#### **Secretarial Division**

ACC

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

CIN: L26940MH1936PLC002515

Phone +91 22 3302 4321 Fax +91 22 6631 7458 www.acclimited.com

March 29, 2017

General Manager - Department of Corporate Services BSE Limited Pheroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 Scrip Code: 500410

Dear Sirs

Sub: Proceedings/Outcome of the Annual General Meeting (AGM) Regulation 30 read with Schedule III of the SEBI (Listing Obligations
and Disclosure Requirements) 2015

This is to inform you that the Annual General Meeting (AGM) of the Company was held on Wednesday, March 29, 2017 at 3.00 p.m. at "Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Mumbai 400 020.

Please find enclosed the following:

- Summary of Proceedings of the AGM of the Company as required Regulation 30, Part A of Schedule III of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) 2015 (the Listing Regulations) – Annexure A
- 2. Voting Results of the business transacted at the AGM as required under Regulation 44(3) of the Listing Regulations Annexure B
- 3. Report of the Scrutinizer dated March 29, 2017 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of The Companies (Management and Administration) Rules 2014 Annexure C

You are requested kindly to take the same on record under acknowledgement to us. The voting results along with the Scrutinizer's Report is made available on the Company's website.

Yours faithfully For ACC Limited

Burjor D Nariman

Company Secretary & Head Compliance

FCS-1878



#### Annexure A

## Proceedings/Outcome of the Annual General Meeting of the Company held on March 29, 2017

The Annual General Meeting (AGM) of the Company was held at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Mumbai 400 020 on Wednesday, March 29, 2017. The Meeting commenced at 3.00 p.m. and concluded at 5.45 p.m.

Mr N S Sekhsaria, Chairman of the Board of Directors chaired the Meeting.

Total number of shareholders as on record date

1,04,137

Cut off date for e-voting

March 22, 2017

No. of shareholders present in the meeting either in person or through proxy:

Category	In Person	Through Proxy	Total
Promoters and Promoter Group	2	3 40	2
Public	144	4 Proxies representing 3,433 shares of ₹ 10/- face value	148
TOTAL			150

No. of shareholders attended the Meeting through video conferencing:

Promoters and Promoter Group	Not Applicable
Public	

As the requisite quorum was present, the Chairman called the Meeting to order. The Chairman then introduced Mr Neeraj Akhoury, the Managing Director & Chief Executive Officer (MD&CEO) and other Directors present at the Meeting.

With the consent of the Members, the Notice convening the Meeting was taken as read. Although there were no qualifications in the Auditors Report, for the sake of good governance, the Auditor's Report was read by Mr B D Nariman, Company Secretary & Head Compliance.

The Members were informed that in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Members were given an option to vote on the Resolutions set out in the Notice of the Meeting, through electronic means on the NSDL e-voting platform. The e-voting platform was kept open for voting from Saturday, March 25, 2017, (9.00 a.m. IST) till Tuesday, March 28, 2017 (5.00 p.m. IST). The e-voting facility was also provided at the venue of the Meeting for those Members who had not cast their votes earlier.

Ballot Forms were also sent out to facilitate voting by those Members who preferred to vote by physical ballot.

Mr Khushroo K Driver, Director of K&K Solutions Pvt. Limited, a qualified Company Secretary and Advocate, Bombay High Court was appointed by the Board of



Directors to act as Scrutinizer for conducting the voting process in a fair and transparent manner.

At the request of the Chairman, Mr Neeraj Akhoury, (MD&CEO) briefed the Members on the performance of the Company and related matters.

Thereafter, the following Resolutions as set out in the Notice convening the AGM were proposed and seconded by the Members.

	ORDINARY BUSINESS	
1,,	To consider and adopt the Financial Statements for the year ended December 31, 2016 & the Report of the Directors and Auditors thereon.	Ordinary Resolution
2.	To declare a dividend on Equity Shares.	Ordinary Resolution
3.	To appoint a Director in place of Mr N S Sekhsaria as a Non-Executive/Non-Independent Director.	Ordinary Resolution
4.	To appoint a Director in place of Mr Martin Kriegner as a Non-Executive/Non-Independent Director.	Ordinary Resolution
5.	To appoint M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors.	Ordinary Resolution
	SPECIAL BUSINESS	
6.	Appointment of Mr Neeraj Akhoury as Director	Ordinary Resolution
7.	Appointment of Mr Neeraj Akhoury as Managing Director & Chief Executive Officer	Ordinary Resolution
8.	To ratify the payment of remuneration to Cost Auditor, M/s D C Dave & Co.	Ordinary Resolution

Members' attention was drawn that pursuant to the provisions of Section 139 of the Companies Act, 2013 read with applicable Rules framed thereunder, M/s S R B C & Co. LLP, the present Auditors of the Company had completed their term as Auditors. Subject to the approval of the Members at the AGM, the Board of Directors has appointed M/s Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No.117366W/W-100018) as Auditors of the Company for a term of five years from the Company's financial year 2017 to hold office from the conclusion of the 81<sup>st</sup> Annual General Meeting till the conclusion of the 86<sup>th</sup> Annual General Meeting, subject to ratification of their appointment by the Members at every intervening Annual General Meeting.

