



BK BIRLA GROUP OF COMPANIES

MANGALAM CEMENT LTD.



OUR REF: MC/SEC/2018
10.09.2018

BSE Ltd.
Phiroze Jeebhoy Towers
Dalal Street,
Mumbai – 400 001

Security Code: **502157**

National Stock Exchange of India Ltd.
“Exchange Plaza”, 5th Floor,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

Security Code: **MANGLMCEM**

Voting Results (Remote E-voting and voting through ballot paper) along with Scrutinizer Report

Dear Sir,

This is to inform you that the 42nd Annual General Meeting of the Company was held on Saturday, the 08th September, 2018 at 11.30 A.M. at the Club Hall of Mangalam Cement Ltd, Basant Vihar, Adityanagar 326520, Morak, Dist. Kota (Rajasthan).

The details as per Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 are enclosed herewith as Annexure –A along with the copy of the Scrutinizer’s report for your reference and record.

Kindly take note of the above and oblige.

**Yours faithfully,
For Mangalam Cement Limited**

**Manoj Kumar Dhariwal
Sr. Manager (Legal & Secretarial) &
Compliance Officer
Encl: as above**



Regd. Office & Works : P.O. Aditya Nagar-326520, Morak, Distt. Kota (Raj.) CIN : L26943RJ1976PLC001705, Telefax : 07459 - 232156
Website : www.mangalamcement.com, E-mail : email@mangalamcement.com

Kota Office : Shop No. 20, 80 Feet Road, Opp. Sukhdham Colony, (Near SBI Bank) Kota (Rajasthan) Pin: 324001
Mob : 9351468064 / 9351468055 / 9351468445, E-mail : mclcta@kappa.net.in

Delhi Office : UCO Bank Building (4th Floor), 5, Parliament Street, New Delhi - 110 001
Tel. No. : 011- 43539132, 43539133, 43539137 Fax : 011- 23421768
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Jaipur Office : 2nd Floor, Geejgarh Tower, Hawa-Sarak, Jaipur - 302 006 (Rajasthan)
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Annexure -A

VOTING RESULTS

(Pursuant to Clause 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

Date of AGM	:	08th September, 2018
Total Number of Shareholders on cut-off date	:	19321
No. of Shareholders present in the meeting either in person or through Proxy: -		
Promoters and Promoter Group	:	2 in Person and 8 through proxy
Public	:	31 in Persons and 9 through proxy
No. of Shareholders attended the meeting through Video Conferencing: NIL		
Promoters and Promoter Group	:	N.A.
Public	:	N.A.

Details of Agenda

Item Nos. of AGM Notice	Brief Particulars of Resolutions	Type of Resolution	Mode of Voting
1	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 st March, 2018 together with the Reports of Directors and Auditors thereon. (Ordinary Resolution)	Ordinary	Remote E-Voting & through ballot paper
2	To declare dividend on Equity Shares for the year ended 31 st March, 2018. (Ordinary Resolution)	Ordinary	Remote E-Voting & through ballot paper

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3	To appoint a Director in place of Shri Anshuman Vikram Jalan (DIN: 01455782) who retires by rotation at this Annual General Meeting and being eligible has offered himself for reappointment. (Ordinary Resolution)	Ordinary	Remote E-Voting & through ballot paper
4	To approve the payment of Remuneration by way of commission to Non - Executive Directors of the Company. (Special Resolution)	Special	Remote E-Voting & through ballot paper
5	To approve the remuneration of the Cost Auditor for the financial year ending 31 st March, 2019. (Ordinary Resolution)	Ordinary	Remote E-Voting & through ballot paper

E-voting Period: Commenced on 10.00 AM – September 05, 2018
Ended on 05.00 PM – September 07, 2018

Voting through Ballot Paper Conducted at AGM on September 08, 2018

For Mangalam Cement Limited

Manoj Kumar Dhariwal
Sr. Manager (Legal & Secretarial) &
Compliance Officer



Encl.: as above

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Agenda No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2018 together with the Reports of Directors and 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	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	E-voting	44,08,190	43,26,600	98.15	43,26,600	-	100.00	-	
	Ballot Paper		81,590	1.85	81,590	-	100	-	
	Total		44,08,190	100.00	44,08,190	-	100.00	-	
Public-Institutions	E-voting	33,30,751	11,43,990	34.35	11,43,990	-	100.00	-	
	Ballot Paper		-	-	-	-	-	-	
	Total		11,43,990	34.35	11,43,990	-	100.00	-	
Public-Non Institutions	E-voting	189,54,839	50,86,160	26.83	50,86,160	-	100.00	-	
	Ballot Paper		8,86,582	4.68	8,86,582	-	100.00	-	
	Total		59,72,742	31.51	59,72,742	-	100.00	-	
Total		266,93,780	115,24,922	43.17	115,24,922	-	100.00	-	

Agenda No. 2

To declare dividend on Equity Shares for the year ended 31st March, 2018.

