



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

5 August 2017

National Stock Exchange of India Limited,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.

Scrip Code:RAMCOCEM

BSE Limited,
Floor 25, "P.J.Towers",
Dalal Street, Mumbai – 400 001.

Scrip Code:500260

Dear Sirs,

Sub: Compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that the Annual General Meeting of the Equity Shareholders of the Company was held on Friday, the 4th August 2017, at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam - 626 108, Tamil Nadu.

All the resolutions had been passed with requisite majority. The details regarding the voting results in the prescribed format are enclosed.

The Scrutiniser's Report issued by Mr.K.Srinivasan, Chartered Accountant, Scrutiniser is also enclosed.

Thanking you,

Yours faithfully,
For **THE RAMCO CEMENTS LIMITED**,

K.Selvanayagam
K.SELVANAYAGAM
SECRETARY

Encl : As above

THE RAMCO CEMENTS LIMITED

59th Annual General Meeting – Voting Results

[Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of AGM	4 th August 2017
Total Number of shareholders on record date	30240
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	6
Public	31
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	0
Public	0

Resolution No.	1
Resolution Required : Ordinary	Adoption of Financial Statements for the year ended 31 st March 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
Promoter and Promoter Group	E-Voting	100705560	100705560	100.0000	100705560	0	100.0000	0
	Poll							
	Total	100705560	100705560	100.0000	100705560	0	100.0000	0
Public - Institutions	E-Voting	85434521	53350479	62.4460	53273733	76746	99.8561	0.1439
	Poll		524800	0.6143	524800	0	100.0000	0
	Total	85434521	53875279	63.0603	53798533	76746	99.8575	0.1425
Public - Non-Institutions	E-Voting	49449784	5115066	10.3440	5115066	0	100.0000	0
	Poll		252123	0.5099	252123	0	100.0000	0
	Total	49449784	5367189	10.8539	5367189	0	100.0000	0
TOTAL		235589865	159948028	67.8926	159871282	76746	99.9520	0.0480



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Resolution No.	2
Resolution Required : Ordinary	Declaration of Dividend for the year 2016-2017
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
Promoter and Promoter Group	E-Voting	100705560	100705560	100.0000	100705560	0	100.0000	0
	Poll							
	Total		100705560	100705560	100.0000	100705560	0	100.0000
Public - Institutions	E-Voting	85434521	54879981	64.2363	54879981	100.0000	0	0
	Poll		524800	0.6143	524800	100.0000	0	0
	Total		85434521	55404781	64.8506	55404781	100.0000	0
Public - Non-Institutions	E-Voting	49449784	5115066	10.3440	5115066	100.0000	0	0
	Poll		252123	0.5099	252123	100.0000	0	0
	Total		49449784	5367189	10.8538	5367189	100.0000	0
TOTAL		235589865	161477530	68.5418	161477530	100.0000	0	0

Resolution No.	3
Resolution Required : Ordinary	Reappointment of Shri.P.R.Venketrama Raja, as Director
Whether promoter/promoter group are interested in the agenda/resolution	Shri.P.R.Venketrama Raja, Promoter, is interested in this resolution as an appointee.

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
Promoter and Promoter Group	E-Voting	100705560	98759100	98.0672	98759100	0	100.0000	0
	Poll							
	Total		100705560	98759100	98.0672	98759100	0	100.0000
Public - Institutions	E-Voting	85434521	54879981	64.2363	53309804	1570177	97.1389	2.8611
	Poll		524800	0.6143	524800	0	100.0000	0
	Total		85434521	55404781	64.8506	53834604	1570177	97.1660
Public - Non-Institutions	E-Voting	49449784	5115066	10.3440	5114964	102	99.9980	0.0020
	Poll		252123	0.5099	252123	0	100.0000	0
	Total		49449784	5367189	10.8538	5367087	102	99.9981
TOTAL		23,55,89,865	159531070	67.7156	157960791	1570279	99.0157	0.9843



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Resolution No.	4
Resolution Required : Ordinary	Appointment of M/s.Ramakrishna Raja And Co., Chartered Accountants, and M/s.SRSV & Associates, Chartered Accountants, as 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
Promoter and Promoter Group	E-Voting	100705560	100705560	100.0000	100705560	0	100.0000	0
	Poll							
	Total		100705560	100705560	100.0000	100705560	0	100.0000
Public - Institutions	E-Voting	85434521	54879981	64.2363	54879981	0	100.0000	
	Poll		524800	0.6143	524800	0	100.0000	
	Total		85434521	55404781	64.8506	55404781	0	100.0000
Public - Non-Institutions	E-Voting	49449784	5115066	10.3440	5114964	102	99.9980	0.0020
	Poll		252123	0.5099	252123	0	100.0000	0
	Total		49449784	5367189	10.8538	5367087	102	99.9981
TOTAL		23,55,89,865	161477530	68.5418	161477428	102	99.9999	0.0001

Resolution No.	5
Resolution Required : Special	Appointment of Shri.P.R.Venketrama Raja, as Managing Director
Whether promoter/promoter group are interested in the agenda/resolution	Shri.P.R.Venketrama Raja, Promoter, is interested in this resolution as an appointee.