The Chairman invited the Members to express the views and to seek clarifications on the performance of the Company and related matters.

At the request of the Chairman, the MD&CEO responded to the Member's queries.

The Chairman thereafter informed the Members that the facility for electronic voting was made available at the venue of the Meeting for those Members who had not cast their votes earlier. The Company Secretary was authorized to oversee the voting process.

The Chairman informed that the Results & the Scrutinizer's Report would be declared within two days from the conclusion of the Meeting and authorized Mr Burjor D Nariman, Company Secretary & Head Compliance to announce the results and post it



on the website of the Company and the results would be communicated to NSDL to be posted on their website. The results will also be informed to the Stock Exchanges where the shares of the Company are listed.

The Meeting concluded after the Members had cast their votes.

Based on the Scrutinizer's Report, we inform you that all the aforesaid Resolutions have been passed with a requisite majority.

The Results & the Scrutinizer's Report is enclosed. The same will be informed to National Securities Depository Limited (NSDL), displayed at the Registered Office of the Company and also be posted on the Company's website.

Burjor D Nariman

Company Secretary & Head Compliance

FCS-1878

Ormesonal B

		ACC Lir	nited (CIN: I	Limited (CIN: L26940MH1936PLC002515)	(2515)			
		Clause 44	(3) (Physical	44(3) (Physical + Postal Ballot and e-Voting	-Voting)			
			Re	Resolution 1				
Date of AGM/EGM			29th March, 2017	2017				
Total number of shareholders on record date	ers on record date		104137					
No. of shareholders present in the meeting either in person or through proxy:	it in the meeting either i	n person or						
Promoters and Promoter Group	r Group		2					
Public			148					
No. of shareholders attending the meeting through Video Conferencing	ing the meeting through	Video						
Promoters and Promoter Group	r Group							
Public			No Video Conf	No Video Conferecing facility was used in the AGM	d in the AGM			
Resolution Required: (Ordinary/Special)	inary/Special)		Ordinary		I			
Whether promoter/promoter group are interested in the agenda/resolution?	ter group are interested i	n the	N <sub>O</sub>					
Category	Mode of Voting	No of Shares Held as on 22-03-2017	No of votes polled	% of Votes Polled on 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		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	102395120	102395120	100	102395120	0	100	0
	Total	102395120	102395120	100	102395120	0	100	0
Public - Institutions	E-Voting	44466348	43054702	96.83	43044459	10243	99.97620933	0.023790665
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	15552583	0	0	0	0	0	0
	Total	60018931	43054702	71.74	43044459	10243	86.66	0.02
Public - Non Institutions	E-Voting	646480	646356	86.98	646167	189	99.97075915	0.029740857
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	24726732	84564	0.34	84525	39	99.95388108	0.046118916
	Total	25373212	730920	2.88	730692	228	26.66	0.03
Total		187787263	146180742		146170271	10471		



		ACC Lin	nited (CIN: L	Limited (CIN: L26940MH1936PLC002515)	2515)			
		Clause 44	(3) (Physical	44(3) (Physical + Postal Ballot and e-Voting)	-Voting)			
			Re	Resolution 2				
Date of AGM/EGM			29th March, 2017	2017				
Total number of shareholders on record date	ders on record date		104137					
Resolution Required: (Ordinary/Special)	dinary/Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?	ter group are interested i	in the	To the exten	To the extent of shares held by them	em			
Category	Mode of Voting	No of Shares Held as on 22-03-2017	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		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	102395120	102395120	100	102395120	0	100	0
	Total	102395120	102395120	100	102395120	0	100	0
Public - Institutions	E-Voting	44466348	44146942	99.28	44146942	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	15552583	0	0	0	0	0	0
	Total	60018931	44146942	73.56	44146942	0	100	0
Public - Non Institutions	E-Voting	646480	646430	66.66	646249	181	99.97200006	0.02799938
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	24726732	84564	0.34	84525	39	99,95388108	0.046118916
	Total	25373212	730994	2,88	730774	220	76.66	0.03
Total		187787263 147273056	147273056		147272836	220		



