



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

30 September 2023

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

Symbol:RAMCOCEM

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

Scrip Code:500260

Dear Sir / Madam,

Sub: Result of Postal Ballot by remote E-Voting process

This is in continuation of letter dated 30th August 2023, enclosing the copy of Postal Ballot Notice dated 30th August 2023 ("Notice") for seeking approval of the Shareholders of our Company on the following Special Resolution:

To approve continuation of Directorship of Shri.M.B.N.Rao (DIN 00287260) as Non-Executive Independent Director beyond the age of 75 years in his current tenure

Pursuant to the provisions of Sections 110 and 108 of the Companies Act, 2013 read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014, the Company has transacted Special Business by way of Postal Ballot through remote e-voting process as set out in the Notice.

The remote e-voting process concluded on Saturday, the 30th September 2023 at 5.00 PM (IST). The Scrutiniser has today, (i.e) 30th September 2023, submitted his report on the results of the Postal Ballot through remote e-voting. Based on the report of the scrutiniser, we hereby inform that the Shareholders of our Company have duly passed the above Special Resolution with requisite majority.

KSN



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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 dated 30th September 2023, 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

Copy to

Central Depository Services (India) Limited
Marathon Futurex, Unit No. 2501
25th Floor, A-Wing, Mafatlal Mills Compound,
N M Joshi Marg, Lower Parel, Mumbai – 400 013

KSN

General information about company	
Scrip code	500260
NSE Symbol	RAMCOCEM
MSEI Symbol	NOTLISTED
ISIN	INE331A01037
Name of the company	THE RAMCO CEMENTS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2023
Start time of the meeting	
End time of the meeting	

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	29-08-2023
Date of Issuance of Report to the company	30-09-2023

Voting results	
Record date	25-08-2023
Total number of shareholders on record date	47532
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve continuation of Directorship of Shri.M.B.N.Rao (DIN 00287260) as Non-Executive Independent Director beyond the age of 75 years in his current tenure				
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	99511874	99511874	100	99511874	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		99511874	99511874	100	99511874	0	100
Public-Institutions	E-Voting	105240389	64615166	61.3977	29173059	35442107	45.1489	54.8511
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		105240389	64615166	61.3977	29173059	35442107	45.1489
Public- Non Institutions	E-Voting	31540117	1872431	5.9367	1868226	4205	99.7754	0.2246
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31540117	1872431	5.9367	1868226	4205	99.7754
Total		236292380	165999471	70.2517	130553159	35446312	78.6467	21.3533
				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 Institutions	
Public - Non Institutions	

Srinivasan Krishnaswami
Chartered Accountant

Scrutiniser's Report

[Pursuant to Section 108 of the Companies Act, 2013, and Rule 22 of the Companies (Management and Administration) Rules, 2014]

The Chairman
The Ramco Cements Limited
Ramamandiram
Rajapalayam-626 117

Sub: Scrutiniser Report on voting through e-voting for the Postal Ballot in terms of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014

- I, K. Srinivasan, Practicing Chartered Accountant and Partner of M.S. Jagannathan & N. Krishnaswami, Chartered Accountants, Trichy 620001, have been appointed as Scrutiniser by the Board of Directors of The Ramco Cements Limited ("the Company") on 29 August 2023 to scrutinise the e-voting process for the Postal Ballot through electronic voting ("remote e-voting") conducted by the Company, as per provisions of Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014 on the resolution contained in the Postal Ballot Notice ("the Notice") dated 30 August 2023, in respect of the following Special Resolution:

To approve continuation of Directorship of Shri.M.B.N.Rao (DIN 00287260) as Non-Executive Independent Director beyond the age of 75 years in his current tenure

"RESOLVED THAT pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable provisions, if any, of the Companies Act, 2013 and the applicable Rule(s)/Regulation(s) made thereunder, including any amendment(s), statutory modification(s) and/or re-enactment thereof for the time being in force, consent of the Members be and is hereby accorded for continuation of Directorship of Shri.M.B.N.Rao (DIN 00287260), as a Non-Executive Independent Director of the Company from the day he attained the age of 75 years i.e., 19th June 2023 till the expiry of his term, viz. 31st March 2024 on the same terms and conditions as already approved by the Members, by way of a Special Resolution at the Annual General Meeting held on 3rd August 2018.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to this resolution."

Srinivasan Krishnaswami
Chartered Accountant

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to Postal ballot and e-voting. My responsibility is to Scrutinise the e-voting of postal ballot in a fair and transparent manner and issue a Scrutinizer's Report of the total votes cast in favour or against.
3. Pursuant to Sections 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with circulars and notifications issued by Ministry of Corporate Affairs and Securities exchange Board of India in this regard, the Notice along with explanatory statement and instructions for e-voting were sent to the 45,262 Members (members who have registered their mail IDs, out of the total members of 47,532) on 30 August 2023, only through electronic mode on Wednesday, 30 August 2023 to those Members whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories as on Friday, 25 August 2023 (the "Cut-Off date") who have registered their e-mail addresses with the Company / Depository Participant.
4. Central Depository Services (India) Limited, the agency selected by your Company to provide a secure e-voting platform for the e-voting process, allotted E-Voting Serial Number 230831006 for the same.
5. The particulars with regard to the remote e-voting process were duly advertised on 31 August 2023 in Trinity Mirror (English – All Editions), Makkal Kural (Tamil – All Editions) and Business Standard (English – All Editions). The advertisement also stated the manner in which the Members who had not registered their e-mail address could register the same with the Company.
6. The Members holding shares as on the Cut-Off date were entitled to vote on the resolutions set out in the Notice only through e-voting.
7. The e-voting facility for the Postal Ballot was made available from 9.00 a.m. (IST) on Friday, 01 September 2023 to 5.00 p.m. (IST) on Saturday 30 September 2023.
8. On the completion of the e-voting process:
 - 8.1. I unblocked and Scrutinized the votes cast through remote e-voting and validated the same with the list of eligible members and their holding as on the cut-off date.
 - 8.2. Equity shares lying in IEPF were not considered for remote e-voting.
9. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.

Srinivasan Krishnaswami
Chartered Accountant

10. The results of the e-voting are as under:

Resolution Number	Total No. of Ballots	Total No. of Votes	Invalid Votes		Total Valid Votes	Votes cast in favour			Votes cast against		
			No. of Ballots	Total Invalid Votes		No. of Ballots	No. of Votes	Percentage of votes	No. of Ballots	No. of Votes	Percentage of votes
1	454	17,21,32,307	20	61,32,836	16,59,99,471	293	13,05,53,159	78.65%	141	3,54,46,312	21.35%

11. The Special Resolution was passed with requisite majority on the conclusion of the Postal Ballot as on 30 September 2023

KRISHNASWAMI SRINIVASAN
Digitally signed by
KRISHNASWAMI SRINIVASAN
Date: 2023.09.30 20:35:39
+05'30'

K. Srinivasan,
Chartered Accountant
Membership No.: 021510
Scrutinizer
UDIN: 23021510BGTPIP1063
Chennai
30 September 2023

KUNJITHAPADHAM SELVANAYAGAM
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