



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

16 August 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
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Dear Sirs,

Sub: Submission of Voting Results and Scrutiniser's Report

We wish to inform you that the Annual General Meeting of the Company was held on Friday, the 16th August 2024, through Video Conferencing 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 dated 10th August 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

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	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	16-08-2024
Start time of the meeting	10:00 AM
End time of the meeting	10:36 AM



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	22-05-2024
Date of Issuance of Report to the company	16-08-2024



Voting results	
Record date	09-08-2024
Total number of shareholders on record date	80556
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	3
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	41
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	



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 2024				
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	99931374	99931374	100	99931374	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		99931374	99931374	100	99931374	0	100
Public-Institutions	E-Voting	88572311	80543966	90.9358	80543966	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		88572311	80543966	90.9358	80543966	0	100
Public- Non Institutions	E-Voting	47788695	6000867	12.5571	6000804	63	99.999	0.001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47788695	6000867	12.5571	6000804	63	99.999
Total		236292380	186476207	78.9176	186476144	63	100	0
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of dividend for the year 2023-2024 at the rate of Rs.2.50/- per share				
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	99931374	99931374	100	99931374	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		99931374	99931374	100	99931374	0	100
Public-Institutions	E-Voting	88572311	84014703	94.8544	84014703	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		88572311	84014703	94.8544	84014703	0	100
Public- Non- Institutions	E-Voting	47788695	6000867	12.5571	6000847	20	99.9997	0.0003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47788695	6000867	12.5571	6000847	20	99.9997
Total		236292380	189946944	80.3864	189946924	20	100	0
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?				Yes				
Description of resolution considered				Reappointment 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	99931374	99931374	100	99931374	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		99931374	99931374	100	99931374	0	100
Public- Institutions	E-Voting	88572311	84014703	94.8544	78619687	5395016	93.5785	6.4215
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		88572311	84014703	94.8544	78619687	5395016	93.5785
Public- Non Institutions	E-Voting	47788695	6000867	12.5571	6000792	75	99.9988	0.0012
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47788695	6000867	12.5571	6000792	75	99.9988
Total		236292380	189946944	80.3864	184551853	5395091	97.1597	2.8403
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(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reappointment of Dr.M.S.Krishnan (DIN: 08539017) as Independent Director for a period 5 years from 03.09.2024 to 02.09.2029				
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	99931374	99931374	100	99931374	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		99931374	99931374	100	99931374	0	100
Public- Institutions	E-Voting	88572311	84014703	94.8544	70980788	13033915	84.4862	15.5138
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		88572311	84014703	94.8544	70980788	13033915	84.4862
Public- Non Institutions	E-Voting	47788695	6000867	12.5571	6000743	124	99.9979	0.0021
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47788695	6000867	12.5571	6000743	124	99.9979
Total		236292380	189946944	80.3864	176912905	13034039	93.1381	6.8619
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(5)								
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.7,00,000/- (exclusive of GST and out of pocket expenses) to M/s.Geeyes & Co., Cost Accountants, Cost Auditors of the Company, for the financial year 2024-25				
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	99931374	99931374	100	99931374	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		99931374	99931374	100	99931374	0	100
Public-Institutions	E-Voting	88572311	84014703	94.8544	84014703	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		88572311	84014703	94.8544	84014703	0	100
Public- Non Institutions	E-Voting	47788695	6000867	12.5571	6000783	84	99.9986	0.0014
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47788695	6000867	12.5571	6000783	84	99.9986
Total		236292380	189946944	80.3864	189946860	84	100	0
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	



Srinivasan Krishnaswami
Chartered Accountant

16th August 2024

The Chairman
The Ramco Cements Limited
Ramamandiram
Rajapalayam - 626117

Dear Sir,

Sub: Remote e-voting [Prior to and at the Annual General Meeting (AGM)] in respect of your Company's 66th Annual General Meeting (AGM) on 16th August 2024 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 66th 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) General circular dated 25th September 2023 and SEBI circular dated 7th October 2023.
2. The items of business set out in the notice convening the AGM and covered by the remote e-voting process were:

Ordinary Business : 1

To consider and pass the following Resolution, as an Ordinary Resolution:

"RESOLVED THAT the Company's Separate and Consolidated Audited Financial Statements for the year ended 31st March 2024, and the Reports of the Board of Directors and Auditors thereon be and are hereby considered and adopted."

