



# Cem ITD Cementation India Limited

*Commitment, Reliability & Quality*

Dept. of Corporate Services – Corporate Relationship,  
BSE Limited,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai 400 0001.

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
30 <sup>th</sup> October, 2023	SEC/10/2023	RAHUL NEOGI	91 22 67680814

Dear Sir,

**Sub: Disclosure of Voting Results of Postal Ballot of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended from time to time.**

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

Pursuant to Section 110 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration), Rules, 2014 along with MCA Circulars & SEBI Circulars, and including any statutory modifications, amendments or re-enactments thereof for the time being in force, the Board of Directors of the Company had accorded its approval to conduct a Postal Ballot seeking consent of the members of the Company for passing Special/ Ordinary Resolutions through Postal Ballot as specified in the Postal Ballot Notice dated 27<sup>th</sup> September, 2023.

In order to conduct the Ballot in a fair and transparent manner, the Board of Directors of the Company had appointed Mr. P.N. Parikh or failing him Mr. Mitesh Dhabliwala or failing him Ms. Sarvari Shah of M/s Parikh & Associates, Practicing Company Secretaries as Scrutinizer for conducting the Postal Ballot Process. The Scrutinizer has submitted his Report on 30<sup>th</sup> October, 2023.

On the basis of the Scrutinizer’s Report, results of the Postal Ballot were declared by the Company today at the Registered Office of the Company at 9<sup>th</sup> Floor, Prima Bay, Tower – B, Gate No. 5, Saki Vihar Road, Powai, Mumbai, 400 072. The results of the postal ballot have been posted on the website of the Company at [www.itdcem.co.in](http://www.itdcem.co.in) and also on the website of the Registrar and Transfer Agents, M/s. KFin Technologies Limited at [http:// evoting.kfintech.com](http://evoting.kfintech.com). Further, the results have also been displayed on the Notice Board of the Company.

Both the Special as well as Ordinary Resolutions as set out in the Postal Ballot Notice have been approved by the members of the Company by requisite majority.

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





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

Please take the above on record.

Thanking you,

Yours faithfully,  
For ITD Cementation India Limited

(RAHUL NEOGI)  
COMPANY SECRETARY

Encl: as above

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



## ANNEXURE A

Company Name	ITD Cementation India Limited
Date of the AGM/EGM/ Last date of receipt of Postal Ballot	29th October, 2023
Total number of shareholders on record date	73510
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	SPECIAL - Seeking Approval to the re-appointment of Mr. Pankaj I.C. Jain (DIN 00173513) as an Independent Director of the Company for a 2nd term of five consecutive years from 31st October, 2023 to 30th October, 2028 (both days inclusive).							
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	80113180	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	80113180	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	29680488	26638732	89.7517	26638732	0	100.0000	0.0000
	Poll	29680488	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	29680488	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	61993916	128986	0.2081	113580	15406	88.0560	11.9439
	Poll	61993916	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	61993916	0	0.0000	00	0	0.0000	0.0000
Total		171787584	106880898	62.2169	106865492	15406	99.9856	0.0144



Resolution required: (Ordinary/ Special)	ORDINARY - Seeking Approval for Material Related Party Transaction for sub-contracting, by ITD Cementation India Limited – Transrail Lighting Limited Joint Venture to the Company, on a back to back basis, the scope of work to be executed by the Company, in relation to a project awarded by Power Grid Company of Bangladesh Limited to the said Joint Venture							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	0	0.0000	00	0	0.0000	0.0000
	Poll	80113180	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	80113180	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	29680488	26638732	89.7517	26638732	0	100.0000	0.0000
	Poll	29680488	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	29680488	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	61993916	128986	0.2081	126833	2153	98.3308	1.6691
	Poll	61993916	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	61993916	0	0.0000	00	0	0.0000	0.0000
	Total	171787584	26767718	15.5819	26765565	2153	99.9920	0.0080





Annexure - B



October 30, 2023

To,  
**ITD CEMENTATION INDIA LIMITED**  
9th Floor, Prima Bay, Tower B, Gate No. 5,  
Saki Vihar Road, Powai,  
Mumbai 400072

**Kind Attn: Mr. Rahul Neogi**

Sub. : Report on Postal Ballot Voting of ITD CEMENTATION INDIA LIMITED

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

- i. Special Resolution for approval to the re-appointment of Mr. Pankaj I.C. Jain (DIN 00173513) as an Independent Director of the Company for a 2<sup>nd</sup> term of five consecutive years from October 31, 2023 to October 30, 2028 (both days inclusive).
- ii. Ordinary Resolution for approval for Material Related Party Transaction for sub-contracting, by ITD Cementation India Limited – Transrail Lighting Limited Joint Venture to the Company, on a back to back basis, the scope of work to be executed by the Company, in relation to a project awarded by Power Grid Company of Bangladesh Limited to the said Joint Venture.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballot received from shareholders only by voting through electronic means ("remote e-voting").
- b) The register showing the particulars of the e-votes registered on the KFIN Technologies Limited ("KFintech") e-voting system in respect of the said Resolutions.

