



HEMADRI CEMENTS LIMITED

Admin. Office: No 3, Veerasamy Street, III Floor, West Mambalam, Chennai - 600033

CIN: L26942AP1981PLC002995

Email ID: cs@hemadricements.com

Website: www.hemadricements.com

Date: 01.08.2024

BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street, Mumbai - 400001.

Dear Sir / Madam,

Scrip code: 502133; ISIN: INE07BK01011

Subject: - Disclosure under Regulation 44 of SEBI (LODR) Regulations, 2015; E-Voting results of the 42nd Annual General Meeting(AGM).

Pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015, please find the attached

- The E-Voting results of the 42nd AGM of the Company held on Wednesday, 31st day of July 2024 at 3:00 P.M through virtual mode enclosed as **Annexure-1**.
- The Scrutinizer Report is enclosed as **Annexure-2**

This is for your kind information and record.

Thanking You,

Yours faithfully

For **HEMADRI CEMENTS LIMITED**



KRISH NARAYANAN
COMPANY SECRETARY & COMPLIANCE OFFICER

Regd.Office & Factory: Vedari Village-521 457, Jaggaiahpet Mandal, Krishna District., A.P.(India)

Phone: 08678- 284538

ANNEXURE - 1

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General information about company

Scrip code	502133
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE07BK01011
Name of the company	HEMADRI CEMENTS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	31-07-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:16 PM

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Scrutinizer Details

Name of the Scrutinizer	N. Ramanathan
Firms Name	M/s. S Dhanapal & Associates LLP
Qualification	CS
Membership Number	6665
Date of Board Meeting in which appointed	05-07-2024
Date of Issuance of Report to the company	31-07-2024

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Voting results	
Record date	24-07-2024
Total number of shareholders on record date	8431
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	40
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	Add Notes

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Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Financial Statements of the company for the year ended 31st March 2024 including the Report of Auditors & Board of Directors thereon				
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
Promoter and Promoter Group	E-Voting		3926360	88.7756	3926360	0	100.0000	0.0000
	Poll	4422793	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4422793	3926360	88.7756	3926360	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	1000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		423612	18.8590	423602	10	99.9976	0.0024
	Poll	2246207	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2246207	423612	18.8590	423602	10	99.9976	0.0024
Total		6670000	4349972	65.2170	4349962	10	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Gopalsamy Rajan (DIN: 02348441) as Director of the Company who is retiring by rotation				
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
Promoter and Promoter Group	E-Voting	4422793	3926360	88.7756	3926360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4422793	3926360	88.7756	3926360	0	100.0000	0.0000
Public- Institutions	E-Voting	1000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2246207	423612	18.8590	423602	10	99.9976	0.0024
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2246207	423612	18.8590	423602	10	99.9976	0.0024
Total		6670000	4349972	65.2170	4349962	10	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ramachandran Hari krishna (DIN 07131420) as Non Executive/Non Independent Director of the Company.				
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
Promoter and Promoter Group	E-Voting	4422793	3926360	88.7756	3926360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4422793	3926360	88.7756	3926360	0	100.0000	0.0000
Public- Institutions	E-Voting	1000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2246207	423612	18.8590	423602	10	99.9976	0.0024
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2246207	423612	18.8590	423602	10	99.9976	0.0024
Total		6670000	4349972	65.2170	4349962	10	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (4)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sundar Venkataraman(DIN: 01412283) as an Independent Director of the Company.				
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
Promoter and Promoter Group	E-Voting	4422793	3926360	88.7756	3926360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4422793	3926360	88.7756	3926360	0	100.0000	0.0000
Public- Institutions	E-Voting	1000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2246207	423612	18.8590	423602	10	99.9976	0.0024
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2246207	423612	18.8590	423602	10	99.9976	0.0024
Total		6670000	4349972	65.2170	4349962	10	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



S Dhanapal & Associates LLP

Practising Company Secretaries

LLPIN ACB - 0368
(Regd. with Limited Liability Under the LLP Act, 2008)

Designated Partners :

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

FORM NO. MGT-13 REPORT OF SCRUTINIZER

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

To
The Chairman,
42nd Annual General Meeting of the Equity Shareholders of
M/s. Hemadri Cements Limited
Chennai

Dear Sir,

I, N.Ramanathan, Designated Partner of M/s. S Dhanapal & Associates LLP, a firm of Practising Company Secretaries, appointed as Scrutinizer by the Board of Directors of M/s. **Hemadri Cements Limited** ("the Company") for the purpose of scrutinizing the e-voting process taken in connection with the 42nd Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 42nd Annual General meeting of the Equity Shareholders of M/s. **Hemadri Cements Limited**, held on Wednesday, the 31st day of July, 2024 at 03.00 P.M. by video Conferencing / Other Audio Visual means (VC / OAVM), submit the results of voting by electronic means as contained herein.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by the shareholders on the resolutions proposed in the Notice of the 42nd Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL).

The voting rights of members were in proportion to their share of paid up equity share capital of the company as on cut-off date i.e. 24th July, 2024 and as per Register of Members of the company.



S Dhanapal & Associates LLP

Practising Company Secretaries

The results of the voting are as under:

Resolution No. 1 – To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2024 the Report of the Auditors and the Board of Directors thereon. (Ordinary Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4349972	43
Less: Invalid votes	0	0
Net Valid votes cast	4349972	43
Votes cast in favour	4349962	42
Votes Cast against	10	1

% of total valid votes cast in favour of the resolution: - 99.99
 % of total valid votes cast against the resolution: - 0.01

Resolution No. 2– To appoint a Director in place of Mr. Gopalsamy Rajan (DIN: 02348441) who retires by rotation and being eligible, offers himself for reappointment (Ordinary Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4349972	43
Less: Invalid votes	0	0
Net Valid votes cast	4349972	43
Votes cast in favour	4349962	42
Votes Cast against	10	1

% of total valid votes cast in favour of the resolution: - 99.99
 % of total valid votes cast against the resolution: - 0.01

Resolution No. 3– To appoint Mr. Ramachandran Harikrishna (DIN: 07131420) as Non Executive/Non-Independent Director of the Company: (Special Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4349972	43
Less: Invalid votes	0	0
Net Valid votes cast	4349972	43
Votes cast in favour	4349962	42
Votes Cast against	10	1

% of total valid votes cast in favour of the resolution: - 99.99
 % of total valid votes cast against the resolution: - 0.01



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Resolution No. 4 – Appointment of Mr. Sundar Venkatraman (DIN: 01412283) as an Independent Director of the Company: (Special Business – Special Resolution)

	No. of Shares	No. of Members
Total Votes Cast	4349972	43
Less: Invalid votes	0	0
Net Valid votes cast	4349972	43
Votes cast in favour	4349962	42
Votes Cast against	10	1

% of total valid votes cast in favour of the resolution: - 99.99

% of total valid votes cast against the resolution: - 0.01

Based on the above voting results, the Chairman may declare the result of the voting of the resolutions as placed before the members at the 42nd Annual General Meeting of the company.

Thanking you,

Yours faithfully,

For S DHANAPAL & ASSOCIATES LLP
(A firm of Practising Company Secretaries)



N. Ramanathan

N.Ramanathan

Designated Partner

M. No.F6665

C. P. No.11084

UDIN: F006665F000864467

Place: Chennai

Dated: 31.07.2024

SD