



Ref./sec/SE/No.

30.07.2014

The Secretary
M/s.Madras Stock Exchange Ltd.,
"Exchange Building",
11, Second Line Beach,
CHENNAI-600 001.

"Auras Corporate Centre" II Floor,
98A, Dr. Radhakrishnan Road,
Post Box No. 2949, Mylapore,
Chennai - 600 004.
Phone : 91- 44 - 2847 8585
Fax : 91- 44 - 2847 8597
CIN No. L26943TN1965PLC005297

The Manager (Listing)
Bombay Stock Exchange Ltd.,
Rotunda Building, PJ Towers,
Dalal Street, Fort,
MUMBAI-400 001.

The Manager (Listing)
National Stock Exchange of India Ltd.,
"Exchange Plaza", C1, Block G,
Bandra Kurla Complex,
Bandra (E),
MUMBAI-400 051.

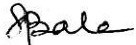
Sub: Compliance of Clause 35A of the Listing Agreement

We would like to inform you that the 49th Annual General Meeting of the members of the Company was held on Monday, , the 28th July, 2014 at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C. Ramasamy Raja Salai, Rajapalayam – 626108.

Date of the AGM	28.07.2014
Total no.of Shareholders on record date	11485 members
No.of shareholders present in the meeting either in person or through proxy	32
Promoters and Promoter Group	5
Public	27
No.of shareholders attended the meeting through Video Conferencing	N A
Promoters and Promoter Group	NA
Public	NA

The members transacted the business as provided in annexure. The mode of voting was by e-voting and Poll.

Yours faithfully
For Ramco Industries Limited


S.Balamurugasundaram
Company Secretary and General Manager (Legal)

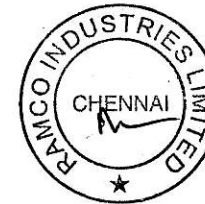
Res.No 1 Ordinary Resolution
Adoption of Financial Statements for the year ended 31st March 2014

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of votes Against	Invalid votes	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0	0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	234058	1	0	100.00%	0.00%
E-Voting, Total		86663060	46958880	54.19%	46958879	1	0	100.00%	0.00%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0	0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0	0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0	600	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0	600	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	47004229	1	600	100.00%	0.00%



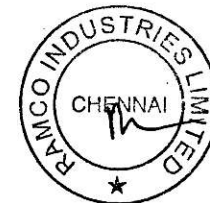
Res.No 2 Ordinary Resolution
Declaration of Dividend at the rate of Re.0.25/- per share for the year

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	234058	1	100.00%	0.00%
E-Voting, Total		86663060	46958880	54.19%	46958879	1	100.00%	0.00%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	47004229	1	100.00%	0.00%



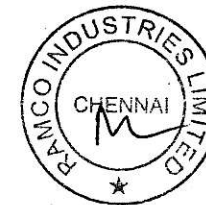
Res.No 3 Ordinary Resolution
Reappointment of Shri S.S. Ramachandra Raja as Director

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0 0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	216680	17379 0	92.57%	7.43%
E-Voting, Total		86663060	46958880	54.19%	46941501	17379 0	99.96%	0.04%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0 600	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0 600	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	46986851	17379 600	99.96%	0.04%



Res.No 4 Ordinary Resolution
Appointment of M/s. M.S.Jagannathan & N.Krishnaswami, Chartered

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0 0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	234059	0 0	100.00%	0.00%
E-Voting, Total		86663060	46958880	54.19%	46958880	0 0	100.00%	0.00%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0 600	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0 600	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	47004230	0 600	100.00%	0.00%



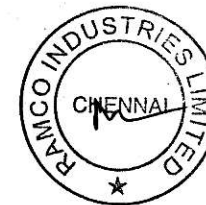
Res.No 5 Special Resolution
Amendment of Articles of Association of the Company

