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☎ +91 44 2847 8585 / 4298 3100, Fax +91 44 2847 8597. [www.ramcoindltd.com](http://www.ramcoindltd.com)  
CIN : L26943TN1965PLC005297, ✉ : ril@ril.co.in

Ref. No.Reg.44(3)/SEBI(LODR)/int.  
5.8.2017

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Bandra-Kurla Complex, Bandra (E)  
Mumbai - 400 051  
Scrip Code: RAMCOIND EQ

BSE Limited  
Floor 25, "P.J.Towers"  
Dalal Street  
Mumbai - 400 001  
Scrip Code: 532369

Dear Sirs,

Sub : Intimation of the Outcome of the e-Voting under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and submission of Scrutinizer Report

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Dear Sir/ Madam,

With reference to above, please find enclosed format as prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 for the declaration of result of e-Voting conducted for passing of resolutions contained in the Notice dated 4<sup>th</sup> June, 2017.

We are also enclosing Scrutinizer Report for your kind perusal. Please note that the said resolutions were passed with requisite majority.

This is for your information and record please. Kindly acknowledge receipt of the same.

Thanking you

Yours faithfully  
For RAMCO INDUSTRIES LIMITED

*K.T. Ramachandran*

DIRECTOR

Encl.: as above



*[Handwritten signature]*

### 52<sup>nd</sup> Annual General Meeting – Voting Results

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

Date of AGM	4 <sup>th</sup> August, 2017
Total Number of shareholders on record date	15,896
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	6
Public	24
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	0
Public	0

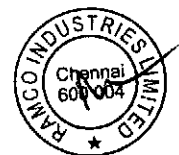
Resolution No.	1
Resolution Required : Ordinary	Adoption of Financial Statements for the year ended 31st March 2017
Whether Promoter/Promoter Group are interested in the agenda/resolution	No

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		46729821	100.00	46729821	0	100.00	-
	Poll							
	Total	46729821	46729821	100.00	46729821	0	100.00	-
Public - Institutions	E-Voting		1650324	45.55	1650324	0	100.00	-
	Poll							
	Total	3622925	1650324	45.55	1650324	0	100.00	-
Public - Non-Institutions	E-Voting		3763760	10.37	3763760	0	100.00	-
	Poll		671693	1.85	671693	0	100.00	-
	Total	36310314	4435453	12.22	4435453	0	100.00	-
TOTAL		86663060	52815598	60.94	52815598	0	100.00	-

For RAMCO INDUSTRIES LIMITED

*F. T. Ramasubrahmanya*

Director



Resolution No.	2
Resolution Required : Ordinary	Declaration of Dividend of Re.0.50 per share for the year 2016-17
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		46729821	100.00	46729821	0	100.00	-
	Poll							
	Total	46729821	46729821	100.00	46729821	0	100.00	-
Public - Institutions	E-Voting		1650324	45.55	1650324	0	100.00	-
	Poll							
	Total	3622925	1650324	45.55	1650324	0	100.00	-
Public - Non-Institutions	E-Voting		3763760	10.37	3763760	0	100.00	-
	Poll		671693	1.85	671693	0	100.00	-
	Total	36310314	4435453	12.22	4435453	0	100.00	-
TOTAL		86663060	52815598	60.94	52815598	0	100.00	-

For RAMCO INDUSTRIES LIMITED

*K.T. Ramachandran*

Director



Resolution No.	3
Resolution Required : Ordinary	Re-Appointment 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 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		40509166	86.69	40509166	0	100.00	-
	Poll							
	Total	46729821	40509166	86.69	40509166	0	100.00	-
Public - Institutions	E-Voting		1650324	45.55	1650324	0	100.00	-
	Poll							
	Total	3622925	1650324	45.55	1650324	0	100.00	-
Public - Non-Institutions	E-Voting		3763760	10.37	3763760	0	100.00	-
	Poll		671693	1.85	671693	0	100.00	-
	Total	36310314	4435453	12.22	4435453	0	100.00	-
TOTAL		86663060	46594943	53.77	46594943	0	100.00	-

