



To,
National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor
Plot No. C-1, G Block
Bandra Kurla Complex,
Bandra (East), Mumbai-400051

ND/SY/7505

11th February, 2016

The Stock Exchange, Mumbai, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai -400001

NSE Scrip Code "DALMIABHA"

BSE Scrip Code "DALMIABHA (533309)"

Sub: Submission of Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 following are the details regarding voting results in the specified format alongwith the report issued by the Scrutiniser for remote e-voting/poll of the Extra-ordinary General Meeting of the Company.

Date of the Extra-ordinary General Meeting	11 th February, 2016
Total number of shareholders on record date	12807
Number of Shareholders present in the meeting either in person or through proxies:-	74*
Promoters and Promoters Group	37 (9 promoters and 1 promoter group company represented by 2 proxies and 11 persons acting as authorized representative of 13 promoter group companies having shares in 27 different folios)
2) Public	37 (35 members present in person and 2 members represented through 2 proxies)
*Includes 3 persons who attended the Meeting in physical poll.	in person/proxy but voted electronically and hence did not mtake
Number of Shareholders attend the meeting through Video Conferencing: 1) Promoters and Promoters Group	
2) Public	



Dalmia Bharat Limited

1. Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider delegation of authority to the Board of Directors of the Company to make loan(s) and/or give any guarantee(s)/provide any security(ies) in connection upto the maximum aggregate limit of ₹3,000 crore: with loan(s) made to any person and/or to acquire by way of subscription, purchase or otherwise the securities of any body corporate

Resol	Resolution required: (Ordinary/Special)	ordinary/Spe	cial)			Special		
Whether pro	Whether promoter/ promoter group are interested in the agenda/resolution?	group are in solution?	terested in			N.		
Category	Mode of Voting	No. of shares	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - Favour	No. of Votes - Against	No. of votes in favour on votes polled	No. of votes in against on votes polled
		(3)	(2)		(4)	9	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting	50982341	942567	1.85%	942567	0	100 00%	000%
and	Poll	50982341	49965414	98.01%	49965414	0	100.00%	0.00%
Group	(if applicable)	,			1			
	Total	50982341	50907981	99.85%	50907981	0	100 00%	000%
Public-	E-Voting	11033703	2110235*	19.13%	2012539	97696	95.37%	
Institutions	Poll	11033703	0	0.00%	0	0	000%	0.00%
	Postal Ballot (if applicable)	•	,	,	ī	,	, 60	0.00%
	Total	11033703	2110235	19.13%	2012539	97696	OF 37%	A £39
Public- Non	E-Voting	19238259	434	0.00%	433	1	99.77%	023%
Institutions	Poll	19238259	1006	0.01%	1006	0	100.00%	0.00%
	Postal Ballot (if applicable)							0.00%
	Total	19238259	1440	0.01%	1439	-	99.93%	2007%
Total		81254303	53019656	65.25%	52921959	97697	99.82%	0.18%
*Votes Abstai	*Votes Abstained not included - 1818335 shares	1818335 sha	res					



3. Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider issuance and allotment of upto 75,00,000 equity shares of ₹2/- each fully paid-up on a preferential basis to KKR Mauritius Cement Investments Limited:

Total				Institutions	Public- Non				Institutions	Public-		Group	promoter	and	Promoter		Category	whether pro	Keso
	Total	(if applicable)	Poetal Ballat	Poll	E-Voting	Total	(if applicable)	Postal Ballot	Poll	E-Voting	Total	(if applicable)	Poetal Ballat	Pall	E-Voting		Mode of Voting	the agenda/resolution?	Resolution required: (Ordinary/Special)
81254303	19238259		-	19238259	19238259	11033703		1	11033703	11033703	50982341		14070600	5000000	50982341	(3)	No. of shares held	group are in solution?	ordinary/Spe
54837991	1440			1006	434	3928570		1	0	3928570	50907981	,	#14COK44	4000000	942567	(2)	No. of votes polled	terested in	cial)
67.49%	0.01%		0.0470	001%	0.00%	35.61%		•	0.00%	35.61%	99.85%	,	98.01%	2000	1 85%	(a) ((a) ((a) (a)	% of Votes Polled on outstanding shares (3)=1(2)/(1)1*100		
54806440	1389		1000	100%	383	3897070	1		0	3897070	50907981	,	49965414	100246	673CV0	4	No. of Votes - Favour		
31551	51		c	0	51	31500			0	31500	0		0		0	9	No.of Votes - Against	S.	Special
99 94%	96.46%	ř	%00.001	10000	88.25%	99.20%		0.000	0.00%	99.20%	100.00%	ı	100.00%	%00.001	200	(6)=[(4)/(2)]*100	No. of votes in favour on votes polled		
006%	3.54%	1	0.00%	2000	11.75%	0.80%		0.00%	2000	0.80%	0.00%	i	0.00%	0.00%		(7)=[(5)/(2)]*100	No. of votes in against on votes polled		



Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider alteration in the existing Articles of Association of the Company by inserting a new Article no. 40A relating to transfer of shares by Investor:

