

FE 22nd MARCH 2016 NO. KODINAR

AMBUJA CEMENTS LIMITED

Regd. Office: P.O. Ambujanagar, Taluka: Kodinar, Dist: Gir Somnath, Gujarat-362 715
Corporate Office: Elegant Business Park, MIDC Cross Road 'B',
Off Andheri-Kurla Road, Andheri (East), Mumbai - 400 059.
CIN : L26942GJ1981PLC004717 • www.ambujacement.com
Email: shares@ambujacement.com

NOTICE

Notice is hereby given that the 33rd (thirty third) Annual General Meeting (AGM) of the Company is scheduled to be held on Thursday, 14th April, 2016 at 10:30 a.m at the Registered Office of the Company at P.O Ambujanagar, Taluka : Kodinar, District : Gir Somnath, Gujarat-362715 to transact the following business:

1. Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st December, 2015, together with the reports of the Directors and the Auditors thereon.
2. To declare dividend on equity shares.
3. Re-appointment of Ms. Usha Sangwan as a Director.
4. Re-appointment of M/S SRBC & CO. LLP, Chartered Accountants as Statutory Auditors.
5. Appointment of Mr. Eric Olsen as a Director.
6. Appointment of Mr. Christof Hassig as a Director.
7. Appointment of Mr. Martin Kriegner as a Director.
8. Revision in Remuneration of Mr. B.L.Taparia, Director.
9. Ratification of Remuneration to the Cost Auditors M/S P.M Nanabhoy & Co, Cost Accountants.
10. Adoption of new set of Articles of Association.

The Annual Report of the Company containing Notice, Attendance Slip and Proxy form has been emailed to the members whose email addresses have been made available to the depositories or are registered with the company and the Physical copy has been sent to the members who have not registered their email address. The Company has completed the dispatch as well as sending of email to the members on Thursday 17th March 2016. Notice of the AGM is available on the website of the Company www.ambujacement.com and on the website of Central Depository Services Limited (CDSL) www.evotingindia.com

Pursuant to Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide to the shareholders the facility to exercise their right to vote at the AGM, by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited on all resolutions set forth in the Notice.

The remote e-voting period begins on Sunday 10th April, 2016 at 10:00 a.m. and ends on Wednesday 13th April, 2016 at 5:00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 7th April 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The members who have not casted their votes either electronically or through Ballot form, can exercise their voting rights at the AGM through ballot paper. The members who have cast their vote by remote e-voting or ballot form prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The shareholders can opt for only one mode of voting i.e remote e-voting or physical polling at the meeting. In case of voting by both the modes, vote cast through remote e-voting will be considered final and voting through polling paper will not be considered.

A person who has acquired the shares and become member of the company after the dispatch of notice of AGM and holding shares as on cut-off date i.e. 7th April 2016, should refer point no 15 (6) of the Notes to AGM notice for the voting procedure. The AGM notice is also available on the website of the company.

The Company has appointed Mr. Surendra Kanstiya Practicing Company Secretary, to act as the Scrutinizer to scrutinize the poll and remote e-voting process in a fair and transparent manner and has communicated his willingness to be appointed and will be available for the same purpose.

Members who do not have access to e-voting facility may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the scrutinizer appointed by Board of Directors of the Company at Elegant Business Park, MIDC Cross Road 'B', J.B. Nagar, Andheri Kurla Road, Andheri (E), Mumbai - 400059, not later than 5th April, 2016 at 5.00 p.m. Ballot Form received after this date will be treated as invalid. Ballot forms deposited in person or sent by post or courier at the expense of the member will also be accepted.

The instructions regarding the voting power has been given in the Notice and ballot form. 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 or to our Registrar & Share Transfer Agent M/s. Sharepro Services (India) Pvt Ltd, 13AB Samhita Warehousing Complex, 2nd Floor, Near Sakinaka Telephone Exchange, Andheri-Kurla Road, Sakinaka, Andheri (East), Mumbai-400072. Phone No. (022) 67720300 / 400. Email: kumaresan@shareproservices.com.

For Ambuja Cements Limited

Sd/-

(RAJIV GANDHI)

Company Secretary

PLACE: Mumbai

DATE : 21st March, 2016