

Date: 23rd June, 2023

To
Department of Corporate services
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy
Towers, Dalal Street, Fort,
Mumbai-400001
Scrip Code: - 540425

To
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1,
G Block, Bandra Kurla Complex,
Bandra (E)
Mumbai- 400051
Symbol- SHANKARA

Dear Sir/ Madam

Sub: Voting results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 of 28th Annual General Meeting held on Thursday, 22nd June, 2023.

This is to inform you that 28th Annual General Meeting of the Company was held on Thursday, 22nd June, 2023 at 10.30 A.M (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

In this regard, we hereby submit the following:

1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015; and
2. Report of Scrutinizer on the resolutions passed at the 28th Annual General Meeting of the Company.

This is for your information and record.

Thanking You
Yours faithfully

For Shankara Building Products Limited

Ereena Vikram
Company Secretary & Compliance Officer

Encl: As above

Agenda wise details

Resolution No	Resolutions	Results
Ordinary Business		
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with Report of Auditors thereon.	Passed with requisite majority as Ordinary Resolution
2.	To re-appoint Mr. RSV. Siva Prasad (DIN: 01247339) as a Director of the Company who retires by rotation.	Passed with requisite majority as Ordinary Resolution
3.	Declaration of Final Dividend	Passed with requisite majority as Ordinary Resolution
Special Business		
4.	To approve increase in remuneration of Mr. Sukumar Srinivas (DIN: 01668064), Managing Director of the Company.	Passed with requisite majority as Special Resolution
5.	To approve increase in remuneration of Mr. C. Ravikumar (DIN: 01247347), Whole-time Director of the Company.	Passed with requisite majority as Special Resolution
6.	To re-appoint Mr. B. Jayaraman (DIN: 00022567) as an Independent Director of the Company.	Passed with requisite majority as Special Resolution

For Shankara Building Products Limited

Ereena Vikram
Company Secretary & Compliance Officer

Encl: As above

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with Report of Auditors thereon.										
Whether promoter/promoter group are interested in the agenda/resolution? Category	No										
	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	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	1,19,26,037	1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0		
		0	0.0000	0	0	0.0000	0.0000	0	0		
		0	0.0000	0	0	0.0000	0.0000	0	0		
Total		1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0		
Public- Institutions	34,34,866	32,20,780	93.7673	32,20,780	0	100.0000	0.0000	0	4,617		
		0	0.0000	0	0	0.0000	0.0000	0	0		
		0	0.0000	0	0	0.0000	0.0000	0	0		
Total		32,20,780	93.7673	32,20,780	0	100.0000	0.0000	0	4617		
Public- Non Institutions	74,88,423	4,19,574	5.6030	4,19,569	5	99.9988	0.0011	0	0		
		1,005	0.0134	1,005	0	100.0000	0.0000	0	0		
		0	0.0000	0	0	0.0000	0.0000	0	0		
Total		4,20,579	5.6164	4,20,574	5	99.9988	0.0012	0	0		
Total	2,28,49,326	1,55,67,396	68.1307	1,55,67,391	5	100.0000	0.0000	0	4617		

2

ORDINARY - To re-appoint Mr. RSV. Siva Prasad (DIN: 01247339) as a Director of the Company who retires by rotation.

Resolution No.
Resolution required:
(Ordinary/Special)Whether promoter/ promoter
group are interested in the
agenda/resolution?
Category

No

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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	1,19,26,037	1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0
		0	0.0000	0	0	0.0000	0.0000	0	0
		0	0.0000	0	0	0.0000	0.0000	0	0
Total		1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0
Public- Institutions	34,34,866	32,25,397	93.9017	19,34,888	12,90,509	59.9891	40.0108	0	0
		0	0.0000	0	0	0.0000	0.0000	0	0
		0	0.0000	0	0	0.0000	0.0000	0	0
Total		32,25,397	93.9017	19,34,888	12,90,509	59.9891	40.0109	0	0
Public- Non Institutions	74,88,423	4,19,574	5.6030	4,19,519	55	99.9868	0.0131	0	0
		1,005	0.0134	1,005	0	100.0000	0.0000	0	0
		0	0.0000	0	0	0.0000	0.0000	0	0
Total		4,20,579	5.6164	4,20,524	55	99.9869	0.0131	0	0
Total	2,28,49,326	1,55,72,013	68.1509	1,42,81,449	12,90,564	91.7123	8.2877	0	0

