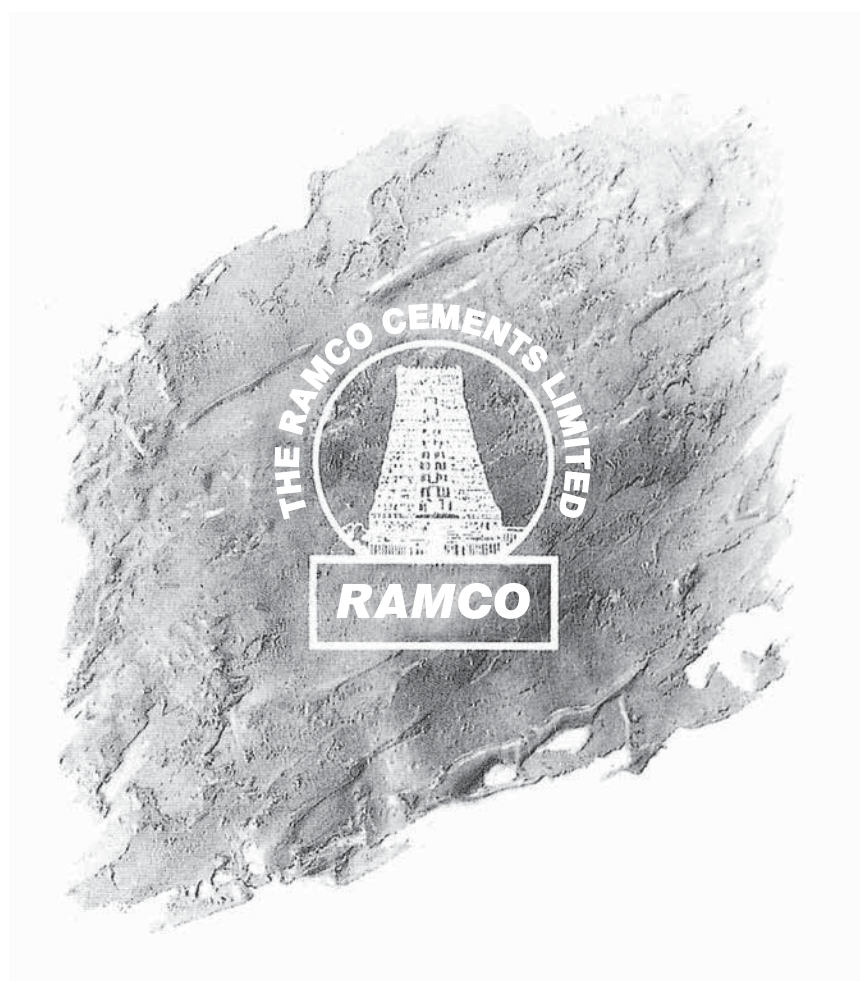


The Ramco Cements Limited

Annual Report

2015-2016





Chairman & Managing Director, Shri.P.R.Ramasubrahmaneya Rajha, at the Tamil Nadu Global Investors Meet for investment opportunities for industries held in September 2015.



Director, Shri.P.R.Venketrama Raja, handing over a cheque for Rs.2 crores to Honourable Chief Minister of Tamil Nadu, Selvi.J.Jayalalithaa towards Chief Minister's Public Relief Fund on 9.12.2015.

THE RAMCO CEMENTS LIMITED



Board of Directors

Shri.P.R.RAMASUBRAHMANEYA RAJHA, B.Sc.,
Chairman & Managing Director

Shri.P.R.VENKETRAMA RAJA, B.Tech.,

Shri.R.S.AGARWAL, B.Sc., B.E.,

Shri.M.B.N.RAO, B.Sc. (Agri).

Shri.M.M.VENKATACHALAM, B.Sc. (Agri).

Smt. JUSTICE CHITRA VENKATARAMAN (Retd.)

Chief Executive Officer

Shri.A.V.Dharmakrishnan

Chief Financial Officer

Shri.S.Vaithyanathan

Secretary

Shri.K.Selvanayagam

Corporate Office

98-A, Dr.Radhakrishnan Road, Mylapore
Chennai – 600 004, Tamil Nadu

Registered Office

“Ramamandiram”
Rajapalayam – 626 117, Tamil Nadu

Website

www.ramcocements.in

Corporate Identity Number

L26941TN1957PLC003566

Bankers

Axis Bank Ltd
Bank of Baroda
BNP Paribas
Canara Bank
Citi Bank
Deutsche Bank
HDFC Bank Ltd
ICICI Bank Ltd
IDBI Bank Ltd
IDFC Bank Ltd
Kotak Mahindra Bank Ltd
Standard Chartered Bank
The Bank of Nova Scotia
The Federal Bank Limited
The Hongkong and Shanghai
Banking Corporation Ltd
Yes Bank Ltd

Debenture Trustee

Axis Trustee Services Limited
2nd Floor, Wadia International Centre,
Pandurang Budhkar Marg, Worli,
Mumbai – 400 025.
Tel: 022-2425 5215
E-mail: mangalagowri.bhat@axistrustee.com
Website: www.axistrustee.com

Auditors

M/s.M.S.Jagannathan & N.Krishnaswami
Chartered Accountants
Unit-5, Ground Floor, Abirami Apartments
No.14, VOC Road, Cantonment
Tiruchirappalli – 620 001.

M/s.CNGSN & Associates LLP
Chartered Accountants
20, Raja Street, T.Nagar, Chennai – 600 017.

Cost Auditors

M/s.Geeyes & Co
A-3, III Floor, 56, Seventh Avenue
Ashok Nagar, Chennai – 600 083.

Secretarial Auditors

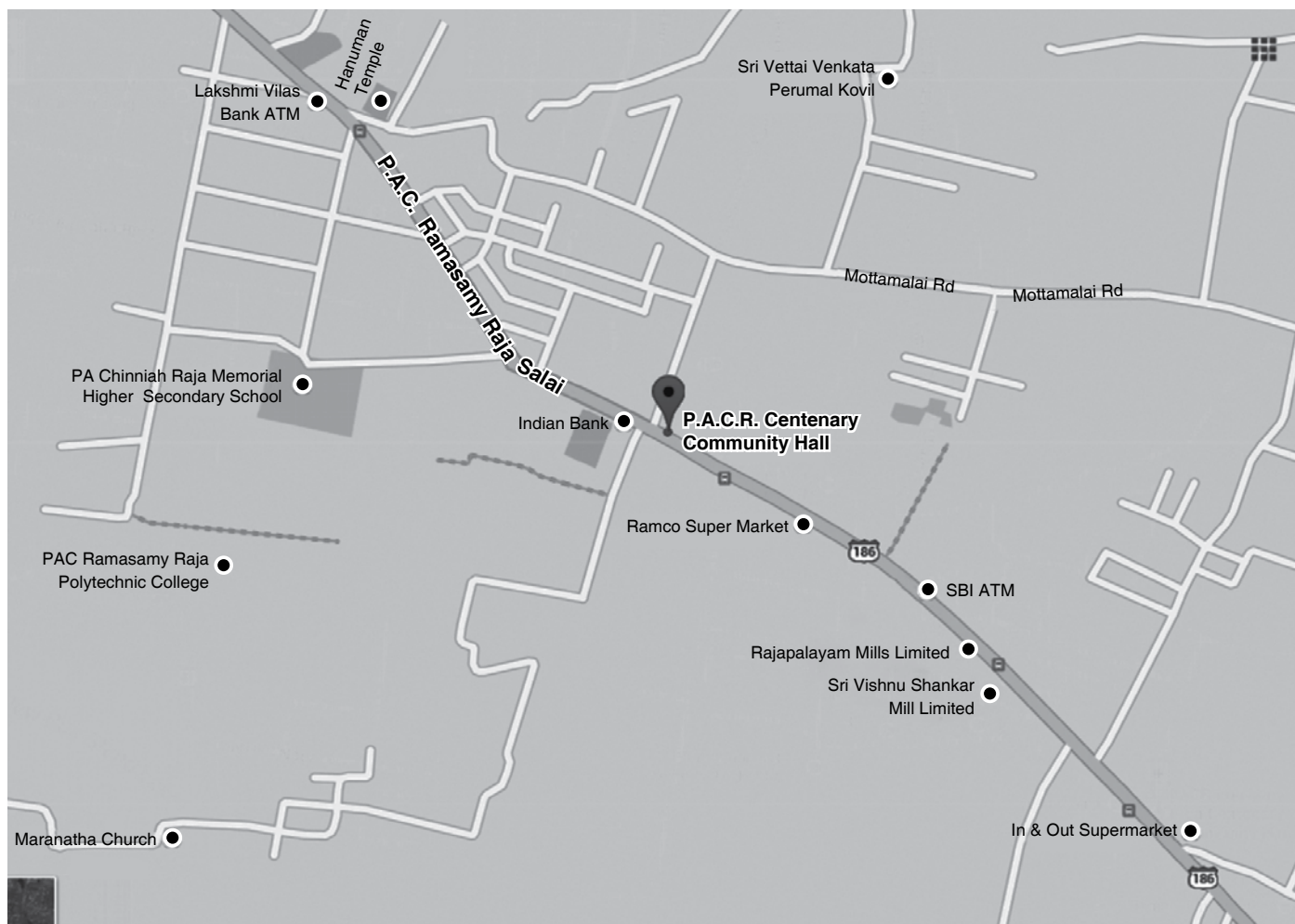
M/s.S.Krishnamurthy & Co
Company Secretaries
“Shreshtam”
Old No:17, New No:16, Pattammal Street
Mandaveli, Chennai – 600 028.

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Map Showing location of venue of 58th Annual General Meeting

Venue Address : P.A.C.R. Centenary Community Hall, Sudarsan Gardens, P.A.C. Ramasamy Raja Salai, Rajapalayam - 626 108, TN



Land Mark: Near Indian Bank

Distance from Rajapalayam Bus Stand : 3.5 KM

Distance from Rajapalayam Railway Station : 3.9 KM



TEN YEAR HIGHLIGHTS

DESCRIPTION	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12	2012-13	2013-14	2014-15	2015-16
Cement										
Capacity										
Integrated Cement Plants (lac tons)	59.90	79.90	99.90	104.90	104.90	104.90	124.90	124.90	124.90	124.90
Satellite Grinding Units (lac tons)	–	–	–	19.50	19.50	19.50	30.50	30.50	40.00	40.00
Production (lac tons)	56.70	58.50	65.30	80.30	73.05	75.22	84.75	85.90	76.96	72.33
Windfarm										
Capacity (MW)	63.79	136.00	181.59	185.59	159.19	159.19	159.19	125.95	125.95	125.95
Generation (lac units)	657	1426	2611	4115	3572	2855	3247	2667	2106	1643
Sales & Other Income (₹ in Crores)	1581.69	2021.35	2471.23	2821.25	2644.69	3256.58	3872.66	3769.23	3731.77	3687.09
Operating Profit (₹ in Crores)	563.50	761.76	793.49	877.29	657.31	969.77	1047.30	648.76	800.12	1150.31
Cash Generation (₹ in Crores)	409.92	639.16	628.52	644.97	435.65	811.32	868.79	460.63	606.31	970.08
Profit After Tax (₹ in Crores)	308.02	408.29	363.52	353.68	210.98	385.11	403.65	137.70	242.35	558.26
Number of employees	1955	2260	2447	2583	2593	2626	2787	2937	2883	2846
Contribution to Exchequer (₹ in Crores)	561	610	711	809	839	1186	1423	1403	1418	1550
Face value per share (₹)	10	10	1	1	1	1	1	1	1	1
Earnings per share (₹)	255	343	15	15	9	16	17	6	10	23
Dividend per share (₹)	25.00	40.00	2.00	2.00	1.25	2.50	3.00	1.00	1.50	3.00
Dividend payout (₹ in Crores)	30.24	48.03	47.66	47.66	29.79	59.58	71.49	23.83	35.75	71.49
Dividend payout %	10	12	13	13	14	15	18	17	15	13
Operating profit ratio %	35.63	37.69	32.11	31.10	24.85	29.78	27.04	17.21	21.44	31.20
Market price of share (₹)										
(a) High	3750	5072	198	140	134	169	274	261	380	428
(b) Low	1745	2500	55	70	85	76	134	135	205	279
(c) As on 31 st March	2730	3349	71	122	102	154	254	215	305	400
Market capitalisation (₹ in Crores)	3297	3986	1700	2897	2427	3659	6045	5117	7265	9520
Net worth per share (₹)	550	799	52	65	73	86	100	104	111	130

Bonus shares were issued in the ratio of 1:1 in 1992-93, 1994-95 and 2008-09.

THE RAMCO CEMENTS LIMITED

NOTICE TO THE MEMBERS

Notice is hereby given that the 58th Annual General Meeting of the Company will be held at 10.15 AM on Thursday, the 4th August 2016 at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam – 626 108, Tamil Nadu to transact the following business:

ORDINARY BUSINESS

1. To consider and pass the following Resolution, as an ORDINARY RESOLUTION:

“RESOLVED THAT the Board’s Report and the Company’s Standalone and Consolidated Statements of Profit and Loss for the year ended 31st March 2016, Balance Sheets as at that date and Cash Flow Statements for the year ended on that date and the Auditors’ Reports thereon be and are hereby considered and adopted.”

2. To consider and pass the following Resolution, as an ORDINARY RESOLUTION:

“RESOLVED THAT Shri.P.R.Ramasubrahmaneya Rajha (DIN:00331357), who retires by rotation, be and is hereby elected as Director of the Company.”

3. To consider and pass the following Resolution, as an ORDINARY RESOLUTION:

“RESOLVED THAT in terms of section 139 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, the appointment of M/s.M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, holding Firm Registration No:001208S and M/s.CNGSN & Associates LLP, Chartered Accountants, holding Firm Registration No:004915S, as Auditors of the Company for the third consecutive year, viz. from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting, out of their term of three consecutive years as approved at the Annual General Meeting held on 28-07-2014, be and is hereby ratified.”

SPECIAL BUSINESS

4. To consider and pass the following Resolution as a SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, approval of the Company be and is hereby accorded to the appointment of Shri.P.R.Ramasubrahmaneya Rajha (DIN:00331357) as Chairman & Managing Director of the Company for a period of 3 years with effect from 01-04-2017, at a remuneration equivalent to 5% of the net profits of the Company.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee be and is hereby authorised to fix

the components, quantum and periodicity of the remuneration payable to the Managing Director subject however that the annual remuneration does not exceed 5% of the net profits of the Company in any financial year.

RESOLVED FURTHER THAT where in any financial year during the currency of his tenure, the Company has no profits or inadequate profits, the Chairman & Managing Director shall be paid remuneration as approved by the Nomination and Remuneration Committee which shall be the double of the applicable limit as provided under (A) of Section II, Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the remuneration aforesaid shall be exclusive of any fee paid for attending Meetings of the Board or any Committee thereof or for any other purpose, whatsoever as may be decided by the Board as provided in Section 197(5) of the Companies Act, 2013.”

By Order of the Board,
For THE RAMCO CEMENTS LIMITED,
P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director
Chennai
20-05-2016

NOTES:

1. Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning each item of Special Business is annexed hereto.
2. **A member entitled to attend and vote is entitled to appoint a Proxy to attend and vote instead of himself and that the Proxy need not be a Member.**
3. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. Proxy Form is enclosed. Proxies in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.
4. The cut-off date will be 29th July 2016, for determining the eligibility to vote by remote e-voting or in the General Meeting.
5. Pursuant to the provisions of Section 205A(5) and 205C of the Companies Act, 1956, the Company has transferred the unclaimed / unpaid dividends lying with the Company for a period of over 7 years, to the Investor Education and Protection Fund (the IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unclaimed /



unpaid dividends lying with the Company on the website of the Company (www.ramcocements.in), as also on the website of the Ministry of Corporate Affairs. The dividends remaining unpaid for a period of over 7 years will be transferred to the Investor Education & Protection Fund of the Central Government. Hence, the members who have not claimed their dividend relating to the earlier years may write to the Company for claiming the amount before it is so transferred to the Fund. The details of due dates for transfer of such unclaimed dividend to the said Fund are:

Year	Type of Dividend	Date of Declaration of Dividend	Last Date for Claiming Unpaid Dividend	Due Date for Transfer to IEP Fund
2008-09	Final Dividend	05-08-2009	04-08-2016	02-09-2016
2009-10	Interim Dividend	27-10-2009	26-10-2016	24-11-2016
	Final Dividend	02-08-2010	01-08-2017	31-08-2017
2010-11	Dividend	10-08-2011	09-08-2018	07-09-2018
2011-12	Interim Dividend	21-03-2012	20-03-2019	18-04-2019
	Final Dividend	02-08-2012	01-08-2019	30-08-2019
2012-13	1 st Interim Dividend	05-11-2012	04-11-2019	02-12-2019
	2 nd Interim Dividend	13-02-2013	12-02-2020	12-03-2020
	Final Dividend	29-07-2013	28-07-2020	26-08-2020
2013-14	Dividend	28-07-2014	27-07-2021	25-08-2021
2014-15	Dividend	06-08-2015	05-08-2022	01-09-2022
2015-16	Interim Dividend	11-03-2016	10-03-2023	08-04-2023

6. Electronic copy of the Notice for the Annual General Meeting and the Annual Report for 2015-16 are being sent to all the members whose E-mail IDs are registered with the Company/ Depository Participant(s). Physical copy of the Notice together with the Annual Report are being sent in permitted mode, to members for whom the E-Mail IDs are not available and who have requested for physical copies. The Notice and the Annual Report are also available on the Company's Website - www.ramcocements.in for their download.
7. Under Rule 18 of Companies (Management and Administration) Rules, 2014, Members, who have not got their E-Mail IDs recorded are requested to register their E-mail address and changes therein with the Company in respect of physical shares and with Depository Participants in respect of dematerialised shares. Members are also requested to provide their Unique Identification Number and PAN (CIN in the case of Corporate Members) to the Company / Depository Participants.
8. A Route Map with prominent Landmark for easy location of the venue of the meeting is given with this Notice as per the

requirement of Clause No: 1.2.4 of the Secretarial Standard-2 on "General Meetings".

9. Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, [LODR] the Company is providing members remote e-voting facility to exercise their right to vote at the 58th Annual General Meeting (AGM) and the business may be transacted through such voting, through e-voting services provided by Central Depository Services (India) Limited (CDSL).
 - II. The facility for voting, either through electronic voting system or ballot shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
 - III. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. The instructions for e-voting are as under:
 - i) To log on to the e-voting website www.evotingindia.com
 - ii) To Click on "Shareholders" tab.
 - iii) Now enter your User ID as given below:
 - * For CDSL: 16 Digits beneficiary ID,
 - * For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - * Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - iv) Next enter the Captcha Code as displayed and Click on Login.
 - v) PASSWORD
 - * If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
 - * If you are first time user follow the steps given below:
 - a. Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat Shareholders as well as physical Shareholders).
- Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the Folio No. / Client ID in the PAN field.

THE RAMCO CEMENTS LIMITED

In case the Folio No is less than 8 digits, enter the applicable number of 0's before the Folio No. after the first two characters of the name in CAPITAL letters. Eg. If your name is Vasudevan with Folio No. 1 then enter VA00000001 in the PAN Field.

- b. Please enter any one of the following details in order to login:

Date of Birth: Enter the Date of Birth as recorded in your demat account or in the Company records in dd/mm/yyyy format.

Dividend Bank Details: Please enter Dividend Bank Details as recorded in your demat account or in the Company records.

If both of the above details are not recorded with the depository or Company, please enter the User ID / Folio Number (mentioned in (iii) above) in the Dividend Bank details field.

- vi) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vii) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- viii) Click on the relevant EVSN for THE RAMCO CEMENTS LIMITED on which you choose to vote.
- ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolutions.
- xi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- xiii) You can also take a print of the voting done by you by clicking on "Click here to Print" option on the Voting page. It need not be sent to the Company.

- xiv) If you have forgotten the changed password then enter the User ID and Captcha Code and click on Forgot Password & enter the details as prompted by the system.

- xv) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- xvi) The facility for remote e-voting shall remain open from 9.00 AM on Monday, the 1st August 2016 to 5.00 PM on Wednesday, the 3rd August 2016. During this period, the members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date, viz. Friday, the 29th July 2016, may opt for remote e-voting. Voting shall not be allowed beyond 5.00 PM on 3rd August 2016.

- xvii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (FAQs) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

- IV. The voting rights of shareholders shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on 29-07-2016.

- V. Shri.K.Srinivasan, Chartered Accountant (Membership No:21510), Partner, M/s.M.S.Jagannathan & N.Krishnaswami, Chartered Accountants has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.

- VI. The Chairman shall, at the general meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting, with the assistance of scrutiniser, by use of ballot or by using an electronic voting system for all those members who are present at the general meeting but have not cast their votes by availing the remote e-voting facility.



VII. The scrutiniser shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than three days of conclusion of the meeting, a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the

same and the Chairman or a person authorised by him in writing shall declare the result of the voting forthwith.

Chennai
20-05-2016

By Order of the Board,
For THE RAMCO CEMENTS LIMITED,
P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No: 4

Shri.P.R.Ramasubrahmaneya Rajha (DIN:00331357) was first appointed as Managing Director of the Company on 02-04-1970. At that time, the Company's net worth was ₹ 1.93 crores and the turnover was ₹ 2.70 crores, with Ramasamy Raja Nagar as the only unit for the Company with a capacity of 2 lacs tons per annum. Under his leadership, the Company has now grown with Cement Plants at 5 locations in three States with an aggregate grinding capacity of 12.49 million tons per annum. In addition, the Company has established Satellite Grinding Units at 4 locations with an aggregate capacity of 4 million tons per annum. The Company has also diversified in Ready Mix Concrete, Dry Mix products and Wind Energy. The Company's net worth has increased to ₹ 3,092.63 crores and the turnover to ₹ 3,687.09 crores as on 31-03-2016. The Company has a record of consistent profit and declaration of dividend. The Company has grown to be the largest cement manufacturer in South India and one of the most profitable companies in the Cement Industry.

Shri.P.R.Ramasubrahmaneya Rajha was reappointed as Managing Director of the Company by the Board of Directors at their meeting held on 20-05-2016, subject to the approval of the shareholders at the Annual General Meeting, for a further period of 3 years from 01-04-2017 to 31-03-2020 pursuant to Article 119A of the Articles of Association of the Company and in accordance

with the provisions of Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013.

Terms of Remuneration:

- * 5% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013.
- * In any financial year, where the Company has no profits or inadequacy of profits, the Chairman & Managing Director shall be paid as remuneration, the double of the applicable limit as provided under (A) of Section II, Part II of Schedule V of the Companies Act, 2013.

The aforesaid remuneration shall be exclusive of any fee paid for attending Meetings of the Board or Committee thereof or for any other purpose, whatsoever as may be decided by the Board as provided in Section 197(5) of the Companies Act, 2013.

The proposed re-appointment and the payment of remuneration has also been approved by the Nomination and Remuneration Committee and Audit Committee at their meetings held on 19-05-2016.

The reappointment and the remuneration proposed fulfil the conditions stipulated in Schedule V of the Companies Act, 2013. Further, as the Managing Director has attained the age of 70 years, his reappointment is proposed for approval by way of Special Resolution. Hence approval of the Central Government is not required.

Shri.P.R.Ramasubrahmaneya Rajha is a Director in the following Companies:

No	Name of the Company	Nature of Interest
1	The Ramco Cements Limited	Chairman
2	Rajapalayam Mills Limited	Chairman
3	Ramco Industries Limited	Chairman
4	Ramco Systems Limited	Chairman
5	The Ramaraju Surgical Cotton Mills Limited	Chairman
6	Sri Vishnu Shankar Mills Limited	Chairman

THE RAMCO CEMENTS LIMITED

No	Name of the Company	Nature of Interest
7	Sandhya Spinning Mill Limited	Chairman
8	Thanjavur Spinning Mill Limited	Chairman
9	Rajapalayam Textile Limited	Director
10	Ram Sandhya Farms Private Limited	Director
11	Sri Sandhya Farms (India) Private Limited	Director
12	Ramamandiram Agricultural Estate Private Limited	Director
13	Sri Saradha Deepa Farms Private Limited	Director
14	Nalina Agricultural Farms Private Limited	Director
15	Nirmala Shankar Farms & Estates Private Limited	Director
16	Sri Nithyalakshmi Farms Private Limited	Director
17	Ramco Management Private Limited	Director
18	RCDC Securities and Investments Private Limited	Director
19	Rajapalayam Chamber of Commerce and Industry	Director

Shri.P.R.Ramasubrahmaneya Rajha is a Member in the following Committees of the Board.

No	Name of the Company	Name of the Committee	Position
1	The Ramco Cements Limited	Project Management Committee	Chairman
2	The Ramco Cements Limited	Stakeholders Relationship Committee	Member
3	The Ramco Cements Limited	Share/Debenture Committee	Chairman
4	The Ramco Cements Limited	Corporate Social Responsibility Committee	Chairman
5	Ramco Industries Limited	Stakeholders Relationship Committee	Chairman
6	Ramco Industries Limited	Share Transfer Committee	Chairman
7	Ramco Industries Limited	Corporate Social Responsibility Committee	Chairman
8	Ramco Systems Limited	Stakeholders Relationship Committee	Chairman
9	Rajapalayam Mills Limited	Stakeholders Relationship Committee	Chairman
10	Rajapalayam Mills Limited	Share Transfer Committee	Chairman
11	Rajapalayam Mills Limited	Corporate Social Responsibility Committee	Chairman
12	Sri Vishnu Shankar Mill Limited	Corporate Social Responsibility Committee	Chairman
13	Sandhya Spinning Mill Ltd	Share Transfer Committee	Chairman
14	Sandhya Spinning Mill Ltd	Corporate Social Responsibility Committee	Chairman
15	The Ramaraju Surgical Cotton Mills Limited	Share Transfer Committee	Chairman
16	The Ramaraju Surgical Cotton Mills Limited	Stakeholders Relationship Committee	Chairman
17	The Ramaraju Surgical Cotton Mills Limited	Corporate Social Responsibility Committee	Chairman

None of the Directors and Key Managerial Personnel except Shri.P.R.Ramasubrahmaneya Rajha as appointee and Shri.P.R.Venketrama Raja as a relative may be deemed to be concerned or interested in the Resolution.



I. General Information:

- 1 Nature of Industry Cement
- 2 Date of Commencement of Business 31-07-1957
- 3 Financial performance based on given indicators

Year	Turnover – ₹ in crores	Net Profit – ₹ in crores	Dividend per share – in ₹
2015-16	3687.09	558.26	3.00
2014-15	3731.77	242.35	1.50
2013-14	3769.23	137.70	1.00

- 4 Foreign investments or collaborations, if any NIL

II. Information about the appointee:

1	Background Details	Shri.P.R.Ramasubrahmaneya Rajha is a Promoter and Chairman & Managing Director and has been on the Board of the Company since 1958. Age : 80 years Qualification : Bachelor's Degree in Physics No. of Shares held in the Company : 37,85,840
2	Past Remuneration	He has been paid a remuneration @ 5% of the net profits of the Company.
3	Recognition or awards	Has won several recognitions and awards.
4	Job profile and his suitability	Overall in-charge for Management of the affairs of the Company.
5	Remuneration proposed	5% of the net profits of the Company and in case of inadequacy of profits, he shall be paid as remuneration, double of the applicable limit as provided under (A) of Section II, Part II of Schedule V of the Companies Act, 2013. He will also be entitled for sitting fees for meetings of the Board or its Committees attended by him.
6	Comparative Remuneration profile	Remuneration is comparable with respect to industry, size of the Company, profile of the position and person.
7	Relationship with managerial personnel/ Pecuniary relationship directly or indirectly with the Company.	He is related to Shri.P.R.Venketrama Raja, Director of the Company. He has no pecuniary relationship other than the remuneration, he is entitled to receive. His transactions with the Company are disclosed under "Related Party Transactions" in Notes to Balance Sheet.

III. Other Information:

1	Reasons of loss or inadequate profits	Not applicable, as the Company is continuously making profits.
2	Steps taken or proposed to be taken for improvement	
3	Expected increase in productivity and profits in measurable terms	

IV. Disclosures:

As required, the information are provided under Corporate Governance Section.

The Notice together with this Statement may be regarded as a disclosure under Regulation 36(3) of LODR.

THE RAMCO CEMENTS LIMITED

BOARD'S REPORT

Your Directors have pleasure in presenting their 58th Annual Report and the Audited Accounts of the Company for the year ended 31st March 2016.

FINANCIAL RESULTS

	(₹ in Crores)	
	STANDALONE	
	Year ended 31-03-2016	Year ended 31-03-2015
Total Revenue	3687.09	3731.77
Operating Profit: Profit before Interest, Depreciation and Tax (PBDIT)	1150.31	800.12
Less: Interest	180.23	193.81
Profit before Depreciation and Tax (PBDT)	970.08	606.31
Less: Depreciation	267.04	249.88
Net Profit before tax	703.04	356.43
Less: Tax Expenses		
Current Tax	149.76	74.91
Excess Tax Provision related to earlier years written back	(23.84)	—
Deferred Tax	38.12	105.31
MAT Credit Recognition	(19.26)	(66.14)
Net Profit After Tax	558.26	242.35
Add: Balance Profit from last year	100.00	100.00
	658.26	342.35
Less: Depreciation adjustment on transition to Schedule II of the Companies Act, 2013 (Net of Deferred Tax)	24.77	36.22
Surplus for appropriation	633.49	306.13
Appropriations:		
1. Transfer to General Reserve	322.44	163.11
2. Transfer to Debenture Redemption Reserve	125.00	—
3. Interim Dividend	71.49	—
4. Final Dividend	—	35.75
5. Tax on Dividends	14.56	7.27
Balance carried over to Balance Sheet	100.00	100.00
TOTAL	633.49	306.13

SHARE CAPITAL

The paid up capital of the Company is ₹ 23,80,76,780/- consisting of 23,80,76,780 shares of ₹ 1/- each.

DIVIDEND

Your Directors at the Board Meeting held on 11-03-2016 have approved payment of Interim Dividend of ₹ 3/- per share on the Equity Capital of the Company. Your Directors recommend this to be the total dividend for the year. For the previous year, the Company had paid a dividend of ₹ 1.50 per share. The total dividend for the year amounts to ₹ 71.49 crores as against ₹ 35.75 crores for the previous year. Inclusive of Dividend Tax of ₹ 14.56 crores (PY: ₹ 7.27 crores), the total outgo is ₹ 86.05 crores (PY: ₹ 43.02 crores).

TAXATION

An amount of ₹ 149.76 crores towards Current Tax and ₹ 38.12 crores towards Deferred Tax have been provided for the year under review. The Company's entitlement of MAT credit of ₹ 19.26 crores has been recognised in the books during the year.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

CEMENT DIVISION

PRODUCTION

(In Tons)

Particulars	April 2015 to March 2016	April 2014 to March 2015	Change over previous year	
Clinker	53,31,335	56,67,867	-3,36,532	-5.94%
Cement	72,33,148	76,96,266	-4,63,118	-6.02%

SALES

While the overall growth of cement market for the country was at 4% as against 6% growth in the previous year, the market in Southern States have de-grown by 5% during the year, due to lack of demand. This was mainly due to subdued economic conditions, shrinkage of construction activity owing to inadequate infrastructural spending by the Government, irregular monsoon and continued decline in industrial production which have affected the demand drivers.

While the capacity utilisation of the industry in the remaining part of the country was at 75% during the year, the utilisation levels were at 55% only in the southern states. During the first two quarters of the year under review, the Southern markets have de-grown by 12%. From the third quarter onwards the southern market started showing improvements, thereby the trend of de-growth was reduced to 5%. During the fourth quarter, the Southern market has come to the growth trajectory.

During the year under review, the sale of cement for the Company was at 72.35 Lakh tons, compared to 76.68 Lakh tons of the previous year, showing a decrease of 6%.

During the year under review, the Company has exported 1.52 lakh tons as against 1.91 lakh tons during the previous year.



The export turnover of the Company for cement and dry mortar products for the year was ₹ 57.93 crores as against ₹ 73.24 crores of the previous year.

COST

During the year under review, the cost of fuel in the international market has come down due to weak demand. The Company was able to source fuel at competitive prices and reduce the cost of power and fuel. Consequent to the favourable crude prices, the other derivatives like the cost of Polypropylene has come down, leading to lowering of prices of HDPE Bags.

During the year under review, the average price of diesel has reduced by around 15%. This has resulted in reduction in mining cost and transportation cost of both incoming and outgoing materials. Moreover, the Company has opted in favour of road movements instead of rail movements in view of its cost advantage. However, obligation to make contribution to District Mineral Foundation and National Mineral Exploration Trust have increased the limestone mining cost.

The Government has introduced Swach Bharath Cess of 0.5% with effect from 15-11-2015 on all taxable services. This levy being Non-Cenvatable, the cost of services has increased.

The reduction in borrowings by ₹ 506.30 crores, together with the reduction in the average interest rate has resulted in decrease in interest cost.

READY MIX CONCRETE DIVISION

The Division has produced 18,433 cu.m of concrete during the year, accounting for a revenue of ₹ 8.31 crores (Net of Excise Duty and VAT) as against 30,836 cu.m. of concrete accounting for a revenue of ₹ 13.21 crores during the previous year.

DRY MORTAR DIVISION

The Division has produced 43,457 tons of Dry Mortar during the year as against 44,025 tons produced during the previous year. The Division has sold 42,787 tons of Dry Mortar accounting for a revenue of ₹ 28.15 crores (Net of Excise Duty and VAT) during the year as against 43,997 tons of Dry Mortar accounting for a revenue of ₹ 27.32 crores during the previous year.

WIND FARM DIVISION

The Division has generated 1,643 lac units as compared to 2,106 lac units of the previous year. Out of this 1,557 lac units were generated from the wind farms in Tamil Nadu and 86 lac units from the wind farms in Karnataka. Out of the units generated in Tamil Nadu, 154 lac units are meant for adjustment against the power consumed in our plants and balance 1,403 lac units have been sold to Tamil Nadu Generation and Distribution Corporation Limited (TANGEDCO) for a value of ₹ 42.00 crores. The units generated in Karnataka were fully consumed at our Mathodu Cement Plant.

There was delay in the on-set of wind season during the year under review. The Company continued to face evacuation constraints imposed by TANGEDCO. There were frequent backing down of the wind electric generators by TANGEDCO.

Because of the above factors, the generation of electricity during the year was less compared to the previous year.

The installed capacity of the wind farm of the company is 125.95 MW as on 31-03-2016 comprising of 108 Wind Electric Generators.

The income during the year from the Division was ₹ 43.35 crores as against ₹ 53.44 crores of the previous year.

POWER PLANTS

In the Directors' Report for the year ended 31-03-2014, it was informed about the proposal to enhance the capacity of the thermal power plants at Alathiyur, Ariyalur and Jayanthipuram by adding one turbine each of 6 MW capacity.

The 6 MW project at Ariyalur had been completed and commissioned during the 4th quarter of the year 2015-16. With this, the aggregate capacity of the thermal power plants of the Company had gone up from 157 MW to 163 MW.

The 6 MW projects at Alathiyur and Jayanthipuram would be commissioned in the current year. With the completion of these projects, the aggregate capacity of the thermal power plants of the Company would go up from 163 MW to 175 MW.

Due to lower demand and consequently lower production of cement during the year under review, there was surplus capacity available with our thermal power plants. However, there was lesser demand for power from State Electricity Boards / HT Consumers. Hence, during the year under review, the power sold from the surplus capacity of the thermal power plants had come down to 2,417 lakh units compared to 3,866 lakh units in the previous year. The lower realisation for the power sold coupled with the decrease in units sold had resulted in lower profits from the power plant operations.

TURNOVER AND PROFITABILITY

The total revenue for the year (Net of Excise Duty and VAT) was ₹ 3,687.09 crores as against ₹ 3,731.77 crores of the previous year.

The operating profit and net profit for the year had increased to ₹ 1,150.31 crores and ₹ 558.26 crores as against ₹ 800.12 crores and ₹ 242.35 crores respectively of the previous year.

SUBSIDIARY COMPANY

The Company has a subsidiary, by name, Ramco Windfarms Limited, whose capital is ₹ 1.00 crore, out of which 71.50% is held by our Company. The rest of the share capital is held by Ramco Group of Companies.

During the year, in the month of March 2016, the Subsidiary Company had acquired 6 Nos. of Wind Electric Generators aggregating to 6.6 MW capacity from Thanjavur Spinning Mill Limited. With this, the installed capacity of the Subsidiary Company has increased to 39.835 MW comprising of 127 Wind Electric Generators.

The Subsidiary Company had generated 227 lakh units of power as compared to 279 lakh units of power during the previous year.

The revenue and net profits for the subsidiary company for the year ended 31-03-2016 are ₹ 8.54 crores and ₹ 0.30 crores compared to ₹ 10.53 crores and ₹ 1.35 crores respectively of the previous year.

In accordance with Rule 5 of Companies (Accounts) Rules, 2014, a statement containing the salient features of the Financial

THE RAMCO CEMENTS LIMITED

Statements of the subsidiary is attached in Form AOC-1 as Annexure - 1 to the Financial Statement.

CONSOLIDATED FINANCIAL STATEMENTS

As per provisions of Section 129(3) of the Companies Act, 2013 and Regulation 34 of LODR, Companies are required to prepare consolidated financial statements of its Subsidiaries and Associates to be laid before the Annual General Meeting of the Company. Accordingly, the consolidated financial statements incorporating the accounts of Subsidiary Company, viz. Ramco Windfarms Limited and Associate Company, viz. Madurai Trans Carrier Limited along with the Auditors' Report thereon, forms part of this Annual Report.

The Annual Report containing the Audited Statement of Accounts for the Subsidiary Company and Associate Company are available at the Company's website at the following link at <http://www.ramcocements.in/financial-performance.aspx>

The consolidated net profit of the company amounted to ₹ 558.47 crores for the year ended 31st March 2016 as compared to ₹ 246.13 crores of the previous year.

DIRECTORS

Shri.P.R.Ramasubrahmaneya Rajha (DIN:00331357), was reappointed as CMD of the Company for a period of three years starting from 01-04-2014 to 31-03-2017 at the AGM held on 28-07-2014. Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee made at their meetings held on 19-05-2016, the Board of Directors at their meeting held on 20-05-2016 have reappointed him as CMD for a further period of 3 years starting from 01-04-2017. Approval of the Members has been sought for his reappointment in the Notice convening the AGM. His reappointment consequent to retirement by rotation has also been included in the Notice convening the AGM.

The Independent Directors hold office for a fixed term of 5 years and are not liable to retire by rotation. No Independent Director has retired during the year. Pursuant to Rule 8(5)(iii) of Companies (Accounts) Rules, 2014, it is reported that, there have been no changes in the Directors or Key Managerial Personnel during the year.

The Company has received necessary declarations from all the Independent Directors under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

The Audit Committee has four members, out of which three are Independent Directors. Pursuant to Section 177(8) of the Companies Act, 2013, it is reported that there has not been an occasion, where the Board had not accepted any recommendation of the Audit Committee.

In accordance with Section 178(3) of the Companies Act, 2013 and based upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors have approved a policy relating to appointment and remuneration of Directors, Key Managerial Personnel and Other Employees. The objective of the Nomination and Remuneration Policy is to ensure that the level

and composition of remuneration is reasonable, the relationship of remuneration to performance is clear and appropriate to the long term goals of the Company.

As required under Regulation 25(7) of LODR, the Company has programmes for familiarisation for the Independent Directors about the nature of the industry, business model, roles, rights and responsibilities of Independent Directors and other relevant information. As required under Regulation 46(2) of LODR, the details of the Familiarisation Programme for Independent Directors are available at the Company's website, at the following link at <http://www.ramcocements.in/Familiarisation.aspx>

The details of the familiarisation programme are explained in the Corporate Governance Report also.

Board Evaluation

Pursuant to Section 134(3)(p) of the Companies Act, 2013, and Regulation 25(4) of LODR, Independent Directors have evaluated the quality, quantity and timeliness of the flow of information between the Management and the Board, Performance of the Board as a whole and its Members and other required matters. Pursuant to Schedule II, Part D of LODR, the Nomination and Remuneration Committee has laid down evaluation criteria for performance evaluation of Independent Directors, which will be based on attendance, expertise and contribution brought in by the Independent Director at the Board Meeting, which shall be taken into account at the time of reappointment of Independent Director.

Meetings

During the year five Board Meetings were held. The details of the Meetings of the Board and its various Committees are given in the Corporate Governance Report.

PUBLIC DEPOSITS

The Company had fixed deposits amounting to ₹ 5.63 lakhs at the beginning of the year. The Company has decided not to accept fresh deposits from 01-04-2014 and to avail the option provided under Section 74 of the Companies Act, 2013 to repay all the existing deposits by complying with the formalities required in this regard. Accordingly, during the year, the Company has repaid deposits to an extent of ₹ 3.63 lakhs together with the accrued interest thereon. An amount of ₹ 2.00 lakhs representing 8 deposits were remaining unclaimed as on 31-03-2016.

ORDERS PASSED BY REGULATORS

Pursuant to Rule 8(5)(vii) of Companies (Accounts) Rules, 2014, it is reported that, no significant and material orders have been passed by the Regulators or Courts or Tribunals, impacting the going concern status and Company's operations in future.