Thanking you.

Yours faithfully,

Pravinchandra Nahalchandra Parikh

P. N. Parikh  
FCS: 327 CP: 1228  
Parikh & Associates  
Encl.: As above.

Office: 111, 11th floor, Sai-Dwar CHS Ltd., SAB TV Lane, Opp. Laxmi Industrial Estate, Off Link Road,  
Above Shabari Restaurant, Andheri (West), Mumbai-400 053

Tel.: 26301232/26301233 Email: [ca@parikhassociates.com](mailto:ca@parikhassociates.com) Website: [www.parikhassociates.com](http://www.parikhassociates.com) Firm Unique Code: P1888M1009800



To,  
The Chairman  
**ITD CEMENTATION INDIA LIMITED**  
9th Floor, Prima Bay, Tower B, Gate No. 5,  
Saki Vihar Road, Powai,  
Mumbai 400072

**Report of Scrutinizer**

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 327), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400053, was appointed as the Scrutinizer to conduct the Postal ballot through electronic voting process ("remote e-voting") in respect of the following resolutions:

- i. Special Resolution for approval to the re-appointment of Mr. Pankaj I.C. Jain (DIN 00173513) as an Independent Director of the Company for a 2<sup>nd</sup> term of five consecutive years from October 31, 2023 to October 30, 2028 (both days inclusive).
- ii. Ordinary Resolution for approval for Material Related Party Transaction for sub-contracting, by ITD Cementation India Limited – Transrail Lighting Limited Joint Venture to the Company, on a back to back basis, the scope of work to be executed by the Company, in relation to a project awarded by Power Grid Company of Bangladesh Limited to the said Joint Venture.

Pursuant to the Postal Ballot Notice dated September 27, 2023, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No.10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 03/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022 and Circular No. 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated September 27, 2023 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent through electronic mode only to those Members whose e-mail addresses were registered with the Company /Depositories.

**Continuation Sheet**

The Company had engaged the services of KFIN Technologies Limited ("KFintech") to provide remote e-voting facility to its Members.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, September 22, 2023 were entitled to vote on the resolutions as contained in the Notice.

The remote e-voting period commenced on Saturday, September 30, 2023 at 09:00 a.m. (IST) and ended on Sunday, October 29, 2023 at 05:00 p.m. (IST) and the Kfintech e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked and were counted.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the KFintech e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

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

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said resolutions as under:

**Resolution 1: Special Resolution**

**Approval to the re-appointment of Mr. Pankaj I.C. Jain (DIN 00173513) as an Independent Director of the Company for a 2nd term of five consecutive years from October 31, 2023 to October 30, 2028 (both days inclusive).**

(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
224	10,68,65,492	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	15,406	0.01

(iii) Invalid votes:

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



**Resolution 2: Ordinary Resolution**

**Approval for Material Related Party Transaction for sub-contracting, by ITD Cementation India Limited – Transrail Lighting Limited Joint Venture to the Company, on a back to back basis, the scope of work to be executed by the Company, in relation to a project awarded by Power Grid Company of Bangladesh Limited to the said Joint Venture.**

(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
235	2,67,65,565	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	2,153	0.01

(iii) Invalid votes:

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

Thanking you,  
Yours faithfully,

Pravinchandra  
Nahalchand  
Parikh

Pravinchandra Nahalchand Parikh is a Chartered Accountant (FCA) and a Member of the Institute of Cost Accountants of India (ICAI). He is also a Member of the Institute of Company Secretaries of India (ICSI). He is currently practicing as a Company Secretary at Mumbai.

**P.N. Parikh**  
**Parikh & Associates**  
**Practising Company Secretaries**  
FCS: 327 CP No.: 1228  
111,11th Floor, Sai Dwar CHS Ltd  
Sab TV Lane, Opp. Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri West, Mumbai – 400053  
Place: Mumbai  
Dated: October 30, 2023  
UDIN: F000327E001528777  
P/R No.: 1129/2021



For ITD Cementation India Limited

*[Signature]*  
Company Secretary