Total				Institutions	Public- Non			Allo II DI II DI II	Tactitutions	2	Group	promoter	and	Promoter			Category	whether pro	Resolu
	Total	(if applicable)	Post Pall	Pall	E-Voting	Total	(if applicable)	Poll	E-Voting	Total	(if applicable)	Postal Ballot	Poll	E-Voting		1	Mode of Voting	whether promoter/ promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary/Special)
81254303	19238259	,	KC20C261	10000000	19238259	11033703		11033703	11033703	50982341			50982341	50982341	(3)	held		group are in	Ordinary/Spe
54837991	1440	1	1000	1000	434	3928570		0	3928570	50907981		1	49965414	942567	(2)	polled	No. of	iterested in	cial)
67.49%	0.01%		0.01%	0.00%	000%	35.61%	1	0.00%	35.61%	99.85%			98.01%	1.85%		on outstanding shares (3)=[(2)/(1)]*100	% of Votes Polled		
54806490	1439		1006	433	433	3897070	ì	0	3897070	50907981			49965414	942567	(4)	Votes - Favour	No. of		
31501	-	ì	0	-		31500	E	0	31500	0			0	0	9	Votes - Against	No. of	N	Special
99.94%	99.93%	ā	100.00%	99.77%	22.50%	200 200	1	0.00%	99.20%	100.00%	,		100.00%	100.00%	(6)=[(4)/(2)]*100	favour on votes polled	No. of votes in		Special
0.06%	0.07%	,	0.00%	0.23%	0.00%	0.80%		0.00%	0.80%	0.00%		0.000	0.00%	0.00%	(7)=[(5)/(2)]*100	against on votes polled	No. of votes in		

You are requested to take the same on record. Thanking you.

N. Julia Bharat Lingue Yours faithfully

(Nidhi Bisaria) WIT

Company Secretary

Encl: Scrutinizer's report on E-voting and poll.

R. Venkatasubramanian, M.Sc., Dip.in O.R., MIIA., ACMA., ACS. PRACTISING COMPANY SECRETARY

No.76, Angarai Agraharam, Angarai Post, LALGUDI TALUK Pin: 621 703, Trichy Dt. Off: Ph.: 0431 - 2541818

Cell No: 94431 - 31818

e.mail: rvs.pcs@gmail.com.

Scrutinizer(s) Report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules 2014)

To The Chairman M/s Dalmia Bharat Limited Dalmiapuram 621651, Tiruchirapalli Distt. Tamil Nadu.

> Extra Ordinary General Meeting of the Equity Shareholders of the Company held on 11th day of February, 2016 at 10.30 a.m. at Dalmiapuram-621 651, District Tiruchirapalli, Tamil Nadu

Dear Sir,

- 1. I have been appointed as Scrutinizer for remote e-voting process and ballot process as per the provisions of Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on below mentioned Resolution(s) at the Extra ordinary General Meeting held on 11th February, 2016 at 10.30 a.m. at Dalmiapuram 621651, Tiruchirapalli Distt. Tamil Nadu.
- 2. We submit our report as under:
 - a) Special Resolution to consider delegation of authority to the Board of Directors of the Company to make loan(s) and/or give any guarantee(s)/provide any security(ies) in connection with loan(s) made to any person and/or to acquire by way of subscription, purchase or otherwise the securities of anybody corporate upto the maximum aggregate limit of ₹ 3,000 crore.
 - b) Special Resolution to consider issuance and allotment of upto 75, 00,000 equity shares of ₹ 2/- each fully paid-up on a preferential basis to KKR Mauritius Cement Investments Limited.

c) Special Resolution to consider alteration in the existing Articles of Association of the Company by inserting a new Article no. 40A relating to transfer of shares by Investorian, M.S.

Resi: 75, Angarai Agraharam, Lalgudi Taluk, Trichy Dist. Pin: 621 703 Ph: 0431 - 25413

R. Venkatasubramanian, .Sc., Dip.in O.R., MIIA., ACMA., ACS. PRACTISING COMPANY SECRETARY

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Cell No: 94431 - 31818

e.mail: rvs.pcs@gmail.com.

3. The details of the above mentioned result is given in Annexure.

- 4. Mr. K. Subramanian, a member of the Company was authorized to act as scrutinizer and to represent the members as an independent scrutinizer, who assisted to finalize the process of counting and verification of the ballot papers.
- 5. In conclusion, all the 3(Three) Resolutions have been passed as special resolutions with requisite majority.

