



July 18, 2022

To,  
**ITD CEMENTATION INDIA LIMITED**  
 National Plastic Building, A - Subhash Road,  
 Paranjape B Scheme, Vile Parle (East),  
 Mumbai - 400057

**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:

- a) Ordinary Resolution - Approval to the re-appointment of Mr. Santi Jongkongka (DIN 08441312) as the Whole-time Director designated as Executive Vice Chairman of the Company for a term of three years commencing from 2nd May, 2022 to 1st May, 2025 (both days inclusive).
- b) Ordinary Resolution - Approval to the re-appointment of Mr. Jayanta Basu (DIN 08291114) as the Managing Director of the Company for a term of three years commencing from 23rd April, 2022 to 22nd April, 2025 (both days inclusive).
- c) Special Resolution - Approval for issue of shares upon conversion of outstanding secured working capital/ term loan facilities either in part or full by the Lenders in the event of occurrence of default by the Company, if any, in repayment of loan and/or interest thereon.

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 Resolution.

Thanking-you.

Yours faithfully,

**P N Parikh** Digitally signed by P N Parikh  
Date: 2022.07.18 18:17:31  
+05'30'

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



To,  
The Chairman  
**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 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/remote e-voting process in respect of the following resolutions:

- a) Ordinary Resolution - Approval to the re-appointment of Mr. Santi Jongkongka (DIN 08441312) as the Whole-time Director designated as Executive Vice Chairman of the Company for a term of three years commencing from 2nd May, 2022 to 1st May, 2025 (both days inclusive).
- b) Ordinary Resolution - Approval to the re-appointment of Mr. Jayanta Basu (DIN 08291114) as the Managing Director of the Company for a term of three years commencing from 23rd April, 2022 to 22nd April, 2025 (both days inclusive).
- c) Special Resolution - Approval for issue of shares upon conversion of outstanding secured working capital/ term loan facilities either in part or full by the Lenders in the event of occurrence of default by the Company, if any, in repayment of loan and/or interest thereon.

pursuant to the Postal Ballot Notice dated May 26, 2022, issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 03/2022 dated May 5, 2022, issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

The Postal Ballot Notice dated May 26, 2022 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, June 10, 2022 were entitled to vote on the resolutions as contained in the Notice.

The remote e-voting period commenced from Sunday, June 19, 2022 at 09:00 a.m. (IST) and ended on Monday, July 18, 2022 at 05:00 p.m. (IST) and the NSDL 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: Ordinary Resolution**

**Approval to the re-appointment of Mr. Santi Jongkongka (DIN 08441312) as the Whole-time Director designated as Executive Vice Chairman of the Company for a term of three years commencing from 2nd May, 2022 to 1st May, 2025 (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
160	11,85,42,508	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	4,175	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**

Approval to the re-appointment of Mr. Jayanta Basu (DIN 08291114) as the Managing Director of the Company for a term of three years commencing from 23rd April, 2022 to 22nd April, 2025 (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
162	11,85,42,594	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	4,195	0.00

(iii) Invalid votes:

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



**Resolution 3: Special Resolution**

**Approval for issue of shares upon conversion of outstanding secured working capital/ term loan facilities either in part or full by the Lenders in the event of occurrence of default by the Company, if any, in repayment of loan and/or interest 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
137	9,87,66,632	83.51

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
33	1,95,04,122	16.49

(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**

Digitally signed by P N Parikh  
Date: 2022.07.18 18:18:09  
+05'30'

**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: July 18, 2022  
UDIN: F000327D000644102  
P/R No.: 1129/2021