19)  F Votes   Name   Age   Ag			ACC Lin	nited (CIN: L	ACC Limited (CIN: L26940MH1936PLC002515)	2515)			
10413   1041			Clause 44	(3) (Physical	+ Postal Ballot and e	-Voting)			
Total   Ballot(if applicable)   Condinative   Condinative   Condinative   Condinative   Condinative   Condinative   Condinative   Category   Category   Mode of Voting   Category   Cate				Res	solution 3				
Non Institutions   Contination   Category   Mode of Voting   Category   Category   Mode of Voting   Category   Catego	Date of AGM/EGM			29th March,	2017				
Intion Required : (Ordinary/Special)	Total number of sharehold	ers on record date		104137					
Non institutions   Category   Mode of Voting   Category   Category   Mode of Voting   Category   Categ	Resolution Required: (Ord	inary/Special)		Ordinary					
Category         Mode of Voting Held as on Held as on Per Held as on Per Held as on Held as on Per Held as on	Whether promoter/promot agenda/resolution?	er group are interested i	n the	Yes					
ter and Promoter Group F-Voting (1) (2) (3)=[(2)/(1)]*100 (4) (4) (4) (4) (4) (5) (4) (5) (6) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	Category	Mode of Voting	No of Shares Held as on 22-03-2017	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
ter and Promoter Group         E-Voting         Conting			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Poll	Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
Postal Ballot(if applicable)         102395120         1002395120         100         102395120         10239520         102395120         102395120         10239520		Poll	0	0	0	0	0	0	0
Institutions         E-Voting         102395120         102395120         1002395120         1002395120         102395207         102395207		Postal Ballot(if applicable)	102395120	102395120	100		0	100	0
- Institutions		Total	102395120	102395120	100		0	100	0
Poll Poll Postal Ballot (if applicable)         15552583         0<	Public - Institutions	E-Voting	44466348	44146942	99.28		289526	99.34417655	0.655823454
Postal Ballot(if applicable)         1555283         0         0         0           Total         60018931         44146942         73.56         43857416           - Non Institutions         E-Voting         646480         645933         99.92         645018           Poll         24726732         84564         0         0         0         0           Postal Ballot(if applicable)         24726732         84564         0.34         84523           Total         187787263         147272559         146982077		Poll	0	0	0	0	0	0	0
Poul Institutions Poul Institutions         E-Voting Poul Institutions         646480 F46480         645933 F416         73.56 F45018         43857416           Poul Institutions Poul Institutions Institutions Poul Institutions Institutions Institutions Institutions Institutions Poul Institutions Institution Institutions Institutions Institutions Institutions Inst		Postal Ballot(if applicable)	15552583	0	0	0	0	0	0
- Non Institutions		Total	60018931	44146942	73.56	43857416	289526	99.34	99.0
Poll         Doll Postal Ballot (if applicable)         24726732         84564         0.34         84523           Total         25373212         730497         2.88         729541           187787263         147272559         146982077	Public - Non Institutions	E-Voting	646480	645933	99.92	645018	915	99.85834444	0.141655559
Postal Ballot(if applicable)         24726732         84564         0.34         84523           Total         25373212         730497         2.88         729541           187787263         147272559         146982077		Poll	0	0	0	0	0	0	0
Total         25373212         730497         2.88         729541           187787263         147272559         146982077		Postal Ballot(if applicable)	24726732	84564	0.34		41	99.95151601	0.048483988
187787263 147272559 146982077		Total	25373212	730497	2.88	729541	926	99.87	0.13
	Total		187787263			146982077	290482		



		11 ))X	nited (CIN : L	ACC LIMITED CIN: L26940MH1936PLC002515	12127			
		Clause 44	(3) (Physical	Clause 44(3) (Physical + Postal Ballot and e-Voting)	-Voting)			
			Re	Resolution 4				
Date of AGM/EGM			29th March, 2017	2017				
Total number of shareholders on record date	lers on record date		104137					
Resolution Required: (Ordinary/Special)	dinary/Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?	ter group are interested i	n the	Yes					
Category	Mode of Voting	No of Shares Held as on 22-03-2017	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		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	102395120	102395120	100	102395120	0	100	0
	Total	102395120	102395120	100	102395120	0	100	0
Public - Institutions	E-Voting	44466348	44146942	99.28	43632946	513996	98.83571551	1.164284493
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	15552583	0	0	0	0	0	0
	Total	60018931	44146942	73.56	43632946	513996	98.84	1.16
Public - Non Institutions	E-Voting	646480	645945	99.92	645478	467	99.92770282	0 072297177
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	24726732	84564	0.34	84523	41	99.95151601	0.048483988
	Total	25373212	730509	2.88	730001	208	66'66	0.07
Total		187787263	147272571		146758067	514504		