INTERNAL FINANCIAL CONTROLS

In accordance with Section 134(5)(e) of the Companies Act, 2013, the Company has Internal Financial Controls Policy by means of Policies and Procedures commensurate with the size & nature of its operations and pertaining to financial reporting. In accordance with Rule 8(5)(viii) of Companies (Accounts) Rules, 2014, it is hereby confirmed that the Internal Financial Controls are adequate with reference to the financial statements.



PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Pursuant to Section 186(4) of the Companies Act, 2013, the details of loans, guarantees and investments are provided under Note No.49(33), 49(36) and 49(29) respectively of Notes forming part of Standalone financial statements.

AUDITS

STATUTORY AUDIT

At the Annual General Meeting held on 28-07-2014, M/s.M.S.Jagannathan & N.Krishnaswami, Chartered Accountants and M/s.CNGSN & Associates LLP, Chartered Accountants, were appointed as Statutory Auditors of the Company for three consecutive years being their remaining eligible period in terms of Rule 6 of Companies (Audit and Auditors) Rules, 2014. The matter relating to their appointment for the third year of their term is being placed before the Members for ratification at the ensuing Annual General Meeting, in accordance with the requirements of Section 139(1) of the Companies Act, 2013.

The Auditors have confirmed their eligibility for their reappointment, under Section 141 of the Companies Act, 2013. As required under Regulation No: 33(1)(d) of LODR, the Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The report of the Statutory Auditors for the year ended 31st March 2016 does not contain any qualification, reservation or adverse remark.

COST AUDIT

The Board of Directors had approved the appointment of M/s.Geeyes & Co., Cost Accountants as the Cost Auditors of the Company to audit the Company's Cost Records relating to manufacture of cement and generation of wind energy for the years 2014-15 to 2016-17.

The remuneration of the cost auditor is required to be ratified by the members in accordance with the provisions of Section 148(3) of the Companies Act, 2013 and Rule 14 of Companies (Audit and Auditors) Rules, 2014. Accordingly, the matter relating to remuneration had been ratified by the Members at the Annual General Meeting held on 06-08-2015

The Cost Audit Report for the financial year 2014-15 due to be filed with Ministry of Corporate Affairs by 27-09-2015, had been filed on 22-09-2015. The Cost Audit Report for the financial year 2015-16 is due to be filed within 180 days from the closure of the financial year and will be filed within the stipulated period.

SECRETARIAL AUDIT

M/s.S.Krishnamurthy & Co., Company Secretaries, have been appointed to conduct the Secretarial Audit of the Company. Pursuant to Section 204(1) of the Companies Act, 2013, the Secretarial Audit Report submitted by the Secretarial Auditors for the year ended 31st March 2016 is attached as Annexure - 2. The report does not contain any qualification, reservation or adverse remark.

EXTRACT OF ANNUAL RETURN

In accordance with Section 92(3) of the Companies Act, 2013, read with Rule 12(1) of Companies (Management and Administration) Rules, 2014, an extract of the Annual Return in Form MGT-9 is attached herewith as Annexure - 3.

CORPORATE GOVERNANCE

The Company has complied with the requirements regarding Corporate Governance as stipulated in LODR. As required under Schedule V(C) of LODR, a Report on Corporate Governance being followed by the Company is attached as Annexure - 4. As required under Schedule V(E) of LODR, a Certificate from the Secretarial Auditors confirming compliance is also attached as Annexure - 5.

CORPORATE SOCIAL RESPONSIBILITY

In terms of Section 135 and Schedule VII of the Companies Act, 2013, the Board of Directors have constituted a Corporate Social Responsibility (CSR) Committee and adopted a CSR Policy which is based on the philosophy that "As the Organisation grows, the Society and Community around it also grows."

The Company has undertaken various projects in the areas of education, health, rural development, water and sanitation, promotion and development of traditional arts, protection of national heritage, livelihood enhancement projects, etc. largely in accordance with Schedule VII of the Companies Act, 2013.

The CSR obligations pursuant to Section 135(5) of the Companies Act, 2013, for the year 2015-16 is ₹ 7.33 crores. As against this, the Company has spent ₹ 6.66 crores on CSR, leaving a shortfall of ₹ 0.67 crores. Because of want of identification of projects, the shortfall had occurred. However, the company had spent a sum of ₹ 3.14 crores on other social causes and projects including, contribution of ₹ 2 crores to Tamil Nadu Chief Minister's Public Relief Fund, which do not qualify under the classifications listed out in Schedule VII of the Companies Act, 2013.

The Annual Report on CSR activities as prescribed under Companies (Corporate Social Responsibility Policy) Rules, 2014 is attached as Annexure - 6.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In accordance with Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of LODR, the Company has established a Vigil Mechanism and has a Whistle Blower Policy. The policy is available at the Company's website.

RISK MANAGEMENT POLICY

Pursuant to Section 134(3)(n) of the Companies Act, 2013 and Regulation 17(9) of LODR, the Company has developed and implemented a Risk Management Policy. The Policy envisages identification of risk and procedures for assessment and minimisation of risk thereof.

RELATED PARTY TRANSACTIONS

Prior approval / omnibus approval is obtained from the Audit Committee for all Related Party Transactions and the transactions are also periodically placed before the Audit Committee for its

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approval. The particulars of contracts entered into by the Company during the year as per Form AOC 2 is enclosed as Annexure - 7. No transaction with the related party is material in nature, in accordance with Company's "Related Party Transaction Policy" and Regulation 23 of LODR. In accordance with AS-18, the details of transactions with the related parties are set out in the Disclosures forming part of Financial Statements.

As required under Regulation 46(2)(g) of LODR, the Related Party Transaction Policy is disclosed in the Company's website and its weblink is - <http://www.ramcocements.in/pdf/files/policies/RELATED%20PARTY%20TRANSACTION%20POLICY.pdf>

As required under 46(2)(h) of LODR, the Company's Material Subsidiary Policy is disclosed in the Company's website and its weblink is - <http://www.ramcocements.in/pdf/files/policies/MATERIAL%20SUBSIDIARY%20POLICY.pdf>

INDIAN ACCOUNTING STANDARDS (IND AS) - IFRS CONVERGED STANDARDS

The Ministry of Corporate Affairs vide its notification dated 16th February 2015 has notified the Companies (Indian Accounting Standard) Rules, 2015. In pursuance of this notification, the Company, its subsidiary and associate company has adopted IND AS with effect from 01-04-2016. For Company's financial results for periods commencing on or after 01-04-2016, the corresponding previous periods' figures will also be recast in accordance with IND AS.

FUTURE OUTLOOK

The present Government's policies are expected to give a big push to the economic activities. The thrust given in the Union Budget 2016-17 for development of Roads and Highways, Ports, Flyovers & Bridges, Irrigation Schemes, Railway Projects, Development of Smart Cities, etc. are expected to boost demand for cement industry. The Government's commitment to reforms and its initiatives relating to "Make in India" and ease of doing business are expected to make the GDP grow faster than earlier years.

The reduction in interest rates, moderate inflation, availability of loans for housing and the tax benefits are expected to encourage investments in residential housing sector. Subsequent to the bifurcation of Andhra Pradesh into Telangana and Andhra Pradesh, infrastructure activities are expected to get a fillip in the Region.

All these will positively impact the demand for cement in future and the industry is expected to grow at 7 to 8% for the financial year 2016-17.

The growth for the cement industry will be further sustained, provided the country has average to above average monsoon for the year. However, the continued Rupee depreciation and volatility in oil prices are cause of concerns.

As all our plants are fully equipped with railway siding, stand-by power back up facility and are supported with grinding units, our Company will be able to take full advantage of the economic momentum in the coming years.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Pursuant to Section 134(3)(m) of the Companies Act, 2013 and Rule 8(3) of Companies (Accounts) Rules, 2014, the information relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo is attached as Annexure - 8.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The disclosures in terms of provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(1), (2) & (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, relating to remuneration, are provided in Annexure - 9.

Having regard to the first proviso to Section 136(1) of the Companies Act, 2013, the physical copy of the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request. The full Annual Report including the aforesaid information is being sent electronically to all those members who have registered their email addresses and is also available on the Company's website.

INDUSTRIAL RELATIONS & PERSONNEL

The Company has 2,846 employees as on 31-03-2016. Industrial relations in all the Units continue to be cordial and healthy. Employees at all levels are extending their full support and are actively participating in the various programmes for energy conservation and cost reduction. There is a special thrust on Human Resources Development with a view to promoting creative and group effort.

AWARDS

Shri.P.R.Ramasubrahmaneya Rajha, Chairman & Managing Director, was bestowed with "Best Management Award" by Shri.N.Chandrababu Naidu, Honourable Chief Minister of Andhra Pradesh, on the occasion of May Day on 01-05-2016.

The Company had won many awards in Mines Environment and Mineral Conservation, Environmental Health and Safety, Mines Safety, Quality Circles, etc. during the year.

The Ramasamy Raja Nagar unit had won the following awards from National Council for Cement and Building Materials.

- National Award for Best Improvement in Electrical Energy Performance 2014-15.
- National Award for Best Improvement in Energy Performance in Manufacture of Blended Cements 2014-15.

The unit had also been awarded "Energy Efficient Unit" for the year 2015 by Confederation of Indian Industry.

The Alathiyur unit had won "National Award for Best Improvement in Energy Performance in Manufacture of Blended Cements 2013-14" from National Council for Cement and Building Materials.

The Chengalpattu Grinding unit had been awarded "Certificate of Merit" for 2015 and the Salem Grinding Unit had won "Energy



Conservation Award 2014” from Bureau of Energy Efficiency of Ministry of Power, Government of India.

The Company has secured for the 4th time CIO100 Award instituted by International Data Group (IDG) India. In appreciation of this feat, our company has been admitted to the exclusive “CIO HALL OF FAME”.

SHARES

The Company’s shares are listed in BSE Limited and National Stock Exchange of India Limited.

DIRECTORS’ RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors confirm that

- they had followed the applicable accounting standards along with proper explanation relating to material departures, if any, in the preparation of the annual accounts for the year ended 31st March 2016;
- they had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as on 31st March 2016 and of the profit of the company for the year ended on that date;
- they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions

of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

- they had prepared the annual accounts on a going concern basis;
- they had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

The Directors are grateful to the various Departments and agencies of the Central and State Governments for their help and co-operation. They are thankful to the Financial Institutions and Banks for their continued help, assistance and guidance. The Directors wish to place on record their appreciation of employees at all levels for their commitment and their contribution.

Chennai
20-05-2016

On behalf of the Board of Directors
For THE RAMCO CEMENTS LIMITED,
P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director

Annexure - 1

FORM AOC – 1

[Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of Subsidiary and Associate Company

PART A – SUBSIDIARY COMPANY

(₹ In Crores)

Particulars	2015-16	2014-15
Name of Subsidiary Company	Ramco Windfarms Limited	
Reporting Currency	INR	INR
Share Capital	1.00	1.00
Reserves & Surplus	1.42	1.12
Total Assets	52.72	32.64
Total Liabilities	50.30	30.52
Investments	–	–
Turnover/Total Income	8.54	10.53
Profit/(Loss) before Taxation	0.45	2.01
Provision for Taxation	0.15	0.66
Profit/(Loss) after Taxation	0.30	1.35
Proposed Dividend	–	–
Percentage of Shareholding	71.50%	71.50%

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PART B – ASSOCIATE COMPANY

Particulars	2015-16	2014-15
Name of the Associate Company	Madurai Trans Carrier Limited	Ramco Systems Limited *
Latest Audited Balance Sheet Date	31-03-2016	31-03-2015
No. of Shares held as on 31 st March	5,37,50,000	54,17,810
Amount of Investment in Associate as on 31 st March (₹ in crores)	5.38	88.06
Extent of Shareholding % as on 31 st March	29.86	22.21
Description of how there is significant influence	By virtue of Share Holding	By virtue of Share Holding
Reason why associate is not consolidated	Not applicable	Not applicable
Net worth attributable to Shareholding (₹ in crores)	17.98	53.83
Profit/Loss for the year (Consolidated) (₹ in crores)	–	12.67
a) Considered in Consolidation (₹ in crores)	–	2.81
b) Not Considered in Consolidation (₹ in crores)	–	9.86

* In April 2015, Ramco Systems Limited (RSL) had increased its share capital through Qualified Institutional Placement. Due to that, the share of The Ramco Cements Limited (RCL) in the Equity of RSL has decreased from 22.21% to 18.34%. Hence, RSL has ceased to be an Associate Company with effect from 29-04-2015 in accordance with Section 2(76) of Companies Act, 2013. The particulars for the previous year, viz. 2014-15, when RSL was an Associate Company are provided above.

For M.S JAGANNATHAN &
N.KRISHNASWAMI
Chartered Accountants
Firm Registration No. 001208S
K.SRINIVASAN
Partner
Membership No. 021510
Chennai
20-05-2016

For CNGSN & ASSOCIATES LLP
Chartered Accountants
Firm Registration No. 004915S
LLP Registration No. S200036
C.N.GANGADARAN
Partner
Membership No. 011205

P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director
A.V.DHARMAKRISHNAN
Chief Executive Officer
S.VAITHIYANATHAN
Chief Financial Officer
K.SELVANAYAGAM
Secretary

P.R.VENKETRAMA RAJA
R.S.AGARWAL
M.B.N. RAO
M.M.VENKATACHALAM
Smt. Justice CHITRA VENKATARAMAN (Retd.)
Directors

**Form MR-3**Secretarial Audit Report for the financial year ended 31st March 2016

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To the Members of

The Ramco Cements Limited, [CIN: L26941TN1957PLC003566]
"Ramamandiram", Virudhunagar District,
Rajapalayam – 626117

We have conducted a Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate practices by **THE RAMCO CEMENTS LIMITED** (hereinafter called "the Company") **during the financial year from 1st April 2015 to 31st March 2016** ("the year"/ "audit period"/ "period under review"). We conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the Company's corporate conducts/statutory compliances and expressing our opinion thereon.

We are issuing this report based on our verification of the books, papers, minute books and other records maintained by the Company, forms and returns filed, compliance related action taken by the Company during the year as well as after 31st March 2016 but before the issue of this report and the information provided by the Company, its officers, agents and authorised representatives during our conduct of the Secretarial Audit.

1. We hereby report that:

- 1.1. In our opinion, during the audit period covering the **financial year ended on 31st March 2016**, the Company has complied with the statutory provisions listed hereunder and also has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

The members are requested to read this report along with our letter of even date annexed to this report as Annexure - A.

- 1.2. We have examined the books, papers, minute books and other records maintained by the Company and the forms, returns, reports, disclosures and information filed or disseminated during the year according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act), Companies Act, 1956 and the rules made thereunder.
- (ii) Securities Contracts (Regulation) Act, 1956 and the rules made thereunder.
- (iii) The Depositories Act, 1996 and the regulations and bye-laws framed thereunder.
- (iv) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-

- (a) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (upto 14th May 2015);
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (applicable from 15th May 2015);
- (d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (upto 30th November 2015);
- (f) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (applicable from 1st December 2015);

- (v) The following laws, that are specifically applicable to the Company:

- (a) Mines Act, 1952 and the rules made thereunder;
- (b) Mines and Minerals (Development and Regulation) Act, 1957 and the rules made thereunder; and
- (c) Electricity Act, 2003.

- 1.3. We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards (SS-1) on "Meetings of the Board of Directors" and Secretarial Standards (SS-2) on "General Meetings" issued by The Institute of Company Secretaries of India (applicable from 1st July 2015); and
- (ii) The listing agreements entered into by the Company with the National Stock Exchange of India Limited and BSE Limited.

- 1.4. During the period under review, and also considering the compliance related action taken by the Company after 31st March 2016 but before the issue of this report, the Company has, to the best of our knowledge and belief and based on the records, information and explanations furnished to us, complied with the applicable provisions/

clauses of the Acts, Rules, Regulations, Agreements and Standards mentioned under paragraphs 1.2 and 1.3 above.

1.5. We are informed that, during/ in respect of the year:

- (i) The Company was not required to comply with the following laws/ guidelines/ regulations and consequently was not required to maintain any books, papers, minute books or other records or file any forms/ returns under:
 - (a) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - (b) Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (c) Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - (d) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client.
- (ii) There was no law, other than those specified in paragraph 1.2(v) above, that was specifically applicable to the Company, considering the nature of its business. Hence the requirement to report on compliance with any other specific law did not arise.

2. We further report that:

- 2.1 The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The Board also has a woman director. The change in composition of the Board of Directors that took place during the period under review was carried out in compliance with the provisions of the Act.
- 2.2 Adequate notice is given to all directors to schedule the Board Meetings. Notice of Board meetings were sent at least seven days in advance. Agenda and detailed notes on agenda were sent atleast seven days before the Board meetings with the exception of the following

items, which were either circulated separately or at the meetings:

- (i) Supplementary agenda notes and annexures in respect of unpublished price sensitive information such as audited accounts/ results, unaudited financial results and connected papers; and
- (ii) Additional subjects/ information and supplementary notes.

Upto 30th June 2015 there was no statutory requirement to send the agenda and notes atleast seven days before the meeting. In respect of meetings held after 1st July 2015, consent of the Board for circulating them separately or at the meeting was duly obtained as required under the Secretarial Standards.

- 2.3 A system exists for directors to seek and obtain further information and clarifications on the agenda items before the meetings and for their meaningful participation at the meetings. Majority decision is carried through. We are informed that there were no dissenting members' views on any of the matters during the year that were required to be captured and recorded as part of the minutes.

3. We further report that:

- 3.1 There are adequate systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- 3.2 During the audit period, the members have passed special resolutions according consent/ approval for the following:
 - (i) Under section 180(1)(a) of the Act empowering the Board of Directors to create security for its borrowings; and
 - (ii) Under section 42, 71 and other applicable provisions of the Act for two issues of secured non-convertible debentures (NCD) of ₹ 500 crores each, aggregating to ₹ 1,000 crores. Out of this, NCDs having a face value of ₹ 500 crores have been issued and listed as on 31st March 2016.

For S Krishnamurthy & Co.,
Company Secretaries,

K. Sriram,
Partner.

Date : 20th May 2016
Place : Chennai

Membership No: F6312
Certificate of Practice No: 2215



Annexure – A to Secretarial Audit Report of even date

To,
The Members,
The Ramco Cements Limited, [CIN: L26941TN1957PLC003566]
“Ramamandiram”, Virudhunagar District,
Rajapalayam – 626117

Our Secretarial Audit Report (Form MR-3) of even date for the financial year ended 31st March 2016 is to be read along with this letter.

1. The Company’s management is responsible for maintenance of secretarial records and compliance with the provisions of corporate and other applicable laws, rules, regulations and standards. Our responsibility is to express an opinion on the secretarial records produced for our audit.
2. We have followed such audit practices and processes as we considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. While forming an opinion on compliance and issuing this report, we have also considered compliance related action taken by the Company after 31st March 2016 but before the issue of this report.
4. We have considered compliance related actions taken by the Company based on independent legal/ professional opinion obtained as being in compliance with law.
5. We have verified the secretarial records furnished to us on a test basis to see whether the correct facts are reflected therein. We also examined the compliance procedures followed by the Company on a test basis. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
6. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
7. We have obtained the Management’s representation about compliance of laws, rules and regulations and happening of events, wherever required.
8. Our Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For S Krishnamurthy & Co.,
Company Secretaries,

K. Sriram,
Partner.

Date : 20th May 2016
Place : Chennai

Membership No: F6312
Certificate of Practice No: 2215

Form MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March 2016
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i	CIN	L26941TN1957PLC003566
ii	Registration Date	03-07-1957
iii	Name of the Company	THE RAMCO CEMENTS LIMITED
iv	Category / Sub-Category of the Company	Public Limited Company
v	Address of the Registered Office and contact details	"RAMAMANDIRAM" RAJAPALAYAM - 626 117.
vi	Whether listed Company	Yes
vii	Name, Address and Contact details of Registrar and Transfer Agent, if any	Share transfer is being carried out in-house at, "Auras Corporate Centre", 5 th Floor, 98-A, Dr.Radhakrishnan Road, Mylapore, Chennai - 600 004, Tamil Nadu. Tel.: 044-2847 8666

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Business activities contributing 10% or more of the total turnover of the company:

No	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1	Cement	23942	95.13

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

No	Name and Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of shares held	Applicable section
1	Ramco Windfarms Limited	U40109TN2013PLC093905	Subsidiary	71.50	2(87)(ii)
2	Madurai Trans Carrier Limited	U62100TN2013PLC094059	Associate	29.86	2(6)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	7998340	0	7998340	3.360	7998340	0	7998340	3.360	0
b) Central Govt									
c) State Govt									
d) Bodies Corporate	92707220	0	92707220	38.940	92707220	0	92707220	38.940	0
e) Banks / FI									
f) Any other									
Sub-total (A)(1)	100705560	0	100705560	42.300	100705560	0	100705560	42.300	0



Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) NRIs - Individuals									
b) Other Individuals									
c) Bodies Corporate									
d) Banks / FI									
e) Any other									
Sub-total (A)(2)									
Total shareholding of Promoter (A) = A(1) + A(2)	100705560	0	100705560	42.300	100705560	0	100705560	42.300	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	28224716	3000	28227716	11.856	38303942	3000	38306942	16.090	4.234
b) Banks / FI	3786296	13000	3799296	1.596	466999	13000	479999	0.202	-1.394
c) Central Govt									
d) State Govt	0	8000000	8000000	3.360	0	8000000	8000000	3.360	0.000
e) Venture Capital Funds									
f) Insurance Companies	10053326	0	10053326	4.223	6342821	0	6342821	2.664	-1.559
g) FIs	40237764	2000	40239764	16.902	37835462	2000	37837462	15.893	-1.009
h) Foreign Venture Capital Funds									
i) Other									
Sub-total (B)(1)	82302102	8018000	90320102	37.937	82949224	8018000	90967224	38.209	0.272
2. Non-Institutions									
a) Bodies Corporate									
i) Indian*	9307081	116600	9423681	3.958	15392893	116600	15509493	6.514	2.556
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	19916067	4321970	24238037	10.181	5434707	1408000	6842707	2.874	-7.307
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	11113200	2276200	13389400	5.624	19880506	4171290	24051796	10.103	4.479
c) Others									
Sub-total (B)(2)	40336348	6714770	47051118	19.763	40708106	5695890	46403996	19.491	-0.272
Total Public Shareholding (B) = (B)(1) + (B)(2)	122638450	14732770	137371220	57.700	123657330	13713890	137371220	57.700	0
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	223344010	14732770	238076780	100	224362890	13713890	238076780	100	0

* Note: Includes shares in Unclaimed Shares Suspense Account. Opening - 3,26,600; Closing - 3,25,600

THE RAMCO CEMENTS LIMITED

ii) Shareholding of Promoters

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Ramco Industries Limited	49312420	20.71		49312420	20.71		0
2	Rajapalayam Mills Limited	32905000	13.82		32905000	13.82		0
3	Sri Vishnu Shankar Mill Limited	3883200	1.63		3883200	1.63		0
4	The Ramaraju Surgical Cotton Mills Ltd.	3624000	1.52	1.52	3624000	1.52	1.52	0
5	Sudharsanam Investments Limited	2982600	1.25		2982600	1.25		0
6	Sri.P.R.Ramasubrahmaneya Rajha (HUF)	2030000	0.85		2030000	0.85		0
7	Sri.P.R.Ramasubrahmaneya Rajha	1755840	0.74		1755840	0.74		0
8	Smt.Saradha Deepa	1000000	0.42		1000000	0.42		0
9	Sri.P.R. Venketrama Raja	1000000	0.42	0.39	1000000	0.42	0.39	0
10	Smt.Nalina Ramalakshmi	1000000	0.42		1000000	0.42		0
11	Smt.Ramachandra Raja Chittammal	736000	0.32		736000	0.32		0
12	Smt.R Sudarsanam	340500	0.14		340500	0.14		0
13	Sri.S.R.Srirama Raja	120000	0.05		120000	0.05		0
14	Sri.N.R.K.Ramkumar Raja	16000	0.01		16000	0.01		0
	Total	100705560	42.30	1.91	100705560	42.30	1.91	0

iii) Change in Promoters' Shareholding - NIL

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs & ADRs)

Sl No	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Aberdeen Global-Asian Smaller Companies Fund	9393613	3.95	01-04-2015				
				10-04-2015	-91273	Transfer	9302340	3.91
				10-07-2015	-270366	Transfer	9031974	3.79
				17-07-2015	-229634	Transfer	8802340	3.70
				30-07-2015	-230000	Transfer	8572340	3.60
				31-07-2015	-86769	Transfer	8485571	3.56
				07-08-2015	-133231	Transfer	8352340	3.51
				14-08-2015	-109250	Transfer	8243090	3.46
				21-08-2015	-75750	Transfer	8167340	3.43
				28-08-2015	-761940	Transfer	7405400	3.11



Sl No	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
				04-09-2015	-112068	Transfer	7293332	3.06
				18-09-2015	-169055	Transfer	7124277	2.99
				25-09-2015	-71449	Transfer	7052828	2.96
				30-09-2015	-220433	Transfer	6832395	2.87
				02-10-2015	-51930	Transfer	6780465	2.85
				09-10-2015	-101825	Transfer	6678640	2.81
				16-10-2015	-111300	Transfer	6567340	2.76
				20-11-2015	-440000	Transfer	6127340	2.57
				27-11-2015	-260800	Transfer	5866540	2.46
				04-12-2015	-354200	Transfer	5512340	2.32
				18-12-2015	-235141	Transfer	5277199	2.22
				25-12-2015	-157428	Transfer	5119771	2.15
				31-12-2015	-67431	Transfer	5052340	2.12
				08-01-2016	-500000	Transfer	4552340	1.91
				05-02-2016	-114766	Transfer	4437574	1.86
				12-02-2016	-30234	Transfer	4407340	1.85
		4292079	1.80	31-03-2016	-115261	Transfer	4292079	1.80
2	The Governor, Government of Tamil Nadu	8000000	3.36	01-04-2015			8000000	3.36
3	Sudharshan Securities Private Limited	6000000	2.52	01-04-2015			6000000	2.52
4	Aberdeen Global-Emerging Markets Smaller Companies Fund	4877000	2.05	01-04-2015				
				28-08-2015	-20787	Transfer	4856213	2.04
				18-12-2015	-200000	Transfer	4656213	1.96
				15-01-2016	-590000	Transfer	4066213	1.71
		3973723	1.67	31-03-2016	-92490	Transfer	3973723	1.67
5	Franklin Templeton Investment Funds	4040000	1.70	04-04-2015				
				30-10-2015	350000	Transfer	4390000	1.84
				06-11-2015	100000	Transfer	4490000	1.89
				20-11-2015	-200000	Transfer	4290000	1.80
				19-02-2016	-577000	Transfer	3713000	1.56
				26-02-2016	-23415	Transfer	3689585	1.55
				04-03-2016	-152322	Transfer	3537263	1.49

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Sl No	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
		3290000	1.38	11-03-2016	-247263	Transfer	3290000	1.38
6	The Oriental Insurance Company Limited	4011672	1.69	01-04-2015				
				30-07-2015	-50000	Transfer	3961672	1.66
				31-07-2015	-1312	Transfer	3960360	1.66
				07-08-2015	-47367	Transfer	3912993	1.64
				14-08-2015	-26608	Transfer	3886385	1.63
				06-11-2015	-60000	Transfer	3826385	1.61
				13-11-2015	-43027	Transfer	3783358	1.59
				20-11-2015	-69350	Transfer	3714008	1.56
				27-11-2015	-39262	Transfer	3674746	1.54
				04-12-2015	-64775	Transfer	3609971	1.52
				11-12-2015	-32343	Transfer	3577628	1.50
				18-12-2015	-55234	Transfer	3522394	1.48
				25-12-2015	-35557	Transfer	3486837	1.46
				31-12-2015	-7578	Transfer	3479259	1.46
				08-01-2016	-43001	Transfer	3436258	1.44
				15-01-2016	-33394	Transfer	3402864	1.43
				29-01-2016	-40417	Transfer	3362447	1.41
				05-02-2016	-24362	Transfer	3338085	1.40
				12-02-2016	-30000	Transfer	3308085	1.39
				19-02-2016	-11495	Transfer	3296590	1.38
				26-02-2016	-38761	Transfer	3257829	1.37
				04-03-2016	-50000	Transfer	3207829	1.35
				11-03-2016	-48000	Transfer	3159829	1.33
				18-03-2016	-82000	Transfer	3077829	1.29
				21-03-2016	-11676	Transfer	3066153	1.29
				25-03-2016	-15000	Transfer	3051153	1.28
		3012232	1.27	31-03-2016	-38921	Transfer	3012232	1.27
7	The New India Assurance Company Limited	3720373	1.56	01-04-2015				
				31-12-2015	-20000	Transfer	3700373	1.55
				08-01-2016	-64760	Transfer	3635613	1.53
				15-01-2016	-90667	Transfer	3544946	1.49
				22-01-2016	-5181	Transfer	3539765	1.49



Sl No	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
				26-02-2016	-9176	Transfer	3530589	1.48
				04-03-2016	-40000	Transfer	3490589	1.47
				11-03-2016	-61606	Transfer	3428983	1.44
		3330589	1.40	18-03-2016	-98394	Transfer	3330589	1.40
8	Reliance Capital Trustee Co. Ltd – A/c Reliance Equity Opportunities Fund	3030352	1.27	01-04-2015				
				10-04-2015	22000	Transfer	3052352	1.28
				24-04-2015	81700	Transfer	3134052	1.32
				01-05-2015	165000	Transfer	3299052	1.39
				12-06-2015	17146	Transfer	3316198	1.39
				19-06-2015	50000	Transfer	3366198	1.41
				24-07-2015	1475	Transfer	3367673	1.41
				23-10-2015	-100000	Transfer	3267673	1.37
				06-11-2015	-100000	Transfer	3167673	1.33
				27-11-2015	-167000	Transfer	3000673	1.26
				11-12-2015	7431	Transfer	3008104	1.26
				15-01-2016	-200000	Transfer	2808104	1.18
				22-01-2016	-598259	Transfer	2209845	0.93
				29-01-2016	-200000	Transfer	2009845	0.84
				12-02-2016	-25000	Transfer	1984845	0.83
				19-02-2016	-300000	Transfer	1684845	0.71
				26-02-2016	-758793	Transfer	926052	0.39
		330896	0.14	04-03-2016	-595156	Transfer	330896	0.14
9	Napean Trading and Investment Co. Pvt. Ltd.	2740222	1.15	01-04-2015				
		1640222	0.69	14-08-2015	-1100000	Transfer	1640222	0.69
10	Reliance Capital Trustee Co. Ltd. - A/C Reliance Tax Saver (ELSS) Fund	2529000	1.06				2529000	1.06

Notes:

* The top 10 shareholders are based on the shareholding as on 01-04-2015 and the information relating to increase / decrease in their shareholding is provided based on the weekly Beneficiary Position received from Depositories.

THE RAMCO CEMENTS LIMITED

v) Shareholding of Directors and Key Managerial Personnel

Sl No	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-2015 to 31-03-2016)	
		No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Sri.P.R.Ramasubrahmaneya Rajha	3785840	1.59	N.A.	N.A.	N.A.	NIL	NIL
		3785840	1.59	N.A.	N.A.	N.A.	3785840	1.59
2	Sri.P.R.Venketrama Raja	1000000	0.42	N.A.	N.A.	N.A.	NIL	NIL
		1000000	0.42	N.A.	N.A.	N.A.	1000000	0.42
3	Sri.R.S.Agarwal	NIL	NIL	N.A.	N.A.	N.A.	NIL	NIL
4	Sri.M.B.N.Rao	NIL	NIL	N.A.	N.A.	N.A.	NIL	NIL
5	Sri.M.M.Venkatachalam	NIL	NIL	N.A.	N.A.	N.A.	NIL	NIL
6	Smt. Justice Chitra Venkataraman (Retd.)	NIL	NIL	N.A.	N.A.	N.A.	NIL	NIL
7	Sri.A.V.Dharmakrishnan	40000	0.01	N.A.	N.A.	N.A.	NIL	NIL
		40000	0.01	N.A.	N.A.	N.A.	40000	0.01
8	Sri.S.Vaithiyathan	7900	-	N.A.	N.A.	N.A.	NIL	NIL
		7900	-	N.A.	N.A.	N.A.	7900	-
9	Sri.K.Selvanayagam	NIL	NIL	N.A.	N.A.	N.A.	NIL	NIL

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ in Crores)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	2,038.38	673.51	-	2,711.89
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	2.71	1.05	-	3.76
Total (i + ii + iii)	2,041.09	674.56	-	2,715.65
Change in indebtedness during the financial year				
Addition	1,859.56	4,186.85	-	6,046.41
Reduction	2,409.23	4,130.66	-	6,539.89
Net Change	(549.67)	56.19	-	(493.48)
Indebtedness at the end of the financial year				
i. Principal Amount	1,474.84	730.75	-	2,205.59
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	16.58	-	-	16.58
Total (i + ii + iii)	1,491.42	730.75	-	2,222.17



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(In ₹)

Sl No	Particulars of Remuneration	Name of MD	Name of WTD	Name of Manager	Total Amount
		Sri.P.R.Ramasubrahmaneya Rajha	-	-	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	24,00,000	-	-	24,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	39,600	-	-	39,600
2	Commission - as % of profit	35,75,67,263	-	-	35,75,67,263
3	Contribution towards Provident Fund	2,88,000	-	-	2,88,000
4	Contribution towards Superannuation Fund	1,00,000	-	-	1,00,000
5	Medical Reimbursement	3,83,204	-	-	3,83,204
6	Sitting fees	2,40,000	-	-	2,40,000
	Total (A)	36,10,18,067	-	-	36,10,18,067
	Overall ceiling as per the Act	5% of the Net profits of the company calculated as per Section 198 of the Companies Act, 2013 plus sitting fees for board/committee meetings attended during the year.			

B. Remuneration to other Directors:

(In ₹)

Sl No	Particulars of Remuneration	Name of the Directors					Total Amount
		Sri.R.S. Agarwal	Sri.M.B.N. Rao	Sri.M.M. Venkatachalam	Smt. Justice Chitra Venkataraman (Retd.)	Sri. P.R.Venketrama Raja	
1	Independent Directors						
	Fee for attending board / committee meetings	480000	240000	400000	240000	-	1360000
	Commission	-	-	-	-	-	-
	Others	-	-	-	-	-	-
	Total (1)	480000	240000	400000	240000	-	1360000
2	Other Non Executive Directors						
	Fee for attending board / committee meetings	-	-	-	-	480000	480000
	Commission	-	-	-	-	-	-
	Others	-	-	-	-	-	-
	Total (2)	-	-	-	-	480000	480000
	Total (B) = (1+2)	480000	240000	400000	240000	480000	1840000
	Overall Ceiling as per the Act	1% of the Net Profits of the Company, calculated as per Section 198 of the Companies Act, 2013.					
	Total Managerial Remuneration (A+B)						362858067

THE RAMCO CEMENTS LIMITED

C. Remuneration to key managerial personnel other than MD/MANAGER/WTD

(In ₹)

Sl No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Mr.A.V.Dharmakrishnan, CEO	Mr.K.Selvanayagam, Company Secretary	Mr.S.Vaithyanathan, CFO	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9,35,06,760	71,07,527	73,59,942	10,79,74,229
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	51,114	25,528	1,45,560	2,22,202
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	–	–	–	–
2	Stock Option	–	–	–	–
3	Sweat Equity	–	–	–	–
4	Commission – as % of profit	–	–	–	–
5	Others	–	–	–	–
	Total	9,35,57,874	71,33,055	75,05,502	10,81,96,431

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

There were no penalties / punishments / compounding of offences for the year ended 31st March 2016.

Chennai
20-05-2016

On behalf of the Board of Directors
For THE RAMCO CEMENTS LIMITED,
P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director



REPORT ON CORPORATE GOVERNANCE

Pursuant to Schedule V C of LODR

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Since inception, The Ramco Cements Limited is assiduously following its self-determined goals on Corporate Governance. The object of the Company is to protect and enhance the value of all the stake holders of the Company viz., shareholders, creditors, customers and employees. It strives to achieve these objectives through high standards in dealings and following business ethics in all its activities.

The Company believes in continuous upgradation of technology to improve the quality of its production and productivity to achieve newer and better products for total customer satisfaction.

The Company lays great emphasis on team building and motivation. A contented and well developed worker will give to the Company better work and therefore better profits. The Company has strong faith in innate and infinite potential of human resources. It believes in the creative abilities of the people who work for the Company and believes in investing in their development and growth as foundation for strong and qualitative growth of the Organisation.

If there is no customer, there is no business. Customers' continued satisfaction and sensitivity to their needs are the Company's source of strength and security.

The Company also believes that as the Organisation grows, the society and the community around it should also grow.

2. BOARD OF DIRECTORS

The Board of Directors is headed by the Chairman and Managing Director, Shri.P.R.Ramasubrahmaneya Rajha. The Board consists of eminent persons with considerable professional expertise in various fields such as Administration, Banking, Finance, Engineering, Law, etc. The Board has 6 Directors. Except Shri.P.R.Ramasubrahmaneya Rajha, all other Directors are Non-Executive Directors. As required by the Code of Corporate Governance, not less than 50% of the Board of Directors consists of Independent Directors. There are no pecuniary relationship or transactions of the Non-Executive Directors vis-à-vis the Company.

During the year under review, five Board Meetings were held, one each on 29-05-2015, 05-08-2015, 06-11-2015, 09-02-2016 and 11-03-2016.

Details of attendance of each Director at the Board Meetings held during the year are as follows:

Sl. No	Name of the Director	Director Identification Number (DIN)	Directorship	No. of Board Meetings attended	Attendance at last AGM
1.	Shri.P.R.Ramasubrahmaneya Rajha Chairman & Managing Director	00331357	P & E	5	Yes
2.	Shri.P.R.Venketrama Raja	00331406	P & NE	5	Yes
3.	Shri.R.S.Agarwal	00012594	NE & ID	5	Yes
4.	Shri.M.B.N.Rao	00287260	NE & ID	3	Yes
5.	Shri.M.M.Venkatachalam	00152619	NE & ID	4	Yes
6.	Smt. Justice Chitra Venkataraman (Retd.)	07044099	NE & ID	5	Yes

P – Promoter;

NE – Non-Executive;

E – Executive;

ID – Independent Director.

Other Directorships

The Number of other Boards or Board Committees in which the Director is a Member or Chairperson as on 31-03-2016 are given below:

No	Name of the Director	Other Directorships*	Committee Positions **	
			Chairperson	Member
1.	Shri.P.R.Ramasubrahmaneya Rajha	8	4	--
2.	Shri.P.R.Venketrama Raja	8	--	4
3.	Shri.R.S.Agarwal	8	2	4
4.	Shri.M.B.N.Rao	8	3	3
5.	Shri.M.M.Venkatachalam	5	1	-
6.	Smt. Justice Chitra Venkataraman (Retd.)	2	1	1

* Public Limited Companies, other than The Ramco Cements Limited.

** Audit Committee and Stakeholders' Relationship Committee of Public Limited Companies, other than The Ramco Cements Limited.

Disclosure of relationships between directors inter-se

Shri.P.R.Ramasubrahmaneya Rajha, Chairman & Managing Director is the father of Shri.P.R.Venketrama Raja, Director.

THE RAMCO CEMENTS LIMITED

Details of familiarisation programme for Independent Directors

The details of the familiarisation programme for Independent Directors are available at the Company's website, at the following link at <http://www.ramcocements.in/Familiarisation.aspx>

The Board of Directors periodically review Compliance Reports pertaining to all Laws applicable to the Company. No non-compliance was reported during the year under review.

The Board is also satisfied itself that plans are in place for orderly succession for appointment of Board of Directors and Senior Management.

A Code of Conduct has been laid out for all Members of the Board and Senior Management suitably incorporating the duties of Independent Directors as laid down in the Companies Act, 2013.

The minimum information to be placed before the Board of Directors at their meeting, as specified in Part A of Schedule II of LODR have been adequately complied with.

3. AUDIT COMMITTEE

The terms of reference of the Audit Committee include:

- i) To review the reports of Internal Audit Department;
- ii) To review the Auditors' Report on the financial statements;
- iii) To review and approve the Related Party Transactions;
- iv) To review the Annual Cost Audit Report of the Cost Auditor;
- v) To review the Annual Secretarial Audit Report of the Secretarial Auditor;
- vi) To review the strength and weakness of the internal controls and to provide recommendations relating thereto;
- vii) To generally assist the Board to discharge their functions more effectively.
- viii) To review the financial statements and any investments made by the Subsidiary Company.

In addition, the Audit Committee would discharge the roles and responsibilities as prescribed by LODR and Companies Act, 2013.

Composition

The Audit Committee consists of the following Directors:

No	Name of the Director	No. of Meetings attended
1.	Shri.R.S.Agarwal, Chairman of the Committee	5
2.	Shri.P.R.Venketrama Raja	5
3.	Shri.M.M.Venkatachalam	4
4.	Shri.M.B.N.Rao (from 15-10-2015)	2

No. of Meetings held during the year : 5

Date of the meetings:

28-05-2015, 05-08-2015, 05-11-2015, 08-02-2016 & 11-03-2016.

The Statutory Auditors, Chief Executive Officer, Chief Financial Officer and Head of Internal Audit Department are invitees to the Audit Committee Meetings. The Company Secretary is the Secretary to the Committee.

The representatives of the Cost Auditor and Secretarial Auditor are invited to attend the meeting of the Audit Committee when their reports are tabled for discussion.