Resolution No.	ORDINARY - Declaration of Final Dividend										
Resolution required: (Ordinary/ Special)	No										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,19,26,037	1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	34,34,866	32,25,397	93.9017	32,25,397	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		32,25,397	93.9017	32,25,397	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	74,88,423	4,19,574	5.6030	4,19,574	0	100.0000	0.0000	0	0	
	Poll		1,005	0.0134	1,005	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		4,20,579	5.6164	4,20,579	0	100.0000	0.0000	0	0	
	Total	2,28,49,326	1,55,72,013	68.1509	1,55,72,013	0	100.0000	0.0000	0	0	

Resolution No.	4 SPECIAL - To approve increase in remuneration of Mr. Sukumar Srinivas (DIN: 01668064), Managing Director of the Company.										
Resolution required: (Ordinary/Special)	No										
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 polled (6)=[(4)/(2)]*100	% of Votes against polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,19,26,037	1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	34,34,866	32,25,397	93.9017	27,47,997	4,77,400	85.1987	14.8012	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		32,25,397	93.9017	27,47,997	4,77,400	85.1987	14.8013	0	0	
Public- Non Institutions	E-Voting	74,88,423	4,19,574	5.6030	4,19,479	95	99.9773	0.0226	0	0	
	Poll		1,005	0.0134	1,005	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		4,20,579	5.6164	4,20,484	95	99.9774	0.0226	0	0	
	Total	2,28,49,326	1,55,72,013	68.1509	1,50,94,518	4,77,495	96.9336	3.0664	0	0	

Resolution No.	SPECIAL - To approve increase in remuneration of Mr. C. Ravikumar (DIN: 01247347), Whole-time Director of the Company.										
Resolution required: (Ordinary/ Special)	5										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,19,26,037	1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	34,34,866	32,25,397	93.9017	32,25,397	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		34,34,866	93.9017	32,25,397	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	74,88,423	4,19,574	5.6030	4,19,479	95	99.9773	0.0226	0	0	
	Poll		1,005	0.0134	1,005	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		74,88,423	5.6030	4,19,479	95	99.9773	0.0226	0	0	
	Total	2,28,49,326	1,55,72,013	68.1509	1,55,71,918	95	99.9994	0.0006	0	0	

Resolution No.	6										
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mr. B. Jayaraman (DIN: 00022567) as an Independent Director of the Company.										
Whether promoter/ promoter group are interested in the agenda/resolution? Category	No										
	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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,19,26,037	1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,19,26,037	100.0000	1,19,26,037	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	34,34,866	32,25,397	93.9017	32,25,397	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		32,25,397	93.9017	32,25,397	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	74,88,423	4,19,564	5.6028	4,19,509	55	99.9868	0.0131	0	10	
	Poll		1,005	0.0134	1,005	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		4,20,569	5.6162	4,20,514	55	99.9869	0.0131	0	10	
	Total	2,28,49,326	1,55,72,003	68.1508	1,55,71,948	55	99.9996	0.0004	0	10	



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SCRUTINIZER'S REPORT

(Pursuant to section 108 & 110 of the Companies Act, 2013 and
Rule 22 of the Companies (Management and Administration) Rules, 2014.

To,

The Chairman / Authorized Person

28th Annual General Meeting of the Equity Shareholders of Shankara Building Products Limited held on Thursday, 22nd June 2023, at 10:30 a.m. through Video Conferencing / Other Audio-Visual Means.

Dear Sir,

I, S Kannan, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of **Shankara Building Products Limited** (CIN: L26922KA1995PLC018990) (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 28th Annual General Meeting (AGM) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), in respect of the below mentioned Resolutions proposed at the 28th AGM of the Equity Shareholders of the Company held on Thursday, 22nd June 2023, at 10:30 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) hereby submit my report.

