

THE RAMCO CEMENTS LIMITED

MINUTES OF THE 61ST ANNUAL GENERAL MEETING

Day & Date : Thursday, the 8th August 2019

Venue : P.A.C.R.Centenary Community Hall,
Sudarsan Gardens,
P.A.C.Ramasamy Raja Salai, Rajapalayam-626108.

Time of Commencement : 10.15 AM

Time of Conclusion : 11.00 AM

| Attendance / Holding | No. of Persons | Aggregate No. of Shares held |
|------------------------|----------------|------------------------------|
| Attended in Person | 43 | 68666554 |
| Attended through Proxy | 1 | 500 |

The following Directors were present at the Meeting:

1. Shri.P.R.Venketrama Raja Chairman & Managing Director
2. Shri.R.S.Agarwal Chairman of the Audit Committee and Nomination and Remuneration Committee
3. Shri.M.M.Venkatachalam Chairman of the Stakeholders Relationship Committee and Corporate Social Responsibility Committee
4. Shri.M.B.N.Rao Chairman of the Risk Management Committee
5. Shri.M.F.Farooqui, IAS (Retd.)

Auditors present:

1. Mr.M.Vijayan M/s.Ramakrishna Raja And Co.
Mr.C.Kesavan Chartered Accountants
2. Mr.P.Santhanam M/s.SRSV & Associates
Chartered Accountants
3. Shri.R.Sivasubramanian M/s.S.Krishnamurthy & Co.
Company Secretaries

Scrutiniser Present:

1. Shri.K.Srinivasan Partner, M/s.M.S.Jagannathan & N.Krishnaswami
Chartered Accountants

The following Executives were present at the Meeting:

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In Attendance:

1. Shri.K.Selvanayagam, Secretary

By Invitation:

1. Shri.A.V.Dharmakrishnan, Chief Executive Officer
2. Shri.S.Vaithiyanathan, Chief Financial Officer

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

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

The Chairman welcomed the Members to take part in the proceedings of the Meeting.

The Chairman explained the absence of Smt. Justice Chitra Venkataraman (Retd.), Director, which was due to her pre-occupation.

The Chairman informed the Members that the Register of Directors and Key Managerial Personnel maintained under Section 170(1) of the Companies Act, 2013, Independent Auditors' Report and the Secretarial Audit Report were available for inspection by Members.

With the consent of the Members, the Notice of the Meeting, Board's Report, Financial Statements (both Separate and Consolidated), Independent Auditors' Report to the Shareholders and Secretarial Audit Report, having already been circulated to the Members were taken as read. It was noted that there were no qualifications, observations or comments or other remarks on the financial transactions or matters which had any adverse effect on the functioning of the Company in the Auditors' Report.

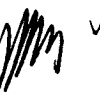
The Chairman and the Chief Executive Officer delivered their speeches during the course of which they reviewed the performance of the Company and adequately clarified the queries raised by some of the members.

The Chairman informed the Members that the Company had provided remote e-voting facility to the Members as on 1st August 2019, the cut-off date to vote on the resolutions to be considered at the Annual General Meeting. He informed that the remote e-voting commenced at 9.00 AM on 5th August 2019 and ended at 5.00 PM on 7th August 2019. He requested the Members who had not availed the remote e-voting facility to vote through ballot for which polling papers and ballot box had been provided at the venue of the meeting.

The Chairman informed the Members that Shri.K.Srinivasan, Chartered Accountant (Membership No: 021510), Partner, M/s.M.S.Jagannathan & N.Krishnaswami, Chartered Accountants had been appointed as the Scrutiniser to scrutinise the remote e-voting and the ballot process in a fair and transparent manner.

The Secretary read out the resolutions on which the Members were required to vote.

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ORDINARY BUSINESS

RESOLUTION NO: 1 - ORDINARY RESOLUTION

"RESOLVED THAT the Company's Separate and Consolidated Audited Financial Statements for the year ended 31st March 2019, and the Reports of the Board of Directors and Auditors thereon be and are hereby considered and adopted."