3/4th of the members of the Audit Committee are Independent Directors as against the minimum requirements of 2/3rd as stipulated in Regulation 18(1)(b) of LODR.

4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee discharges the functions as envisaged for it by the Companies Act, 2013, LODR and functions as mandated by the Board of Directors from time to time. The Nomination and Remuneration Policy is to ensure that the level and composition of remuneration is reasonable, the relationship of remuneration to performance is clear and appropriate to the long term goals of the company.

The complete details about the terms of reference for Nomination and Remuneration Committee and Nomination and Remuneration Policy are available at Company's website.

Composition

The Nomination and Remuneration Committee consists of the following Directors:

No.	Name of the Director	No. of Meetings attended
1.	Shri.R.S.Agarwal, Chairman of the Committee	1
2.	Shri.M.M.Venkatachalam	1
3.	Shri.P.R.Venketrama Raja	1

No. of Meetings held during the year : 1

Date of the meeting : 28-05-2015

The Nomination and Remuneration Committee has laid down evaluation criteria for performance evaluation of Independent Directors, which will be based on attendance, expertise and contribution brought in by the Independent Director at the Board and Committee Meetings, which shall be taken into account at the time of reappointment of Independent Director.

5. REMUNERATION TO DIRECTORS

The Non-Executive Directors are paid Sitting Fee of ₹ 40,000/- per meeting for attending the meetings of Board and Committees thereof, except for meetings of Share / Debenture Committee, for which no sitting fee is payable.

There are no pecuniary relationship or transactions of Non-Executive Directors vis-a-vis the Company.



The appointment and remuneration to Managing Director is governed by the resolution passed by the shareholders at the Annual General Meeting held on 28-07-2014 and the remuneration is equivalent to 5% of the Net Profits of the Company and in case of inadequacy of profits, as per Section II, Part II of Schedule V of the Companies Act, 2013.

The details of remuneration paid are as follows:

(₹ in lacs)

Name of the Director	Sitting Fee	Remuneration	Commission & Others	No. of Shares held
Shri.P.R.Ramasubrahmaneya Rajha	2.40	24.00	3,583.78	37,85,840
Shri.P.R.Venketrama Raja	4.80	Nil	Nil	10,00,000
Shri.R.S.Agarwal	4.80	Nil	Nil	Nil
Shri.M.B.N.Rao	2.40	Nil	Nil	Nil
Shri.M.M.Venkatachalam	4.00	Nil	Nil	Nil
Smt. Justice Chitra Venkataraman (Retd.)	2.40	Nil	Nil	Nil

The complete details of remuneration paid to Directors are given in Form MGT-9, forming part of annexure to Board's Report.

6. STAKEHOLDERS RELATIONSHIP COMMITTEE

MEMBERS

No	Name of the Director	No. of meetings attended during the year
1	Shri.P.R.Ramasubrahmaneya Rajha, CMD	1
2	Shri.P.R.Venketrama Raja Chairperson of the Committee	1

No. of Meetings held during the year : 1

Date of the meeting : 31-03-2016

Name of Non-executive Director heading the Committee	Shri.P.R.Venketrama Raja
Name and Designation of Compliance Officer	Shri.K.Selvanayagam, Secretary
No. of complaints received during the year	NIL
Number not solved to the Satisfaction of shareholders	NIL
Number of pending complaints	NIL

7. GENERAL BODY MEETINGS

a. Location and time, where last three AGMs held:

Year ended	Date	Time	Venue
31-03-2013	29-07-2013	11.00 AM	P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam – 626 108, Tamil Nadu.
31-03-2014	28-07-2014	10.15 AM	-do-
31-03-2015	06-08-2015	10.15 AM	-do-

b. Details of Special Resolutions passed in the previous three Annual General Meetings

Date of the AGM	Subject Matter of the Special Resolution
06-08-2015	To approve issue of Debentures upto a limit of ₹ 500 crores
28-07-2014	To amend the Articles of Association, for enabling appointment of Managing Director as Chairperson of the Company as well.
	To Re-appoint Shri.P.R.Ramasubrahmaneya Rajha as Chairman and Managing Director for a period of three years effective from 01-04-2014.
	To authorise the Company to borrow, the maximum amount so outstanding not to exceed ₹ 5,000 crores.
	To maintain the Register of Members and other Statutory Registers at the Company's Corporate Office at Chennai.
29-07-2013	To change the name of the Company to The Ramco Cements Limited.

c. Special Resolution for issue of Debentures upto a limit of ₹ 500 crores was passed through Postal Ballot during the year under review. The details of voting pattern are given below.

Total No. of Shares	23,80,76,780	100%
Total No. of Votes Polled	17,74,91,748	74.55%
No. of Votes in favour of the Resolution, out of total number of votes polled	17,74,55,338	99.98%
No. of Votes against the Resolution, out of the total number of votes polled	36,410	0.02%

d. Person who conducted the Postal Ballot exercise:

K.Selvanayagam, Secretary (Compliance Officer)
The Ramco Cements Limited
Auras Corporate Centre, V Floor
98-A, Dr.Radhakrishnan Road
Mylapore, Chennai – 600 004, Tamil Nadu
Phone: 28478666 Fax: 28478676
E Mail : ksn@ramcocements.co.in

THE RAMCO CEMENTS LIMITED

Scrutiniser

Mr.K.Srinivasan, Scrutiniser

Partner

M/s. M.S.Jagannathan & N.Krishnaswami

Chartered Accountants

Unit-5, Ground Floor, Abirami Apartments

No.14, VOC Road, Cantonment

Tiruchirappalli – 620 001.

- e. No Special Resolution is proposed to be conducted through Postal Ballot.
- f. Postal Ballot had been conducted in accordance with Section 110 of the Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules, 2014.

8. MEANS OF COMMUNICATION

The Unaudited Quarterly and Half yearly Financial results and Audited Annual Results are published in English in Business Line (All editions), The New Indian Express and Trinity Mirror (Chennai editions), Business Standard (All Editions) and in Tamil in Dinamani and Makkal Kural (Chennai editions). The results were also displayed on the Company's website www.ramcocements.in

All the financial results are provided to the Stock Exchanges.

Official News releases are given directly to the Press and the Company's website also displays the official news releases.

9. GENERAL SHAREHOLDER INFORMATION

a.	Annual General Meeting	On 04-08-2016 at 10.15 AM at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam – 626 108, Tamil Nadu
b.	Financial Year	1 st April 2015 to 31 st March 2016
c.	Dividend Payment date	24-03-2016 (Interim Dividend – Already paid)
d.	Name and Address of Stock Exchanges where the Company's Securities are Listed	National Stock Exchange of India Limited Exchange Plaza Bandra-Kurla Complex, Bandra (E) Mumbai – 400 051. BSE Limited "P.J.Towers", Dalal Street, Mumbai-400001. The Annual Listing Fee for the year 2016-17 has been paid to the Stock Exchanges.
e.	Stock Code	BSE Limited 500260 National Stock Exchange of India Limited RAMCOCEM

f.	Market Price Data	Enclosed as Annexure - A.
g.	Performance in comparison to broad based indices	
h.	Whether the securities are suspended from trading	No
i.	Registrar and Transfer Agents	Being carried out in-house by the Secretarial Department of the Company.
j.	Share Transfer System	For shares held in electronic mode, transfers are effected under the depository system of NSDL and CDSL. For shares held in physical mode, certificates are to be submitted to the Company along with the required security transfer forms. The company effects the transfers within 15 days, if the documents are found in order and the certificates are sent to the transferees. In the case of defective documents, the same are returned with the reasons to the transferees within 15 days.
k.	Distribution of Shareholding	Enclosed as Annexure - B.
l.	Dematerialisation of Shares & liquidity	As on 31 st March 2016, 94.24% of the shares have been dematerialized. Regarding liquidity of our Company's shares, the details are available in Annexure - A.
m.	Outstanding GDRs/ ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity	NIL
n.	Commodity Price Risk or Foreign Exchange Risk and Hedging Activities	With respect to Buyers' Credit in foreign currencies, forward contracts are booked taking in to account, the cost of hedging and the foreign currency receivables. The currency rate movements are monitored closely for taking covers with respect to unhedged portions, if any.

o. Plant Locations

Integrated Cement Plants

- i. Ramasamy Raja Nagar – 626 204, Virudhunagar District, Tamil Nadu.
- ii. Alathiyur, Cement Nagar – 621 730, Ariyalur District, Tamil Nadu



- iii. Govindapuram Village – 621 713, Ariyalur District, Tamil Nadu
- iv. Jayanthipuram, Kumarasamy Raja Nagar – 521 457, Krishna District, Andhra Pradesh.
- v. Mathodu – 577 533, Hosadurga, Chitradurga District, Karnataka.

Grinding Units

- i. Kattuputhur Village, Uthiramerur, Kancheepuram District – 603 107, Tamil Nadu.
- ii. Singhipuram Village, Valapady, Salem District – 636 115, Tamil Nadu.
- iii. Kolaghat – 721 134, Purba Medinipur District, West Bengal.
- iv. Gobburupalam, A.S.Peta Post – 531 055, Kasimkota Mandal, Vizag, Andhra Pradesh.

Packing Plant

Kumarapuram, Aralvaimozhi–629 301, Kanyakumari District, Tamil Nadu.

Readymix Concrete Plant

Medavakkam-Mambakkam Road, Vengaivasal, Chennai – 601 302, Tamil Nadu.

Dry Mortar Plant

F-14, SIPCOT Industrial Park, Sriperumbudur – 602 106, Tamil Nadu.

Ramco Research & Development Centre

11-A, Okkiyam, Thuraipakkam, Chennai – 600 096, Tamil Nadu.

Wind Farm Division

- i. Thandayarkulam, Veeranam, Muthunaickenpatti, Pushpathur and Udumalpet in Tamil Nadu.
 - ii. Vani Vilas Sagar and GIM II Hills in Karnataka.
- p. Address for Correspondence
K.Selvanayagam, Secretary (Compliance Officer)
The Ramco Cements Limited
Auras Corporate Centre, V Floor
98-A, Dr.Radhakrishnan Road
Mylapore, Chennai – 600 004, Tamil Nadu
Phone: 28478666 Fax: 28478676
E Mail : ksn@ramcocements.co.in

10. OTHER DISCLOSURES

- a. There are no materially significant related party transactions made by the Company that may have potential conflict with the interests of the Company at large.
- b. There are no instances of non-compliance by the Company, and no penalties or strictures were imposed on the company by Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets, during the last three years.

- c. The Company has a Whistle Blower Policy, available at the Company's website and it is affirmed that no personnel has been denied access to the Audit Committee.
 - d. The Company has complied with the mandatory requirements. The status of adoption of the non-mandatory requirements is given below:
 - i. The Company's financial statements are unqualified for the year 2015-16.
 - e. The Material Subsidiary Policy is disclosed in the Company's website and its weblink is –
<http://www.ramcocements.in/pdf/policies/MATERIAL%20SUBSIDIARY%20POLICY.pdf>
 - f. The Related Party Transaction Policy is disclosed in the Company's website and its weblink is -
<http://www.ramcocements.in/pdf/policies/RELATED%20PARTY%20TRANSACTION%20POLICY.pdf>
 - g. The details relating to commodity price risks and commodity hedging activities are not applicable.
- 11. The Company has complied with the requirements of Corporate Governance Report of sub-para (2) to (10) of Schedule V of LODR.
 - 12. The extent to which the discretionary requirements specified in Part E of Schedule II have been adopted, is given against Clause 10(d) above.
 - 13. The Company has no material subsidiary.
 - 14. The Minutes of the Meeting of the Board of Directors of the unlisted subsidiary are being placed before the Board of Directors of the Company.
 - 15. The Management of the unlisted subsidiary periodically brings to the notice of the Board, a statement on significant transactions and arrangements entered into by them.
 - 16. Senior Management Personnel discloses to the Board of Directors all material, financial and commercial transactions where they have personal interest that may have a potential conflict with the Company's interest, if any.
 - 17. The Company submits quarterly compliance report on Corporate Governance to the Stock Exchanges, in the prescribed format within 15 days from the close of the quarter duly signed by the Compliance Officer.
 - 18. As required under Regulation 46(2) of LODR, the following information have been duly disseminated in the Company's website.
 - * Terms and conditions of appointment of Independent Directors
 - * Composition of various committees of Board of Directors
 - * Code of Conduct of Board of Directors and Senior Management Personnel

THE RAMCO CEMENTS LIMITED

- * Details of establishment of Vigil Mechanism/Whistle Blower Policy
- * Policy on dealing with Related Party Transactions
- * Policy for determining 'Material' Subsidiaries
- * Details of familiarization Programmes imparted to Independent Directors

19. The various disclosures made in the Board's Report, may be considered as disclosures made under this report.

20. The Company has also the following Committees of Board of Directors.

a. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

MEMBERS

No.	Name of the Director
1	Shri.P.R.Ramasubrahmaneya Rajha, CMD Chairperson of the Committee
2	Shri.P.R.Venketrama Raja
3	Shri.M.M.Venkatachalam

No. of Meetings held during the year : NIL

b. SHARE / DEBENTURE COMMITTEE

MEMBERS

No	Name of the Director	No. of meetings attended during the year
1	Shri.P.R.Ramasubrahmaneya Rajha, CMD	8
2	Shri.P.R.Venketrama Raja Chairperson of the Committee	8

Date of the meetings :

06-06-2015, 29-06-2015, 29-07-2015, 01-09-2015,
29-09-2015, 09-10-2015, 25-11-2015 & 25-01-2016.

c. PROJECT MANAGEMENT COMMITTEE

MEMBERS

No.	Name of the Director
1	Shri.P.R.Ramasubrahmaneya Rajha, CMD Chairperson of the Committee
2	Shri.P.R.Venketrama Raja

No. of Meetings held during the year : NIL

21. CREDIT RATING

ICRA, the Company's credit rating agency, have rated our borrowing programmes as follows:

Security	Rating
Commercial Papers / Short Term Debt	A1+
Fund Based Facilities	
* Cash Credit	AA (Stable)
* Short Term Loan / Buyers' Credit and Other Facilities	A1+
Non-Fund Based Facilities	A1+
Long Term Loans from Bank	AA (Stable)
Debentures	AA (Stable)

22. DISCLOSURES WITH RESPECT TO UNCLAIMED SUSPENSE ACCOUNT

[Pursuant to Schedule V(F) of LODR]

There were 3,26,600 shares of ₹ 1/- each belonging to 72 shareholders at the beginning of the year lying at "The Ramco Cements Limited Unclaimed Suspense Account" in dematerialised form. During the year, a shareholder had approached the Company for transfer of 1000 shares from the unclaimed suspense account. After completion of the said transfer formalities, 3,25,600 shares belonging to 71 shareholders are lying with the unclaimed suspense account as on 31-03-2016. The voting rights of these shares shall remain frozen till the rightful owner of such shares claims the shares.

23. Declaration signed by the Chief Executive Officer of the Company as per Schedule V(D) of LODR, on compliance with the Code of Conduct is annexed.

24. Compliance Certificate as per Regulation 17(8) read with Part B of Schedule II of LODR, provided by Chief Executive Officer and Chief Financial Officer is annexed.

Chennai
20-05-2016

On behalf of the Board of Directors
For THE RAMCO CEMENTS LIMITED,
P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director



DECLARATION

As provided under Schedule V (D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Company's Code of Conduct for the year ended 31st March 2016.

Chennai
20-05-2016

for THE RAMCO CEMENTS LIMITED,
A.V.DHARMAKRISHNAN
Chief Executive Officer

To
The Board of Directors
The Ramco Cements Limited
Rajapalayam.

Certification under Regulation 17(8) of SEBI (LODR) Regulations

We hereby certify that -

- A. We have reviewed financial statements and the cash flow statement for the year 2015-16 and that to the best of our knowledge and belief :
 1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee that –
 1. there are no significant changes in internal control over financial reporting during the year;
 2. there are no significant changes in Accounting Policies, during the year, except the following:
 - i. The company was previously depreciating its tangible assets based on useful life prescribed by the schedule II of the Companies Act, 2013. With effect from 01-04-2015, it has become mandatory that the

computation of depreciation has to be based on useful life of significant part of the asset, where useful life of that part is different from useful life of the remaining asset. Accordingly the useful life and the value of such parts of tangible asset have been determined based on technical advice.

As per the transitional provisions of Schedule II of the Companies Act, 2013, the company opted to adjust the carrying amount of the parts of asset as on 01-04-2015 in the Retained earnings, where the remaining useful life of components of such assets is Nil after retaining the residual value of 5%, net of applicable adjustment of deferred taxes.

- ii. The company used to charge off the mines restoration expenses to the Statement of Profit and Loss in the year in which such expenditure are incurred. From 2015-16, the company provides for the estimated expenses that are required to restore the mines. The estimated restoration expenses are originally assessed based on the total available minerals and provision is created based on the quantity of minerals mined during the year. Mines restoration expenses are incurred on an on-going basis until the closure of the quarries and mines. The total estimate of restoration expenses are reviewed periodically, on the basis of technical estimates. However the actual expenses may vary based on the nature of restoration.
3. there are no instances of significant fraud of which we have become aware.

S.VAITHIYANATHAN
Chief Financial Officer
Chennai
20-05-2016

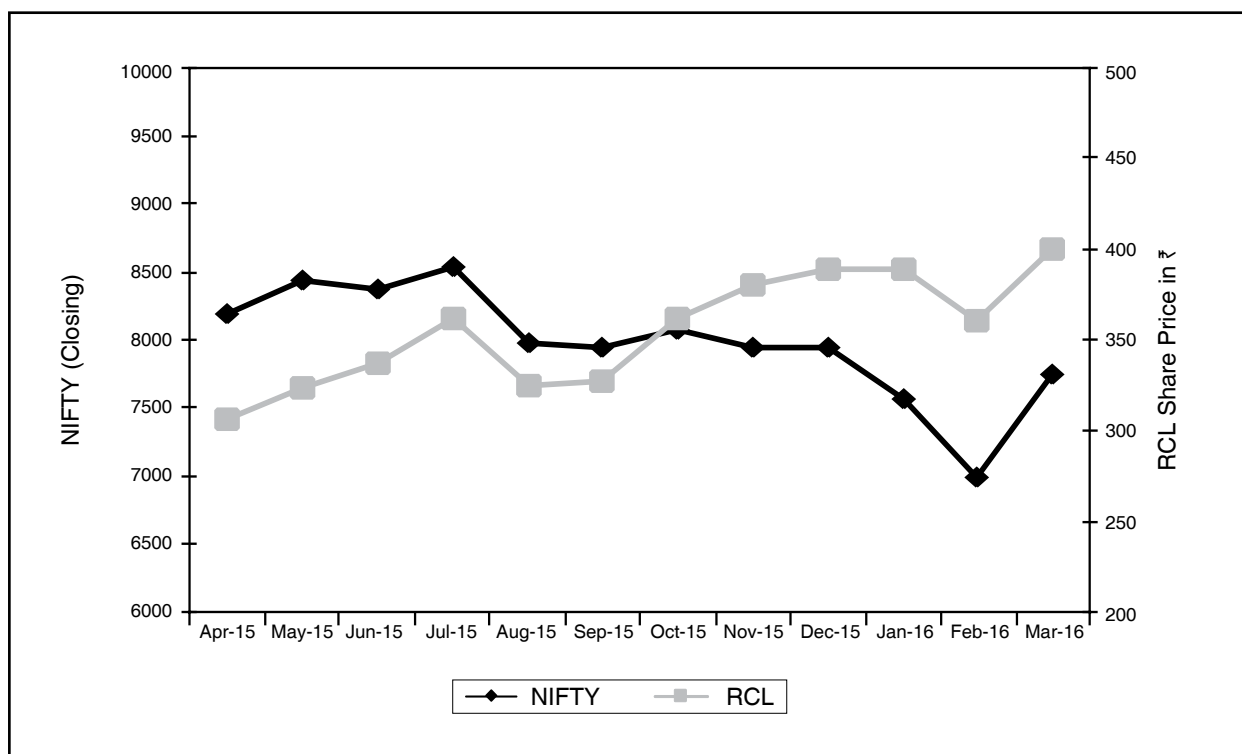
A.V.DHARMAKRISHNAN
Chief Executive Officer

STATISTICAL DATA

Share Price High & Low / Volume (from April 2015 to March 2016 in NSE & BSE)

Month	National Stock Exchange			Bombay Stock Exchange		
	High ₹	Low ₹	No. of Shares Traded	High ₹	Low ₹	No. of Shares Traded
April 2015	337	294	20,56,473	336	295	5,55,137
May	359	279	18,09,741	358	281	4,85,085
June	346	306	44,57,234	347	305	4,15,952
July	368	334	34,19,843	367	334	2,44,781
August	380	320	68,16,272	380	303	3,67,339
September	336	291	20,38,312	336	300	1,48,316
October	370	325	34,89,984	369	327	8,05,717
November	383	357	27,02,538	383	360	3,20,589
December	405	356	36,06,473	406	357	3,60,554
January 2016	404	358	47,10,027	402	358	5,62,705
February	394	353	38,19,204	394	355	4,11,042
March	428	360	41,72,907	427	361	2,88,027
Year 2015-16	428	279	47,54,428	427	281	42,98,205

RCL Share Price Movement (Apr 2015 To Mar 2016)





Annexure – B

Pattern of Shareholding as on 31-03-2016

Description	Total Shareholders	%	Total Shares	%
Promoters Holding				
1) Promoters	14	0.07	10,07,05,560	42.30
Sub-Total	14	0.07	10,07,05,560	42.30
Non-Promoters Holding				
1) Residents	19,027	94.84	3,03,34,936	12.74
2) Non-Resident Indians	416	2.07	5,59,567	0.24
3) Indian Companies	352	1.75	1,55,09,493	6.51
4) Foreign Institutional Investors	124	0.62	3,78,37,462	15.89
5) Mutual Funds	118	0.59	3,83,06,942	16.09
6) Banks, Fin. Inst., Ins. Cos, & TN Govt.	12	0.06	1,48,22,820	6.23
Sub-Total	20,049	99.93	13,73,71,220	57.70
Total	20,063	100.00	23,80,76,780	100.00

Distribution of Shareholding as on 31-03-2016

Description	Total Shareholders	%	Total Shares	%
a) Upto - 500	15,287	76.19	16,17,134	0.68
b) 501 to 1000	1,463	7.29	12,41,052	0.52
c) 1001 to 2000	1,012	5.04	17,25,386	0.72
d) 2001 to 3000	337	1.68	8,92,746	0.37
e) 3001 to 4000	529	2.64	20,43,247	0.86
f) 4001 to 5000	137	0.68	6,45,027	0.27
g) 5001 to 10000	555	2.77	42,40,873	1.78
h) 10001 & above	743	3.71	22,56,71,315	94.80
Total	20,063	100.00	23,80,76,780	100.00

Category of Shareholding as on 31-03-2016

Description	Total Shareholders	%	Total Shares	%
Dematerialised Form - CDSL	5,501	27.42	44,97,787	1.89
Dematerialised Form - NSDL	13,861	69.09	21,98,65,103	92.35
Physical Form	701	3.49	1,37,13,890	5.76
Total	20,063	100.00	23,80,76,780	100.00

Certificate regarding compliance of conditions of corporate governance

*[Pursuant to paragraph E of Schedule V of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To

The Members of

The Ramco Cements Limited, [CIN: L26941TN1957PLC003566]
"Ramamandiram", Virudhunagar District,
Rajapalayam - 626117

We have examined the compliance of the conditions of Corporate Governance by The Ramco Cements Limited ("the Company") for the financial year ended 31st March 2016, as stipulated under Clause 49 of the Company's Listing Agreements with the National Stock Exchange of India Limited and BSE Limited (upto 30th November 2015) and Regulation numbers 17 to 27, 46(2)(b) to (i), Schedule II and Schedule V (paragraphs C, D and E) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015.

The Company's management is responsible for compliance with the conditions of Corporate Governance. We have broadly reviewed the procedures adopted by the Company for ensuring compliance with the conditions of Corporate Governance and

implementation thereof. Our review was neither an audit nor an expression of opinion on the financial statement of the Company.

We hereby certify that, in our opinion and to the best of our information and based on the records furnished for our verification and the explanations given to us by the Company, its officers and agents, the Company has, during the year ended 31st March 2016, complied with the applicable conditions of Corporate Governance.

We further wish to state that our opinion regarding such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company during the said financial year.

For S Krishnamurthy & Co.,
Company Secretaries,

K. Sriram,
Partner.

Date : 20th May 2016
Place : Chennai

Membership No: F6312
Certificate of Practice No: 2215

ANNUAL REPORT ON CSR ACTIVITIES

- 1 A brief outline of the Company's CSR Policy
The objective of the CSR Policy is
 - a. To ensure an increased commitment at all levels in the organisation, to operate its business in an economically, socially & environmentally sustainable manner, while recognising the interests of all its stakeholders.
 - b. To directly or indirectly take up programmes that benefit the communities in & around its work locations and results, over a period of time, in enhancing the quality of life & economic well being of the local populace.
 - c. To generate, through its CSR initiatives, a community goodwill for the Company and help reinforce a positive & socially responsible image of the Company as a corporate entity.

Weblink to the CSR Policy:
<http://www.ramcocements.in/pdffiles/policies/CSR%20POLICY%20OF%20TRCL.pdf>
- 2 The Composition of the CSR Committee:
 1. Shri.P.R.Ramasubrahmaneya Rajha, Chairman of the Committee
 2. Shri.P.R.Venketrama Raja, Member
 3. Shri.M.M.Venkatachalam, Member
- 3 Average net profit of the Company for last three financial years - ₹ 366.33 crores
- 4 Prescribed CSR Expenditure - ₹ 7.33 crores (2% of the amount as in item 3 above)
- 5 Details of CSR spent during the financial year
 - a. Total amount spent for the financial year - ₹ 6.66 crores
 - b. Amount unspent, if any - ₹ 0.67 crores
 - c. Manner in which the amount spent during the financial year is detailed below:



1	2	3	4	5	6	7	8
S. No	CSR project or activity identified	Sector in which the project is covered	Projects or programmes (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs-wise - ₹	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads: - ₹	Cumulative expenditure up to the reporting period - ₹	Amount spent Direct or through implementing agency
1	Eradicating Hunger, Poverty and Malnutrition, promoting health care including preventive health care and Sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available Safe Drinking Water. [Clause (i)]	Health Care	In & around Factory areas and Corporate Office, Chennai	1,52,61,696	1,52,61,696	1,52,61,696	Direct
2	Promoting Education, including Special Education and Employment Enhancing Vocation Skills especially among Children, Women, Elderly, and the Differently abled and Livelihood Enhancement Projects. [Clause (ii)]	Education	In & around Factory areas and Corporate Office, Chennai	64,44,541	64,44,541	64,44,541	Direct
3	Promoting Gender Equality, Empowering Women, setting up Homes and Hostels for Women and Orphans, setting up Old Age Homes, Day Care Centres and such other facilities for Senior Citizens and measures for reducing inequalities faced by socially and economically backward group. [Clause (iii)]	Women Empowerment	In & around Factory areas and Corporate Office, Chennai	3,61,200	3,61,200	3,61,200	Direct
4	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga [Clause (iv)]	Conservation of Environment	In & around Factory areas and Corporate Office, Chennai	5,98,248	5,98,248	5,98,248	Direct
5	Protection of National Heritage, Art and Culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts. [Clause (v)]	Protection of Heritage	In & around Factory areas and Corporate Office, Chennai	1,20,13,772	1,20,13,772	1,20,13,772	Direct
6	Measures for the benefit of Armed Forces Veterans, War Widows and their dependents. [Clause (vi)]	Benefit of Armed Forces	In & around Factory areas and Corporate Office, Chennai	49,500	49,500	49,500	Direct
7	Training to promote Rural Sports, Nationally recognised sports, Paralympic Sports and Olympic Sports [Clause (vii)]	Promotion of Sports	In & around Factory areas and Corporate Office, Chennai	9,12,015	9,12,015	9,12,015	Direct
8	Rural Development Projects [Clause (x)]	Rural Development	In & around Factory areas and Corporate Office, Chennai	3,09,49,995	3,09,49,995	3,09,49,995	Direct
Total				6,65,90,967	6,65,90,967	6,65,90,967	

The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company.

P.R.RAMASUBRAHMANEYA RAJHA
CMD & Chairman of the CSR Committee

A.V.DHARMAKRISHNAN
Chief Executive Officer

Form AOC-2

[Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Companies Act, 2013
and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Particulars of Contracts / Arrangements entered into by the Company with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013, including certain arms length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis.

(a)	Name(s) of the related party and nature of relationship	Smt.Lingammal Ramaraju Shastra Prathista Trust. Shri.P.R.Ramasubrahmaneya Rajha and Shri.P.R.Venketrama Raja, Directors are Trustees in the Trust.
(b)	Nature of Contracts / arrangements / transactions	Sale of Cement
(c)	Duration of the contracts / arrangements / transactions	24 months, from 01-04-2015 to 31-03-2017
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Supply of cement @ ₹ 200/- per bag.
(e)	Justification for entering into such contracts or arrangements or transactions	The trust is a Public Charitable Trust and the cement is sold not for trading. The cement is sold to the trust @ ₹ 200/- per bag as against ₹ 185/- per bag the price at which cement is being sold to Government of Tamil Nadu, under "Amma Cement Supply Scheme".
(f)	Date(s) of approval by the Board	05-08-2015
(g)	Amount paid as advances, if any	NIL
(h)	Date on which the Special Resolution was passed in general meeting as required under first proviso to Section 188	Not applicable

2. Details of material contracts or arrangement or transactions at arm's length basis - NIL

On behalf of the Board of Directors
For THE RAMCO CEMENTS LIMITED,
P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director

Chennai
20-05-2016



CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of Companies (Accounts) Rules, 2014]

(A) Conservation of energy

The Company pays attention at all levels to reduce energy consumption, by continuous monitoring, maintenances and improvements.

- (i) the steps taken or impact on conservation of energy;
Installation of Variable Frequency Drive (VFD) for compressors and process fans to reduce electrical energy.
Installation of Slip Power Recovery System (SPRS) for process fans to reduce electrical energy.
Installation of latest design inlet seal for kilns to conserve thermal energy.
Replacing the existing low efficiency process fans with new high efficiency fans.
Installation of LED lights replacing high wattage HPSV (High Pressure Sodium Vapour) lights.
- (ii) the steps taken by the company for utilising alternate sources of energy;
Replacing Diesel with waste Tyre oil for kilns during start up.
- (iii) the capital investment on energy conservation equipments - ₹ 1.77 crores.

- (a) the details of technology imported;
- (b) the year of import;
- (c) whether the technology been fully absorbed;
- (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof;
Commissioning of Optical Ore Sorting Machine, imported from Germany, for segregation of deleterious elements present in the limestone, resulting in better quality of limestone and a reduction in consumption of high grade imported limestone.
Commissioning of Excentrix Ripper imported from Spain resulting in environment friendly mining, compared to conventional methods of drilling and blasting.

(iv) the expenditure incurred on Research and Development.	
	₹ in Crores
Particulars	Amount
Capital	1.10
Revenue	8.68
Total	<u>9.78</u>

(B) Technology absorption

- (i) the efforts made towards technology absorption;
In-house development of bulk sampling auto sampler for mines at Ramasamy Raja Nagar
Installation of latest design high efficiency graphite seal for kiln inlet at Alathiyur line 2 to reduce false air.
- (ii) the benefits derived;
Ensuring representative sample for checking quality of pile limestone.
Reduction of false air ingress resulting in Heat saving.
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

(C) Foreign Exchange Earnings and Outgo

	₹ in Crores
Particulars	Amount
Foreign Exchange earned in terms of Actual Inflows	44.24
Foreign Exchange outgo in terms of Actual Outflows	471.65

Chennai
20-05-2016

On behalf of the Board of Directors
For THE RAMCO CEMENTS LIMITED,
P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director

Disclosures relating to remuneration under Section 197(12) of the Companies Act, 2013, read with Rule 5(1), (2) and (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- i. & ii. The ratio of the remuneration of each director to the median remuneration of the employees of the company and the percentage increase in remuneration of Chairman & Managing Director (CMD), Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary, in the Financial Year 2015-16.

Name of Director / KMP and Designation	Remuneration of Director/ KMP for financial year 2015-16 (Rs. in crores)	% increase in remuneration in the Financial year 2015-16	Ratio of remuneration of each Director / to median remuneration of employees	Comparison of the remuneration of the KMP against the performance of the Company
Shri.P.R.Ramasubrahmaneya Rajha	36.10	93	717	The Profit before tax increased by 97% and Profit after tax increased by 130% in financial year 2015-16
Shri.P.R.Venketrama Raja	0.05	14	0.95	
Shri.R.S.Agarwal	0.05	20	0.95	
Shri.M.B.N.Rao	0.02	50	0.48	
Shri.M.M.Venkatachalam	0.04	-9	0.79	
Justice Smt.Chitra Venkataraman (Retd.)	0.02	-	0.48	
Shri.A.V.Dharmakrishnan Chief Executive Officer	9.36	25	186	The Profit before tax increased by 97% and Profit after tax increased by 130% in financial year 2015-16
Shri.S.Vaithiyanathan Chief Financial Officer	0.75	12	15	
Shri.K.Selvanayagam Secretary	0.71	12	14	

- iii. The median remuneration of the employees during the financial year was Rs.5,03,452/- and the percentage increase in the median remuneration was 19.06%.
- iv. There were 2,846 permanent employees on the rolls of the Company, as on 31st March 2016.
- v. Explanation on the relationship between average increase in remuneration and the company's performance:
There was no relationship between the average increase in remuneration and the company's performance, as except Bonus and Incentives the rest of the components of the remuneration are not directly linked to the performance of the Company.
- vi. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:
The total remuneration of Key Managerial Personnel increased by 70% (i.e.) from Rs.27.57 Crores in 2014-15 to Rs.46.92 Crores in 2015-16, whereas the Profit before tax increased by 97% and Profit after tax increased by 130% in financial year 2015-16.
- vii. a. Variations in the market capitalisation of the Company: The market capitalisation of Rs.7265 Crores as on 31st March 2015 had increased to Rs.9523 Crores as on 31st March 2016, showing an increase of 31%.
b. Price earnings ratio: The price earnings ratio of the Company was 17 as at 31st March 2016 and was 30 as at 31st March 2015.
c. Percentage increase or decrease in the market quotations of the shares of the company as compared to the rate at which the company came out with the last public offer in the year: The Company has not come out with public issue.
- viii. Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year i.e. 2015-16 was 10.64% and the increase in the managerial remuneration for the same financial year was 70%. This was because, the remuneration of CMD was linked to the profit of the Company, which had increased by 97%.
- ix. Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company – Provided under i & ii above.



- x. The CMD's remuneration is 5% of the profits of the Company, calculated in accordance with Section 198 of the Companies Act, 2013.
- xi. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – Not applicable.
- xii. It is hereby affirmed that the remuneration paid is as per the remuneration policy for Directors, Key Managerial Personnel and other employees.

II. Disclosures relating to remuneration under Section 197(12) of the Companies Act, 2013, read with Rule 5(2) and (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i) Employed throughout the financial year 2015-16 and was in receipt of remuneration, in the aggregate, not less than Rs.60 lakhs

No	Name	Designation	Remuneration - Rs.	Qualifications and experience (in years)	Date of commencement of employment	Age	Last employment held before joining the company
1	Balaji K Moorthy	President – Marketing	2,11,28,297	B.Sc, PGDC, PGDFT (40)	09/06/1997	64	Fabulac Overseas Ltd
2	Dharmakrishnan A V	Chief Executive Officer	9,35,57,874	B.Com, ACA (33)	03/05/1982	59	--
3	Gopalakrishna P B	President – Manufacturing	1,59,49,000	B.Tech (39)	10/12/2008	61	Rain Industries Ltd
4	Ramakrishnan R	SVP – Marketing	83,38,208	B.Com, ACA (32)	06/07/1998	58	Indian Oil Corporation Ltd
5	Ramasubrahmaneya Rajha P R	Chairman & Managing Director	36,10,18,067	B.Sc (58)	20/03/1958	80	--
6	Ravishankar N	SVP – Manufacturing	93,35,865	B.Tech (33)	22/08/2005	56	UltraTech Cement Ltd
7	Saikumar M J	VP – HRD	73,98,101	B.Sc, MA (33)	01/02/1990	56	Overseas Sanmar Leasing Limited
8	Selvanayagam K	Secretary	71,33,055	B.Com, ACS (32)	21/10/1993	57	New Era Technologies Pvt Ltd
9	Srinivasan M	President – Manufacturing	1,29,39,453	B.E. (31)	12/05/1995	54	Fuller KCP Ltd
10	Vaithyanathan S	Chief Financial Officer	75,05,502	B.Sc, ACA (26)	20/08/1990	51	Seshasayee Industries Ltd
11	Vilas Teggi	SVP – Mines	82,63,418	B.E, 1 st Class MMCC (33)	27/09/2012	57	My Home Industries Pvt Ltd
12	Santhana Krishnan V	Sr.GM-Works	60,02,224	DME (34)	05/06/1995	53	Tafecon Pvt Ltd
13	Varadarajan N	AVP-IT	62,88,755	BE, MBA, MS (32)	28/08/1995	57	NTPC Ltd
14	Ramalingam S	VP-Manufacturing	62,48,705	DME, B.Sc Engg.(31)	06/06/2005	59	UltraTech Cement Limited
15	Vijayakumar K	AVP-Civil	62,89,278	BE, M-Tech (36)	29/01/2007	60	Gulfar Engg & Construction
16	Chidambaram M	VP-Admin	79,01,830	B.Com, FCA (32)	20/01/2014	59	Chettinad Cement Corpn. Ltd

THE RAMCO CEMENTS LIMITED

- (ii) Employed for a part of the financial year 2015-16 and was in receipt of remuneration, at a rate which, in the aggregate, not less than Rs.5 lakhs per month

No	Name	Designation	Remuneration - Rs.	Qualifications and experience (in years)	Date of commencement of employment	Age	Last employment held before joining the company
1	Madhusudan K	GM-Works	29,02,699	B.E. (24)	05/11/2012	48	JSW Cement Ltd
2	Praveen Kumar T P	AGM-Accts	16,14,852	B.Com, ACA (10)	03/03/2005	35	--
3	Amalraj B	AGM-HRD	24,67,157	B.Com, MA (19)	09/12/1996	42	--
4	Debaprotim Bose	Sr.DGM-Marketing	34,03,691	B.Com, PGDBA (23)	05/05/2010	50	Ambuja Cements Ltd
5	Mallikarjun Reddy T	AGM-Mines	22,35,960	B.E, 1 st Class MMCC (20)	28/06/2006	45	Stevin Rock LLC, UAE
6	Ramakrishnan V	DGM-Admin & Liaison	21,30,468	M.Sc, PGDSM (24)	07/06/2012	53	Adarsh Shipping Group
7	Sekar A	Manager - Markeing	18,06,623	B.Com (35)	14/12/1979	59	--
8	Parthapratim Mukherjee	DGM-Marketing	18,05,855	B.Sc MBA (22)	05/11/2009	49	OCL India Ltd
9	Subramanian R	AGM-Process	6,40,222	B.Sc (35)	10/05/1979	59	--
10	Vishwanathan P	Sr.DGM-Marketing	12,45,930	Plus 2 (36)	07/02/1999	63	Berger Paints India Ltd

NOTES:

- 1 All appointments are contractual.
- 2 None of the employees mentioned above is related to any director of the Company except Shri.P.R.Ramasubrahmaneya Rajha, Chairman & Managing Director who is related to Director, Shri.P.R.Venketrama Raja.
- 3 No employee was in receipt of remuneration in excess of that drawn by Chairman & Managing Director.
- 4 Remuneration includes salary, variable performance pay, allowances, contribution to Provident Fund and Superannuation Fund, taxable value of perks and leave encashment but excludes gratuity.

On behalf of the Board of Directors
For THE RAMCO CEMENTS LIMITED,
P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director

Chennai
20-05-2016



INDEPENDENT AUDITOR'S REPORT

To The Members of The Ramco Cements Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of The Ramco Cements Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit

procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2016, its Profit and its Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 2) As required by section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of the written representations received from the Directors as on 31st March 2016 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) We have enclosed our separate report in "Annexure B" with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

THE RAMCO CEMENTS LIMITED

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The details of the pending litigations and its impact on the financial statements have been disclosed in Note No 30.4 to 30.26 of the 'Disclosures forming part of

Standalone Financial Statements' for the year ended 31 March 2016;

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For M.S.Jagannathan & N.Krishnaswami
Chartered Accountants
Firm Registration No. 001208S
K.Srinivasan
Partner
Membership No. 021510

For CNGSN & Associates LLP
Chartered Accountants
Firm Registration No. 004915S
LLP Registration No. S200036
C.N.Gangadaran
Partner
Membership No. 011205

Chennai
20-05-2016

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended 31st March 2016:

1) Fixed Assets

- 1.1 The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- 1.2 The fixed assets were physically verified during the year by the Management in accordance with the regular programme of verification which, in our opinion, provides for physical verification of all fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed during such verification.
- 1.3 According to the information and explanations given to us, and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

2) Inventory

- 2.1 The management has conducted the physical verification of inventory at reasonable intervals.
- 2.2 The discrepancies noticed on verification between the physical stocks and the book records were properly dealt with in the books of account and were not material.

