

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 21, 2015

General Manager - Department of Corporate Services BSE Limited Pheroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 Fax No. 22723719/3121/2037/2039/2041/2061

Dear Sirs

Re.: Disclosure of Voting Results of the Annual General Meeting of the Company held on March 20, 2015 as per the requirement of Clause 35A of the Equity Listing Agreement

As per the requirement of Clause 35A of the Equity Listing Agreement, given below are the details of the voting results at the Annual General Meeting of the Company as per the format prescribed under the said clause.

Details of Voting Results:

Date of the AGM/EGM	March 20, 2015
Total no. of shareholders on record date	99,029
Cut-off date for e-voting: March 13, 2015	
No. of shareholders present in the Meeting either in	
person or through proxy:	
Promoters and Promoter Group	2
Public	157
No. of shareholders attended the Meeting through	
video conferencing:	
Promoters and Promoter Group	, =
Public	=

Agenda-wise

Item No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of voting (Show of hands/ Poll/Postal Ballot/E-voting)	Remarks
1	Adoption of the Audited Financial Statements for the Company's financial year ended December 31, 2014, and the Reports of the Board of Directors and the Auditors thereon.	Ordinary	E-voting, Ballot & Poll	The Resolution was passed with requisite majority



Item No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
a 2	Declaration of the payment of final dividend of ₹ 19 (Rupees Nineteen only) per equity share of ₹ 10 each and ratification of the interim dividend of ₹ 15 (Rupees Fifteen only) per equity share, for the financial year ended December 31, 2014.	Ordinary	E-voting, Ballot & Poll	The Resolution was passed with requisite majority
3	Re-appointment of Mr Bernard Fontana, Non Executive/Non Independent Director having DIN 05178749 as Director of the Company	Ordinary	E-voting, Ballot & Poll	The Resolution was passed with requisite majority
4	Re-appointment of Mr Aidan Lynam, Non Executive/Non Independent Director having DIN 03058208 as Director of the Company	Ordinary	E-voting, Ballot & Poll	The Resolution was passed with requisite majority
5	Appointment of Statutory Auditors and fixing their remuneration	Ordinary	E-voting, Ballot & Poll	The Resolution was passed with requisite majority
6	Ratification of Cost Auditors' remuneration	Ordinary	E-voting, Ballot & Poll	The Resolution was passed with requisite majority
7	Payment of Commission to Non Executive Directors	Ordinary	E-voting, Ballot & Poll	The Resolution was passed with requisite majority

The voting details are annexed herewith in the prescribed format along with the Report of the Scrutinizer.

This may also be considered as compliance of Clause 31(d) of the Listing Agreement.

Yours faithfully, For ACC Limited

Burjor D Nariman

Company Secretary & Head Compliance

Encl.: Annexure



- 2	Resolution No 1	אם ווום בח	CT					
	Promoter/ Public	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	94429120	94429120	100.00	94429120	0	100.00	00.00
7	-	66213568	45017499	62.99	44999093	18406	96'66	0.04
m	⊢	27102668	468171	1.73	466467	1704	99.64	0.36
	Grand Total	187745356	139914790		139894680	20110		
K	Resolution No 2							
	Promoter/ Public	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	94429120	94429120	100.00	94429120	0	100.00	0.00
	Public – Institutional Holders	66213568	45305737	68.42	45305737	0	100.00	0.00
	Public - Others	27102668	457446	1.69	457102	344	99.92	0.08
	Grand Total	187745356	140192303		140191959	344		
								5)



조	Resolution No 3							
	Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes in	% of votes
	Public	shares	votes	polled on	votes in	votes	favour on	against on
				shares	lavoai	agailist	Aores polled	named sanoa
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
-	Promoter and	94429120	94429120	100.00	94429120	0	100.00	00.0
	Promoter							
	Group							
7	_	66213568	44375943	67.02	34671203	9704740	78.13	21.87
	Institutional							
	Holders							
m	Public - Others	27102668	456415	1.68	323002	133413	70.77	29.23
	Grand Total	187745356	139261478		129423325	9838153		
2	Resolution No 4							
	Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes in	% of votes
	Public	charac	votos	no belloa	votes in	votos	favoille	ac tariene
		Silaida	VOICE	polica oli	אסנפא ווו		idvoui oii	against on
		neid	polled	outstanding	ravour	against	Votes polled	votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
1	Promoter and	94429120	94429120	100.00	94429120	0	100.00	00.0
	Promoter							
2	Public –	66213568	44545929	67.28	36491479	8054450	81.92	18.08
	Institutional						 	
	Holders							
က	Public - Others	27102668	457293	1.69	338110	119183	73.94	26.06
	Grand Total	187745356 1394	139432342		131258709	8173633		
								0



