

To,  
**BSE Ltd.**  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building, P /Towers,  
Dalal Street, Fort,  
Mumbai - 400 001  
corp.relations@bseindia.com  
Scrip Code – 532323

Dear Sir/Madam,

**Sub: Voting Results of the Postal Ballot and Scrutinizer's Report**

**Ref: Regulation 30 and 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations').**

Dear Sir/Madam,

Further to our letter dated 15<sup>th</sup> February, 2024 and pursuant to Regulation 30 read with Para A (13) of Part A of Schedule III of the Listing Regulations, we hereby inform you that as per the count of the valid votes cast by remote e-voting through the postal ballot process and based on the report of the Scrutinizer, the following resolutions have been passed by the Members with requisite majority on Saturday, 16<sup>th</sup> March, 2024 at 5:00 p.m. IST, being the end of the e-voting period:

Item no.	Description of the Resolution
1.	<b>Ordinary Resolution</b> - Appointment of Mr. Shouvik Chakraborty (DIN: 10406430) as an Non-Executive Director of the Company
2.	<b>Special Resolution</b> - Re-appointment of Ms. Sudeshna Banerjee (DIN: 01920464) as an Independent Director of the Company
3.	<b>Ordinary Resolution</b> - Approval of the Material Related Party Transactions being Corporate Guarantee from JSW Cement Limited

We enclose a copy of the Scrutiniser's report and details of the voting results in the prescribed format pursuant to Regulation 44 of the Listing Regulations.

The Scrutinisers report is also placed on the Company's website at [www.shivacement.com](http://www.shivacement.com) and the website of National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Further, the voting results shall also be submitted in XBRL mode.

You are kindly requested to take note of the above.

Thanking You,

Yours Faithfully  
**For Shiva Cement Limited**

**Sneha Bindra**  
**Company Secretary**

Encl: As above  
Date: 18.03.2024

**SHIVA CEMENT LIMITED**

CIN L26942OR1985PLC001557

Registered Office address- Village Telighana, PO: Birangatoli, Tehsil-Kutra, District-Sundargarh, Odisha- 770018.

E-mail-id: corporate@shivacement.com | Phone (Off.): 0661-2461300 | Website: www.shivacement.com

<b>Name of Company</b>	Shiva Cement Limited
<b>Date of the AGM/EGM Postal Ballot Notice</b>	15 <sup>th</sup> February, 2024
<b>Remote E-voting Period:</b>	
<b>Start Date:</b>	16 <sup>th</sup> February, 2024 at 9.00 a.m.
<b>End Date:</b>	16 <sup>th</sup> March, 2024 at 5.00 p.m.
<b>Total No. of shareholders as on record date</b>	50,688
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group</b>	Not Applicable
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	

Resolution Required (ordinary/special)			Ordinary: Appointment of Mr. Shouvik Chakraborty (DIN: 10406430) as a Non-Executive 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	116191750	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>116191750</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Institutions	E-voting	406083	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>406083</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non-Institutions	E-voting	78402167	532616	0.6793	530098	2518	99.5272	0.4728
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>78402167</b>	<b>532616</b>	<b>0.6793</b>	<b>530098</b>	<b>2518</b>	<b>99.5272</b>
<b>Grand Total</b>		<b>195000000</b>	<b>532616</b>	<b>0.2731</b>	<b>530098</b>	<b>2518</b>	<b>99.5272</b>	<b>0.4728</b>

Name of Company	Shiva Cement Limited
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End Date:	16 <sup>th</sup> March, 2024 at 5.00 p.m.
Total No. of shareholders as on record date	50,688
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	

Resolution Required (ordinary/special)			Special: Re-appointment of Ms. Sudeshna Banerjee (DIN:01920464) as an Independent 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	116191750	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>116191750</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Institutions	E-voting	406083	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>406083</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non-Institutions	E-voting	78402167	532366	0.6790	527848	4518	99.1513	0.8487
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>78402167</b>	<b>532366</b>	<b>0.6790</b>	<b>527848</b>	<b>4518</b>	<b>99.1513</b>
<b>Grand Total</b>		<b>195000000</b>	<b>532366</b>	<b>0.2730</b>	<b>527848</b>	<b>4518</b>	<b>99.1513</b>	<b>0.8487</b>