- 3) The Company has granted loan to a party listed in the Register maintained under section 189 of the Act. The maximum outstanding at any time during the year is ₹ 31.94 Crores

(PY ₹ 7.40 Crores) and the amount outstanding as on 31st March 2016 is ₹ 31.94 Crores (PY ₹ 7.40 Crores).

- 3.1 In our opinion, the terms and conditions on which the loan has been granted to the party listed in the register maintained under Section 189 of the Act are not prejudicial to the interest of the Company.
- 3.2 The payment of the principal and the interest wherever applicable are regular.
- 3.3 There are no overdue amounts in respect of the loan granted to a party listed in the register maintained under section 189 of the Act.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act, in respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) The company is maintaining the accounts and records which have been specified by the Central Government under Section 148(1) of the Act.
- 7) Undisputed and disputed taxes and duties
- 7.1 The Company is regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax,



Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31st March 2016 for a period of more than six months from the date they became payable.

- 7.2 The Disputed statutory dues aggregating to ₹ 641.12 Crores (PY ₹ 592.95 Crores) that have not been deposited on account of matters pending before appropriate authorities are as under.

₹ in Crores

Sl. No	Name of the Statute	Forum where dispute is pending	As on 31-3-2016	As on 31-3-2015
1	Income Tax Act	High Court	0.00	13.21
2	VAT / CST Act	Assessing Authority	4.92	4.47
		Assistant/ Deputy Commissioner, Appeals	0.69	5.15
		Appellate Tribunal	5.46	5.97
		High Court	68.84	77.80
3	Central Excise Act & Cenvat Credit Rules	Assistant/Deputy/ Additional Commissioner	376.27	295.40
		Commissioner, Appeals	0.88	1.03
		Appellate Tribunal	134.51	140.52
		High Court	5.00	4.85
		Supreme Court	15.50	15.50
4	Customs Act	Appellate Tribunal	29.05	29.05
	Total		641.12	592.95

- 8) The Company has not defaulted in repayment of dues to Financial Institutions, Banks, Debenture holders or Government.
- 9) The Company did not raise any money by way of initial public offer or further public offer. The Company has raised term loans from banks and has issued debentures during the year and the proceeds have been applied for the purposes for which they were raised.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.
- 16) In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

For M.S.Jagannathan & N.Krishnaswami
Chartered Accountants
Firm Registration No. 001208S
K.Srinivasan
Partner
Membership No. 021510

For CNGSN & Associates LLP
Chartered Accountants
Firm Registration No. 004915S
LLP Registration No. S200036
C.N.Gangadaran
Partner
Membership No. 011205

Chennai
20-05-2016

“ANNEXURE B” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF THE RAMCO CEMENTS LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of The Ramco Cements Limited (“the Company”) as of 31st March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (“the Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement,

including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, and to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M.S.Jagannathan & N.Krishnaswami
Chartered Accountants
Firm Registration No. 001208S
K.Srinivasan
Partner
Membership No. 021510

Chennai
20-05-2016

For CNGSN & Associates LLP
Chartered Accountants
Firm Registration No. 004915S
LLP Registration No. S200036
C.N.Gangadaran
Partner
Membership No. 011205



STANDALONE BALANCE SHEET AS AT 31ST MARCH 2016

		₹ In Crores	
	Note No.	As at 31-03-2016	As at 31-03-2015
EQUITY & LIABILITIES			
Shareholders' Funds			
Share Capital	3	23.81	23.81
Reserves and Surplus	4	3,068.82	2,621.38
		3,092.63	2,645.19
Non Current Liabilities			
Long Term Borrowings	5	1,058.61	1,710.02
Deferred Tax Liabilities (net)	6	852.07	827.06
Other Long Term Liabilities	7	520.27	381.68
Long Term Provisions	8	17.21	14.23
		2,448.16	2,932.99
Current Liabilities			
Short Term Borrowings	9	701.66	553.61
Trade Payables	10	209.10	229.49
Other Current Liabilities	11	547.06	560.91
Short Term Provisions	12	26.56	79.41
		1,484.38	1,423.42
Total		7,025.17	7,001.60
ASSETS			
Non-Current Assets			
Fixed Assets	13		
Tangible Assets		4,825.38	4,776.60
Intangible Assets		79.52	98.92
Capital Work in Progress		138.31	257.52
Intangible Assets Under Development		8.53	5.14
Non Current Investments	14	365.37	355.83
Long term Loans and Advances	15	302.36	389.23
Other Non Current Assets	16	3.64	2.06
		5,723.11	5,885.30
Current Assets			
Inventories	17	549.02	520.58
Trade Receivables	18	468.48	380.22
Cash and Bank Balances	19	90.77	61.85
Short Term Loans and Advances	20	192.11	149.09
Other Current Assets	21	1.68	4.56
		1,302.06	1,116.30
Total		7,025.17	7,001.60
Significant Accounting Policies	2		
<i>See accompanying notes to the financial statements</i>			

As per our report annexed

For M.S.JAGANNATHAN &
N.KRISHNASWAMI
Chartered Accountants
Firm Registration No. 001208S
K.SRINIVASAN
Partner
Membership No. 021510

For CNGSN & ASSOCIATES LLP
Chartered Accountants
Firm Registration No. 004915S
LLP Registration No. S200036
C.N.GANGADARAN
Partner
Membership No. 011205

P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director
A.V.DHARMAKRISHNAN
Chief Executive Officer
S.VAITHIYANATHAN
Chief Financial Officer
K.SELVANAYAGAM
Secretary

P.R.VENKETRAMA RAJA
R.S.AGARWAL
M.B.N. RAO
M.M.VENKATACHALAM
Smt. Justice CHITRA VENKATARAMAN (Retd.)
Directors

Chennai
20-05-2016

THE RAMCO CEMENTS LIMITED

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2016

		₹ In Crores	
	Note No.	2015-16	2014-15
REVENUE			
Revenue from Operations	22	3,595.75	3,644.89
Other Income	23	91.34	86.88
Total Revenue		3,687.09	3,731.77
EXPENSES			
Cost of Materials Consumed	24	584.34	677.33
Changes in Inventories of Finished Goods and Work-in-progress	25	9.94	3.21
Employee Benefits Expense	26	259.23	228.68
Finance Costs	27	180.23	193.81
Depreciation and Amortization Expense	28	267.04	249.88
Other Expenses	29	1,683.27	2,022.43
Total Expenses		2,984.05	3,375.34
Profit Before Tax		703.04	356.43
Tax Expenses			
Current Tax		149.76	74.91
Excess tax provision related to earlier years written back		(23.84)	—
MAT Credit Recognition for Current year		(19.26)	(59.86)
MAT Credit Recognition for Previous year		—	(6.28)
Net Current tax expenses		106.66	8.77
Deferred Tax		38.12	105.31
Total Tax Expenses		144.78	114.08
Profit for the year		558.26	242.35
Earnings Per equity share of face value of ₹1 each	47		
Basic and Diluted in ₹		23	10
Significant Accounting Policies	2		
<i>See accompanying notes to the financial statements</i>			

As per our report annexed

For M.S.JAGANNATHAN &
N.KRISHNASWAMI
Chartered Accountants
Firm Registration No. 001208S
K.SRINIVASAN
Partner
Membership No. 021510

For CNGSN & ASSOCIATES LLP
Chartered Accountants
Firm Registration No. 004915S
LLP Registration No. S200036
C.N.GANGADARAN
Partner
Membership No. 011205

P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director
A.V.DHARMAKRISHNAN
Chief Executive Officer
S.VAITHIYANATHAN
Chief Financial Officer
K.SELVANAYAGAM
Secretary

P.R.VENKETRAMA RAJA
R.S.AGARWAL
M.B.N. RAO
M.M.VENKATACHALAM
Smt. Justice CHITRA VENKATARAMAN (Retd.)
Directors

Chennai
20-05-2016



STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016

₹ In Crores

	2015-16	2014-15
Cash Flow from Operating Activities		
Profit Before Tax	703.04	356.43
<i>Adjustments to reconcile profit before tax to net cash flows:</i>		
Depreciation	267.04	249.88
Amortisation of Intangible Assets	20.03	22.44
Loss / (Profit) on sale of assets <i>(Including Investment Property)</i>	0.38	(0.25)
Bad Debts written off	0.28	0.65
Profit on Sale of Equity Shares	(17.53)	—
Impairment Loss on assets	0.50	1.60
Dividend Received & Re-invested	(0.02)	(0.03)
Provision for Leave Encashment	2.76	2.20
Provision for Mines Restoration Expenditure	1.49	—
Premium on Forward Contract amortized	1.64	2.09
Interest & Dividend received	(10.31)	(6.93)
Rent Receipt	(7.59)	(7.55)
Interest Expense	174.87	191.65
Provision for diminution in carrying amount of Investments	0.03	(0.03)
Exchange Difference on Forex Transactions	3.72	0.07
Operating Profit before Working Capital changes	1,140.33	812.22
<i>Movements in Working capital:</i>		
Trade and other receivables	(2.49)	31.97
Earmarked Balances with Banks	(2.44)	0.00
Inventories	(28.44)	164.95
Trade payables and other liabilities	100.01	15.63
Cash generated from Operations	1,206.97	1,024.77
Direct Taxes paid	(144.20)	(68.68)
Net Cash generated from Operating Activities	1,062.77	956.09
	A	
Cash Flow from Investing Activities		
Purchase of Fixed Assets and Investment Properties <i>(Including Capital work-in-progress and Capital Advances)</i>	(249.99)	(442.18)
Proceeds from Sale of Fixed Assets <i>(Including Investment Property)</i>	0.95	3.63
Interest & Dividend received	11.05	7.27
Loans & Advances given to Subsidiary Company	(24.54)	(7.40)
Investment in Equity Shares <i>(Include Investment in Associate of ₹ 5.38 Crores; PY: ₹ 51.15 Crores)</i>	(5.57)	(51.15)
Rent Received	7.59	7.55
Proceeds from Sale of Equity Shares	25.36	0.70
Net Cash used in Investing Activities	(235.15)	(481.58)
	B	

THE RAMCO CEMENTS LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016 (Contd.)

₹ In Crores

		2015-16	2014-15
Cash Flow from Financing Activities			
Proceeds from Long Term Borrowings		968.60	676.50
Repayment of Long Term Borrowings		(1,626.67)	(704.77)
Proceeds from / (Repayment of) Short Term Borrowings (net)		148.05	(170.08)
Payment of Dividend and Dividend Distribution Tax		(129.07)	(27.88)
Interest paid		(162.05)	(231.04)
Net Cash used in Financing Activities	C	(801.14)	(457.27)
Net Increase / (Decrease) in Cash and Cash equivalents	(A+B+C)	26.48	17.24
Opening balance of Cash and Cash equivalents	D	57.34	40.10
Closing balance of Cash and Cash equivalents	E	83.82	57.34
Earmarked Balances with Banks (i)	F	6.95	4.51
Closing Cash and Bank Balances	(E+F)	90.77	61.85

Notes:

- (i) These balances are not available for use by the Company as they represent Unclaimed dividend / Disputed Dividend liabilities and amount held towards security to various Government Departments.
- (ii) The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (AS) 3 on Cash Flow Statement.

See accompanying notes to the financial statements

As per our report annexed

For M.S.JAGANNATHAN &
N.KRISHNASWAMI
Chartered Accountants
Firm Registration No. 001208S
K.SRINIVASAN
Partner
Membership No. 021510

For CNGSN & ASSOCIATES LLP
Chartered Accountants
Firm Registration No. 004915S
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P.R.VENKETRAMA RAJA
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M.B.N. RAO
M.M.VENKATACHALAM
Smt. Justice CHITRA VENKATARAMAN (Retd.)
Directors

Chennai
20-05-2016



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

1. Corporate Information

The Ramco Cements Limited is a Public Limited Company domiciled and headquartered in India and incorporated under the provisions of Companies Act. Its shares are listed in BSE Limited, and National Stock Exchange of India Limited. The Company is engaged in manufacture of Cement, Ready-mix concrete and Dry Mortar products. The Company caters mainly to the domestic markets. The Company is also engaged in sale of surplus electricity generated from its windmills and thermal power plants after meeting its captive requirements.

2. Significant Accounting Policies

2.1 Basis of Preparation and Presentation of Financial Statements

2.1.1. The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles in India and in compliance of the Accounting Standards specified under Section 133 of the Companies Act, 2013 read together with Rule 7 of the Companies (Accounts) Rules, 2014.

2.1.2 The accounting policies that are adopted in preparation of the financial statements are consistently followed by the Company as in the previous year except for change in the accounting policies as below:

The Company was previously depreciating its tangible assets based on useful life prescribed by the schedule II of the Companies Act, 2013. With effect from 01-04-2015, it became mandatory that the computation of depreciation has to be done based on useful life of significant components that are materially different from the remaining components of those assets. Accordingly, the useful life and the value of such components of tangible asset have been determined based on technical advice.

As per the transitional provisions of Schedule II of the Companies Act, 2013 the Company opted to adjust the carrying amount of the components of asset as on 01-04-2015 in the Retained earnings, where the remaining useful life of components of such assets is Nil after retaining the residual value of 5%, net of applicable adjustment of deferred taxes.

The Company used to charge off the mines restoration expenses to the Statement of Profit and Loss in the year in which such expenditure is incurred. From this year onwards, the Company provides for the estimated expenses that are required to restore the mines. The estimated restoration expenses are originally assessed based on the total available minerals and provision is created based on the quantity of minerals mined during the year. Mines restoration expenses are incurred on an

on-going basis until the closure of mines. The total estimate of restoration expenses is reviewed periodically, on the basis of technical estimates. However, the actual expenses may vary based on the nature of restoration.

2.1.3 The financial statements are presented in Indian Rupees rounded to the nearest crores with two decimals. The amount below the round off norm adopted by the Company is denoted as ₹ 0.00 crores.

2.1.4 The Company generally follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis.

2.1.5 The Company has considered its operating cycle as 12 months for the purpose of Current or Non-current classification of assets and liabilities.

2.1.6 The previous year figures are regrouped / restated wherever necessary.

2.2 Use of Estimates

2.2.1 The preparation of financial statements in accordance with the generally accepted accounting principles requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period.

Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates in the future periods.

2.2.2 Estimates and underlying assumptions are reviewed on an on-going basis. Any revision to accounting estimates is recognised prospectively in the current and future periods.

2.3 Inventories

2.3.1 Raw-materials, Components, Stores & Spares, Fuel, Packing materials etc., are valued at cost, computed on a moving weighted average basis including the cost incurred in bringing the inventories to their present location and condition after providing for obsolescence and other losses or net realisable value whichever is lower. However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost.

2.3.2 Process stock is valued at weighted average cost including the cost of conversion with systematic allocation of production and administration overheads or net realisable value whichever is lower.

2.3.3 Finished goods are valued at cost or net realisable value whichever is lower. Cost includes cost of conversion and other costs incurred in bringing the inventory to their present location and condition including excise duty.

THE RAMCO CEMENTS LIMITED

- 2.3.4 Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale.

2.4 Cash Flow Statement

- 2.4.1 Cash flows are presented using indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.
- 2.4.2 Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances, highly liquid investments that are readily convertible into cash.

2.5 Depreciation & Amortisation

- 2.5.1 Depreciation is the systematic allocation of the depreciable amount of an asset over its useful life. The depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less 5% being its residual value, except for process control systems whose residual value is considered as Nil.
- 2.5.2 Freehold lands are not depreciated. Leasehold lands are amortised on straight-line basis over lease period and are included in "Depreciation & Amortisation".
- 2.5.3 Depreciation is provided on straight-line method based on useful life of significant components of certain class of tangible assets viz., plant, property and equipments based on technical advice.
- 2.5.4 The Company believes the useful lives of the significant components of certain class of tangible assets on best estimate basis upon technical advice, which is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013, as below:

Significant Components forming part of	Useful life of such components ranging from
Buildings	3 to 60 years
Plant and equipments - Cement	2 to 60 years
Thermal power plants	5 to 60 years
Windmills	5 to 30 years
Workshop and Quarry equipments	8 to 25 years
Plant and equipments - Ready mix concrete	10 to 25 years
Plant and equipments - Dry mortar products	5 to 25 years

- 2.5.5 The Company does not consider it appropriate to componentise certain class of tangible assets viz., Furniture & Fixtures, Office Equipment and Vehicles as these assets are generally replaced in entirety. For these classes of

assets, the useful life prescribed in Schedule II to the Companies Act, 2013 have been adopted.

- 2.5.6 Depreciation for tangible assets on additions is calculated on pro-rata basis from the date of such additions. For deletion/disposals, the depreciation is calculated on pro-rata basis up to the date on which such assets have been discarded / sold.
- 2.5.7 Intangible Assets are amortised over their estimated useful life on straight line method. The estimated useful lives of intangible assets and its accounting classification are given below:

Nature of Intangible assets	Estimated useful life
Mining rights	Over the period of mining lease
Mine Development	5 years
Computer software	6 years
Power transmission system	5 years

Amortisation of Intangible assets	Accounting classification
Mining rights	Depreciation & Amortisation
Mine Development	Cost of materials consumed
Computer software	Depreciation & Amortisation
Power transmission system - Sale of power - Purchase of power	- Profit on Sale of Power from TPP - Power & Fuel

- 2.5.8 The estimated useful life of the both tangible and intangible assets is reviewed each financial year to reflect the changed pattern, if any.

2.6 Revenue Recognition

- 2.6.1 Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.
- 2.6.2 Revenue from operations:
- Sale of products is recognised when the significant risks and rewards of ownership of the goods have been passed to the buyer. It excludes Excise duty, Education Cess, Secondary and Higher education cess, VAT / CST, trade discounts, rebates and returns.
 - Industrial Promotion Assistance (IPA) is recognised when the Company's right to receive the same is established with reasonable certainty.
 - Power generated from Windmills:

Power generated from windmills that are covered under power purchase agreement with TANGEDCO are sold to State Electricity Boards at the rate fixed by respective State Electricity Regulatory Commissions



and the income is included in Value of power generated from windmills.

Power generated from windmills that are covered under wheeling & banking arrangement with TANGEDCO, KPTCL & BESCOM are consumed at factories. The monetary values of such power generated that are captively consumed are not recognised as revenue because it is inter-divisional transfer.

2.6.3 Other income:

- a. Interest income, Rental income are recognised on time proportion basis.
- b. Dividend income is recognised when the Company's right to receive dividend is established.
- c. Scrap sales does not include Excise duty, Education Cess, Secondary and Higher Education Cess, VAT / CST.
- d. Profit on sale of Power from TPP, arising out of sale of surplus electricity generated from its thermal power plants after meeting its captive requirements, is recognised net off expenses attributable to it.
- e. Sale of carbon credits are recognised upon execution of firm sale contract for the eligible credits.

2.7 Tangible Fixed Assets

- 2.7.1. Tangible Fixed Assets are stated at cost of acquisition or construction (net of CENVAT / VAT wherever applicable) less accumulated depreciation / amortisation and impairment losses if any, except freehold land which is carried at cost. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Machinery spares that are purchased alongwith the original equipments, machineries which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised at cost.

Pursuant to Schedule II of the Companies Act, 2013 the Company has componentized all the tangible fixed assets except Furniture & Fixtures, Office Equipments and Vehicles. The cost of replacement of significant components are capitalised and the carrying amount of replaced components are de-recognised.

Other expenses on fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts that are not significant, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

- 2.7.2 The cost of land acquired under lease securing right to use of land for a term in connection with installation of plants is capitalised.

- 2.7.3 Fixed assets acquired in full or part exchange for another asset are recorded at the fair market value or the net book value of the asset given up, adjusted for any balancing cash transaction. Fair market value is determined either for the assets acquired or asset given up, whichever is more clearly evident.

- 2.7.4 Fixed assets are eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. When gains or losses arise from disposal of fixed assets, the difference between the net disposal proceeds and the carrying amount of such assets, are recognised in the Statement of Profit and Loss.

- 2.7.5 Projects under which tangible fixed assets are not yet ready for their intended use are carried at cost, including related expenses and attributable interest are recognised as capital work-in-progress.

2.8 Foreign currency transactions

- 2.8.1 All transactions in foreign currency are recorded on initial recognition at the exchange rates prevailing on that date.

- 2.8.2 Monetary assets and liabilities in foreign currencies outstanding at the year end are translated at the rates prevailing on Balance Sheet date and the resultant gains or losses are recognised during the year.

- 2.8.3 In respect of forward exchange contracts to hedge currency risks, the difference between the forward rate and the exchange rate at the inception of a forward exchange contract is recognised as income or expense amortized over the life of the contract. Any profit or loss arising on cancellation or renewal of such forward exchange contract is recognised as income or expense in the period in which such cancellation or renewal is made.

- 2.8.4 The Exchange differences arising on forward exchange contracts as on Balance Sheet date are recognised as income or expenses along with the exchange differences of the underlying assets and liabilities.

2.9 Government Grants

- 2.9.1 Revenue related grants are recognised upon fulfilment of conditions attached thereto on accrual basis, wherever there is reasonable certainty and are disclosed under other operating revenue. Receivables of such grants are shown under Loans and Advances.

- 2.9.2 Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same. Receivables of such benefits are shown under Loans and Advances.

- 2.9.3 Capital grant not related to specific fixed assets are accounted as "Capital Subsidy" under Reserves and Surplus upon fulfilment of conditions attached thereto.

THE RAMCO CEMENTS LIMITED

2.10 Investments

- 2.10.1 All investments being non-current and non-trade are valued at cost. Costs of investments include acquisition charges such as brokerage, fees and duties.
- 2.10.2 The carrying amount of long term investments is determined on an individual investment basis.
- 2.10.3 As at the Balance Sheet date, provision for diminution is made to recognise the decline other than temporary, in the value of investments. The reduction in carrying amount is charged to Statement of Profit and Loss. This reduction amount is reversed when there is a rise in the value of investment.
- 2.10.4 On disposal of an investment, the difference between the carrying amount and the net disposal proceeds is recognised in the Statement of Profit and Loss under "Other income".

2.11 Investment Properties

- 2.11.1 An investment in land or buildings, which are not intended to be occupied substantially for use by, or in the operations of the Company, are classified as investment properties.
- 2.11.2 Investment properties are stated at cost, net of accumulated depreciation and impairment loss, if any.
- 2.11.3 Depreciation on buildings under investment properties are calculated on straight-line method based on useful life of the significant components of such assets.
- 2.11.4 Gains or losses arising from disposal of investment properties, measured as the difference between the net disposal proceeds and the carrying amount of such investment properties, are recognised in the Statement of Profit and Loss.

2.12 Employee Benefits

- 2.12.1 Short-term employee benefits viz., Salaries and Wages are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.
- 2.12.2 Defined Contribution plan viz., Contributions to Provident Fund and Superannuation Fund are recognized as an expense in the Statement of Profit and Loss for the year in which the employees have rendered services.
- 2.12.3 The Company contributes monthly to Employees' Provident Fund & Employees' Pension Fund administered by the Employees' Provident Fund Organisation, Government of India, at 12% of employee's basic salary.
- 2.12.4 The Company also contributes for superannuation a sum equivalent to 15% of the officer's eligible annual basic salary. Out of the said 15% contribution, a sum upto

₹ 1 Lac per annum is remitted to The Ramco Cements Limited Officer's Superannuation Fund administered by trustees and managed by LIC of India. The balance amount, if any, is either remitted to National Pension System (NPS) subject to applicable ceiling or paid as salary at the option of employees. There are no other obligations other than the above defined contribution plans.

- 2.12.5 The Company has its own Defined Benefit plan viz., an approved Gratuity Fund. It is in the form of lump sum payments to vested employees on resignation, retirement, death while in employment or on termination of employment, of an amount equivalent to 15 day's basic salary for each completed year of service. Vesting occurs upon completion of five years of continuous service. The Company makes annual contributions to "The Ramco Cements Limited Employees' Gratuity Fund" administered by trustees and managed by LIC of India, including for its employees in subsidiary Company, based on the Actuarial Valuation by an independent external actuary as at the Balance Sheet date using the projected unit credit method.
- 2.12.6 The Company has a policy of providing encashment of un-availed leave to its employees. The expense is recognized at the present value of the amount payable determined based on an independent external actuarial valuation as at the Balance Sheet date, using projected unit credit method.
- 2.12.7 Actuarial gains and losses, if any, in respect of Defined Benefit plans are charged to Statement of Profit and Loss.

2.13 Borrowing Costs

- 2.13.1 Borrowing cost include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss.
- 2.13.2 Borrowing costs directly attributable to the acquisition and construction of an asset which takes substantial period of time to get ready for its intended use are capitalised as a part of the cost of those assets, until such time the asset is substantially ready for its intended use.

2.14 Segment Reporting

- 2.14.1 The Company prepares its segment information in conformity with accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.
- 2.14.2 The Company identifies business segment as the primary segment. Under the primary segment, there are two reportable segments viz., Cement and Power generation from Windmills.



2.14.3 Segments were identified considering the nature of the products, the differing risks and returns. The inter-segment transfers of units of power from windmills are recognised at the applicable tariff rates of the electricity boards for the purpose of segment reporting as per the relevant accounting standard.

2.14.4 The Company caters mainly to the needs of the domestic market and thus there are no reportable geographical segments.

2.14.5 Costs are allocated to the respective segment based upon the actual incidence of respective cost. Unallocated items include general corporate income and expenses which are not allocated to any business segment.

2.15 Leases

2.15.1 Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vests with the Lessor are recognised as operating lease.

2.15.2 Operating lease receipts and payments are recognised in the Statement of Profit and Loss on accrual basis as per the lease terms.

2.16 Earnings Per Share

Net profit after tax attributable to equity shareholders is divided by the weighted average number of equity shares including unallotted bonus shares outstanding during the year.

2.17 Income-tax

2.17.1 Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income tax Act, 1961 and other applicable tax laws.

2.17.2 Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future tax liability is recognised as an asset to the extent there is convincing evidence that the Company will pay normal Income tax and it is highly probable that future economic benefits associated with it will flow to the Company during the specified period. The said asset is recognised as "MAT Credit Entitlement" and the same is created by way of credit to the Statement of Profit and Loss and shown as "MAT Credit Recognition". The Company reviews the "MAT Credit Entitlement" at each Balance Sheet date and writes down the carrying amount of the same to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income tax during the specified period.

2.17.3 Current tax assets and liabilities are offset since the Company has legally enforceable right to set off the recognised amounts and intends to settle the asset and the liability on a net basis.

2.17.4 Deferred tax is recognised on timing difference between taxable income and the accounting income that originates in one period and is capable of reversal in one or more subsequent periods. It is recognised based on the accumulated timing difference using the tax rates and the tax laws enacted or substantially enacted as on reporting date.

2.17.5 The deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is un-absorbed depreciation or carry forward losses under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. This is reviewed for realisability at each Balance Sheet date.

2.17.6 Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by same governing tax laws and the Company has legally enforceable right for such set off.

2.17.7 Deferred tax on items directly recognised in reserves is also recognised in reserves and not in the Statement of Profit and Loss.

2.18 Intangible Assets

2.18.1 The cost incurred in connection with securing right to extract mineral reserves and development of mines are capitalised.

2.18.2 The costs of computer software acquired and its subsequent improvements are capitalised. Internally generated software is not capitalized and the expenditure is recognized in the Statement of Profit and Loss in the year in which the expenditure is incurred.

2.18.3 The cost incurred for establishing power transmission system for sale of power from Company's captive thermal power plants to State grid are capitalized as the Company is expected to yield future economic benefits for its unrestricted usage.

2.18.4 The cost incurred for establishing power transmission system for drawl of power from State grid to the Company's grinding unit is capitalised as the Company is expected to yield future economic benefits for its unrestricted usage.

2.18.5 The intangible assets that are not yet ready for their intended use are carried at cost including related expenses and attributable interest are recognised as Intangible assets under development.

2.19 Impairment of Assets

- 2.19.1 The carrying values of tangible assets, cash generating units and intangible assets at each Balance Sheet date are reviewed for impairment if any indication of impairment based on internal and external factors.
- 2.19.2 Tangible Asset is treated as impaired when the carrying amount of the asset exceeds its recoverable value. The intangible assets are treated as impaired when the asset is not available for use and no future economic benefits are expected from its use. After recognition of impairment loss, the depreciation for the fixed assets is provided for remaining useful life based on the revised carrying amount, less its residual value if any, on straight line basis.
- 2.19.3 An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired.
- 2.19.4 An impairment loss is reversed when there is an indication that the impairment loss may no longer exist or may have decreased.

2.20 Mines Restoration Expenditure

- 2.20.1 The Company provides for the estimated expenses that are required to restore mines. The estimated restoration expenses are determined based on the estimated mineral reserves available. The actual expenses may vary based on the nature of restoration and estimate of restoration expenses.
- 2.20.2 Mines restoration expenses are incurred on an on-going basis until the closure of mines. The total estimate of restoration expenses is reviewed periodically, on the basis of technical estimates. The provision for this expenses are included under "Cost materials consumed" to the extent such mineral reserves were used in the production.

2.21 Provisions, Contingent Liabilities and Contingent Assets

- 2.21.1 Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources embodying economic benefits in respect of which a reliable estimate can be made. Such provisions are not discounted to their present value except relating to retirement benefits. These provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.
- 2.21.2 Insurance claims are accounted on the basis of claims admitted or expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.
- 2.21.3 Contingent liability is a possible obligation that may arise from past events and its existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the same are not recognised but disclosed its existence in the financial statements. Contingent Assets are neither recognised nor disclosed.

2.22 Research & Development Expenditure

Expenditure on Research & Development of revenue nature incurred by the Company is charged to Statement of Profit & Loss under the respective revenue heads, while those of capital nature are treated as fixed assets, under the respective asset heads and depreciated in accordance with the policies stated for Tangible Fixed Assets.



NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

₹ In Crores

	As at 31-03-2016	As at 31-03-2015
NOTE 3		
SHARE CAPITAL		
Authorised		
25,00,00,000 Equity Shares of ₹ 1/- each (PY: 25,00,00,000 Equity Shares of ₹ 1/- each)	25.00	25.00
Issued, Subscribed and Fully paid-up		
23,80,76,780 Equity Shares of ₹ 1/- each (PY: 23,80,76,780 Equity Shares of ₹ 1/- each)	23.81	23.81

Note:

2,33,600 bonus shares of ₹ 1/- each (PY: 2,33,600 bonus shares of ₹ 1/- each) remain unallotted pending completion of required formalities.

(i) Reconciliation of the number of shares outstanding

Number of equity shares outstanding at the beginning of the year	23,80,76,780	23,79,69,380
Issue of Equity Shares	—	—
Bonus Issue allotted during the year	—	1,07,400
Equity shares bought back during the year	—	—
Number of Equity shares outstanding at the end of the year	23,80,76,780	23,80,76,780

(ii) Term/Rights/Restrictions attached to Equity Shares

The Company has one class of equity shares having a face value of ₹ 1/- each. Each shareholder is eligible for one vote per share held. The Company declares and pays dividend in Indian Rupees. In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of Shareholders holding more than 5 percent in the Company

	No. of Shares	% of holding	No. of Shares	% of holding
Ramco Industries Limited	4,93,12,420	20.71	4,93,12,420	20.71
Rajapalayam Mills Limited	3,29,05,000	13.82	3,29,05,000	13.82

(iv) Aggregate number of equity shares of ₹1 each allotted as fully paid up by way of Bonus Shares during the period of five years immediately preceeding the reporting date

1,07,400	1,07,400
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THE RAMCO CEMENTS LIMITED

NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

	As at 31-03-2016	As at 31-03-2015
NOTE 4		
RESERVES AND SURPLUS		
Capital Redemption Reserve		
Balance as per the last financial statement	1.38	1.38
Debenture Redemption Reserve		
Balance as per the last financial statement	—	—
Add: Amount transferred from Surplus balance in the Statement of Profit & Loss	125.00	—
Closing Balance	125.00	—
Other Reserves		
Capital Subsidy		
Balance as per the last financial statement	1.50	1.50
General Reserve		
Balance as per last financial statement	2,518.50	2,355.40
Less : Unallotted Bonus Shares Allotted during the year	—	0.01
Add : Amount transferred from Surplus balance in the Statement of Profit and Loss	322.44	163.11
Closing Balance	2,840.94	2,518.50
Surplus in the Statement of Profit and Loss		
Balance as per last financial statement	100.00	100.00
Less: Depreciation on transition to Schedule II of the Companies Act, 2013 on fixed assets net of deferred tax of ₹ 13.12 Crores (PY: ₹ 15.62 Crores)	24.77	36.22
Add : Profit for the year	558.26	242.35
Balance available for Appropriations	633.49	306.13
Less: Appropriations		
Interim Dividend (CY: ₹ 3 per share; PY: Nil)	71.49	—
Tax on Interim Dividend	14.56	—
Proposed Equity Dividend (CY: Nil; PY: ₹ 1.50 per share)	—	35.75
Tax on proposed Equity Dividend	—	7.27
Transfer to Debenture Redemption Reserve	125.00	—
Transfer to General reserve	322.44	163.11
Total Appropriations	533.49	206.13
Net Surplus in the Statement of Profit and Loss	100.00	100.00
Total	3,068.82	2,621.38



NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

₹ In Crores

	As at 31-03-2016	As at 31-03-2015
NOTE 5		
LONG TERM BORROWINGS		
Secured		
Redeemable Non Convertible Debentures (NCDs) at par		
8.55% Non Convertible Debentures	100.00	—
8.70% Non Convertible Debentures	100.00	—
Term Loans from Banks	367.45	1200.51
Soft Loan from Government	129.37	110.77
Sub Total	696.82	1311.28
Unsecured		
Interest free Deferred Sales tax liability	361.79	398.74
Sub Total	361.79	398.74
Total	1,058.61	1,710.02

Nature of Security:

- (a) *Redeemable Non Convertible Debentures at par*
- (i) *Pari passu first charge, by way of hypothecation, on the movable fixed assets of the company, both present and future.*
- (ii) *Pari passu first charge, by way of mortgage, on the immovable properties, both present and future, pertaining to cement plant at Alathiyur, Tamil Nadu.*
- (b) *Term Loans from Banks*
- (i) *Pari passu first charge, by way of hypothecation, on the movable fixed assets of the company, both present and future.*
- (ii) *Pari passu first charge, by way of mortgage, on the immovable properties, both present and future, pertaining to company's cement plants.*
- (c) *Soft Loan from Government*
- Pari passu first charge, by way of hypothecation on the movable fixed assets and mortgage on the immovable properties pertaining to Cement unit located in Ariyalur, Expansion at Ramasamy Raja Nagar Plant, Grinding units at Chengalpattu and Salem.*
- (d) *Interest Rates / Repayment Terms*
- Interest Rates and Repayment terms for the above loans are furnished in Disclosures forming part of the Financial Statements under Note 32*

NOTE 6

DEFERRED TAX LIABILITIES (NET)

Deferred Tax Liability

Tax Impact on difference between Book depreciation and depreciation under the Income Tax Act, 1961

Tax Impact of amortization of Intangible assets

	862.07	834.71
	1.49	2.38
	863.56	837.09
Deferred Tax Asset		
Tax effect of Provision for leave encashment	(7.43)	(6.48)
Tax effect of Provision for bad and doubtful debts	(3.55)	(3.55)
Others	(0.51)	—
	(11.49)	(10.03)
Total	852.07	827.06

THE RAMCO CEMENTS LIMITED

NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

	As at 31-03-2016	As at 31-03-2015
NOTE 7		
OTHER LONG TERM LIABILITIES		
Trade payables	5.55	4.17
Payables for Capital goods	6.49	8.55
Security deposits by		
- Related parties (Note 38)	0.60	0.60
- Customers	504.35	366.19
- Service providers	3.28	2.17
Total	520.27	381.68
NOTE 8		
LONG TERM PROVISIONS		
Provision for Leave encashment	15.72	14.23
Provision for Mines Restoration expenditure (Note 35)	1.49	—
Total	17.21	14.23
NOTE 9		
SHORT TERM BORROWINGS		
Secured		
Loan from Banks	10.00	75.00
Buyers' Credit in foreign currency	18.52	38.13
Cash credit	346.35	204.68
Sub Total – Secured (#)	374.87	317.81
Unsecured		
Loans and advances from Director (Note 33)	4.81	0.33
Other Loans and Advances		
Loan from Banks	321.98	—
Buyers' Credit in foreign currency	—	26.88
Commercial Papers	—	208.59
Sub Total Unsecured	326.79	235.80
Total	701.66	553.61
Nature of Security:		
<i>(#) Pari passu first charge, by way of hypothecation, on the current assets of the company, present and future.</i>		
NOTE 10		
TRADE PAYABLES		
Payables to Related parties	1.41	—
Others	207.69	229.49
Total	209.10	229.49

Note: There are no dues to Micro and Small Enterprises as on 31-03-2016 (PY: Nil). This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent of such parties have been identified on the basis of information available with the company.



NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

	As at 31-03-2016	₹ In Crores As at 31-03-2015
NOTE 11		
OTHER CURRENT LIABILITIES		
Current Maturities of Long Term Borrowings (a)	445.32	448.26
Interest accrued but not due on Borrowings	16.58	3.76
Premium payable on Forward contract	0.61	2.07
Unclaimed dividends (b)	4.01	3.75
Disputed Dividend (c)	1.36	1.04
Unclaimed Matured Fixed Deposits (b)	0.02	0.07
Advances from Customers	17.04	15.50
Payables for Capital Goods		
- Related parties	—	0.22
- Others	10.93	36.25
Statutory liabilities payable	50.10	48.84
Other payables	1.09	1.15
Total	547.06	560.91

Notes:

(a) Current maturities of Long term Borrowings comprises of:

8.55% Non-convertible Debentures redeemable at par on 24-03-2017	100.00	—
8.70% Non-convertible Debentures redeemable at par on 22-02-2017	100.00	—
8.55% Non-convertible Debentures redeemable at par on 30-01-2017	100.00	—
Term Loan from Banks	103.15	409.29
Interest free Deferred Sales tax liability	42.17	38.97
Total	445.32	448.26

The details with regard to nature of security are furnished in Note 5a, 5b and 5c

(b) Unclaimed Dividend / Fixed deposits represent amount not due for transfer to Investor Education and Protection Fund.

(c) Disputed Dividend represent amounts claimed by the dividend warrant holders, which are subject matter of pending legal disputes

NOTE 12

SHORT TERM PROVISIONS

Provision for Leave encashment	5.76	4.49
Provision for Taxation	20.80	31.90
Proposed Dividend (including Dividend Distribution Tax)	—	43.02
Total	26.56	79.41

Note: Provision for taxation is after netting of Advance Tax paid / TDS for ₹ 144.20 Crores (PY: ₹ 68.68 Crores)

THE RAMCO CEMENTS LIMITED

NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

NOTE 13 – TANGIBLE ASSETS

₹ In Crores

Particulars	Year	Gross Block				Depreciation				Impairment				Net Block
		As at the beginning of the year	Additions	Deductions	As at the end of the year	As at the beginning of the year	For the year	Deductions	As at the end of the year	As at the beginning of the year	Impairment Loss for the year	Deductions	As at the end of the year	As at the end of the year
Own assets														
Land	2015-16	429.50	21.32	2.76	448.06	-	-	-	-	-	-	-	-	448.06
	2014-15	397.19	34.81	2.50	429.50	-	-	-	-	-	-	-	-	429.50
Buildings	2015-16	664.29	69.03	-	733.32	127.58	35.17	-	162.75	-	-	-	-	570.57
	2014-15	505.02	165.04	5.77	664.29	64.85	64.06	1.33	127.58	-	0.04	0.04	-	536.71
Plant & Equipments	2015-16	5,621.81	200.74	6.51	5,816.04	1,944.06	233.07	3.20	2,173.93	1.27	0.42	0.42	1.27	3,640.84
	2014-15	5,316.23	336.91	31.33	5,621.81	1,793.90	176.43	26.27	1,944.06	-	1.38	0.11	1.27	3,676.48
Railway Siding	2015-16	68.89	45.70	-	114.59	25.51	4.77	-	30.28	-	-	-	-	84.31
	2014-15	67.86	1.03	-	68.89	20.51	5.00	-	25.51	-	-	-	-	43.38
Workshop, Quarry Equipments etc.	2015-16	46.63	0.98	0.96	46.65	30.43	3.93	0.91	33.45	-	-	-	-	13.20
	2014-15	47.13	0.09	0.59	46.63	26.42	4.48	0.47	30.43	-	-	-	-	16.20
Research & Development Equipments	2015-16	70.85	0.92	8.02	63.75	54.87	2.39	7.62	49.64	-	0.04	0.04	-	14.11
	2014-15	70.85	-	-	70.85	51.18	3.69	-	54.87	-	-	-	-	15.98
Furniture & Fixtures	2015-16	39.72	6.33	7.20	38.85	14.76	3.37	2.03	16.10	-	-	-	-	22.75
	2014-15	34.94	6.51	1.73	39.72	11.70	4.53	1.47	14.76	-	0.04	0.04	-	24.96
Office Equipments	2015-16	44.37	3.76	2.27	45.86	25.95	5.65	1.18	30.42	-	0.04	0.04	-	15.44
	2014-15	41.43	6.38	3.44	44.37	19.46	9.72	3.23	25.95	-	0.12	0.12	-	18.42
Vehicles	2015-16	21.71	4.35	1.40	24.66	10.63	2.47	0.79	12.31	-	-	-	-	12.35
	2014-15	22.30	0.85	1.44	21.71	8.70	2.80	0.87	10.63	-	0.01	0.01	-	11.08
Aircraft	2015-16	-	-	-	-	-	-	-	-	-	-	-	-	-
	2014-15	3.61	-	3.61	-	0.67	0.16	0.83	-	-	-	-	-	-
Leased assets														
Land	2015-16	4.69	-	-	4.69	0.80	0.14	-	0.94	-	-	-	-	3.75
	2014-15	4.75	-	0.06	4.69	0.66	0.14	-	0.80	-	-	-	-	3.89
Total – Tangible Assets	2015-16	7,012.46	353.13	29.12	7,336.47	2,234.59	290.96	15.73	2,509.82	1.27	0.50	0.50	1.27	4,825.38
	2014-15	6,511.31	551.62	50.47	7,012.46	1,998.05	271.01	34.47	2,234.59	-	1.59	0.32	1.27	4,776.60

Notes:

(a) In Gross Block,

- Additions include capitalisation of preoperative expenses viz., Insurance premium ₹ 0.11 Crores (PY: ₹ 0.12 Crores) and Borrowing cost – Nil (PY: ₹ 38.89 Crores).
- Deductions include reclassification of Land: ₹ 2.57 crores; Furniture & Fixtures: ₹ 6.99 crores; Office Equipments: ₹ 1.49 crores into Investment Properties.
- Deductions include sale of assets Land: ₹ 0.19 crores; Plant & Equipments: ₹ 0.24 crores; Workshop, Quarry Equipments: ₹ 0.96 crores; Research & Development Equipments: ₹ 7.36 crores; Furniture & Fixtures: ₹ 0.10 crores; Office Equipments: ₹ 0.10 crores; Vehicles: ₹ 1.40 crores.
- Deductions include Plant & Equipments: ₹ 6.27 crores; Research & Development Equipments: ₹ 0.66 crores; Furniture & Fixtures: ₹ 0.11 crores; Office Equipments: ₹ 0.68 Crores, as they were no longer useful and thus derecognised.