Promoter/ Public No. of Shares No. of Polled Public No. of Public <	ď	Resolution No 5							
Public shares votes polled on shares votes polled on custs and shares votes polled on custs and shares favour on spainst or counter and shares favour on spainst or counter and shares favour on custs and shares favour on shares favour on shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and spainst or counter and spainst or counter and shares favour on spainst or counter and spainst or counter and spainst or counter and spainst and spa		Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes in	% of votes
Promoter and P4429120 Sinch State Solution No et al. (a) (b) (c) (Public	shares held	votes polled	polled on outstanding	votes in favour	votes against	favour on votes polled	against on votes polled
Promoter and Pomoter and Promoter and Public - Others 27102668			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Promoter Group Promoter and Public - Others Columbia	١ŀ٠	Dromoter and	04479170	04479170	100 00	04420120		100 00	000
Group Ge213568 4504310 68.03 43637393 1405717 96.88 Public - Others Public - Others Public - Others Actual Total 27102668 456664 1.68 456200 464 99.90 Grand Total	4	Promoter	03173117	071771	0000	7172750)		
Public - Cothers G6213568 45043110 G8.03 43637393 1405717 96.88 Foundary Foundary Foundary Shares Cothers Coth		Group							
Institutional Holders	N	-	66213568	45043110	68.03	43637393	1405717	96.88	3.12
Holders Hold		Institutional							
Grand Total 27102668 456664 1.68 456200 464 99.90 Grand Total 187745356 139928894 1.68 456200 464 99.90 Grand Total 187745356 139928894 1.68 No. of votes No. of votes No. of votes in votes in votes No. of votes in votes in votes No. of votes in votes No. of votes in votes in votes No. of votes		Holders							
Grand Total 187745356 139928894 138522713 1406181 Aboution No fublic No. of solution No casolution No casoluti	m	-	27102668	456664	1.68	456200	464	06.66	0.10
Promoter/ shares No. of shares		Grand Total	187745356	139928894		138522713	1406181		
Promoter/ Public No. of shares shares No. of shares <	2	esolution No 6							
Public shares held votes polled outstanding shares polled outstanding shares favour against proves polled shares favour against proves polled shares favour against proves polled shares votes polled votes polled votes polled shares votes polled votes polled votes polled votes polled votes polled votes proves pro		Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes in	% of votes
held polled shares outstanding shares favour against adainst votes polled votes polled shares votes polled votes polled shares (1) (2) (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100 (7)=[(5)/(2)]* Promoter and Group 94429120 94429120 94429120 (7)=[(5)/(2)]* (7)=[(5)/(2)]* Promoter and Group 66213568 45305737 68.42 45287331 18406 99.96 Holders 1nstitutional Holders 27102668 455779 1.68 453722 2057 99.55 Public - Others 27102668 455779 1.68 453722 20463 99.55 Grand Total 187745356 140190636 140170173 20463 99.55 99.55		Public	shares	votes	polled on	votes in	votes	favour on	against on
Promoter and Promoter Group (1) (2) (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100 Promoter Group Bublic - 66213568 45305737 68.42 45287331 18406 99.96 Institutional Holders Public - Others 27102668 455779 1.68 453722 2057 99.55 Grand Total 187745356 140190636 140170173 20463 99.55			held	polled	outstanding shares	favour	against	votes polled	votes polled
Promoter and Group 94429120 94429120 94429120 94429120 100.00 94429120 100.00 <td></td> <td></td> <td>(1)</td> <td>(2)</td> <td>(3)=[(2)/(1)]*100</td> <td>(4)</td> <td>(5)</td> <td>(6)=[(4)/(2)]*100</td> <td>(7)=[(5)/(2)]*100</td>			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter Group 68.42 45287331 18406 99.96 Public – Institutional Holders 27102668 455779 1.68 453722 2057 99.55 Public – Others 27102668 455779 1.68 453722 2057 99.55 Grand Total 187745356 140190636 140170173 20463 99.55	-	Promoter and	94429120	94429120	100.00	94429120	0	100.00	00.00
Public – 66213568 45305737 68.42 45287331 18406 99.96 Institutional Holders Holders 27102668 455779 1.68 453722 2057 99.55 Grand Total 187745356 140190636 140170173 20463 99.55		Promoter Group							
Institutional Institutional 455779 1.68 453722 2057 99.55 Public - Others 27102668 455779 1.68 453722 2057 99.55 Grand Total 187745356 140190636 140170173 20463 99.55	2	-	66213568	45305737	68.42	45287331	18406	96'66	0.04
Public - Others 27102668 455779 1.68 453722 2057 99.55 Grand Total 187745356 140190636 140170173 20463 8		Institutional Holders							
187745356 140190636 140170173	m	-	27102668	455779	1.68	453722	2057	99.55	0.45
		Grand Total	187745356			140170173	20463		
									0/