<b>Name of Company</b>	Shiva Cement Limited
<b>Date of the AGM/EGM Postal Ballot Notice</b>	15 <sup>th</sup> February, 2024
<b>Remote E-voting Period:</b>	
<b>Start Date:</b>	16 <sup>th</sup> February, 2024 at 9.00 a.m.
<b>End Date:</b>	16 <sup>th</sup> March, 2024 at 5.00 p.m.
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<b>Promoters and Promoter Group</b>	Not Applicable
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	

Resolution Required (ordinary/special)			Ordinary: Approval of the Material Related Party Transactions being Corporate Guarantee from JSW Cement Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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	116191750	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>116191750</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Institutions	E-voting	406083	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>406083</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non-Institutions	E-voting	78402167	532366	0.6790	519708	12658	97.6223	2.3777
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>78402167</b>	<b>532366</b>	<b>0.6790</b>	<b>519708</b>	<b>12658</b>	<b>97.6223</b>
<b>Grand Total</b>		<b>195000000</b>	<b>532366</b>	<b>0.2730</b>	<b>519708</b>	<b>12658</b>	<b>97.6223</b>	<b>2.3777</b>

Office : 124-125, Ostwal Ornate, "A" Wing,  
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Email : sunilcs\_mumbai@rediffmail.com  
agarwalcs\_mumbai@yahoo.co.in  
Web. : www.cssunilagarwal.in



**SUNIL AGARWAL & Co.**  
Company Secretaries

## REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014 as amended from time to time]

To,  
**The Chairman / Whole-time Director / CFO & Company Secretary,**  
**SHIVA CEMENT LIMITED**  
village Telighana,  
PO: Birangatoli, Tehsil-Kutra,  
District- Sundargarh  
Odisha- 770018

Dear Sir,

I, Sunil Agarwal, proprietor of Sunil Agarwal & Co. Company Secretaries, have been appointed by the Board of Directors of **SHIVA CEMENT LIMITED** ("Company") as Scrutinizer for the purpose of:

Scrutinizing the postal ballot which was conducted through electronic means in respect of the resolutions contained in the notice dated 15<sup>th</sup> February, 2024 and ascertaining the requisite majority on voting carried out as per the provision of Sections 110 & 108 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs General Circular no 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, circular number 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated 5th May, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated 25th September, 2023 issued from time to time (collectively referred to as MCA Circulars) and Regulation 44 of Securities and Exchange Board of India (Listing obligations & Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2021/11 (Collectively referred to as SEBI Circular) issued in this regard on the resolution as set out in the Notice of Postal Ballot

### I Submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 read with Rules made there under, SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, MCA Circulars SEBI Circulars or any other Provisions, as applicable for conducting Postal Ballot of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting system.



2. The Company has availed the services of National Securities Depository Limited ('NSDL') for conducting postal ballot through e- voting. Further NSDL has also been engaged for facilitating e- voting to enable the members to cast their votes electronically using e- voting system on special business sought to be transacted through postal ballot.
3. My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report for the 'Votes cast in favour' or "against" the resolution stated in the Notice postal ballot.
4. The Member of the Company holding equity shares either in physical form or in dematerialised form, as on the "cut-off date" i.e. Friday, February 09, 2024 was entitled to vote on the proposed resolution through remote e- voting on the resolution as set out in the Notice of Postal Ballot dated 15<sup>th</sup> February, 2024.
5. The e-voting period remained open from Friday, 16th February, 2024, at 9.00 A.M. (IST) and end on Saturday 16th March, 2024 at 5.00 P.M. (IST) on the designated website <https://www.evoting.nsdl.com>.
6. Pursuant to the provisions of the Act and MCA circulars issued by Ministry of Corporate Affairs, the company has sent Postal Ballot Notice(s) to its members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited/ as on cut-off date i.e Friday, February 09, 2024 and whose e-mail ids was available with the company and Depositories through electronic means only and the Company has not dispatched physical notices to any member.
7. Pursuant to clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration Rules) 2014, the company has published the advertisement in English Financial Express having wide circulation and in regional language newspaper Surya Prabha dated 16<sup>th</sup> February, 2024.
8. I monitored the process of electronic voting (i.e. e-voting) through the scrutinizer's secured link provided by National Securities Depository Limited through its designated website [www.evoting.nsdl.com](https://www.evoting.nsdl.com).
9. After completion of e-voting votes casted by the members were authenticated in the presence of two witnesses, who are not in the employment of the company.
10. The e-voting report downloaded from the website of National Securities Depository Limited have been kept separately for the purpose of postal ballot.
11. Votes casted by the members through e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the company and authorized and lodged with the company.



