



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

25 April 2025

National Stock Exchange of India Limited, Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.	BSE Limited, Floor 25, "P.J.Towers", Dalal Street, Mumbai – 400 001.
Symbol : RAMCOCEM	Scrip Code : 500260

Dear Sirs,

Sub: Outcome of the Board Meeting held on 25.04.2025, under Clause 16 of
Para A, Part B, Schedule III, read with Regulation 30 of SEBI - LODR

The Company has a consolidated Board Resolution for the purpose of borrowing, including for the maximum borrowing limit and for issue of Non-Convertible Debentures and Commercial Papers.

At the Board Meeting held today (25.04.2025), for operational convenience, the said borrowing resolution has been trifurcated and separate resolutions had been passed for borrowings including for the maximum limit, for issue of debentures and issue of commercial papers.

The Certified True Copy of the resolutions, passed for issue of debentures and issue of commercial papers are enclosed.

The proposal to issue debentures and commercial papers is to take advantage of the reduction in the interest rates.

We confirm that there is no change in the overall borrowing limits of the Company.





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In accordance with Point No: A-4 of Annexure I of SEBI Circular No: CIR/CFD/
CMD/4/2015 dated September 09, 2015, we wish to inform the following:

Time of commencement of the Board Meeting - 03.20 PM

Time of completion of the Board Meeting - 03.40 PM

We request you to take the same on record.

Thanking you,

Yours faithfully,

For **THE RAMCO CEMENTS LIMITED**,

K.SELVANAYAGAM
SECRETARY

KSN .



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**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED
AT THE BOARD MEETING HELD ON 25.04.2025**

“RESOLVED THAT pursuant to the provisions of Sections 42, 71, 179 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, approval of the Board be and is hereby accorded to offer or invite subscriptions for Secured Redeemable Non-Convertible Debentures in one or more series / tranches / currencies, or on private placement basis, so however the maximum outstanding shall not exceed Rs.2,000 crores at any point of time, which would be within the maximum overall borrowing limit for the company, as approved by the Board from time to time.

RESOLVED FURTHER THAT approval of the Board be and is hereby given for the Debenture Allotment Committee comprising of

Shri.P.R.Venketrama Raja, Managing Director
Shri.A.V.Dharmakrishnan, Chief Executive Officer
Shri.S.Vaithiyanathan, Chief Financial Officer

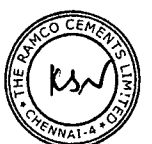
to finalise the terms and timing of the issue(s), including quantum of issue, purpose, interest rate, class of investors to whom the debentures are to be allotted, number of debentures to be allotted in each tranche, issue price, face value, premium amount in issue, redemption, security, etc.

RESOLVED FURTHER THAT the following officials, viz.

- I. Shri.A.V.Dharmakrishnan, Chief Executive Officer – Singly (or)
- II. Shri.S.Vaithiyanathan, Chief Financial Officer and Shri.D.Satish Kumar, Vice President – Treasury jointly

be and are hereby authorised to

- * Sign, modify, submit Information Memorandum / PAS-4 / Disclosure Document as required under Statutory Regulations.
- * Sign and submit Information Memorandum to the subscribers





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- * Make and accept any modifications in the proposals as may be required by the authorities involved in such issue(s) and to do all acts, deeds, matters and things and to settle any questions or difficulties that may arise in regard to the issue(s).
- * Finalise on opening of Bank Accounts, appointing rating agencies, trustees, agents, advisors, arrangers, etc. for the purpose of such issue of debentures.
- * Appoint Lead Manager(s) / Bankers / Trustees and such others as may be necessary and remunerate them and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with them.
- * Sign and submit applications, forms, agreements, deeds and such other documents as may be necessary and required by Merchant Bankers, Debenture Trustees and such other authorities / entities involved in the Debenture Issue.
- * Create necessary charges, viz. pari-passu first charge by way of hypothecation of the movable fixed assets of the Company (both present and future) and/or pari-passu first charge by way of mortgage of the immovable properties of the Company (both present and future) as may be finalised for the issue and to execute necessary documents for creation of charge.