RESOLUTION NO: 2 - ORDINARY RESOLUTION

"RESOLVED THAT a Dividend of ₹ 3/- per Share be and is hereby declared for the year ended 31st March 2019 and the same be paid to those shareholders whose names appear in the Register of Members and Register of Depositories as on 1st August 2019."

RESOLUTION NO: 3 - ORDINARY RESOLUTION

"RESOLVED THAT Shri.P.R.Venketrama Raja (DIN: 00331406), who retires by rotation, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS

RESOLUTION NO: 4 - SPECIAL RESOLUTION

"RESOLVED THAT subject to the provisions of Section 185 of Companies Act, 2013, and such other provisions, as may be applicable, including any statutory modification(s) thereof for the time being in force, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution), to give loans including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate, which may be deemed beneficial and in the interest of the Company, as listed below.

| Name of the Company | Relationship |
|--|--------------------|
| Ramco Windfarms Limited | Subsidiary Company |
| Ramco Industrial and Technology Services Limited | - do - |
| Madurai Trans Carrier Limited | Associate Company |

RESOLVED FURTHER THAT the aggregate outstanding of the loans, guarantee or securities so extended to subsidiary or associate shall not exceed ₹250 crores and the outstanding to any single entity shall not exceed ₹100 crores, at any point in time.

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RESOLVED FURTHER THAT the Board of Directors or any committee or Director or Officer(s) thereof, be and are hereby authorised to do all such acts, deeds and matters including but not limited to making requisite filings with Ministry of Corporate Affairs, Stock Exchanges or any other statutory/regulatory bodies, as the case may be, from time to time, that may be required in connection with the above resolution."

RESOLUTION NO: 5 - SPECIAL RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014 and pursuant to Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and such other applicable Regulations, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include a Committee of the Board entrusted with relevant powers and responsibilities) for making offer(s) or invitation(s) to subscribe to Secured Non-Convertible Debentures including but not limited to subordinate debt, bonds, and/or other debt securities, etc., (hereinafter collectively referred as "Securities") on a private placement basis, listed or unlisted in one or more tranches, during the period of one year from the date of passing this Special Resolution by the Members, upto a limit of ₹ 500 Crores, within the overall outstanding borrowing limits approved by the Members.

RESOLVED FURTHER THAT the Board be and is hereby authorised to determine the terms of the issue including the class of investors to whom such Securities to be issued, time, total amount to be raised by issuance of Securities, the number of Securities, tranches, issue price, tenor, interest rate, premium/discount, listing and to do all such acts, deeds, filings, matters and execute all such deeds, documents, instruments and writings as may be required, with powers on behalf of the Company to settle all questions, difficulties or doubts that may arise in this regard as the Board may in its sole and absolute discretion deems fit and delegate all or any of its powers herein conferred to any director(s) and/or officer(s) of the Company, as it may in its absolute discretion deem it necessary."

RESOLUTION NO: 6 - SPECIAL RESOLUTION

"RESOLVED THAT pursuant to Section 149, 152 and such other provisions as applicable, of the Companies Act, 2013 and the Rules thereunder, Smt. Justice Chitra Venkataraman (Retd.) (DIN 07044099), Independent Director of the Company, whose term ends on 19-03-2020 be reappointed as Independent Director for another term of 5 years starting from 20-03-2020 to 19-03-2025."

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RESOLUTION NO: 7 - ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and Rule 14 of Companies (Audit and Auditors) Rules, 2014, the remuneration of ₹ 4,50,000/- (Rupees Four lakhs fifty thousand only) exclusive of GST and Out-of-pocket expenses, payable to M/s. Geeyes & Co., Cost Accountants appointed as the Cost Auditors of the Company by the Board of Directors, for the financial year 2019-20 for auditing the Cost Records relating to manufacture of cement and generation of wind energy, be and is hereby ratified."