12. The register and other documents/ registers and records relating to electronic voting shall remain in my safe custody until the chairman considers, approves and sign the Postal Ballot minutes and the same will be handed over to the Company Secretary for the safe custody.

**RESULTS:**

The details containing *interalia*, list of Equity Shareholders, who voted "for", "against" or "abstain / invalid", if any on each of the resolution(s) that were put to vote, were generated from the e-voting website of NSDL. Considering the report from NSDL on electronic voting and with respect to each item on the agenda as set out in the Notice dated February 15<sup>th</sup>, 2024 is enclosed.

**SPECIAL BUSINESS:**

1. **Appointment of Mr. Shouvik Chakraborty (DIN: 10406430) as a Non-Executive Director of the Company. (Ordinary Resolution)**

Particulars	e-voting		
	No. of members voted	No. of Votes cast	No. of votes % cast by them
Favour	165	5,30,098	99.53
Against	6	2,518	0.47
Abstain	0	0	
Invalid	0	0	
Total	171	5,32,616	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority.

2. **Re-appointment of Ms. Sudeshna Banerjee (DIN:01920464) as an Independent Director of the Company. (Special Resolution)**

Particulars	e-voting		
	No. of members voted	No. of Votes cast	No. of votes % cast by them
Favour	163	5,27,848	99.15
Against	7	4,518	0.85
Abstain	0	0	0
Invalid	0	0	0
Total	170	5,32,336	100.00

Based on the aforesaid results, Special Resolution as contained in item No. 2 has been passed with requisite majority.



**3. To approve the Material Related Party Transactions being Corporate Guarantee from JSW Cement Limited. ( Ordinary Resolution)**

Particulars	e-voting		
	No. of members voted	No. of Votes cast	No. of votes % cast by them
Favour	163	5,19,708	97.62
Against	7	12,658	2.38
Abstain	0	0	0
Invalid	0	0	0
Total	170	5,32,366	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed with requisite majority.

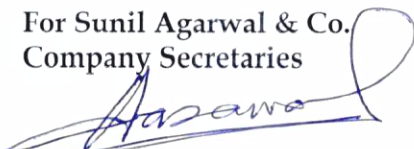
- i. In terms of the provision of Regulation 23 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), in respect of the Material Related Party Transactions at item nos. 3 forming part of the Notice of the Postal Ballot dated 15<sup>th</sup> February, 2024, the related parties i.e. "Promoter & Promoter Group" were required to remain abstain from voting on such resolution and such related parties had not voted on the item nos.3.
- ii. Based on the aforesaid results of the Ordinary Resolutions as contained in item no. 1 and 3 and the Special Resolutions as contained in item no. 2 of the Notice have been passed with requisite majority.
- iii. There were no ballot papers comprising of votes which were invalid

**RECOMMENDATION:**

The resolution having secured requisite majority of votes, the respective resolution may be considered to have been passed. The Chairman / Whole-time Director, CFO & CS may accordingly declare result of voting.

**Thanking You,  
Yours faithfully,**

For Sunil Agarwal & Co.  
Company Secretaries




**FCS SUNIL AGARWAL**  
Practicing Company Secretary  
FCS 8706  
C.P. No. 3286  
Peer Review Unit No. 788/2020  
UDIN No: F008706E003594651  
Place: Mumbai  
Date: 16/03/2024