Category  Promoter and Promoter Group Promoter and Promoter Group Public - Institutions Public - Non Institutions Public - Non Institutions Postal Ballot(if applicable) Postal Ballot(if applicable)  Total Postal Ballot(if applicable)  E-Voting Postal Ballot(if applicable) Total Postal Ballot(if applicable) F-Voting F-Vot	יייי ביייייייייייייייייייייייייייייייי	ACC EIIIILEU (CIN : LZOY4UMITYSOPLCUUZSIS)	2515)				
f shareholders on record date uired: (Ordinary/Special)  vter/promoter group are interested in the silon?  ory  Mode of Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  Fostal Ballot(if applicable)  Fostal Ballot(if applicable)  Postal Ballot(if applicable)  Fostal Ballot(if applicable)	Clause 44(3) (Phy	Clause 44(3) (Physical + Postal Ballot and e-Voting	-Voting)				-
f shareholders on record date uired : (Ordinary/Special)  vter/promoter group are interested in the silon?  ory  Mode of Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  Fostal Ballot(if applicable)		Resolution 5					-
vter/promoter group are interested in the silon?  ory  Mode of Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Postal Ballot(if applicable)  Fostal Ballot(if applicable)  Postal Ballot(if applicable)  Fostal Ballot(if applicable)	29th Ma	29th March, 2017					
ory  ory  Mode of Voting  ory  F-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  Fostal Ballot(if applicable)  Fostal Ballot(if applicable)  Fostal Ballot(if applicable)  Fostal Ballot(if applicable)	104137						-
ory  ory  Mode of Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Postal Ballot(if applicable)  Footal Ballot(if applicable)  Footal Ballot(if applicable)	Ordinary						
ory Mode of Voting  Oter Group E-Voting Poll Postal Ballot(if applicable) Total E-Voting Poll Postal Ballot(if applicable) Total Postal Ballot(if applicable) Postal Ballot(if applicable) Postal Ballot(if applicable) Postal Ballot(if applicable)	d in the						_
oter Group  E-Voting  Postal Ballot(if applicable)  Total  E-Voting  Postal Ballot(if applicable)  Total  Fostal Ballot(if applicable)  Fostal Ballot(if applicable)  Fostal Ballot(if applicable)  Fostal Ballot(if applicable)	No of Shares No of votes Held as on 22-03-2017	outstanding shares	No of Votes in Favour	No of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled	
ioter Group  Postal Ballot(if applicable)  Total  E-Voting Postal Ballot(if applicable)  Total Postal Ballot(if applicable)  Total Footal Ballot(if applicable)  Footal Ballot(if applicable)  Footal Ballot(if applicable)	(1) (2)	(3)=[(2)/(1)]*100	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Poll Postal Ballot(if applicable)  Total E-Voting Poll Postal Ballot(if applicable)  Total Fotal Forbil Forbil Postal Ballot(if applicable) Forbil Postal Ballot(if applicable)		0	0	0	0	0	
Postal Ballot(if applicable)  Total  E-Voting Poll Postal Ballot(if applicable)  Total E-Voting Poll Postal Ballot(if applicable)	0	0	0	0	0	0	_
Total  E-Voting Poll Postal Ballot(if applicable) Total ions E-Voting Poll Postal Ballot(if applicable)	102395120 102395120	5120 100	102395120	0	100	0	_
E-Voting Poll Postal Ballot(if applicable)  Total E-Voting Poll Postal Ballot(if applicable)	102395120 102395120	120 100	102395120	0	100	0	-
Poll Postal Ballot(if applicable) 15  Total E-Voting Poll Postal Ballot(if applicable) 24	44466348 44146942	6942 99.28	44146942	0	100	0	
Postal Ballot(if applicable) 15  Total 600  E-Voting Poll Postal Ballot(if applicable) 24	0	0	0	0	0	0	
Total E-Voting Poll Postal Ballot(if applicable) 24	15552583	0 0	0	0	0	0	_
E-Voting Poll Postal Ballot(if applicable) 24	60018931 44146942	942 73.56	44146942	0	100	0	_
al Ballot(if applicable)	646480 64	645731 99.88	644818	913	99.85860985	0.141390145	_
	0	0 0	0	0	0	0	_
	24726732 8	84564 0.34	84515	49	99.94205572	0.057944279	-
Total 25373	25373212 730	730295 2.88	729333	962	78.66	0.13	-
Total 187787	187787263 147272357	357	147271395	962			_



