

# Gujarat Sidhee Cement Limited

Corporate Office  
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CIN : L26940GJ1973PLC002245

Date 24<sup>th</sup> August , 2016

To,

1.The General Manager,  
Department of Corporate Services  
BSE Limited,  
Pheroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai - 400001

✓ 2.National Stock Exchange of India Limited,  
Exchange Plaza,  
Bandra - Kurla Complex,  
Bandra (East),  
Mumbai - 400 051.

Dear Sir,

Company Code BSE: 518029  
Company Code NSE: GSCLCEMENT

Re: Voting Result of 42<sup>nd</sup> Annual General Meeting of the Company held on 23<sup>rd</sup> August, 2016 pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform you that the 42<sup>nd</sup> Annual General Meeting (AGM) of the shareholders of the Company was held on 23<sup>rd</sup> August, 2016 at 10.00 A. M. at the Registered Office of the Company at Off Veraval-Kodinar Highway, Sidheeagram - 362 276, Tal: Sutrapada, Dist: Gir Somnath, Gujarat and all the items of business contained in the Notice dated 27<sup>th</sup> May, 2016 were approved by the Members with requisite majority. The details of the voting results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed herewith in the prescribed format. A copy of scrutinizer's report is also enclosed for your reference and record.

Thanking you,

Yours faithfully,  
For **GUJARAT SIDHEE CEMENT LIMITED**



**V. R. MOHNOT**  
**CFO & COMPANY SECRETARY**  
Encl: As above



Regd. Office & Works  
Sidheeagram, Veraval 362 276  
Gujarat, India

## Annexure 1

Details of voting Results:

<b>Date of the AGM</b>	24 <sup>th</sup> August, 2016
<b>Total no. of Shareholders on record date</b> Cut- off date for e-voting 17 <sup>th</sup> August, 2016.	64164
<b>No. of shareholders present in the Meeting either in Person or through Proxy:</b> Promoter and Promoter Group: Public:	13 25
<b>No. of shareholders attended the Meeting through video conferencing:</b> Promoter and Promoter Group: Public	----- -----

Agenda wise disclosure

Item No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1.	Adoption of the audited Balance Sheet as March 31, 2016, the Statement of Profit and Loss for the Financial Year ended on that date and the reports of the Board of Directors and Auditors thereon.	Ordinary	E-voting & Poll	The Resolution was passed with requisite majority.

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 – 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	0	0	0	0	0	0	0
	Poll	60074838	60074838	100%	60074838	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>60074838</b>	<b>60074838</b>	<b>100%</b>	<b>60074838</b>	<b>0</b>	<b>100%</b>	<b>0</b>
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Non Institutions	E-Voting	1814	1814	100%	1814	0	100%	0
	Poll	3178	3178	100%	3178	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>4992</b>	<b>4992</b>	<b>100%</b>	<b>4992</b>	<b>0</b>	<b>100%</b>	<b>0</b>
<b>Total</b>		<b>60079830</b>	<b>60079830</b>	<b>100%</b>	<b>60079830</b>	<b>0</b>	<b>100%</b>	<b>0</b>



Item No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
2.	Re-appointment of Mr. M. N. Mehta, Director (DIN: 00632865) who retires by rotation.	Ordinary	E-voting & Poll	The Resolution was passed with requisite majority.

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 – 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	0	0	0	0	0	0	0
	Poll	60074838	60074838	100%	60074838	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	60074838	60074838	100%	60074838	0	100%	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	1814	1814	100%	1814	0	100%	0
	Poll	3178	3178	100%	3178	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4992	4992	100%	4992	0	100%	0
Total		60079830	60079830	100%	60079830	0	100%	0



Item No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
3.	Appointment of M/s. Manubhai & Shah LLP, Chartered Accountants, having Registration No. 106041W/W100136 as the Auditors of the Company for the Financial Year 2016-17.	Ordinary	E-voting & Poll	The Resolution was passed with requisite majority.

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 – 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	0	0	0	0	0	0	0
	Poll	60074838	60074838	100%	60074838	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	60074838	60074838	100%	60074838	0	100%	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	1814	1814	100%	1814	0	100%	0
	Poll	3178	3178	100%	3178	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4992	4992	100%	4992	0	100%	0
Total		60079830	60079830	100%	60079830	0	100%	0



Item No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
4.	Ratification of Cost Auditors remuneration to be paid to M/s. M. Goyal & Co. Cost Accounts.	Special	E-voting & Poll	The Resolution was passed with requisite majority.

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 - 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	0	0	0	0	0	0	0
	Poll	60074838	60074838	100%	60074838	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	60074838	60074838	100%	60074838	0	100%	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	1814	1814	100%	1814	0	100%	0
	Poll	3178	3178	100%	3178	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4992	4992	100%	4992	0	100%	0
Total		60079830	60079830	100%	60079830	0	100%	0



Item No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
5.	Approval is being sought in case of default by the company in repayment of loan, M/S SREI Infrastructure Limited shall have the option to convert the defaulted loan amount into equity shares of the company.	Special	E-voting & Poll	The Resolution was passed with requisite majority.