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013, Listing Regulations and Rules and Circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) relating to conducting of AGM through VC/OAVM and voting through electronic means on the Resolutions specified in the AGM Notice dated 11th May 2023. My responsibility as a Scrutinizer for the voting process is restricted to make a consolidated Scrutinizer Report of the votes cast "in favour" or "against" the Resolutions based on the reports generated from the e-voting system both through e-voting (remote e-voting) and by electronic voting (e-voting) during the AGM.

Accordingly, I submit my report as under:

1. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Kfin Technologies Limited (Kfintech).



S KANNAN AND ASSOCIATES

Company Secretaries

PCS 6261, PCS No. 13016, Firm No. S2017KR473100

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GST No. 29ADZPK4574H1ZP
Peer Review Cert. No. 1695/2022
MSME Regn. No. KR03D0161932



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2. In terms of General Circulars No. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 20/2020 dated 05.05.2020, 2/2021 dated 13.01.2021, 2/2022 dated 05.05.2022, and 10/2022 dated 28.12.2022 respectively issued by Ministry of Corporate Affairs, (MCA Circulars), read with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.05.202 and SEBI/HO/CFD/CMD2/CIR/P/ 2021/11 dated 15.1.2021 and SEBI/HO/CFD/PoD-2/P/ CIR/ 2023/4 dated January 5, 2023 respectively issued by the SEBI, the Company had sent the AGM Notice through electronic mode to those Members whose E-mail addresses were registered with the Company/Depositories. Accordingly, the communication of assent or dissent of the Members on the Resolutions stated in the Notice of the 28th AGM of the Company, took place, only through the remote e-voting system and e-voting system during the AGM.
3. The Equity Shareholders holding shares as on Wednesday, 14th June, 2023, i.e. "cut-off date", were entitled to vote on the Resolutions stated in the Notice of the 28th AGM of the Company.
4. The Public advertisement in terms of the MCA Circulars with respect to 28th AGM was published on 24th May 2023 and on 30th May 2023 in English in Business Standard and in Kannada in Kannada Prabha.
5. The Members were informed vide the AGM notice that they were required to give their assent for or dissent against the Resolutions stated in the AGM Notice, either through remote e-voting facility or through the e-voting facility during the AGM. The remote e-voting was kept open from Monday, June 19, 2023 from 9:00 A.M. (IST) to Wednesday, 21 June, 2023 up to 5.00 P.M. (IST), inclusive of both days.
6. Pursuant to the provisions of Listing Regulations and the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto), the Company has provided electronic voting facility (e-voting) to the Members of the Company and has engaged the KFintech for providing e-voting platform.
7. Particulars of all the Members who participated in the e-voting are separately maintained by Service Provider of the Company i.e. KFintech.
8. Names of the Members who had voted by remote e-voting through the facility provided by KFintech. had been blocked and only those Members who were present at the AGM through VC and who had not casted their votes through the remote e-voting system, were allowed to cast their votes through e-voting system during the AGM.
9. 46 members attended the AGM through VC.

S KANNAN AND ASSOCIATES

Company Secretaries

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Peer Review Cert. No. 1695/2022
MSME Regn. No. KR03D0161932





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10. After declaration of commencement of voting by the Chairman, the Members present in the AGM through VC voted through e-voting facility (E-voting) provided by KFintech. at the AGM. The e-voting facility was kept open for 15 minutes. Out of the 46 members who attended the AGM through VC, two (2) shareholders voted through the E-voting at AGM.
11. I have considered all electronic votes recorded from Monday, June 19, 2023 from 9:00 A.M. to Wednesday, 21 June, 2023 up to 5.00 P.M., being the last date and time fixed by the Company for remote e-voting and all electronic votes casted during the AGM, through the e-voting facility i.e. E-voting.
12. A summary of the electronic voting confirmations (e-votes) received for the Resolutions given in the Notice referred to above, seeking Members' approval as downloaded from the remote e-voting system of KFintech and votes casted at the AGM through E-voting facility and the total votes cast in favour or against all the Resolutions proposed in the Notice of the AGM are as under:

