

Ambuja Cement

ACL:SEC:

Date: 15th June,2018

The Secretary
Bombay Stock Exchange Limited
Phiroz Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 023

National Stock Exchange of India Ltd.,
Plot No.C/1 'G' Block
Bandra – Kurla Complex
Bandra East,
Mumbai 400 051

Deutsche Bank
Trust Company Americas
Winchester House
1 Great Winchester Street
London EC2N 2DB, Fax No.+44207547
6073
Ctas Documents <ctas.documents@

Societe de la Bourse de Luxembourg,
Avenue de la Porte Neuve
L-2011 Luxembourg,
B.P 165
FAX NO.00352 473298
"Luxembourg Stock Ex-Group ID "
<ost@bourse.lu

**Sub: Proceedings and outcome of the 35th Annual General Meeting of the
Company held on 15th June,2018**

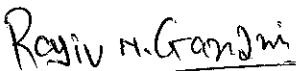
This is to inform you that the Annual General Meeting (AGM) of the Members of the Ambuja Cements Limited was held on Friday, 15th June, 2018 at the Registered Office of the Company at Ambujanagar, Gujarat. We are enclosing the following information by way of Annexures in connection with the proceedings & voting results of the AGM held pursuant to Regulation Regulation 30 and Regulation 44(3) of the Listing Regulations and Rule 20 of The Companies (Management and Administration) Rules 2014 :-

1. Proceedings of the AGM of the Company pursuant to Regulation 30 of the Listing Regulations. **Annexure - A.**
2. Details regarding the Voting Results of the business transacted at the AGM of the Company in the format prescribed pursuant to Regulation 44(3) of the Listing Regulations. **Annexure – B**
3. Report of the Scrutinizer dated 15th June,2018 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of The Companies (Management and Administration) Rules 2014- **Annexure – C**

We would request you to kindly acknowledge the receipt and take the same on your records.

Thanking you,

Yours faithfully,
For AMBUJA CEMENTS LTD



RAJIV GANDHI
COMPANY SECRETARY
Membership No. A11263

Regd. Office :

PO : Ambujanagar - 362 715, Tal : Kodinar,
Dist. : Gir Somnath (Gujarat)
Phone : (02795) 221137, 232009,
Fax : (02795) 220328, 232032

Ambuja Cements Limited

(Unit : Ambujanagar)

CIN No. : L26942GJ1981PLC004717
www.ambujacement.com

Corporate Office:

Elegant Business Park,
MIDC Cross road 'B'
Off Andheri - Kurla Road, Andheri (E),
Mumbai - 400 059. Phone : (022) 4066700

Ambuja Cement

Annexure – A

Proceedings of the Annual General Meeting of the Company held on 15th June,2018.

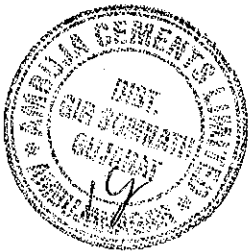
The Annual General Meeting (AGM) of the Company was held at the Registered office of the Company at P.O. Ambujanagar, Taluka Kodinar, District- Gir Somnath, Gujarat-363715. on 15th June,2018.

The meeting commenced at 10.30 A.M. and concluded at 11.30 A.M.

In the absence of the Chairman, Mr. N.S.Sekhsaria , Mr. Nasser Munjee, Chairman of the Nomination and Remuneration Committee was elected as the Chairman of the meeting.

As the requisite quorum was present, Chairman called the meeting to order. Chairman informed the meeting that :-

- The company has received 1 proxy for 1,09,12,607 shares.
- Notice convening the AGM along with the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts relating to the business stated under item Nos. 6 to 9 of the Notice was sent to all members by e-mail whose email addresses were registered with the Company/Depository Participant(s). To all the other members who have not registered their email address, physical copy of the notice has been sent by courier & that the Notice of the AGM was also available on the website of the company, www.ambujacement.com.
- Chairman then addressed the meeting. After the Chairman's address, with the permission of the shareholders present, Chairman took the notice of the AGM as read and then took the items of the Notice for approval of the shareholders.
- Chairman then requested the Company Secretary to read the Auditors' Report.