Resolution Required : (Ordinary/Special)								ordinary	
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	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	E-voting	44,08,190	43,26,600	98.15	43,26,600	-	100.00	-	
	Ballot Paper		81,590	1.85	81,590	-	100	-	
	Total		44,08,190	100.00	44,08,190	-	100.00	-	
Public-Institutions	E-voting	33,30,751	11,44,906	34.37	11,44,906	-	100.00	-	
	Ballot Paper		-	-	-	-	-	-	
	Total		11,44,906	34.37	11,44,906	-	100.00	-	
Public-Non Institutions	E-voting	189,54,839	50,86,060	26.83	50,86,060	-	100.00	-	
	Ballot Paper		8,86,582	4.68	8,86,582	-	100.00	-	
	Total		59,72,642	31.51	59,72,642	-	100.00	-	
Total		266,93,780	115,25,738	43.18	115,25,738	-	100.00	-	

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Agenda No. 3

To appoint a Director in place of Shri Anshuman Vikram Jalan (DIN: 01455782) who retires by rotation at this Annual General Meeting and being eligible has offered himself for reappointment.

Resolution Required : (Ordinary/Special)							ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							Yes	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	44,08,190	43,26,600	98.15	43,26,600	-	100.00	-
	Ballot Paper		81,590	1.85	81,590	-	100	-
	Total		44,08,190	100.00	44,08,190	-	100.00	-
Public-Institutions	E-voting	33,30,751	11,44,906	34.37	11,44,906	-	100.00	-
	Ballot Paper		-	-	-	-	-	-
	Total		11,44,906	34.37	11,44,906	-	100.00	-
Public-Non Institutions	E-voting	189,54,839	50,86,160	26.83	50,84,857	1,303	99.97	0.03
	Ballot Paper		8,86,582	4.68	8,86,582	-	100.00	-
	Total		59,72,742	31.51	59,71,439	1,303	99.98	0.02
Total		266,93,780	115,25,838	43.18	115,24,535	1,303	99.99	0.01

Agenda No. 4

To approve the payment of Remuneration by way of commission to Non - Executive Directors of the Company.

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	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	44,08,190	43,26,600	98.15	43,26,600	-	100.00	-
	Ballot Paper		81,590	1.85	81,590	-	100	-
	Total		44,08,190	100.00	44,08,190	-	100.00	-
Public-Institutions	E-voting	33,30,751	11,44,906	34.37	11,44,906	-	100.00	-
	Ballot Paper		-	-	-	-	-	-
	Total		11,44,906	34.37	11,44,906	-	100.00	-
Public-Non Institutions	E-voting	189,54,839	50,86,160	26.83	50,83,937	2,223	99.96	0.04
	Ballot Paper		8,86,582	4.68	8,86,582	-	100.00	-
	Total		59,72,742	31.51	59,70,519	2,223	99.96	0.04
Total		266,93,780	115,25,838	43.18	115,23,615	2,223	99.98	0.02

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Agenda No.5**To approve the remuneration of the Cost Auditor for the financial year ending 31st March, 2019.**

Resolution Required : (Ordinary/Special)							ordinary	
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	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	44,08,190	43,26,600	98.15	43,26,600	-	100.00	-
	Ballot Paper		81,590	1.85	81,590	-	100	-
	Total		44,08,190	100.00	44,08,190	-	100.00	-
Public-Institutions	E-voting	33,30,751	11,44,906	34.37	11,44,906	-	100.00	-
	Ballot Paper		-	-	-	-	-	-
	Total		11,44,906	34.37	11,44,906	-	100.00	-
Public-Non Institutions	E-voting	189,54,839	50,86,160	26.83	50,84,775	1,385	99.97	0.03
	Ballot Paper		8,86,582	4.68	8,86,582	-	100.00	-
	Total		59,72,742	31.51	59,71,357	1,385	99.98	0.02
Total		266,93,780	115,25,838	43.18	115,24,453	1,385	99.99	0.01



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Pradeep Pincha
Practicing Company Secretary

Scrutinizer's Report

Consolidated Report on remote e-Voting and voting through Ballot Papers

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date]

To,
The Chairman,
Mangalam Cement Limited,
Aditya Nagar, Morak,
Dist. Kota (Rajasthan)

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting through Ballot Papers at the 42nd Annual General Meeting (AGM) of Mangalam Cement Limited held on Saturday, the 08th day of September, 2018 at 11:30 A.M. conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date.

Dear Sir,

I, Pradeep Pincha, Practicing Company Secretary, at Jaipur, Rajasthan was appointed as the Scrutinizer by the Board of Directors of Mangalam Cement Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date, to scrutinize the remote e-voting process and voting through Ballot Papers in respect of Ordinary and Special Business proposed at 42nd Annual General Meeting (AGM) of the Company held on 08th day of September, 2018 at 11:30 A.M. at the Club Hall of Mangalam Cement Limited, Basant Vihar, Aditya Nagar, Morak-326 520, Distt.-Kota.

