

HeidelbergCement India Limited

CIN: L26942HR1958FLC042301

Registered Office

2nd Floor, Plot No. 68, Sector-44,

Gurugram, Haryana 122002, India

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Website: www.mycemco.com

HCIL: SECTL:SE:2023-24

28 April 2023

BSE Ltd.
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400001

National Stock Exchange of India Ltd
Listing Department,
Exchange Plaza, C/1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Scrip Code:500292

Trading Symbol: Heidelberg

Dear Sir,

Re: Declaration of result of Postal Ballot Process and Scrutinizer's Report

This has reference to our letter dated 24 March 2023 submitting the Postal Ballot Notice circulated to shareholders of the Company for seeking their approval on the resolutions contained in the Notice of Postal Ballot. We are pleased to inform you that both the resolutions have been passed with requisite majority. The resolutions are deemed to be passed on the last date of remote e-voting i.e., 27 April 2023.

The summary of the voting results in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with the report of scrutinizer is enclosed.

The voting results along with the scrutinizer's report will also be made available on the Company's website at www.mycemco.com

This is for your information and records.

Thanking you,

Yours faithfully,
For HeidelbergCement India Ltd.

Rajesh Relan
Sr. Vice President- Corporate Affairs &
Company Secretary

Encl.: a.a.



HEIDELBERGCEMENT INDIA LIMITED
Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements), 2015

Date of declaration of the results of Postal Ballot	28th April, 2023
Total number of shareholders as on the Cut-Off date	1,03,076
No. of shareholders present in the meeting through video conferencing / other Audio Visual Means:	Not Applicable
Promoters and Promoter Group: Public:	

Resolution 1: APPOINTMENT OF MR. JOYDEEP MUKHERJEE AS A DIRECTOR OF THE COMPANY								
Resolution required :Ordinary Resolution								
Whether Promoter/ Promoter Group 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
Promoter and Promoter Group	Remote e-voting	15,72,44,693	15,72,44,693	100.0000	15,72,44,693	-	100.0000	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		15,72,44,693	15,72,44,693	100.0000	15,72,44,693	-	100.0000
Public- Institutional holders	Remote e-voting	3,62,85,536	3,28,43,148	90.5131	3,14,67,526	13,75,622	95.8115	4.1885
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		3,62,85,536	3,28,43,148	90.5131	3,14,67,526	13,75,622	95.8115
Public- Others	Remote e-voting	3,30,82,887	30,36,147	9.1774	30,30,664	5,483	99.8194	0.1806
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		3,30,82,887	30,36,147	9.1774	30,30,664	5,483	99.8194
Grand Total		22,66,13,116	19,31,23,988	85.2219	19,17,42,883	13,81,105	99.2849	0.7151



Resolution 2: APPOINTMENT OF MR. JOYDEEP MUKHERJEE AS MANAGING DIRECTOR OF THE COMPANY

Resolution required :Ordinary Resolution

Whether Promoter/ Promoter Group 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
Promoter and Promoter Group	Remote e-voting	15,72,44,693	15,72,44,693	100.0000	15,72,44,693	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		15,72,44,693	15,72,44,693	100.0000	15,72,44,693	-	100.0000
Public- Institutional holders	Remote e-voting	3,62,85,536	2,47,48,526	68.2049	99,94,079	1,47,54,447	40.3825	59.6175
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,62,85,536	2,47,48,526	68.2049	99,94,079	1,47,54,447	40.3825
Public- Others	Remote e-voting	3,30,82,887	30,36,147	9.1774	30,29,774	6,373	99.7901	0.2099
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,30,82,887	30,36,147	9.1774	30,29,774	6,373	99.7901
Grand Total		22,66,13,116	18,50,29,366	81.6499	17,02,68,546	1,47,60,820	92.0224	7.9776



Report of Scrutinizer

[Pursuant to sections 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

To,

The Chairman/Authorised Person
HeidelbergCement India Limited
2nd Floor, Plot No. 68, Sector 44,
Gurugram, HR-122002

Subject: Scrutinizer's Report on Postal Ballot process conducted through remote e-voting pursuant to the provisions of the Companies Act, 2013 in respect of passing of the resolutions contained in the Postal Ballot Notice dated 13 February 2023.

Dear Sir,

I, Nityanand Singh, Proprietor of M/s. Nityanand Singh & Co., Practicing Company Secretaries, having office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, have been appointed as the Scrutinizer by the Board of Directors of HeidelbergCement India Limited (the "Company") for the purpose of monitoring and scrutinizing the postal ballot remote e-voting process in a fair and transparent manner and ascertaining the results thereof pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with General Circular No. 14/2020 dated 08.04.2020, General Circular No. 17/2020 dated 13.04.2020, General Circular No. 22/2020 dated 15.06.2020, General Circular No. 33/2020 dated 28.09.2020, General Circular No. 39/2020 dated 31.12.2020, General Circular No. 10/2021 dated 23.06.2021, General Circular No. 20/2021 dated 08.12.2021, General Circular No. 3/2022 dated 05.05.2022 issued by the Ministry of Corporate Affairs, (the "MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") in respect of the Ordinary Resolutions as set out in the Notice of Postal Ballot dated February 13, 2023.