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		ACC Lin	nited (CIN: L	ACC Limited (CIN: L26940MH1936PLC002515)	2515)			
		Clause 44	(3) (Physical	44(3) (Physical + Postal Ballot and e-Voting)	-Voting)			
			Re	Resolution 6				
Date of AGM/EGM			29th March, 2017	2017				
Total number of shareholders on record date	lers on record date		104137					
Resolution Required: (Ordinary/Special)	dinary/Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?	ter group are interested in	n the	Yes					
Category	Mode of Voting	No of Shares Held as on 22-03-2017	No of votes polled	% of Votes Polled on on 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		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	102395120	102395120	100	102395120	0	100	0
	Total	102395120	102395120	100	102395120	0	100	0
Public - Institutions	E-Voting	44466348	44146942	99.28	44100884	46058	99.89567114	0.104328857
	Poll	0	0	0	0	0	0	0
.t	Postal Ballot(if applicable)	15552583	0	0	0	0	0	
	Total	60018931	44146942	73.56	44100884	46058	6.66	0.1
Public - Non Institutions	E-Voting	646480	645921	99.91	645443	478	99.92599714	0.074002858
	Poll	0	0	0	0	0	0	
	Postal Ballot(if applicable)	24726732	84564	0.34	84425	139	99.83562745	0.164372546
	Total	25373212	730485	2.88	729868	617	99.92	0.08
Total		187787263	147272547		147225872	46675		

		ACC Lin	nited (CIN: L	C Limited (CIN: L26940MH1936PLC002515)	2515)			
		Clause 44	(3) (Physical	e 44(3) (Physical + Postal Ballot and e-Voting)	-Voting)			
			Re	Resolution 7				
Date of AGM/EGM			29th March, 2017	2017				
Total number of shareholders on record date	ers on record date		104137					
Resolution Required: (Ordinary/Special)	inary/Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?	er group are interested i	n the	No					
Category	Mode of Voting	No of Shares Held as on	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	% 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		0	0	0	0	0	0
•	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	102395120	102395120	100	102395120	0	100	0
	Total	102395120	102395120	100	102395120	0	100	0
Public - Institutions	E-Voting	44466348	44146942	99.28	43615536	531406	98.79627903	1.203720973
,	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	15552583	0	0	0	0	0	0
	Total	60018931	44146942	73.56	43615536	531406	98.8	1.2
Public - Non Institutions	E-Voting	646480	645971	99.92	645433	538	99.91671453	0.083285473
· · ·	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	24726732	84564	0.34	84400	164	99.80606405	0.193935954
	Total	25373212	730535	2.88	729833	702	6.66	0.1
Total		187787263	147272597		146740489	532108		



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		ACC Lin	nited (CIN: L	Limited (CIN: L26940MH1936PLC002515)	2515)			
		Clause 44	(3) (Physical	44(3) (Physical + Postal Ballot and e-Voting)	-Voting)			
			Res	Resolution 8				
Date of AGM/EGM			29th March, 2017	2017				
Total number of shareholders on record date	ders on record date		104137					
Resolution Required: (Ordinary/Special)	dinary/Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?	ter group are interested i	n the	No					
Category	Mode of Voting	No of Shares Held as on 22-03-2017	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		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	102395120	102395120	100	102395120	0	100	0
	Total	102395120	102395120	100	102395120	0	100	0
Public - Institutions	E-Voting	44466348	44146942	99.28	44136699	10243	99.97679794	0.02320206
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	15552583	0	0	0	0	0	0
	Total	60018931	44146942	73.56	44136699	10243	86'66	0.02
Public - Non Institutions	E-Voting	646480	645961	99.92	644786	1175	99.81810047	0.181899526
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	24726732	84564	0.34	84505	59	99.93023036	0.069769642
	Total	25373212	730525	2.88	729291	1234	83.66	0.17
Total		187787263	147272587		147261110	11477		

annescuse "c"

### K & K CORPORATE SOLUTIONS PRIVATE LIMITED

CE KAK SO

Corporate Office: Wimbridge Compound 20-A, Sleater Rd., Next to Girton High School, Mumbai - 400 007. Tel.: 2380 6379, 2380 6380

Email: pklbscbom2.vanl.net.in / kandkassocirates - vanl.net

KKalegal@gmail.com

8-D, MHATRE NIWAS, HARISHANKAR MHATRE LANE, NEAR PRABHAT POULTRY, GAMDEVI, MUMBAI - 400 007.

