

Ref. No.PB/VR/2024-25

17.3.2025

National Stock Exchange of India Limited
Exchange Plaza, 5th 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 : **Result Of Postal Ballot by remote E-Voting process.**

This is in continuation of our letter no. SECORres/PBNotice/2024-25 dt. 14.2.2025 forwarding a copy of the Postal Ballot Notice (Notice) for seeking approval of the Shareholders of our Company on the following Special Resolution :

Sl.No.	SPECIAL BUSINESS – SPECIAL RESOLUTION
1.	<p>"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulations 17,17(1A),17(1E) 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded for the appointment of Smt. Soundara Kumar (DIN 01974515), who will be completing 75 years of age on 15th August 2029 during her proposed tenure, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years from 23rd March 2025 to 22nd March 2030, on such terms and conditions, including remuneration, as may be approved by the Board of Directors.</p> <p>RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to this resolution".</p>

Pursuant to the provisions of Sections 110 and 108 of the Companies Act, 2013 read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014, the Company has transacted the above Special Business by way of Postal Ballot through remote e-voting process as set out in the Notice.

: 2 :

The remote e-voting process concluded on Sunday the 16th March, 2025 at 5.00 PM (IST). The Scrutiniser has today, (i.e.) 17th March 2025, submitted his report on the results of the Postal Ballot through remote e-voting. Based on the report of the Scrutiniser, we hereby inform that the Shareholders of our Company have duly passed the above Special Resolution with requisite majority.

In compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results in the prescribed format are enclosed as per Annexure - A.

In compliance of Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report dated 17th March 2025, issued by Mr.K.Srinivasan, Chartered Accountant, Partner of M/s.M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, Scrutiniser is enclosed as Annexure - B.

Thanking you

Yours faithfully

For RAMCO INDUSTRIES LIMITED

S. Balamurugasundaram
Company Secretary & Legal Head

Encl.: as above

Copy to : Central Depository Services (India) Limited
Marathon Futurex, Unit No.2501
25th Floor, A-Wing, Mafatlal Mills Compound
N M Joshi Marg, Lower Parel, Mumbai —400 013

General information about company	
Scrip code	532369
NSE Symbol	RAMCOIND
MSEI Symbol	
ISIN	INE614A01028
Name of the company	RAMCO INDUSTRIES LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	16-03-2025
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	K SRINIVASAN
Firms Name	M/S. M.S. JAGANNATHAN & N. KRISHNASWAMI
Qualification	CA
Membership Number	021510
Date of Board Meeting in which appointed	10-02-2025
Date of Issuance of Report to the company	17-03-2025



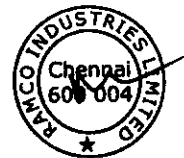
Voting results	
Record date	10-02-2025
Total number of shareholders on record date	32253
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Smt. Soundara Kumar (DIN 01974515) as a Non-Executive Independent Director on the Board of the Company				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	47576701	47576701	100	47576701	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	47576701	47576701	100	47576701	0	100	0
Public- Institutions	E-Voting	4707332	3793870	80.5949	3690845	103025	97.2844	2.7156
	Poll							
	Postal Ballot (if applicable)							
	Total	4707332	3793870	80.5949	3690845	103025	97.2844	2.7156
Public- Non Institutions	E-Voting	34525027	7306656	21.1634	7306572	84	99.9989	0.0011
	Poll							
	Postal Ballot (if applicable)							
	Total	34525027	7306656	21.1634	7306572	84	99.9989	0.0011
Total		86809060	58677227	67.5934	58574118	103109	99.8243	0.1757
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	293890
Public - Non Insitutions	



Srinivasan Krishnaswami
Chartered Accountant

Scrutiniser's Report

*[Pursuant to Section 108 of the Companies Act, 2013, and Rule 22 of the
Companies (Management and Administration) Rules, 2014]*

The Chairman
RAMCO INDUSTRIES LIMITED
47, P.S.K Nagar,
Rajapalayam - 626108

Subject: Scrutiniser Report on voting through e-voting for the Postal Ballot in terms of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014

