



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

26 February 2024

National Stock Exchange of India Limited,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.

Symbol : RAMCOCEM

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

Scrip Code : 500260

Dear Sirs,

Sub: Result of Postal Ballot by remote E-Voting process

This is in continuation of letter dated 24th January 2024, enclosing the copy of Postal Ballot Notice dated 19th January 2024 ("Notice") for seeking approval of the Shareholders of our Company on the following two Special Resolutions and one Ordinary Resolution:

No	SPECIAL BUSINESS – SPECIAL RESOLUTION
1.	To approve appointment of Shri.CK.Ranganathan (DIN : 00550501) as a Non-Executive Independent Director on the Board of the Company.
2.	To approve appointment of Shri.Ajay Bhaskar Baliga (DIN : 00030743) as a Non-Executive Independent Director on the Board of the Company.
	SPECIAL BUSINESS – ORDINARY RESOLUTION
3.	To approve appointment of Shri.R.Dinesh (DIN : 00363300) as a Non-Executive Non-Independent Director on the Board of the Company.

Pursuant to the provisions of Sections 110 and 108 of the Companies Act, 2013 read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014, the Company has transacted the above three Special Businesses by way of Postal Ballot through remote e-voting process as set out in the Notice.

The remote e-voting process concluded on Saturday, the 24th February 2024 at 5.00 PM (IST). The Scrutiniser has today, (i.e) 26th February 2024, submitted his report on the results of the Postal Ballot through remote e-voting. Based on the report of the scrutiniser, we hereby inform that the Shareholders of our Company have duly passed the above two Special Resolutions and one Ordinary Resolution with requisite majority.

In compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results in the prescribed format are enclosed as per Annexure – A.



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In compliance of Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report dated 26th February 2024, issued by Mr.K.Srinivasan, Chartered Accountant, Partner of M/s.M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, Scrutiniser is enclosed as Annexure - B.

Thanking you,

Yours faithfully,

For **THE RAMCO CEMENTS LIMITED,**

K.SELVANAYAGAM
SECRETARY

1/25/24

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	500260
NSE Symbol	RAMCOCEM
MSEI Symbol	NOTLISTED
ISIN	INE331A01037
Name of the company	THE RAMCO CEMENTS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-02-2024
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	K.SRINIVASAN
Firms Name	M.S.JAGANNATHAN & N.KRISHNASWAMI
Qualification	CA
Membership Number	021510
Date of Board Meeting in which appointed	18-01-2024
Date of Issuance of Report to the company	26-02-2024



Voting results	
Record date	19-01-2024
Total number of shareholders on record date	49082
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	3
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 appointment of Shri.CK.Ranganathan (DIN : 00550501) 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	99511874	98775874	99.2604	98775874	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		99511874	98775874	99.2604	98775874	0	100
Public-Institutions	E-Voting	104387716	84862604	81.2956	84858948	3656	99.9957	0.0043
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		104387716	84862604	81.2956	84858948	3656	99.9957
Public- Non Institutions	E-Voting	32392790	1655317	5.1101	1652558	2759	99.8333	0.1667
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		32392790	1655317	5.1101	1652558	2759	99.8333
Total		236292380	185293795	78.4172	185287380	6415	99.9965	0.0035
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.Ajay Bhaskar Baliga (DIN : 00030743) 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)	$\frac{(3)}{[(2)/(1)]*100}$	(4)	(5)	$\frac{(6)}{[(4)/(2)]*100}$	$\frac{(7)}{[(5)/(2)]*100}$
Promoter and Promoter Group	E-Voting	99511874	98775874	99.2604	98775874	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		99511874	98775874	99.2604	98775874	0	100
Public-Institutions	E-Voting	104387716	84862604	81.2956	84851760	10844	99.9872	0.0128
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		104387716	84862604	81.2956	84851760	10844	99.9872
Public- Non Institutions	E-Voting	32392790	1655317	5.1101	1652558	2759	99.8333	0.1667
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		32392790	1655317	5.1101	1652558	2759	99.8333
Total		236292380	185293795	78.4172	185280192	13603	99.9927	0.0073
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(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve appointment of Shri.R.Dinesh (DIN : 00363300) as a Non-Executive Non-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	99511874	98775874	99.2604	98775874	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		98775874	99.2604	98775874	0	100	0
Public-Institutions	E-Voting	104387716	84862601	81.2956	84499409	363192	99.572	0.428
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		84862601	81.2956	84499409	363192	99.572	0.428
Public- Non Institutions	E-Voting	32392790	1655317	5.1101	1652559	2758	99.8334	0.1666
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1655317	5.1101	1652559	2758	99.8334	0.1666
Total		236292380	185293792	78.4172	184927842	365950	99.8025	0.1975
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	



