



04.02.2013

SEC/BSE/2013/16884

**THE STOCK EXCHANGE - MUMBAI,
CORPORATE RELATIONSHIP DEPT.,
PHIROZE JEEJEEBHOY TOWERS,
DALAL STREET,
MUMBAI - 400 001.**

Dear Sirs,

**SUB: Delisting of Equity Shares of the Company – Special Resolution passed through Postal Ballot
- Intimation regarding Results of Postal Ballot – Compliance with Clause 35 A of the Listing
Agreement – reg.**

Ref: Scrip Code: 590001

Our Letters No. (1) SEC/BSE/2012/14884 Dt. 28.12.2012 and

(2) SEC/BSE/2012/15181 Dt. 03.01.2013.

With reference to the above, we wish to state that the Company had conducted the process of Postal Ballot pursuant to provisions of Section 192A and other applicable provisions, if any, of the Companies Act, 1956 and SEBI (Delisting of Equity Shares), Regulations, 2009 read with the Companies (passing of the Resolution by Postal Ballot) Rules, 2011 for passing Special Resolution seeking approval of the shareholders of the Company in connection with the proposal in regard to voluntary delisting offer to the public shareholders of the Company, made by M/s Chettinad Holdings (P) Limited (the Acquirer), belonging to the Promoter Group of the Company, with a view to delist the Equity Shares of the Company from the National Stock Exchange of India Ltd. and the Madras Stock Exchange Ltd., where the Equity Shares are listed and to withdraw the permitted to trade status from the Bombay Stock Exchange. The voting through postal ballot by Physical and electronic mode commenced on 04.01.2013 and ended on 02.02.2013.

The Company had appointed Mr. V Mahesh, Practicing Company Secretaries, Chennai as scrutinizer for conducting the process of Postal Ballot in a fair and transparent manner. The Scrutinizer submitted his report and the result was announced by Sri S. Hariharan, Company Secretary on 4th February, 2013 at the Registered Office of the Company.

In this respect, and in compliance with Clause 35 A of the Listing Agreement we furnish the details of the postal Ballot results in the annexure attached herewith.

The said Resolution passed as Special resolution has been approved by the requisite majority of Votes as required under Section 189 (2) of the Companies Act, 1956 and considering only the Votes cast by the Public Shareholders, the Votes cast in favour of the Special Resolution is more than 2 times the votes cast against the Special resolution which complies with the requirement of proviso to Regulation 8 (1)(b) of the Delisting Regulations.

Contd..

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Therefore the said Special Resolution passed through Postal Ballot has been duly approved by the Shareholders both under Section 189 (2) of the Companies Act, 1956 and proviso to Regulation 8 (1) (b) of the Delisting Regulations, 2009.

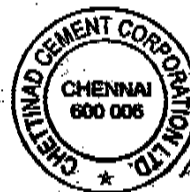
For Chettinad Cement Corporation Ltd.

A handwritten signature in black ink, appearing to read 'S. Hariharan', written over a horizontal line.

S. Hariharan
Company Secretary

CHETTINAD CEMENT CORPORATION LTD.**CHENNAI****ANNEXURE**

Particulars	Public Shareholders		Promoters		Total	
	No. of Postal Ballot Forms	No. of Shares	No. of Postal Ballot Forms	No. of Shares	No of Postal Ballot Forms	No. of Shares
Total number of Postal Ballot Forms /E-voting received	311	2015695	15	33782577	326	35798272
Less: Invalid Postal ballot forms	21	10736	Nil	Nil	21	10736
Valid Postal Ballot Forms	290	2004959	15	33782577	305	35787536
Postal Ballot forms with assent to the Resolution	179	1973860	15	33782577	194	35756437
Postal ballot forms with dissent to the Resolution	111	31099	Nil	Nil	111	31099
Percentage of votes with assent to the resolution	-	98.45%	-	100%	-	99.91%
Percentage of votes with dissent to the resolution	-	1.55%	Nil	Nil	-	0.09%



[Handwritten Signature]