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
Promoter and Promoter Group	E-Voting	100705560	98759100	98.0672	98759100	0	100.0000	0
	Poll					0	0	0
	Total		100705560	98759100	98.0672	98759100		100.0000
Public - Institutions	E-Voting	85434521	54879981	64.2363	44863283	1,00,16,698	81.7480	18.2520
	Poll		524800	0.6143	524800	0	100.0000	0
	Total		85434521	55404781	64.8506	45388083	1,00,16,698	81.9209
Public - Non-Institutions	E-Voting	49449784	4122119	8.3360	4122017	102	99.9975	0.0025
	Poll		252123	0.5099	252123	0	100.0000	0
	Total		49449784	4374242	8.8458	4374140	102	99.9977
TOTAL		235589865	158538123	67.2941	148521323	10016800	93.6818	6.3182



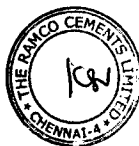
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Resolution No.	6
Resolution Required : Special	Approval for making offer or invitation to subscribe to Secured Non-Convertible Debentures
Whether promoter/promoter group are interested in the agenda/resolution	No

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
Promoter and Promoter Group	E-Voting	100705560	100705560	100.0000	100705560	0	100.0000	0
	Poll							
	Total	100705560	100705560	100.0000	100705560	0	100.0000	0
Public - Institutions	E-Voting	85434521	54879981	64.2363	54879981	0	100.0000	0
	Poll		524800	0.6143	524800	0	100.0000	0
	Total	85434521	55404781	64.8506	55404781	0	100.0000	0
Public - Non-Institutions	E-Voting	49449784	5115066	10.3440	5115066	0	100.0000	0
	Poll		252123	0.5099	252123	0	100.0000	0
	Total	49449784	5367189	10.8538	5367189		100.0000	0
TOTAL		235589865	161477530	68.5418	161477530	0	100.0000	0

Resolution No.	7
Resolution Required : Ordinary	Ratification of fee payable to M/s.Geeyes & Co., Cost Accountants, Cost Auditors of the Company, for the financial year 2017-18
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
Promoter and Promoter Group	E-Voting	100705560	100705560	100.0000	100705560	0	100.0000	0
	Poll							
	Total	100705560	100705560	100.0000	100705560	0	100.0000	0
Public - Institutions	E-Voting	85434521	54879981	64.2363	54879981	0	100.0000	
	Poll		524800	0.6143	524800	0	100.0000	
	Total	85434521	55404781	64.8506	55404781	0	100.0000	
Public - Non-Institutions	E-Voting	49449784	5115066	10.3440	5115026	40	99.9992	0.0008
	Poll		252123	0.5099	252123	0	100.0000	0
	Total	49449784	5367189	10.8538	5367149	40	99.9993	0.0007
TOTAL		23,55,89,865	161477530	68.5418	161477490	40	100.0000	0.0000



For THE RAMCO CEMENTS LIMITED,

K. Selvanayagam

K. SELVANAYAGAM
SECRETARY

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Trichy 620001 Chennai 600017
Phone: 0431-2140542 Phone: 044-42059739/45008214

Email: srinivasan.k@msjnk.com

Scrutiniser's Report

*[Pursuant to Section 108 of the Companies Act, 2013, and Rule 20 of the
Companies (Management and Administration) Rules, 2014]*

The Chairman
The Ramco Cements Limited
'Ramamandiram'
Rajapalayam 626117

Dear Sir,

Sub: E-voting and ballot process in respect of your Company's 59th Annual General meeting (AGM) held on 04 August 2017 - submission of Scrutiniser's report

