

Ambuja Cement

ACL:SEC:

26th September, 2017

Bombay Stock Exchange Limited Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai – 400 023 Fax No. 22723719/22723121/22722037 / 22722039 / 22722041/ 22722061 corp.relations@bseindia.com	National Stock Exchange of India Ltd., Plot No.C/1 'G' Block Bandra – Kurla Complex Bandra East, Mumbai 400 051 Fax No.26598237 / 38 cmlist@nse.co.in
Deutsche Bank Trust Company Americas Winchester House 1 Great Winchester Street London EC2N 2DB, Fax No.+44207547 6073 Ctas Documents < ctas.documents@db.com >	Societe de la Bourse de Luxembourg, Avenue de la Porte Neuve L-2011 Luxembourg, B.P 165 FAX NO.00352 473298 "Luxembourg Stock Ex-Group ID " < ost@bourse.lu >

Dear Sirs,

Sub: Intimation under Regulation 44 of the Listing Regulations

We refer to our letter dated 22nd August, 2017 forwarding you the copies of the Postal Ballot Notice dated 17th August, 2017 sent to our shareholders seeking their approval for passing resolutions as stated in the notice.

The Company has appointed Mr.Surendra Kanstiya, Company Secretary in Wholetime Practice as the Scrutinizer for the Postal Ballot Process. The scrutinizer has submitted his report today i.e. on 26th September, 2017.

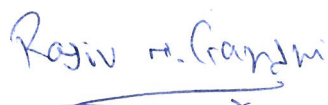
On the basis of the report received from the scrutinizer, the Chairman has declared today i.e. on 26th September, 2017 the following results, :-

1. Resolution No.1- Payment of additional performance bonus to Mr. Ajay Kapur, Managing Director & CEO, for the Corporate Financial Year 2016 – The Resolution has been passed with the requisite majority.
2. Resolution No.2- Revision in the terms of payment of remuneration to Mr.Ajay Kapur, Managing Director & CEO – The Resolution has been passed with the requisite majority.

The details of the voting result in the prescribed format together with the Scrutinizer's Report are enclosed. Kindly take the same on your records.

Thanking you,

Yours faithfully,
For AMBUJA CEMENTS LIMITED



RAJIV GANDHI
COMPANY SECRETARY
Membership No A11263

AMBUJA CEMENTS LIMITED

Elegant Business Park, MIDC Cross Road 'B', Off Andheri Kurla Road, Andheri (E), Mumbai 400059.
Tel.: 022- 4066 7000 / 6616 7000, Fax: 022 - 6616 7711 / 4066 7711. Website: www.ambujacement.com
Regd. Off. : P. O. Ambujanagar, Taluka - Kodinar, Dist. Gir Somnath, Gujarat.
CIN: L26942GJ1981PLC004717

AMBUJA CEMENTS LIMITED (CIN : L26942GJ1981PLC004717)								
Clause 44 (Physical and e-Voting)								
Resolution 1								
Date of Postal Ballot				25.09.2017				
Total number of shareholders on record date				171438				
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1253156361	0	0.000000	0	0	0.000000	0.000000
	Poll		0	0.000000	0	0	0.000000	0.000000
	Postal Ballot (if applicable)		1253156361	100.000000	1253156361	0	100.000000	0.000000
	Tab		0	0.000000	0	0	0.000000	0.000000
	Total	1253156361	1253156361	100.000000	1253156361	0	100.000000	0.000000
Public – Institutional holders	E-Voting	582474137	437375062	75.089182	437375062	0	100.000000	0.000000
	Poll		0	0.000000	0	0	0.000000	0.000000
	Postal Ballot (if applicable)		0	0.000000	0	0	0.000000	0.000000
	Tab		0	0.000000	0	0	0.000000	0.000000
	Total	582474137	437375062	75.089182	437375062	0	100.000000	0.000000
Public-Others	E-Voting	150014731	18537990	12.357446	18473822	64168	99.653857	0.346143
	Poll		0	0.000000	0	0	0.000000	0.000000
	Postal Ballot (if applicable)		972771	0.648450	833916	138855	85.725829	14.274171
	Tab		0	0.000000	0	0	0.000000	0.000000
	Total	150014731	19510761	13.005897	19307738	203023	98.959431	1.040569
Total		1985645229	1710042184	86.120227	1709839161	203023	99.988128	0.011872



AMBUJA CEMENTS LIMITED (CIN : L26942GJ1981PLC004717)								
Clause 44 (Physical and e-Voting)								
Resolution 2								
Date of Postal Ballot				25.09.2017				
Total number of shareholders on record date				171438				
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	1253156361	0	0.000000	0	0	0.000000	0.000000
	Poll		0	0.000000	0	0	0.000000	0.000000
	Postal Ballot (if applicable)		1253156361	100.000000	1253156361	0	100.000000	0.000000
	Tab		0	0.000000	0	0	0.000000	0.000000
	Total	1253156361	1253156361	100.000000	1253156361	0	100.000000	0.000000
Public – Institutional holders	E-Voting	582474137	437375062	75.089182	437375062	0	100.000000	0.000000
	Poll		0	0.000000	0	0	0.000000	0.000000
	Postal Ballot (if applicable)		0	0.000000	0	0	0.000000	0.000000
	Tab		0	0.000000	0	0	0.000000	0.000000
	Total	582474137	437375062	75.089182	437375062	0	100.000000	0.000000
Public-Others	E-Voting	150014731	18537990	12.357446	18468081	69909	99.622888	0.377112
	Poll		0	0.000000	0	0	0.000000	0.000000
	Postal Ballot (if applicable)		936731	0.624426	839067	97664	89.573955	10.426045
	Tab		0	0.000000	0	0	0.000000	0.000000
	Total	150014731	19474721	12.981872	19307148	167573	99.139536	0.860464
Total		1985645229	1710006144	86.118412	1709838571	167573	99.990200	0.009800



