

2<sup>nd</sup> December 2025

National Stock Exchange of India Limited	BSE Limited	Luxembourg Stock Exchange
Scrip Code: AMBUJACEM	Scrip Code: 500425	Code: US02336R2004

Dear Sir/ Madam,

**Sub: Voting Results and scrutinizer's report on Postal Ballot**

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, details of voting results and scrutinizer's report on the Postal Ballot dated October 25, 2025 conducted by the Company.

The Company had provided e-voting facility to Members through Central Depository Services (India) Limited. The e-voting period commenced from Friday, October 31, 2025 at 9:00 A.M. (IST) and ended on Saturday November 29, 2025 at 5:00 P.M. (IST).

This intimation is also being uploaded on the Company's website: [Other Disclosures- Ambuja Cement: Building India's Future](#)

Request you to please take the same on your records.

Thanking you,

Yours Sincerely,  
For **Ambuja Cements Limited**

**Manish Mistry**  
**Company Secretary & Compliance Officer**

Encl.: As above

## Result of Postal Ballot

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force), also read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022, 9/2023 dated 25th September, 2023 and 9/2024 dated 19th September 2024 and 03/2025 dated 22nd September, 2025, issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated October 25, 2025, sent to all shareholders of the Company, on the following proposal for passing Ordinary Resolutions by way of postal ballot only by voting through electronic means.

Sr.	Particulars	Type of Resolution
1.	Approval of Material Related Party Transactions with Penna Cement Industries Limited for Financial Year 2025-26	Ordinary Resolution
2.	Approval of Material Related Party Transactions between ACC Limited and Penna Cement Industries Limited for Financial Year 2025-26	Ordinary Resolution

Mr. Chirag Shah, Partner, Chirag Shah and Associates, Practicing Company Secretary (Membership No. 5545 & C.P. No. 3498), who was appointed as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot are as follows:

	Date of Annual General Meeting/Extra Ordinary General Meeting	Not Applicable
	Date of Postal Ballot Notice	October 25, 2025
	Total number of shareholders on record date	630054
	Number of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable

	Number of shareholders attended meeting through video conferencing:	
	promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable

On the basis of the report received from Mr. Chirag Shah, Partner, Chirag Shah and Associates, Practicing Company Secretary and Scrutinizer, since 99.99% of total votes polled are in favour of the above-mentioned Resolution No. 1; and 97.32% of total votes polled are in favour of the Resolution No. 2, the said resolutions are duly passed as Ordinary Resolutions as mentioned in the Postal Ballot Notice dated October 25, 2025 with requisite majority, as per attached Annexures.

Thanking you,

Yours Sincerely,  
For **Ambuja Cements Limited**

**Manish Mistry**  
**Company Secretary & Compliance Officer**

Encl.: As above



## CHIRAG SHAH & ASSOCIATES

Company Secretaries

1213-1214 Ganesh Glory, Nr. Jagatpur Crossing

Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

Ph.: 079-40020304, 6358790040/41/42

E-mail : [info@chiragshahassociates.com](mailto:info@chiragshahassociates.com)

Scrutinizer Report on Remote E-Voting in Respect of Resolution Proposed through Postal Ballot

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rule 2014]

To,

The Chairperson

**Ambuja Cements Limited**

Adani Corporate House, Shantigram, S.G. Highway, Khodiyar,  
Ahmedabad 382421.

Dear Sir,

**Re : Report of Scrutinizer on passing of resolution through Postal Ballot only by way of remote E-voting of Ambuja Cements Limited (" the Company")**

1. The Board of Directors of the Company, by Resolution passed on October 25, 2025 has appointed us as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated October 25, 2025.
2. In terms of the Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.20/2020 dated 5 May, 2020 ,General Circular No.22/2020 dated 15 June, 2020,General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No.3/2022 dated May 5, 2022 , General Circular No.11/2022 dated December 28, 2022, General Circular No 09/2023 dated September 25, 2023 , 9/2024 dated 19th September 2024 and General Circular No. 3/2025 dated Sepember 22, 2025 (collectively referred to as the "MCA Circulars") the Company had sent the postal ballot notice in electronic form only. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote evoting system only. To facilitate such members to receive the postal ballot notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at [www.ambujacement.com](http://www.ambujacement.com) and e-voting website at <https://www.evotingindia.com> and also available on the website of stock exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).
3. We submit our report as under
4. The Notice of Postal Ballot dated October 25, 2025 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the resolutions mentioned therein was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on October 24, 2025 in compliance with the above referred MCA Circulars.