Place: Dalmiapuram Date: 11.02.2016



R. Venkatasubramanian Practising Company Secretary (ACS-3673; CP-3893)

SCRUTINISER REPORT-ANNEXURE

Date of AGM/EGM	11.02.2016
Total Number of shareholders on Record Date	12807
No. of Shareholders present in the meeting either in person or through proxy:	74*
Promoters and promoter Group:	37
Public:	37
*Includes 3 persons who attended the meeting in person, they did not take part in physical poll.	/proxy but voted electronically and hence
No. of Shareholders attended the meeting through Video Conferencing:	NA



1. Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider delegation of authority to the Board of Directors of the Company to make loan(s) and/or give any ₹3,000 crore. guarantee(s)/provide any security(ies) in connection with loan(s) made to any person and/or to acquire by way of subscription, purchase or otherwise the securities of anybody corporate up to the maximum aggregate limit of

*1/0+00 450+	Total			Institutions	Public- Non			Institutions	Public-		promoter Group	and	Promoter	Category Mode voting	Whether pro	Resolution re
*Votos Abatained not included 1010335 abance		Total	Postal Ballot	Poll	E-Voting	Total	Postal Ballot	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Mode of Voting	Whether promoter/ promoter group are interested in	Resolution required: (Ordinary/Special)
101000	81254303	19238259	ı	19238259	19238259	11033703	,	11033703	11033703	50982341		50982341	50982341	No. of shares held	er group are	iry/Special)
	53019656	1440	1	1006	434	2110235	1	0	2110235*	50907981		49965414	942567	No. of votes polled	interested in	
	65.25%	0.01%		0.01%	0.00%	19.13%	1	0.00%	19.13%	99.85%		98.01%	1.85%	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100		
	52921959	1439		1006	433	2012539		0	2012539	50907981		49965414	942567	No. of Votes - Favour		
	97697	1	1	0	1	97696	1	0	97696	0		0	0	No. of Votes - Against	No	Special
	99.82%	99.93%	1	100.00%	99.77%	95.37%	1	0.00%	95.37%	100.00%		100.00%	100.00%	No. of votes in favour on votes polled (6)=[(4)/(2)] *100		
200	0.18%	0.07%		0.00%	0.23%	4.63%		0.00%	4.63%	0.00%		0.00%	0.00%	No. of votes in against on votes polled (7)=[(5)/(2)] *100		

Practising Company Assertance Company Company

2. Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider issuance and allotment of up to 75,00,000 equity shares of ₹ 2/- each fully paid-up on a preferential basis to KKR Mauritius Cement Investments Limited.

Total			Institutions	Public- Non			Institutions	Public-		Group	and	Promoter	Category	Whether pr	Resolution r
	Total	Postal Ballot	Poll	E-Voting	Total	Postal Ballot	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	category Mode of Voting	Whether promoter/ promoter group are interested	Resolution required: (Ordinary/Special)
81254303	19238259	1	19238259	19238259	11033703	1	11033703	11033703	50982341	•	50982341	50982341	No. of shares held	er group are	iry/Special)
54837991	1440		1006	434	3928570		0	3928570	50907981	•	49965414	942567	No.of votes polled	interested	
67.49%	0.01%		0.01%	0.00%	35.61%		0.00%	35.61%	99.85%	-	98.01%	1.85%	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100		
54806440	1389		1006	383	3897070		0	3897070	50907981	ı	49965414	942567	No. of Votes - Favour (4)		
31551	51		0	51	31500	1	0	31500	0		0	0	No. of Votes - Against	No	Special
99.94%	96.46%	•	100.00%	88.25%	99.20%	•	0.00%	99.20%	100.00%		100.00%	100.00%	No. of votes in favour on votes polled (6)=[(4)/(2)] *100		
0.06%	3.54%		0.00%	11.75%	0.80%	-	0.00%	0.80%	0.00%		0.00%	0.00%	No. of votes in against on votes polled (7)=[(5)/(2)] *100		

O6% Practising Company Company CP-3893

ω Details of the voting result as per clause 44(3) of the Listing Agreement in respect of Special Resolution to consider alteration in the existing Articles of Association of the Company by inserting a new Article no. 40A relating to transfer of shares by Investor.

Total			Institutions	Public- Non			Institutions	Public-		Group	promoter	Promoter and			Category	Whether promoter/ pr the agenda/resolution?	Resolution req
	Total	Postal Ballot	Poll	E-Voting	Total	Postal Ballot	Poll	E-Voting	Total	(if applicable)	Poll	E-Voting		Voting	Mode of	Whether promoter/ promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary/Special)
81254303	19238259	1	19238259	19238259	11033703	1	11033703	11033703	50982341		50982341	50982341	(3)	shares	No.of	group are in	//Special)
54837991	1440		1006	434	3928570		0	3928570	50907981	ī	49965414	942567	(2)	polled	No.of	iterested in	
67.49%	0.01%	1	0.01%	0.00%	35.61%		0.00%	35.61%	99.85%		98.01%	1.85%	(3)=[(2)/(1)] *100	Polled on outstanding	% of Votes		
54806490	1439	1	1006	433	3897070	1	0	3897070	50907981	•	49965414	942567	(4)	Votes - Favour	No.of		
31501	1	•	0	1	31500	-	0	31500	0	ı	0	0	(5)	Votes - Against	No.of	Z	Special
99.94%	99.93%		100.00%	99.77%	99.20%		0.00%	99.20%	100.00%		100.00%	100.00%	(6)=[(4)/(2)] *100	favour on votes polled	No. of votes in		al
0.06% ANNAN.M.	0.07%	1	0.00%	0.23%	0.80%		0.00%	0.80%	0.00%		0.00%	0.00%	(7)=[(5)/(2)] *100	against on votes polled	No. of votes in		