Surendra U. Kanstiya
B.Com., LL.B., F.C.S.
Company Secretary

A/304, Rahul Society,
Opp. Poincur Gymkhana,
New Saibaba Nagar,
Kandivli (West),
Mumbai - 400 067.
• Phone : 2861 29 83; • Cell : 9820 1947 52
• E-mail : kanstiyask@rediffmail.com

SCRUTINIZER'S REPORT

The Chairman
AMBUJA CEMENTS LIMITED
Elegant Business Park
MIDC Cross Road 'B'
Andheri (East)
Mumbai 400059.

Dear Sir,

1. The Board of Directors of the Company has appointed me as Scrutinizer for conducting the postal ballot voting process (which includes e-voting also) for transacting two business items pursuant to the provisions of section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Regulations and Disclosure Requirements) Regulations 2015. The proposed resolutions relate to the following business:
 - (i) Payment of additional performance bonus to Mr. Ajay Kapur, Managing Director & CEO, for the Corporate Financial Year 2016.
 - (ii) Revision in the terms of payment of remuneration to Mr. Ajay Kapur, Managing Director & CEO.
2. I submit my report as under:
 - 2.1 The Company has sent notice along with postage prepaid business reply envelopes by post (and electronically by e mail to all those members who have registered their email IDs with the Company or Depository Participant) to all the Members whose name(s) appeared on the Register of Members/ Record of Depositories as on 11th August 2017 (cut-off date).
 - 2.2 The Company has extended the e-voting facility to all the members to enable them to cast their vote electronically. The e-voting facility was made available using the Central Depository Services Limited (CDSL) platform.
 - 2.3 The voting period commenced on 26th August, 2017 at 9.00 A.M. and ended on 25th September, 2017 at 5.00 P.M.
 - 2.4 Particulars of all the postal ballot forms received from the Members and the votes cast by electronic mode have been entered in the Register separately maintained for the purpose.



SURENDRA KANSTIYA ASSOCIATES

COMPANY SECRETARIES

- 2.5 All postal ballots received up to 5.00 p.m. on 25th September 2017 i.e. the last date and time fixed by the company for receipt of the forms, were considered for the scrutiny.
- 2.6 After completion of the voting, the votes cast through e-voting facility were verified by me on the portal of the Central Depository Services Limited.
- 2.7 Number of members on cut-off date was 1,71,438.
- 2.8 1275 members have casted their votes through postal ballot and 736 members voted through e-voting system. The votes which have been declared invalid are on account of (i) signature difference; (ii) postal ballot not signed; (iii) option not exercised; and (iv) both options exercised.
3. A summary of these postal ballots received in physical and electronic form is given below:

Business Item No. 1: Payment of additional performance bonus to Mr. Ajay Kapur, Managing Director & CEO, for the Corporate Financial Year 2016.

Votes in favour of the resolution			
Manner of voting	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-voting	643	45,58,48,884	26.65
Postal Ballot	998	1,25,39,90,277	73.33
Total	1,641	1,70,98,39,161	99.98

Votes against the resolution			
Manner of voting	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-voting	93	64,168	0.01
Postal Ballot	164	1,38,855	0.01
Total	257	2,03,023	0.02

Invalid votes		
Manner of voting	Number of members	Number of shares held
E-voting	0	0
Postal Ballot	110	1,25,625
Total	110	1,25,625

Note: In case of Postal Ballot, 3 members holding 36 shares abstained from voting on this item however voted on resolution under business item no.2.

The votes cast in favour of the resolution are 99.98%.



SURENDRA KANSTIYA ASSOCIATES

COMPANY SECRETARIES

**Business Item No. 2: Revision in the terms of payment of remuneration to Mr.Ajay Kapur,
Managing Director & CEO**

Votes in favour of the resolution			
Manner of voting	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-voting	651	45,58,43,143	26.66
Postal Ballot	940	1,25,39,95,428	73.33
Total	1,591	1,70,98,38,571	99.99

Votes against the resolution			
Manner of voting	Number of members	Number of votes cast by them	% of total number of valid votes cast
E-voting	85	69,909	0.005
Postal Ballot	168	97,664	0.005
Total	253	1,67,573	0.01

Invalid votes		
Manner of voting	Number of members	Number of shares held
E-voting	0	0
Postal Ballot	110	1,25,625
Total	110	1,25,625

Note: In case of Postal Ballot, 57 members holding 35,063 shares abstained from voting on this item however voted on resolution under business item no.1.

The votes cast in favour of the resolution are 99.99%.

I hereby confirm that I have maintained the Register both electronically and manually, in respect of votes cast through e-voting and through ballot forms, by the members of the Company. I shall arrange to hand over these records to the Company Secretary of the Company, in due course.

Thanking you,


Surendra Kanstiya 26.09.2017
Practising Company Secretary
FCS 2777. CP 1744
Place: Mumbai