1. I, K.Srinivasan, Practicing Chartered Accountant and Partner of M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, 5, GF, Abirami Apartments, 14 VOC Road, Cantonment, Trichy 620001, have been appointed as Scrutiniser by the Board of Directors of The Ramco Cements Limited, ("the Company") for the purpose of scrutinising the e-voting process and the continuation of the ballot process at the AGM and ascertaining the requisite majority on voting process carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 on the 7 resolutions contained in the notice convening the 59th AGM of the members of the Company, held at 10:15 AM on Friday, the 04th August 2017 at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam- 626108.
2. 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 and the continuation of the ballot process at the AGM on the resolutions contained in the notice of the AGM to the members of the Company. My responsibility is to conduct the ballot process at the AGM and scrutinise the remote e-voting process in a fair and transparent manner and make a consolidated scrutiniser's report of the total votes cast in favour or against.
3. The equity shares lying in Unclaimed Shares Suspense Account on which voting rights were frozen in terms of Schedule VI of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') were not considered in the ballot process.
4. The Chairman announced that the ballot process be carried out at the AGM venue, to enable those members who were present in person or through proxy but had not voted through remote e-voting, to exercise their voting rights. I displayed to the members present an empty ballot box meant to be used for the ballot process and locked that. I also authenticated ballot papers in Form No. MGT-12 for use in the ballot process and had them distributed to the members at the AGM hall who wanted to vote.



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Email: srinivasan.k@msjnk.com

5. On the completion of the voting through ballot process:
- 5.1. I opened the ballot box in the presence of two witnesses not in the employment of the Company.
 - 5.2. I also unblocked the votes cast through remote e-voting in the presence of two witnesses not in the employment of the Company.
 - 5.3. I scrutinised the votes cast through remote e-voting and in the ballot process, and validated the same with the list of eligible members and their holding as on the cut-off date.
6. I have also verified and confirm that:
- 6.1. No voting rights were exercised in respect of the equity shares lying in Unclaimed Shares Suspense Account in terms of LODR.
 - 6.2. No member who had exercised their vote through remote e-voting facility, participated in the ballot process at the AGM.
7. I have recorded the particulars of the votes cast through remote e-voting and ballot process in a separate register maintained in electronic form.
8. The items of business set out in the notice convening the AGM and covered by the e-voting/ ballot process were:

Resolution No	Brief Text of Resolution	Type
1	ADOPTION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017	Ordinary Resolution
2	DECLARATION OF DIVIDEND FOR THE YEAR 2016-17	Ordinary Resolution
3	REAPPOINTMENT OF SHRI.P.R.VENKETRAMA RAJA, AS DIRECTOR	Ordinary Resolution
4	APPOINTMENT OF M/S.RAMAKRISHNA RAJA AND CO., CHARTERED ACCOUNTANTS, AND M/S. SRSV & ASSOCIATES, CHARTERED ACCOUNTANTS, AS AUDITORS	Ordinary Resolution
5	APPOINTMENT OF SHRI.P.R.VENKETRAMA RAJA, AS MANAGING DIRECTOR	Special Resolution
6	APPROVAL OF MAKING OFFER OR INVITATION TO SUBSCRIBE TO SECURED NON-CONVERTIBLE DEBENTURES	Special Resolution
7	RATIFICATION OF FEE PAYABLE TO M/S. GEEYES & CO., COST ACCOUNTANTS, COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2017-18	Ordinary Resolution



K.SRINIVASAN
CHARTERED ACCOUNTANT

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 Phone: 0431-2140542 Phone: 044-42059739/45008214

Email: srinivasan.k@msjnk.com

9. The consolidated results of the voting through remote e-voting and the ballot process at the AGM venue are as under:

Resolution No.	Total valid ballots/votes		Valid ballots/ votes in favour of the resolution			Valid ballots/ votes against the resolution			Ballots containing no voting
	Ballots	Votes cast	Ballots	Votes cast	% of votes	Ballots	Votes cast	% of votes	
1.	254	159,948,028	246	159,871,282	99.9520%	1	76,746	0.0480%	7
2.	254	161,477,530	254	161,477,530	100.0000%				
3.	254	159,531,070	240	157,960,791	99.0157%	13	1,570,279	0.9843%	1
4.	254	161,477,530	253	161,477,428	99.9999%	1	102	0.0001%	
5.	254	158,538,123	209	148,521,323	93.6818%	43	10,016,800	6.3182%	2
6.	254	161,477,530	254	161,477,530	100.0000%				
7.	254	161,477,530	253	161,477,490	100.0000%	1	40	0.0000%	

10. All the five (5) ordinary resolutions and two (2) special resolutions have been passed with the requisite majority on the date of the AGM, namely 04 August 2017.

K. Srinivasan
K.Srinivasan
 Chartered Accountant
 Membership No. 021510

Chennai
 05 August 2017

For THE RAMCO CEMENTS LIMITED,

K. Selvanayagam
K. SELVANAYAGAM
 SECRETARY