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Ambuja Cements Limited

(Unit : Ambujanagar)

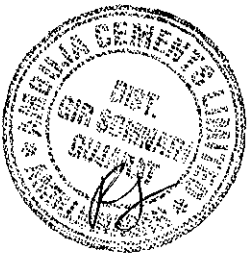
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- After the Auditors' Report was read, Chairman informed the meeting that in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the members were given an option to vote through electronic means on all the resolutions of the Notice using the CDSL platform. Physical ballot forms were also mailed to all the members along with the Notice of the meeting for the benefit of those shareholders who don't have an access to the e-voting facility. He further informed the meeting that the members who have not casted their votes earlier either electronically or through ballot paper, can exercise their voting rights at the AGM.
- The Board of Directors have appointed Mr.Surendra Kanstiya, a Company Secretary in whole time practice as the scrutinizers to scrutinize the voting process (e-voting , ballot through post & voting through polling paper at the AGM) in a fair and transparent manner.
- The e-voting period commenced on 11th June,2018 at 10.00 A.M. and ended on 14th June,2018 at 5.00 P.M.
- He then informed the meeting that the Company in terms of the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 provided to its members the facility to exercise their right to vote on resolutions considered at the General Meeting by electronic means and that those Members who have not casted their votes either electronically or through Ballot Form, can exercise their voting rights at the AGM through polling paper. He therefore will be ordering voting trough polling paper to be taken on all the resolutions set out in the Notice after all the resolutions were moved.
- He then moved the following resolutions which were duly proposed & seconded and were then put to vote through polling paper (to be voted by only those shareholders who had not voted earlier through e- voting) :-



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| Item No | Particulars of Resolutions | Type of Resolution |
|---------|---|--------------------|
| 1 | To consider and adopt the Annual Accounts for the year ended 31 st December, 2017 & Reports of the Directors and Auditors thereon. | Ordinary |
| 2 | To confirm the payment of Interim Dividend and to declare a final dividend on Equity Shares for the Financial Year ended 31 st December, 2017. | Ordinary |
| 3 | To re-appoint Mr. Christof Hassig as a Director, who retires by rotation. | Ordinary |
| 4 | To re-appoint Mr. Martin Kriegner as a Director, who retires by rotation. | Ordinary |
| 5 | To ratify the appoint M/s. Deloitte Haskins & Sells, Chartered Accountants as Statutory Auditors. | Ordinary |
| 6 | To appoint Mr. Jan Jenisch as a Director. | Ordinary |
| 7 | To appoint Mr. Roland Kohler as a Director. | Ordinary |
| 8 | To ratify the payment of remuneration to the Cost Auditors, M/s.P.M. Nanabhoy & Co., Cost Accountants. | Ordinary |
| 9 | To approve renewal of the "Technology and KnowHow Agreement" with Holcim Technology Limited. | Ordinary |

He then requested the scrutinizer Mr. Surendera Kanstiya to start the voting process through ballots and requested him and the Company Secretary to oversee the voting process.

He informed the meeting that the result of the voting would be declared within 48 hours from the conclusion of the meeting and that he has authorised Mr. Rajiv Gandhi, Company Secretary to announce the results in his absence and that the result will be posted on the website of the Company and the CDSL. The result will also be informed to the Stock Exchanges viz. the BSE and NSE where the shares of the Company are listed.

After conclusion of the voting process the meeting ended with a vote of thanks to the chair.



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Annexure - B

Details regarding the Voting Results of the business transacted at the AGM of the Company pursuant to Regulation 44(3) of the Listing Regulations

1. Date of the AGM : 15th June,2018.
2. Total No. of shareholders on the record date viz. 8th June,2018 : 1,79,332.
3. No. of the shareholders present at the meeting either in person or through proxy:-

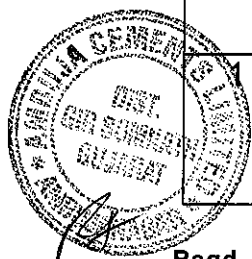
| Sr.No. | Category | In person | Through Proxy | Total |
|--------|------------------------------|-----------|---------------|-------|
| 1 | Promoters and Promoter group | 1 | - | 1 |
| 2 | Public | 78 | 1 | 79 |
| | Total | 79 | 1 | 80 |

4. No. of shareholders attended the meeting through video conferencing:-

| Sr.No. | Category | No video conferencing facility was established for the AGM |
|--------|------------------------------|--|
| 1 | Promoters and Promoter group | |
| 2 | Public | |