% of votes against on votes polled (7)=[(5)/(2)]*100 0.00	
% ag % (2) xo	
% of votes in favour on votes polled (6)=[(4)/(2)]*100 100.00 100.00	
No. of votes against (5) 0	12467
No. of votes in favour (4) 94429120 45305737	140175657
% of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.00	
o. of No. of votes seld polled polled (1) (2) 94429120 94429120 94429120 66213568 45305737 27102668 453267	140188124
No. of shares held (1) 94429120 66213568	187745356 140188124
<u>ν</u>	_
Promoter/ Public Promoter and Promoter Group Promoter Group Promoter Institutional Holders Public - Others	Grand Total

K & K CORPORATE SOLUTIONS PRIVATE LIMITED



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

Email: pklbs@bom2.vsnl.net.in / kandkassociates@vsnl.net

21st March, 2015

To

The Chairman
The Board of Directors,
ACC Limited,
Cement House,
121, Maharshi Karve Road,
Mumbai - 400020.

Dear Sir,

Sub: Scrutinizers Report on E-Voting & Physical Ballot/Poll taken at the 79th Annual General Meeting (AGM) of your Company

Our Company has been appointed as Scrutinizers for scrutinizing the E-Voting & Physical Ballot/Poll taken at the 79th AGM of your Company. The said scrutiny was conducted by the Director of our Company Mr. Khushroo K. Driver, who is an Advocate of High Court and a Member of the Institute of Company Secretaries of India.

The report of Mr. Khushroo Driver, on the E-Voting and Physical Ballot/Poll conducted for the various Items on the Agenda of the 79th AGM of your Company held on 20th March, 2015 is enclosed herewith.

Thank you, Yours Faithfully,

For: K & K Corporate Solution Private Limited

(Director)

ADVOCATE, HIGH COURT

Report of Scrutinizer FORM No. MGT-13

Wimbridge Compound 20-A, Sleater Rd., Next to Girton High School, Mumbai - 400 007.

Tel.: 2380 6379 / 80 / 81

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2krylegal@gmail.com 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 the purpose of the voting by evoting, ballot and physical voting through polling on the under mentioned Resolution(s), at the Annual General Meeting of the Equity Shareholders of ACC Limited, held on Friday, 20th March 2015 at 3.00 p.m. in "Birla Matushri Sabhagar" 19, Sir Vithaldas Thackersey Marg, Mumbai 400 020, submit my report as under:

To enable wider participation of shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) and the Rules framed thereunder and as required under the Listing Agreement, the Company had provided e-voting and physical ballot facility to its Shareholders. The e-voting period commenced on Wednesday, March 11, 2015 (9.00 a.m. IST) and ended on Friday, March 13, 2015 (5.00 p.m. IST) The last date for submitting duly completed physical ballots by the Shareholders was also Friday, March 13, 2015 (5.00 p.m. IST).

After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. 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 kept separately.

The result of the Poll is as under:

ADVOCATE, HIGH COURT

Resolution no.1 – Adoption of audited financial statements of the Company for the year ended 31st December 2014 and the Reports of the Board of Directors and the Auditors thereon

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
987	13,98,94,680	99.23

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	of	votes	cast ,	by	% of tot votes cas		of	valid
15	2	0,110				0.01		

iii. Invalid votes:

Number of members present and voting (in person or by proxy)	of	votes	cast	by		total cast	number	of	valid
68	 10,	72,596					0.76		

Resolution no.2 - Payment of Final Dividend

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
988	14,01,91,959	99.23

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
11	344	0

iii. Invalid votes:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
76	10,83,277	0.77

ADVOCATE, HIGH COURT

Resolution no.3 - Re-appointment of Mr Bernard Fontana as a Director of the Company

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		of	votes	cast	by	1	total cast	number	of	valid
798	12	2,94	,23,32	5				92.21		

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	of	votes	cast ,	by		total cast	number	of	valid
189	98,	38,153					7.01		

iii. Invalid votes:

Number of members present and voting (in person or by proxy)	of	votes	cast	by		total cast	number	of	valid
79	10,	88,533					0.78		

