



THE RAMCO CEMENTS LIMITED

Corporate Office:

Auras Corporate Centre, V Floor,
98-A, Dr. Radhakrishnan Salai, Mylapore,
Chennai - 600 004, India.
Tel: +91 44 2847 8666 Fax: +91 44 2847 8676
Website: www.ramcocements.in
Corporate Identity Number: L26941TN1957PLC003566

8 August 2019

National Stock Exchange of India Limited,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.

Scrip Code:RAMCOCEM

BSE Limited,
Floor 25, "P.J.Towers",
Dalal Street, Mumbai – 400 001.

Scrip Code:500260

Dear Sirs,

Sub: Submission of Voting Results and Scrutiniser's Report

We wish to inform you that the Annual General Meeting of the Equity Shareholders of the Company was held on Thursday, the 8th August 2019, at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam - 626 108, Tamil Nadu and all resolutions transacted at the said meeting had been passed with requisite majority.

In compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results in the prescribed format are enclosed as per Annexure – A.

In compliance of Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report issued by Mr.K.Srinivasan, Chartered Accountant, Partner of M/s.M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, Scrutiniser is enclosed as Annexure - B.

Thanking you,

Yours faithfully,
For **THE RAMCO CEMENTS LIMITED,**

K.SELVANAYAGAM
SECRETARY

Encl : As above

General information about company	
Scrip code	500260
NSE Symbol	RAMCOCEM
MSEI Symbol	NOT LISTED
ISIN	INE331A01037
Name of the company	THE RAMCO CEMENTS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	08-08-2019
Start time of the meeting	10:15 AM
End time of the meeting	11:00 AM



Scrutinizer Details	
Name of the Scrutinizer	K SRINIVASAN
Firms Name	M S JAGANNATHAN & N KRISHNASWAMI
Qualification	CA
Membership Number	021510
Date of Board Meeting in which appointed	22-05-2019
Date of Issuance of Report to the company	08-08-2019



Voting results	
Record date	01-08-2019
Total number of shareholders on record date	28359
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	38
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Company's Separate and Consolidated Audited Financial Statements for the year ended 31st March 2019				
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	100705560	100705560	100	100705560	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		100705560	100705560	100	100705560	0	100
Public-Institutions	E-Voting	100399977	72186362	71.8988	72186362	0	100	0
	Poll		246916	0.2459	246916	0	100	0
	Postal Ballot (if applicable)							
	Total		100399977	72433278	72.1447	72433278	0	100
Public- Non Institutions	E-Voting	34471243	3198713	9.2794	3198713	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total		34471243	3198713	9.2794	3198713	0	100
Total		235576780	176337551	74.8535	176337551	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of dividend for the year 2018-2019 at the rate of Rs.3/- per share				
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	100705560	100705560	100	100705560	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		100705560	100705560	100	100705560	0	100
Public- Institutions	E-Voting	100399977	72260412	71.9725	72260412	0	100	0
	Poll		246916	0.2459	246916	0	100	0
	Postal Ballot (if applicable)							
	Total		100399977	72507328	72.2185	72507328	0	100
Public- Non Institutions	E-Voting	34471243	3218710	9.3374	3218710	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		34471243	3218710	9.3374	3218710	0	100
Total		235576780	176431598	74.8935	176431598	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Reappointment of Shri.P.R.Venketrama Raja, as a Director, liable to retire 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	100705560	100705560	100	100705560	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		100705560	100705560	100	100705560	0	100
Public-Institutions	E-Voting	100399977	67985282	67.7144	66431328	1553954	97.7143	2.2857
	Poll		246916	0.2459	246916	0	100	0
	Postal Ballot (if applicable)							
	Total		100399977	68232198	67.9604	66678244	1553954	97.7226
Public- Non Institutions	E-Voting	34471243	3218713	9.3374	3218713	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		34471243	3218713	9.3374	3218713	0	100
Total		235576780	172156471	73.0787	170602517	1553954	99.0974	0.9026
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