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 - 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	0	0	0	0	0	0	0
	Poll	60074838	60074838	100%	60074838	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	60074838	60074838	100%	60074838	0	100%	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	1814	1814	100%	1814	0	100%	0
	Poll	3178	3178	100%	3178	0	100%	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4992	4992	100%	4992	0	100%	0
Total		60079830	60079830	100%	60079830	0	100%	0





**Report of Scrutinizer**  
FORM No. MGT-13

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2)  
of the Companies (Management and Administration) Rule, 2014]

**To**  
**The Chairman of**  
**42nd Annual General Meeting of**  
**Gujarat Sidhee Cement Limited**

Dear Sir/Madam,

I, Sachin Ahuja, Proprietor of M/S Sachin Ahuja & Associates was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting taken by poll on the under mentioned Resolution(s), at the Annual General Meeting of the Equity shareholders of Gujarat Sidhee Cement Limited, held on Tuesday, 23<sup>rd</sup> August 2016 at 10.00 a.m. at the Registered Office of the Company, situated at Off Veraval – Kodinar Highway, Sidheegram 362 276, District – Gir Somnath (Gujarat), submit my report as under:

**A. Related to E-Voting**

1. The e-voting period commenced on Friday, the 20<sup>th</sup> August, 2016 (9.00 am) and ended on Sunday the 22<sup>nd</sup> August 2016 (5.00 pm).
2. The Annual Report and the notice was sent by electronic mode to those members whose email ids were registered with the Depository Participants and for other members, hard copy of the annual report containing the notice was sent by post.
3. The votes cast were unblocked on 24<sup>th</sup> August 2016 in the presence of 2 witnesses, Mr. Ravi Rana and Mr. Sachin Pawar who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

-----  
Name: Ravi Rana

-----  
Name: Sachin Pawar



4. Thereafter the details containing *inter alia*, list of Equity Share Holders, who voted "for", "against" each of the Resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Ltd. i.e. <https://www.evotingindia.com/>

**B. Relating to Voting by Poll**

1. At the annual general meeting, one empty ballot box was locked by me in the presence of all the members present in person / by proxy. At the time of voting, all members casted their votes and submitted their poll papers in the ballot box.
  
2. The locked ballot box was subsequently opened by me and poll papers were taken in my custody. Subsequently, the votes cast were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
  
3. There was no polling paper which was incomplete or found defective.

**Results of E-Voting and Voting by Ballot**

The following is the Combined **of the E-Voting and the Poll**. The result of the same is as here under:

**Item No. 1**

**Ordinary Resolution to consider and adopt the Audited Balance Sheet, Audited Statement of Profit and Loss Account for the Financial Year ended 31st March 2016 and Director's Report and Auditor's Report thereon.**

i. Voted **in favour** of the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	1814	100%
Ballot Forms	37	60078016	100%
<b>TOTAL</b>	<b>43</b>	<b>60079830</b>	<b>100%</b>





ii. Voted **against** the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid** votes:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	Not Applicable	Not Applicable	Not Applicable
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**Item No. 2**

**Ordinary resolution to appoint a Director in place of Mr. M. N. Mehta, (DIN 00632865) who retires by rotation and being eligible has offered himself for re-appointment**

i. Voted **in favour** of the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	1814	100%
Ballot Forms	37	60078016	100%
<b>TOTAL</b>	<b>43</b>	<b>60079830</b>	<b>100%</b>



ii. Voted **against** the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid** votes:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	Not Applicable	Not Applicable	Not Applicable
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**Item No. 3**

**Ordinary resolution to appoint M/s Manubhai & Shah LLP, Chartered Accountants (Firm Registration No. 106041W/W100136) as Statutory Auditors for Financial Year 2016-17 and fixing their remuneration.**

i. Voted **in favour** of the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	1814	100%
Ballot Forms	37	60078016	100%
<b>TOTAL</b>	<b>43</b>	<b>60079830</b>	<b>100%</b>



ii. Voted **against** the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid** votes:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	Not Applicable	Not Applicable	Not Applicable
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**Item No.4**

**Special Resolution for Ratification of Cost Auditors remuneration to be paid to M/S M. Goyal & Co. Cost Accountants.**

i. Voted **in favour** of the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	1814	100%
Ballot Forms	37	60078016	100%
<b>TOTAL</b>	<b>43</b>	<b>60079830</b>	<b>100%</b>



ii. Voted **against** the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid** votes:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	Not Applicable	Not Applicable	Not Applicable
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**Item No. 5**

**Special Resolution for approval of conversion of loan amount into equity shares of the company in case the company defaults in repayment of loan of M/s SREI Infrastructure Limited.**

i. Voted **in favour** of the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	1814	100%
Ballot Forms	37	60078016	100%
<b>TOTAL</b>	<b>43</b>	<b>60079830</b>	<b>100%</b>



ii. Voted **against** the resolution:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

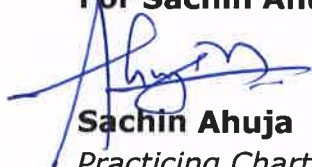
iii. **Invalid** votes:

Method of Voting	Number of members present and voting (in person or by Proxy or E-Voting)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	Not Applicable	Not Applicable	Not Applicable
Ballot Forms	NIL	NIL	NIL
<b>TOTAL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

The poll paper and the relevant records were sealed and handed over to the Company Secretary / Director authorised by the Board for safekeeping.

Yours faithfully

**For Sachin Ahuja & Associates**



**Sachin Ahuja**

*Practicing Chartered Accountant*

Membership No. 109019

Firm Regn. No. 133448W



Place: Mumbai

Date: 24<sup>th</sup> August 2016