The Chairman informed the Members that in accordance with Rule 20(4)(xii) and its Proviso of the Companies (Management and Administration) Rules, 2014, the Secretary of the Company had been authorised to receive the Scrutiniser's Report, countersign the same and declare the results of the voting forthwith. The Chairman further informed that the results declared along with the report of the Scrutiniser would be placed on the website of the Company and would also be provided to CDSL immediately after the declaration of result for placing on their website.

The results would also be submitted to the stock exchanges within 48 hours of conclusion of the General Meeting as provided under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of placing the results on their websites as provided under Proviso to Rule 20(4)(xvi) of the Companies (Management and Administration) Rules, 2014.

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

RESULTS

Based upon the scrutiniser's report, the results of the voting on the resolutions were given in Annexure. There were no invalid votes cast and all the resolutions had been passed with requisite majority.

DATE OF ENTRY : 21-08-2019

K.SELVANAYAGAM
SECRETARY

DATE OF SIGNING : 21-08-2019
RAJAPALAYAM



P.R.VENKETRAMA RAJA
CHAIRMAN

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Annexure

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| Resolution No. | 1 |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the agenda/resolution? | No |
| Description of resolution considered | Adoption of Company's Separate and Consolidated Audited Financial Statements for the year ended 31 st March 2019 |

| 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 |
|------------------------------------|-------------------------------|--------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group | E-Voting | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 |
| Public- Institutions | E-Voting | 100399977 | 72186362 | 71.8988 | 72186362 | 0 | 100 | 0 |
| | Poll | | 246916 | 0.2459 | 246916 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100399977 | 72433278 | 72.1447 | 72433278 | 0 | 100 |
| Public- Non Institutions | E-Voting | 34471243 | 3198713 | 9.2794 | 3198713 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 34471243 | 3198713 | 9.2794 | 3198713 | 0 | 100 |
| Total | | 235576780 | 176337551 | 74.8535 | 176337551 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

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| Resolution No. | 2 |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the agenda/resolution? | No |
| Description of resolution considered | Declaration of dividend for the year 2018-19 at the rate of Rs.3/- per share |

| 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 |
|------------------------------------|-------------------------------|--------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group | E-Voting | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 |
| Public- Institutions | E-Voting | 100399977 | 72260412 | 71.9725 | 72260412 | 0 | 100 | 0 |
| | Poll | | 246916 | 0.2459 | 246916 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100399977 | 72507328 | 72.2185 | 72507328 | 0 | 100 |
| Public- Non Institutions | E-Voting | 34471243 | 3218710 | 9.3374 | 3218710 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 34471243 | 3218710 | 9.3374 | 3218710 | 0 | 100 |
| Total | | 235576780 | 176431598 | 74.8935 | 176431598 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

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| Resolution No. | 3 |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the agenda/resolution? | Yes |
| Description of resolution considered | Reappointment of Shri.P.R.Venketrama Raja, as a Director, liable to retire by rotation |

| 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 |
|------------------------------------|-------------------------------|--------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group | E-Voting | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 |
| Public- Institutions | E-Voting | 100399977 | 67985282 | 67.7144 | 66431328 | 1553954 | 97.7143 | 2.2857 |
| | Poll | | 246916 | 0.2459 | 246916 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100399977 | 68232198 | 67.9604 | 66678244 | 1553954 | 97.7226 |
| Public- Non Institutions | E-Voting | 34471243 | 3218713 | 9.3374 | 3218713 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 34471243 | 3218713 | 9.3374 | 3218713 | 0 | 100 |
| Total | | 235576780 | 172156471 | 73.0787 | 170602517 | 1553954 | 99.0974 | 0.9026 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