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Srinivasan Krishnaswami
Chartered Accountant

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
The Ramco Cements Limited
Ramamandiram
Rajapalayam 626117

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

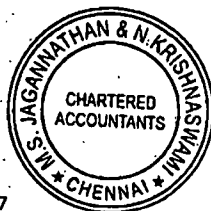
1. I, K. Srinivasan, practicing Chartered Accountant and partner of M.S. Jagannathan and N. Krishnaswami, Chartered Accountants, Trichy 620001, have been appointed as Scrutiniser by the Board of Directors of The Ramco Cements Limited ("the Company") on 18 January 2024 to scrutinise the e-voting process 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 19 January 2024, in respect of the following two Special Resolutions and one Ordinary Resolution:

1. *To approve appointment of Shri. CK.Ranganathan (DIN: 00550501) as a Non-Executive Independent Director on the Board of the Company.*

To consider and pass the following Resolution, as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013, 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. CK.Ranganathan (DIN : 00550501), as a Non-Executive Independent Director of the Company, for a term of 5 consecutive years from 01st March 2024 to 28th February 2029."

G7, Parsn Paradise
46 GN Chetty Road
T Nagar Chennai 600017



G5, Abirami Apartments
14, VOC Road, Cantonment
Trichy 620001

Tel: +91 93817 21405
e-mail: srinivasan.k@msjandnk.in
Web: www.msjandnk.in

Srinivasan Krishnaswami
Chartered Accountant

2. To approve appointment of Shri. Ajay Bhaskar Baliga (DIN: 00030743) as a Non-Executive Independent Director on the Board of the Company.

To consider and pass the following Resolution, as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013, 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. Ajay Bhaskar Baliga (DIN: 00030743), as a Non-Executive Independent Director of the Company, for a term of 5 consecutive years from 01st March 2024 to 28th February 2029."

3. To approve appointment of Shri. R. Dinesh (DIN: 00363300) as a Non-Executive Non-Independent Director on the Board of the Company.

To consider and pass the following Resolution, as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to Sections 149, 152, 178(2) of the Companies Act, 2013 and the Rules made thereunder 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. R. Dinesh (DIN: 00363300), as a Non-Executive Non-Independent Director of the Company, from 01st March 2024, who is liable to retire by rotation."

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 Scrutiniser'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 exchange Board of India in this regard, the Notice along with explanatory statement and instructions for e-voting were sent to the 46707 Members (members who have registered their mail IDs, out of the total members of 49082) on Tuesday, 23 January 2024, only through electronic mode on, to those Members whose names appear in the Register of Members / List of Beneficial Owners as on Friday, 19 January 2024 (the "Cut-Off date"), as received from

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46 GN Chetty Road
T Nagar Chennai 600017



G5, Abirami Apartments
14, VOC Road, Cantonment
Trichy 620001

Tel: +91 93817 21405
e-mail: srinivasan.k@msjandnk.in
Web: www.msjandnk.in

Srinivasan Krishnaswami
Chartered Accountant

Depositories 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 240122007 for the same.
5. The particulars with regard to the Remote e-Voting process were duly advertised on 22 January 2024 in Trinity Mirror (English – All Editions), Makkal Kural (Tamil – All Editions) and Business Standard (English – All Editions). 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 Friday, 26 January 2024 to 5.00 p.m. (IST) on Saturday, 24 February 2024.
8. On the completion of the e-voting process:
 - 8.1. I downloaded the postal ballot details from the e-voting platform of CDSL, in the presence of two independent persons not in the employment of the Company, and scrutinised 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.
 - 8.2. Equity shares lying in IEPF account of the Investor Education and Protection Fund Authority, Ministry of Corporate Affairs, Government of India, 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	428	18,87,93,754	17	34,99,959	18,52,93,795	389	18,52,87,380	99.997%	22	6,415	0.003%
2	429	18,87,93,754	17	34,99,959	18,52,93,795	389	18,52,80,192	99.993%	23	13,603	0.007%
3	432	18,87,93,751	17	34,99,959	18,52,93,792	386	18,49,27,842	99.803%	29	3,65,950	0.197%



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e-mail: srinivasan.k@msjandnk.in
Web: www.msjandnk.in

Srinivasan Krishnaswami
Chartered Accountant

11. The two Special Resolutions and one Ordinary Resolution were passed with requisite majority on the conclusion of the Postal Ballot as on 24 February 2024.

S. Srinivasan

K. Srinivasan
Chartered Accountant
Membership No.: 021510
Scrutiniser
UDIN: 24021510BKAGZZ4449



Chennai
26 February 2024



K. Srinivasan