4. Details of the business transacted at the Annual General Meeting :-

| Sr. No | Particulars of Resolution | Type of Resolution | Mode of voting (Polling Paper/Postal Ballot/E-voting) |
|--------|---|--------------------|---|
| | To consider and adopt the Annual Accounts for the year ended 31 st December, 2017 & Reports of the Directors and Auditors thereon. | Ordinary | Polling Paper/ Ballot by post / E-voting) |



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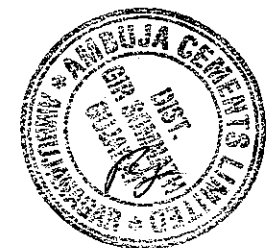
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Mumbai - 400 059. Phone : (022) 4066700

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Ambuja Cements Limited.

| Resolution Required : (Ordinary) | | | 1 - To consider and adopt the Annual Accounts for the year ended 31st December, 2017 & Reports of the Directors and Auditors thereon. | | | | | |
|---|----------------|--------------------|---|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 | 1253156361 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| | Total | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 578861038 | 499559174 | 86.3004 | 499559174 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 499559174 | 86.3004 | 499559174 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 153627830 | 15226836 | 9.9115 | 15225584 | 1252 | 99.9918 | 0.0082 |
| | Poll | | 136371 | 0.0888 | 136371 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 4175758 | 2.7181 | 4175758 | 0 | 100.0000 | 0.0000 |
| | Total | | 19538965 | 12.7184 | 19537713 | 1252 | 99.9936 | 0.0064 |
| Total | | 1985645229 | 1772254500 | 89.2533 | 1772253248 | 1252 | 99.9999 | 0.0001 |



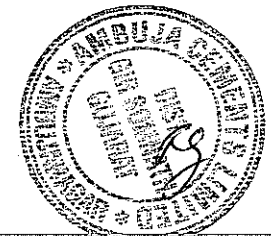
Ambuja Cements Limited.

| Resolution Required : (Ordinary) | | | 2 - To confirm the payment of Interim Dividend and to declare a final dividend on Equity Shares for the Financial Year ended 31st December,2017. | | | | | |
|---|----------------|--------------------|--|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 1253156361 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| | Total | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 578861038 | 507557932 | 87.6822 | 507557932 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 507557932 | 87.6822 | 507557932 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 153627830 | 18872444 | 12.2845 | 18872407 | 37 | 99.9998 | 0.0002 |
| | Poll | | 136371 | 0.0888 | 136371 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 4175758 | 2.7181 | 4175758 | 0 | 100.0000 | 0.0000 |
| | Total | | 23184573 | 15.0914 | 23184536 | 37 | 99.9998 | 0.0002 |
| Total | | 1985645229 | 1783898866 | 89.8398 | 1783898829 | 37 | 100.0000 | 0.0000 |



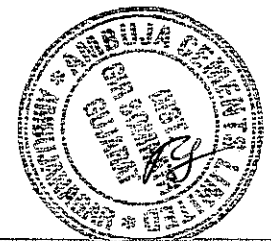
Ambuja Cements Limited.

| Resolution Required : (Ordinary) | | 3 - To re-appoint Mr. Christof Hassig as a Director, who retires by rotation. | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | NO | | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 1253156361 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| | Total | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 578861038 | 507557932 | 87.6822 | 487408876 | 20149056 | 96.0302 | 3.9698 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 507557932 | 87.6822 | 487408876 | 20149056 | 96.0302 | 3.9698 |
| Public Non Institutions | E-Voting | 153627830 | 18872444 | 12.2845 | 18870924 | 1520 | 99.9919 | 0.0081 |
| | Poll | | 136371 | 0.0888 | 136371 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 4175760 | 2.7181 | 4175760 | 0 | 100.0000 | 0.0000 |
| | Total | | 23184575 | 15.0914 | 23183055 | 1520 | 99.9934 | 0.0066 |
| Total | | 1985645229 | 1783898868 | 89.8398 | 1763748292 | 20150576 | 98.8704 | 1.1296 |



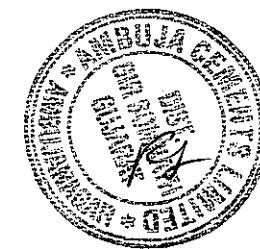
Ambuja Cements Limited.