Res. No.	Resolution	E-VOTING		Result
		For	Against	
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with Report of Auditors thereon.	15567391	5	Passed with requisite majority
2	To re-appoint Mr. RSV. Siva Prasad (DIN: 01247339) as a Director of the Company who retires by rotation.	14281449	1290564	Passed with requisite majority
3	Declaration of Final Dividend	15572013	0	Passed with requisite majority
4	To approve increase in remuneration of Mr. Sukumar Srinivas (DIN: 01668064), Managing Director of the Company.	15094518	477495	Passed with requisite majority
5	To approve increase in remuneration of Mr. C. Ravikumar (DIN: 01247347), Whole-time Director of the Company.	15571918	95	Passed with requisite majority
6	To re-appoint Mr. B. Jayaraman (DIN: 00022567) as an Independent Director of the Company.	15571948	55	Passed with requisite majority



S KANNAN AND ASSOCIATES

Company Secretaries

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**GST No. 29ADZPK4574H1ZP
Peer Review Cert. No. 1695/2022
MSME Regn. No. KR03D0161932**



CS S KANNAN

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13. Details of the electronic voting received for the Resolutions given in the Notice referred to above, seeking Members' approval as downloaded from the remote e-voting system of KFinTech and votes casted at the AGM through E-voting facility is given in **Annexure-1**

I write to state that all Resolutions set out in the AGM Notice dated 11th May 2023 are approved by Members of the Company with requisite majority. You may accordingly declare the results as per law.

Further I state that:

- a. A list of equity shareholders who have casted their vote through E-voting and through E-voting at the AGM has been shared with you.
- b. The electronic data and all other relevant records relating to the e-voting shall remain in my safe custody and shall be handed over to you for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Yours truly,

For S Kannan & Associates



S Kannan

S Kannan

Company Secretary

FCS 6261, PCS 13016

UDIN No. F006261E000471209

Place: Bengaluru

Date: 22nd June 2023

S KANNAN AND ASSOCIATES

Company Secretaries

FCS 6261, PCS No. 13016, Firm No. S2017KR473100

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GST No. 29ADZPK4574H1ZP

Peer Review Cert. No. 1695/2022


MSME Regn. No. KR03D0161932



ANNEXURE -1

Resolution No.	Mode of Voting	Ballots Received	Total Shares	Favour		Against		Abstain	
				Ballots	Votes	Ballots	Votes	Ballots	Votes
1	E-Voting	76	15571008	74	15566386	1	5	1	4617
	Voting at AGM	2	1005	2	1005	0	0	0	0
	TOTAL	78	15572013	76	15567391	1	5	1	4617
2	E-Voting	76	15571008	54	14280444	22	1290564	0	0
	Voting at AGM	2	1005	2	1005	0	0	0	0
	TOTAL	78	15572013	56	14281449	22	1290564	0	0
3	E-Voting	76	15571008	76	15571008	0	0	0	0
	Voting at AGM	2	1005	2	1005	0	0	0	0
	TOTAL	78	15572013	78	15572013	0	0	0	0
4	E-Voting	76	15571008	69	15093513	7	477495	0	0
	Voting at AGM	2	1005	2	1005	0	0	0	0
	TOTAL	78	15572013	71	15094518	7	477495	0	0
5	E-Voting	76	15571008	72	15570913	4	95	0	0
	Voting at AGM	2	1005	2	1005	0	0	0	0
	TOTAL	78	15572013	74	15571918	4	95	0	0
6	E-Voting	76	15571008	73	15570943	2	55	1	10
	Voting at AGM	2	1005	2	1005	0	0	0	0
	TOTAL	78	15572013	75	15571948	2	55	1	10

Place: Bengaluru
Date: 22nd June 2023

For S Kannan & Associates

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S Kannan
Company Secretary
FCS 6261, PCS 13016
UDIN No. F006261E000471209

S KANNAN AND ASSOCIATES

Company Secretaries

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