

Ref. No.55th AGM/VR_SCRpt
8.9.2020

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

Sub: Submission of Voting Results and Scrutiniser's Report – 55th AGM held on 7.9.2020

We wish to inform you that the Annual General Meeting of the Company was held on Monday, the 7th September 2020, through Video Conferencing/Other Audio Visual Means and all resolutions transacted at the said meeting had been passed 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.

In compliance of Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report 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 RAMCO INDUSTRIES LIMITED

S. Bala

S. Balamurugasundaram
Company Secretary & Legal Head



Encl. : a.a.

General information about company	
Scrip code	532369
NSE Symbol	RAMCOIND
MSEI Symbol	
ISIN	INE614A01028
Name of the company	RAMCO INDUSTRIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	07-09-2020
Start time of the meeting	11:45 AM
End time of the meeting	12:45 PM



For RAMCO INDUSTRIES LIMITED

S. Bala
S. Balamurugasundaram
Company Secretary & Legal Head

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	05-08-2015
Date of Issuance of Report to the company	07-09-2020



For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram

**S. Balamurugasundaram
Company Secretary & Legal Head**

Voting results	
Record date	31-08-2020
Total number of shareholders on record date	17663
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	17
b) Public	51
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	



For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram

S. Balamurugasundaram
Company Secretary & Legal Head

Resolution(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 31st March, 2020				
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	46819821	46819821	100	46819821	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	46819821	46819821	100	46819821	0	100	0
Public-Institutions	E-Voting	5582680	2158857	38.6706	2158857	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	5582680	2158857	38.6706	2158857	0	100	0
Public- Non Institutions	E-Voting	34260559	2035453	5.9411	2035245	208	99.9898	0.0102
	Poll		80071	0.2337	80071	0	100	0
	Postal Ballot (if applicable)							
	Total	34260559	2115524	6.1748	2115316	208	99.9902	0.0098
Total		86663060	51094202	58.9573	51093994	208	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram
S. Balamurugasundaram
 Company Secretary & Legal Head



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram
S. Balamurugasundaram
Company Secretary & Legal Head



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46819821	46819821	100	46819821	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		46819821	46819821	100	46819821	0	100
Public-Institutions	E-Voting	5582680	2191730	39.2595	1834863	356867	83.7176	16.2824
	Poll							
	Postal Ballot (if applicable)							
	Total		5582680	2191730	39.2595	1834863	356867	83.7176
Public- Non Institutions	E-Voting	34260559	2035410	5.941	2035202	208	99.9898	0.0102
	Poll		80071	0.2337	80071	0	100	0
	Postal Ballot (if applicable)							
	Total		34260559	2115481	6.1747	2115273	208	99.9902
Total		86663060	51127032	58.9952	50769957	357075	99.3016	0.6984
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram
S. Balamurugasundaram
 Company Secretary & Legal Head



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram

**S. Balamurugasundaram
Company Secretary & Legal Head**

Resolution(3)								
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.2,50,000/- (exclusive of GST and out of pocket expenses) to M/s. N. Sivashankaran & Co., Cost Accountants, Cost Auditors of the Company for the financial year 2020-21				
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	46819821	46819821	100	46819821	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		46819821	46819821	100	46819821	0	100
Public- Institutions	E-Voting	5582680	2191730	39.2595	2191730	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		5582680	2191730	39.2595	2191730	0	100
Public- Non Institutions	E-Voting	34260559	2035410	5.941	2035179	231	99.9887	0.0113
	Poll		80071	0.2337	80071	0	100	0
	Postal Ballot (if applicable)							
	Total		34260559	2115481	6.1747	2115250	231	99.9891
Total		86663060	51127032	58.9952	51126801	231	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram

S. Balamurugasundaram
Company Secretary & Legal Head



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram

S. Balamurugasundaram
Company Secretary & Legal Head



K. SRINIVASAN
CHARTERED ACCOUNTANT

5 GF Abirami Apartments D1 B Block First Floor Parsn Paradise
14 VOC Road, Cantonment 46 GN Chetty Road T Nagar
Trichy 620001 Chennai 600017
Mobile: 0431-4024657 Phone: 044-45008214

Email: srinivasan.k@msjandnk.in

7 September 2020

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

Dear Sir,

Sub: Remote E-voting [Prior to and at the Annual General Meeting (AGM)] in respect of your Company's 55th Annual General Meeting on 7th September 2020 conducted through Video Conferencing (VC) - Scrutiniser's Consolidated report

I have been appointed to act as the Scrutiniser for the remote e-voting process, in connection with your Company's 55th AGM. I submit my report as under:

1. Since the Company's equity shares are listed on the National Stock Exchange of India Limited (NSE) and the BSE Limited (BSE), the Company has provided remote e-voting facility in terms of Section 108 of the Companies Act, 2013 (the Act), Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), Ministry of Corporate Affairs' (MCA) circulars dated 5th May 2020, 8th April 2020 and 13th April 2020 and SEBI circular dated 12th May 2020 in respect of all the three resolutions to be considered at the 55th AGM.
2. The items of business set out in the notice convening the AGM and covered by the remote e-voting process were:

Item No	Nature of Business	Type of Resolution	Subject Matter
1	Ordinary	Ordinary	Adoption of Company's Separate and Consolidated Audited Financial Statements for the year ended 31 st March 2020.
2	Ordinary	Ordinary	Reappointment of Shri. P. R. Venketrama Raja, as a Director, liable to retire by rotation.
3	Special	Ordinary	Ratification of remuneration of Rs.2,50,000/- (exclusive of GST and out of pocket expenses) to M/s. N. Sivashankaran & Co., Cost Accountants, Cost Auditors of the Company, for the financial year 2020-21.

For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram
S. Balamurugasundaram
Company Secretary & Legal Head




K. SRINIVASAN
CHARTERED ACCOUNTANT

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Trichy 620001 Chennai 600017
Mobile: 0431-4024657 Phone: 044-45008214

Email: srinivasan.k@msjandnk.in

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the AGM to the members of the Company. My responsibility is to scrutinise the remote e-voting process in a fair and transparent manner and make a consolidated report of the total votes cast in favour or against.
4. The equity shares lying in Unclaimed Shares Suspense Account on which voting rights were frozen in terms of Schedule VI of the LODR were not considered in the remote e-voting process.
5. Central Depository Services (India) Limited (CDSL), the recognized agency selected by your Company to provide a secure e-voting platform for the remote e-voting process, allotted E-Voting Serial Number (EVSN) 200812003 for the same. CDSL also provided the web-based platform for conducting the AGM through VC.
6. The remote e-voting facility prior to the AGM was made available from 9.00 AM on 4th September 2020 to 5.00 PM on 6th September 2020.
7. It was announced that the remote e-voting facility was made available by CDSL during the AGM to enable members present at the AGM through VC and who did not cast their vote through remote e-voting prior to the AGM, to exercise their voting rights.
8. The prescribed particulars with regard to the remote e-voting process were duly advertised on 2.8.2020 in Financial Express (All Editions) and on 3.8.2020 in Makkal Kural (Tamil – 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.
9. The Company completed the despatch of Annual Report for 2019-20 containing link to Notice, Board's Report and Financial Statements by e-mail to the Members by 14-08-2020. Further, the Company had sent 1,155 mails containing the link to Notice, Annual Report individually to the shareholders who acquired shares subsequent to 14-08-2020, till the cut-off date.
10. 31st August 2020 was fixed as the cut-off date for determining the eligibility to vote.
11. On the completion of the e-voting process:
 - 11.1 I unblocked the votes cast through remote e-voting, both prior to and at the AGM, in the presence of two witnesses not in the employment of the Company. Due to the social distancing measures on account of COVID-19, I invited the two witnesses to login to my computer using remote login, and the activity was witnessed.

For RAMCO INDUSTRIES LIMITED


S. Balamurugasundaram
Company Secretary & Legal Head



K. SRINIVASAN
CHARTERED ACCOUNTANT

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14 VOC Road, Cantonment 46 GN Chetty Road T Nagar
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Email: srinivasan.k@msjandnk.in

- 11.2 I 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.
12. I have also verified and confirm that:
- 12.1. No voting rights had been exercised in respect of the equity shares lying in Unclaimed Suspense Account and IEPF.
- 12.2. No member who had exercised their vote through remote e-voting facility, participated in the e-voting process at the AGM.
13. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.
14. The combined results of voting through remote e-voting prior to and at the AGM are as under:

Resolution No	Votes cast in favour			Votes cast against		
	No. of Members voted	No. of Votes	Percentage of votes	No. of Members voted	No. of Votes	Percentage of votes
1	102	5,10,93,994	99.9996%	2	208	0.0004%
2	93	5,07,69,957	99.3016%	10	3,57,075	0.6984%
3	100	5,11,26,801	99.9995%	3	231	0.0005%

15. All the three resolutions have been passed with requisite majority.

KRISHNASWAMI
SRINIVASAN

Digitally signed by
KRISHNASWAMI SRINIVASAN
Date: 2020.09.07 20:52:02 +05'30'

K. Srinivasan
Chartered Accountant
Membership No.: 021510
Scrutiniser for the AGM
UDIN: 20021510AAAADF1936



For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram
S. Balamurugasundaram
Company Secretary & Legal Head