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| Resolution No. | 4 |
| Resolution required: (Ordinary / Special) | Special |
| Whether promoter/promoter group are interested in the agenda/resolution? | No |
| Description of resolution considered | Approval for limits for transactions with Ramco Windfarms Limited, Ramco Industrial and Technology Services Limited, Madurai Trans Carrier Limited under Section 185 of Companies Act, 2013. |

| 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 |
|------------------------------------|-------------------------------|--------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group | E-Voting | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 |
| Public- Institutions | E-Voting | 100399977 | 72260412 | 71.9725 | 58764082 | 13496330 | 81.3227 | 18.6773 |
| | Poll | | 246916 | 0.2459 | 246916 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100399977 | 72507328 | 72.2185 | 59010998 | 13496330 | 81.3863 |
| Public- Non Institutions | E-Voting | 34471243 | 3218713 | 9.3374 | 3198713 | 20000 | 99.3786 | 0.6214 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 34471243 | 3218713 | 9.3374 | 3198713 | 20000 | 99.3786 |
| Total | | 235576780 | 176431601 | 74.8935 | 162915271 | 13516330 | 92.3391 | 7.6609 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

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| Resolution No. | 5 |
| Resolution required: (Ordinary / Special) | Special |
| Whether promoter/promoter group are interested in the agenda/resolution? | No |
| Description of resolution considered | Approval for making offer or invitation to subscribe to Secured Non-Convertible Debentures, including Debt Securities, upto a limit of Rs.500 crores, within the overall outstanding borrowing limits |

| 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 | |
|------------------------------------|-------------------------------|--------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|----------|
| Promoter and Promoter Group | E-Voting | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 | 0 | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot (if applicable) | | | | | | | | |
| | Total | | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 100399977 | 72260412 | 71.9725 | 72260412 | 0 | 100 | 0 | |
| | Poll | | 246916 | 0.2459 | 246916 | 0 | 100 | 0 | |
| | Postal Ballot (if applicable) | | | | | | | | |
| | Total | | 100399977 | 72507328 | 72.2185 | 72507328 | 0 | 100 | 0 |
| Public- Non Institutions | E-Voting | 34471243 | 3218713 | 9.3374 | 3218713 | 0 | 100 | 0 | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot (if applicable) | | | | | | | | |
| | Total | | 34471243 | 3218713 | 9.3374 | 3218713 | 0 | 100 | 0 |
| | | Total | 235576780 | 176431601 | 74.8935 | 176431601 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | | |
| Disclosure of notes on resolution | | | | | | | | | |

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| Resolution No. | 6 |
| Resolution required: (Ordinary / Special) | Special |
| Whether promoter/promoter group are interested in the agenda/resolution? | No |
| Description of resolution considered | Reappointment of Smt. Justice Chitra Venkataraman (Retd.) as Independent Director from 20-03-2020 to 19-03-2025 |

| 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 |
|------------------------------------|-------------------------------|--------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group | E-Voting | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 |
| Public-Institutions | E-Voting | 100399977 | 58288380 | 58.0562 | 58288380 | 0 | 100 | 0 |
| | Poll | | 246916 | 0.2459 | 246916 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100399977 | 58535296 | 58.3021 | 58535296 | 0 | 100 |
| Public- Non Institutions | E-Voting | 34471243 | 3218713 | 9.3374 | 3218673 | 40 | 99.9988 | 0.0012 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 34471243 | 3218713 | 9.3374 | 3218673 | 40 | 99.9988 |
| Total | | 235576780 | 162459569 | 68.9625 | 162459529 | 40 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

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| Resolution No. | 7 |
| Resolution required: (Ordinary / Special) | Ordinary |
| Whether promoter/promoter group are interested in the agenda/resolution? | No |
| Description of resolution considered | 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 2019-20 |

| 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 |
|------------------------------------|-------------------------------|--------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group | E-Voting | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100705560 | 100705560 | 100 | 100705560 | 0 | 100 |
| Public- Institutions | E-Voting | 100399977 | 72260412 | 71.9725 | 72260412 | 0 | 100 | 0 |
| | Poll | | 246916 | 0.2459 | 246916 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 100399977 | 72507328 | 72.2185 | 72507328 | 0 | 100 |
| Public- Non Institutions | E-Voting | 34471243 | 3218713 | 9.3374 | 3218713 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 34471243 | 3218713 | 9.3374 | 3218713 | 0 | 100 |
| Total | | 235576780 | 176431601 | 74.8935 | 176431601 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

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