For RAMCO INDUSTRIES LIMITED

*K.T. Ramachandran*

Director



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		46729821	100.00	46729821	0	100.00	-
	Poll							
	Total	46729821	46729821	100.00	46729821	0	100.00	-
Public - Institutions	E-Voting		1650324	45.55	1650324	0	100.00	-
	Poll							
	Total	3622925	1650324	45.55	1650324	0	100.00	-
Public - Non-Institutions	E-Voting		3763760	10.37	3763760	0	100.00	-
	Poll		671693	1.85	671693	0	100.00	-
	Total	36310314	4435453	12.22	4435453	0	100.00	-
TOTAL		86663060	52815598	60.94	52815598	0	100.00	-

For RAMCO INDUSTRIES LIMITED

*K.T. Ramachandran*

Director



Resolution No.	5
Resolution Required : Ordinary	Appointment of Shri P.V. Abinav Ramasubramaniam Raja as Director
Whether Promoter/Promoter Group are interested in the agenda/resolution	Shri P.V. Abinav Ramasubramaniam Raja, Promoter, is interested in this resolution as 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		46689821	99.91	46689821	0	100.00	-
	Poll							
	Total	46729821	46689821	99.91	46689821	0	100.00	-
Public - Institutions	E-Voting		1650324	45.55	1645123	5201	99.68	0.32
	Poll							
	Total	3622925	1650324	45.55	1645123	5201	99.68	0.32
Public - Non-Institutions	E-Voting		3763760	10.37	3763760	0	100.00	-
	Poll		671693	1.85	671693	0	100.00	-
	Total	36310314	4435453	12.22	4435453	0	100.00	-
<b>TOTAL</b>		<b>86663060</b>	<b>52775598</b>	<b>60.90</b>	<b>52770397</b>	<b>5201</b>	<b>99.99</b>	<b>0.01</b>

For RAMCO INDUSTRIES LIMITED

*K T Ramachandran*

Director



Resolution No.	6
Resolution Required : Special	Appointment of Shri P.V. Abinav Ramasubramaniam Raja as Managing Director
Whether Promoter/Promoter Group are interested in the agenda/resolution	Shri P.V. Abinav Ramasubramaniam Raja, Promoter, is interested in this resolution as 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		46689821	99.91	46689821	0	100.00	-
	Poll							
	Total	46729821	46689821	99.91	46689821	0	100.00	-
Public - Institutions	E-Voting		1650324	45.55	1645123	5201	99.68	0.32
	Poll							
	Total	3622925	1650324	45.55	1645123	5201	99.68	0.32
Public - Non-Institutions	E-Voting		3763760	10.37	3763760	0	100.00	-
	Poll		671693	1.85	671693	0	100.00	-
	Total	36310314	4435453	12.22	4435453	0	100.00	-
TOTAL		86663060	52775598	60.90	52770397	5201	99.99	0.01

For RAMCO INDUSTRIES LIMITED

*K T Ramesh Chandra*

Director



Resolution No.	7
Resolution Required : Ordinary	Ratification of fee payable to M/s.Geeyes & Co., Cost Accountants, appointed as 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		46729821	100.00	46729821	0	100.00	-
	Poll							
	Total	46729821	46729821	100.00	46729821	0	100.00	-
Public - Institutions	E-Voting		1650324	45.55	1650324	0	100.00	-
	Poll							
	Total	3622925	1650324	45.55	1650324	0	100.00	-
Public - Non-Institutions	E-Voting		3763760	10.37	3763760	0	100.00	-
	Poll		671693	1.85	671693	0	100.00	-
	Total	36310314	4435453	12.22	4435453	0	100.00	-
<b>TOTAL</b>		<b>86663060</b>	<b>52815598</b>	<b>60.94</b>	<b>52815598</b>	<b>0</b>	<b>100.00</b>	<b>-</b>