#### Report of Scrutinizer FORM No. MGT-13

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Mr N S Sekhsaria Chairman (ACC) 122, Maker Chambers III Nariman Point Mumbai 400 021

Dear Sir

I, Khushroo K Driver, was appointed as Scrutinizer for conducting the voting moved on the under mentioned Resolution(s), at the 81<sup>st</sup> Annual General Meeting of the Equity Shareholders of ACC Limited, held on Wednesday, 29<sup>th</sup> March 2017 at 3.00 p.m. in "Birla Matushri Sabhagar" 19, Sir Vithaldas Thackersey Marg, Mumbai 400 020. I submit my report as under:

To enable wider participation by shareholders, in the e-voting process and pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) and the Rules framed thereunder and as required under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Company had provided e-voting and physical ballot facility to its Shareholders. The e-voting period commenced on Saturday, 25<sup>th</sup> March 2017 (9.00 a.m. IST) and ended on Tuesday, 28<sup>th</sup> March, 2017 (5.00 p.m. IST) During this period Members of the Company holding shares either in physical form or in dematerialized form, as on the cut off date i.e. Wednesday 22<sup>nd</sup> March 2017 could cast their vote by remote e-voting The last date for submitting duly completed physical ballots by the Shareholders was Friday, 24<sup>th</sup> March 2017 (5.00 p.m. IST).

The Members who were present at the Meeting but had not cast their votes by availing the remote e-voting facility or by a Ballot were allowed to vote electronically at the meeting.

After the e-voting concluded at the venue of the AGM, the electronic votes cast were unblocked by me. Subsequently the votes cast were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.

The votes which were incomplete and / or which were otherwise found defective have been treated as invalid and have been kept separately.

ADVOCATE, HIGH COURT

The result of the voting is as under:

### Resolution no.1 - Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended December 31, 2016 and the Reports of the Board of Directors and the Auditors thereon

## Voted in favour of the resolution:

i. Voted in favour or t	THE TESSTER TO	y % of total number of valid
Number of Members (including Proxies) voting electronically or through	Number of votes cast by them	Votes cast
Physical Ballot 835	146170271	99.98

## ii. Voted against the resolution:

ii. Voted against the r	E301dcio		-	of total	number	of valid
Number of Members (including Proxies) voting electronically or through	Number of votes them	cast t	рγ	votes cast		
Physical Ballot	10471				0.01	

#### Invalid votes: iii.

	1 1	of votes	cast by	1 % Of rorai	HUITIDGE	J. 10
(including Proxies) voting electronically or through	them	Ol vores	CG51 = 7	% of total votes cast		
Physical Ballot		12724			0.01	

## Resolution no.2 - To declare Final Dividend

### Voted in favour of the resolution:

	and by	% of total number of valid
Number of Members (including Proxies) voting electronically or through	Number of votes cast by them	% of total number of valid votes cast
Physical Ballot 849	147272836	99.99

### Voted against the resolution:

Number of Members (including Proxies) voting	Number	of votes	cast	БУ	votes cast	number of valid
electronically or through Physical Ballot		220				0

ADVOCATE, HIGH COURT

#### iii. Invalid votes:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total votes cast		of	valid
32	Si	1	2724				0.01		

# Resolution no.3 – Re-appointment of Mr N S Sekhsaria having Director Identification Number (DIN) 00276351 as a Non Executive/Non Independent Director of the Company

#### i. Voted in favour of the resolution:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total num votes cast		valid
809		146	982077	7		99.7	9	

#### ii. Voted against the resolution:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number of votes them	cast	by	% of total votes cast	number	of valid
46	290482				0.2	

#### iii. Invalid votes:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of tota votes cast	l number	of valid
32		1	2724				0.01	

# Resolution no.4 - Re-appointment of Mr Martin Kriegner having Director Identification Number (DIN) 00077715 as a Non Executive/Non Independent Director of the Company

#### i. Voted in favour of the resolution

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number of votes cast be them	y % of total number of valid votes cast
811	146758067	99.64

ADVOCATE, HIGH COURT

#### ii. Voted against the resolution:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total number of valid votes cast
42		5	14504			0.35

#### iii. Invalid votes:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total votes cast	number	of valid
32		1	2724				0.01	

# Item no.5 – Appointment of M/s Deloitte Haskins and Sells LLP as Statutory Auditors of the Company for a term of five years commencing from the Company's Financial Year 2017

#### i. Voted in favour of the resolution:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	of total es cast	number	òf	valid
824		147	271395	5			99.99		

#### ii. Voted against the resolution:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total		of	valid
29			962				0		

#### iii. Invalid votes

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of to	tal number st	of valid
32		1	2724			1	0.01	

ADVO CATE, HIGH COURT

# Resolution no.6 - Appointment of Mr Neeraj Akhoury having Director Identification Number (DIN) 07419090 as a Director of the Company

#### i. Voted in favour of the resolution:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total votes cast	num ber	of valid			
821		1472	225872	2		S	99.96				

