



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

22 March 2019

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: Intimation under Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has subscribed to the Rights Issue offer of Ramco Industrial and Technology Services Limited and has acquired 45,00,000 shares of Rs.10/- each at par on 21.3.2019. Consequent to the acquisition, the shareholding of our Company in Ramco Industrial and Technology Services Limited is 94.12% and hence Ramco Industrial and Technology Services Limited would be the subsidiary company of our Company. The disclosure required under Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,
For **THE RAMCO CEMENTS LIMITED**,

K.Selvanayagam

K.SELVANAYAGAM
SECRETARY

Encl : As above

SOLA

THE RAMCO CEMENTS LIMITED

The disclosure required under Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015.

Name of the target entity, details in brief such as size, turnover, etc.	<p>RAMCO INDUSTRIAL AND TECHNOLOGY SERVICES LIMITED CIN: U74999TN2002PLC048773. Turnover for the year ended 31.3.2018 is Rs.3887.78 lakhs.</p>																																													
Whether the acquisition would fall within related party transactions(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.	<p>Yes. The Company is promoted by Ramco Group of Companies. The break-up of the paid up share capital Company, subsequent to the rights issue are as follows:</p> <table border="1" data-bbox="650 875 1381 1451"> <thead> <tr> <th>Name of the Promoter</th> <th>No. of Shares</th> <th>% in the share capital</th> </tr> </thead> <tbody> <tr><td>Mr.S.Vaithyanathan</td><td>100</td><td>--</td></tr> <tr><td>Mr.A.V.Dharmakrishnan</td><td>100</td><td>--</td></tr> <tr><td>Mr.M.J.Sai Kumar</td><td>100</td><td>--</td></tr> <tr><td>Mr.M.Srinivasan</td><td>100</td><td>--</td></tr> <tr><td>Rajapalayam Mills Limited</td><td>50000</td><td>1.05</td></tr> <tr><td>Ramco Industries Limited</td><td>50000</td><td>1.05</td></tr> <tr><td>Mr.K.Selvanayagam</td><td>100</td><td>--</td></tr> <tr><td>Sandhya Spinning Mill Limited</td><td>20000</td><td>0.42</td></tr> <tr><td>Sri Vishnu Shankar Mill Limited</td><td>26350</td><td>0.55</td></tr> <tr><td>The Ramaraju Surgical Cotton Mills Limited</td><td>26350</td><td>0.55</td></tr> <tr><td>Ramco Management Private Limited</td><td>54100</td><td>1.13</td></tr> <tr><td>RCDC Securities and Investments Private Limited</td><td>54100</td><td>1.13</td></tr> <tr><td>The Ramco Cements Limited</td><td>4500000</td><td>94.12</td></tr> <tr><td>Total</td><td>4781400</td><td>100.00</td></tr> </tbody> </table> <p>The investment is made at face value and is at arm's length basis and by way of participation in the Rights Issue.</p>	Name of the Promoter	No. of Shares	% in the share capital	Mr.S.Vaithyanathan	100	--	Mr.A.V.Dharmakrishnan	100	--	Mr.M.J.Sai Kumar	100	--	Mr.M.Srinivasan	100	--	Rajapalayam Mills Limited	50000	1.05	Ramco Industries Limited	50000	1.05	Mr.K.Selvanayagam	100	--	Sandhya Spinning Mill Limited	20000	0.42	Sri Vishnu Shankar Mill Limited	26350	0.55	The Ramaraju Surgical Cotton Mills Limited	26350	0.55	Ramco Management Private Limited	54100	1.13	RCDC Securities and Investments Private Limited	54100	1.13	The Ramco Cements Limited	4500000	94.12	Total	4781400	100.00
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Industry to which the entity being acquired belongs	<p>Transportation of Cement, Manpower Supply Services and Information Technology Related activities, IT Projects and IT Consulting and Support Services.</p>																																													
Objects and effects 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)	<p>The Company is providing transport services and manpower supply services to The Ramco Cements Limited. The investment in Ramco Industrial and Technology Services Limited and making it a subsidiary company, would improve the operational strategies for the services being rendered by Ramco Industrial and Technology Services Limited to The Ramco Cements Limited.</p>																																													



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Brief details of any governmental or regulatory approvals required for the acquisition	None												
Indicative time period for completion of the acquisition	Completed on 21.3.2019												
Nature of consideration – whether cash consideration or share swap and details of the same	Cash												
Cost of acquisition or the price at which the shares are acquired	45,00,000 shares of Rs.10/- each at par, aggregating to Rs.4,50,00,000/- (Rupees Four crore fifty lakhs only).												
Percentage of shareholding / control acquired and / or number of shares acquired	<table border="1"> <thead> <tr> <th></th> <th>No. of Shares</th> <th>% to the paid up capital</th> </tr> </thead> <tbody> <tr> <td>Holding prior to Rights Issue</td> <td>--</td> <td>--</td> </tr> <tr> <td>Acquired on 21.3.2019</td> <td>45,00,000</td> <td>94.12%</td> </tr> <tr> <td>Holding post Rights Issue</td> <td>45,00,000</td> <td>94.12%</td> </tr> </tbody> </table>		No. of Shares	% to the paid up capital	Holding prior to Rights Issue	--	--	Acquired on 21.3.2019	45,00,000	94.12%	Holding post Rights Issue	45,00,000	94.12%
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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>Ramco Industrial and Technology Services Limited was incorporated on 16.04.2002. The Company is providing transport services and manpower supply services to The Ramco Cements Limited. They have also diversified their business into Information Technology Related activities, IT Projects and rendering of IT Consulting and Support Services to other Companies. The Registered Office is at Rajapalayam. The turnover for the three financial years are given below:</p> <table border="1"> <thead> <tr> <th>Financial Year</th> <th>Turnover – Rs. in lakhs</th> </tr> </thead> <tbody> <tr> <td>2017-2018</td> <td>3887.78</td> </tr> <tr> <td>2016-2017</td> <td>4623.56</td> </tr> <tr> <td>2015-2016</td> <td>7629.56</td> </tr> </tbody> </table>	Financial Year	Turnover – Rs. in lakhs	2017-2018	3887.78	2016-2017	4623.56	2015-2016	7629.56				
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For THE RAMCO CEMENTS LIMITED,

K. Selvanayagam

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SECRETARY