| Resolution Required : (Ordinary) | | 4 - To re-appoint Mr. Martin Kriegner as a Director, who retires by rotation. | | | | | | |
|---|----------------|---|----------------------------|--|---------------------------------|------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | NO | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 | No. of Votes – in favour [4] | No. of Votes –Against [5] | % of Votes in favour on votes polled [6]={[4]/[2]}*100 | % of Votes against on votes polled [7]={[5]/[2]}*100 |
| | | | | | | | | |
| Promoter and Promoter Group | E-Voting | 1253156361 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| | Total | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 578861038 | 507557932 | 87.6822 | 481516637 | 26041295 | 94.8693 | 5.1307 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 507557932 | 87.6822 | 481516637 | 26041295 | 94.8693 | 5.1307 |
| Public Non Institutions | E-Voting | 153627830 | 18872444 | 12.2845 | 18870924 | 1520 | 99.9919 | 0.0081 |
| | Poll | | 136371 | 0.0888 | 136371 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 4175757 | 2.7181 | 4175757 | 0 | 100.0000 | 0.0000 |
| | Total | | 23184572 | 15.0914 | 23183052 | 1520 | 99.9934 | 0.0066 |
| Total | | 1985645229 | 1783898865 | 89.8398 | 1757856050 | 26042815 | 98.5401 | 1.4599 |



Ambuja Cements Limited.

| Resolution Required : (Ordinary) | | 5 - To ratify the appoint M/s. Deloitte Haskins & Sells, Chartered Accountants as Statutory Auditors. | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | NO | | | | | | |
| 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 | 1253156361 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| | Total | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 578861038 | 507557932 | 87.6822 | 502898684 | 4659248 | 99.0820 | 0.9180 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 507557932 | 87.6822 | 502898684 | 4659248 | 99.0820 | 0.9180 |
| Public Non Institutions | E-Voting | 153627830 | 18872444 | 12.2845 | 18870959 | 1485 | 99.9921 | 0.0079 |
| | Poll | | 136371 | 0.0888 | 136371 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 4175757 | 2.7181 | 4175757 | 0 | 100.0000 | 0.0000 |
| | Total | | 23184572 | 15.0914 | 23183087 | 1485 | 99.9936 | 0.0064 |
| Total | | 1985645229 | 1783898865 | 89.8398 | 1779238132 | 4660733 | 99.7387 | 0.2613 |



Ambuja Cements Limited.

| Resolution Required : (Ordinary) | | 6 - To appoint Mr. Jan Jenisch as a Director. | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | NO | | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 1253156361 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| | Total | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 578861038 | 507557932 | 87.6822 | 487577628 | 19980304 | 96.0634 | 3.9366 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 507557932 | 87.6822 | 487577628 | 19980304 | 96.0634 | 3.9366 |
| Public Non Institutions | E-Voting | 153627830 | 18872444 | 12.2845 | 18736016 | 136428 | 99.2771 | 0.7229 |
| | Poll | | 136371 | 0.0888 | 136371 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 4175757 | 2.7181 | 4175757 | 0 | 100.0000 | 0.0000 |
| | Total | | 23184572 | 15.0914 | 23048144 | 136428 | 99.4116 | 0.5884 |
| Total | | 1985645229 | 1783898865 | 89.8398 | 1763782133 | 20116732 | 98.8723 | 1.1277 |



Ambuja Cements Limited.

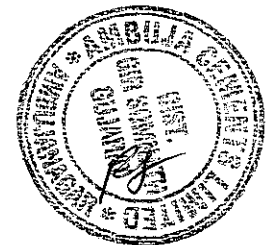
Resolution Required : (Ordinary)

7 - To appoint Mr. Roland Kohler as a Director.

Whether promoter/ promoter group are interested in the agenda/resolution?

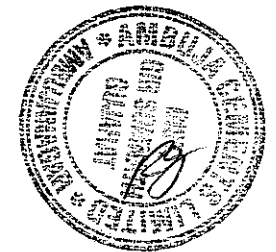
NO

| 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 |
| Promoter and Promoter Group | E-Voting | 1253156361 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| | Total | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 578861038 | 507557932 | 87.6822 | 487372132 | 20185800 | 96.0230 | 3.9770 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 507557932 | 87.6822 | 487372132 | 20185800 | 96.0230 | 3.9770 |
| Public Non Institutions | E-Voting | 153627830 | 18872444 | 12.2845 | 18714602 | 157842 | 99.1636 | 0.8364 |
| | Poll | | 136371 | 0.0888 | 136371 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 4175757 | 2.7181 | 4175757 | 0 | 100.0000 | 0.0000 |
| | Total | | 23184572 | 15.0914 | 23026730 | 157842 | 99.3192 | 0.6808 |
| Total | | 1985645229 | 1783898865 | 89.8398 | 1763555223 | 20343642 | 98.8596 | 1.1404 |



