



THE RAMCO CEMENTS LIMITED

Corporate Office:

Auras Corporate Centre, V Floor,
98-A, Dr. Radhakrishnan Salai, Mylapore,
Chennai - 600 004, India.

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Website: www.ramcocements.in

Corporate Identity Number: L26941TN1957PLC003566

7 September 2020

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: Proceedings of Annual General Meeting held on 07.09.2020

Pursuant to Regulation 30(6) read with Clause 13 of Schedule III, Part A, Para A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit the proceedings of the Annual General Meeting held on 07.09.2020.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **THE RAMCO CEMENTS LIMITED,**

K Selvanayagam

**K.SELVANAYAGAM
SECRETARY**

Encl : As above

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THE RAMCO CEMENTS LIMITED

PROCEEDINGS OF 62ND ANNUAL GENERAL MEETING

Day & Date : Monday, the 7th September 2020
The Annual General Meeting was held through
Video Conferencing / Other Audio Visual Means (VC)

Time of Commencement : 10.00 AM
Time of Conclusion : 11.05 AM

DIRECTORS PRESENT	CATEGORY / POSITION	ATTENDED THROUGH VC FROM
Shri.P.R.Venketrama Raja	Chairman and Managing Director	VC / Chennai
Shri.R.S.Agarwal	Independent Director & Chairperson of Audit Committee and Nomination and Remuneration Committee	VC / Mumbai
Shri.M.B.N.Rao	Independent Director and Chairperson of Risk Management Committee	VC / Hyderabad
Shri.M.M.Venkatachalam	Independent Director & Chairperson of Stakeholders Relationship Committee and Corporate Social Responsibility Committee	VC / Chennai
Smt. Justice Chitra Venkataraman (Retd.)	Independent Director	VC / Chennai
Shri.Shri.M.F.Farooqui, IAS (Retd.)	Independent Director	VC / Gurgaon
Shri.M.S.Krishnan	Independent Director	VC / Michigan, USA
IN ATTENDANCE Shri.K.Selvanayagam	Secretary	VC / Chennai
BY INVITATION		
Shri.A.V.Dharmakrishnan	Chief Executive Officer (CEO)	VC / Chennai
Shri.S.Vaithyanathan	Chief Financial Officer (CFO)	VC / Chennai
SCRUTINISER PRESENT Shri.K.Srinivasan	Chartered Accountant. Partner - M/s. M.S.Jagannathan & N.Krishnaswami, Chartered Accountants.	VC / Tiruchirappalli
AUDITORS PRESENT		
Shri.P.Santhanam	Representing M/s.SRSV & Associates, Chartered Accountants – Statutory Auditors	VC / Chennai



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Shri.M.Vijayan	Representing M/s.Ramakrishna Raja And Co., Chartered Accountants – Statutory Auditors	VC / Madurai
Shri.K.Sriram and Shri.R.Sivasubramaniam	Representing M/s.S.Krishnamurthy & Co., Company Secretaries, Secretarial Auditor	VC / Chennai & Coimbatore respectively

The meeting was attended by 88 members through VC.

The Secretary welcomed the Shareholders and informed that the Meeting was held through VC in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India. He further informed that the Company had provided live webcast of the proceedings of Meeting through CDSL Platform and requested Chairman to preside over the meeting.

Shri.P.R.Venketrama Raja, Chairman and Managing Director of the Company presided and welcomed the Shareholders.

The Chairman introduced the Directors.

The Chairman confirmed that the quorum was present and called the meeting to order.

Secretary informed the Shareholders that the Registers as required under the Companies Act, 2013 were made available electronically for inspection by the members. Members seeking to inspect such registers could send their request to ksn@ramcocements.co.in

Secretary further informed the shareholders that a certificate had been obtained from the statutory auditors that the Company had complied with SEBI (Share Based Employee Benefits) Regulations, 2014, with respect to implementation of its stock option schemes to employees.

Secretary announced that since the Notice convening the meeting has been circulated by e-mail to shareholders and hosted on the website of the Company and the Stock Exchanges, the Notice had been taken as read.

Secretary further informed that there was no qualification in the Statutory Auditors' Report. Since the Audit Report had been circulated along with the annual report, the same had been taken as read.

Secretary informed the members that the e-voting process had been explained in the Notice convening the AGM. For those persons who had acquired shares subsequent to the despatch of the annual report, the notice for the AGM containing the instructions had been mailed to them individually.



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Secretary informed the Members that the facility of remote e-voting for the Members was made available from 9:00 a.m. on Friday, the 4th September 2020 and concluded at 5:00 p.m. on Sunday, the 6th September 2020. The Chairman requested the Members who were present at the AGM and had not cast their votes by remote e-voting could cast their votes during the Meeting.

The Chairman delivered his speech during the course of which he reviewed the performance of the Company.

The Chairman opened the session for Questions and Answers. The Secretary informed that the Company had made necessary arrangements for the two-way communication in the meeting, for the registered shareholders to express their views. Accordingly, out of 8 shareholders who had been registered as speaker shareholders, 6 shareholders spoke during the AGM. The Chairman and Chief Executive Officer adequately clarified the queries raised by them.

The following items of business as set out in the Notice convening the 62nd Annual General Meeting were transacted.

No	ORDINARY BUSINESS – ORDINARY RESOLUTION
1	Adoption of Company's Separate and Consolidated Audited Financial Statements for the year ended 31 st March 2020
2	Reappointment of Shri.P.R.Venketrama Raja, as a Director, liable to retire by rotation

	SPECIAL BUSINESS – ORDINARY RESOLUTION
3	Appointment of Shri.M.S.Krishnan as Independent Director for 5 years from the date of his appointment, viz. 03-09-2019
4	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 2020-21

The Chairman thanked the Members who participated in the Meeting through VC.

The meeting ended with a vote of thanks to the Chair.

For THE RAMCO CEMENTS LIMITED,



K. Selvanayagam

K. SELVANAYAGAM
SECRETARY