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Ref. No.BM//Q2/2024-25 ☎ +91 44 2847 8585 / 4298 3100, Fax +91 44 2847 8597. www.ramcoindltd.com
11.11.2024 CIN : L26943TN1965PLC005297, ✉ : ril@ril.co.in

The Manager (Listing)
BSE Ltd., Rotunda Building
Floor 25, "P.J. Towers"
Dalal Street, Mumbai – 400 001 Stock Code : 532369

The Manager (Listing)
National Stock Exchange of India Ltd.
Exchange Plaza, C1, Block G
Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051 Stock Code : RAMCOIND EQ

Dear Sirs,

Sub: Outcome of Board Meeting held on 11-11-2024

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that, the Board of Directors of the Company at their meeting held today had considered and approved the following :

1. Investment by purchase of shares of M/s. The Ramco Cements Limited, for a value upto Rs.160 Crores in one or more tranches, through Stock Exchanges.
2. Raising of credit facilities from Banks/ Mutual Funds/ NBFCs by way of Secured, Rated, Redeemable, Non-Convertible Debentures/ term loan or any other borrowing mode as required/ stipulated by Banks/ Mutual Funds / NBFCs upto an amount not exceeding Rs.160 Crores in one or more tranches, for corporate requirements and for funding the above investment.

Details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD- PoD-1/P/CIR/2023/123 dated 13th July, 2023 is given in the enclosed **Annexure**.

As required under Point No.:A.4 of Annexure 18 of SEBI Circular No: SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, we wish to inform the following :

Time of commencement of the Board Meeting - 11.00 a.m.
Time of completion of the Board Meeting - 2.25 p.m.

Thanking you

Yours faithfully
For Ramco Industries Limited

S. Balamurugasundaram
Company Secretary and Legal Head

ANNEXURE

Details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD- PoD-1/P/CIR/2023/123 dated 13th July, 2023 is given below:

Acquisition (including agreement to acquire):

S.no	Particulars	Remarks
1	Name of the target entity, details in brief such as size, turnover etc.;	The Ramco Cements Limited (TRCL) Turnover for the year ended 31 st March, 2024 – Rs.9,392.17 Crores (on standalone basis)
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at arm's length	No. The shares of M/s. The Ramco Cements Limited, are proposed to be purchased through the Stock Exchanges. Shri. P.R. Venketrama Raja, Chairman and Promoter of the Company is also a Managing Director and Promoter of M/s. The Ramco Cements Limited and holds 0.74% of stake in TRCL.
3	Industry to which the entity being acquired belongs	M/s. The Ramco Cements Limited is one of the Ramco Group of Companies engaged in manufacturing of Cement.
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The Company's existing investment in TRCL of Rs.158.39 Crores has appreciated to Rs.4,376.25 Crores, that is more than 27 times. The Promoters and Promoter Group hold 42.29% of the paid-up capital of TRCL and post completion of the proposed acquisition by the Company there will not be any change in the Management of TRCL.
5	Brief details of any governmental or regulatory approvals required for the acquisition	NIL

6	Indicative time period for completion of the acquisition	Would be completed within a period of 9 months from the date of Board's approval.								
7	Consideration - whether cash consideration or share swap or any other form and details of the same	Consideration will be in cash upto a limit of Rs.160 Crores in one or more tranches.								
8	Cost of acquisition and/or the price at which the shares are acquired;	At the prevailing market rates on the respective dates of acquisition through stock exchanges.								
9	Percentage of shareholding / control acquired and / or number of shares acquired	Acquisition yet to be commenced.								
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>The Company is not acquiring any entity. It is proposing to acquire shares of TRCL.</p> <p>Details about TRCL are given below :</p> <p>TRCL is engaged in the business of manufacture of Cement.</p> <p>Date of Incorporation: 03.07.1957</p> <p>Countries in which the TRCL has presence: India.</p> <p>The history of turnover (on standalone basis) for the last 3 years are as follows:</p> <table border="1" data-bbox="810 1464 1307 1657"> <thead> <tr> <th data-bbox="810 1464 1034 1543">Year ended</th> <th data-bbox="1034 1464 1307 1543">Turnover (Rs.in crores)</th> </tr> </thead> <tbody> <tr> <td data-bbox="810 1543 1034 1581">31.03.2024</td> <td data-bbox="1034 1543 1307 1581">9392.17</td> </tr> <tr> <td data-bbox="810 1581 1034 1619">31.03.2023</td> <td data-bbox="1034 1581 1307 1619">8171.97</td> </tr> <tr> <td data-bbox="810 1619 1034 1657">31.03.2022</td> <td data-bbox="1034 1619 1307 1657">6010.62</td> </tr> </tbody> </table>	Year ended	Turnover (Rs.in crores)	31.03.2024	9392.17	31.03.2023	8171.97	31.03.2022	6010.62
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