In connection to above, I submit my report as under:

- The Company had appointed National Securities Depository Limited (herein after referred to as "NSDL") as the agency to provide the remote e-Voting facility to the Members of the Company in connection with the 42nd AGM of the Company.
- The Company completed the dispatch of Notice of AGM together with the Annual Report either by e-mails at their registered email address or physical copies at the registered address through permitted mode to the Members of the Company.

108, 1st Floor, Shree Mansion, G-23, Kamla Marg, Behind Rajdhani Hospital, C-Scheme, Jaipur 302001, Rajasthan
Tel.: 91-0141 4106355 | Email: ppincha@gmail.com | www.pinchaa.com





- The remote e-Voting facility was made available from Wednesday, 05th day of September, 2018 from 10.00 a.m. (IST) and ends on Friday, 07th day of September, 2018 at 5.00 p.m. (IST) for the person(s), whose name is recorded in the Register of Member or in the Register of Beneficial owners maintained by the depositories as on the cut-off date i.e. 01st day of September, 2018.
- At the 42nd AGM of the Company held on 08th day of September, 2018 the Chairman of the Meeting informed the members present at the Meeting to record their votes through ballot papers circulated to them, who could not participate through remote e-voting.
- After the conclusion of 42nd AGM of the Company a final electronic report of remote e-Voting was generated by unblocking the votes cast through remote e-Voting facility in presence of two witnesses viz. Mr. Akshit Kr. Jangid and Mr. Lokesh Sharma who are not in the employment of the Company.
- Thereafter, the voting done through remote e-Voting and Ballot, were reconciled with the records maintained by the RTA of the Company i.e. Mas Services Limited and the authorizations/proxies lodged with the Company and result of the scrutiny of the above consolidated voting process in respect of the resolutions as set-out in the Notice of 42nd AGM of the Company dated 15th May, 2018 are reproduced herein under:

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2018 together with the Reports of Directors and Auditors thereon.

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote voting E-	10556750	91.60	0	0.00	0
Ballot Papers at AGM	968172	8.40	0	0.00	0
TOTAL	11524922	100.00	0	0.00	0





Resolution No. 2: Ordinary Resolution

To declare dividend on Equity Shares for the year ended 31st March, 2018.

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	10557566	91.60	0	0.00	0
Ballot Papers at AGM	968172	8.40	0	0.00	0
TOTAL	11525738	100.00	0	0.00	0

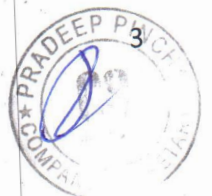
Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Shri Anshuman Vikram Jalan (DIN: 01455782) who retires by rotation at this Annual General Meeting and being eligible has offered himself for reappointment.

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	10556363	91.59	1303	0.01	0
Ballot Papers at AGM	968172	8.40	0	0.00	0
TOTAL	11524535	99.99	1303	0.01	0

Resolution No. 4: Special Resolution

To approve the payment of Remuneration by way of commission to Non - Executive Directors of the Company.





Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	10555443	91.58	2223	0.02	0
Ballot Papers at AGM	968172	8.40	0	0.00	0
TOTAL	11523615	99.98	2223	0.02	0

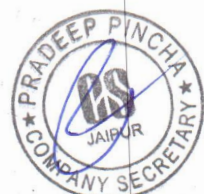
Resolution No. 5: Ordinary Resolution

To approve the remuneration of the Cost Auditor for the financial year ending 31st March, 2019.

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	10556281	91.59	1385	0.01	0
Ballot Papers at AGM	968172	8.40	0	0.00	0
TOTAL	11524453	99.99	1385	0.01	0

All the Resolutions mentioned in the Notice of 42nd AGM as per the details above stand passed under remote e-voting and voting through Ballot Papers at the AGM with the requisite majority.

All relevant records of remote e-voting and physical mode (voting through Ballot Papers) shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 42nd Annual General Meeting and the same shall be handed over accordingly.





Pradeep Pincha
Practicing Company Secretary

Thanking you,
Yours faithfully,



FCS Pradeep Pincha
M. No. FCS 5369
C. P. No.:4426

Dated: 08/09/2018
Place: Morak, Kota

Witness:

Akshit Kr. Jangid
Address: 108, 1st Floor, Shree Mension,
G-23, Kamla Marg, C-Scheme,
Jaipur- 302 001 (Rajasthan)

Lokesh Sharma
Address: 108, 1st Floor, Shree Mension,
G-23, Kamla Marg, C-Scheme,
Jaipur- 302 001 (Rajasthan)

Countersigned by:

K. C. JAIN
(CHAIRMAN OF THE MEETING)