



THE RAMCO CEMENTS LIMITED

Corporate Office:

Auras Corporate Centre, V Floor,
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

21 August 2025

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 Sirs,

Sub: Disclosure under Regulation 30 of SEBI (LODR), 2015 – Update on Acquisition of shares of Ramco Windfarms Limited.

In continuation of our letter dated 7th August 2025, we wish to inform you that, today (21.08.2025) we have completed the acquisition of 28.50% of equity shares of Ramco Windfarms Limited (“Target Company”). The acquisition had been completed at 5.11 PM.

Consequent to the acquisition, the target company has become a Wholly Owned Subsidiary (“WOS”) of our company with effect from 21.08.2025.

The disclosure as required under Sub-para 1 Para A of Part A of Schedule III of SEBI LODR, 2015 read with Annexure 18 of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 is enclosed.

Thanking you,

Yours faithfully,

For **THE RAMCO CEMENTS LIMITED,**

K.SELVANAYAGAM
SECRETARY

Encl: as above



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The disclosure required under Sub-Para 1 Para A of Part A of Schedule III of SEBI-LODR, 2015 read with Annexure 18 of SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024.

S. No	Particulars	Description																		
1	Name of the Target Entity, details in brief such as size, turnover etc.	Name: Ramco Windfarms Limited CIN : U40109TN2013PLC093905 Authorised Capital: Rs.1,00,00,000 Paid up Capital: Rs.1,00,00,000 Turnover: Rs.803.20 Lakhs for the year 2024-2025																		
2	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 Transaction would fall within the related party transaction. The target company is a subsidiary.																		
<p>Acquisition of shares of Ramco Windfarms Limited from the following Related Parties:</p> <table border="1"> <thead> <tr> <th>Name of the Related Party</th><th>No. of Shares of Rs.1/- each held in Target Company</th><th>Percentage of Shareholding in the equity capital</th></tr> </thead> <tbody> <tr> <td>Rajapalayam Mills Limited</td><td>832000</td><td>8.32</td></tr> <tr> <td>Sri Vishnu Shankar Mill Limited</td><td>615000</td><td>6.15</td></tr> <tr> <td>The Ramaraju Surgical Cotton Mills Ltd</td><td>616000</td><td>6.16</td></tr> <tr> <td>Sandhya Spinning Mills Limited</td><td>153000</td><td>1.53</td></tr> <tr> <td>Rajapalayam Textile Limited</td><td>634000</td><td>6.34</td></tr> </tbody> </table> <p>Since the Target Company is an unlisted company, a valuation report is obtained from Saffron Capital Advisors Private Limited, a SEBI Registered Category 1 Merchant Banker. The transaction would be carried out as per the valuation report obtained, thus the transaction would be at arm’s length basis.</p>			Name of the Related Party	No. of Shares of Rs.1/- each held in Target Company	Percentage of Shareholding in the equity capital	Rajapalayam Mills Limited	832000	8.32	Sri Vishnu Shankar Mill Limited	615000	6.15	The Ramaraju Surgical Cotton Mills Ltd	616000	6.16	Sandhya Spinning Mills Limited	153000	1.53	Rajapalayam Textile Limited	634000	6.34
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3	Industry to which the entity being acquired belongs;	Electric power generation through windmills, transmission and distribution.																		



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4	Objects and impact of acquisition (including but not limited to, disclosure of reasons or acquisition of target entity, if its business is outside the main line of business of the listed entity);	<p>To make target company as a WOS.</p> <p>Holding the shares of Target Company by the shareholders enabled them to receive power for captive consumption from Target Company.</p> <p>From October 2023, the entire power generated by the target company is being consumed by the company. The other shareholders have also identified and started sourcing alternative power through solar. Coupled with their EB supply, they have become overall self-sufficient for power requirement.</p> <p>Hence, there is no more need for the other shareholders to hold shares in target company.</p>
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
6	Indicative time period for completion of the acquisition	The acquisition had been completed on 21.08.2025.
7	Consideration - whether cash consideration or share swap and details of the same;	Cash Consideration
8	Cost of acquisition or the price at which the shares are acquired;	As per the valuation report obtained from Saffron Capital Advisors Private Limited, the shares had been acquired at Rs.1.00 per share, entailing an outgo of Rs.28.50 lakhs for the Company.
9	Percentage of shareholding / control acquired and / or number of shares acquired;	The Company had acquired 28,50,000 equity shares (28.5%). Consequently, the Company holds 100 % of the capital of the target company (comprising 1,00,00,000 equity shares of Rs. 1/- each).



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10	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>Target Company was incorporated in India on 26th November 2013 and has its registered office at “Auras Corporate Centre”, 5th Floor 98-A Dr Radhakrishnan Road, Mylapore, Chennai, Tamil Nadu, India, 600004</p> <p>The turnover of the Target Company during the last 3 years.</p> <table><tr><th>Financial Year</th><th>Turnover (Rs. In Lakhs)</th></tr><tr><td>2024-25</td><td>803.20</td></tr><tr><td>2023-24</td><td>1514.69</td></tr><tr><td>2022-23</td><td>1351.44</td></tr></table>	Financial Year	Turnover (Rs. In Lakhs)	2024-25	803.20	2023-24	1514.69	2022-23	1351.44
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