#### ii. Voted against the resolution:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	111	of to	number	of	valid
32		4	6675					0.03		

#### iii. Invalid votes:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total votes cast	number	of valid
32		1	2724				0.01	

# Resolution no.7 – Appointment of Mr Neeraj Akhoury having Director Identification Number (DIN) 07419090 as the Managing Director & Chief Executive Officer of the Company

#### i. Voted in favour of the resolution:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number of votes cast by them	% of total number of valid votes cast
812	146740489	99.63



ADVOCATE, HIGH COURT

#### ii. Voted against the resolution

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total number of valid votes cast
43		5:	32108			0.36

#### iii. Invalid votes

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total number of valid votes cast
32		1	2724			0.01

## Resolution no.8 - To ratify the payment of remuneration to Messrs. D C Dave & Co., Cost Auditor

#### i. Voted in favour of the resolution:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of total votes cast	number	of	valid
821		147	261110	)			99.98		

#### ii. Voted against the resolution

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number them	of	votes	cast	by	% of votes of	number	of	valid
33		1	1477				0.01		

#### iii. Invalid votes:

Number of Members (including Proxies) voting electronically or through Physical Ballot	Number of votes cast them	by % of total number of valid votes cast
32	12724	0.01



### ADVOCATE, HIGH COURT

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared "INVALID" for each resolution is enclosed.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary & Head Compliance / Director authorized by the Board for safe keeping.

I report that all the Resolutions have been passed by the Shareholders by the requisite majority

Thanking you

Yours faithfully

Khushroo K Driver

Place: Mumbai

Date: 29th March, 2017

ACC Limited - Summary of E Voting/Physical Ballot - AGM - 29.3.2017

	folution 3	Standalone and Consolidated s of the Company for the year , 2016 and the Reports of the nd the Auditors thereon.									TSE)
Total No. of Saletes on voting   146170271 99.38   10471   0.01   146180742 99.99   12724   0.01   1301   146180742   99.39   12724   0.01   146180742   12618   126	colution 3		· e.								
Total No. of Ballots   Resolution   Resolu	colution 3	on voting	146170271		10471		146180742	99.99	12724		146193466
Total No. of Shares on voting   Assent   No. of Shares   No. of Shares   No. of Shares   No. of Shares   No. of Shares	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	0	835		13		848				100
Total No. of Shares on voting   Assent   Assen	2 Solution 3		Assent				Total	%	Invalld	%	Total Votes Cast
Total No. of Ballots		dend									
Total No. of Ballots		on voting	147272836	66.66	220	0	147273056	99.99	12724		147285
Resolution         Assent         % Dissent         Dissent         % Total         % Total         % Invalid         % Cast           Re-appointment of Mr N S Sekhsaria having         Sekhsaria having         32 3.04         146982077         99.79         290482         0.2 147272559         99.99         12724         0.01           Company         Total No. of Shares on voting         809         91.21         46         5.19         855         96.39         32 3.61           Resolution         Assent         % Dissent         % Total         Foral No. of Shares on voting         % Invalid         % Invalid <td></td> <td></td> <td>849</td> <td>95.18</td> <td>11</td> <td>1.23</td> <td>860</td> <td>96.41</td> <td>32</td> <td></td> <td>100</td>			849	95.18	11	1.23	860	96.41	32		100
3 Re-appointment of Mr N S Sekhsaria having Director Identification Number (DIN) 00276351 as a Non Executive/Non Independent Director of the Company   Total No. of Shares on voting   Assent   Company   Total No. of Shares on voting   Assent   Solution   Assent   Assent	m		Assent		Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting         146982077         99.79         290482         0.2         147272559         99.99         12724         0.01           Total No. of Shares on voting         Assent         %         Dissent         %         Total         %         Total         %         Invalid         %         Total           Resolution         Reappointment of Mr Martin Kriegner having         Secontion         Assent         %         Total         %         Invalid         %         Invalid         %         Total         %         Invalid         Invalid         Invalid         In	a Non Executive/No	Vr N S Sekhsaria having on Number (DIN) 00276351 as n Independent Director of the									
Total No. of Ballots	A STATE OF THE STA		146982077		290482	0.2		99.99			147285283
Resolution         Assent         %         Dissent         %         Total Vote           Re-appointment of Mr Martin Kriegner having Director Identification Number (DIN) 00077715 as a Non Executive/Non Independent Director of the Company         Assent         %         Dissent         %         Total No. of Shares on voting         Assent         %         Total No. of Shares on voting         Assent         %         Dissent         %         Total No. of Shares on voting         Assent         %         Total No. of Shares on voting         Assent         Assent <td< th=""><td>Total No. of Ballots</td><td>on voting</td><td>808</td><td></td><td>46</td><td>10,1</td><td></td><td></td><td></td><td></td><td>100</td></td<>	Total No. of Ballots	on voting	808		46	10,1					100
Re-appointment of Mr Martin Kriegner having   Director Identification Number (DIN) 00077715 as a Non Executive/Non Independent Director of the Company   Total No. of Shares on voting   146758067   99.64   514504   0.35   147272571   99.99   12724   0.01   147285   Total No. of Ballots   811   91.64   42   4.75   853   96.38   32   3.62			Assent	%	Dissent		Total	%	Invalid	%	Total Votes
146758067     99.64     514504     0.35     147272571     99.99     12724     0.01     147285       811     91.64     42     4.75     853     96.38     32     3.62	4	Vr Martin Kriegner having on Number (DIN) 00077715 as n Independent Director of the									
811 91.64 42 4.75 853 96.38 32 3.62	Total No. of Shares	on voting	146758067	99.64	514504		147272571	99.99	12724		147285295
	Total No. of Ballots		811	91.64	42	4.75	853	96.38	32		100