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0 0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	216680	17379 0	92.57%	7.43%
E-Voting, Total		86663060	46958880	54.19%	46941501	17379 0	99.96%	0.04%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0 600	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0 600	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	46986851	17379 600	99.96%	0.04%



Res.No 6 Special Resolution
Appointment of Shri P.R. Venketrama Raja as Vice Chairman and

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0 0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	216681	17378 0	92.58%	7.42%
E-Voting, Total		86663060	46958880	54.19%	46941502	17378 0	99.96%	0.04%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0 600	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0 600	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	46986852	17378 600	99.96%	0.04%



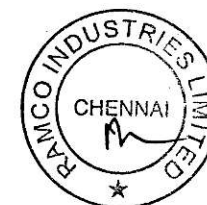
Res.No 7 Ordinary Resolution
Appointment of Shri R.S. Agarwal as an Independent Director of the

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	216680	17379	92.57%	7.43%
E-Voting, Total		86663060	46958880	54.19%	46941501	17379	99.96%	0.04%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	46986851	17379	99.96%	0.04%



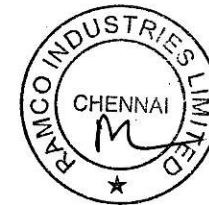
Res.No 8 Ordinary Resolution
Appointment of Shri M.B.N. Rao as an Independent Director of the

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	216680	17379	92.57%	7.43%
E-Voting, Total		86663060	46958880	54.19%	46941501	17379	99.96%	0.04%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	46986851	17379	99.96%	0.04%

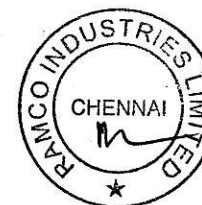


Res.No 9 Ordinary Resolution
Appointment of Shri K.T. Ramachandran as Independent Director

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	216680	17379	92.57%	7.43%
E-Voting, Total		86663060	46958880	54.19%	46941501	17379	99.96%	0.04%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	46986851	17379	99.96%	0.04%

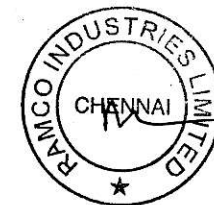


Res.No	10	Special Resolution Borrowing powers							
Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against		% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0	0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0	0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	216580	17479	0	92.53%	7.47%
E-Voting, Total		86663060	46958880	54.19%	46941401	17479	0	99.96%	0.04%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0	0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0	0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0	600	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0	600	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	46986751	17479	600	99.96%	0.04%



Res.No 11 Special Resolution
Contribution to Charitable funds

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0 0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	210380	23679 0	89.88%	10.12%
E-Voting, Total		86663060	46958880	54.19%	46935201	23679 0	99.95%	0.05%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0 600	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0 600	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	46980551	23679 600	99.95%	0.05%



Res.No 12 Special Resolution
Maintenance of Register of Members at Corporate Office, Chennai

Type of voting	Shareholder Type	No of shares held	No of votes polled	% of votes polled on outstanding shares	No of votes in favour	No of Invalid votes votes Against	% of votes in favour of votes polled	% of votes against on votes polled
E-Voting	Promoter and Promoter Group	46724821	46724821	100.00%	46724821	0 0	100.00%	0.00%
E-Voting	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
E-Voting	Public - Others	34490191	234059	0.68%	234058	1 0	100.00%	0.00%
E-Voting, Total		86663060	46958880	54.19%	46958879	1 0	100.00%	0.00%
Poll at AGM	Promoter and Promoter Group	46724821	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public Institutional Holders	5448048	0	0.00%	0	0 0	0.00%	0.00%
Poll at AGM	Public - Others	34490191	45950	0.13%	45350	0 600	100.00%	0.00%
Poll at AGM, Total		86663060	45950	0.05%	45350	0 600	100.00%	0.00%
Total for Resolution		86663060	47004830	54.24%	47004229	1 600	100.00%	0.00%

