

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office

111, 11<sup>th</sup> Floor, Sai-Dwar CHS Ltd  
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Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400053  
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Email: [cs@parikhassociates.com](mailto:cs@parikhassociates.com)  
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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 and e-voting during the AGM for the 42<sup>nd</sup> Annual General Meeting of ITD Cementation India Limited held on Wednesday, September 23, 2020 at 3.00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, P.N. Parikh, 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 42<sup>nd</sup> Annual General Meeting ("AGM") of ITD Cementation India Limited on Wednesday, September 23, 2020 at 3.00 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 June 17, 2020, 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 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

***Continuation Sheet***

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ('CDSL') for conducting e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Sunday, September 20, 2020 (9:00 a.m. IST) and ended on Tuesday, September 22, 2020 (5:00 p.m. IST) and the CDSL 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 September 16, 2020 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 CDSL 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, 2020, 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, 2020, 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
99	12,07,69,529	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
1	500	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. 0.30/- per equity share of Re 1/- each ( 30%) for the financial year ended 31st March, 2020.**

(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
99	12,08,52,908	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	1,325	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 and, being eligible, offers himself for re-appointment.**

(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
95	12,07,54,905	99.92

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	99,328	0.08

(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
98	12,08,48,531	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
4	5,702	0.00

(iii) Invalid votes:

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

Thanking you,  
Yours faithfully,

**P N**

**Parikh**

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: September 24, 2020

**For ITD CEMENTATION INDIA LIMITED**

  
**Company Secretary**

Digitally signed by P N Parikh  
DN: cn=IN, o=Personal, postalCode=400104,  
st=Maharashtra,  
2.5.4.20=02a559473a54d87e6bdf60a8a3ad  
706060164d5d50b138b2dcd8c4b693f8ed  
1,  
serialNumber=ed5dfe99f1e97232378e198  
497c9be1a9a5543aafae29467c98b0c5e69c  
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Date: 2020.09.24 13:44:45 +0530'