E Haskins and Sells LLP  Company for a term om the Company's  In 147271395 99.99 962 0 147272  Record to the company's  R											Cast
Total No. of Shares on voting   147271395 99.99 962   0 147272	S Ap as of	pointment of M/s Deloitte Haskins and Sells LLP Statutory Auditors of the Company for a term five years commencing from the Company's ancial Year 2017									
Total No. of Ballots   Assent   No. of Ballots   Assent   No. of Ballots	F	No of Shares on voting	147271395	99.99	962	0	147272357	99.99	12724	0.01	147285081
Solution   Resolution   Resolution   Assent   %   Dissent   %   Total No. of Shares on voting   Total No. of Shares on votin	D O	tal No. of Ballots	824		29	3.28	853	96.38	32	3.62	100
Solution   Resolution   Resol		solution	Assent	%			Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	6 Ap Dir	pointment of Mr Neeraj Akhoury having ector Identification Number (DIN) 07419090 as irector of the Company									
Total No. of Ballots	F	No of Charac on unting	147225872	96.66	46675		147272547	99.99	12724	0.01	147285271
Assent   %   Dissent   %   Total	2 2	tal No. of Ballots	821	92.77	32	3.62	853	96.38	32	3.62	100
7 Appointment of Mr Neeraj Akhoury having Director Identification Number (DIN) 07419090 as the Managing Director & Chief Executive Officer of the Company Total No. of Shares on voting Total No. of Ballots Total No. of Ballots  Resolution Resolution Resolution  8 To ratify the payment of remuneration to Messrs.  9 D C Dave & Co., Cost Auditor	1	solution	Assent	%	Dissent		Total	%	Invalid	%	Total Votes Cast
of the Company         of the Company         146740489         99.63         532108         0.36         147272           Total No. of Ballots         Total No. of Ballots         812         91.54         43         4.85           solution         Resolution         Assent         %         Dissent         %         Total           p C Dave & Co., Cost Auditor         147751110         60.08         11477         0.01         147777	7 Ap	pointment of Mr Neeraj Akhoury having ector Identification Number (DIN) 07419090 as Managing Director & Chief Executive Officer		2.					. 1		
Total No. of Ballots  Total No. of Ballots  Total No. of Ballots  Total No. of Ballots  Solution Resolution  8 To ratify the payment of remuneration to Messrs.  B To ratify the payment of remuneration to Messrs.  B C Dave & Co., Cost Auditor	of	the Company	146740489				147272597	99.99	12724	10.01	147285321
Solution Resolution  8 To ratify the payment of remuneration to Messrs.  D C Dave & Co., Cost Auditor	5 5	on votin	812			_	855	96.39	32	3.61	100
8 To ratify the payment of remuneration to Messrs. D C Dave & Co., Cost Auditor	olution R	solution	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
777711 00 00 0111777	8 Tc	ratify the payment of remuneration to Messrs. C Dave & Co., Cost Auditor									
1/4TT 00:00 OTTT07/4T	To	Total No. of Shares on voting	147261110	99.98	11477	0.01	147272587	99.99		12724 0.01	14/285511
821 92.66 33 3.72	100	tal No. of Ballots	821	-			854	96.39	32	3.61	100

KHUSHROO K. DRIVER ADVOCATE ELL COURT 8-D, MHACHE NO VES, HARISHANGAR MERICE LANE, NEAR PROPER POULTRY, GAMDEVI, MOWIGAI - 400 007.

KHUSHROO K DRIVER ADVOCATE, HIGH COURT