RESOLVED FURTHER THAT the Company do apply for listing of such debentures as may be issued, with BSE Limited and/or National Stock Exchange of India Limited, as considered necessary and that Shri.K.Selvanayagam, Secretary or Shri.P.C.Vijay, Manager – Secretarial of the Company, be and are hereby authorised to sign and submit applications, forms, agreements, deeds and such other documents as may be necessary and required by the Stock Exchanges, for obtaining in-principle approval, listing approval and also for filing necessary returns with Ministry of Corporate Affairs and such other Authorities and to apply to the National Securities Depository Limited and Central Depository Services (India) Limited for admission of the Debentures (for obtaining ISIN) , as considered necessary.





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RESOLVED FURTHER THAT the Debenture Allotment Committee shall as considered necessary, may authorise any official of the Company to appear and attend before the concerned Registrar/Sub-Registrar of Assurances, for execution and admission / registration of debenture trust deeds and any other documents and to do all such acts, deeds, matters and things as may be deemed necessary.

COMMON SEAL

RESOLVED FURTHER THAT the Common Seal of the Company be affixed wherever necessary in the presence of any of the following officials of the Company, viz.

1. Shri.S.Vaithiyanathan, Chief Financial Officer
2. Shri.D.Satish Kumar, Vice President – Treasury

and countersigned by any one of the following officials of the Company, viz.

1. Shri.G.Ramanarayanan, General Manager – Corporate Accounts
2. Shri.S.Ganesh, Deputy General Manager – Treasury & Taxation.

RESOLVED FURTHER THAT a copy of the above Resolution certified by the Secretary of the Company be forwarded to Banks / Mutual Funds / Financial Institutions / Stock Exchanges / Depositories / Trustees for being acted thereon."

CERTIFIED TRUE COPY
For THE RAMCO CEMENTS LIMITED,

K. Selvanayagam

K. SELVANAYAGAM
Secretary - Membership No.A3871
"Auras Corporate Centre", 5th Floor
No.98-A, Dr. Radhakrishnan Salai
Mylapore, Chennai-600 004.



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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE BOARD MEETING HELD ON 25.04.2025

“RESOLVED THAT within the overall borrowing limits, as approved by the Board of Directors from time to time, the Company be and is hereby authorised to borrow through issuance of Commercial Papers, so however the maximum outstanding shall not exceed Rs.2,000 crores at any point of time.

RESOLVED FURTHER THAT the following officials of the Company, viz.

1. Shri.S.Vaithiyanathan, Chief Financial Officer
2. Shri.D.Satish Kumar, Vice President – Treasury

be and are hereby severally authorised to

- * Sign Deal Sheet & Offer Letter along with other documents
- * Sign Demand Promissory Note
- * Certify Deal Sheet
- * Sign and submit Information Memorandum to the subscribers
- * Sign for E-Stamp
- * Sign Application to Depositories for ISIN allotment
- * Set up of Corporate Action for allotment of Securities and credit of the units to the subscribers' demat account and for redemption.

and submit such other documents, forms, agreements, etc. as may be necessary for borrowing short term monies through Commercial Papers.

RESOLVED FURTHER THAT the Company do apply for listing of such Commercial Papers as may be issued, with BSE Limited and/or National Stock Exchange of India Limited, as considered necessary and that Shri.K.Selvanayagam, Secretary or Shri.P.C.Vijay, Manager – Secretarial of the Company, be and are hereby authorised to sign and submit applications, forms, agreements, deeds and such other documents as may be necessary and required by the Stock Exchanges where the Commercial Papers are going to be listed and also for filing necessary returns with Ministry of Corporate Affairs and such other Authorities and to apply to the National Securities Depository Limited and Central Depository





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Services (India) Limited for admission of the Commercial Papers, as considered necessary.

RESOLVED FURTHER THAT the Common Seal of the Company be affixed wherever necessary in the presence of any of the following officials of the Company, viz.

1. Shri.S.Vaithiyanathan, Chief Financial Officer
2. Shri.D.Satish Kumar, Vice President – Treasury

and countersigned by any one of the following officials of the Company, viz.

1. Shri.G.Ramanarayanan, General Manager – Corporate Accounts
2. Shri.S.Ganesh, Deputy General Manager – Treasury & Taxation.

RESOLVED FURTHER THAT a copy of the above Resolution certified by the Secretary of the Company be forwarded to Banks / Mutual Funds / Financial Institutions / Stock Exchanges / Depositories for being acted thereon."

CERTIFIED TRUE COPY
For THE RAMCO CEMENTS LIMITED,

K Selvanayagam

K. SELVANAYAGAM
Secretary - Membership No.A3871
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