

Dept. of Corporate Services – Corporate Relationship,  
BSE Limited,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai 400 001  
(Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com))

National Stock Exchange of India  
Limited,  
Listing Department,  
Exchange Plaza, C-1, Block ‘G’  
Bandra-Kurla Complex,  
Bandra (East), Mumbai 400 051

Date	Our Reference No.	Our Contact	Direct Line
29 <sup>th</sup> August, 2024	SEC/08/2024	RAHUL NEOGI	91 22 67680814 <a href="mailto:rahul.neogi@itdcem.co.in">rahul.neogi@itdcem.co.in</a>

Dear Sir,

**Sub: Disclosure of Voting Results of 46<sup>th</sup> Annual General Meeting of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

**Ref: Scrip Code No: BSE 509496 and NSE : ITD CEM**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, enclosed please find voting results of 46<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> August, 2024 at 4.00 p.m. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) facility at the deemed venue of the AGM, being the Registered Office of the Company situated at 9<sup>th</sup> floor, Prima Bay, Tower – B, Saki Vihar Road, Powai, Mumbai – 400072.

The voting period for remote e-voting period commenced on Sunday, 25<sup>th</sup> August, 2024 at 9.00 a.m. (IST) and ended on Tuesday, 27<sup>th</sup> August, 2024 at 5.00 p.m. (IST) and thereafter the NSDL e-voting platform was disabled. Further, e-voting was also kept open on 28<sup>th</sup> August, 2024 upto 15 minutes from the time of conclusion of the AGM, for the Members who had not cast their votes earlier through remote e-voting and were otherwise not barred from doing so.

Mr. P.N. Parikh or failing him Mr. Mitesh Dhabliwala or failing him Ms. Sarvari Shah of M/s Parikh & Associates, Practicing Company Secretaries was appointed as Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner. Accordingly, the scrutinizer submitted his report.

ITD Cementation India Limited

**Registered & Corporate Office** : 9th Floor, Prima Bay,  
Tower - B, Gate No. 5, Saki Vihar Road, Powai, Mumbai - 400 072.  
Tel.: 91-22-66931600 Fax : 91-22-66931628 [www.itdcem.co.in](http://www.itdcem.co.in)  
Corporate Identity Number : L61000MH1978PLC020435



The details of the voting results and Report of the Scrutinizer is annexed.

Please take the above on record.

Thanking you,

Yours faithfully,  
For ITD Cementation India Limited

(RAHUL NEOGI)  
COMPANY SECRETARY

Encl: as above

<b>Company Name</b>	ITD Cementation India Limited
<b>Date of the AGM</b>	28th August 2024
<b>Total number of shareholders on record date</b>	106021
<b>No. of shareholders present in the meeting either in person or</b>	
<b>Promoters and Promoter Group:</b>	0
<b>Public:</b>	0
<b>No. of Shareholders attended the meeting through Video</b>	64
<b>Promoters and Promoter Group:</b>	1
<b>Public:</b>	63

Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of the financial statements of the Company, namely: a) Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024, together with the Report of the Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	80113180	80113180	100	80113180	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	39960721	32209065	80.60181146	32209065	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	51713683	1159161	2.241497671	1159050	111	99.99042411	0.009575892
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
<b>Total</b>		<b>171787584</b>	<b>113481406</b>	<b>66.05914313</b>	<b>113481295</b>	<b>111</b>	<b>99.99990219</b>	<b>0</b>

Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of a dividend of Rs. 1.70/- per equity share of Re. 1/- each (170%) for the financial year ended 31st March, 2024.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	80113180	80113180	100	80113180	0	100	0
	Poll			0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	39960721	33436486	83.67338017	33436486	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	51713683	1159171	2.241517008	1158989	182	99.98429912	0.015700876
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>171787584</b>	<b>114708837</b>	<b>66.7736482</b>	<b>114708655</b>	<b>182</b>	<b>99.99984134</b>	<b>0.000158663</b>

Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of a Director in place of Mr. Piyachai Karnasuta (DIN: 07247974), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	80113180	80113180	100	80113180	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	39960721	33436486	83.67338017	28176482	5260004	84.26866986	15.73133014
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	51713683	1159171	2.241517008	1156855	2316	99.80020204	0.199797959
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	171787584	114708837	66.7736482	109446517	5262320	95.41245458	4.587545422

Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation, approval and ratification of payment of remuneration to Mr. Suresh Damodar Shenoy (Membership no. 8318), Cost Accountant, appointed as Cost Auditor for the financial year ending on 31st March, 2025.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	80113180	80113180	100	80113180	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	39960721	33436486	83.67338017	33436486	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	51713683	1159161	2.241497671	1155892	3269	99.71798568	0.282014319
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	171787584	114708827	66.77364238	114705558	3269	99.99715018	0.002849824

Resolution required: (Ordinary/ Special)	ORDINARY - Approval of payment of commission to Non-Executive Directors of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	80113180	80113180	100	80113180	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	39960721	33436486	83.67338017	32032213	1404273	95.80017769	4.199822314
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	51713683	1159146	2.241468665	1153750	5396	99.53448487	0.465515129
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	171787584	114708812	66.77363365	113299143	1409669	98.77108918	1.228910818



To,  
The Chairman  
ITD Cementation India Limited  
9th Floor, Prima Bay, Tower - B,  
Gate No. 5, Saki Vihar Road,  
Powai, Mumbai-400072.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 46<sup>th</sup> Annual General Meeting of ITD Cementation India Limited held on Wednesday, August 28, 2024 at 4.00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of ITD Cementation India Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 46<sup>th</sup> Annual General Meeting ("AGM") of ITD Cementation India Limited on Wednesday, August 28, 2024 at 4.00 p.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated May 28, 2024, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circulars dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021, 5 May 2022, 28 December 2022 and 25 September 2023 issue by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and SEBI Circulars dated 12 May 2020, 15 January 2021, 13 May 2022, 5 January 2023 and 7 October 2023.

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Sunday, August 25, 2024 (9:00 a.m. IST) and ended on Tuesday, August 27, 2024 (5:00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Wednesday, August 21, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done during the AGM and the votes cast under remote e-voting facility were unblocked and counted.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting and e-voting during the AGM in respect of the said resolutions.



**Resolution 1: Ordinary Resolution**

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Report of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
431	11,34,81,295	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	111	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

**Resolution 2: Ordinary Resolution**

**To declare a dividend of Rs. 1.70/- per equity share of Re. 1/- each (170%) for the financial year ended March 31, 2024.**

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
433	11,47,08,655	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	182	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

**Resolution 3: Ordinary Resolution**

**To appoint a Director in place of Mr. Piyachai Karnasuta (DIN: 07247974), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for reappointment.**

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
*396	10,94,46,517	95.41

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
*40	52,62,320	4.59

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

**Resolution 4: Ordinary Resolution****Ratification of remuneration of Cost Auditors.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
425	11,47,05,558	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	3,269	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

**Resolution 5: Ordinary Resolution****Payment of remuneration to Non-Executive Directors of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
407	11,32,99,143	98.77

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
28	14,09,669	1.23

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

\*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head "assent".

Thanking you,  
Yours faithfully,

Mitesh Dilip  
Dhabliwala

Digitally signed by Mitesh Dilip Dhabliwala  
Date: 2024.08.28 19:11:15 +05'30'

Mitesh Dhabliwala  
Parikh & Associates  
Practising Company Secretaries  
FCS: 8331 CP No.: 9511  
111,11th Floor, Sai Dwar CHS Ltd  
Sab TV Lane, Opp. Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri West, Mumbai – 400053.  
UDIN: F008331F001066951  
Place: Mumbai  
Dated: August 28, 2024  
P/R No.: 1129/2021