1. I, K. SRINIVASAN, Practicing Chartered Accountant and Partner of M.S. JAGANNATHAN & N. KRISHNASWAMI, Chartered Accountants, Trichy 620001, have been appointed as Scrutiniser by the Board of Directors of RAMCO INDUSTRIES LIMITED ("the Company") on 10 February 25 to scrutinise the e-voting process for the Postal Ballot through electronic voting ("remote e-voting") conducted by the Company, as per provisions of Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014 on the resolution contained in the Postal Ballot Notice ("the Notice") dated 10 February 25, in respect of the following Resolution :

Resolution Number	Resolution	Resolution Type
1	<p>"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulations 17,17(1A),17(1E) 25(2A) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded for the appointment of Smt. Soundara Kumar (DIN 01974515), who will be completing 75 years of age on 15th August 2029 during her proposed tenure, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years from 23rd March 2025 to 22nd March 2030, on such terms and conditions, including remuneration, as may be approved by the Board of Directors.</p> <p>RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary to give effect to this resolution."</p>	Special Resolution



Srinivasan Krishnaswami
Chartered Accountant

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to Postal ballot and e-voting. My responsibility is to Scrutinise the e-voting of postal ballot in a fair and transparent manner and issue a Scrutiniser's Report of the total votes cast in favour or against.
3. Pursuant to Sections 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with circulars and notifications issued by Ministry of Corporate Affairs and Securities and Exchange Board of India in this regard, the Notice along with explanatory statement and instructions for e-voting were sent to the 30,818 Members (members who have registered their mail IDs, out of the total members of 32,253) only through electronic mode on Friday, 14 February 25 to those Members whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories as on Monday, 10 February 25 (the Cut-Off date) who have registered their e-mail addresses with the Depository Participant.
4. Central Depository Services (India) Limited, the agency selected by your Company to provide a secure e-voting platform for the e-voting process, allotted E-Voting Serial Number 250211001 for the same.
5. The particulars with regard to the remote e-voting process were duly advertised on 15 February 25 in Financial Express (English) and Makkal Kural (Tamil). The advertisement also stated the manner in which the Members who had not updated their e-mail address are requested to register the same in respect of the shares held by them in electronic form with their respective Depository Participants and in respect of the shares held in physical form with the company.
6. The Members holding shares as on the Cut-Off date were entitled to vote on the resolution set out in the Notice only through e-voting.
7. The e-voting facility for the Postal Ballot was made available from 9:00 AM (IST) on Saturday, 15 February 25 to 5:00 PM (IST) on Sunday, 16 March 25.
8. On the completion of the e-voting process:
 - A. I finalised voting and downloaded the voting details of the votes cast through remote e-voting in the presence of two witnesses not in the employment of the Company and Scrutinized the votes cast through remote e-voting and validated the same with the list of eligible members and their holding as on the cut-off date.
 - B. Equity shares lying in IEPF and Unclaimed Suspense Account were not considered for remote e-voting.
9. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.



Srinivasan Krishnaswami
Chartered Accountant

10. The results of the e-voting are as under:

i. Votes cast:

Total number of ballots	Total number of votes cast
123	5,89,71,117

ii. Invalid votes:

Number of invalid ballots	Number of invalid votes
3	2,93,890

iii. Valid votes:

Number of valid ballots	Number of valid votes
120	5,86,77,227


iv. Votes cast in favour of the resolution:

Number of ballots	Number of votes cast in favour of the resolution	Percentage of votes cast in favour to the valid votes
107	5,85,74,118	99.82%

v. Votes cast against the resolution:

Number of ballots	Number of votes cast against the resolution	Percentage of votes cast against to the valid votes
13	1,03,109	0.18%

11. The Special Resolution was passed with requisite majority on the conclusion of the Postal Ballot as on 16 March 25.


Digitally signed by
SRINIVASAN
KRISHNASWAMI
Date: 2025.03.17 13:02:22
+05'30'

K. SRINIVASAN
Chartered Accountant
Membership Number: 021510
Scrutiniser
UDIN: 25021510BMMMON2367

Chennai
17 March 25

For RAMCO INDUSTRIES LIMITED


S. Balamurugasundaram
Company Secretary & Legal Head