(b) Pursuant to implementation of Schedule II to the Companies act 2013, Depreciation for the year include ₹ 37.89 Crores for transitional adjustment to Opening Balance of Retained Earnings upon componentization of assets. In previous year's depreciation, the transitional adjustment to Opening Balance of Retained Earnings was ₹ 51.84 Crores upon adoption of useful life instead of rates. The consequential deferred tax credit of ₹ 13.12 Crores for the current year (PY: ₹ 15.62 Crores) is also adjusted in retained earnings.

(c) Deductions in Depreciation include reclassification of Furniture & fixtures: ₹ 1.81 crores; Office equipments: ₹ 0.45 crores into Investment Properties.

(d) Buildings include those constructed on lease hold lands,

- Gross Block ₹ 61.29 Crores (PY: ₹ 60.71 Crores); Depreciation ₹ 2.16 Crores (PY: ₹ 2.08 Crores); Accumulated depreciation ₹ 17.47 Crores (PY: ₹ 15.31 Crores)

(e) The impact of change in accounting policy consequent to adoption of different useful life for significant components of assets for computation of Depreciation is disclosed in Note 34.

(f) Previous years figures have been re-classified/regrouped wherever necessary.

INTANGIBLE ASSETS

Particulars	Year	Gross Block				Depreciation				Impairment				Net Block
		As at the beginning of the year	Additions	Deductions	As at the end of the year	As at the beginning of the year	For the year	Deductions	As at the end of the year	As at the beginning of the year	Impairment Loss for the year	Deductions	As at the end of the year	
Mining rights	2015-16	33.38	0.39	-	33.77	18.16	1.22	-	19.38	-	-	-	-	14.39
	2014-15	27.83	5.55	-	33.38	-	18.16	-	18.16	-	-	-	-	15.22
Mine Development	2015-16	82.33	6.63	-	88.96	39.78	17.44	-	57.22	-	-	-	-	31.74
	2014-15	67.97	14.36	-	82.33	19.93	19.85	-	39.78	-	-	-	-	42.55
Computer Software	2015-16	59.39	4.92	2.51	61.80	25.14	10.09	2.51	32.72	-	-	-	-	29.08
	2014-15	59.42	2.17	2.20	59.39	16.56	10.77	2.19	25.14	-	0.01	0.01	-	34.25
Power Transmission system	2015-16	12.96	-	-	12.96	6.06	2.59	-	8.65	-	-	-	-	4.31
	2014-15	12.96	-	-	12.96	3.47	2.59	-	6.06	-	-	-	-	6.90
Total – Intangible Assets	2015-16	188.06	11.94	2.51	197.49	89.14	31.34	2.51	117.97	-	-	-	-	79.52
	2014-15	168.18	22.08	2.20	188.06	39.96	51.37	2.19	89.14	-	0.01	0.01	-	98.92

Note: Deductions comprise Computer Softwares derecognised from the financial statements since no future economic benefit is expected from its use/disposal.



NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

		As at 31-03-2016	₹ In Crores As at 31-03-2015
NOTE 13 (Contd.)			
CAPITAL WORK IN PROGRESS			
Buildings		30.81	37.23
Plant & Equipments		105.75	182.91
Railway Siding		1.75	37.38
Total		138.31	257.52
INTANGIBLE ASSETS UNDER DEVELOPMENT			
Mine Development		5.78	5.14
Power Transmission System		2.75	—
Total		8.53	5.14
NOTE 14			
NON-CURRENT INVESTMENTS			
Investment Property (at cost less accumulated depreciation)			
Non trade Investments			
Land			
As at the beginning of the year		140.06	137.57
Add: Reclassification from Tangible Fixed Assets		2.57	2.49
Less: Disposal		0.03	—
As at the end of the year	(1)	142.60	140.06
Building			
As at the beginning of the year		4.92	—
Add: Reclassification from Tangible Fixed Assets		—	4.92
As at the end of the year	(a)	4.92	4.92
Building given on operating lease			
As at the beginning of the year		77.24	60.76
Add: Reclassification from Tangible Fixed Assets		8.48	—
Additions during the year		5.71	16.48
As at the end of the year	(b)	91.43	77.24
Gross Block	(c) = (a) + (b)	96.35	82.16
Less Accumulated Depreciation as at the beginning of the year		6.60	4.58
Accumulated Depreciation for reclassified asset		2.26	0.52
Depreciation for the year		2.66	1.78
Disposals		—	(0.28)
Accumulated Depreciation as at the end of the year	(d)	11.52	6.60
Net Block	(2) = (c) – (d)	84.83	75.56
Total Investment property (A)	(1)+(2)	227.43	215.62

THE RAMCO CEMENTS LIMITED

NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

₹ In Crores

NOTE 14 (Contd.)	Face Value ₹ per Share	As at 31-03-2016		As at 31-03-2015	
		Number	Amount	Number	Amount
Non-trade Investments in Shares / Mutual Funds (Valued at Cost, unless stated otherwise)					
Quoted Investments - Fully paid up Equity Shares					
Associate					
Ramco Systems Limited (*)	10	—	—	54,17,810	88.06
Other Companies					
Ramco Systems Limited (*)	10	54,17,810	88.06	—	—
Ramco Industries Limited	1	1,33,72,500	20.54	1,33,72,500	20.54
Associated Cements Company Limited	10	103	0.00	103	0.00
India Cements Limited	10	58	0.00	58	0.00
Andhra Cements Limited					
(Net of Provision for diminution ₹ 0.00 Crores; PY: Nil)	10	27	0.00	27	0.00
Heidelberg Cements India Limited	10	170	0.00	170	0.00
Rajapalayam Mills Limited	10	25,600	0.29	7,25,600	8.12
Housing Development Finance Corporation Limited	2	17,400	0.00	17,400	0.00
HDFC Bank Limited	2	2,500	0.00	2,500	0.00
Indbank Merchant Banking Services Limited					
(Net of Provision for diminution ₹ 0.16 Crores; PY: ₹ 0.15 Crores)	10	50,000	0.04	50,000	0.05
Tamil Nadu News Print & Papers Limited	10	22,700	0.25	22,700	0.25
Indian Bank	10	2,792	0.02	2,792	0.02
Industrial Development Bank of India Limited					
(Net of Provision for diminution ₹ 0.02 Crores; PY: Nil)	10	14,240	0.09	14,240	0.11
Investments in Mutual Funds					
HDFC Balance Fund	10	1,45,786	0.23	1,37,197	0.21
Total Quoted Investments (B)			109.52	117.36	
Unquoted Investments - Fully paid up Equity Shares					
Subsidiary Company					
Ramco Windfarms Limited	1	71,50,000	0.72	71,50,000	0.72
Associate					
Madurai Trans Carrier Limited	1	5,37,50,000	5.38	—	—
Other Companies					
Lynks Logistics Limited	1	19,00,000	0.19	—	—
Andhra Pradesh Gas Power Corporation Limited	10	16,08,000	22.12	16,08,000	22.12
Sri Vishnu Shankar Mill Limited	10	2,100	0.01	2,100	0.01
Chettinad Cement Corporation Limited	10	—	—	100	0.00
The Madras Cements Employees' Co-operative Stores Ltd.	10	250	0.00	250	0.00
Total Unquoted Investments (C)			28.42	22.85	
Total Cost of Investments (A+B+C)			365.37	355.83	
Aggregate value of Investment Property			227.43	215.62	
Aggregate amount of Quoted Investments			109.70	117.51	
Aggregate amount of Unquoted Investments			28.42	22.85	
Less: Aggregate Provision for diminution in value of Investment			0.18	0.15	
Total			365.37	355.83	
Aggregate Market Value of Quoted Investments			510.33	467.16	

(*) Ramco Systems Limited ceased to be an Associate Company w.e.f. 29-04-2015 by virtue of its change in shareholding pattern.



NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

₹ In Crores

	As at 31-03-2016	As at 31-03-2015
NOTE 15		
LONG-TERM LOANS AND ADVANCES		
Secured and Considered Good		
Capital Advances (a)	7.23	10.30
Advances recoverable in cash or kind (b)	0.72	1.83
Loans and advances to employees (c)	12.22	12.36
Sub Total	20.17	24.49
Unsecured and Considered Good		
Capital Advances	6.75	8.65
Loans and advances to Subsidiary company (Note 49[33])	31.94	7.40
Loans and advances to employees	9.29	6.99
Deposits and Balance with Govt. Departments	12.38	21.94
Deposits under protest, in Appeals	35.31	62.62
Deposit with suppliers	1.52	11.15
Advance recoverable in cash or kind	14.03	14.99
Income Tax Refund receivable	20.21	13.95
MAT Credit Entitlement	134.99	115.73
Prepaid Expenses	0.71	0.32
Industrial Promotion Assistance Receivable (Note 42)	15.06	101.00
Sub Total	282.19	364.74
Total	302.36	389.23

Note: Secured by way of

(a) Bank guarantees

(b) Deposit of Original title deeds / Hypothecation of assets

(c) Deposit of Original title deeds / creation of second charge of the underlying immovable properties / hypothecation of assets

NOTE 16

OTHER NON-CURRENT ASSETS

Long term Trade Receivables outstanding from the date they are due for payment

Secured and considered Good	2.75	1.55
Unsecured:		
- Considered Good (*)	0.89	0.51
- Considered Doubtful (*)	7.25	7.25
Less: Provision for Doubtful Receivables	(7.25)	(7.25)
Total	3.64	2.06
(*) <i>Unsecured Long term Trade Receivables include:</i>		
<i>Dues from TANGEDCO towards Sale of Power</i>	<i>1.07</i>	<i>0.87</i>
<i>Dues from TANCEM towards Sale of Cement</i>	<i>0.34</i>	<i>0.34</i>
<i>Total</i>	<i>1.41</i>	<i>1.21</i>

THE RAMCO CEMENTS LIMITED

NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

	As at 31-03-2016	As at 31-03-2015
NOTE 17		
INVENTORIES (Valued at lower of Cost and Net Realisable Value)		
Raw materials	171.29	156.15
Stores, Spares, Fuel and Packing Materials	273.42	253.96
Work-in-progress	58.91	60.38
Finished goods (*)	45.40	50.09
Total	549.02	520.58
(*) Includes Goods-in-transit of ₹ 8.55 Crores (PY: ₹ 2.91 Crores)		
NOTE 18		
TRADE RECEIVABLES		
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Secured and considered good	3.10	2.26
Unsecured and considered good (i)	80.06	18.41
Unsecured and considered Doubtful (i)	3.00	3.00
Less: Provision for Doubtful Receivables	(3.00)	(3.00)
	83.16	20.67
Others		
Secured and considered good	273.61	214.89
Unsecured and considered good (ii)	111.71	144.66
	385.32	359.55
Total	468.48	380.22
(i) Unsecured Trade Receivables above six months include:		
Dues from TANGEDCO towards Sale of Power	82.08	19.98
Dues from APTRANSCO towards Sale of Power	0.03	0.68
Dues from TANCEM towards Sale of Cement	0.55	0.01
Total	82.66	20.67
(ii) Unsecured Trade Receivables below six months under Others include:		
Dues from TANGEDCO towards Sale of Power	34.62	97.13
Dues from APTRANSCO towards Sale of Power	22.69	0.36
Dues from TANCEM towards Sale of Cement	18.65	17.89
Dues from Related party towards Sale of Cement	0.33	0.25
Total	76.29	115.63



NOTES TO STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

₹ In Crores

	As at 31-03-2016	As at 31-03-2015
NOTE 19		
CASH AND BANK BALANCES		
Cash and Cash Equivalents		
Cash on hand	0.09	0.13
Stamp paper and Imprest	0.03	0.03
Balances with Banks in Current Account	83.70	57.18
Other Bank Balances		
Fixed Deposits with maturity less than 12 months (*)	2.20	0.18
Earmarked Balance with Banks for Unclaimed / Disputed Dividend	4.75	4.33
Total	90.77	61.85

(*) Deposits with banks held towards security to various Government Departments.

NOTE 20

SHORT TERM LOANS AND ADVANCES

Secured and Considered Good

Advances recoverable in cash or kind (a)	3.58	7.19
Loans and advances to employees (b)	3.22	3.42
Sub Total	6.80	10.61

Unsecured and Considered Good

Loans and advances to related parties (Note 49[33])	11.63	7.71
Loans and advances to employees	2.74	1.99
Deposits and Balance with Govt. Departments	97.51	60.11
Advances to Suppliers / Service providers	21.06	14.30
Tax Credits - Indirect Taxes	43.18	42.65
Advance recoverable in cash or kind	3.68	5.53
Prepaid Expenses	5.51	6.19
Sub Total	185.31	138.48
Total	192.11	149.09

Notes:

(a) Secured by way of Deposit of Original title deeds / Hypothecation of assets

(b) Secured by way of Deposit of Original title deeds / creation of second charge of the underlying immovable properties / hypothecation of assets

NOTE 21

OTHER CURRENT ASSETS

Interest accrued on Fixed Deposits with Banks	0.56	1.30
Unamortised Premium on Forward Contracts	0.17	1.00
Unbilled Revenue	0.95	2.26
Total	1.68	4.56

Notes: Unbilled Revenue represent the value of power evacuated to grid but not billed under -

(i) Power purchase agreement for wind power for ₹ 0.71 Crores (PY ₹ 1.20 Crores).

(ii) Wheeling & Banking arrangement for un-adjusted units of wind power valued for ₹ 0.04 Crores (PY ₹ 0.12 Crores).

(iii) Power purchase agreement from captive thermal power plants for ₹ 0.20 Crores (PY ₹ 0.94 Crores).

THE RAMCO CEMENTS LIMITED

NOTES TO STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16	2014-15
NOTE 22		
REVENUE FROM OPERATIONS		
Sale of Products		
Finished Goods – Domestic Sales		
Cement	3,993.91	3,947.22
Clinker	0.27	0.00
Dry Mortar Product	30.95	30.10
Ready Mix Concrete	8.48	13.48
	4,033.61	3,990.80
Finished Goods - Exports		
Cement - Direct Exports	43.92	72.94
Cement - Deemed Exports	13.69	–
Dry Mortar Product - Direct Exports	0.32	0.30
	57.93	73.24
Self Consumption		
Cement	9.78	13.32
Dry Mortar Product	0.20	0.08
	9.98	13.40
Power generated from Wind Mills (Note 40)	43.35	53.44
Other Operating Revenue		
Industrial Promotion Assistance (Note 42)	8.53	51.02
Gross Revenue from Operations	4,153.40	4,181.90
Less: Excise Duty and Cess	557.65	537.01
Total	3,595.75	3,644.89
NOTE 23		
OTHER INCOME		
Interest Income	9.01	6.37
Dividend Income	1.32	0.59
Sundry Receipts	2.61	2.19
Scrap sales (net of duties and taxes)	9.72	9.61
Rent Receipts	7.59	7.55
Carbon Credit sales (net of expenses of ₹ 0.07 Crores)	0.08	–
Profit on Sale of Investments	17.53	–
Profit on Sale of Power from Thermal Power Plant (*)	39.58	59.44
Gain on Exchange Difference (net)	3.90	0.85
Adjustments to carrying amount of Investments	–	0.03
Profit on Sale of Fixed Assets (net)	–	0.25
Total	91.34	86.88

(*) After netting off directly attributable expenses of ₹ 91.22 Crores (PY: ₹ 156.82 Crores) and Amortization of Power Transmission System of ₹ 1.97 Crores (PY: ₹ 1.97 Crores)



NOTES TO STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16	2014-15
NOTE 24		
COST OF MATERIALS CONSUMED		
Cement		
Lime stone (*)	250.60	255.65
Pozzolona Material	120.70	145.33
Gypsum	35.71	51.63
Laterite	20.25	23.35
Iron Ore	4.60	4.75
Other Additives	9.68	15.47
Freight & Handling - Inter unit clinker Transfer	120.24	150.62
Material handling expenses	6.97	10.71
	<u>568.75</u>	<u>657.51</u>
Ready Mix Concrete		
Cement	2.02	2.94
Aggregates	1.71	3.80
Others	0.10	0.24
	<u>3.83</u>	<u>6.98</u>
Dry Mortar Product		
Cement	4.94	5.20
White Cement	0.47	0.67
Additives	6.35	6.97
	<u>11.76</u>	<u>12.84</u>
Total	<u><u>584.34</u></u>	<u><u>677.33</u></u>

(*) A new levy towards contribution to District Mineral Fund and National Mineral Exploration Trust as per the MMDR Act at the rate of 30% and 2% on Royalty respectively, is included in the current year. This is in addition to the applicable Royalty included in the respective years.

Value of Imported and Indigenous raw materials consumed and their percentage to total consumption

Imported	8.37	1.43%	43.64	6.44%
Indigenous	575.97	98.57%	633.69	93.56%
Total	<u><u>584.34</u></u>	<u><u>100.00%</u></u>	<u><u>677.33</u></u>	<u><u>100.00%</u></u>

THE RAMCO CEMENTS LIMITED

NOTES TO STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16	2014-15
NOTE 25		
CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS		
Closing Stock		
Finished Goods	45.40	50.09
Work-in-progress	58.91	60.38
	<u>104.31</u>	<u>110.47</u>
Opening stock		
Finished Goods	50.09	60.07
Work-in-progress	60.38	53.39
	<u>110.47</u>	<u>113.46</u>
(Increase)/Decrease in stock	6.16	2.99
ED on stock variance	3.78	0.22
Total	<u>9.94</u>	<u>3.21</u>
NOTE 26		
EMPLOYEE BENEFITS EXPENSE		
Salaries and Wages	215.01	187.82
Workmen and Staff welfare	20.77	19.93
Contribution to Provident Fund	12.18	11.44
Contribution to Gratuity Fund	4.86	3.57
Contribution to National Pension System	1.15	0.92
Contribution to Superannuation Fund	5.26	5.00
Total	<u>259.23</u>	<u>228.68</u>
NOTE 27		
FINANCE COSTS		
Interest on Term loans	160.53	189.28
Interest on Fixed deposits	—	0.20
Interest on Debentures	14.22	—
Applicable loss on foreign currency transactions and translation	3.72	0.07
Other borrowing costs	1.76	4.26
Total	<u>180.23</u>	<u>193.81</u>
NOTE 28		
DEPRECIATION & AMORTISATION EXPENSE		
Depreciation on Tangible Assets	290.96	271.01
Amortization of Intangible Assets	31.34	51.37
Depreciation on Investment Property Building	2.66	1.78
Less: Transferred to Surplus in the Statement of Profit & Loss (*)	37.89	51.84
Less: Amortization of		
Mine Development included in Cost of Materials consumed	17.44	19.85
Power Transmission System adjusted in Profit on sale of Power from TPP	1.97	1.97
Power Transmission included in Power and Fuel	0.62	0.62
Total	<u>267.04</u>	<u>249.88</u>

(*) During the current year, the carrying value of significant components of tangible assets amounting to ₹ 37.89 Crores, whose life exhausted as on 01-04-2015 was adjusted to Opening Balance of Retained earnings upon componentization of assets. During the previous year, the carrying value of assets whose life exhausted as on 01-04-2014 amounting to ₹ 51.84 Crores, was adjusted to Opening Balance of Retained earnings upon transition to Schedule II of Companies Act, 2013 from Schedule XIV to the Companies Act, 1956. Also Refer Note 34 for impact of the change in Accounting policy.



NOTES TO STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16	2014-15
NOTE 29		
OTHER EXPENSES		
Manufacturing Expenses		
Power & Fuel	526.97	704.00
Packing Materials consumption	139.03	163.16
Stores and Spares consumption (Note 34)	46.01	69.61
Repairs to Plant and equipments	51.17	45.24
Repairs to Buildings	14.04	13.80
Repairs to Vehicles and locomotives	6.27	7.40
General repairs	0.60	2.22
	784.09	1,005.43
Establishment Expenses		
Managing Director Remuneration	36.08	18.73
IT & Communication expenses	16.15	15.59
Insurance	6.96	6.71
General Administration Expenses	3.20	2.93
Travelling expenses	13.99	13.54
Training & Development Expenses	0.15	0.91
Filing & Registration Fees	0.11	0.10
Rent	10.67	10.60
Miscellaneous Expenses	12.85	10.26
Provision for diminution in carrying amount of Investment	0.03	—
Legal and Consultancy expenses	2.92	2.39
Bank Charges	0.51	0.73
Cement Cess	0.54	0.57
Audit Fees and Expenses (Note 36)	0.35	0.33
Security Charges	13.06	9.38
Board Meeting expenses	0.07	0.06
Directors' Sitting fees	0.21	0.16
Impairment Loss on Assets	0.50	1.60
Donations	3.14	4.17
CSR expenditure (Note 43)	6.66	5.80
Input Tax Credit reversal	4.89	6.72
Rates and taxes	16.47	12.15
Loss on Sale of Fixed Assets	0.38	—
	149.89	123.43
Selling and Distribution Expenses		
Transportation and Handling Expenses	671.90	795.76
Advertisement expenses	23.39	34.62
Sales Promotion expenses	45.29	52.91
Selling Agents' Commission	6.22	7.34
Other Selling expenses	2.21	2.29
Bad Debts written off	0.28	0.65
	749.29	893.57
Total	1,683.27	2,022.43

THE RAMCO CEMENTS LIMITED

NOTES TO STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16		2014-15	
Value of Imported and Indigenous Stores and Spares and their percentage to total consumption				
Imported	2.00	4.35%	4.21	6.05%
Indigenous	44.01	95.65%	65.40	93.95%
Total	46.01	100.00%	69.61	100.00%
Value of Imports calculated on C.I.F basis in respect of :				
Raw Materials	2.56		23.64	
Stores and Spares	14.22		10.42	
Fuel (Coal and Petcoke)	449.39		293.38	
Packing Materials	0.50		3.64	
Capital Goods	2.63		7.22	
Total	469.30		338.30	
Expenditure in Foreign Currency on account of:				
Interest	0.44		2.35	
Supervision Charges for Foreign Technician	0.28		0.52	
Foreign Travel	0.26		0.46	
Advertisement, Sales promotion outside India	0.24		0.35	
Leadership Training programme	0.00		0.65	
Subscription and Periodicals	1.11		0.11	
Quality Certification Fees	0.02		0.07	
Total	2.35		4.51	
Earnings in Foreign Currency				
Export of Cement calculated on FOB Basis	39.67		63.86	
Export of Dry mix products calculated on FOB Basis	0.30		0.28	
Sale of Carbon Credits	0.15		—	
Total	40.12		64.14	

As per our report annexed

For M.S.JAGANNATHAN &
N.KRISHNASWAMI
Chartered Accountants
Firm Registration No. 001208S
K.SRINIVASAN
Partner
Membership No. 021510

For CNGSN & ASSOCIATES LLP
Chartered Accountants
Firm Registration No. 004915S
LLP Registration No. S200036
C.N.GANGADARAN
Partner
Membership No. 011205

P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director
A.V.DHARMAKRISHNAN
Chief Executive Officer
S.VAITHIYANATHAN
Chief Financial Officer
K.SELVANAYAGAM
Secretary

P.R.VENKETRAMA RAJA
R.S.AGARWAL
M.B.N. RAO
M.M.VENKATACHALAM
Smt. Justice CHITRA VENKATARAMAN (Retd.)
Directors

Chennai
20-05-2016



DISCLOSURES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2016

		₹ In Crores	
		As at 31-03-2016	As at 31-03-2015
30. Contingent Liabilities			
30.1 Unexpired Letters of credit for purchase of:			
- Spares & Fuel		1.61	98.56
- Capital Goods		8.32	10.52
30.2 Guarantees given by the bankers on behalf of company		31.60	55.29
30.3 Guarantees given to banks to avail loan facilities by Related parties:			
Thanjavur Spinning Mill Limited		68.00	68.00
Sandhya Spinning Mill Limited		34.38	34.38
Ramco Systems Limited		—	250.00
Raja Charity Trust		100.00	100.00
Ramco Windfarms Limited		23.50	23.50
30.4 Income tax assessments have been completed up to the accounting year ended on 31 st March 2012 i.e., Assessment Year 2012-13. The company has preferred appeals before appellate authorities in respect of various disallowances in assessments and the appeals are pending. As against the tax demand of ₹ 3.37 Crores (PY: ₹ 23.76 Crores), the department has adjusted ₹ 3.37 Crores (PY: ₹ 10.55 Crores) against refunds claimed. In the opinion of Management, there may not be any tax liability with regard to the said disallowances and the refunds so adjusted are held in "Deposits under protest, in appeals" under Long term loans and advances.			
30.5 The VAT authority in the State of Tamil Nadu has issued notices proposing to disallow input tax credit under Tamil Nadu VAT Act, 2006 for ₹ 68.32 Crores for the years 2011-12 to 2014-15. Challenging the said notices, the Company has filed writ petitions in the Madurai Bench of Madras High Court and these are pending.			
In respect of other statutory appeals under VAT & CST, matters are pending with the Appellate Authorities in various states. As against net tax demands amounting to ₹ 15.85 Crores, (PY: ₹ 25.19 Crores), ₹ 4.26 Crores (PY: ₹ 4.81 Crores) have been paid under protest and is held in "Deposits under protest, in appeals" under Long term loans and advances.			
30.6 As on 31-03-2016, the differential Excise Duty on cement in "Bulk & Cement supplies to industrial consumers" including penalty amounting to ₹ 251.93 Crores (PY: ₹ 268.43 Crores) demanded by the Department, denying the concession provided under relevant notifications, remain unpaid. The Tribunals have allowed our appeals in this matter. The Department's appeal was also dismissed by Karnataka			

High court in a similar issue pertaining to another cement company. But the department has preferred an appeal before the Supreme Court against Tribunal orders in this matter. However periodical demands are being issued to the company by the department in this matter in view of pendency of its appeal in the Supreme Court.

The demands due to CENVAT credit disallowance on some of the inputs, capital goods, Service Tax on goods transports and levy of differential Excise Duty with consequential interest and penalty, as at 31-03-2016, amounts to ₹ 280.23 Crores (PY: ₹ 188.87 Crores) remain unpaid, against which the company has objected or preferred appeals that are pending adjudication. Out of the aggregate dispute of ₹ 280.23 Crores, the Company had favourable orders from the lower authority for ₹ 30.06 Crores (PY: ₹ 15.55 Crores) against which the Department has preferred appeals. The company has paid so far ₹ 16.01 Crores (PY: ₹ 11.22 crores) as pre-deposit in compliance of the interim orders by the appellate authorities and the same is held in "Deposits under protest, in appeals" under Long term loans and advances.

30.7 The Classification of import of "Steam coal" was challenged by the Customs Department for the period from 17-03-2012 to 28-02-2013 for the imports made by the company as well as other importers across the country. The Department has sought to re-classify the "Steam coal" as "Bituminous coal" and levy duty accordingly. While imposing the above said differential duties, the Department has denied the benefit of the Notification No.46/2011-Cus dated 01-06-2011, a concession provided for levy of duty based on origin of goods. Subsequently the Department has allowed the benefit of above said notification upon the direction from the Madras High court in the writ filed by the company in one of the appeals. Accordingly the aggregate demand is re-quantified to ₹ 9.16 crores as differential customs duty and ₹ 12.62 Crores as differential CVD. Apart from that a penalty of ₹ 7.22 crores and redemption fine of ₹ 3.60 Crores were also imposed. Had the benefit of the Notification No.46/2011-Cus dated 01-06-2011 been granted in all cases as claimed by the company, the duty liability would have been ₹ 4.37 crores towards differential customs duty and ₹ 11.47 crores towards differential CVD. The company has filed statutory appeals before CESTAT against the said re-classification. The company has paid so far ₹ 3.55 crores as pre-deposit in compliance of the interim orders by the appellate authorities and the same is held in "Deposits under protest, in appeals" under Long term loans and advances.

30.8 The Writ Petitions filed by the company in the Madras High Court against Tamil Nadu Electricity Board (TNEB) towards levy of electricity tax at 15% on the generation of power from captive generator sets using furnace oil are pending. The levy pertains to the period 01-01-1992 to 30-10-1997. The disputed amount remaining unpaid is ₹ 0.85 Crores.

THE RAMCO CEMENTS LIMITED

- 30.9 TNEB has imposed ₹ 1.39 crores towards penalty, alleging shortfall in lifting of flyash as per the terms of MoU entered into with the Company. TNEB has made the calculation based on the estimation of flyash quantity that could have been generated for the quantity of coal used by them, instead of ascertaining the actual availability of flyash generated by them. The Company has obtained stay orders against the penalty from High Court of Madras.
- 30.10 The company had entered into MoU with TNEB for sourcing flyash from their thermal power stations. Ignoring the company's right vested under MoU, it was proposed by TNEB to introduce auction unilaterally, for disposal of flyash. Further TNEB has also proposed to increase the rate from ₹ 350/- to ₹ 700/- per ton towards cost of fly ash from 01-03-2011. In the writ petitions filed by the Company and other similarly affected companies, the High Court of Madras, has fixed rate at ₹ 540/- per ton. Challenging the above order, the company filed a review petition and obtained an interim order fixing the rate at ₹ 410/- per ton. Based on the interim order, the company has paid at the rate of ₹ 410/- per ton. The final decision from the court is awaited.
- 30.11 TANGEDCO has raised a demand towards compensation charges of ₹ 0.92 Crores alleging that the Company has exceeded the quota of power consumption during evening peak hours. The Company has filed writ petition before the High Court of Madras and the same has been admitted. However the Company had deposited the amount of ₹ 0.92 Crores under protest and the same is held in "Deposits under protest, in appeals" under Long term loans and advances.
- 30.12 Government of Karnataka has imposed Environmental Protection Fee of ₹ 5.80 crores, in connection with Company's mining leases. In the writ petitions filed by the Company and other similarly affected companies, the High Court of Karnataka, has stayed the imposition of the fee. As per the interim order, the Company has deposited a sum of ₹ 2.90 Crores (PY: ₹ 2.90 Crores) and the same is held in "Deposits under protest, in appeals" under Long term loans and advances.
- 30.13 The Competition Commission of India (CCI) vide its order dated 20-06-2012 had imposed a penalty of ₹ 258.63 crores on the company for alleged cartelisation with select cement manufacturers. The company had filed an appeal against the order before Competition Appellate Tribunal (COMPAT) and the company's appeal was allowed vide its order dated 11-12-2015 and remitted the matter back to CCI for fresh adjudication with a direction to complete within three months. Consequently, the company has received back ₹ 25.86 crores that was pre-deposited earlier. The CCI has re-heard the matter and order is awaited.
- 30.14 Southern Power Distribution Company of Andhra Pradesh Limited has demanded an amount of ₹ 0.32 Crores towards alleged excess load factor incentives allowed by them. The Company has filed an appeal before High Court of Andhra Pradesh and obtained an order of interim stay.
- 30.15 Transmission Corporation of Andhra Pradesh Limited (APTRANSCO) has levied ₹ 5.85 Crores as Fuel Surcharge Adjustment (FSA) for the period from Apr-2008 to Dec-2012. Out of that, the company has paid and expensed ₹ 3.72 Crores. Out of that an amount of ₹ 2.13 Crores is not presently enforceable for the reasons that a part of the amount is covered in the appeal filed by the APTRANSCO before Supreme Court and the interim order granted in favour of the company by the AP High court. APERC has ordered that this FSA is not leviable from Jan-2013 onwards.
- 30.16 The Andhra Pradesh State Electricity Board (APSEB) had hiked the wheeling charges with effect from 24-03-2002. As a result, the cost of power the company is getting from Andhra Pradesh Gas Power Corporation Limited (APGPCL) had gone up by ₹ 0.84 per unit. APGPCL and other affected consumers including our company had filed appeals in the AP High Court. The court passed orders in favour of the industries. The APSEB has preferred an appeal to the Supreme Court and the matter is pending.
- 30.17 The Director of Geology & Mining, Government of Tamil Nadu had raised additional Royalty demand on limestone, based on production of cement by the company instead of basing it on actual quantity of limestone mined. The demand for the company is ₹ 9.66 crores for the period from the year 1989 to year 2001. In the Writ petitions filed by the company and other similarly affected companies, the Madras High court has stayed the demands of the Government.
- 30.18 Water Resources Department of Public Works Department, Government of Tamil Nadu had raised a demand of ₹ 1.13 crores contending that water charges are to be paid on the contracted quantity and not on the actual quantity of water drawn by the company from Arjuna River in Virudhunagar District. The demand pertains to the period from the year 1990 to year 2009. The company has obtained interim stay from the High Court of Madras. As per the interim order, the Company has deposited a sum of ₹ 0.30 Crores with the Department and the same is held in "Deposits under protest, in appeals" under Long term loans and advances.
- 30.19 Environment, Forests Science & Technology Department, Government of Andhra Pradesh has increased the Royalty on the Limestone mined from the Forest Area from ₹ 5/- per permit to ₹ 10/- per ton from the year 2010-11 onwards. The company filed a writ petition before the High Court of Andhra Pradesh and obtained an interim order, to pay 1/3rd of the demand. As per the Court order, the company has paid and expensed ₹ 1.44 Crores (PY: ₹ 1.26 Crores), being the 1/3rd portion up to 31-03-2016.
- 30.20 New Industries set up in Tamil Nadu were eligible for Power Tariff Concession as per G.O.Ms. No.29 dated 31-01-1995,



which was sought to be withdrawn to Industries set up after 14-02-1997 as per G.O.Ms. No.17 dated 14-02-1997. The eligibility for Power Tariff Concession for Alathiyur unit became a dispute between the Company and TNEB. Based on the interim order of the High Court of Madras, the Company had availed power tariff concession to the tune of ₹ 11.41 crores and sought refund of un-availed concession of ₹ 1.80 crores. The matter was finally settled by the Supreme Court, vide its judgement dated 16-05-2008, wherein it laid down criteria for ascertaining the eligibility for Power Tariff Concession for new industries and directed the TNEB to decide the eligibility for the Company based on the said criteria. However, vide its order dated 30-06-2008, the TNEB sought to introduce new criteria not enumerated in the Supreme Court judgement. Aggrieved, the Company filed a writ petition (WP No:16348 of 2008) before the High Court of Madras, which by its judgement dated 13-11-2008 set aside the additional criteria not mentioned in the Supreme Court Judgement and confirmed the eligibility of Power Tariff Concession for the Company. TNEB has filed a writ appeal (WA No: 629 of 2010) in the High Court of Madras against the said order seeking disentitlement of power tariff concession already availed. The matter is pending before the High Court of Madras.

30.21 Under Tamil Nadu Electricity Regulatory Commission (Renewable Energy Purchase Obligations) Regulations, 2010, consumers owning grid connected captive power generating plants and open access consumers with a sanctioned demand of more than 2 MVA are obligated to consume a minimum of 9% and 0.5% of their energy requirements from wind and solar sources respectively. The non-complainants are required to purchase Renewable Energy Certificates (REC) from markets @ 1 REC per 1000 units of shortage or deposit an equivalent amount in a separate designated fund. Even though the Company is consuming wind energy generated from its wind farms, it has been excluded for reckoning the obligatory consumption, since the company has wheeling and banking arrangement with TNEB. Aggrieved, the Company including other affected producers have approached the Madras High Court and obtained an interim stay against the implementation of the said regulation.

30.22 TANGEDCO has levied "Scheduling & System Operation charges" for windmills under "Sale to Board" category at ₹ 600 per day per 2 MW based on their internal circular dated 25-11-2014. The annual impact of "Scheduling & System Operation charges" will be ₹ 1.02 Crores. The Company has filed a Writ Petition before the Madras High Court challenging the collection of said charges and obtained an interim stay against the "Scheduling & System Operation charges".

30.23 The Company had purchased around 40.36 acres of lands in Tamil Nadu after verification of title documents based on revenue records of the year 1987 as basis. Thereafter, the revenue officials verified the title documents and transferred the patta in the name of the Company. While this being so, the Sub-Collector, Ariyalur, by the order dated 10-02-2015, cancelled the said patta and reclassified the said land as Government poromboke 'Anadheenam lands' by placing reliance on revenue records of the year 1927. The Company has filed a Writ Petition before the Madras High Court challenging the said cancellation of patta and obtained an interim stay.

30.24 The Government of West Bengal enacted "The West Bengal Tax on Entry of Goods into Local Areas Act, 2012" and writ petitions were filed by others challenging the validity of the said Act. The Calcutta High court held that the said the Act was ultra-vires. Aggrieved, the Government has preferred an appeal before the Division Bench and obtained an interim direction to continue the Assessment proceedings only. Though the company has not received any demand, it has filed a petition to join in the case.

30.25 TANGEDCO had raised a demand of ₹ 6.18 Crores towards levy of energy and demand charges based on its Audit objections which were disputed by the Company vide its detailed explanations supported by the Orders of Tamil Nadu Electricity Regulatory Commission (TNERC). Consequent to that, TANGEDCO has reworked the calculations and advised the Company to remit a sum of ₹ 0.52 Crores to drop the matter. Even after remittance of the said amount, TANGEDCO instead of dropping the matter revised the demand to ₹ 1.74 Crores. The Company has challenged the said demand before the TNERC by filing a Petition on 30-05-2014 and the same is pending before the Commission.

30.26 The Department of Mines and Geology, Government of Karnataka by its order dated 31-10-2014 withdraw its mining lease granted to the company already granted for 30 hectares of land on a technical ground. The company's revision application before the Mines Tribunal, New Delhi was also dismissed. Aggrieved by the said order, the company has filed a writ petition before the Karnataka High court and the same is pending.

		₹ In Crores	
31. Commitments		As at 31-03-2016	As at 31-03-2015
		Estimated amount of contracts remaining to be executed on capital account and not provided for	
		91.97	111.26

THE RAMCO CEMENTS LIMITED

32. The Maturity profile of the Long Term Borrowings as on 31-03-2016 is as follows:

₹ In Crores

Redeemable Non-Convertible Debentures:

Rate of interest	Redeemable at par on	Amount
8.55 %	30-10-2017	100.00
8.70 %	23-05-2017	100.00
Total		200.00

Term Loans from Banks:

Rate of interest	2019-20		2018-19		2017-18		Total
	No. of instalments	Amount	No. of instalments	Amount	No. of instalments	Amount	
8.90 %	-	-	1	10.00	4	40.00	50.00
9.10 %	4	12.50	4	12.50	4	12.50	37.50
9.30 %	7	52.11	8	58.32	9	69.52	179.95
9.63 %	-	-	-	-	2	100.00	100.00
Total	11	64.61	13	80.82	19	222.02	367.45

Soft Loan from Tamil Nadu Government:

Repayment due	Rate of interest p.a	Total
April 2022	0.10%	30.74
April 2023	0.10%	50.01
April 2024	0.10%	30.02
April 2025	0.10%	18.60
Total		129.37

Interest free Deferred Sales Tax Liability:

Year	Alathiyur Unit		Jayanthipuram Unit		Total
	No. of instalments	Amount	No. of instalments	Amount	
2025-26	-	-	2	3.55	3.55
2024-25	-	-	4	16.38	16.38
2023-24	-	-	9	40.04	40.04
2022-23	-	-	5	21.43	21.43
2021-22	-	-	-	-	-
2020-21	6	54.74	-	-	54.74
2019-20	12	100.62	-	-	100.62
2018-19	12	74.43	-	-	74.43
2017-18	12	50.60	-	-	50.60
Total	42	280.39	20	81.40	361.79

33. "Short term Borrowings" under "Unsecured Loans" include Loans from Director as detailed below:

₹ In Crores

Name	Closing balance as on 31-03-2016	Interest @ 8% p.a
P.R.Ramasubrahmaneya Rajha	4.81 (PY: 0.33)	0.15 (PY: 0.07)



34. Pursuant to the mandatory requirement of Schedule II to the Companies Act, 2013 with effect from 01-04-2015 for computation of Depreciation based on useful life of significant components of Plant, property and Equipments, the Company determined the useful life and value of such components and computed depreciation amounting to ₹ 267.04 Crores for the year. Accordingly the carrying values of significant components of Plant, Property and Equipments, which have completed their useful life as on 01-04-2015, have been charged off in Opening balance of the Retained Earnings amounting to ₹ 24.77 Crores after netting off deferred tax of ₹ 13.12 Crores as per the transitional provisions of the said Act.

