

Ambuja Cement

21st July 2023

BSE Limited
P J Towers,
Dalal Street,
Mumbai – 400001

National Stock Exchange of India Limited
Exchange plaza,
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051

Scrip Code: 500425

Scrip Code: AMBUJACEM

Dear Sir,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results at the 40th Annual General Meeting (AGM) of the Company.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, find enclosed details of voting results inclusive of remote e-voting and e-voting during AGM of the Company held on Thursday, 20th July, 2023 at 11.00 am through Video Conferencing (VC) / Other Audio Video Means (OAVM).

We are also enclosing the consolidated report of the Scrutinizer, M/s Mehta & Mehta, Practicing Company Secretary on remote e-voting and e-voting during the AGM. The above are also being uploaded on the Company's website www.ambujacement.com and on the website of LinkIntime India Private Limited <https://instavote.linkintime.co.in>.

You are requested to kindly take the same on record.

Thanking you.

Yours faithfully,

For Ambuja Cements Limited

VINOD MOHANLAL
BAHETY
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Date: 2023.07.24
16:49:16 +05'30'

Vinod Bahety
Chief Financial Officer

Ambuja Cements Ltd

Registered office:

Adani Corporate House

Shantigram, S.G. Highway

Khodiyar, Ahmedabad – 382 421

Gujarat, India

Ph +91 79-2555 5555

www.ambujacement.com

CIN: L26942GJ1981PLC004717

Encl.: As above

Details of Voting Results-40th Annual General Meeting held on 20th July, 2023

1	Date of the AGM/ EGM	Thursday, 20 th July, 2023
2	Total number of shareholders as on record date	6,32,717 (As on Cut-off date i.e. 13 th July, 2023)
3	No. of Shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"> • Promoters and Promoter Group: • Public: 	Not applicable
4	No. of Shareholders attended the meeting through Video Conferencing (excluding webcast): <ul style="list-style-type: none"> • Promoters and Promoter Group: • Public: 	105 - 105

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40TH ANNUAL GENERAL MEETING HELD ON THURSDAY, 20TH JULY, 2023

DECLARATION OF RESULTS OF REMOTE E-VOTING AND E-VOTING AT AGM

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **Ambuja Cements Limited** ("the Company") had provided remote e-voting facility to the Members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 40th Annual General Meeting (AGM), the remote e-voting was open from 9.00 a.m. on 17th July, 2023 and upto 5.00 p.m. on 19th July, 2023 and the Member who have not casted their vote through remote e-voting were provided e-voting facility during the 40th AGM on 20th July, 2023.

The Board of Directors had appointed Mehta & Mehta, Practicing Company Secretary as the Scrutinizer for remote e-voting and e-voting at AGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5.00 p.m. on 19th July, 2023 and e-voting during the 40th AGM and submitted his Reports on 21st July, 2023. The said Reports of Scrutinizer are attached herewith.

The consolidated Results as per the Scrutinizer's above mentioned Reports are as follows:

S N	Item	Type of Resolution	No. of votes in favour	No. of votes against	% of votes in favour	% of votes against
1.	Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2023	Ordinary	1,39,80,72,427	16,60,72,523	89.3825	10.6175

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2.	To declare dividend on Equity Shares for the financial year 2022-23	Ordinary	1,68,57,38,287	43,66,026	99.7417	0.2583
3.	Re-appointment of Mr. Karan Adani (DIN: 03088095) as a Director of the Company	Ordinary	1,67,20,51,731	1,80,53,348	98.9318	1.0682
4.	Ratification of the Remuneration of the Cost Auditors	Ordinary	1,69,00,89,128	15,030	99.9991	0.0009

Based on the Reports of the Scrutinizers, all Resolutions as set out in the Notice of 40th AGM have been duly approved by the Members with requisite majority.

Yours faithfully,
For Ambuja Cements Limited

VINOD
MOHANLAL
L BAHETY

Digitally signed by
VINOD MOHANLAL
BAHETY
Date: 2023.07.24
16:49:56 +05'30'

Vinod Bahety
Chief Financial Officer
Encl.: a/a

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Gujarat, India

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CIN: L26942GJ1981PLC004717

Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
TEL : +91-22-6611 9696. • E-mail: dipti@mehta-mehta.com. • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman,
Ambuja Cements Limited
Adani Corporate House, Shantigram,
Near Vaishnav Devi Circle,
S. G. Highway, Khodiyar
Ahmedabad Gujrat 382421.

