



Ref. No.PB/VR/2023-24
27.1.2024

Auras Corporate Centre, 6th Floor, 98-A, Dr. Radhakrishnan Road, Mylapore, Chennai 600 004. India
☎ +91 44 2847 8585 / 4298 3100, Fax +91 44 2847 8597. www.ramcoindltd.com
CIN : L26943TN1965PLC005297, ✉ : ril@ril.co.in

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051 Scrip Code: RAMCOIND
EQ

BSE Limited
Floor 25, "P.J.Towers"
Dalal Street
Mumbai – 400 001 Scrip Code: 532369

Dear Sirs,

**Sub : Result Of Postal Ballot And Submission Of Voting Result
Under Regulation 44 Of The SEBI Listing Regulations, 2015.**

This is further to our letter no. SECORRES/PBNotice/2023-24 dt. 26.12.2023 forwarding copy of the postal ballot notice and letter No. SE/PB Noticeadvntint/2023-24 dt. 28.12.2023 forwarding notice published in newspaper.

We wish to inform you that Shri K. Srinivasan, Chartered Accountant, Scrutiniser appointed for conducting the Postal Ballot process, has submitted his report to the Chairman of the Company and the result of the Postal Ballot has been announced by the Chairman today, i.e. on 27th January, 2024. The Scrutiniser's report is placed on the Company's website.

As per the Scrutiniser's report, the Special resolutions were passed by the members with the requisite majority on the conclusion of the Postal Ballot as on 25th January, 2024.

We enclose herewith a copy of the Scrutiniser's report and a statement containing details of voting results in the prescribed format pursuant to Regulation 44 of the SEBI Listing Regulations, 2015.

Thanking you
Yours faithfully
For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram
Company Secretary & Legal Head

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



General information about company	
Scrip code	532369
NSE Symbol	RAMCOIND
MSEI Symbol	
ISIN	INE614A01028
Name of the company	RAMCO INDUSTRIES LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-01-2024
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	K SRINIVASAN
Firms Name	M/S. M.S. JAGANNATHAN & N. KRISHNASWAMI
Qualification	CA
Membership Number	021510
Date of Board Meeting in which appointed	16-12-2023
Date of Issuance of Report to the company	27-01-2024



Voting results	
Record date	22-12-2023
Total number of shareholders on record date	34765
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	2
Disclosure of notes on voting results	



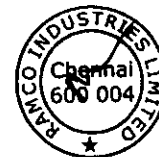
Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve continuation of Directorship of Shri V. Santhanaraman (DIN 00212334) as Non-Executive Independent 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	46769821	45715941	97.7467	45715941	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		46769821	45715941	97.7467	45715941	0	100
Public-Institutions	E-Voting	4425701	2374537	53.6534	2286365	88172	96.2868	3.7132
	Poll							
	Postal Ballot (if applicable)							
	Total		4425701	2374537	53.6534	2286365	88172	96.2868
Public- Non Institutions	E-Voting	35613538	2165297	6.08	2162869	2428	99.8879	0.1121
	Poll							
	Postal Ballot (if applicable)							
	Total		35613538	2165297	6.08	2162869	2428	99.8879
Total		86809060	50255775	57.8923	50165175	90600	99.8197	0.1803
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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve appointment of Shri Hariharan Thiagarajan (DIN 00174846) as a Non-Executive Independent Director on the Board of the Company				
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	46769821	45715941	97.7467	45715941	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		46769821	45715941	97.7467	45715941	0	100
Public-Institutions	E-Voting	4425701	2374537	53.6534	2374537	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4425701	2374537	53.6534	2374537	0	100
Public- Non Institutions	E-Voting	35613538	2165297	6.08	2164715	582	99.9731	0.0269
	Poll							
	Postal Ballot (if applicable)							
	Total		35613538	2165297	6.08	2164715	582	99.9731
Total		86809060	50255775	57.8923	50255193	582	99.9988	0.0012
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	



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
Ramco Industries Limited
47, P.S.K Nagar
Rajapalayam-626108

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

1. I, K. Srinivasan, Practicing Chartered Accountant and Partner of M.S. Jagannathan & N. Krishnaswami, Chartered Accountants, Trichy 620001, have been appointed as Scrutiniser by Ramco Industries Limited ("the Company") on 16th December 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 resolutions contained in the Postal Ballot Notice ("the Notice") dated 26th December 2023, in respect of the following Special Resolutions:

A. Resolution (1)

To approve continuation of Directorship of Shri V. Santhanaraman (DIN 00212334) 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 V. Santhanaraman (DIN 00212334), as a Non-Executive Independent Director of the Company from the day he attains the age of 75 years i.e., 6th August, 2024 till the expiry of his term, viz. 30th September, 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 8th August, 2019.

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."



B. Resolution (2)

To approve appointment of Shri Hariharan Thiagarajan (DIN 00174846) as a Non-Executive Independent Director on the Board of the Company.

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulations 17, 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded for the appointment of Shri Hariharan Thiagarajan (DIN 00174846), as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years from 1st February, 2024 to 31st January, 2029.

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.”

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 and Exchange Board of India in this regard, the Notice along with explanatory statement and instructions for e-voting were sent to the 33,037 Members (members who have registered their mail IDs, out of the total members of 34,765) only through electronic mode on Tuesday, 26th December 2023 to those Members whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories as on Friday, 22nd December 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 231221002 for the same.



Srinivasan Krishnaswami
Chartered Accountant

5. The particulars with regard to the remote e-voting process were duly advertised on 27th December 2023 in Financial Express (English) and Makkal Kural (Tamil). 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 Wednesday, 27th December 2023 to 5.00 p.m. (IST) on Thursday, 25th January 2024.
8. On the completion of the e-voting process:
 - A. I unblocked the votes cast through remote e-voting in the presence of two witnesses not in the employment of the Company 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.
 - B. Equity shares lying in IEPF and Unclaimed Suspense Account 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.

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	124	51,935,510	6	1,679,735	50,255,775	102	50,165,175	99.8197%	16	90,600	0.1803%
2	124	51,935,510	6	1,679,735	50,255,775	113	50,255,193	99.9988%	5	582	0.0012%

11. The Special Resolutions were passed with requisite majority on the conclusion of the Postal Ballot as on 25th January 2024.

**SRINIVASAN
KRISHNASWAMI**

Digitally signed by
SRINIVASAN KRISHNASWAMI
Date: 2024.01.27 11:25:33
+05'30'



K. Srinivasan
Chartered Accountant
Membership No.: 021510
Scrutinizer
UDIN: 24021510BKAGZK6009
Jaipur
27 January 2024

For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram
S. Balamurugasundaram
Company Secretary & Legal Head