5. The Company has completed the dispatch of Postal Ballot Notice by email on October 30, 2025. In accordance with the MCA Circulars, no physical ballot notice was dispatched to the Members. The Company has also published Newspaper Advertisement in Financial Express (English) and Financial Express (Gujarati) respectively, regarding dispatch of Notice of Postal Ballot alongwith Remote E-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on November 1, 2025.
6. The Company has offered E-voting through Central Depository Services (India) Limited (CDSL) and the report contains the details of E-voting only.
7. The facility of E-voting remained open from 09.00 a.m. on Friday, October 31, 2025 and ended at 5.00 p.m. on Saturday, November 29, 2025.
8. We have unblocked the votes cast through remote E-voting in the presence of Ms. Neha Soni and Ms. Gargi Shah who are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the evoting website of CDSL i.e. <https://www.evotingindia.com>.
9. A Summary of postal ballot through E-voting is given below :

**Resolution No. 1 :**

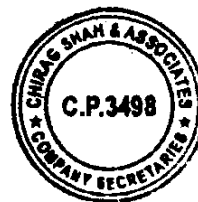
**Approval of Material Related Party Transactions with Penna Cement Industries Limited for Financial Year 2025-26**

Particulars		No. of Postal Ballot Forms / E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a)	*Voting exercised through E-Voting	2139	382943568	25.42%	100.00%
b)	E-Voting ballot with assent (favour) for the Resolution	2062	382364367	15.47%	100.00%
c)	E-Voting ballot dissent (against) for the Resolution	77	14667	0.00%	0.00%
d)	E-Voting ballot Abstained from voting	0	0	0.00%	0.00%
e)	Total valid votes exercised (b+c)	2139	382379034	15.47%	100.00%
<b>Total Ballot with ASSENT in Electronic mode</b>		<b>2062</b>	<b>382364367</b>	<b>15.47%</b>	<b>100.00%</b>
<b>Total Ballot with DISSENT in Electronic mode</b>		<b>0</b>	<b>14667</b>	<b>0.00%</b>	<b>0.00%</b>
Since total votes polled in favour of the resolution is 100% and total votes polled against the resolution is 0.00%, <b>resolution has been passed as Ordinary Resolution</b>					

\*3 Equity Share holders less voted by 564534 shares

**Resolution No. 2 :**

**Approval of Material Related Party Transactions between ACC Limited and Penna Cement Industries Limited for Financial Year 2025-26**



Particulars		No. of Postal Ballot Forms / E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a)	*Voting exercised through E-Voting	2139	382943568	25.42%	100.00%
b)	E-Voting ballot with assent (favour) for the Resolution	2043	371359728	15.02%	97.33%
c)	E-Voting ballot dissent (against) for the Resolution	94	10199157	0.41%	2.67%
d)	E-Voting ballot Abstained from voting	2	820149	0.00%	0.21%
e)	Total valid votes exercised (b+c)	2137	381558885	15.44%	100.00%
Total Ballot with ASSENT in Electronic mode		2043	371359728	15.02%	97.33%
Total Ballot with DISSENT in Electronic mode		94	10199157	0.41%	2.67%
Since total votes polled in favour of the resolution is 97.33% and total votes polled against the resolution is 2.67%, resolution has been passed as Ordinary Resolution					

\*3 Equity Share holders less voted by 564534 shares

10. You may accordingly declare the results of the voting by postal ballot only by way remote E-voting.
11. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

**For, Chirag Shah and Associates  
Company Secretaries**

Chirag  
Bhupendra  
bhai Shah

**Chirag Shah**

**Partner**

**FCS No. F-5545, CP No. 3498**

**Place: Ahmedabad**

**Date: 01/12/2025**

**UDIN : F005545G002147179**

**Peer Review Cer. No. 6543/2025**

**Counter Signed by  
For Ambuja Cement Limited**

Manish  
Vinodchandra  
Mistry

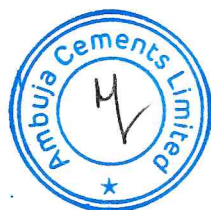
Digitally signed by  
Manish Vinodchandra  
Mistry  
Date: 2025.12.01  
21:46:07 +05'30'

**Manish Mistry**

**Company Secretary and Compliance Officer**

**Mem No. FCS 8373**

Ambuja Cements Limited								
Resolution Required :Ordinary			1 - Approval of Material Related Party Transactions with Penna Cement Industries Limited for Financial Year 2025-26					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	1672081052	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	633355475	381903319	60.2984	381903319	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>381903319</b>	<b>60.2984</b>	<b>381903319</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	166386951	475715	0.2859	461048	14667	96.9169	3.0831
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>475715</b>	<b>0.2859</b>	<b>461048</b>	<b>14667</b>	<b>96.9169</b>	<b>3.0831</b>
<b>Total</b>		<b>2471823478</b>	<b>382379034</b>	<b>15.4695</b>	<b>382364367</b>	<b>14667</b>	<b>99.9962</b>	<b>0.0038</b>



Ambuja Cements Limited								
Resolution Required :Ordinary			2 - Approval of Material Related Party Transactions between ACC Limited and Penna Cement Industries Limited for Financial Year 2025-26					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	1672081052	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	633355475	381083295	60.1689	370899486	10183809	97.3277	2.6723
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>381083295</b>	<b>60.1689</b>	<b>370899486</b>	<b>10183809</b>	<b>97.3277</b>	<b>2.6723</b>
Public Non Institutions	E-Voting	166386951	475590	0.2858	460242	15348	96.7729	3.2271
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>475590</b>	<b>0.2858</b>	<b>460242</b>	<b>15348</b>	<b>96.7729</b>	<b>3.2271</b>
<b>Total</b>		<b>2471823478</b>	<b>381558885</b>	<b>15.4363</b>	<b>371359728</b>	<b>10199157</b>	<b>97.3270</b>	<b>2.6730</b>