Fortieth (40th) Annual General Meeting ("AGM") of the Members of Ambuja Cements Limited ("the Company") held on Thursday, July 20, 2023 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Atul Mehta, Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed by the Board of Directors of **Ambuja Cements Limited ("the Company")** to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the **Fortieth AGM** of the Company held on Thursday, July 20, 2023 at 11:00 A.M. through VC/OAVM pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 20/2020 dated May 05, 2020, the General Circular No. 02/2021 dated January 13, 2021, the General Circular No. 19/2021 dated December 8, 2021, the General Circular No. 21/2021 dated December 14, 2021, the General Circular No. 03/2022 dated May 05, 2022 and the General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars"), and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January, 2021 and Circular No. SEBI/HO/CFD/PoD- 2/P/CIR/2023/4 dated 05 January, 2023 (collectively referred to as "SEBI



Circulars") and Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India in respect of the Resolutions as set out in the Notice convening the 40th AGM in a fair and transparent manner, do hereby submit any report as follows :

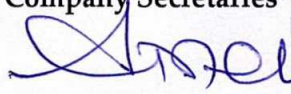
1. The Notice dated May 2, 2023 of the 40th AGM was sent to the Members on 26th day of June, 2023 through electronic mode whose email addresses are registered with the Company/DPs in compliance with MCA circulars.
2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the AGM. For the purpose of remote e-voting, the Company had engaged the services of Link Intime India Private Limited (LI IPL).
3. The members of the Company holding shares as on the "cut off" date i.e. Thursday, July 13, 2023 were entitled to vote on the resolutions stated in the Notice of the 40th AGM.
4. The period for remote e-voting commenced on Monday, July 17, 2023 (09:00 A.M. IST) and ended on Wednesday, July 19, 2023 (05:00 P.M. IST). The Remote e-voting module was disabled by LI IPL for voting thereafter.
5. The facility for e-voting was made available for the Members attending the meeting through VC and who did not cast their vote through remote e-voting.
6. After the closure of e-voting at the AGM, the report on the voting done at the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Ms. Suman Lahoti and Mr. Rushabh Kasliwal, neither of whom are in the employment of the Company and generated from LI IPL e-voting website www.instavote.linkintime.co.in
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the 40th AGM.
8. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.



9. The consolidated results of remote e-voting and voting through electronic voting system at the 40th AGM are enclosed as an **Annexure** to this report.

Thanking You,

For Mehta & Mehta
Company Secretaries


Atul Mehta



Scrutinizer

FCS No : 5782

CP No : 2486

UDIN: **F005782E000658511**

Place: Mumbai

Date: July 21, 2023

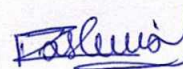
Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from LIPL e-voting website www.instavote.linkintime.co.in in our presence on July 20, 2023.



Name : Ms. Suman Lahoti

Address : 201-206, Shiv Smriti Chambers,
2nd Floor, Dr. Annie Besant Road,
Worli, Mumbai - 400018



Name : Mr. Rushabh Kasliwal

Address : 01-206, Shiv Smriti Chambers,
2nd Floor, Dr. Annie Besant Road,
Worli, Mumbai - 400018

Countersigned by

VINOD
MOHANLAL
BAHETY

Digitally signed by VINOD MOHANLAL BAHETY
DN: cn=BH, ou=Personal,
pseudoym=F347333C257EAA7CE9AC940C69FD73D11F734,
2.5.4.20=967001c6b46377f96f6d5a6c336f6a311335046ff653a1
d1d826700cfd6c2, postalCode=400601, st=Maharashtra,
serialNumber=C14E6A747E00F96949386A818E8836992C7DDA6E
C18:80D09FC68F5FEE0E5C5C5:cn=VINOD MOHANLAL BAHETY
Date: 2023.07.22 16:40:32 +05'30'

Vinod Bahety
Chief Financial Officer
Ambuja Cements Limited

Item No. 1: Ordinary Resolution

To receive, consider and adopt:

- (a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Directors and the Auditors there on; and
 (b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Report of the Auditors there on.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	639	1398012454	15	59,973	654	1,39,80,72,427	89.3825%
Votes against the resolution	433	16,60,72,523	0	0	433	16,60,72,523	10.6175%
Invalid votes/Abstained	28	12,75,51,660	0	0	28	12,75,51,660	0.0000%

The above resolution has been passed by requisite majority since more than half of the votes were casted in the favour of the resolution.

Item No. 2: Ordinary Resolution

To declare a Dividend on equity shares for the financial year ended March 31, 2023.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1075	1,68,56,78,414	14	59,873	1,089	1,68,57,38,287	99.7417%
Votes against the resolution	16	43,65,926	1	100	17	43,66,026	0.2583%
Invalid votes/Abstained	2	105	0	0	2	105	0.0000%

The above resolution has been passed by requisite majority since more than half of the votes were casted in the favour of the resolution.

Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Karan Adani (DIN: 03088095), Non-Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	964	1,67,19,91,780	14	59,951	978	1,67,20,51,731	98.9318%
Votes against the resolution	125	1,80,53,326	1	22	126	1,80,53,348	1.0682%
Invalid votes/Abstained	8	180	0	0	8	180	0.0000%

The above resolution has been passed by requisite majority since more than half of the votes were casted in the favour of the resolution.

Item No. 4: Ordinary Resolution

Ratification of remuneration to the Cost Auditors

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	1,062	1,69,00,29,155	15	59,973	1,077	1,69,00,89,128	99.9991%
Votes against the resolution	25	15,030	0	0	25	15,030	0.0009%
Invalid votes/Abstained	6	140	0	0	6	140	0.0000%

The above resolution has been passed by requisite majority since more than half of the votes were casted in the favour of the resolution.

