



ITD Cementation India Limited

Commitment, Reliability & Quality

Dept. of Corporate Services – Corporate Relationship,
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400 001
(Email: 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
23rd September, 2022

Our Reference No.
SEC/09/2022

Our Contact
RAHUL NEOGI

Direct Line
91 22 67680814

Dear Sir,

Sub: Disclosure of Voting Results of 44th 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 44th Annual General Meeting of the Company held on 22nd September, 2022 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 9th floor, Prima Bay, Tower – B, Saki Vihar Road, Powai, Mumbai – 400072.

The voting period for remote e-voting period commenced on Monday, 19th September, 2022 at 9.00 a.m. (IST) and ended on Wednesday, 21st September, 2022 at 5.00 p.m. (IST) and thereafter the NSDL e-voting platform was disabled. Further, e-voting was also kept open on 22nd September, 2022 during the course of the AGM till 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 Dhaliwala 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
Corporate Identity Number : L61000MH1978PLC020435





Cem ITD Cementation India Limited

Commitment, Reliability & Quality

The details of the voting results are given Annexure – A and Report of the Scrutinizer is annexed as Annexure B.

Please take the above on record.

Thanking you,

Yours faithfully,
For ITD Cementation India Limited

A handwritten signature in blue ink, appearing to read 'Rahul Neogi'.

RS (RAHUL NEOGI)
COMPANY SECRETARY

Encl: as above



| | |
|--|-------------------------------|
| Company Name | ITD Cementation India Limited |
| Date of the AGM | 22nd Sept, 2022 |
| Total number of shareholders on record date | 49770 |
| No. of shareholders present in the meeting either in person or | |
| Promoters and Promoter Group: | 0 |
| Public: | 0 |
| No. of Shareholders attended the meeting through Video | 56 |
| Promoters and Promoter Group: | 1 |
| Public: | 55 |

| | | | | | | | | |
|---|---|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Adoption of the financial statements of the Company viz. (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2022, 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 31 March 2022, 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 | 100.0000 | 80113180 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 34878802 | 18311424 | 52.5001 | 18311424 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 56795602 | 1197332 | 2.1081 | 1196519 | 813 | 99.9320 | 0.0679 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 171787584 | 99621936 | 57.9913 | 99621123 | 813 | 99.9992 | 0.0008 |



| | | | | | | | | |
|---|--|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Declaration of a dividend of Re. 0.45 per equity share of Re. 1/- each (45%) for the financial year ended 31 March 2022 | | | | | | | |
| 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 | 100.0000 | 80113180 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 34878802 | 18728154 | 53.6949 | 18728154 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 56795602 | 1197332 | 2.1081 | 1196479 | 853 | 99.9287 | 0.0712 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Total | | 171787584 | 100038666 | 58.2339 | 100037813 | 853 | 99.9991 | 0.0009 |



| 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 reappointment | | | | | | | |
|---|--|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| 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 | 100.0000 | 80113180 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 34878802 | 18728154 | 53.6949 | 18442335 | 285819 | 98.4738 | 1.5261 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 56795602 | 1197332 | 2.1081 | 1196169 | 1163 | 99.9028 | 0.0971 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Total | | 171787584 | 100038666 | 58.2339 | 99751684 | 286982 | 99.7131 | 0.2869 |



| | | | | | | | | |
|---|---|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appointment of M/s. T R Chadha & Co. LLP, Chartered Accountants (Firm Registration No. 006711N/ N500028), as Statutory Auditors of the Company, for a period of five years and fixation of Remuneration. | | | | | | | |
| 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 | 100.0000 | 80113180 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 34878802 | 18728154 | 53.6949 | 18728154 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 56795602 | 1184754 | 2.0859 | 1180906 | 3848 | 99.6752 | 0.3247 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Total | | 171787584 | 100026088 | 58.2266 | 100022240 | 3848 | 99.9962 | 0.0038 |