Resolution no.4 - Re-appointment of Mr Aidan Lynam as a Director of the Company

i. Voted in favour of the resolution

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
833	13,12,58,709	93.41

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number them	of	votes	cast	by		total cast	number	of	valid
158		81,	73,633					5.82		

iii. Invalid votes:

Number of members present and voting (in person or by proxy)	of	votes	cast	by		total cast	number	of	valid
79	10,	88,244					0.77		



ADVOCATE, HIGH COURT

Item no.5 – Appointment of Messrs S R B C & CO LLP as Statutory Auditors of the Company

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

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
949	13,85,22,713	98.23

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
33	14,06,181	1

iii. Invalid votes

Number of members present and voting (in person or by proxy)	of	votes	cast	by		total cast	number	of	valid
79	10,	83,825		8			0.77		

Resolution no.6 - Ratification of remuneration to Messrs N I Mehta & Company, Cost Auditors

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
962	14,01,70,173	99.22

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	of	votes	cast	by		total cast	number	of	valid
29	2	0,463					0.01		

iii. Invalid votes:

Number of members present and voting (in person or by proxy)	of	votes	cast	by	l	total cast	number	of	valid
79	10,	83,866					0.77		

Resolution no.7 – Payment of Commission to Non Executive Directors of the Company

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number them	of	votes	cast	by	I	total cast	number	of	valid
916	1	4,0	1,75,65	7				99.22		

ii. Voted against the resolution

Number of members present and voting (in person or by proxy)	Number them	of	votes	cast	by		total cast	number	of	valid
74		1	2,467					0.01		

iii. Invalid votes:

Number of members present and voting (in person or by proxy)	of v	otes	cast	by		total cast	number	of	valid
83	10,8	6,435					0.77		

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: March 21, 2015

SUMMARY OF EVOTING /POSTAL BALLOT / AGM VOTING AS ON 20.03.2015 ACC LIMITED Statement of voting received in respect of the Resolutions proposed at the AGM of the Company held on March 20, 2015

		7			თ				ъ			4			ω			2	T			1			Resolution No.
Total No. of Ballots	Total No. of Shares on voting	Payment of Commission to Non Executive Directors of the Company	Total No. of Ballots	Total No. of Shares on voting	Cost A	Ratification of remuneration to Messrs N I Mehta	Total No. of Ballots	Total No. of Shares on voting	Appointment of Messrs S R B C & CO LLP as Statutory Auditors of the Company	Total No. of Ballots	Total No. of Shares on voting	Re-appointment of Mr Aldan Lynam as a Director of the Company	Total No. of Ballots	Total No. of Shares on voting	Re-appointment of Mr Bernard Fontana as a Director of the Company	Total No. of Ballots	Total No. of Shares on voting	Payment of Final Dividend		Total No. of Ballots	Total No. of Shares on voting	Directors and the Auditors thereon	year ended 31st December 2014 and the Reports of the Board of	Adoption of audited financial statements of the Company for the	on Resolution
916	14,01,75,657	0	962	14,01,70,173		Ø	949	13,85,22,713		833	13,12,58,709	0	798	12,94,23,325	Ť	988	14,01,91,959	1		987	13,98,94,680				Assent
85.37	99.22		89.91	99.22			89.44	98.23		77.85	93.41		74.86	92.21		91.91	99.23			92.24	99.23				%
74	12,467		29	20,4			33	14,06,181		158	81,73,		189	98,38,153		11	344			15	20,110				Dissent
6.9	0.01		2.71				3.11	1		14.77	5.82		17.73	7.01		1.02	0			1.4	0.01				%
990	0.01 14,01,88,124		991	14,01,90,			982	13,99,28,894		991	13,94,32,		987	13,92,61,		999	0 14,01,92,303			1002	13,99,14,790				Total
92.27	99.23		92.62	1	1		92.55	99.23		92.62	T		92.59	Т		92.93	99.23			93.64	99.24				%
83	99.23 10,86,435		79	10,83,8			79	10,83,8		/9	10,88,2		79	10,88,5		76	99.23 10,83,277			68	99.24 10,72,596				Invalid
7.73	0.77		/.38	0.//	3		7.45	0.77		/.38	0.//		7.41	0.78		7.07	0.77			6.36	0.76				%
100.00	14,12,74,559		100.00	14,12,			100.00	14,10,12,719		00:00T	14,05		100.00	14,03,50,011		100.00	14,12,75,580			100.00	14,09,87,386				Total Votes Cast

KHUSHROO K DRIVER ADVOCATE, HIGH COURT