



CIN : L26943RJ1976PLC001705
Telefax : 07459 - 232156
Website : www.mangalamcement.com
E-mail : email@mangalamcement.com

MANGALAM CEMENT LTD.



REGD. OFFICE & WORKS : P.O. ADITYA NAGAR-326520, MORAK, DISTT. KOTA (RAJ.)

OUR REF: MC/SEC/2017
02.09.2017

BSE Ltd.
Phiroze Jeejebhoy Towers
Dalal Street,
Mumbai - 400 001

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

Security Code: **502157**

Security Code: **MANGLMCEM**

Voting Results (Remote E-voting and Poll)

Dear Sir,

This is to inform you that the 41st Annual General Meeting of the Company was held on Saturday, the 02nd September, 2017 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**

**Swadesh Agrawal
Company Secretary
Encl: as above**

Kota Office : "Mangalam" 93, Dasher Scheme, P.O. Dadabari, KOTA - 324 009 (Rajasthan)
Tel. No. : 0744 - 2500266, 3098600, Fax : 0744 - 2500178, 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
E-mail : delhi.purchase@mangalamcement.com, delhi.marketing@mangalamcement.com

Jaipur Office : 2nd Floor, Geejgarh Tower, Hawa-Sarak, Jaipur - 302 006 (Rajasthan)
Tel. : 0141 - 2218933, 2218931, E-mail : jaipur.marketing@mangalamcement.com

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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	:	02nd September, 2017
Total Number of Shareholders on cut-off date	:	21316
No. of Shareholders present in the meeting either in person or through Proxy: -		
Promoters and Promoter Group	:	2 in Person and 5 through proxy
Public	:	36 in Persons and 11 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	Adoption of Audited Financial Statements, Reports of Board of Directors and Auditors thereon for the year ended 31st March, 2017 (Ordinary Resolution)	Ordinary	Remote E-Voting & Poll
2	Declaration of Dividend on Equity Shares (Ordinary Resolution)	Ordinary	Remote E-Voting & Poll
3	Re-appointment of Shri Kamal Chand Jain, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution)	Ordinary	Remote E-Voting & Poll

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B.K. BIRLA GROUP OF COMPANIES

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4	Appointment of M/s Singhi & Co., Chartered Accountants, as the Statutory Auditors of the Company and fixing their remuneration (Ordinary Resolution)	Ordinary	Remote E-Voting & Poll
5	Appointment of Shri Anshuman Vikram Jalan as the Wholetime Director to be designated as the Executive Director of the Company (Special Resolution)	Special	Remote E-Voting & Poll
6	Appointment of Smt. Vidula Jalan as the Wholetime Director to be designated as the Executive Director of the Company (Special Resolution)	Special	Remote E-Voting & Poll
7	Ratification of the remuneration of M/s. J K Kabra & Co. Cost Auditors of the Company for the year ending 31st March, 2018 (Ordinary Resolution)	Ordinary	Remote E-Voting & Poll

E-voting Period: Commenced on 10.00 AM – August 30, 2017
Ended on 05.00 PM – September 01, 2017

Poll Conducted at AGM on September 02, 2017

For Mangalam Cement Limited

Swadesh Agrawal
Company Secretary
ACS-21551

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Agenda No. 1

Adoption of Audited Financial Statements, Reports of Board of Directors and Auditors thereon for the year ended 31st March, 2017 (Ordinary Resolution)

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	3,544,890	3,411,040	96.22	3,411,040	-	100.00	-
	Polling Paper		133,850	3.78	133,850	-	-	-
	Total		3,544,890	100.00	3,544,890	-	100.00	-
Public-Institutions	E-voting	4,094,738	1,897,160	46.33	1,897,160	-	-	-
	Polling Paper		-	-	-	-	-	-
	Total		1,897,160	46.33	1,897,160	-	-	-
Public-Non Institutions	E-voting	19,054,152	5,634,938	29.57	5,633,738	1,200	99.98	0.02
	Polling Paper		1,050,845	5.52	1,050,845	-	100.00	-
	Total		6,685,783	35.09	6,684,583	1,200	99.98	0.02
Total		26,693,780	12,127,833	45.43	12,126,633	1,200	99.99	0.01

Agenda No. 2

Declaration of Dividend on Equity Shares (Ordinary Resolution)

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	3,544,890	3,411,040	96.22	3,411,040	-	100.00	-
	Polling Paper		133,850	3.78	133,850	-	-	-
	Total		3,544,890	100.00	3,544,890	-	100.00	-
Public-Institutions	E-voting	4,094,738	1,897,160	46.33	1,897,160	-	-	-
	Polling Paper		-	-	-	-	-	-
	Total		1,897,160	46.33	1,897,160	-	-	-
Public-Non Institutions	E-voting	19,054,152	5,634,938	29.57	5,633,738	1,200	99.98	0.02
	Polling Paper		1,050,845	5.52	1,050,845	-	100.00	-
	Total		6,685,783	35.09	6,684,583	1,200	99.98	0.02
Total		26,693,780	12,127,833	45.43	12,126,633	1,200	99.99	0.01



