

### Report of Scrutinizer

[Pursuant to section 108 of the Companies Act 2013 and Rule 20(3) (xi) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman  
75<sup>th</sup> Annual General Meeting of Equity Shareholders  
of Andhra Cements Limited to be held  
on 30 September 2014 at 12.30 pm at  
Durga Cement Works, Sri Durgapuram  
Dachepalli-522414, Guntur Dist, Andhra Pradesh

Dear Sir,

I, Mahadev Tirunagari, Company Secretary in Practice, appointed as Scrutinizer of Andhra Cements Limited for the purpose of scrutinizing the e-voting Process in a fair and transparent manner and ascertaining the requisite majority in respect of the resolutions put to vote through e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, at the 75<sup>th</sup> Annual General Meeting of Equity Shareholders of Andhra Cements Limited **to be held on 30 September 2014 at 12.30 pm at the Registered Office at Sri Durgapuram, Dachepalli-522414, Guntur Dist, Andhra Pradesh.** I submit my report as under

1. The E-voting period remained open from 24 September 2014 (09.00 a.m.) to 26 September 2014 (6.00 p.m).
2. The Shareholders holding shares as on the "Cut off" date i.e. 22 August 2014 were entitled to vote on the proposed resolutions (item no.1 to 12) as set out in the Notice dated 11 August 2014 of the 75<sup>th</sup> Annual General Meeting of Andhra Cements Limited.
3. The votes were unblocked on 27 September 2014 around 2:30 P.M in the presence of two witnesses, Mr Ashwanth and Mr Ram Prasad, who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Mr Ashwanth

Mr Ram Prasad

4. Thereafter the details containing inter-alia, list of Equity Shareholders, who voted 'For' and 'Against' were downloaded from the e-voting Website of Central Depository Services (India) Limited (<https://www.evotingindia.com>)



5. The Results of e-voting is as under

<b>Resolution 1- Receive, consider &amp; adopt the Audited Balance Sheet of the Company for the year ended 31st March, 2014, Statement of Profit &amp; Loss for the year ended on that date</b>		
<b>(i) Voted in favour of the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
8	4493	100
<b>(ii) Voted against the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
<b>(iii) Invalid Votes</b>		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

<b>Resolution 2- Appoint a Director in place of Shri Pankaj Gaur, who retires by rotation and, being eligible, offers himself for reappointment</b>		
<b>(i) Voted in favour of the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
8	4493	100
<b>(ii) Voted against the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
<b>(iii) Invalid Votes</b>		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	



<b>Resolution 3- Appoint a Director in place of Shri Naveen Kumar Singh, who retires by rotation and, being eligible, offers himself for re-appointment</b>		
<b>(i) Voted in favour of the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
7	4468	99.44
<b>(ii) Voted against the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
1	25	0.55
<b>(iii) Invalid Votes</b>		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

<b>Resolution 4- appoint M/s Chaturvedi &amp; Partners, Chartered Accountants (Firm Registration No.307068E), as Statutory Auditors.</b>		
<b>(i) Voted in favour of the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
8	4493	100
<b>(ii) Voted against the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
<b>(iii) Invalid Votes</b>		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	



<b>Resolution 5- Appointment of Shri Sujit Kumar Mandal (DIN: 00086235) as Director of the Company.</b>		
<b>(i) Voted in favour of the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
7	4468	99.44
<b>(ii) Voted against the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
1	25	0.55
<b>(iii) Invalid Votes</b>		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

<b>Resolution 6- Appointment of Shri Sujit Kumar Mandal (DIN: 00086235) as Managing Director of the Company</b>		
<b>(i) Voted in favour of the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
7	4468	99.44
<b>(ii) Voted against the resolution</b>		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
1	25	0.55
<b>(iii) Invalid Votes</b>		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	



