

K.SRINIVASAN
CHARTERED
ACCOUNTANT

Flat 5, GF, Abirami Apartments #303, Real Enclave, #22 Josier Street
14 VOC Road, Cantonment Nungambakkam
Trichy 620001 Chennai 600034
Phone: 0431-2140552 Phone: 044-42059739/45008214

Email:mail@msjnk.com

FORM No. MGT-13
SCRUTINIZER'S REPORT

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014

To

The Chairman

57th Annual General Meeting of The Ramco Cements Limited
Held on Thursday, the 06th August 2015 at Rajapalayam

I, K.Srinivasan, Practicing Chartered Accountant and Partner of M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, 303, Real Enclave, 22 Josier Street, Nungambakkam, Chennai 600034, have been appointed as Scrutinizer by the Board of Directors of The Ramco Cements Limited, ("the Company") for the purpose of poll taken on the below mentioned resolutions at the meeting of the Equity Shareholders of The Ramco Cements Limited, held at 10:15 AM on Thursday, the 06th day of August 2015 at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam 626108, submit my report as under.

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the company
3. I did not find any poll papers invalid
4. The results of the poll are as under

Resolution No	1
Nature of Resolution	Ordinary Resolution
Subject Matter	ADOPTION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	9	24,07,085	100.00%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

Resolution No	2
Nature of Resolution	Ordinary Resolution
Subject Matter	DECLARATION OF DIVIDEND at Rs.1.50 PER SHARE FOR THE YEAR 2014-15

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	9	24,07,085	100.00%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

Resolution No	3
Nature of Resolution	Ordinary Resolution
Subject Matter	APPOINTMENT OF SHRI.P.R.VENKETRAMA RAJA AS DIRECTOR, WHO RETIRES BY ROTATION

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	9	24,07,085	100.00%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

Resolution No	4
Nature of Resolution	Ordinary Resolution
Subject Matter	RATIFICATION OF APPOINTMENT OF M/S.M.S.JAGANNATHAN & N.KRISHNASWAMI, CHARTERED ACCOUNTANTS AND M/S.CNGSN & ASSOCIATES LLP, CHARTERED ACCOUNTANTS, AS AUDITORS

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	9	2,12,135	8.81%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	21,94,950	91.19%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

Resolution No	5
Nature of Resolution	Ordinary Resolution
Subject Matter	APPOINTMENT OF JUSTICE SMT.CHITRA VENKATARAMAN (RETD.) AS AN INDEPENDENT DIRECTOR

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	9	24,07,085	100.00%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

Resolution No	6
Nature of Resolution	Ordinary Resolution
Subject Matter	RATIFICATION OF FEE PAYABLE TO M/S.GEEYES & CO., COST ACCOUNTANTS, APPOINTED AS COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEARS 2014- 15, 2015-16 AND 2016-17

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	9	24,07,085	100.00%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

Resolution No	7
Nature of Resolution	Special Resolution
Subject Matter	CREATION OF CHARGE BY WAY MORTGAGE, HYPOTHECATION, ETC. ON THE MOVABLE / IMMOVABLE PROPERTIES OF THE COMPANY

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	9	24,07,085	100.00%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

Resolution No	8
Nature of Resolution	Special Resolution
Subject Matter	APPROVAL FOR MAKING OFFER OR INVITATION TO SUBSCRIBE TO SECURED NON-CONVERTIBLE DEBENTURES

(i) Voted in favour of the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	9	24,07,085	100.00%

(ii) Voted against the resolution			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

(iii) Invalid votes			
Details of voting	Number of Members present and Voting	Number of votes cast by them	% of total number of votes cast
Poll at AGM	0	0	0.00%

5. A Compact Disc (CD) containing the list of Equity Share Holders who voted "For" and "Against" for each resolution is enclosed

K.SRINIVASAN
CHARTERED
ACCOUNTANT

Flat 5, GF, Abirami Apartments #303, Real Enclave, #22 Josier Street
14 VOC Road, Cantonment Nungambakkam
Trichy 620001 Chennai 600034
Phone: 0431-2140552 Phone: 044-42059739/45008214

Email: mail@msjnk.com

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping

Thanking you,

Yours faithfully

K.Srinivasan
Chartered Accountant
Membership No. 021510

Rajapalayam
06th August 2015