Agenda No. 3

Re-appointment of Shri Kamal Chand Jain, who retires by rotation and being eligible, offers himself for re- appointment (Ordinary Resolution)

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	3,544,890	3,411,040	96.22	3,411,040	-	100.00	-
	Polling Paper		133,850	3.78	133,850	-	-	-
	Total		3,544,890	100.00	3,544,890	-	100.00	-
Public-Institutions	E-voting	4,094,738	1,897,160	46.33	1,897,160	-	-	-
	Polling Paper		-	-	-	-	-	-
	Total		1,897,160	46.33	1,897,160	-	-	-
Public-Non Institutions	E-voting	19,054,152	5,634,843	29.57	5,628,344	6,499	99.88	0.12
	Polling Paper		1,050,845	5.52	1,050,845	-	100.00	-
	Total		6,685,688	35.09	6,679,189	6,499	99.90	0.10
Total		26,693,780	12,127,738	45.43	12,121,239	6,499	99.95	0.05

Agenda No. 4

Appointment of M/s Singhi & Co., Chartered Accountants, as the Statutory Auditors of the Company and fixing their remuneration (Ordinary Resolution)

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	3,544,890	3,411,040	96.22	3,411,040	-	100.00	-
	Polling Paper		133,850	3.78	133,850	-	-	-
	Total		3,544,890	100.00	3,544,890	-	100.00	-
Public-Institutions	E-voting	4,094,738	1,897,160	46.33	1,897,160	-	-	-
	Polling Paper		-	-	-	-	-	-
	Total		1,897,160	46.33	1,897,160	-	-	-
Public-Non Institutions	E-voting	19,054,152	5,634,843	29.57	5,633,454	1,389	99.98	0.02
	Polling Paper		1,050,845	5.52	1,050,845	-	100.00	-
	Total		6,685,688	35.09	6,684,299	1,389	99.98	0.02
Total		26,693,780	12,127,738	45.43	12,126,349	1,389	99.99	0.01



Agenda No. 5

Appointment of Shri Anshuman Vikram Jalan as the Wholetime Director to be designated as the Executive Director of the Company (Special Resolution)

Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are intersted 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	3,544,890	3,411,040	96.22	3,411,040	-	100.00	-
	Polling Paper		133,850	3.78	133,850	-	-	-
	Total		3,544,890	100.00	3,544,890	-	100.00	-
Public-Institutions	E-voting	4,094,738	1,897,160	46.33	1,897,160	-	-	-
	Polling Paper		-	-	-	-	-	-
	Total		1,897,160	46.33	1,897,160	-	-	-
Public-Non Institutions	E-voting	19,054,152	5,634,843	29.57	5,633,641	1,202	99.98	0.02
	Polling Paper		1,050,845	5.52	1,050,845	-	100.00	-
	Total		6,685,688	35.09	6,684,486	1,202	99.98	0.02
Total		26,693,780	12,127,738	45.43	12,126,536	1,202	99.99	0.01

Agenda No. 6

Appointment of Smt. Vidula Jalan as the Wholetime Director to be designated as the Executive Director of the Company (Special Resolution)

Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are intersted 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	3,544,890	3,411,040	96.22	3,411,040	-	100.00	-
	Polling Paper		133,850	3.78	133,850	-	-	-
	Total		3,544,890	100.00	3,544,890	-	100.00	-
Public-Institutions	E-voting	4,094,738	1,897,160	46.33	1,897,160	-	-	-
	Polling Paper		-	-	-	-	-	-
	Total		1,897,160	46.33	1,897,160	-	-	-
Public-Non Institutions	E-voting	19,054,152	5,634,843	29.57	5,627,402	7,441	99.87	0.13
	Polling Paper		1,050,845	5.52	1,050,845	-	100.00	-
	Total		6,685,688	35.09	6,678,247	7,441	99.89	0.11
Total		26,693,780	12,127,738	45.43	12,120,297	7,441	99.94	0.06



Agenda No. 7

Ratification of the remuneration of M/s. J K Kabra & Co. Cost Auditors of the Company for the year ending 31st March, 2018 (Ordinary Resolution)

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	3,544,890	3,411,040	96.22	3,411,040	-	100.00	-
	Polling Paper		133,850	3.78	133,850	-	-	-
	Total		3,544,890	100.00	3,544,890	-	100.00	-
Public-Institutions	E-voting	4,094,738	1,897,160	46.33	1,897,160	-	-	-
	Polling Paper		-	-	-	-	-	-
	Total		1,897,160	46.33	1,897,160	-	-	-
Public-Non Institutions	E-voting	19,054,152	5,634,843	29.57	5,628,342	6,501	99.88	0.12
	Polling Paper		1,050,845	5.52	1,050,845	-	100.00	-
	Total		6,685,688	35.09	6,679,187	6,501	99.90	0.10
Total		26,693,780	12,127,738	45.43	12,121,237	6,501	99.95	0.05





Pradeep Pincha

Practising Company Secretary

Scrutinizer's Report

Consolidated Report on remote e-Voting and Poll

[Pursuant to section 108 of the Companies Act, 2013 read-with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time]

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

Sub: Consolidated Scrutinizer's Report on remote e-voting 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 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through Poll at the 41st Annual General Meeting of Mangalam Cement Limited held on Saturday, 02nd September, 2017 at 11.30 A.M at the Club Hall, Basant Vihar, Adityanagar, Morak, Kota.