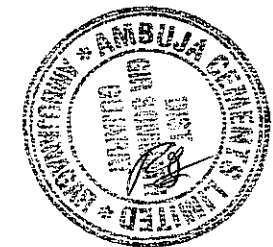
Ambuja Cements Limited.

| Resolution Required : (Ordinary) | | 8 - To ratify the payment of remuneration to the Cost Auditors, M/s.P.M. Nanabhoy & Co.,Cost Accountants. | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | NO | | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 1253156361 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| | Total | | 1253156361 | 100.0000 | 1253156361 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 578861038 | 507557932 | 87.6822 | 507176134 | 381798 | 99.9248 | 0.0752 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 507557932 | 87.6822 | 507176134 | 381798 | 99.9248 | 0.0752 |
| Public Non Institutions | E-Voting | 153627830 | 18872444 | 12.2845 | 18871014 | 1430 | 99.9924 | 0.0076 |
| | Poll | | 136371 | 0.0888 | 136371 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 4175757 | 2.7181 | 4175757 | 0 | 100.0000 | 0.0000 |
| | Total | | 23184572 | 15.0914 | 23183142 | 1430 | 99.9938 | 0.0062 |
| Total | | 1985645229 | 1783898865 | 89.8398 | 1783515637 | 383228 | 99.9785 | 0.0215 |



Ambuja Cements Limited.

| Resolution Required : (Ordinary) | | 9 - To approve renewal of the "Technology and KnowHow Agreement with Holcim Technology Limited. | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | YES | | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 1253156361 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0 | 0.0000 |
| Public Institutions | E-Voting | 578861038 | 506143532 | 87.4378 | 448106548 | 58036984 | 88.5335 | 11.4665 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 506143532 | 87.4378 | 448106548 | 58036984 | 88.5335 | 11.4665 |
| Public Non Institutions | E-Voting | 153627830 | 18872444 | 12.2845 | 18714645 | 157799 | 99.1639 | 0.8361 |
| | Poll | | 136371 | 0.0888 | 136371 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 4175757 | 2.7181 | 4175757 | 0 | 100.0000 | 0.0000 |
| | Total | | 23184572 | 15.0914 | 23026773 | 157799 | 99.3194 | 0.6806 |
| Total | | 1985645229 | 529328104 | 26.6577 | 471133321 | 58194783 | 89.0059 | 10.9941 |



SURENDRA KANSTIYA ASSOCIATES

COMPANY SECRETARIES

Surendra U. Kanstiya
B.Com., LL.B., F.C.S.
Company Secretary

A/304, Rahul Society,
Opp. Painsur Gymkhana,
New Saibaba Nagar,
Kandivli (West),
Mumbai - 400 067.
• Phone : 2861 29 83; • Cell : 9820 1947 52
• E-mail : kanstiyask@rediffmail.com

Mr Nasser Munjee
Chairman of
35th Annual General Meeting of the shareholders of
Ambuja Cements Limited
held on Friday the 15th June, 2018 at P.O. Ambujanagar
District: Gir Somnath. PIN 362715

Sub.: Consolidated Results of e-voting, voting by ballot and poll
Reference: 35th Annual General Meeting (the AGM) of the Company held on Friday the 15th June, 2018

Dear Sir,

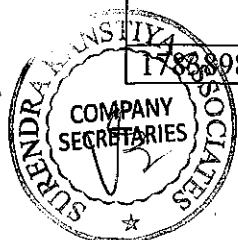
I have submitted separate reports on 'e-voting and voting by ballot through post' and 'voting by ballot paper at Annual General Meeting' on the resolutions contained in the notice convening the 35th Annual General Meeting on Friday the 15th June, 2018. I submit herewith my combined report on the results on 'e-voting and voting by ballot' and 'poll' as under:

