

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
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To
The Managing Director,
ITD Cementation India Limited
National Plastic Building, A- Subhash Road,
Paranjape B Scheme, Vile Parle (East),
Mumbai - 400057

Report of Scrutinizer

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing Company Secretaries, having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400 053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the Special Resolution authorizing the Board of Directors to raise funds by way of issue of equity shares or financial instruments convertible into equity shares including warrants or securities convertible into equity shares in one or more tranches to institutions, corporate bodies, mutual funds, individuals, pension funds and / or any other category of investors through Private Placement or Qualified Institutional Placement (QIP) or on preferential allotment basis upto an amount not exceeding Rs.350 crore under Sections 42 and 62(1)(c) of the Companies Act, 2013.

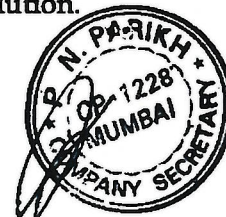
The shareholders of the company holding shares as on the "cut-off" date of October 27, 2017 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Monday, November 13, 2017 at 10:00 a.m. (IST) and ended on Tuesday, December 12, 2017 at 05:00 p.m. (IST) and the Karvy Computershare Private Limited e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through Physical ballot forms received up to Tuesday, December 12, 2017 at 05:00 p.m. (IST) were also considered.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Karvy Computershare Private Limited e-voting system and the physical ballot forms received respectively and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended.

I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolution.



Contd...2

Special Resolution authorizing the Board of Directors to raise funds by way of issue of equity shares or financial instruments convertible into equity shares including warrants or securities convertible into equity shares in one or more tranches to institutions, corporate bodies, mutual funds, individuals, pension funds and / or any other category of investors through Private Placement or Qualified Institutional Placement (QIP) or on preferential allotment basis upto an amount not exceeding Rs.350 crore under Sections 42 and 62(1)(c) of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
152	10,75,03,450	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
3	976	0.00

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
9	6523

Place: Mumbai

Dated: December 13, 2017



Signature:
Name:

P. N. Parikh
 Scrutinizer
 FCS: 327 CP: 1228

Counter signed by
For ITD CEMENTATION INDIA LIMITED

Company Secretary