In above matter, I submit my Report as under:

- (i) The Company had on Friday, 24 March 2023 dispatched the Notice of Postal Ballot to its Members, whose names appeared on the Register of Members/List of Beneficial Owners as provided by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 17 March, 2023 ("Cut-off date"). In compliance with the MCA Circulars, the Notice of Postal Ballot was sent through electronic mode to those Members whose e-mail addresses were registered with the Company/RTA/ Depository Participants. The Notice of Postal Ballot contained the following resolutions:

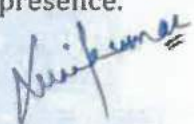
S.No.	Type of Resolution	Resolution Description
1	Ordinary Resolution	Appointment of Mr. Joydeep Mukherjee as a Director of the Company.
2	Ordinary Resolution	Appointment of Mr. Joydeep Mukherjee as Managing Director of the Company.

- (ii) The Company had availed the e-voting facility offered by National Securities Depository Limited to facilitate remote e-voting by its members.
- (iii) I had monitored the process of remote e-voting through Scrutinizer's secured link provided by NSDL.
- (iv) The remote e-voting period commenced on Wednesday, March 29, 2023 at 9:00 A.M. (IST) and ended on Thursday, April 27, 2023 at 05:00 P.M. (IST).
- (v) The result of e-voting downloaded from the website of NSDL shall be handed over to the Company Secretary.
- (vi) The Company had hosted the Notice of Postal Ballot on its website www.mycemco.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL i.e. www.evoting.nsdl.com. Advertisement with respect to the dispatch of Notice of the Postal Ballot, was published on Saturday, March 25, 2023 in Business Standard, English (all editions) and Business Standard, Hindi (Delhi edition).
- (vii) My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the



Ordinary Resolutions. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, MCA Circulars, SS-2 and Listing Regulations relating to remote e-voting on the Resolutions contained in the Notice of Postal Ballot.

- (viii) The remote e-voting system was unblocked at around 05:17 PM (IST) on April 27, 2023 in the presence of two witnesses namely Mr. Sunil Kumar, R/o House No. 6 E Block STD Road Qutub Vihar Sector-19 Dwarka New Delhi-110071 and Mr. Ramniwas, R/o 16A B Block Phase-1 Qutub Vihar Goyla Dairy New Delhi-110071, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.





- (ix) All votes cast through remote e-voting facility starting from Wednesday, March 29, 2023 at 9:00 A.M. (IST) until Thursday, April 27, 2023 at 05:00 P.M (IST) were considered for my scrutiny.

Based on the scrutiny the summary of the results of remote e-voting are as under:-

1) **Ordinary Resolution for Appointment of Mr. Joydeep Mukherjee as a Director of the Company.**

A. Summary of votes cast through remote e-voting in favour and against the Ordinary Resolution is as under:

S. No.	Particulars	No. of members Voted	No. of valid votes cast by them	% of total valid votes cast
1	Voted in favour of the Resolution	596	19,17,42,883	99.2849
2	Voted against the Resolution	42	13,81,105	0.7151
3	Invalid votes	NIL	NIL	NIL
	Total	638	19,31,23,988	100



2) **Ordinary Resolution for Appointment of Mr. Joydeep Mukherjee as Managing Director of the Company**

B. Summary of votes cast through remote e-voting in favour and against the Ordinary Resolution is as under:

S. No.	Particulars	No. of members Voted	No. of valid votes cast by them	% of total valid votes cast
1	Voted in favour of the Resolution	550	17,02,68,546	92.0224
2	Voted against the Resolution	88	1,47,60,820	7.9776
3	Invalid votes	NIL	NIL	NIL
	Total	638	18,50,29,366	100

- (x) Based on the aforesaid results, I report that both the Ordinary Resolutions as contained in the Postal Ballot Notice dated February 13, 2023 have been passed with the requisite majority. You may accordingly declare the result of Postal Ballot process.

Thanking you,
Yours truly

For Nityanand Singh & Co.
(Company Secretaries)



Nityanand Singh (Prop.)
C.P. No.: 2388
Membership No.: 2668
UDIN: F002668E000219544

Place: New Delhi
Date: 28th April 2023

Countersigned
For HeidelbergCement India Limited

Anil Kumar Sharma
(Chief Financial Officer)