Due to this change in accounting policy, the depreciation for the year ended 31-03-2016 is higher by ₹ 7.26 Crores when compared to the calculation of depreciation prior to componentization of assets. Consequently, the Stores and Spares consumption is lower by ₹ 5.35 crores since cost of replaced significant components were capitalized during the year in compliance of the said Act.

35. The company used to charge off the mines restoration expenses to the Statement of Profit and Loss in the year in which such expenditure are incurred. From this year onwards, the company provides for the estimated expenses that are required to restore the mines. Due to this change in accounting policy, the Cost of materials consumed is higher by ₹ 1.49 Crores.

₹ In Crores		
36. Audit Fees & Expenses (excluding Service Tax)	2015-16	2014-15
Statutory Auditors:		
For Statutory Audit	0.20	0.20
For other certification work	0.01	0.01
For reimbursement of expenses	0.04	0.04
Tax Auditor:		
For Tax Audit	0.02	0.02
For other certification work	0.01	0.00
Cost Auditor:		
For Cost Audit	0.04	0.03
For reimbursement of expenses	0.00	0.00
Secretarial Auditor:		
For Secretarial Audit	0.03	0.03
For reimbursement of expenses	0.00	0.00
Total	0.35	0.33

37. The Company's shares are listed in BSE Limited and National Stock Exchange of India Limited for which Listing fees for the year 2015-16 have been paid. The Company's application for de-listing from Calcutta Stock Exchange is under process.

38. The company has invested ₹ 22.12 Crores in Andhra Pradesh Gas Power Corporation Limited (APGPCL) by purchasing its 16,08,000 equity shares. The investment entitles the company to source 6 MW power from APGPCL at economical rates compared to the rates charged by AP State Electricity Board. Considering the availability of captive power sources at Jayanthipuram plant, in order to utilise the entitled power, all the shares are being held jointly with the following related parties:

Name of the Related Party	Number of shares	Entitlement of power (MW)	Interest free Security Deposit Received (₹ in Crores)
Rajapalayam Mills Limited	3,48,400	1.30	0.130
The Ramaraju Surgical Cotton Mills Limited	3,08,200	1.15	0.115
Sri Vishnu Shankar Mill Limited	3,21,600	1.20	0.120
Sandhya Spinning Mill Limited	3,21,600	1.20	0.120
Sri Harini Textiles Limited	3,08,200	1.15	0.115

APGPCL will supply the entitled power of 6 MW (PY: 6 MW) to the above related parties for which the charges will be paid by them directly. The Company has received 10 paise per unit for the power consumed by them by virtue of the joint ownership of the shares amounting to ₹ 0.10 Crores (PY: ₹ 0.10 Crores).

39. Research and Development expenses for the year are ₹ 8.68 Crores (PY ₹ 9.87 Crores) including ₹ 2.09 Crores towards Depreciation (PY ₹ 3.72 Crores).

40. Out of 16.43 Crores units (PY 21.06 Crores units) of power generated, net of wheeling and banking at wind farms –

- 14.22 Crores units (PY 17.81 Crores units) were sold to TANGEDCO for ₹ 43.35 crores (PY ₹ 53.44 Crores) shown under "Power generated from windmills".
- 2.16 Crores units (PY 3.16 Crores units) were consumed at the cement plants. The monetary value of such units was not recognised as it is inter-divisional transfer.
- 0.04 Crores units (PY 0.07 Crores units) were adjusted towards transmission loss.
- Un-adjusted units as on 31-03-2016 eligible for adjustment in subsequent periods is 0.01 crores (PY 0.02 Crores) units. The monetary value of such units is ₹ 0.04 Crores (PY ₹ 0.12 Crores) and the same is included in other current assets.

41. The company's petition filed against the judgement upholding the validity of "The Cess and Other Taxes on Minerals (Validation) Act, 1992" in the Supreme Court has been ruled in company's favour. Pursuant to the above judgement, the company is entitled to receive a sum of ₹ 1.50 Crores (PY ₹ 1.50 Crores) from the Government of Tamil Nadu and is held under "Advances recoverable in cash or kind".

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42. The Company is eligible for incentives under “West Bengal Incentive Scheme 2004” in respect of the clinker grinding unit at Kolaghat in the State of West Bengal. A sum of ₹ 8.53 Crores (PY: ₹ 51.02 crores) accrued as Industrial Promotional Assistance (IPA), being 90% of taxes paid for the year 2015-16, is credited to Statement of Profit and Loss, under “Other Operating Revenue”. The aggregate value of incentives receivable as on 31-03-2016 is ₹ 15.06 Crores (PY: ₹ 101 Crores). During the year the company has realised ₹ 94.47 Crores (PY: ₹ 70.06 Crores).
43. The Company is required to spend gross CSR expenditure of ₹ 7.33 Crores for the year (PY: ₹ 8.66 crores) in accordance with Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014. As against this, the company has spent ₹ 6.66 Crores (PY: ₹ 5.80 crores) in the following categories:

₹ In Crores

Categories	2015-16	2014-15
Rural Development Projects	3.10	2.65
Promotion of Education	0.58	0.65
Promotion of Health Care including Preventive Health Care	0.37	0.66
Protection of Art and Culture	0.07	0.51
Restoration of Building and Sites of Historical importance and Works of Art	0.80	0.44
Eradication of Hunger	0.95	0.38
Making available Safe Drinking Water	0.21	0.15
Protection of National heritage Art and culture	0.32	0.12
Promotion of Nationally recognised Sports, Rural sports & Paralympics sports	0.09	0.11
Environmental Sustainability	0.06	0.04
Vocational Skill Training	0.01	0.03
Promotion and Development of Traditional Art	0.01	0.03
Livelihood Enhancement Projects	0.05	0.02
Contribution for setting up of Homes and Hostels for Women and Orphans	0.04	0.01
Total	6.66	5.80

The previous year figure were regrouped/restated based on comparable criteria.

44. As per AS-15, the disclosures pertaining to “Employee Benefits” are given below:

₹ In Crores

Defined Contribution Plan

Particulars	2015-16	2014-15
Employer's Contribution to Provident Fund	12.18	11.44
Employer's Contribution to National Pension System (NPS)	1.15	0.92
Employer's Contribution to Superannuation Fund	5.26	5.00

Defined Benefit Plan

Particulars	Post Retirement Gratuity Plan (Funded)		Leave Encashment Plan (Un-funded)	
	2015-16	2014-15	2015-16	2014-15

Reconciliation of Opening and Closing balances of Obligation

Defined Benefit Obligation as at the beginning of the year	33.79	30.09	18.72	16.52
Current Service Cost	2.20	1.99	0.88	0.81
Interest Cost	2.55	2.60	1.39	1.41
Actuarial Loss	2.70	1.39	1.70	1.64
Benefits paid	(-) 1.48	(-) 2.28	(-) 1.21	(-) 1.66
Defined Benefit Obligation as at the end of the year	39.76	33.79	21.48	18.72



₹ In Crores

Particulars	Post Retirement Gratuity Plan (Funded)		Leave Encashment Plan (Un-funded)	
	2015-16	2014-15	2015-16	2014-15

Reconciliation of Opening and Closing balances of Fair Value of Plan Assets

Fair value of Plan Assets as at the beginning of the year	33.79	30.09	Nil	Nil
Expected Return on Plan Assets	2.21	1.91	Nil	Nil
Actuarial Gain	0.38	0.50	Nil	Nil
Employer contribution	4.86	3.57	1.21	1.66
Benefits paid	(-) 1.48	(-) 2.28	(-) 1.21	(-) 1.66
Fair Value of Plan Assets as at the end of the year	39.76	33.79	Nil	Nil

Actual Return on Plan Assets

Expected Return on Plan Assets	2.21	1.91	Nil	Nil
Actuarial Gain on Plan Assets	0.38	0.50	Nil	Nil
Actual Return on Plan Assets	2.59	2.41	Nil	Nil

Reconciliation of Fair Value of Assets and Obligations

Fair Value of Plan Assets	39.76	33.79	Nil	Nil
Present value of Obligation	39.76	33.79	21.48	18.72
Difference	Nil	Nil	21.48	18.72
Unrecognized past service cost - non vested benefits	Nil	Nil	Nil	Nil
Amount recognized in Balance Sheet	Nil	Nil	21.48	18.72

Expense recognized during the year

Current Service Cost	2.20	1.99	0.88	0.81
Interest Cost	2.55	2.60	1.39	1.41
Expected return on plan assets	(-) 2.21	(-) 1.91	Nil	Nil
Actuarial Loss / (Gain)	2.32	0.89	1.70	1.64
Past service cost - non-vested benefits	Nil	Nil	Nil	Nil
Past service cost - vested benefits	Nil	Nil	Nil	Nil
Net Cost	4.86	3.57	3.97	3.86

Investment Details as on 31-03-2016

GOI Securities	-	-	Nil	Nil
High Quality Corporate Bonds	-	0.05	Nil	Nil
Funds with LIC	36.88	31.07	Nil	Nil
Bank balance	0.08	0.02	Nil	Nil
Interest & IT refund receivable	2.80	2.65	Nil	Nil
Total	39.76	33.79	Nil	Nil

Actuarial assumptions

LIC 1996-98 Ultimate Table applied for service mortality rate	Yes	Yes	Yes	Yes
Discount rate p.a	8.10%	7.70%	8.10%	7.70%
Expected rate of Return on Plan Assets p.a	8.00%	6.22%	Nil	Nil
Rate of escalation in salary p.a	3.50%	3.00%	3.50%	3.00%

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₹ In Crores

45. a) The lease rentals recognised on non-cancellable operating lease of aircraft on Joint venture basis in the Statement of Profit and Loss grouped under the head Travelling expenses are as detailed below:

Particulars	2015-16	2014-15
Lease Payments	2.11	1.38
Contingent rent (Usage Charges)	1.33	1.56

- b) Operating Lease obligations payable for future periods from the Balance sheet date:

Particulars	2015-16	2014-15
Not Later than one Year	0.07	2.05
Later than one year and not later than five years	0.04	2.39
Later than five years	-	0.00

46. The Segment Information for the year ended 31st March, 2016 is detailed below:

₹ In Crores

	Cement		Power from Windmills		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
REVENUE:						
Total Sales	3,552.40	3,591.45	57.61	72.41	3,610.01	3,663.86
Less : Inter Segment Sale	-	-	14.26	18.97	14.26	18.97
External Sales (Net)	3,552.40	3,591.45	43.35	53.44	3,595.75	3,644.89
Other income	53.21	72.33	0.08	0.00	53.29	72.33
Total Revenue	3,605.61	3,663.78	43.43	53.44	3,649.04	3,717.22
RESULT:						
Segment Result	999.85	664.01	(3.95)	4.64	995.90	668.65
Unallocated Income					29.04	8.18
Unallocated Expenses					150.68	132.96
Operating Profit					874.26	543.87
Interest Expense					180.23	193.81
Interest Income					9.01	6.37
Income tax - Current Tax (net of MAT & excess provisions written back)					106.66	8.77
- Deferred Tax					38.12	105.31
Net Profit					558.26	242.35
OTHER INFORMATION:						
Segment Assets	5,801.61	5,783.51	485.65	506.29	6,287.26	6,289.80
Unallocated Assets					737.91	711.80
Total Assets					7,025.17	7,001.60
Segment Liabilities	1,230.68	1,105.65	3.16	4.36	1,233.84	1,110.01
Unallocated Liabilities					2,698.70	3,246.40
Total Liabilities					3,932.54	4,356.41
Capital Expenditure	234.61	448.05	1.94	0.18	236.55	448.23
Unallocated Capital Expenditure					18.43	29.35
Depreciation	220.05	202.83	29.85	29.71	249.90	232.54
Unallocated Depreciation					17.14	17.34
Non-Cash expenses other than Depreciation	22.52	24.51	0.07	-	22.59	24.51
Unallocated non-cash expenses other than Depreciation					8.31	4.54



47. Earnings per Share

Particulars	2015-16	2014-15
Net profit after tax (A) (₹ in Crores)	558.26	242.35
Adjusted Weighted average number of Equity shares including unallotted Bonus shares (B) [In Crores]	23.83	23.83
Nominal value per equity share (in ₹)	1	1
Basic & Diluted Earnings per share (A)/(B) in ₹	23	10

48. Information on names of Related parties and nature of Relationship as required by Accounting Standard - 18 on Related party disclosures for the year ended 31st March 2016:

a) Subsidiary Company

Name of the Company	Country of Incorporation	% of Holding as on 31 st March 2016	% of Holding as on 31 st March 2015
Ramco Windfarms Limited	India	71.50	71.50

b) Investor - Associate

Name of the Company	Country of Incorporation	% of Holding as on 31 st March 2016	% of Holding as on 31 st March 2015
Ramco Industries Limited	India	20.71	20.71

c) Investee - Associate

Name of the Company	Country of Incorporation	% of Holding as on 31 st March 2016	% of Holding as on 31 st March 2015
Madurai Trans Carrier Limited	India	29.86	-

d) Key Management Personnel (Including KMP under Companies Act, 2013)

Name of the Key Management Personnel	Designation
P.R. Ramasubrahmaneya Rajha	Chairman and Managing Director
A.V. Dharmakrishnan	Chief Executive Officer
S. Vaithyanathan	Chief Financial Officer
K. Selvanayagam	Company Secretary

e) Relative of Key Management Personnel

Name of the Relative of KMP	Relationship
P.R. Venketrama Raja	Son of P.R. Ramasubrahmaneya Rajha
A.V. Dharmakrishnan (HUF)	A. V. Dharmakrishnan, Karta for HUF
R. Nalina Ramalakshmi	Daughter of P.R. Ramasubrahmaneya Rajha
S. Sharada Deepa	Daughter of P.R. Ramasubrahmaneya Rajha
B. Sri Sandhya Raju	Daughter of P.R. Venketrama Raja
P.V. Abinav Ramasubramaniam Raja	Son of P.R. Venketrama Raja

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f) Companies over which KMP/Relatives of KMP exercise significant influence

Rajapalayam Textile Limited	Thanjavur Spinning Mill Limited
Sandhya Spinning Mill Limited	Ramco Industries Limited
The Ramaraju Surgical Cotton Mills Limited	Sri Vishnu Shankar Mill Limited
Sri Harini Textiles Limited	Rajapalayam Mills Limited
Shri Harini Media Limited	JKR Enterprise Limited
Lynks Logistics Limited	Ontime Industrial Services Limited
Ramco Management Private Limited	Ramco Systems Limited
Sudharsanam Investments Limited	

g) Employee Benefit Funds where control exists

The Ramco Cements Limited Officers' Superannuation Fund	The Ramco Cements Limited Employees' Gratuity Fund
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h) Other entities over which there is a significant influence

Smt. Lingammal Ramaraju Shastra Prathishta Trust	Gowrishankar Screws
PACR Sethurammam Charity Trust	PACR Sethurammam Charities
Ramco Welfare Trust	PAC Ramasamy Raja Education Charity Trust
Raja Charity Trust	Rajapalayam Rotary Trust
Shri Abhinava Vidya Theertha Seva Trust	Nachiar Charity Trust
The Ramco Cements Limited Educational and Charitable Trust	

49. Disclosure in respect of Related Party Transactions (Excluding Reimbursements) during the year

₹ In Crores

S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
1.	Sale of Goods - Cement		
	Investor - Associate		
	Ramco Industries Limited	4.37	29.07
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Rajapalayam Mills Limited	0.09	0.20
	Sandhya Spinning Mill Limited	0.01	0.02
	Sri Vishnu Shankar Mill Limited	0.03	0.02
	Thanjavur Spinning Mill Limited	0.01	0.02
	Sri Harini Textiles Limited	0.00	0.00
	The Ramaraju Surgical Cotton Mills Limited	0.69	0.08
	Rajapalayam Textile Limited	0.00	0.00
	JKR Enterprise Limited	0.83	1.38
	Other entities over which there is a significant influence		
	Raja Charity Trust	0.02	0.44
	PAC Ramasamy Raja Education Charity Trust	0.07	0.15
	Smt. Lingammal Ramaraju Shastra Prathishta Trust	0.04	—
	Rajapalayam Rotary Trust	0.09	—
	PACR Sethurammam Charities	0.06	—
	Relative of Key Management Personnel		
	B. Sri Sandhya Raju	—	0.01
	Total	6.31	31.39



S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
2	Sale of Electrical Energy		
	Investor - Associate		
	Ramco Industries Limited	0.72	2.19
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Thanjavur Spinning Mill Limited	–	0.91
	The Ramaraju Surgical Cotton Mills Limited	0.70	1.15
	Sri Vishnu Shankar Mill Limited	0.94	2.33
	Rajapalayam Mills Limited	2.39	6.70
	Sandhya Spinning Mill Limited	0.75	2.71
	Rajapalayam Textile Limited	0.64	0.27
	Total	6.14	16.26
3.	Sale of Goods - Flyash		
	Investor - Associate		
	Ramco Industries Limited	0.39	0.21
	Total	0.39	0.21
4.	Sale of Goods - Dry Mortar Product		
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Thanjavur Spinning Mill Limited	–	0.00
	Total	–	0.00
5.	Sale of Goods - Stores & Spares		
	Subsidiary Company		
	Ramco Windfarms Limited	0.02	1.97
	Total	0.02	1.97
6.	Purchase of Goods - Fibre Sheet and Silicate Boards		
	Investor - Associate		
	Ramco Industries Limited	0.26	2.93
	Total	0.26	2.93
7.	Purchase of Goods - Diesel and Petrol		
	Other entities over which there is a significant influence		
	Smt. Lingammal Ramaraju Shastra Prathishta Trust	0.20	5.72
	PACR Sethuramammal Charity Trust	0.61	0.81
	Ramco Welfare Trust	0.27	3.84
	PACR Sethuramammal Charities	0.15	0.32
	Total	1.23	10.69
8.	Purchase of Goods - Magazine		
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Shri Harini Media Limited	0.27	0.27
	Total	0.27	0.27
9.	Purchase of Goods - Stores and Spares		
	Subsidiary Company		
	Ramco Windfarms Limited	0.01	–
	Other entity over which there is a significant influence		
	Gowrishankar Screws	0.00	–
	Total	0.01	–

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S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
10.	Purchase of Goods - Surgical and Cotton Bandages		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	The Ramaraju Surgical Cotton Mills Limited	0.00	–
	Total	0.00	–
11.	Receiving of Services - Transportation		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ontime Industrial Services Limited	69.86	140.25
	Total	69.86	140.25
12.	Receiving of Services - Manpower Supply		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ontime Industrial Services Limited	7.33	5.44
	Total	7.33	5.44
13.	Receiving of Services - Advertisement		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Shri Harini Media Limited	0.05	0.05
	Total	0.05	0.05
14.	Receiving of Services - Software Related Services		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ramco Systems Limited	15.46	10.84
	Total	15.46	10.84
15.	Receiving of Services - Aircraft Charter Services		
	<i>Investee Associate</i>		
	Madurai Trans Carrier Limited	1.74	–
	Total	1.74	–
16.	Loans and Advances Given During the Year (excluding Trade Advances)		
	<i>Subsidiary Company</i>		
	Ramco Windfarms Limited	27.77	7.40
	Total	27.77	7.40
17.	Usage charges received towards Power Consumed by virtue of Joint Ownership of Shares with APGPCL		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Rajapalayam Mills Limited	0.02	0.02
	Sandhya Spinning Mill Limited	0.02	0.02
	Sri Vishnu Shankar Mill Limited	0.02	0.02
	Sri Harini Textiles Limited	0.02	0.02
	The Ramaraju Surgical Cotton Mills Limited	0.02	0.02
	Total	0.10	0.10
18.	Leasing Arrangements - Rent Received		
	<i>Subsidiary Company</i>		
	Ramco Windfarms Limited	0.07	0.07
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ramco Systems Limited	8.08	7.97
	Lynks Logistics Limited	0.00	–
	Ontime Industrial Services Limited	0.00	–
	<i>Other entity over which there is a significant influence</i>		
	Raja Charity Trust	0.28	0.22
	Total	8.43	8.26



S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
19.	Leasing Arrangements - Rent Paid		
	Relative of Key Management Personnel		
	P.R. Venketrama Raja	–	0.00
	A.V. Dharmakrishnan (HUF)	0.07	0.07
	Other entity over which there is a significant influence		
	Raja Charity Trust	0.00	0.00
	Total	0.07	0.07
20.	Dividend received		
	Investor - Associate		
	Ramco Industries Limited	1.07	0.33
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Rajapalayam Mills Limited	0.19	0.18
	Sri Vishnu Shankar Mill Limited	-	0.00
	Total	1.26	0.51
21.	Dividend Paid		
	Key Management Personnel		
	P.R. Ramasubrahmaneya Rajha	1.70	0.38
	A.V. Dharmakrishnan	0.02	0.00
	S. Vaithiyanathan	0.00	0.00
	K. Selvanayagam	–	–
	Relative of Key Management Personnel		
	P.R. Venketrama Raja	0.45	0.10
	Investor - Associate		
	Ramco Industries Limited	22.19	4.93
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Rajapalayam Mills Limited	14.81	3.29
	Sri Vishnu Shankar Mill Limited	1.75	0.39
	The Ramaraju Surgical Cotton Mills Limited	1.63	0.36
	Sudharsanam Investments Limited	1.34	0.30
	Ramco Management Private Limited	0.21	0.05
	Total	44.10	9.80
22.	Remuneration to Key Management Personnel		
	P.R. Ramasubrahmaneya Rajha, Chairman & Managing Director	36.08	18.73
	A.V. Dharmakrishnan, Chief Executive Officer	9.36	7.51
	S. Vaithiyanathan, Chief Financial Officer	0.75	0.67
	K. Selvanayagam, Company Secretary	0.71	0.64
	Total	46.90	27.55
23.	Directors' Sitting Fees		
	Key Management Personnel		
	P.R. Ramasubrahmaneya Rajha	0.02	0.02
	Relative of Key Management Personnel		
	P.R. Venketrama Raja	0.05	0.04
	Total	0.07	0.04

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S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
24.	Shared Office Space - Interior		
	Investor - Associate		
	Ramco Industries Limited	0.38	1.94
	Total	0.38	1.94
25.	Sale of Fixed Assets		
	Investee Associate		
	Madurai Trans Carrier Limited	0.03	3.04
	Companies over which KMP / Relatives of KMP exercise significant influence		
	The Ramaraju Surgical Cotton Mills Limited	0.33	-
	Other entity over which there is a significant influence		
	PACR Sethuramammal Charity Trust	0.02	-
	Total	0.38	3.04
26.	Interest Received / (Paid)		
	Key Management Personnel		
	P.R. Ramasubrahmaneya Rajha - Interest Rate - 8% (PY - 8%)	(0.15)	(0.07)
	Subsidiary Company		
	Ramco Windfarms Limited - Interest Rate -10% (PY - 10.50% to 12%)	0.97	1.96
	Other entity over which there is a significant influence		
	The Ramco Cements Limited Educational and Charitable Trust	-	0.00
	Total	0.82	1.89
27.	Donations given		
	Other entities over which there is a significant influence		
	The Ramco Cements Limited Educational and Charitable Trust	-	0.90
	Shri Abhinava Vidya Theertha Seva Trust	0.12	-
	Nachiar Charity Trust	0.04	-
	Total	0.16	0.90
28.	Contribution to Superannuation Fund / Gratuity Fund		
	Employee Benefit Funds where Control Exists		
	The Ramco Cements Limited Officers' Superannuation Fund	5.26	5.00
	The Ramco Cements Limited Employees' Gratuity Fund	4.86	3.57
	Total	10.12	8.57
29.	Investment in Equity Shares		
	Investee Associate		
	Madurai Trans Carrier Limited	5.38	-
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Ramco Systems Limited	-	51.15
	Lynks Logistics Limited	0.19	-
	Total	5.57	51.15



S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
30.	Sale of Investments		
	Relative of Key Management Personnel		
	P.R. Venketrama Raja	25.35	–
	Total	25.35	–
31.	Trade Receivables as at 31st March		
	Investor - Associate		
	Ramco Industries Limited	0.32	0.02
	Companies over which KMP / Relatives of KMP exercise significant influence		
	The Ramaraju Surgical Cotton Mills Limited	–	0.00
	JKR Enterprise Limited	–	0.21
	Other entities over which there is a significant influence		
	PACR Sethuramammal Charities	0.01	–
	Raja Charity Trust	–	0.02
	Total	0.33	0.25
32.	Payables as at 31st March		
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Ramco Systems Limited		
	- Trade payables	1.41	–
	- Other current Liabilities	–	0.22
	Total	1.41	0.22
33.	Loans and Advances outstanding as at 31st March		
	Subsidiary Company		
	Ramco Windfarms Limited	31.94	7.40
	Investee Associate		
	Madurai Trans Carrier Limited	4.72	3.04
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Ontime Industrial Services Limited	4.52	1.17
	Other entities over which there is a significant influence		
	Smt. Lingammal Ramaraju Shastra Prathishta Trust	0.63	0.72
	PACR Sethuramammal Charity Trust	0.67	0.50
	Ramco Welfare Trust	1.09	1.08
	The Ramco Cements Limited Educational and Charitable Trust	–	1.06
	Raja Charity Trust	–	0.14
	Total	43.57	15.11
34.	Borrowings as at 31st March		
	Key Management Personnel		
	P.R. Ramasubrahmaneya Rajha	4.81	0.33
	Total	4.81	0.33

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S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
35.	Security Deposits received by virtue of Joint Ownership of shares with APGPCL as at 31st March		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Rajapalayam Mills Limited	0.13	0.13
	Sandhya Spinning Mill Limited	0.12	0.12
	Sri Vishnu Shankar Mill Limited	0.12	0.12
	Sri Harini Textiles Limited	0.12	0.12
	The Ramaraju Surgical Cotton Mills Limited	0.11	0.11
	Total	0.60	0.60
36.	Corporate Guarantees given to Banks as at 31st March		
	<i>Subsidiary Company</i>		
	Ramco Windfarms Limited	23.50	23.50
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ramco Systems Limited	–	250.00
	Thanjavur Spinning Mill Limited	68.00	68.00
	Sandhya Spinning Mill Limited	34.38	34.38
	<i>Other entity over which there is a significant influence</i>		
	Raja Charity Trust	100.00	100.00
	Total	225.88	475.88
37.	Maximum amount of loans and advances outstanding during the year		
	<i>Subsidiary Company</i>		
	Ramco Windfarms Limited	31.94	7.40
	Total	31.94	7.40

CONSOLIDATED FINANCIAL STATEMENTS

Information, as required under Schedule III to the Companies Act, 2013 of Enterprises consolidated as Subsidiary/Associate for the year 2015-16

Name of the Entity	Net Assets i.e., total assets minus total liabilities		Share in Profit/(Loss)	
	As % of Consolidated net assets	₹ in Crores	As % Consolidated profit / (loss)	₹ in Crores
Parent The Ramco Cements Limited	99.74	3,066.17	99.97	558.26
Subsidiaries Indian Ramco Windfarms Limited	0.06	1.72	0.05	0.30
Minority Interest in Subsidiary	0.02	0.70	0.02	0.09
Associates (Investments as per the Equity Method) Indian Madurai Trans Carrier Limited	0.18	5.38	-	-

INDEPENDENT AUDITOR'S REPORT

To The Members of The Ramco Cements Limited

Report on the Consolidated Financial Statements

We have audited the accompanying Consolidated Financial Statements of The Ramco Cements Limited (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), and the share of profit of its associate. These financial statements comprise the Consolidated Balance Sheet as at 31st March 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013, ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flow of the Group including its associate in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its Associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other Matters

The statements reflect the Group's share of total assets of ₹ 52.72 crores as at 31st March 2016, total revenues of ₹ 8.54 crores and net cash flows amounting to ₹ (0.26) crores for the year ended on that date, as considered in the Statement, was audited by one of us.

The Statement include the Group's share of total profit after tax of ₹ Nil crores for the year ended 31st March 2016 of the associate, was audited by one of us.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is based on the financial statements/financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

1. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
2. In our opinion, proper books of accounts as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.



3. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
4. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
5. On the basis of the written representations received from the Directors of the Holding Company as on 31st March 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditor of the subsidiary company and associate company, none of the directors of the Group and its associate company is disqualified as on 31st March 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
6. We have enclosed our separate report in "Annexure A" with respect to the adequacy of the internal financial controls over financial reporting of the entities in the Group and associate company and the operating effectiveness of such controls. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of entities in the Group and the associate company.
7. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The details of the pending litigations and its impact on the Financial Statements have been disclosed in the standalone financial statements of the respective entities in the Group and by the associate
 - ii. The Group and associate company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the entities in the Group and its associate.

For M.S.Jagannathan & N.Krishnaswami
Chartered Accountants
Firm Registration No. 001208S
K.Srinivasan
Partner
Membership No. 021510

Chennai
20-05-2016

For CNGSN & Associates LLP
Chartered Accountants
Firm Registration No. 004915S
LLP Registration No. S200036
C.N.Gangadaran
Partner
Membership No. 011205

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF THE RAMCO CEMENTS LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of The Ramco Cements Limited, its subsidiary and its associate ("the Group") as of 31st March 2016 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary and its associate company, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal

Financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on Group's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the

THE RAMCO CEMENTS LIMITED

Guidance Note”) issued by ICAI and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Group’s internal financial controls system over financial reporting.

Other Matters

The subsidiary and associate have been audited by one of us and the report of the subsidiary and associate company auditors have been considered by us.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial

control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company, its subsidiary and its associate company have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M.S.Jagannathan & N.Krishnaswami
Chartered Accountants
Firm Registration No. 001208S
K.Srinivasan
Partner
Membership No. 021510

Chennai
20-05-2016

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CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2016

			₹ In Crores
	Note No.	As at 31-03-2016	As at 31-03-2015
EQUITY & LIABILITIES			
Shareholders' Funds			
Share Capital	3	23.81	23.81
Reserves and Surplus	4	3,049.46	2,601.81
		3,073.27	2,625.62
Minority Interest	4 a	0.70	0.61
Non Current Liabilities			
Long Term Borrowings	5	1,070.98	1,727.34
Deferred Tax Liabilities (net)	6	852.77	827.61
Other Long Term Liabilities	7	520.27	381.68
Long Term Provisions	8	17.21	14.23
		2,461.23	2,950.86
Current Liabilities			
Short Term Borrowings	9	701.66	553.61
Trade Payables	10	209.25	229.58
Other Current Liabilities	11	552.18	566.06
Short Term Provisions	12	26.56	79.41
		1,489.65	1,428.66
Total		7,024.85	7,005.75
ASSETS			
Non-Current Assets			
Fixed Assets	13		
Tangible Assets		4,852.80	4,783.54
Intangible Assets		79.52	98.92
Capital Work in Progress		138.31	257.58
Intangible Assets Under Development		8.53	5.14
Non Current Investments	14	367.27	357.73
Long term Loans and Advances	15	271.00	382.32
Other Non Current Assets	16	3.64	2.06
		5,721.07	5,887.29
Current Assets			
Inventories	17	550.17	521.65
Trade Receivables	18	468.48	380.22
Cash and Bank Balances	19	91.13	62.86
Short Term Loans and Advances	20	192.26	149.09
Other Current Assets	21	1.74	4.64
		1,303.78	1,118.46
Total		7,024.85	7,005.75
Significant Accounting Policies	2		
<i>See accompanying notes to the financial statements</i>			

As per our report annexed

For M.S.JAGANNATHAN &
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M.M.VENKATACHALAM
Smt. Justice CHITRA VENKATARAMAN (Retd.)
Directors

Chennai
20-05-2016

THE RAMCO CEMENTS LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2016

			₹ In Crores
REVENUE	Note No.	2015-16	2014-15
Revenue from Operations	22	3,604.27	3,655.35
Other Income	23	90.29	84.92
Total Revenue		3,694.56	3,740.27
EXPENSES			
Cost of Materials Consumed	24	584.34	677.33
Changes in Inventories of Finished Goods and Work-in-progress	25	9.94	3.21
Employee Benefits Expense	26	259.92	229.29
Finance Costs	27	182.13	195.14
Depreciation and Amortization Expense	28	268.56	251.24
Other Expenses	29	1,686.19	2,025.62
Total Expenses		2,991.08	3,381.83
Profit Before Tax		703.48	358.44
Tax Expenses			
Current Tax		149.84	75.28
Excess tax provision related to earlier years written back		(23.84)	—
MAT Credit Recognition for Current year		(19.35)	(60.23)
MAT Credit Recognition for Previous year		—	(6.28)
Net Current tax expenses		106.65	8.77
Deferred Tax		38.27	105.97
Total Tax Expenses		144.92	114.74
Profit for the year before Minority Interest and Share of Profit/Loss of Associate		558.56	243.70
Less: Minority Interest		0.09	0.38
Add: Share of Profit of Associate		—	2.81
Profit for the year		558.47	246.13
Earnings Per Equity share of face value of ₹ 1 each	38		
Basic and Diluted in ₹		23	10
Significant Accounting Policies	2		
<i>See accompanying notes to the financial statements</i>			

As per our report annexed

For M.S.JAGANNATHAN &
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Directors

Chennai
20-05-2016



CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016

₹ In Crores

	2015-16	2014-15
Cash Flow from Operating Activities		
Profit Before Tax	703.48	358.44
<i>Adjustments to reconcile profit before tax to net cash flows:</i>		
Depreciation	268.56	251.24
Amortisation of Intangible Assets	20.03	22.44
Loss / (Profit) on sale of assets <i>(Including Investment Property)</i>	0.38	(0.25)
Bad Debts written off	0.28	0.65
Profit on Sale of Equity Shares	(17.53)	—
Impairment Loss on assets	0.58	1.60
Dividend Received & Re-invested	(0.02)	(0.03)
Provision for Leave Encashment	2.76	2.20
Provision for Mines Restoration Expenditure	1.49	—
Premium on Forward Contract amortized	1.64	2.09
Interest & Dividend received	(9.35)	(5.04)
Rent Receipt	(7.52)	(7.48)
Interest Expense	176.77	192.98
Provision for diminution in carrying amount of Investments	0.03	(0.03)
Exchange Difference on Forex Transactions	3.72	0.07
Operating Profit before Working Capital changes	1,145.30	818.88
<i>Movements in Working capital:</i>		
Trade and other receivables	(2.58)	0.70
Earmarked Balances with Banks	(2.54)	0.70
Inventories	(28.52)	163.88
Trade payables and other liabilities	100.10	16.45
Cash generated from Operations	1,211.76	1,000.61
Direct Taxes paid	(144.34)	(69.06)
Net Cash generated from Operating Activities	1,067.42	931.55
Cash flow from Investing Activities		
Purchase of Fixed Assets and Investment Properties <i>(Including Capital work-in-progress and Capital Advances)</i>	(272.01)	(442.78)
Proceeds from Sale of Fixed Assets <i>(Including Investment Property)</i>	0.95	3.63
Interest & Dividend received	10.11	5.06
Investment in Equity Shares <i>(Include Investment in Associate of ₹ 5.38 Crores; PY: ₹ 51.15 Crores)</i>	(5.57)	(51.15)
Rent Received	7.52	7.48
Proceeds from Sale of Equity Shares	25.36	0.70
Net Cash used in Investing Activities	(233.64)	(477.06)

THE RAMCO CEMENTS LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016 (Contd.)

		₹ In Crores	
		2015-16	2014-15
Cash flow from Financing Activities			
Proceeds from Long Term Borrowings		968.60	700.00
Repayment of Long Term borrowings		(1,631.62)	(706.00)
Proceeds from / (Repayment of) Short term borrowings (net)		148.05	(170.08)
Payment of Dividend and Dividend Distribution Tax		(129.07)	(27.88)
Interest paid		(164.01)	(232.37)
Net Cash used in Financing Activities	C	(808.05)	(436.33)
Net Increase / (Decrease) in Cash and Cash equivalents	(A+B+C)	25.73	18.16
Opening balance of Cash and Cash equivalents	D	58.35	40.19
Closing balance of Cash and Cash equivalents	E	84.08	58.35
Earmarked Balances with Banks (i)	F	7.05	4.51
Closing Cash and Bank Balances	(E+F)	91.13	62.86

Notes:

- (i) These balances are not available for use by the Company as they represent Unclaimed/Disputed Dividend liabilities of ₹ 4.75 Crores (PY: ₹ 4.33 Crores) and ₹ 2.30 Crores (PY: ₹ 0.18 Crores) held towards security to various Government Departments.
- (ii) The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (AS) 3 on Cash Flow Statement.

See accompanying notes to the financial statements

As per our report annexed

For M.S.JAGANNATHAN &
N.KRISHNASWAMI
Chartered Accountants
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Directors

Chennai
20-05-2016



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

The Ramco Cements Limited is a public limited Company domiciled and headquartered in India and incorporated under the provisions of Companies Act. Its shares are listed in BSE Limited, and National Stock Exchange of India Limited. The Company is engaged in manufacture of Cement, Ready-mix concrete and Dry Mortar products. The Company caters mainly to the domestic markets. The Company is also engaged in sale of surplus electricity generated from its windmills and thermal power plants after meeting its captive requirements.

2. Significant Accounting Policies

2.1 Basis of Preparation and Presentation of Consolidated Financial Statements (CFS)

2.1.1. The CFS have been prepared under the historical cost convention in accordance with the generally accepted accounting principles in India, and in compliance of the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. Pursuant to General Circular No.39/2014 dated 14-10-2014 issued by the Ministry of Corporate Affairs that the disclosures made already under the standalone financial statements are not merely repeated and thus the disclosures that are relevant arising out of consolidation have only been presented.

2.1.2 The CFS comprises the financial statements of The Ramco Cements Limited, its Subsidiary Company and Associate Company. The list of Companies which are included in consolidation and the Parent Company's holding and voting rights therein are as under:

Name of the Company	% of Holding & Voting Rights	
	2015-16	2014-15
Subsidiary		
Ramco Windfarms Limited	71.50 %	71.50 %
Associate		
Madurai Trans Carrier Limited	29.86 %	-
Ramco Systems Limited (*)	18.34%	22.21%

(*) Ramco Systems Limited ceased to be an Associate by virtue of reduction in shareholding with effect from 29-04-2015.

The above Companies are incorporated in India and financial statements of the respective companies are drawn up to the same reporting date as that of the parent Company (i.e.) 31-03-2016.

2.1.3 The accounting policies that are adopted in preparation of CFS are consistently followed by the Company as in the

previous year except for change in the accounting policies as below:

The Company was previously depreciating its tangible assets based on useful life prescribed by the schedule II of the Companies Act, 2013. With effect from 01-04-2015, it became mandatory that the computation of depreciation has to be done based on useful life of significant components that are materially different from the remaining components of those assets. Accordingly, the useful life and the value of such components of tangible asset have been determined based on technical advice.

As per the transitional provisions of Schedule II of the Companies Act, 2013 the Company opted to adjust the carrying amount of the components of asset as on 01-04-2015 in the Retained earnings, where the remaining useful life of components of such assets is Nil after retaining the residual value of 5%, net of applicable adjustment of deferred taxes.

The Company used to charge off the mines restoration expenses to the Statement of Profit and Loss in the year in which such expenditure is incurred. From this year onwards, the Company provides for the estimated expenses that are required to restore the mines. The estimated restoration expenses are originally assessed based on the total available minerals and provision is created based on the quantity of minerals mined during the year. Mines restoration expenses are incurred on an on-going basis until the closure of mines. The total estimate of restoration expenses is reviewed periodically, on the basis of technical estimates. However, the actual expenses may vary based on the nature of restoration.

2.1.4 The CFS is presented in Indian Rupees rounded to the nearest crores with two decimals. The amount below the round off norm adopted by the Company is denoted as ₹ 0.00 crores.

2.1.5 The Company generally follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis.

2.1.6 The Company has considered its operating cycle as 12 months for the purpose of Current or Non-current classification of assets and liabilities.

2.1.7 The previous year figures are regrouped / restated wherever necessary.

2.2 Principles of Consolidation

2.2.1 The CFS of the parent Company and its subsidiary Company have been consolidated on a line-by-line basis by adding together the book value of like items of assets, liabilities, income and expenses, after elimination of intra-group balances and intra-group transactions resulting in unrealized Profits/Losses.

2.2.2 The CFS has been prepared using uniform accounting policies for like transactions and other events in similar circumstances and is presented, to the extent possible, in the same manner as the parent Company's standalone financial statements.

2.2.3 Minority interest in the net assets of consolidated subsidiary is identified and presented in the Consolidated Balance Sheet separately from liabilities and equity of the parent Company's shareholders.

Minority interest in the net assets of consolidated subsidiary consists of:

- a) The amount of subscribed equity share capital attributable to minority shareholders during the year.
- b) The minority share of movement in equity since the date the parent subsidiary relationship came into existence.