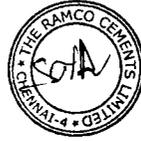
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for limits for transactions with Ramco Windfarms Limited, Ramco Industrial and Technology Services Limited and Madurai Trans Carrier Limited, under Section 185 of the Companies Act, 2013				
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	100705560	100705560	100	100705560	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		100705560	100705560	100	100705560	0	100
Public-Institutions	E-Voting	100399977	72260412	71.9725	58764082	13496330	81.3227	18.6773
	Poll		246916	0.2459	246916	0	100	0
	Postal Ballot (if applicable)							
	Total		100399977	72507328	72.2185	59010998	13496330	81.3863
Public- Non Institutions	E-Voting	34471243	3218713	9.3374	3198713	20000	99.3786	0.6214
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		34471243	3218713	9.3374	3198713	20000	99.3786
Total		235576780	176431601	74.8935	162915271	13516330	92.3391	7.6609
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for making offer or invitation to subscribe to Secured Non-Convertible Debentures, including Debt Securities, upto a limit of Rs.500 crores, within the overall outstanding borrowing limits				
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	100705560	100705560	100	100705560	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		100705560	100705560	100	100705560	0	100
Public-Institutions	E-Voting	100399977	72260412	71.9725	72260412	0	100	0
	Poll		246916	0.2459	246916	0	100	0
	Postal Ballot (if applicable)							
	Total		100399977	72507328	72.2185	72507328	0	100
Public- Non Institutions	E-Voting	34471243	3218713	9.3374	3218713	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		34471243	3218713	9.3374	3218713	0	100
Total		235576780	176431601	74.8935	176431601	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reappointment of Smt. Justice Chitra Venkataraman (Retd.) as Independent Director from 20-03-2020 to 19-03-2025				
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	100705560	100705560	100	100705560	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		100705560	100705560	100	100705560	0	100
Public-Institutions	E-Voting	100399977	58288380	58.0562	58288380	0	100	0
	Poll		246916	0.2459	246916	0	100	0
	Postal Ballot (if applicable)							
	Total		100399977	58535296	58.3021	58535296	0	100
Public- Non Institutions	E-Voting	34471243	3218713	9.3374	3218673	40	99.9988	0.0012
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		34471243	3218713	9.3374	3218673	40	99.9988
Total		235576780	162459569	68.9625	162459529	40	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of Rs.4,50,000/- (exclusive of GST and out of pocket expenses) to M/s.Geeyes & Co., Cost Accountants, Cost Auditors of the Company, for the financial year 2019-20				
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	100705560	100705560	100	100705560	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		100705560	100705560	100	100705560	0	100
Public- Institutions	E-Voting	100399977	72260412	71.9725	72260412	0	100	0
	Poll		246916	0.2459	246916	0	100	0
	Postal Ballot (if applicable)							
	Total		100399977	72507328	72.2185	72507328	0	100
Public- Non Institutions	E-Voting	34471243	3218713	9.3374	3218713	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		34471243	3218713	9.3374	3218713	0	100
Total		235576780	176431601	74.8935	176431601	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



8 August 2019

The Chairman,
The Ramco Cements Limited
"Ramamandiram"
Rajapalayam – 626 117

Dear Sir,

Sub: Remote E-voting and ballot process in respect of your Company's 61st Annual General Meeting (AGM) on 8th August 2019 - Consolidated Scrutiniser's report

I have been appointed to act as the Scrutiniser for the remote e-voting and ballot process, in connection with your Company's 61st AGM. I submit my report as under:

1. Since the Company's equity shares are listed on the National Stock Exchange of India Limited (NSE) and the BSE Limited (BSE), the Company has provided remote e-voting facility in terms of Section 108 of the Companies Act, 2013 (the Act), Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), in respect of four (4) ordinary resolutions and three (3) special resolutions to be considered at the 61st AGM.

2. The items of business set out in the notice convening the AGM and covered by the remote e-voting/ballot process were:

Item No	Nature of Business	Type of Resolution	Subject Matter
1	Ordinary	Ordinary	Adoption of Company's Separate and Consolidated Audited Financial Statements for the year ended 31 st March 2019.
2	Ordinary	Ordinary	Declaration of dividend for the year 2018-2019 at the rate of Rs.3/- per share.
3	Ordinary	Ordinary	Reappointment of Shri.P.R.Venketrama Raja, as a Director, liable to retire by rotation.
4	Special	Special	Approval for limits for transactions with Ramco Windfarms Limited, Ramco Industrial and Technology Services Limited and Madurai Trans Carrier Limited, under Section 185 of the Companies Act, 2013.