Resolution No. 1: To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st December, 2017, together with the Reports of the Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st December, 2017 and the Report of the Auditors thereon

| Votes in favour of resolution | | Votes against the resolution | | Invalid votes | Votes abstained |
|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|-----------------|
| No. of votes | % of total number of valid votes cast | No. of votes | % of total number of valid votes cast | Nos. | Nos. |
| 1772253248 | 99.999 | 1252 | 00.001 | 26744 | 5331430 |

Resolution No. 2: To confirm the payment of Interim Dividend and to declare Final Dividend on equity shares for the financial year ended 31st December, 2017

| Votes in favour of resolution | | Votes against the resolution | | Invalid votes | Votes abstained |
|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|-----------------|
| No. of votes | % of total number of valid votes cast | No. of votes | % of total number of valid votes cast | Nos. | Nos. |
| 1783898829 | 99.999 | 37 | 00.001 | 26744 | 0 |



SURENDRA KANSTIYA ASSOCIATES

COMPANY SECRETARIES

Resolution No. 3: To appoint a Director in place of Mr. Christof Hassig (DIN: 01680305), who retires by rotation and being eligible, offers himself for re-appointment

| Votes in favour of resolution | | Votes against the resolution | | Invalid votes | Votes abstained |
|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|-----------------|
| No. of votes | % of total number of valid votes cast | No. of votes | % of total number of valid votes cast | Nos. | Nos. |
| 1763748292 | 98.870 | 20150576 | 01.130 | 26744 | 0 |

Resolution No. 4: To appoint a Director in place of Mr. Martin Kriegner (DIN: 00077715), who retires by rotation and being eligible, offers himself for re-appointment

| Votes in favour of resolution | | Votes against the resolution | | Invalid votes | Votes abstained |
|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|-----------------|
| No. of votes | % of total number of valid votes cast | No. of votes | % of total number of valid votes cast | Nos. | Nos. |
| 1757856050 | 98.541 | 26042815 | 01.459 | 26744 | 5 |

Resolution No. 5: Ratification of appointment of M/s Deloitte Haskins & Sells as Statutory Auditors

| Votes in favour of resolution | | Votes against the resolution | | Invalid votes | Votes abstained |
|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|-----------------|
| No. of votes | % of total number of valid votes cast | No. of votes | % of total number of valid votes cast | Nos. | Nos. |
| 1779238132 | 99.739 | 4660733 | 00.261 | 26744 | 5 |

Resolution No. 6: Appointment of Mr. Jan Jenisch (DIN:07957196) as a Director

| Votes in favour of resolution | | Votes against the resolution | | Invalid votes | Votes abstained |
|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|-----------------|
| No. of votes | % of total number of valid votes cast | No. of votes | % of total number of valid votes cast | Nos. | Nos. |
| 1763782133 | 98.872 | 20116732 | 01.128 | 26744 | 5 |



SURENDRA KANSTIYA ASSOCIATES

COMPANY SECRETARIES

Resolution No. 7: Appointment of Mr. Roland Kohler (DIN:08069722) as a Director

| Votes in favour of resolution | | Votes against the resolution | | Invalid votes | Votes abstained |
|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|-----------------|
| No. of votes | % of total number of valid votes cast | No. of votes | % of total number of valid votes cast | Nos. | Nos. |
| 1763555223 | 98.859 | 20343642 | 01.141 | 26744 | 5 |

Resolution No. 8: Ratification of remuneration to the Cost Auditors

| Votes in favour of resolution | | Votes against the resolution | | Invalid votes | Votes abstained |
|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|-----------------|
| No. of votes | % of total number of valid votes cast | No. of votes | % of total number of valid votes cast | Nos. | Nos. |
| 1783515637 | 99.979 | 383228 | 00.021 | 26744 | 5 |

Resolution No. 9: Renewal of the "Technology and Know How" Agreement with Holcim Technology Ltd., a Related Party

| Votes in favour of resolution | | Votes against the resolution | | Invalid votes | Votes abstained |
|-------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------|-----------------|
| No. of votes | % of total number of valid votes cast | No. of votes | % of total number of valid votes cast | Nos. | Nos. |
| 471133321 | 89.006 | 58194783 | 10.994 | 26744 | 1254570766 |

A pen drive containing a list of equity shareholders who have voted "FOR", "AGAINST" for each resolution is enclosed.

Poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.



Surendra U Kanstiya
Practising Company Secretary
FCS 2777. CP 1744



Place: Ambuja Nagar
Date: 15.06.2018