1969	0.8031
	E-voting at AGM	41,263,689	39,111	0.0948	39,111	0	100.0000	0.0000
Total	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,638,270	37,234	99.2036	0.7964
	(A+B+C)	187,480,361	139,514,135	74.4153	120,438,005	19,076,130	86.3267	13.6733

Note: votes abstained/less voted/ invalid (1458521 votes) are not included.



6. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution for re-appointment of Mr. Yadu Hari Dalmia (DIN: 00009800) as Advisor in Dalmia Cement (Bharat) Limited, a subsidiary of the Company.:

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		Interested						
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 - Favour (4)	No. of Votes -Against (5)	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		95,308,018	91.0022	95,308,018	0	100.0000	0.0000
	E-voting at AGM	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		95,308,018	91.0022	95,308,018	0	100.0000	0.0000
Public- Institutions	E-Voting		30,466,823	73.4404	7,609,770	22,857,053	24.9772	75.0228
	E-voting at AGM	41,485,124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,823	73.4404	7,609,770	22,857,053	24.9772	75.0228
Public- Non Institutions	E-Voting		4,636,393	11.2360	4,599,156	37,237	99.1969	0.8031
	E-voting at AGM	41,263,689	39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,638,267	37,237	99.2036	0.7964
Total	(A+B+C)	187,480,361	130,450,345	69.5808	107,556,055	22,894,290	82.4498	17.5502

Note: votes abstained/less voted/ invalid (10522311 votes) are not included.



7. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Special Resolution for appointment of Mr. Paul Heinz Hugentobler (DIN 00452691), as an Independent Director of the Company with effect from July 1, 2023.:

Resolution required: (Ordinary/Special)		Special					
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 (4)	No. of Votes - Favour (4)	No. of Votes Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting		104,731,548	100.0000	104,731,548	0	100.0000
	E-voting at AGM	104,731,548	0	0.0000	0	0	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000
Public- Institutions	E-Voting		30,457,498	73.4179	16,894,003	13,563,495	55.4675
	E-voting at AGM	41,485,124	0	0.0000	0	0	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000
Public- Non Institutions	Total (B)		30,457,498	73.4179	16,894,003	13,563,495	44.5325
	E-Voting		4,636,393	11.2360	4,599,154	37,239	99.1968
	E-voting at AGM	41,263,689	39,111	0.0948	39,111	0	100.0000
Total	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000
	Total (C)		4,675,504	11.3308	4,638,265	37,239	99.2035
	(A+B+C)	187,480,361	139,864,550	74.6022	126,263,816	13,600,734	90.2758

Note: votes abstained/less voted/ invalid (1108106 votes) are not included.



8. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Special Resolution for appointment of Mrs.Anuradha Mookerjee (DIN 10174271), as an Independent Director of the Company with effect from July 1, 2023

Resolution required: (Ordinary/Special)		Ordinary						
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 - Favour (4)	No.of Votes Against (5)	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		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public-Institutions	E-Voting		30,457,500	73.4179	28,990,053	1,467,447	95.1820	4.8180
	E-voting at AGM	41,485,124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Total (B)		30,457,500	73.4179	28,990,053	1,467,447	95.1820	4.8180
	E-Voting		4,636,393	11.2360	4,636,372	21	99.9995	0.0005
	E-voting at AGM	41,263,689	39,111	0.0948	39,111	0	100.0000	0.0000
Total	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,675,483	21	99.9996	0.0004
	(A+B+C)	187,480,361	139,864,552	74.6022	138,397,084	1,467,468	98.9508	1.0492

Note: votes abstained/less voted/ invalid (1108104 votes) are not included.



9. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution for payment of remuneration/commission to Non Executive Directors of the Company as per Section 197 & 198 of the Companies Act, 2013 as amended as on date.

Resolution required: (Ordinary/Special)		Ordinary						
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 - Favour (4)	No. of Votes -Against (5)	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		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
	E-voting at AGM	104,731,548	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (A)		104,731,548	100.0000	104,731,548	0	100.0000	0.0000
Public- Institutions	E-Voting		30,466,823	73.4404	9,868,424	20,598,399	32.3907	67.6093
	E-voting at AGM	41,485,124	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (B)		30,466,823	73.4404	9,868,424	20,598,399	32.3907	67.6093
Public- Non Institutions	E-Voting		4,636,393	11.2360	4,598,996	37,397	99.1934	0.8066
	E-voting at AGM	41,263,689	39,111	0.0948	39,111	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total (C)		4,675,504	11.3308	4,638,107	37,397	99.2002	0.7998
Total	(A+B+C)	187,480,361	139,873,875	74.6072	119,238,079	20,635,796	85.2469	14.7531

Note: votes abstained/less voted/ invalid (1098781 votes) are not included.