For RAMCO INDUSTRIES LIMITED

*K. Ramesh Chandra*

Director



5 GF Abirami Apartments 14 VOC Road, Cantonment Trichy 620001 Phone: 0431-2140542	D1 B Block First Floor Parsn Paradise 46 GN Chetty Road T Nagar Chennai 600017 Phone: 044-42059739/45008214
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Email: [srinivasan.k@msjnk.com](mailto: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  
Ramco Industries Limited  
Rajapalayam 626108

**Sub:** E-voting and ballot process in respect of your Company's 52nd 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 Scrutinizer by the Board of Directors of Ramco Industries 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 52nd AGM of the members of the Company, held at 11:00 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.



*[Handwritten signature]*



**K.SRINIVASAN**  
CHARTERED ACCOUNTANT

5 GF Abirami Apartments      D1 B Block First Floor Parsn Paradise  
14 VOC Road, Cantonment      46 GN Chetty Road T Nagar  
Trichy 620001                      Chennai 600017  
Phone: 0431-2140542              Phone: 044-42059739/45008214

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 the Resolution	Type
1	Adoption of Financial Statements for the year ended 31st March 2017	Ordinary Resolution
2	Declaration of dividend of Re.0.50 per share for the financial year 2016-17	Ordinary Resolution
3	Re-Appointment of Shri P.R.Venketrama Raja as Director	Ordinary Resolution
4	Appointment of M/s.Ramakrishna Raja & Co, Chartered Accountants and M/s.SRSV & Associates, Chartered Accountants, as Auditors	Ordinary Resolution
5	Appointment of Shri.P.V. Abinav Ramasubramaniam Raja as Director	Ordinary Resolution
6	Appointment of Shri.P.V. Abinav Ramasubramaniam Raja as Managing Director	Special Resolution
7	Ratification of remuneration payable to Cost Auditor	Ordinary Resolution



*bs*



**K.SRINIVASAN**  
CHARTERED ACCOUNTANT

5 GF Abirami Apartments  
14 VOC Road, Cantonment  
Trichy 620001  
Phone: 0431-2140542

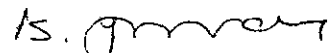
D1 B Block First Floor Parsn Paradise  
46 GN Chetty Road T Nagar  
Chennai 600017  
Phone: 044-42059739/45008214

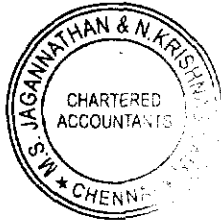
Email: [srinivasan.k@msjnk.com](mailto:srinivasan.k@msjnk.com)

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	Votes cast	Ballots	Votes cast	% of votes	Ballots	Votes cast	% of votes
1	64	52,815,598	64	52,815,598	100.00%	0	0	0.00%
2	64	52,815,598	64	52,815,598	100.00%	0	0	0.00%
3	63	46,594,943	63	46,594,943	100.00%	0	0	0.00%
4	64	52,815,598	64	52,815,598	100.00%	0	0	0.00%
5	63	52,775,598	62	52,770,397	99.99%	1	5,201	0.01%
6	63	52,775,598	62	52,770,397	99.99%	1	5,201	0.01%
7	64	52,815,598	64	52,815,598	100.00%	0	0	0.00%

10. All the six (6) Ordinary Resolutions and one (1) Special Resolution have been passed with the requisite majority on the date of the AGM, namely 04 August 2017.

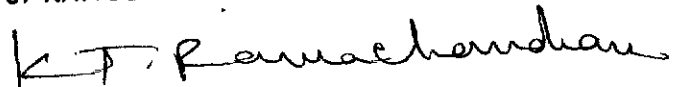
  
**K.Srinivasan**  
Chartered Accountant  
Membership No. 021510



Chennai  
05 August 2017



For RAMCO INDUSTRIES LIMITED

  
Director