



THE RAMCO CEMENTS LIMITED

Corporate Office:

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98-A, Dr. Radhakrishnan Salai, Mylapore,
Chennai – 600 004, India.
Phone: +91-44 28478666, Fax: +91-44 28478676
Web Site: www.ramcocements.in
Corporate Identity Number: L26941TN1957PLC003566

28 December 2023

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 Sir,

Sub: Disclosure under Regulation 30 – Acquisition of Shares of Ramco Industries Limited – Outcome of Board Meeting

Pursuant to Schedule III, Part A, Para A, Clause 1 read with Regulation 30 of SEBI – LODR, we wish to inform you that our Board of Directors at their meeting held today (28.12.2023) had approved to acquire the shares of Ramco Industries Limited, from one of the members of the Promoter Group, viz. Smt.Nalina Ramalakshmi, for an aggregate value of Rs.16 crores in one or more tranches.

The details to be furnished in accordance with Annexure – I, Para A Clause 1.1 of Circular No: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 issued by SEBI are given in the Annexure.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **THE RAMCO CEMENTS LIMITED,**

K.SELVANAYAGAM
SECRETARY

Encl: as above

ANNEXURE

1.1. Acquisition (including agreement to acquire):

a	name of the target entity, details in brief such as size, turnover etc.;	Ramco Industries Limited. Turnover for the year ended 31 st March 2023 – Rs.1,310.06 crores (on standalone basis)
b	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”;	Yes. The acquisition would fall within Related Party Transaction. The shares are proposed to be acquired from Smt.Nalina Ramalakshmi, a Member of the Promoter Group of our Company and Ramco Industries Limited. Smt.Nalina Ramalakshmi is related to Managing Director, Shri.P.R.Venketrama Raja. As the shares would be acquired by way of inter-se transfer among Promoters through recognised stock exchanges at the prevalent market rates, the transaction would be at arm’s length.
c	industry to which the entity being acquired belongs;	Commercial & Industrial. Ramco Industries Limited is engaged in the manufacture of Cement Fibre Sheets, Calcium Silicate Boards, Cotton Yarn, etc. Their cotton yarn capacity is 43,296 spindles. They also have a windfarm of 16.40 MW capacity.

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d	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);	<p>The company's existing investment in Ramco Industries Limited of Rs.20.53 crores has appreciated to Rs.288.91 crores, that is more than 14 times. (Calculated at the closing price of NSE as on 27.12.2023)</p> <p>The Government's initiative on uplifting of the rural economy, strengthening of the agriculture sector, annual cash incentive for small farmers, infrastructure creation and MSME Sector would augur well for the industry. Further, Ramco Industries Limited is well positioned in the rural markets and is expected to reap the benefit of demand growth there.</p> <p>The Promoters and Promoter Group hold 53.88% of the paid-up capital of Ramco Industries Limited and the proposed acquisition by TRCL would ensure that the holding remain at the same level. This would also ensure that the existing level of management control continues.</p>
e	brief details of any governmental or regulatory approvals required for the acquisition;	NIL
f	indicative time period for completion of the acquisition;	Would be completed within a period of three months from the date of Board's approval.
g	consideration - whether cash consideration or share swap or any other form and details of the same;	Upto a limit of Rs.16 crores in one or more tranches.
h	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 exchange.

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i	percentage of shareholding / control acquired and / or number of shares acquired;	Acquisition yet to be commenced.								
j	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 Ramco Industries Limited. Details about Ramco Industries Limited are given below:</p> <p>Ramco Industries Limited is engaged in the manufacture of Cement Fibre Sheets, Calcium Silicate Board, etc. With 12 plants across South Asia, Ramco Industries Limited is one of the leading building materials manufacturers in South Asia and has been at the forefront of innovation answering perplexing challenges with definitive solutions.</p> <p>Ramco Industries Limited is also engaged in the manufacture of Cotton Yarn and the capacity is 43,296 spindles. They also have a windfarm of 16.40 MW capacity.</p> <p>Date of Incorporation: 27-01-1965</p> <p>Countries in which the Ramco Industries Limited has presence : India and Sri Lanka</p> <p>The history of turnover (on standalone basis) of Ramco Industries Limited for the last 3 years are as follows:</p> <table border="1" data-bbox="820 1536 1342 1697"> <thead> <tr> <th>Year ended</th> <th>Turnover (Rs.in crores)</th> </tr> </thead> <tbody> <tr> <td>31.03.2023</td> <td>1310.06</td> </tr> <tr> <td>31.03.2022</td> <td>1186.57</td> </tr> <tr> <td>31.03.2021</td> <td>1002.93</td> </tr> </tbody> </table>	Year ended	Turnover (Rs.in crores)	31.03.2023	1310.06	31.03.2022	1186.57	31.03.2021	1002.93
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