

Secretarial Division

**ACC**

ACC Limited  
Registered Office  
Cement House  
121, Maharshi Karve Road  
Mumbai 400 020, India

CIN: L26940MH1936PLC002515

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16<sup>th</sup> April, 2018

National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor  
Plot No.C/1, G Block  
Bandra - Kurla Complex  
Mumbai 400 051  
**Scrip Code: ACC**

Dear Sirs,

**Re: Result of the Postal Ballot**

Pursuant to Section 110 of the Companies Act, 2013 read with Section 108 of the said Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Notice dated February 26, 2018 was sent to the Members of the Company for moving a Postal Ballot for passing an Ordinary Resolution for approval of Related Party Transactions with Ambuja Cements Limited under a Master Supply Agreement.

The Resolution has been passed with 93.69% of the Members voting in favour of the same.

The result of the voting conducted through Postal Ballot alongwith the Report of the Scrutinizer is being enclosed herewith for your information and records.

Yours faithfully  
For ACC Limited



Ramaswami Kalidas  
Company Secretary & Head Compliance  
FCS-2440



## ACC Limited

Result of the Postal Ballot conducted in terms of the Notice dated February 26, 2018, issued to the Members of the Company under Section 110 of the Companies Act, 2013 read with Section 108 of the said Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 for passing an Ordinary Resolution for the approval of Related Party transactions with Ambuja Cements Limited under a Master Supply Agreement.

### Resolution Details

Ordinary Resolution for the Approval of Related Party Transactions with Ambuja Cements Limited

Votes Cast Summary										
In favour			Not in favour			Invalid*			Total	
Ballot	Votes	%	Ballot	Votes	%	Ballot	Votes	%	Ballot	Votes
1307	48569705	93.69	195	3242729	6.25	169	30971	0.06	1671	51843405
										100

\*Reasons for invalid entries:

1. Votes not cast
2. Invalid Signature
3. No Signature
4. Invalid vote

Postal Ballot forms received by post or electronically after 5.00 P.M. on April 15, 2018 have not been taken into account.

Date: April 16, 2018

For ACC LIMITED

R. KALIDAS  
COMPANY SECRETARY & HEAD-COMPLIANCE

# Pramod S. Shah & Associates

Practising Company Secretaries

3rd Floor, LA-SHEWA Bldg., Next to Fedex, 233, P. D' Mello Road, Opp. St. George Hospital, Near CST, Mumbai - 400 001.  
Tel. : 91-22-2271 7700 / 91-22-2270 1040 • Email : saurabhshah@psaprofessionals.com • Website : cpspa.co.in

## Report of Scrutinizer(s)

[Pursuant to section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies(Management and Administration) Rules, 2014]

To,  
The Chairman  
ACC Limited  
CIN: L26940MH1936PLC002515  
Address: 121, Cement House, Maharshi Karve Road,  
Mumbai, Maharashtra 400 020

Dear Sir,

I, Pramod S. Shah, Partner of Pramod S. Shah & Associates, Practising Company Secretaries, appointed as the Scrutinizer by the Management of ACC Limited ("the Company") pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, to scrutinize postal ballot voting and voting by electronic means ("remote e-voting") in respect of passing of the resolution contained in the Notice dated 26<sup>th</sup> February, 2018 for Postal Ballot.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the members of the Company.

The voting period commenced on Saturday, 17<sup>th</sup> March, 2018, at 9.00 a.m. (IST) and ended on Sunday, 15<sup>th</sup> April, 2018 at 5.00 p.m. (IST). No ballot paper was accepted thereafter and the NSDL remote e-voting platform was blocked at the time stated above.

My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolution contained in the Notice dated 26<sup>th</sup> February, 2018, based on the reports generated from the e-voting system provided by NSDL and scrutiny of the physical ballots received till the time fixed for closing of the voting process i.e. till 5.00 p.m. on 15<sup>th</sup> April, 2018. I have scrutinized and reviewed ballot papers and the remote e-voting conducted, based on the data downloaded from the NSDL system. I submit my report as under:

1. After the time fixed for closing the remote e-voting i.e. 5.00 p.m. on 15<sup>th</sup> April, 2018, a final electronic report of the remote e-voting was generated by me. The votes cast under remote e-voting facility were there after unblocked in the presence of two witnesses who are not in the employment of the Company and the votes cast there under were counted. Data regarding the e-voting was diligently scrutinized.
2. The physical postal ballots received till the time fixed for closing of the Postal Ballot i.e. 5.00 p.m. on 15<sup>th</sup> April, 2018, were diligently scrutinized.

The result of the scrutiny of the above postal ballot and remote e-voting in respect of passing of the resolution contained in the Notice dated 26<sup>th</sup> February, 2018 is as under:



**Consolidated Result****Ordinary Resolution- Item No. 1:**

To consider and approve Related Party Transactions with Ambuja Cements Limited:

(i) Voted in favour of the resolution:

Particulars	Number of members who voted	Number of Votes cast by them	% of total number of votes cast
Postal Ballot	845	291492	0.56
Remote e-voting	462	48278213	93.13
Total	1307	48569705	93.69

(ii) Voted against the resolution:

Particulars	Number of members who voted	Number of Votes cast by them	% of total number of votes cast
Postal Ballot	26	10777	0.02
Remote e-voting	169	3231952	6.23
Total	195	3242729	6.25

(iii) Invalid Votes:

Particulars	Number of members who voted	Number of Votes cast by them	% of total number of votes cast
Postal Ballot	169	30971	0.06
Remote e-voting	-	-	-
Total	169	30971	0.06

Based on the aforesaid result, I report that Ordinary Resolution as contained in Item No.1 in the Notice dated 26<sup>th</sup> February, 2018 has been passed with requisite majority.

- An electronic register containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the aforesaid resolution is provided separately.
- Pursuant to the Regulation 23(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I have ensured that all the entities falling under the definition of related parties have abstained from voting on the aforesaid resolution.



5. The electronic data along with the postal ballots and all other relevant records relating to the remote e-voting and the Postal Ballot received is under my safe custody and will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you.

Yours faithfully,



Pramod S. Shah  
Practising Company Secretary  
(C.P. No.-3804)



Place: Mumbai

Dated: April 16, 2018

**ACC Limited - Summary of Evoting/ Physical Ballot - 15.04.2018**

**Statement of voting received in respect of the below Ordinary Resolution**

Resolution No.	Ordinary Resolution	Assent		Dissent		Total		Invalid		Total Votes
		%		%		%		%		
1	Ordinary Resolution - Granting of approval for related party transactions with Ambuja Cements Limited.	93.69	48569705	6.25	3242729	99.94	51812434	0.06	30971	51843405
	Total No. of Shares on voting	78.22	1307	11.67	195	89.89	1502	10.11	169	100
	Total No. of Ballots									