2.2.4 The CFS include the share of profit / loss of the Associate Company, since the Parent Company directly holds more than 20% of equity in the Associate Company, which has been accounted for using equity method as per AS-23, Accounting of Investments in Associates in Consolidated Financial Statements. Accordingly, the share of Profit / loss of the associate Company (the loss being restricted to the cost of investment) has been added to / deducted from the cost of investments.

2.2.5 The difference between the cost of investment in the associate and the Company's share of net assets at the time of acquisition of share in the associate is identified in the CFS as Goodwill or Capital reserve on Consolidation as the case may be. The Goodwill arising on consolidation is not amortised but tested for impairment.

2.2.6 The Company discontinues the use of the equity method from the date when its investment ceases to be an Associate and accounted in accordance with Accounting Standard (AS) 13, Accounting for Investments. Accordingly, in CFS the carrying amount of the Investment on that date of cessation of Associate is considered as cost.

2.3 Use of Estimates

2.3.1 The preparation of CFS in accordance with the generally accepted accounting principles requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates in the future periods.

2.3.2 Estimates and underlying assumptions are reviewed on an on-going basis. Any revision to accounting estimates is recognised prospectively in the current and future periods.

2.4 Inventories

2.4.1 Raw-materials, Components, Stores & Spares, Fuel, Packing materials etc., are valued at cost, computed on a moving weighted average basis including the cost incurred in bringing the inventories to their present location and condition after providing for obsolescence and other losses or net realisable value whichever is lower. However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost.

2.4.2 Process stock is valued at weighted average cost including the cost of conversion with systematic allocation of production and administration overheads or net realisable value whichever is lower.

2.4.3 Finished goods are valued at cost or net realisable value whichever is lower. Cost includes cost of conversion and other costs incurred in bringing the inventory to their present location and condition including excise duty.

2.4.4 Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale.

2.5 Cash Flow Statement

2.5.1 Cash flows are presented using indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

2.5.2 Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances, highly liquid investments that are readily convertible into cash.

2.6 Depreciation & Amortisation

2.6.1 Depreciation is the systematic allocation of the depreciable amount of an asset over its useful life. The depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less 5% being its residual value, except for process control systems whose residual value is considered as Nil.

2.6.2 Freehold lands are not depreciated. Leasehold lands are amortised on straight-line basis over lease period and are included in "Depreciation & Amortisation".

2.6.3 Depreciation is provided on straight-line method based on useful life of significant components of certain class of tangible assets viz., plant, property and equipments based on technical advice.

2.6.4 The Company believes the useful lives of the significant components of certain class of tangible assets on best estimate basis upon technical advice, which is different



from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013, as below:

Significant Components forming part of	Useful life of such components ranging from
Buildings	3 to 60 years
Plant and equipments - Cement	2 to 60 years
Thermal power plants	5 to 60 years
Windmills	5 to 30 years
Workshop and Quarry equipments	8 to 25 years
Plant and equipments - Ready mix concrete	10 to 25 years
Plant and equipments - Dry mortar products	5 to 25 years

2.6.5 The Company does not consider it appropriate to componentise certain class of tangible assets viz., Furniture & Fixtures, Office Equipment and Vehicles as these assets are generally replaced in entirety. For these classes of assets, the useful life prescribed in Schedule II to the Companies Act, 2013 have been adopted.

2.6.6 Depreciation for tangible assets on additions is calculated on pro-rata basis from the date of such additions. For deletion/disposals, the depreciation is calculated on pro-rata basis up to the date on which such assets have been discarded / sold.

2.6.7 Intangible Assets are amortised over their estimated useful life on straight line method. The estimated useful lives of intangible assets and its accounting classification are given below:

Nature of Intangible assets	Estimated useful life
Mining rights	Over the period of mining lease
Mine Development	5 years
Computer software	6 years
Power transmission system	5 years

Amortisation of Intangible assets	Accounting classification
Mining rights	Depreciation & Amortisation
Mine Development	Cost of materials consumed
Computer software	Depreciation & Amortisation
Power transmission system - Sale of power - Purchase of power	- Profit on Sale of Power from TPP - Power & Fuel

2.6.8 The estimated useful life of the both tangible and intangible assets is reviewed each financial year to reflect the changed pattern, if any.

2.7 Revenue Recognition

2.7.1 Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

2.7.2 Revenue from operations:

- Sale of products is recognised when the significant risks and rewards of ownership of the goods have been passed to the buyer. It excludes Excise duty, Education Cess, Secondary and Higher education cess, VAT / CST, trade discounts, rebates and returns.
- Industrial Promotion Assistance (IPA) is recognised when the Company's right to receive the same is established with reasonable certainty.
- Power generated from Windmills:

Power generated from windmills that are covered under power purchase agreement with TANGEDCO are sold to State Electricity Boards at the rate fixed by respective State Electricity Regulatory Commissions and the income is included in Value of power generated from windmills.

Power generated from windmills that are covered under wheeling & banking arrangement with TANGEDCO, KPTCL & BESCOM are consumed at factories. The monetary values of such power generated that are captively consumed are not recognised as revenue because it is inter-divisional transfer.

2.7.3 Other income:

- Interest income, Rental income are recognised on time proportion basis.
- Dividend income is recognised when the Company's right to receive dividend is established.
- Scrap sales does not include Excise duty, Education Cess, Secondary and Higher Education Cess, VAT / CST.
- Profit on sale of Power from TPP, arising out of sale of surplus electricity generated from its thermal power plants after meeting its captive requirements, is recognised net off expenses attributable to it.
- Sale of carbon credits are recognised upon execution of firm sale contract for the eligible credits.

2.8 Tangible Fixed Assets

2.8.1. Tangible Fixed Assets are stated at cost of acquisition or construction (net of CENVAT / VAT wherever applicable) less accumulated depreciation / amortisation and impairment losses if any, except freehold land which

is carried at cost. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Machinery spares that are purchased alongwith the original equipments, machineries which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised at cost.

Pursuant to Schedule II of the Companies Act, 2013 the Company has componentised all the tangible fixed assets except Furniture & Fixtures, Office Equipments and Vehicles. The cost of replacement of significant components are capitalised and the carrying amount of replaced components are de-recognised.

Other expenses on fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts that are not significant, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

- 2.8.2 The cost of land acquired under lease securing right to use of land for a term in connection with installation of plants is capitalised.
- 2.8.3 Fixed assets acquired in full or part exchange for another asset are recorded at the fair market value or the net book value of the asset given up, adjusted for any balancing cash transaction. Fair market value is determined either for the assets acquired or asset given up, whichever is more clearly evident.
- 2.8.4 Fixed assets are eliminated from the CFS on disposal or when no further benefit is expected from its use and disposal. When gains or losses arise from disposal of fixed assets, the difference between the net disposal proceeds and the carrying amount of such assets, are recognised in the Statement of Profit and Loss.
- 2.8.5 Projects under which tangible fixed assets are not yet ready for their intended use are carried at cost, including related expenses and attributable interest are recognised as capital work-in-progress.

2.9 Foreign currency transactions

- 2.9.1 All transactions in foreign currency are recorded on initial recognition at the exchange rates prevailing on that date.
- 2.9.2 Monetary assets and liabilities in foreign currencies outstanding at the year end are translated at the rates prevailing on Balance Sheet date and the resultant gains or losses are recognised during the year.
- 2.9.3 In respect of forward exchange contracts to hedge currency risks, the difference between the forward rate and the exchange rate at the inception of a forward exchange

contract is recognised as income or expense amortized over the life of the contract. Any profit or loss arising on cancellation or renewal of such forward exchange contract is recognised as income or expense in the period in which such cancellation or renewal is made.

- 2.9.4 The Exchange differences arising on forward exchange contracts as on Balance Sheet date are recognised as income or expenses along with the exchange differences of the underlying assets and liabilities.

2.10 Government Grants

- 2.10.1 Revenue related grants are recognised upon fulfilment of conditions attached thereto on accrual basis, wherever there is reasonable certainty and are disclosed under other operating revenue. Receivables of such grants are shown under Loans and Advances.
- 2.10.2 Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same. Receivables of such benefits are shown under Loans and Advances.
- 2.10.3 Capital grant not related to specific fixed assets are accounted as "Capital Subsidy" under Reserves and Surplus upon fulfilment of conditions attached thereto.

2.11 Investments

- 2.11.1 All investments being non-current and non-trade are valued at cost. Costs of investments include acquisition charges such as brokerage, fees and duties.
- 2.11.2 The carrying amount of long term investments is determined on an individual investment basis.
- 2.11.3 As at the Balance Sheet date, provision for diminution is made to recognise the decline other than temporary, in the value of investments. The reduction in carrying amount is charged to Statement of Profit and Loss. This reduction amount is reversed when there is a rise in the value of investment.
- 2.11.4 On disposal of an investment, the difference between the carrying amount and the net disposal proceeds is recognised in the Statement of Profit and Loss under "Other Income".

2.12 Investment Properties

- 2.12.1 An investment in land or buildings, which are not intended to be occupied substantially for use by, or in the operations of the Company, are classified as investment properties.
- 2.12.2 Investment properties are stated at cost, net of accumulated depreciation and impairment loss, if any.
- 2.12.3 Depreciation on buildings under investment properties are calculated on straight-line method based on useful life of the significant components of such assets.



- 2.12.4 Gains or losses arising from disposal of investment properties, measured as the difference between the net disposal proceeds and the carrying amount of such investment properties, are recognised in the Statement of Profit and Loss.

2.13 Employee Benefits

- 2.13.1 Short-term employee benefits viz., Salaries and Wages are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.
- 2.13.2 Defined Contribution plan viz., Contributions to Provident Fund and Superannuation Fund are recognized as an expense in the Statement of Profit and Loss for the year in which the employees have rendered services.
- 2.13.3 The Company contributes monthly to Employees' Provident Fund & Employees' Pension Fund administered by the Employees' Provident Fund Organisation, Government of India, at 12% of employee's basic salary.
- 2.13.4 The Company also contributes for superannuation a sum equivalent to 15% of the officer's eligible annual basic salary. Out of the said 15% contribution, a sum upto ₹ 1 Lac per annum is remitted to The Ramco Cements Limited Officer's Superannuation Fund administered by trustees and managed by LIC of India. The balance amount, if any, is either remitted to National Pension System (NPS) subject to applicable ceiling or paid as salary at the option of employees. There are no other obligations other than the above defined contribution plans.
- 2.13.5 The Company has its own Defined Benefit plan viz., an approved Gratuity Fund. It is in the form of lump sum payments to vested employees on resignation, retirement, death while in employment or on termination of employment, of an amount equivalent to 15 day's basic salary for each completed year of service. Vesting occurs upon completion of five years of continuous service. The Company makes annual contributions to "The Ramco Cements Limited Employees' Gratuity Fund" administered by trustees and managed by LIC of India, based on the Actuarial Valuation by an independent external actuary as at the Balance Sheet date using the projected unit credit method.
- 2.13.6 The Company has a policy of providing encashment of un-availed leave to its employees. The expense is recognized at the present value of the amount payable determined based on an independent external actuarial valuation as at the Balance Sheet date, using projected unit credit method.
- 2.13.7 Actuarial gains and losses, if any, in respect of Defined Benefit plans are charged to Statement of Profit and Loss.

2.14 Borrowing Costs

- 2.14.1 Borrowing cost include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss.
- 2.14.2 Borrowing costs directly attributable to the acquisition and construction of an asset which takes substantial period of time to get ready for its intended use are capitalised as a part of the cost of those assets, until such time the asset is substantially ready for its intended use.

2.15 Segment Reporting

- 2.15.1 The Company prepares its segment information in conformity with accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.
- 2.15.2 The Company identifies business segment as the primary segment. Under the primary segment, there are two reportable segments viz., Cement and Power generation from Windmills.
- 2.15.3 Segments were identified considering the nature of the products, the differing risks and returns. The inter-segment transfers of units of power from windmills are recognised at the applicable tariff rates of the electricity boards for the purpose of segment reporting as per the relevant accounting standard.
- 2.15.4 The Company caters mainly to the needs of the domestic market and thus there are no reportable geographical segments.
- 2.15.5 Costs are allocated to the respective segment based upon the actual incidence of respective cost. Unallocated items include general corporate income and expenses which are not allocated to any business segment.

2.16 Leases

- 2.16.1 Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vests with the Lessor are recognised as operating lease.
- 2.16.2 Operating lease receipts and payments are recognised in the Statement of Profit and Loss on accrual basis as per the lease terms.

2.17 Earnings Per Share

Net profit after tax attributable to equity shareholders is divided by the weighted average number of equity shares including unallotted bonus shares outstanding during the year.

2.18 Income-tax

- 2.18.1 Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income tax Act, 1961 and other applicable tax laws.
- 2.18.2 Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future tax liability is recognised as an asset to the extent there is convincing evidence that the Company will pay normal Income tax and it is highly probable that future economic benefits associated with it will flow to the Company during the specified period. The said asset is recognised as "MAT Credit Entitlement" and the same is created by way of credit to the Statement of Profit and Loss and shown as "MAT Credit Recognition". The Company reviews the "MAT Credit Entitlement" at each Balance Sheet date and writes down the carrying amount of the same to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income tax during the specified period.
- 2.18.3 Current tax assets and liabilities are offset since the Company has legally enforceable right to set off the recognised amounts and intends to settle the asset and the liability on a net basis.
- 2.18.4 Deferred tax is recognised on timing difference between taxable income and the accounting income that originates in one period and is capable of reversal in one or more subsequent periods. It is recognised based on the accumulated timing difference using the tax rates and the tax laws enacted or substantially enacted as on reporting date.
- 2.18.5 The deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is un-absorbed depreciation or carry forward losses under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. This is reviewed for realisability at each Balance Sheet date.
- 2.18.6 Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by same governing tax laws and the Company has legally enforceable right for such set off.
- 2.18.7 Deferred tax on items directly recognised in reserves is also recognised in reserves and not in the Statement of Profit and Loss.

2.19 Intangible Assets

- 2.19.1 The cost incurred in connection with securing right to extract mineral reserves and development of mines are capitalised.

- 2.19.2 The costs of computer software acquired and its subsequent improvements are capitalised. Internally generated software is not capitalized and the expenditure is recognized in the Statement of Profit and Loss in the year in which the expenditure is incurred.
- 2.19.3 The cost incurred for establishing power transmission system for sale of power from Company's captive thermal power plants to State grid are capitalized as the Company is expected to yield future economic benefits for its unrestricted usage.
- 2.19.4 The cost incurred for establishing power transmission system for drawl of power from State grid to the Company's grinding unit is capitalised as the Company is expected to yield future economic benefits for its unrestricted usage.
- 2.19.5 The intangible assets that are not yet ready for their intended use are carried at cost including related expenses and attributable interest are recognised as Intangible assets under development.

2.20 Impairment of Assets

- 2.20.1 The carrying values of tangible assets, cash generating units and intangible assets at each Balance Sheet date are reviewed for impairment if any indication of impairment based on internal and external factors.
- 2.20.2 Tangible Asset is treated as impaired when the carrying amount of the asset exceeds its recoverable value. The intangible assets are treated as impaired when the asset is not available for use and no future economic benefits are expected from its use. After recognition of impairment loss, the depreciation for the fixed assets is provided for remaining useful life based on the revised carrying amount, less its residual value if any, on straight line basis.
- 2.20.3 An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired.
- 2.20.4 An impairment loss is reversed when there is an indication that the impairment loss may no longer exist or may have decreased.

2.21 Mines Restoration Expenditure

- 2.21.1 The Company provides for the estimated expenses that are required to restore mines. The estimated restoration expenses are determined based on the estimated mineral reserves available. The actual expenses may vary based on the nature of restoration and estimate of restoration expenses.
- 2.21.2 Mines restoration expenses are incurred on an on-going basis until the closure of mines. The total estimate of restoration expenses is reviewed periodically, on the basis of technical estimates. The provision for this expenses are



included under “Cost materials consumed” to the extent such mineral reserves were used in the production.

2.22 Provisions, Contingent Liabilities and Contingent Assets

2.22.1 Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources embodying economic benefits in respect of which a reliable estimate can be made. Such provisions are not discounted to their present value except relating to retirement benefits. These provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

2.22.2 Insurance claims are accounted on the basis of claims admitted or expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

2.22.3 Contingent liability is a possible obligation that may arise from past events and its existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the same are not recognised but disclosed its existence in the financial statements. Contingent Assets are neither recognised nor disclosed.

2.23 Research & Development Expenditure

Expenditure on Research & Development of revenue nature incurred by the Company is charged to Statement of Profit & Loss under the respective revenue heads, while those of capital nature are treated as fixed assets, under the respective asset heads and depreciated in accordance with the policies stated for Tangible Fixed Assets.

THE RAMCO CEMENTS LIMITED

NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2016

₹ In Crores

	As at 31-03-2016	As at 31-03-2015
NOTE 3		
SHARE CAPITAL		
Authorised		
25,00,00,000 Equity Shares of ₹ 1/- each (PY: 25,00,00,000 Equity Shares of ₹ 1/- each)	25.00	25.00
Issued, Subscribed and Fully paid-up		
23,80,76,780 Equity Shares of ₹ 1/- each (PY: 23,80,76,780 Equity Shares of ₹ 1/- each)	23.81	23.81

Note:

2,33,600 bonus shares of ₹ 1/- each (PY: 2,33,600 bonus shares of ₹ 1/- each) remain unallotted pending completion of required formalities.

(i) Reconciliation of the number of shares outstanding

Number of equity shares outstanding at the beginning of the year	23,80,76,780	23,79,69,380
Issue of Equity Shares	—	—
Bonus Issue allotted during the year	—	107,400
Equity shares bought back during the year	—	—
Number of Equity shares outstanding at the end of the year	23,80,76,780	23,80,76,780

(ii) Term/Rights/Restrictions attached to Equity Shares

The Company has one class of equity shares having a face value of ₹ 1/- each. Each shareholder is eligible for one vote per share held. The Company declares and pays dividend in Indian Rupees. In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of Shareholders holding more than 5 percent in the Company

	No. of Shares	% of holding	No. of Shares	% of holding
Ramco Industries Limited	4,93,12,420	20.71	4,93,12,420	20.71
Rajapalayam Mills Limited	3,29,05,000	13.82	3,29,05,000	13.82

(iv) Aggregate number of equity shares of ₹1 each allotted as fully paid up by way of Bonus Shares during the period of five years immediately preceeding the reporting date

1,07,400



NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2016

₹ In Crores

	As at 31-03-2016	As at 31-03-2015
NOTE 4		
RESERVES AND SURPLUS		
Capital Redemption Reserve		
Balance as per the last financial statement	1.38	1.38
Debenture Redemption Reserve		
Balance as per the last financial statement	—	—
Add: Amount transferred from Surplus balance in the Statement of Profit & Loss	125.00	—
Closing Balance	125.00	—
Other Reserves		
Capital Subsidy		
Balance as per the last financial statement	1.50	1.50
General Reserve		
Balance as per last financial statement	2,518.50	2,355.40
Less : Unallotted Bonus Shares Allotted during the year	—	0.01
Add: Amount transferred from Surplus balance in the Statement of Profit and Loss	322.44	163.11
Closing Balance	2,840.94	2,518.50
Surplus in the Statement of Profit and Loss		
Balance as per last financial statement	80.43	76.85
Less: Depreciation on transition to Schedule II of the Companies Act, 2013 on fixed assets net of deferred tax of ₹ 13.12 Crores (PY: ₹ 15.62 Crores)	24.77	36.22
Less: Depreciation Adjustment on transition to Schedule II of the Companies Act, 2013 on fixed assets of Associate Company	—	0.20
Add: Profit for the year	558.47	246.13
Balance available for Appropriations	614.13	286.56
Less: Appropriations		
Interim Dividend (CY: ₹ 3 per share; PY: Nil)	71.49	—
Tax on Interim Dividend	14.56	—
Proposed Equity Dividend (CY: Nil; PY: ₹ 1.50 per share)	—	35.75
Tax on proposed Equity Dividend	—	7.27
Transfer to Debenture Redemption Reserve	125.00	—
Transfer to General reserve	322.44	163.11
Total Appropriations	533.49	206.13
Net Surplus in the Statement of Profit and Loss	80.64	80.43
Total	3,049.46	2,601.81
NOTE 4 a		
MINORITY INTEREST		
Share of Capital in Subsidiary	0.29	0.29
Share of Profit in Subsidiary	0.41	0.32
Total	0.70	0.61

THE RAMCO CEMENTS LIMITED

NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2016

	₹ In Crores	
	As at 31-03-2016	As at 31-03-2015
NOTE 5		
LONG TERM BORROWINGS		
Secured		
Redeemable Non Convertible Debentures (NCDs) at par		
8.55% Non Convertible Debentures	100.00	—
8.70% Non Convertible Debentures	100.00	—
Term Loans from Banks	379.82	1217.83
Soft Loan from Government	129.37	110.77
Sub Total	709.19	1328.60
Unsecured		
Interest free Deferred Sales tax liability	361.79	398.74
Sub Total	361.79	398.74
Total	1,070.98	1,727.34

Nature of Security:

- (a) *Redeemable Non Convertible Debentures at par*
- (i) *Pari passu first charge, by way of hypothecation, on the movable fixed assets of the company, both present and future.*
- (ii) *Pari passu first charge, by way of mortgage, on the immovable properties, both present and future, pertaining to cement plant at Alathiyur, Tamil Nadu.*
- (b) *Term Loans from Banks*
- (i) *Pari passu first charge, by way of hypothecation, on the movable fixed assets of the company, both present and future.*
- (ii) *Pari passu first charge, by way of mortgage, on the immovable properties, both present and future, pertaining to company's cement plants.*
- (iii) *Pari passu first charge, by way of hypothecation of 33.24 MW Wind Electric Generators (WEGs)*
- (c) *Soft Loan from Government*
- Pari passu first charge, by way of hypothecation on the movable fixed assets and mortgage on the immovable properties pertaining to Cement unit located in Ariyalur, Expansion at Ramasamy Raja Nagar Plant, Grinding units at Chengalpattu and Salem.*
- (d) *Interest Rates / Repayment Terms*
- Interest Rates and Repayment terms for the above loans are furnished in Disclosures forming part of the Financial Statements under Note 31a*

NOTE 6

DEFERRED TAX LIABILITIES (NET)

Deferred Tax Liability

Tax Impact on difference between Book depreciation and depreciation under the Income Tax Act, 1961

Tax Impact of amortization of Intangible assets

Deferred Tax Asset

Tax effect of Provision for leave encashment

Tax effect of Carry forward loss / Unabsorbed Depreciation

Tax effect of Provision for bad and doubtful debts

Others

Total

867.42	836.43
1.49	2.38
868.91	838.81
(7.43)	(6.48)
(4.65)	(1.17)
(3.55)	(3.55)
(0.51)	—
(16.14)	(11.20)
852.77	827.61



NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

₹ In Crores

	As at 31-03-2016	As at 31-03-2015
NOTE 7		
OTHER LONG TERM LIABILITIES		
Trade payables	5.55	4.17
Payables for Capital goods	6.49	8.55
Security deposits by		
- Related parties	0.60	0.60
- Customers	504.35	366.19
- Service providers	3.28	2.17
Total	520.27	381.68
NOTE 8		
LONG TERM PROVISIONS		
Provision for Leave encashment	15.72	14.23
Provision for Mines Restoration expenditure	1.49	—
Total	17.21	14.23
NOTE 9		
SHORT TERM BORROWINGS		
Secured		
Loan from Banks	10.00	75.00
Buyers' Credit in foreign currency	18.52	38.13
Cash credit	346.35	204.68
Sub Total - Secured (#)	374.87	317.81
Unsecured		
Loans and advances from Director (Note 31b)	4.81	0.33
Other Loans and Advances		
Loan from Banks	321.98	—
Buyers' Credit in foreign currency	—	26.88
Commercial Papers	—	208.59
Sub Total Unsecured	326.79	235.80
Total	701.66	553.61
Nature of Security:		
<i>(#) Pari passu first charge, by way of hypothecation, on the current assets of the company, present and future.</i>		
NOTE 10		
TRADE PAYABLES		
Payables to Related parties	1.41	—
Others	207.84	229.58
Total	209.25	229.58

Note: There are no dues to Micro and Small Enterprises as on 31-03-2016 (PY: Nil). This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent of such parties have been identified on the basis of information available with the company

THE RAMCO CEMENTS LIMITED

NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

	As at 31-03-2016	₹ In Crores As at 31-03-2015
NOTE 11		
OTHER CURRENT LIABILITIES		
Current Maturities of Long Term Borrowings (a)	450.27	453.21
Interest accrued but not due on Borrowings	16.72	3.96
Premium payable on Forward contract	0.61	2.07
Unclaimed dividends (b)	4.01	3.75
Disputed Dividend (c)	1.36	1.04
Unclaimed Matured Fixed Deposits (b)	0.02	0.07
Advances from Customers	17.04	15.50
Payables for Capital Goods		
- Related parties	—	0.22
- Others	10.93	36.25
Statutory liabilities payable	50.13	48.84
Other payables	1.09	1.15
Total	552.18	566.06
<i>Notes:</i>		
(a) <i>Current maturities of Long term Borrowings comprises of:</i>		
8.55% Non-convertible Debentures redeemable at par on 24-03-2017	100.00	—
8.70% Non-convertible Debentures redeemable at par on 22-02-2017	100.00	—
8.55% Non-convertible Debentures redeemable at par on 30-01-2017	100.00	—
Term Loan from Banks	108.10	414.24
Interest free Deferred Sales tax liability	42.17	38.97
Total	450.27	453.21

The details with regard to nature of security are furnished in Note 5a, 5b and 5c

(b) Unclaimed Dividend / Fixed deposits represent amount not due for transfer to Investor Education and Protection Fund.

(c) Disputed Dividend represent amounts claimed by the dividend warrant holders, which are subject matter of pending legal disputes

NOTE 12

SHORT TERM PROVISIONS

Provision for Leave encashment	5.76	4.49
Provision for Taxation	20.80	31.90
Proposed Dividend (including Dividend Distribution Tax)	—	43.02
Total	26.56	79.41

Note: Provision for taxation is after netting of Advance Tax paid / TDS for ₹ 144.20 Crores (PY: ₹ 68.68 Crores)



NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

NOTE 13 - TANGIBLE ASSETS

₹ In Crores

Particulars	Year	Gross Block				Depreciation				Impairment				Net Block
		As at the beginning of the year	Additions	Deductions	As at the end of the year	As at the beginning of the year	For the year	Deductions	As at the end of the year	As at the beginning of the year	Impairment Loss for the year	Deductions	As at the end of the year	As at the end of the year
Own assets														
Land	2015-16	429.50	21.99	2.76	448.73	—	—	—	—	—	—	—	—	448.73
	2014-15	397.19	34.81	2.50	429.50	—	—	—	—	—	—	—	—	429.50
Buildings	2015-16	664.31	69.03	—	733.34	127.58	35.18	—	162.76	—	—	—	—	570.58
	2014-15	505.02	165.06	5.77	664.31	64.85	64.06	1.33	127.58	—	0.04	0.04	—	536.73
Plant & Equipments	2015-16	5,630.21	222.04	6.60	5,845.65	1,945.55	234.56	3.20	2,176.91	1.27	0.50	0.50	1.27	3,667.47
	2014-15	5,324.63	336.91	31.33	5,630.21	1,794.04	177.79	26.28	1,945.55	—	1.38	0.11	1.27	3,683.39
Railway Siding	2015-16	68.89	45.70	—	114.59	25.51	4.77	—	30.28	—	—	—	—	84.31
	2014-15	67.86	1.03	—	68.89	20.51	5.00	—	25.51	—	—	—	—	43.38
Workshop, Quarry Equipments etc.	2015-16	46.63	0.98	0.96	46.65	30.43	3.93	0.91	33.45	—	—	—	—	13.20
	2014-15	47.13	0.09	0.59	46.63	26.42	4.48	0.47	30.43	—	—	—	—	16.20
Research & Development Equipments	2015-16	70.85	0.92	8.02	63.75	54.87	2.39	7.62	49.64	—	0.04	0.04	—	14.11
	2014-15	70.85	—	—	70.85	51.18	3.69	—	54.87	—	—	—	—	15.98
Furniture & Fixtures	2015-16	39.72	6.33	7.20	38.85	14.76	3.37	2.03	16.10	—	—	—	—	22.75
	2014-15	34.94	6.51	1.73	39.72	11.70	4.53	1.47	14.76	—	0.04	0.04	—	24.96
Office Equipments	2015-16	44.37	3.88	2.27	45.98	25.95	5.67	1.18	30.44	—	0.04	0.04	—	15.54
	2014-15	41.43	6.38	3.44	44.37	19.46	9.72	3.23	25.95	—	0.12	0.12	—	18.42
Vehicles	2015-16	21.72	4.35	1.40	24.67	10.63	2.47	0.79	12.31	—	—	—	—	12.36
	2014-15	22.30	0.86	1.44	21.72	8.70	2.80	0.87	10.63	—	0.01	0.01	—	11.09
Aircraft	2015-16	—	—	—	—	—	—	—	—	—	—	—	—	—
	2014-15	3.61	—	3.61	—	0.67	0.16	0.83	—	—	—	—	—	—
Leased assets														
Land	2015-16	4.69	—	—	4.69	0.80	0.14	—	0.94	—	—	—	—	3.75
	2014-15	4.75	—	0.06	4.69	0.66	0.14	—	0.80	—	—	—	—	3.89
Total – Tangible Assets	2015-16	7,020.89	375.22	29.21	7,366.90	2,236.08	292.48	15.73	2,512.83	1.27	0.58	0.58	1.27	4,852.80
	2014-15	6,519.71	551.65	50.47	7,020.89	1,998.19	272.37	34.48	2,236.08	—	1.59	0.32	1.27	4,783.54

Notes:

- In Gross Block,
 - Additions include capitalisation of preoperative expenses viz., Insurance premium ₹ 0.11 Crores (PY: ₹ 0.12 Crores) and Borrowing cost - ₹ 0.01 Crores (PY: ₹ 38.89 Crores).
 - Deductions include reclassification of Land: ₹ 2.57 crores; Furniture & Fixtures: ₹ 6.99 crores; Office Equipments: ₹ 1.49 crores into Investment Properties.
 - Deductions include sale of assets Land: ₹ 0.19 crores; Plant & Equipments: ₹ 0.24 crores; Workshop, Quarry Equipments: ₹ 0.96 crores; Research & Development Equipments: ₹ 7.36 crores; Furniture & Fixtures: ₹ 0.10 crores; Office Equipments: ₹ 0.10 crores; vehicles: ₹ 1.40 crores.
 - Deductions include Plant & Equipments: ₹ 6.36 crores; R&D Equipments: ₹ 0.66 crores; Furniture & Fixtures: ₹ 0.11 crores; Office Equipments: ₹ 0.68 Crores, as they were no longer useful and thus derecognised.
- Pursuant to implementation of Schedule II to the Companies act 2013, Depreciation for the year include ₹ 37.89 Crores for transitional adjustment to Opening Balance of Retained Earnings upon componentization of assets. In previous year's depreciation, the transitional adjustment to Opening Balance of Retained Earnings was ₹ 51.84 Crores upon adoption of useful life instead of rates. The consequential deferred tax credit of ₹ 13.12 Crores for the current year (PY: ₹ 15.62 Crores) is also adjusted in retained earnings.
- Deductions in Depreciation include reclassification of Furniture & Fixtures: ₹ 1.81 crores; Office Equipments: ₹ 0.45 crores into Investment Properties.
- Buildings include those constructed on lease hold lands,
 - Gross Block ₹ 61.29 Crores (PY: ₹ 60.71 Crores); Depreciation ₹ 2.16 Crores (PY: ₹ 2.08 Crores); Accumulated depreciation ₹ 17.47 Crores (PY: ₹ 15.31 Crores)
- The impact of change in accounting policy consequent to adoption of different useful life for significant components of assets for computation of Depreciation is disclosed in Note 32.
- Previous years figures have been re-classified/regrouped wherever necessary.

INTANGIBLE ASSETS

Particulars	Year	Gross Block				Depreciation				Impairment				Net Block
		As at the beginning of the year	Additions	Deductions	As at the end of the year	As at the beginning of the year	For the year	Deductions	As at the end of the year	As at the beginning of the year	Impairment Loss for the year	Deductions	As at the end of the year	
Mining rights	2015-16	33.38	0.39	-	33.77	18.16	1.22	-	19.38	-	-	-	-	14.39
	2014-15	27.83	5.55	-	33.38	-	18.16	-	18.16	-	-	-	-	15.22
Mine Development	2015-16	82.33	6.63	-	88.96	39.78	17.44	-	57.22	-	-	-	-	31.74
	2014-15	67.97	14.36	-	82.33	19.93	19.85	-	39.78	-	-	-	-	42.55
Computer Software	2015-16	59.39	4.92	2.51	61.80	25.14	10.09	2.51	32.72	-	-	-	-	29.08
	2014-15	59.42	2.17	2.20	59.39	16.56	10.77	2.19	25.14	-	0.01	0.01	-	34.25
Power Transmission system	2015-16	12.96	-	-	12.96	6.06	2.59	-	8.65	-	-	-	-	4.31
	2014-15	12.96	-	-	12.96	3.47	2.59	-	6.06	-	-	-	-	6.90
Total - Intangible Assets	2015-16	188.06	11.94	2.51	197.49	89.14	31.34	2.51	117.97	-	-	-	-	79.52
	2014-15	168.18	22.08	2.20	188.06	39.96	51.37	2.19	89.14	-	0.01	0.01	-	98.92

Note: Deductions comprise Computer Softwares derecognised from the financial statements since no future economic benefit is expected from its use/disposal.

THE RAMCO CEMENTS LIMITED

NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

		As at 31-03-2016	₹ In Crores As at 31-03-2015
NOTE 13 (Contd.)			
CAPITAL WORK IN PROGRESS			
Buildings		30.81	37.23
Plant & Equipments		105.75	182.97
Railway Siding		1.75	37.38
Total		138.31	257.58
INTANGIBLE ASSETS UNDER DEVELOPMENT			
Mine Development		5.78	5.14
Power Transmission System		2.75	—
Total		8.53	5.14
NOTE 14			
NON-CURRENT INVESTMENTS			
Investment Property (at cost less accumulated depreciation)			
Non trade Investments			
Land			
As at the beginning of the year		140.06	137.57
Add: Reclassification from Tangible Fixed Assets		2.57	2.49
Less: Disposal		0.03	—
As at the end of the year	(1)	142.60	140.06
Building			
As at the beginning of the year		4.92	—
Add: Reclassification from Tangible Fixed Assets		—	4.92
As at the end of the year	(a)	4.92	4.92
Building given on operating lease			
As at the beginning of the year		77.24	60.76
Add: Reclassification from Tangible Fixed Assets		8.48	—
Additions during the year		5.71	16.48
As at the end of the year	(b)	91.43	77.24
Gross Block	(c) = (a) + (b)	96.35	82.16
Less: Accumulated Depreciation as at the beginning of the year		6.60	4.58
Accumulated Depreciation for reclassified asset		2.26	0.52
Depreciation for the year		2.66	1.78
Disposals		—	(0.28)
Accumulated Depreciation as at the end of the year	(d)	11.52	6.60
Net Block	(2) = (c) – (d)	84.83	75.56
Total Investment Property (A)	(1)+(2)	227.43	215.62



NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

₹ In Crores

NOTE 14 (Contd.)	Face Value ₹ per Share	As at 31-03-2016		As at 31-03-2015	
		Number	Amount	Number	Amount
Non-trade Investments in Shares / Mutual Funds (Valued at Cost, unless stated otherwise)					
Quoted Investments - Fully paid up Equity Shares					
Associate					
Ramco Systems Limited (Note 35a) (Include Goodwill of ₹ 36.85 Crores)	10	—	—	54,17,810	90.68
Other Companies					
Ramco Systems Limited (Note 35a)	10	54,17,810	90.68	—	—
Ramco Industries Limited	1	1,33,72,500	20.54	1,33,72,500	20.54
Associated Cements Company Limited	10	103	0.00	103	0.00
India Cements Limited	10	58	0.00	58	0.00
Andhra Cements Limited (Net of Provision for diminution ₹ 0.00 Crores; PY: Nil)	10	27	0.00	27	0.00
Heidelberg Cements India Limited	10	170	0.00	170	0.00
Rajapalayam Mills Limited	10	25,600	0.29	7,25,600	8.12
Housing Development Finance Corporation Limited	2	17,400	0.00	17,400	0.00
HDFC Bank Limited	2	2,500	0.00	2,500	0.00
Indbank Merchant Banking Services Limited (Net of Provision for diminution ₹ 0.16 Crores; PY: ₹ 0.15 Crores)	10	50,000	0.04	50,000	0.05
Tamil Nadu News Print & Papers Limited	10	22,700	0.25	22,700	0.25
Indian Bank	10	2,792	0.02	2,792	0.02
Industrial Development Bank of India Limited (Net of Provision for diminution ₹ 0.02 Crores; PY: Nil)	10	14,240	0.09	14,240	0.11
Investments in Mutual Funds					
HDFC Balance Fund	10	1,45,786	0.23	1,37,197	0.21
Total Quoted Investments (B)			112.14	119.98	
Unquoted Investments - Fully paid up Equity Shares					
Associate					
Madurai Trans Carrier Limited (Note 35b) (Include Goodwill of ₹ 0.01 Crores)	1	5,37,50,000	5.38	—	—
Other Companies					
Lynks Logistics Limited	1	19,00,000	0.19	—	—
Andhra Pradesh Gas Power Corporation Limited	10	16,08,000	22.12	16,08,000	22.12
Sri Vishnu Shankar Mill Limited	10	2,100	0.01	2,100	0.01
Chettinad Cement Corporation Limited	10	—	—	100	0.00
The Madras Cements Employees' Co-operative Stores Ltd.	10	250	0.00	250	0.00
Total Unquoted Investments (C)			27.70	22.13	
Total Cost of Investments (A+B+C)			367.27	357.73	
Aggregate value of Investment Property			227.43	215.62	
Aggregate amount of Quoted Investments			112.32	120.13	
Aggregate amount of Unquoted Investments			27.70	22.13	
Less: Aggregate Provision for diminution in value of Investment			0.18	0.15	
Total			367.27	357.73	
Aggregate Market Value of Quoted Investments			510.33	467.16	

THE RAMCO CEMENTS LIMITED

NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

	₹ In Crores	
	As at 31-03-2016	As at 31-03-2015
NOTE 15		
LONG-TERM LOANS AND ADVANCES		
Secured and Considered Good		
Capital Advances (a)	7.23	10.30
Advances recoverable in cash or kind (b)	0.72	1.83
Loans and advances to employees (c)	12.31	12.45
Sub Total	20.26	24.58
Unsecured and Considered Good		
Capital Advances	6.75	8.65
Loans and advances to employees	9.32	7.02
Deposits and Balance with Govt. Departments	12.38	21.94
Deposits under protest, in Appeals	35.31	62.62
Deposit with suppliers	1.52	11.15
Advance recoverable in cash or kind	14.03	14.99
Income Tax Refund receivable	20.21	13.95
MAT Credit Entitlement	135.45	116.10
Prepaid Expenses	0.71	0.32
Industrial Promotion Assistance Receivable	15.06	101.00
Sub Total	250.74	357.74
Total	271.00	382.32
<i>Note: Secured by way of</i>		
<i>(a) Bank guarantees</i>		
<i>(b) Deposit of Original title deeds / Hypothecation of assets</i>		
<i>(c) Deposit of Original title deeds / creation of second charge of the underlying immovable properties / hypothecation of assets</i>		

NOTE 16

OTHER NON-CURRENT ASSETS

Long term Trade Receivables outstanding from the date they are due for payment

Secured and considered Good	2.75	1.55
Unsecured:		
- Considered Good (*)	0.89	0.51
- Considered Doubtful (*)	7.25	7.25
Less: Provision for Doubtful Receivables	(7.25)	(7.25)
Total	3.64	2.06
<i>(*) Unsecured Long term Trade Receivables include:</i>		
<i>Dues from TANGEDCO towards Sale of Power</i>	<i>1.07</i>	<i>0.87</i>
<i>Dues from TANCEM towards Sale of Cement</i>	<i>0.34</i>	<i>0.34</i>
<i>Total</i>	<i>1.41</i>	<i>1.21</i>



NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

₹ In Crores

	As at 31-03-2016	As at 31-03-2015
NOTE 17		
INVENTORIES (Valued at lower of Cost and Net Realisable Value)		
Raw materials	171.29	156.15
Stores, Spares, Fuel and Packing Materials	274.57	255.03
Work-in-progress	58.91	60.38
Finished goods (*)	45.40	50.09
Total	550.17	521.65
(*) Includes Goods-in-transit of ₹ 8.55 Crores (PY: ₹ 2.91 Crores)		
NOTE 18		
TRADE RECEIVABLES		
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Secured and considered good	3.10	2.26
Unsecured and considered good (i)	80.06	18.41
Unsecured and considered Doubtful (i)	3.00	3.00
Less: Provision for Doubtful Receivables	(3.00)	(3.00)
	83.16	20.67
Others		
Secured and considered good	273.61	214.89
Unsecured and considered good (ii)	111.71	144.66
	385.32	359.55
Total	468.48	380.22
(i) Unsecured Trade Receivables above six months include:		
Dues from TANGEDCO towards Sale of Power	82.08	19.98
Dues from APTRANSCO towards Sale of Power	0.03	0.68
Dues from TANCEM towards Sale of Cement	0.55	0.01
Total	82.66	20.67
(ii) Unsecured Trade Receivables below six months under Others include:		
Dues from TANGEDCO towards Sale of Power	34.62	97.13
Dues from APTRANSCO towards Sale of Power	22.69	0.36
Dues from TANCEM towards Sale of Cement	18.65	17.89
Dues from Related party towards Sale of Cement	0.33	0.25
Total	76.29	115.63

THE RAMCO CEMENTS LIMITED

NOTES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

	As at 31-03-2016	₹ In Crores As at 31-03-2015
NOTE 19		
CASH AND BANK BALANCES		
Cash and Cash Equivalents		
Cash on hand	0.09	0.13
Stamp paper and Imprest	0.04	0.03
Balances with Banks in Current Account	83.95	57.69
Other Bank Balances		
Fixed Deposits with maturity less than 12 months (*)	2.30	0.68
Earmarked Balance with Banks for Unclaimed / Disputed Dividend	4.75	4.33
Total	91.13	62.86

(*) Deposits with banks held towards security to various Government Departments.