Dear Sir,

I, Pradeep Pincha, Practising Company Secretary was appointed as the Scrutinizer for the purpose of remote e-voting in terms of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and poll taken at the 41st Annual General Meeting (AGM) of **Mangalam Cement Limited**.

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 41st 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 within the prescribed time limit.
- The remote e-Voting facility was made available from **Wednesday, 30th August, 2017 at 10.00 a.m. to Friday, 01st September, 2017 till 5.00 p.m.** 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. Saturday, 26th August, 2017.**

108, 1st Floor, Shree Mansion, G-23, Kamla Marg, Behind Rajdhani Hospital, C-Scheme, Jaipur 302 001, Rajasthan
Tel.: 91-0141 4106355 | Email: ppincha@pinchaa.com | www.pinchaa.com





- At the 41st AGM of the Company, the Chairman of the Meeting called for a poll to facilitate the members present at the Meeting to record their votes through the poll process who could not participate through remote e-voting.
- 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 Polling, were reconciled with the records maintained by the RTA and the authorizations/proxies lodged with the Company and result of the scrutiny of the above voting process (remote e-Voting and Poll) in respect of the resolutions as set-out in the Notice of 41st AGM of the Company dated 02nd September, 2017 are reproduced herein under:

Item No. 1: Ordinary Resolution

To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.

Manner of Voting	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	10941938	90.22	1200	0.01	0
Polling at AGM	1184695	9.77	0	0.00	0
TOTAL	12126633	99.99	1200	0.01	0

Item No. 2: Ordinary Resolution

To declare dividend on Equity Shares for the year ended 31st March, 2017.

Manner of Voting	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	10941938	90.22	1200	0.01	0
Polling at AGM	1184695	9.77	0	0.00	0
TOTAL	12126633	99.99	1200	0.01	0





Item No. 3: Ordinary Resolution

To appoint a Director in place of Shri Kamal Chand Jain (DIN:00029985) who retires by rotation at this Annual General Meeting and being eligible has offered himself for reappointment.

Manner of Voting	of	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-	10936544	90.18	6499	0.05	0
Polling at AGM		1184695	9.77	0	0.00	0
TOTAL		12121239	99.95	6499	0.05	0

Item No. 4: Ordinary Resolution

To appoint M/s. Singhi & Co., Chartered Accountants (Firm Registration No. 302049F) as statutory auditors in place of retiring auditors M/s. Jain Pramod Jain & Co, Chartered Accountants, New Delhi and fix their remuneration.

Manner of Voting	of	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-	10941654	90.22	1389	0.01	0
Polling at AGM		1184695	9.77	0	0.00	0
TOTAL		12126349	99.99	1389	0.01	0

Item No. 5: Special Resolution

To appoint Shri Anshuman Vikram Jalan (holding DIN 01455782), as Whole-time Director to be designated as Executive Director of the Company for a period of 3 years w.e.f. 1st April, 2017



Manner of Voting		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-	10941841	90.22	1202	0.01	0
Polling at AGM		1184695	9.77	0	0.00	0
TOTAL		12126536	99.99	1202	0.01	0

Item No. 6: Special Resolution

To appoint Smt. Vidula Jalan (holding DIN 01474162), as Whole-time Director to be designated as Executive Director of the Company for a period of 3 years w.e.f. 1st April, 2017

Manner of Voting		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-	10935602	90.17	7441	0.06	0
Polling at AGM		1184695	9.77	0	0.00	0
TOTAL		12120297	99.94	7441	0.06	0

Item No. 7: Ordinary Resolution

To ratify the payment of remuneration to M/s. J.K. Kabra & Co., Cost Auditors of the Company for the financial year ending on 31st March, 2018

Manner of Voting		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-	10936542	90.18	6501	0.05	0
Polling at AGM		1184695	9.77	0	0.00	0
TOTAL		12121237	99.95	6501	0.05	0





Pradeep Pincha

Practising Company Secretary

All the Resolutions mentioned in the AGM Notice as per the details above stand passed under remote e-voting and poll conducted at the AGM with the requisite majority.

All relevant records of electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 41st Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the company for safe keeping.

Thanking you,
Yours faithfully,



Pradeep Pincha
Practising Company Secretary
M. No.: FCS 5369
C. P. No.: 4426

Dated: 02.09.2017
Place: Kota (Morak)

Witness:

Mr. Akshit Kr. Jangid
Address: G-23, Kamla Marg, C-Scheme,
Jaipur- 302 001 (Rajasthan)

Mr. Lokesh Sharma
Address: 93, Arvind Nagar, Banipark,
Jaipur- 302 006 (Rajasthan)

Countersigned by:

Chairman of the Meeting