| | | | | | | | | |
|---|--|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| 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, 2023 | | | | | | | |
| 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 | 100.0000 | 80113180 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 34878802 | 18728154 | 53.6949 | 18728154 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 56795602 | 1184632 | 2.0857 | 1182422 | 2210 | 99.8134 | 0.1865 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Total | | 171787584 | 100025966 | 58.2265 | 100023756 | 2210 | 99.9978 | 0.0022 |



| Resolution required: (Ordinary/ Special) | ORDINARY - Approval of payment of commission to Non-Executive Directors. | | | | | | | |
|---|--|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| 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 | 100.0000 | 80113180 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 34878802 | 18728154 | 53.6949 | 3323711 | 15404443 | 17.7471 | 82.2528 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 56795602 | 1197332 | 2.1081 | 1116712 | 80620 | 93.2666 | 6.7333 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Total | | 171787584 | 100038666 | 58.2339 | 84553603 | 15485063 | 84.5209 | 15.4791 |





To,
The Chairman
ITD Cementation India Limited
National Plastic Building, A – Subhash Road,
Paranjape B Scheme,
Vile Parle (East), Mumbai 400 057.

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 44th Annual General Meeting of ITD Cementation India Limited held on Thursday, September 22, 2022 at 4.00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, Sarvari Shah, 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 44th Annual General Meeting ("AGM") of ITD Cementation India Limited on Thursday, September 22, 2022 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 August 12, 2022, 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 MCA Circular dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020, April 13, 2020 and May 05, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, January 15, 2021 and May 13, 2022.

Continuation Sheet

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

The voting period for remote e-voting commenced on Monday, September 19, 2022 (9:00 a.m. IST) and ended on Wednesday, September 21, 2022 (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 Thursday, September 15, 2022 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 31st March, 2022, 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, 2022, 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 |
|-------------------------|------------------------------------|---------------------------------------|
| 222 | 9,96,21,123 | 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 |
|-------------------------|------------------------------------|---------------------------------------|
| 6 | 813 | 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 Re. 0.45/- per equity share of Re. 1/- each (45%) for the financial year ended March 31, 2022.

(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 |
|-------------------------|------------------------------------|---------------------------------------|
| 222 | 10,00,37,813 | 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 |
|-------------------------|------------------------------------|---------------------------------------|
| 7 | 853 | 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 |
|-------------------------|------------------------------------|---------------------------------------|
| 211 | 9,97,51,684 | 99.71 |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 18 | 2,86,982 | 0.29 |

(iii) **Invalid** votes:

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

Resolution 4: Ordinary Resolution

Appointment of M/s. T R Chadha & Co. LLP, Chartered Accountants (Firm Registration No. 006711N/ N500028), as Statutory Auditors of the Company to hold office for a term of five consecutive years.

(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 |
|-------------------------|------------------------------------|---------------------------------------|
| 216 | 10,00,22,240 | 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 |
|-------------------------|------------------------------------|---------------------------------------|
| 11 | 3,848 | 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**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 |
|-------------------------|------------------------------------|---------------------------------------|
| 213 | 10,00,23,756 | 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 |
|-------------------------|------------------------------------|---------------------------------------|
| 14 | 2,210 | 0.00 |

(iii) **Invalid** votes:

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

Resolution 6: Ordinary Resolution**Payment of commission to Non-Executive Directors.**(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 |
|-------------------------|------------------------------------|---------------------------------------|
| 184 | 8,45,53,603 | 84.52 |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 45 | 1,54,85,063 | 15.48 |

(iii) **Invalid** votes:

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

Thanking you,
Yours faithfully,

SARVARI
RAJESH
SHAH

Sarvari Shah
Parikh & Associates
Practising Company Secretaries
FCS: 9697 CP No.: 11717
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: F009697D001023204
Place: Mumbai
Dated: September 22, 2022

For ITD Cementation India Limited


Company Secretary