Ordinary Business : 2

To consider and pass the following Resolution, as an Ordinary Resolution:

"RESOLVED THAT a Dividend of Rs.2.50 per Share be and is hereby declared for the year ended 31st March 2024 and the same be paid to those shareholders whose names appear in the Register of Members maintained by the Company and the Register of Beneficial Owners maintained by the Depositories as on 9th August 2024."



Ordinary Business : 3

To consider and pass the following Resolution, as an Ordinary Resolution:

“RESOLVED THAT Shri.P.R.Venketrama Raja (DIN: 00331406), who retires by rotation, be and is hereby reappointed as a Director of the Company.”

Special Business : 4

To consider and pass the following Resolution, as a Special Resolution:

“RESOLVED that pursuant to Section 149, 152 and such other provisions as applicable, of the Companies Act, 2013 and the Rules thereunder, Dr. M.S. Krishnan (DIN: 08539017), Independent Director of the Company, whose term ends on 02-09-2024 be reappointed as Independent Director for another term of 5 years starting from 03-09-2024 to 02-09-2029.”

Special Business : 5

To consider and pass the following Resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and Rule 14 of Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs.7,00,000/- (Rupees Seven lakhs only) exclusive of GST and Out-of-pocket expenses, payable to M/s. Geeyes & Co., Cost Accountants (Firm Registration No: 000044) appointed as the Cost Auditors of the Company by the Board of Directors, for the financial year 2024-25 for auditing the Cost Records relating to manufacture of cement and generation of wind energy, be and is hereby ratified.”

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. Shares lying in Investor Education Protection Fund (IEPF) and Escrow accounts were not considered for remote e-voting.
5. Central Depository Services (India) Limited (CDSL), the agency selected by your Company to provide a secure e-voting platform for the remote e-voting process, allotted E-Voting Serial Number (EVSN) 240808003 for the same. CDSL also provided the web-based platform for conducting the AGM through VC.
6. 9th August 2024 was fixed as the cut-off date for determining the eligibility to vote.



Srinivasan Krishnaswami
Chartered Accountant

7. The remote e-voting facility prior to the AGM was made available from 9.00 AM on 13th August 2024 to 5.00 PM on 15th August 2024.
8. The Company Secretary announced that the remote e-voting facility was made available by CDSL during and fifteen minutes after 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.
9. The prescribed particulars with regard to the remote e-voting process were duly advertised on 19th July 2024 in Trinity Mirror (English – All Editions), Makkal Kural (Tamil – All Editions), Business Standard (English – All Editions), Business Line (English – All Editions), The New Indian Express (English – Combined Chennai Edition) and Dinamani (Tamil – Combined Chennai Edition). 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.
10. Notice convening the 66th AGM (along with the Annual Report for the financial year ended 31 March 2024) was sent to the 79,126 Members on 18th July 2024. Further, the Company ON 18th July 2024, had published the Notice on its website.

Physical copies of the AGM Notice and Annual Report were sent to the Members, those who had specifically requested for the same, in view of the exemption provided by MCA and SEBI vide their Circulars referred above.

11. Notice convening the 66th AGM was also sent to the Directors, Auditors and Debenture Trustees on 18th July 2024 and filed with NSE and BSE on their online portal on the same date.
12. On the completion of the e-voting process:
 - 12.1 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.
 - 12.2 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.
13. I have also verified and confirm that:
 - 13.1. No voting rights had been exercised in respect of the equity shares lying in IEPF. No member who had exercised their vote through remote e-voting facility, participated in the e-voting process at the AGM.
14. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.



Srinivasan Krishnaswami
Chartered Accountant

15. The combined results of voting through remote e-voting prior to and at the AGM 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	332	186,476,207	9	1,457,950	185,018,257	319	185,018,194	99.99997%	4	63	0.00003%
2	334	189,946,944	9	1,457,950	188,488,994	323	188,488,974	99.99999%	2	20	0.00001%
3	340	189,946,944	9	1,457,950	188,488,994	280	184,322,932	97.78976%	51	4,166,062	2.21024%
4	335	189,946,944	9	1,457,950	188,488,994	232	175,584,426	93.15368%	94	12,904,568	6.84632%
5	334	189,946,944	9	1,457,950	188,488,994	319	188,488,910	99.99996%	6	84	0.00004%

16. All the Five resolutions have been passed with requisite majority.

B. J. Roy

Srinivasan Krishnaswami
Chartered Accountant
Membership Number: 021510
Scrutiniser
UDIN: 24021510BKAHFA1218
Chennai
16 August 2024



For THE RAMCO CEMENTS LIMITED,

K. Selvanayagam
K. SELVANAYAGAM
SECRETARY