NOTE 20

SHORT TERM LOANS AND ADVANCES

Secured and Considered Good

Advances recoverable in cash or kind (a)	3.58	7.19
Loans and advances to employees (b)	3.23	3.43
Sub Total	6.81	10.62

Unsecured and Considered Good

Loans and advances to related parties (Note 40[31])	11.63	7.71
Loans and advances to employees	2.75	1.98
Deposits and Balance with Govt. Departments	97.51	60.11
Advances to Suppliers / Service providers	21.06	14.30
Advance Income Tax & Tax deducted at source (c)	0.05	—
Tax Credits - Indirect Taxes	43.18	42.65
Advance recoverable in cash or kind	3.68	5.53
Prepaid Expenses	5.59	6.19
Sub Total	185.45	138.47
Total	192.26	149.09

Note:

(a) Secured by way of Deposit of Original title deeds / Hypothecation of assets

(b) Secured by way of Deposit of Original title deeds / creation of second charge of the underlying immovable properties / hypothecation of assets

(c) Advance Income Tax paid & TDS is net of Provision for taxation of ₹ 0.09 Crores (PY: ₹ 0.37 Crores)

NOTE 21

OTHER CURRENT ASSETS

Interest accrued on Fixed Deposits with Banks	0.56	1.32
Unamortised Premium on Forward Contracts	0.17	1.00
Unbilled Revenue	1.01	2.32
Total	1.74	4.64

Note: Unbilled Revenue represent the value of power evacuated to grid but not billed under -

(i) Power purchase agreement for wind power for ₹ 0.71 Crores (PY ₹ 1.20 Crores).

(ii) Wheeling & Banking arrangement for un-adjusted units of wind power valued for ₹ 0.04 Crores (PY ₹ 0.12 Crores).

(iii) Power purchase agreement from captive thermal power plants for ₹ 0.20 Crores (PY ₹ 0.94 Crores).

(iv) Group captive wheeling & Banking arrangement for unbilled units of wind power valued for ₹ 0.06 Crores (PY ₹ 0.06 Crores).



NOTES TO CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16	2014-15
NOTE 22		
REVENUE FROM OPERATIONS		
Sale of Products		
Finished Goods - Domestic Sales		
Cement	3,993.91	3,947.22
Clinker	0.27	—
Dry Mortar Product	30.95	30.10
Ready Mix Concrete	8.48	13.48
	4,033.61	3,990.80
Finished Goods - Exports		
Cement - Direct Exports	43.92	72.94
Cement - Deemed Exports	13.69	—
Dry Mortar Product - Direct Exports	0.32	0.30
	57.93	73.24
Self Consumption		
Cement	9.78	13.32
Dry Mortar Product	0.20	0.08
	9.98	13.40
Power generated from Wind Mills (Note 34)	51.87	63.90
Other Operating Revenue		
Industrial Promotion Assistance	8.53	51.02
Gross Revenue from Operations	4,161.92	4,192.36
Less: Excise Duty and Cess	557.65	537.01
Total	3,604.27	3,655.35
NOTE 23		
OTHER INCOME		
Interest Income	8.05	4.48
Dividend Income	1.32	0.59
Sundry Receipts	2.61	2.19
Scrap sales (net of duties and taxes)	9.70	9.61
Rent Receipts	7.52	7.48
Carbon Credit sales (net of expenses of ₹ 0.07 Crores)	0.08	—
Profit on Sale of Investments	17.53	—
Profit on Sale of Power from Thermal Power Plant (*)	39.58	59.44
Gain on Exchange Difference (net)	3.90	0.85
Adjustments to carrying amount of Investments	—	0.03
Profit on Sale of Fixed Assets (net)	—	0.25
Total	90.29	84.92

(*) After netting off directly attributable expenses of ₹ 91.22 Crores (PY: ₹ 156.82 Crores) and Amortization of Power Transmission System of ₹ 1.97 Crores (PY: ₹ 1.97 Crores)

THE RAMCO CEMENTS LIMITED

NOTES TO CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16	2014-15
NOTE 24		
COST OF MATERIALS CONSUMED		
Cement		
Lime stone (*)	250.60	255.65
Pozzolona Material	120.70	145.33
Gypsum	35.71	51.63
Laterite	20.25	23.35
Iron Ore	4.60	4.75
Other Additives	9.68	15.47
Freight & Handling - Inter unit clinker Transfer	120.24	150.62
Material handling expenses	6.97	10.71
	<u>568.75</u>	<u>657.51</u>
Ready Mix Concrete		
Cement	2.02	2.94
Aggregates	1.71	3.80
Others	0.10	0.24
	<u>3.83</u>	<u>6.98</u>
Dry Mortar Product		
Cement	4.94	5.20
White Cement	0.47	0.67
Additives	6.35	6.97
	<u>11.76</u>	<u>12.84</u>
Total	<u>584.34</u>	<u>677.33</u>

(*) A new levy towards contribution to District Mineral Fund and National Mineral Exploration Trust as per the MMDR Act at the rate of 30% and 2% on Royalty respectively, is included in the current year. This is in addition to the applicable Royalty included in the respective years.

Value of Imported and Indigenous raw materials consumed and their percentage to total consumption

Imported	8.37	1.43%	43.64	6.44%
Indigenous	575.97	98.57%	633.69	93.56%
Total	<u>584.34</u>	<u>100.00%</u>	<u>677.33</u>	<u>100.00%</u>



NOTES TO CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16	2014-15
NOTE 25		
CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS		
Closing Stock		
Finished Goods	45.40	50.09
Work-in-progress	58.91	60.38
	<u>104.31</u>	<u>110.47</u>
Opening stock		
Finished Goods	50.09	60.07
Work-in-progress	60.38	53.39
	<u>110.47</u>	<u>113.46</u>
(Increase)/Decrease in stock	6.16	2.99
ED on stock variance	3.78	0.22
Total	<u>9.94</u>	<u>3.21</u>
NOTE 26		
EMPLOYEE BENEFITS EXPENSE		
Salaries and Wages	215.62	188.36
Workmen and Staff welfare	20.81	19.97
Contribution to Provident Fund	12.22	11.47
Contribution to Gratuity Fund	4.86	3.57
Contribution to National Pension System	1.15	0.92
Contribution to Superannuation Fund	5.26	5.00
Total	<u>259.92</u>	<u>229.29</u>
NOTE 27		
FINANCE COSTS		
Interest on Term loans	162.43	190.60
Interest on Fixed deposits	—	0.20
Interest on Debentures	14.22	—
Applicable loss on foreign currency transactions and translation	3.72	0.07
Other borrowing costs	1.76	4.27
Total	<u>182.13</u>	<u>195.14</u>
NOTE 28		
DEPRECIATION & AMORTISATION EXPENSE		
Depreciation on Tangible Assets	292.48	272.37
Amortization of Intangible Assets	31.34	51.37
Depreciation on Investment Property Building	2.66	1.78
Less: Transferred to Surplus in the Statement of Profit & Loss (*)	37.89	51.84
Less: Amortization of		
Mine Development included in Cost of Materials consumed	17.44	19.85
Power Transmission System adjusted in Profit on sale of Power from TPP	1.97	1.97
Power Transmission included in Power and Fuel	0.62	0.62
Total	<u>268.56</u>	<u>251.24</u>

(*) During the current year, the carrying value of significant components of tangible assets amounting to ₹ 37.89 Crores, whose life exhausted as on 01-04-2015 was adjusted to Opening Balance of Retained earnings upon componentization of assets. During the previous year, the carrying value of assets whose life exhausted as on 01-04-2014 amounting to ₹ 51.84 Crores, was adjusted to Opening Balance of Retained earnings upon transition to Schedule II of Companies Act, 2013 from Schedule XIV to the Companies Act, 1956. Also Refer Note 32 for impact of the change in Accounting policy.

THE RAMCO CEMENTS LIMITED

NOTES TO CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16	2014-15
NOTE 29		
OTHER EXPENSES		
Manufacturing Expenses		
Power & Fuel	526.97	704.00
Packing Materials consumption	139.03	163.16
Stores and Spares consumption (Note 32)	47.13	71.48
Repairs to Plant and equipments	51.93	45.92
Repairs to Buildings	14.05	13.81
Repairs to Vehicles and locomotives	6.29	7.42
General repairs	0.60	2.22
	786.00	1,008.01
Establishment Expenses		
Managing Director Remuneration	36.08	18.73
IT & Communication expenses	16.16	15.60
Insurance	7.08	6.80
General Administration Expenses	3.23	2.94
Travelling expenses	13.99	13.55
Training & Development Expenses	0.15	0.91
Filing & Registration Fees	0.12	0.11
Rent	10.67	10.60
Miscellaneous Expenses	12.85	10.24
Provision for diminution in carrying amount of Investment	0.03	—
Legal and Consultancy expenses	2.92	2.39
Bank Charges	0.51	0.73
Cement Cess	0.54	0.57
Audit Fees and Expenses (Note 33)	0.36	0.33
Security Charges	13.81	9.87
Board Meeting expenses	0.07	0.06
Directors' Sitting fees	0.21	0.17
Impairment Loss on Assets	0.58	1.60
Donations	3.14	4.17
CSR expenditure	6.66	5.80
Input Tax Credit reversal	4.89	6.72
Rates and taxes	16.47	12.15
Loss on Sale of Fixed Assets	0.38	—
	150.90	124.04
Selling and Distribution Expenses		
Transportation and Handling Expenses	671.90	795.76
Advertisement expenses	23.39	34.62
Sales Promotion expenses	45.29	52.91
Selling Agents' Commission	6.22	7.34
Other Selling expenses	2.21	2.29
Bad Debts written off	0.28	0.65
	749.29	893.57
Total	1,686.19	2,025.62



NOTES TO CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

₹ In Crores

	2015-16		2014-15	
Value of Imported and Indigenous Stores and Spares and their percentage to total consumption				
Imported	2.00	4.24%	4.21	5.89%
Indigenous	45.13	95.76%	67.27	94.11%
Total	47.13	100.00%	71.48	100.00%
Value of Imports calculated on C.I.F basis in respect of :				
Raw Materials	2.56		23.64	
Stores and Spares	14.22		10.42	
Fuel (Coal and Petcoke)	449.39		293.38	
Packing Materials	0.50		3.64	
Capital Goods	2.63		7.22	
Total	469.30		338.30	
Expenditure in Foreign Currency on account of:				
Interest	0.44		2.35	
Supervision Charges for Foreign Technician	0.28		0.52	
Foreign Travel	0.26		0.46	
Advertisement, Sales promotion outside India	0.24		0.35	
Leadership Training programme	0.00		0.65	
Subscription and Periodicals	1.11		0.11	
Quality Certification Fees	0.02		0.07	
Total	2.35		4.51	
Earnings in Foreign Currency				
Export of Cement calculated on FOB Basis	39.67		63.86	
Export of Dry mix products calculated on FOB Basis	0.30		0.28	
Sale of Carbon Credits	0.15		—	
Total	40.12		64.14	

As per our report annexed

For M.S.JAGANNATHAN &
N.KRISHNASWAMI
Chartered Accountants
Firm Registration No. 001208S
K.SRINIVASAN
Partner
Membership No. 021510

For CNGSN & ASSOCIATES LLP
Chartered Accountants
Firm Registration No. 004915S
LLP Registration No. S200036
C.N.GANGADARAN
Partner
Membership No. 011205

P.R.RAMASUBRAHMANEYA RAJHA
Chairman & Managing Director
A.V.DHARMAKRISHNAN
Chief Executive Officer
S.VAITHIYANATHAN
Chief Financial Officer
K.SELVANAYAGAM
Secretary

P.R.VENKETRAMA RAJA
R.S.AGARWAL
M.B.N. RAO
M.M.VENKATACHALAM
Smt. Justice CHITRA VENKATARAMAN (Retd.)
Directors

Chennai
20-05-2016

THE RAMCO CEMENTS LIMITED

DISCLOSURES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2016

		₹ In Crores	
		As at 31-03-2016	As at 31-03-2015
30. Contingent Liabilities			
30.1 Unexpired Letters of credit for purchase of:			
- Spares & Fuel		1.61	98.56
- Capital Goods		8.32	10.52
30.2 Guarantees given by the bankers on behalf of company		31.60	55.29
30.3 Guarantees given to banks to avail loan facilities by Related parties:			
Thanjavur Spinning Mill Limited		68.00	68.00
Sandhya Spinning Mill Limited		34.38	34.38
Ramco Systems Limited		—	250.00
Raja Charity Trust		100.00	100.00

31. a) The Maturity profile of the Long term Borrowings as on 31-03-2016 is as follows:

Redeemable Non-convertible Debentures:

₹ In Crores

Rate of interest	Redeemable at par on	Amount
8.55 %	30-10-2017	100.00
8.70 %	23-05-2017	100.00
Total		200.00

Term Loans from Banks:

Rate of interest	2019-20		2018-19		2017-18		Total
	No. of instalments	Amount	No. of instalments	Amount	No. of instalments	Amount	
8.90 %	—	—	1	10.00	4	40.00	50.00
9.10 %	4	12.50	4	12.50	4	12.50	37.50
9.30 %	7	52.11	8	58.32	9	69.52	179.95
9.63 %	—	—	—	—	2	100.00	100.00
10.30 %	2	2.47	4	4.95	4	4.95	12.37
Total	13	67.08	17	85.77	23	226.97	379.82

Soft Loan from Tamil Nadu Government:

Repayment due	Rate of interest p.a	Total
April 2022	0.10%	30.74
April 2023	0.10%	50.01
April 2024	0.10%	30.02
April 2025	0.10%	18.60
Total		129.37



Interest free Deferred sales tax liability:

₹ In Crores

Year	Alathiyur Unit		Jayanthipuram Unit		Total
	No. of instalments	Amount	No. of instalments	Amount	
2025-26	-	-	2	3.55	3.55
2024-25	-	-	4	16.38	16.38
2023-24	-	-	9	40.04	40.04
2022-23	-	-	5	21.43	21.43
2021-22	-	-	-	-	-
2020-21	6	54.74	-	-	54.74
2019-20	12	100.62	-	-	100.62
2018-19	12	74.43	-	-	74.43
2017-18	12	50.60	-	-	50.60
Total	42	280.39	20	81.40	361.79

b) "Short term Borrowings" under "Unsecured Loans" include Loans from Directors as detailed below:

₹ In Crores

Name	Closing balance as on 31-03-2016	Interest @ 8% p.a
P.R.Ramasubrahmaneya Rajha	4.81 (PY: 0.33)	0.15 (PY: 0.07)

32. Pursuant to the mandatory requirement of Schedule II to the Companies Act, 2013 with effect from 01-04-2015 for computation of Depreciation based on useful life of significant components of Plant, Property and Equipments, the Company determined the useful life and value of such components and computed depreciation amounting to ₹ 268.56 Crores for the year. Accordingly the carrying values of significant components of Plant, Property and Equipments, which have completed their useful life as on 01-04-2015, have been charged off in Opening balance of the Retained Earnings amounting to ₹ 24.77 Crores after netting off deferred tax of ₹ 13.12 Crores as per the transitional provisions of the said Act.

Due to this change in accounting policy, the depreciation for the year ended 31-03-2016 is higher by ₹ 7.39 Crores when compared to the calculation of depreciation prior to componentization of assets. Consequently, the Stores and Spares consumption is lower by ₹ 6.25 crores since cost of replaced significant components were capitalized during the year in compliance of the said Act.

₹ In Crores

Audit Fees & Expenses (excluding Service Tax)	2015-16	2014-15
Statutory Auditors:		
For Statutory Audit	0.21	0.20
For other certification work	0.01	0.01
For reimbursement of expenses	0.04	0.04

Audit Fees & Expenses (excluding Service Tax)	2015-16	2014-15
Tax Auditor:		
For Tax Audit	0.02	0.02
For other certification work	0.01	0.00
Cost Auditor:		
For Cost Audit	0.04	0.03
For reimbursement of expenses	0.00	0.00
Secretarial Auditor:		
For Secretarial Audit	0.03	0.03
For reimbursement of expenses	0.00	0.00
Total	0.36	0.33

34. Out of 18.70 Crores units (PY 23.85 Crores units) of power generated, net of wheeling and banking at wind farms –
- 14.22 Crores units (PY 17.81 Crores units) were sold to TANGEDCO for ₹ 43.35 crores (PY ₹ 53.44 Crores) and 2.27 Crores units (PY: 2.77 Crores units) were sold to related parties for ₹ 8.52 Crores (PY: ₹ 10.40 Crores) and shown under "Power generated from windmills".
 - 2.16 Crores units (PY 3.16 Crores units) were consumed at the cement plants. The monetary value of such units was not recognised as it is inter-divisional transfer.
 - Unbilled units as on 31-03-2016 eligible for sale to related parties in subsequent periods is 0.02 Crores units (PY: 0.02 Crores units). The monetary value of such units is ₹ 0.06 Crores (PY: ₹ 0.06 Crores) and is included in other current assets.

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d) 0.04 Crores units (PY 0.07 Crores units) were adjusted towards transmission loss.

e) Un-adjusted units as on 31-03-2016 eligible for adjustment in subsequent periods is 0.01 crores (PY 0.02 Crores units). The monetary value of such units is ₹ 0.04 Crores (PY ₹ 0.12 Crores) and the same is included in other current assets.

35. a) Ramco Systems Limited has ceased to be an Associate company with effect from 29-04-2015 in accordance with Section 2(76) of Companies Act 2013, by virtue of reduction in shareholding from 22.21% to 18.34% consequent to increase in its share capital through Qualified Institutional placement. The company discontinues the use of Equity method and accounted for Investments in accordance with Accounting Standard (AS) 13, Accounting for Investments. Accordingly, the

carrying amount of Investment on that date of cessation is considered ascost of investments in the CFS.

b) The company has acquired 29.86% of Shares of Madurai Trans Carrier Limited on 18-04-2015. By virtue of acquisition of shares, it became an Associate Company as per AS-23. Accordingly the carrying value investments in the Associate Company as per the equity method comprises of the following:

₹ In Crores

Value of Investments equivalent to Net Asset Value	5.37
Goodwill	0.01
Share of Profit / (Loss) of Associate	-
Carrying value of Investments as on 31-3-2016	5.38

36. As per AS-15, the disclosures pertaining to "Employee Benefits" are given below:

₹ In Crores

Defined Contribution Plan

Particulars	2015-16	2014-15
Employer's Contribution to Provident Fund	12.22	11.47
Employer's Contribution to National Pension System	1.15	0.92
Employer's Contribution to Superannuation Fund	5.26	5.00

Defined Benefit Plan

Particulars	Post Retirement Gratuity Plan (Funded)		Leave Encashment Plan (Un-funded)	
	2015-16	2014-15	2015-16	2014-15

Reconciliation of Opening and Closing balances of Obligation

Defined Benefit Obligation as at the beginning of the year	33.79	30.09	18.72	16.52
Current Service Cost	2.20	1.99	0.88	0.81
Interest Cost	2.55	2.60	1.39	1.41
Actuarial Loss	2.70	1.39	1.70	1.64
Benefits paid	(-) 1.48	(-) 2.28	(-) 1.21	(-) 1.66
Defined Benefit Obligation as at the end of the year	39.76	33.79	21.48	18.72

Reconciliation of Opening and Closing balances of Fair Value of Plan Assets

Fair value of Plan Assets as at the beginning of the year	33.79	30.09	Nil	Nil
Expected Return on Plan Assets	2.21	1.91	Nil	Nil
Actuarial Gain	0.38	0.50	Nil	Nil
Employer contribution	4.86	3.57	1.21	1.66
Benefits paid	(-) 1.48	(-) 2.28	(-) 1.21	(-) 1.66
Fair Value of Plan Assets as at the end of the year	39.76	33.79	Nil	Nil



₹ in Crores

Particulars	Post Retirement Gratuity Plan (Funded)		Leave Encashment Plan (Un-funded)	
	2015-16	2014-15	2015-16	2014-15

Actual Return on Plan Assets

Expected Return on Plan Assets	2.21	1.91	Nil	Nil
Actuarial Gain on Plan Assets	0.38	0.50	Nil	Nil
Actual Return on Plan Assets	2.59	2.41	Nil	Nil

Reconciliation of Fair Value of Assets and Obligations

Fair Value of Plan Assets	39.76	33.79	Nil	Nil
Present value of Obligation	39.76	33.79	21.48	18.72
Difference	Nil	Nil	21.48	18.72
Unrecognized past service cost - non vested benefits	Nil	Nil	Nil	Nil
Amount recognized in Balance Sheet	Nil	Nil	21.48	18.72

Expense recognized during the year

Current Service Cost	2.20	1.99	0.88	0.81
Interest Cost	2.55	2.60	1.39	1.41
Expected return on plan assets	(-) 2.21	(-) 1.91	Nil	Nil
Actuarial Loss / (Gain)	2.32	0.89	1.70	1.64
Past service cost - non-vested benefits	Nil	Nil	Nil	Nil
Past service cost - vested benefits	Nil	Nil	Nil	Nil
Net Cost	4.86	3.57	3.97	3.86

Investment Details as on 31-03-2016

GOI Securities	-	-	Nil	Nil
High Quality Corporate Bonds	-	0.05	Nil	Nil
Funds with LIC	36.88	31.07	Nil	Nil
Bank balance	0.08	0.02	Nil	Nil
Interest & IT refund receivable	2.80	2.65	Nil	Nil
Total	39.76	33.79	Nil	Nil

Actuarial assumptions

LIC 1996-98 Ultimate Table applied for service mortality rate	Yes	Yes	Yes	Yes
Discount rate p.a	8.10%	7.70%	8.10%	7.70%
Expected rate of Return on Plan Assets p.a	8.00%	6.22%	Nil	Nil
Rate of escalation in salary p.a	3.50%	3.00%	3.50%	3.00%

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37. The Segment Information for the year ended 31st March, 2016 is detailed below:

₹ In Crores

	Cement		Power from Windmills		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
REVENUE:						
Total Sales	3,552.40	3,591.45	66.13	82.87	3,618.53	3,674.32
Less : Inter Segment Sale	-	-	14.26	18.97	14.26	18.97
External Sales (Net)	3,552.40	3,591.45	51.87	63.90	3,604.27	3,655.35
Other income	53.20	72.33	0.08	0.00	53.28	72.33
Total Revenue	3,605.60	3,663.78	51.95	63.90	3,657.55	3,727.68
RESULT:						
Segment Result	999.85	644.01	(0.56)	9.94	999.29	673.95
Unallocated Income					28.96	8.11
Unallocated Expenses					150.68	132.96
Operating Profit					877.57	549.10
Interest Expense					182.13	195.14
Interest Income					8.05	4.48
Income tax - Current Tax (net of MAT & excess provisions written back)					106.66	8.77
- Deferred Tax					38.27	105.97
Profit before Minority Interest and Share of Profit of Associate					558.56	243.70
Less: Minority Interest					0.09	0.38
Add: Share of Profit of Associate					-	2.81
Net Profit					558.47	246.13
OTHER INFORMATION:						
Segment Assets	5,801.61	5,783.51	515.38	516.31	6,316.99	6,299.82
Unallocated Assets					707.86	705.93
Total Assets					7,024.85	7,005.75
Segment Liabilities	1,230.68	1,105.65	22.21	28.47	1,252.89	1,134.12
Unallocated Liabilities					2,698.69	3,246.01
Total Liabilities					3,951.58	4,380.13
Capital Expenditure	234.61	448.05	24.03	0.27	258.64	448.32
Unallocated Capital Expenditure					18.43	29.35
Depreciation	220.05	202.83	31.37	31.06	251.42	233.89
Unallocated Depreciation					17.14	17.35
Non-Cash expenses other than Depreciation	22.52	24.51	0.15	-	22.67	24.51
Unallocated non-cash expenses other than Depreciation					8.31	4.51

38. Earnings per Share

Particulars

Net profit after tax (A) (₹ In Crores)

Adjusted Weighted average number of Equity shares including unallotted Bonus shares (B) [In Crores]

Nominal value per equity share (in ₹)

Basic & Diluted Earnings per share (A)/(B) in ₹

2015-16	2014-15
558.47	246.13
23.83	23.83
1	1
23	10



39. Information on names of related parties and nature of Relationship as required by Accounting Standard - 18 on related party disclosures for the year ended 31st March 2016:

a) Investor - Associate

Name of the Company	Country of Incorporation	% of Holding as on 31 st March 2016	% of Holding as on 31 st March 2015
Ramco Industries Limited	India	20.71	20.71

b) Investee - Associate

Name of the Company	Country of Incorporation	% of Holding as on 31 st March 2016	% of Holding as on 31 st March 2015
Madurai Trans Carrier Limited	India	29.86	-

c) Key Management Personnel (Including KMP under Companies Act, 2013)

Name of the Key Management Personnel	Designation
P.R. Ramasubrahmaneya Rajha	Chairman and Managing Director
A.V. Dharmakrishnan	Chief Executive Officer
S. Vaithyanathan	Chief Financial Officer
K. Selvanayagam	Company Secretary

d) Relative of Key Management Personnel

Name of the Relative of KMP	Relationship
P.R. Venketrama Raja	Son of P.R. Ramasubrahmaneya Rajha
A.V. Dharmakrishnan (HUF)	A. V. Dharmakrishnan, Karta for HUF
R. Nalina Ramalakshmi	Daughter of P.R. Ramasubrahmaneya Rajha
S. Sharada Deepa	Daughter of P.R. Ramasubrahmaneya Rajha
B. Sri Sandhya Raju	Daughter of P.R. Venketrama Raja
P.V. Abinav Ramasubramaniam Raja	Son of P.R. Venketrama Raja

e) Companies over which KMP/Relatives of KMP exercise significant influence

Rajapalayam Textile Limited	Thanjavur Spinning Mill Limited
Sandhya Spinning Mill Limited	Ramco Industries Limited
The Ramaraju Surgical Cotton Mills Limited	Sri Vishnu Shankar Mill Limited
Sri Harini Textiles Limited	Rajapalayam Mills Limited
Shri Harini Media Limited	JKR Enterprise Limited
Lynks Logistics Limited	Ontime Industrial Services Limited
Ramco Management Private Limited	Ramco Systems Limited
Sudharsanam Investments Limited	

f) Employee Benefit Funds where control exists

The Ramco Cements Limited Officers' Superannuation Fund	The Ramco Cements Limited Employees' Gratuity Fund
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g) Other entities over which there is a significant influence

Smt. Lingammal Ramaraju Shastra Prathishta Trust	Gowrishankar Screws
PACR Sethurammam Charity Trust	PACR Sethurammam Charities
Ramco Welfare Trust	PAC Ramasamy Raja Education Charity Trust
Raja Charity Trust	Rajapalayam Rotary Trust
Shri Abhinava Vidya Theertha Seva Trust	Nachiar Charity Trust
The Ramco Cements Limited Educational and Charitable Trust	

40. Disclosure in respect of Related Party Transactions (Excluding Reimbursements) during the year

S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
1.	Sale of Goods - Cement		
	Investor - Associate		
	Ramco Industries Limited	4.37	29.07
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Rajapalayam Mills Limited	0.09	0.20
	Sandhya Spinning Mill Limited	0.01	0.02
	Sri Vishnu Shankar Mill Limited	0.03	0.02
	Thanjavur Spinning Mill Limited	0.01	0.02
	Sri Harini Textiles Limited	0.00	0.00
	The Ramaraju Surgical Cotton Mills Limited	0.69	0.08
	Rajapalayam Textile Limited	0.00	0.00
	JKR Enterprise Limited	0.83	1.38
	Other entities over which there is a significant influence		
	Raja Charity Trust	0.02	0.44
	PAC Ramasamy Raja Education Charity Trust	0.07	0.15
	Smt. Lingammal Ramaraju Shastra Prathishta Trust	0.04	–
	Rajapalayam Rotary Trust	0.09	–
	PACR Sethurammam Charities	0.06	–
	Relative of Key Management Personnel		
	B. Sri Sandhya Raju	–	0.01
	Total	6.31	31.39
2	Sale of Electrical Energy		
	Investor - Associate		
	Ramco Industries Limited	0.72	2.19
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Thanjavur Spinning Mill Limited	–	0.91
	The Ramaraju Surgical Cotton Mills Limited	0.70	1.15
	Sri Vishnu Shankar Mill Limited	0.94	2.33
	Rajapalayam Mills Limited	2.39	6.70
	Sandhya Spinning Mill Limited	0.75	2.71
	Rajapalayam Textile Limited	0.64	0.27
	Total	6.14	16.26



S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
3.	Sale of Goods - Flyash		
	Investor - Associate		
	Ramco Industries Limited	0.39	0.21
	Total	0.39	0.21
4.	Sale of Goods - Dry Mortar Product		
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Thanjavur Spinning Mill Limited	–	0.00
	Total	–	0.00
5.	Purchase of Goods - Fibre Sheet and Silicate Boards		
	Investor - Associate		
	Ramco Industries Limited	0.26	2.93
	Total	0.26	2.93
6.	Purchase of Goods - Diesel and Petrol		
	Other entities over which there is a significant influence		
	Smt. Lingammal Ramaraju Shastra Prathishta Trust	0.20	5.72
	PACR Sethuramammal Charity Trust	0.61	0.81
	Ramco Welfare Trust	0.27	3.84
	PACR Sethuramammal Charities	0.15	0.32
	Total	1.23	10.69
7.	Purchase of Goods - Magazine		
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Shri Harini Media Limited	0.27	0.27
	Total	0.27	0.27
8.	Purchase of Goods - Stores and Spares		
	Other entities over which there is a significant influence		
	Gowrishankar Screws	0.00	–
	Total	0.00	–
9.	Purchase of Goods - Surgical and Cotton Bandages		
	Companies over which KMP / Relatives of KMP exercise significant influence		
	The Ramaraju Surgical Cotton Mills Limited	0.00	–
	Total	0.00	–
10.	Receiving of Services - Transportation		
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Ontime Industrial Services Limited	69.86	140.25
	Total	69.86	140.25
11.	Receiving of Services - Manpower Supply		
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Ontime Industrial Services Limited	7.33	5.44
	Total	7.33	5.44

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S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
12.	Receiving of Services - Advertisement		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Shri Harini Media Limited	0.05	0.05
	Total	0.05	0.05
13.	Receiving of Services - Software Related Services		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ramco Systems Limited	15.46	10.84
	Total	15.46	10.84
14.	Receiving of Services - Aircraft Charter Services		
	<i>Investee Associate</i>		
	Madurai Trans Carrier Limited	1.74	-
	Total	1.74	-
15.	Usage charges received towards Power Consumed by virtue of Joint Ownership of Shares with APGPCL		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Rajapalayam Mills Limited	0.02	0.02
	Sandhya Spinning Mill Limited	0.02	0.02
	Sri Vishnu Shankar Mill Limited	0.02	0.02
	Sri Harini Textiles Limited	0.02	0.02
	The Ramaraju Surgical Cotton Mills Limited	0.02	0.02
	Total	0.10	0.10
16.	Leasing Arrangements - Rent Received		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ramco Systems Limited	8.08	7.97
	Lynks Logistics Limited	0.00	-
	Ontime Industrial Services Limited	0.00	-
	<i>Other entity over which there is a significant influence</i>		
	Raja Charity Trust	0.28	0.22
	Total	8.36	7.99
17.	Leasing Arrangements - Rent Paid		
	<i>Relative of Key Management Personnel</i>		
	P.R. Venketrama Raja	-	0.00
	A.V. Dharmakrishnan (HUF)	0.07	0.07
	<i>Other entity over which there is a significant influence</i>		
	Raja Charity Trust	0.00	0.00
	Total	0.07	0.07
18.	Dividend received		
	<i>Investor - Associate</i>		
	Ramco Industries Limited	1.07	0.33
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Rajapalayam Mills Limited	0.19	0.18
	Sri Vishnu Shankar Mill Limited	-	0.00
	Total	1.26	0.51



S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
19.	Dividend Paid		
	Key Management Personnel		
	P.R. Ramasubrahmaneya Rajha	1.70	0.38
	A.V. Dharmakrishnan	0.02	0.00
	S. Vaithiyathan	0.00	0.00
	K. Selvanayagam	–	–
	Relative of Key Management Personnel		
	P.R. Venketrama Raja	0.45	0.10
	Investor - Associate		
	Ramco Industries Limited	22.19	4.93
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Rajapalayam Mills Limited	14.81	3.29
	Sri Vishnu Shankar Mill Limited	1.75	0.39
	The Ramaraju Surgical Cotton Mills Limited	1.63	0.36
	Sudharsanam Investments Limited	1.34	0.30
	Ramco Management Private Limited	0.21	0.05
	Total	44.10	9.80
20.	Remuneration to Key Management Personnel		
	P.R. Ramasubrahmaneya Rajha, Chairman & Managing Director	36.08	18.73
	A.V. Dharmakrishnan, Chief Executive Officer	9.36	7.51
	S. Vaithiyathan, Chief Financial Officer	0.75	0.67
	K. Selvanayagam, Company Secretary	0.71	0.64
	Total	46.90	27.55
21.	Directors' Sitting Fees		
	Key Management Personnel		
	P.R. Ramasubrahmaneya Rajha	0.02	0.02
	Relative of Key Management Personnel		
	P.R. Venketrama Raja	0.05	0.04
	Total	0.07	0.04
22.	Shared Office Space - Interior		
	Investor - Associate		
	Ramco Industries Limited	0.38	1.94
	Total	0.38	1.94
23.	Sale of Fixed Assets		
	Investee Associate		
	Madurai Trans Carrier Limited	0.03	3.04
	Companies over which KMP / Relatives of KMP exercise significant influence		
	The Ramaraju Surgical Cotton Mills Limited	0.33	–
	Other entity over which there is a significant influence		
	PACR Sethurammam Charity Trust	0.02	–
	Total	0.38	3.04

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S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
24.	Interest Received / (Paid)		
	Key Management Personnel		
	P.R. Ramasubrahmaneya Rajha - Interest Rate - 8% (PY - 8%)	(0.15)	(0.07)
	Other entity over which there is a significant influence		
	The Ramco Cements Limited Educational and Charitable Trust	–	0.00
	Total	(0.15)	(0.07)
25.	Donations given		
	Other entities over which there is a significant influence		
	The Ramco Cements Limited Educational and Charitable Trust	–	0.90
	Shri Abhinava Vidya Theertha Seva Trust	0.12	–
	Nachiar Charity Trust	0.04	–
	Total	0.16	0.90
26.	Contribution to Superannuation Fund / Gratuity Fund		
	Employee Benefit Funds where Control Exists		
	The Ramco Cements Limited Officers' Superannuation Fund	5.26	5.00
	The Ramco Cements Limited Employees' Gratuity Fund	4.86	3.57
	Total	10.12	8.57
27.	Investment in Equity Shares		
	Investee Associate		
	Madurai Trans Carrier Limited	5.38	–
	Companies over which KMP / Relatives of KMP exercise significant influence		
	Ramco Systems Limited	–	51.15
	Lynks Logistics Limited	0.19	–
	Total	5.57	51.15
28.	Sale of Investments		
	Relative of Key Management Personnel		
	P.R. Venketrama Raja	25.35	–
	Total	25.35	–
29.	Trade Receivables as at 31st March		
	Investor - Associate		
	Ramco Industries Limited	0.32	0.02
	Companies over which KMP / Relatives of KMP exercise significant influence		
	The Ramaraju Surgical Cotton Mills Limited	–	0.00
	JKR Enterprise Limited	–	0.21
	Other entities over which there is a significant influence		
	PACR Sethurammam Charities	0.01	–
	Raja Charity Trust	–	0.02
	Total	0.33	0.25



S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
30.	Payables as at 31st March		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ramco Systems Limited		
	- Trade payables	1.41	–
	- Other current Liabilities	–	0.22
	Total	1.41	0.22
31.	Loans and Advances outstanding as at 31st March		
	<i>Investee Associate</i>		
	Madurai Trans Carrier Limited	4.72	3.04
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ontime Industrial Services Limited	4.52	1.17
	<i>Other entities over which there is a significant influence</i>		
	Smt. Lingammal Ramaraju Shastra Prathishta Trust	0.63	0.72
	PACR Sethurammam Charity Trust	0.67	0.50
	Ramco Welfare Trust	1.09	1.08
	The Ramco Cements Limited Educational and Charitable Trust	–	1.06
	Raja Charity Trust	–	0.14
	Total	11.63	7.71
32.	Borrowings as at 31st March		
	<i>Key Management Personnel</i>		
	P.R. Ramasubrahmaneya Rajha	4.81	0.33
	Total	4.81	0.33
33.	Security Deposits received by virtue of Joint Ownership of shares with APGPCL as at 31st March		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Rajapalayam Mills Limited	0.13	0.13
	Sandhya Spinning Mill Limited	0.12	0.12
	Sri Vishnu Shankar Mill Limited	0.12	0.12
	Sri Harini Textiles Limited	0.12	0.12
	The Ramaraju Surgical Cotton Mills Limited	0.11	0.11
	Total	0.60	0.60
34.	Corporate Guarantees given to Banks as at 31st March		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Ramco Systems Limited	–	250.00
	Thanjavur Spinning Mill Limited	68.00	68.00
	Sandhya Spinning Mill Limited	34.38	34.38
	<i>Other entity over which there is a significant influence</i>		
	Raja Charity Trust	100.00	100.00
	Total	202.38	452.38

THE RAMCO CEMENTS LIMITED

S.No.	Nature of Transaction, Name of the Related Party and Relationship	2015-16	2014-15
35.	Sale of Electrical Energy from Windmills		
	<i>Investor - Associate</i>		
	Ramco Industries Limited	0.97	1.24
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Thanjavur Spinning Mill Limited	0.75	0.88
	The Ramaraju Surgical Cotton Mills Limited	2.09	2.71
	Sri Vishnu Shankar Mill Limited	1.72	2.10
	Sandhya Spinning Mill Limited	0.90	1.11
	Rajapalayam Textile Limited	2.09	2.36
	Total	8.52	10.40
36.	Purchase of Fixed Assets (Wind Electric Generators)		
	<i>Companies over which KMP / Relatives of KMP exercise significant influence</i>		
	Thanjavur Spinning Mill Limited	21.00	—
	Total	21.00	—

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

THE RAMCO CEMENTS LIMITED

(CIN:L26941TN1957PLC003566)

Regd. Office: "Ramamandiram", Rajapalayam - 626 117, Tamil Nadu.

Name of the Member(s) :

Registered address :

E-mail ID :

Folio No/DP ID - Client ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name : Address :

E-mail Id : Signature :, or failing him

2. Name : Address :

E-mail Id : Signature :, or failing him

3. Name : Address :

E-mail Id : Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 58th Annual general meeting of the company, to be held on the Thursday, the 4th August 2016 at 10.15 AM at P.A.C.R.Centenary Community Hall, Sudarsan Gardens, P.A.C.Ramasamy Raja Salai, Rajapalayam - 626 108, Tamil Nadu and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Resolutions
Ordinary Business	
1	Adoption of Financial Statements for the year ended 31 st March 2016
2	Reappointment of Shri.P.R.Ramasubrahmaneya Rajha, as Director
3	Reappointment of M/s.M.S.Jagannathan & N.Krishnaswami, Chartered Accountants, and M/s.CNGSN & Associates LLP, Chartered Accountants, as Auditors
Special Business	
4	Reappointment of Shri.P.R.Ramasubrahmaneya Rajha as the Chairman & Managing Director

Signed this day of 2016

Signature of Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



Chairman & Managing Director, Shri.P.R.Ramasubrahmaneya Rajha, receiving the 5S Certificate from Shri.D.K.Srivastava, Executive Director, Quality Circle Forum of India, on 15.8.2015 on behalf of Ramasamy Raja Nagar Unit.

Shri.P.R.Ramasubrahmaneya Rajha, Chairman & Managing Director, was conferred with "Best Management Award" by Government of Andhra Pradesh. Shri.P.B.Gopalakrishna, President – Mfg., Jayanthipuram Unit receiving the award from Shri.N.Chandrababu Naidu, Honourable Chief Minister of Andhra Pradesh on the occasion of May Day on 01-05-2016.



Shri.S.Ramalingam, Vice President – Mfg. receiving "National Award for Best Improvement in Energy Performance in Manufacture of Blended Cements 2013-14" from National Council for Cement and Building Materials on 4.12.2015 on behalf of Alathiyur Unit.

YOU SURE HAVE A HEART,
SO YOU MUST HAVE SOME BLOOD TO DONATE



LET YOUR BLOOD RUSH IN
WHEN SOMEONE'S LIFE IS RUNNING OUT