M

5 GF Abirami Apartments D1 B Block First Floor Parsn Paradise
14 VOC Road, Cantonment 46 GN Chetty Road T Nagar
Trichy 620001 Chennai 600017
Phone: 0431-2140542 Phone: 044-42059739/45008214

Email: srinivasan.k@msjandnk.in

Item No	Nature of Business	Type of Resolution	Subject Matter
5	Special	Special	Approval for making offer or invitation to subscribe to Secured Non-Convertible Debentures, including Debt Securities, up to a limit of Rs.500 crores, within the overall outstanding borrowing limits.
6	Special	Special	Reappointment of Smt. Justice Chitra Venkataraman (Retd.) as Independent Director from 20-03-2020 to 19-03-2025.
7	Special	Ordinary	Ratification of remuneration of Rs.4,50,000/- (exclusive of GST and out of pocket expenses) to M/s. Geeyes & Co., Cost Accountants, Cost Auditors of the Company, for the financial year 2019-20.

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and the continuation of the ballot process at the AGM on the resolutions contained in the notice of the AGM to the members of the Company. My responsibility is to conduct the ballot process at the AGM and scrutinise the remote e-voting process in a fair and transparent manner and make a consolidated scrutiniser's report of the total votes cast in favour or against.

4. The equity shares lying in Unclaimed Shares Suspense Account on which voting rights were frozen in terms of Schedule VI of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') were not considered in the ballot process.

5. The Chairman announced that the ballot process be carried out at the AGM venue, to enable those members who were present in person or through proxy but had not voted through remote e-voting, to exercise their voting rights. I displayed to the members present an empty ballot box meant to be used for the ballot process and locked that. I also authenticated ballot papers in Form No. MGT-12 for use in the ballot process and had them distributed to the members at the AGM hall who wanted to vote.

6. Central Depository Services (India) Limited (CDSL), the recognized agency selected by your Company to provide a secure e-voting platform for the remote e-voting process, allotted E-Voting Serial Number (EVSN) 190725017 for the same.

7. The prescribed particulars with regard to the remote e-voting process were duly advertised on 15th July 2019 in Trinity Mirror (English – All Editions), Makkal Kural (Tamil – All Editions) and on 16th July 2019 in Business Standard (English – All Editions).



5 GF Abirami Apartments 14 VOC Road, Cantonment Trichy 620001 Phone: 0431-2140542	D1 B Block First Floor Parsn Paradise 46 GN Chetty Road T Nagar Chennai 600017 Phone: 044-42059739/45008214
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Email: srinivasan.k@msjandnk.in

8. 1st August 2019 was fixed as the cut-off date for determining the eligibility to vote either through remote e-voting or through ballot process at the AGM venue.

9. On the completion of the voting through ballot process:

9.1. I opened the ballot box in the presence of two witnesses not in the employment of the Company.

9.2. I also unblocked the votes cast through remote e-voting in the presence of two witnesses not in the employment of the Company.

9.3. I scrutinised the votes cast through remote e-voting and in the ballot process, and validated the same with the list of eligible members and their holding as on the cut-off date.

10. I have also verified and confirm that:

10.1. No voting rights had been exercised in respect of the equity shares lying in Unclaimed Suspense Account and IEPF.

10.2. No member who had exercised their vote through remote e-voting facility, participated in the ballot process at the AGM.

11. I have recorded particulars of the votes cast through remote e-voting and in the ballot process in a separate register maintained by me in electronic form.

12. The combined results of voting through remote e-voting and ballots process at the AGM venue are as under:

Resolution No.	Total valid ballots / votes		Valid ballots / votes in favour of the resolution			Valid ballots/ votes against the resolution		
	Ballots	Votes cast	Ballots	Votes cast	% of votes	Ballots	Votes cast	% of votes
1.	284	17,63,37,551	284	17,63,37,551	100.00000%	0	0	0.00000%
2.	286	17,64,31,598	286	17,64,31,598	100.00000%	0	0	0.00000%
3.	277	17,21,56,471	260	17,06,02,517	99.09736%	17	15,53,954	0.90264%
4.	287	17,64,31,601	201	16,29,15,271	92.33905%	86	1,35,16,330	7.66095%
5.	287	17,64,31,601	287	17,64,31,601	100.00000%	0	0	0.00000%
6.	265	16,24,59,569	264	16,24,59,529	99.99998%	1	40	0.00002%
7.	287	17,64,31,601	287	17,64,31,601	100.00000%	0	0	0.00000%

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