

Annexure-3

A. K. FRIENDS & Co.
Practicing Company Secretaries

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**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR
RCC CEMENTS LIMITED**

To
The Chairman
M/s RCC CEMENTS LIMITED

23RD Annual General Meeting of the Equity Shareholders of RCC CEMENTS LIMITED to be held on TUESDAY, September 30, 2014 at 11:00 AM at 807, ARUNACHAL BUILDING, 19, BARAKHAMBHA ROAD, CONNAUGHT PLACE, NEW DELHI-110001

Subject: - Passing of Resolution through electronic AND poll conducted at the AGM of M/s RCC CEMENTS LIMITED held on 30th September, 2014

The Board of the Company had appointed me as a Scrutinizer for the e-voting held between September 22, 2014 at 10:00 A.M. to September 24, 2014 at 5:00 P.M. and for the poll held at the AGM of the Company on the September 30, 2014

The Company has appointed Central Depository Services (India) LIMITED (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from September 22, 2014 at 10:00 A.M. to September 24, 2014 at 05:00 P.M. The e-voting results were unblocked by me on September 25, 2014 in the presence of two witnesses.

At the 23RD AGM of the Company held on September 30, 2014, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.



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RCC Cements Ltd

[Signature]
Director / Co. Secretary

The result of the E-voting together with that of the Poll is as under:

| Number of members who cast their votes through e-voting | Total number of Shares held by them | Total number of Valid votes (as per details provided under each one of the Resolution(s) mentioned hereunder) |
|---------------------------------------------------------|-------------------------------------|---------------------------------------------------------------------------------------------------------------|
| 08 | 299185 | Mentioned under each of the Resolution |

| Item no of Notice | Type of Voting | Votes in favour of the Resolution | | Votes against the resolution | | Invalid Votes | |
|------------------------------------------------------|----------------|-----------------------------------|------|------------------------------|------|---------------|------|
| | | Nos. | %age | Nos. | %age | Nos. | %age |
| Item No. 1 of the Notice (As an Ordinary Resolution) | E-voting | 299185 | 100 | Nil | Nil | Nil | Nil |
| | Poll | 385710 | 100 | Nil | Nil | Nil | Nil |
| | Total | 684895 | 100 | Nil | Nil | Nil | Nil |
| Item No. 2 of the Notice (As an Ordinary Resolution) | E-voting | 299185 | 100 | Nil | Nil | Nil | Nil |
| | Poll | 385710 | 100 | Nil | Nil | Nil | Nil |
| | Total | 684895 | 100 | Nil | Nil | Nil | Nil |
| Item No. 3 of the Notice (As an Ordinary Resolution) | E-voting | 299185 | 100 | Nil | Nil | Nil | Nil |
| | Poll | 385710 | 100 | Nil | Nil | Nil | Nil |
| | Total | 684895 | 100 | Nil | Nil | Nil | Nil |
| Item No. 4 of the Notice (As an Ordinary Resolution) | E-voting | 299185 | 100 | Nil | Nil | Nil | Nil |
| | Poll | 385710 | 100 | Nil | Nil | Nil | Nil |
| | Total | 684895 | 100 | Nil | Nil | Nil | Nil |
| Item No. 5 of the Notice (As an Ordinary Resolution) | E-voting | 299185 | 100 | Nil | Nil | Nil | Nil |
| | Poll | 385710 | 100 | Nil | Nil | Nil | Nil |
| | Total | 684895 | 100 | Nil | Nil | Nil | Nil |



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RCC Cements Ltd

Director
Director / Co. Secy

All the Resolutions stands passed under E-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the Votes cast through e-Voting and poll by the Shareholders of the Bank. I shall be arranging to hand over these records to you or such other person authorized by you.

Thanking you
Yours faithfully,

For A.K. FRIENDS & CO.

Afriends
Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4056, Mem No.-FCS-5129

Place: New Delhi
Dated: 30/09/2014

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RCC Cements Ltd

Director / *co. Secretary*