



ITD Cementation India Limited

Corporate Identity Number: L61000MH1978PLC020435
 Registered Office: 9th Floor, Prima Bay, Tower-B, Gate No.5,
 Saki Vihar Road, Powai, Mumbai – 400072, Maharashtra, India.
 Phone: 022 67680600 Fax: 022 66931628
 E-mail: investors.relation@itdcem.co.in, Website: www.itdcem.co.in

NOTICE OF POSTAL BALLOT TO MEMBERS OF THE COMPANY

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Companies (Management and Administration) Amendment Rules, 2015, General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022 and 11/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modifications, amendments or re-enactments thereof for the time being in force) ("Postal Ballot Rules") that ITD Cementation India Limited (the "Company") is seeking assent or dissent of its Members to the proposed Special Resolution relating to re-appointment of Mr. Sunil Shah Singh (DIN 00233918) as an Independent Director of the Company for a 2nd term of three consecutive years from 11th May, 2023 to 10th May, 2026 (both days inclusive), by means of Postal Ballot only through the remote e-voting system.

The Postal Ballot Notice is available on the Company's website at www.itdcem.co.in. Additionally, the Notice is also available on the website of the stock exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com respectively and also on the website of KFIN Technologies Limited (KFintech) at <https://evoting.kfintech.com>.

In accordance with the MCA Circulars, the Notice is being sent only through electronic mode to Members, whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 31st March, 2023 (Cut-off Date). Physical copies of this Notice along with postal ballot forms and pre-paid business reply envelope are not being sent to members in view of explanations provided in the MCA Circular(s). The Company has completed the electronic dispatch of the Postal Ballot on 5th April, 2023.

In accordance with the provisions of Section 108 and other applicable provisions of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, MCA Circulars and SEBI Listing Regulations, the Company is pleased to offer e-voting facility to its Members to enable them to give their assent or dissent to the proposed resolutions electronically. All Members (holding shares in demat as well as in physical mode) are required to carefully follow the instructions as given for e-voting under Instructions relating to e-Voting. The Company has engaged the services of KFintech for the purpose of providing e-voting facility to all its Members.

In terms of the MCA Circulars, members are requested to vote only through the remote e-voting process. Accordingly, the Company is providing remote e-voting facility to all its members to cast their votes electronically. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their votes electronically. The remote e-voting period commences on Thursday, 6th April, 2023 at 9.00 a.m. (IST) and ends on Friday, 5th May, 2023 at 5.00 p.m. (IST). The e-voting facility will be disabled thereafter by KFintech and any voting received after the aforesaid period would be treated as if there has been no voting.

The voting rights of the Members have been reckoned on the basis of shares registered in the names of the Members as on 31st March, 2023, which is the cut-off date. Person(s) who are not Members as on cut-off should treat this Notice for information purposes only.

The Board of Directors of the Company has 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, Mumbai, as the Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.

The results of Postal Ballot will be announced on or before Tuesday, 9th May, 2023 at the Registered Office of the Company and shall also be displayed on the Company's website at <http://www.itdcem.co.in> and on its notice board at its Registered Office and also on the website of KFintech at <http://evoting.kfintech.com>, besides communicating the same to the Stock Exchanges on which the shares of the Company are listed.

In case of any query on e-voting, members may refer to the "Help" and "FAQs" sections/ E-voting user manual available through a dropdown menu in the "Downloads" section of KFintech's website for e-voting: <https://evoting.kfintech.com> or contact Ms. Rajitha C., Deputy Vice President / Mr. Mohan Kumar A. Manager of KFin Technologies Limited, Unit : ITD Cementation India Limited, Selenium Building, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500 032 on Toll-free No.: 1800-3094001 or E-mail at einward.ris@kfintech.com.

By order of the Board
for ITD Cementation India Limited

Sd/-
Rahul Neogi
Company Secretary
(ACS 10653)

Place : Mumbai
Dated: 6th April, 2023

www.itdcem.co.in



Commitment, Reliability & Quality

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By order of the Board
for ITD Cementation India Limited

Sd/-
Rahul Neogi
Company Secretary
(ACS 10653)

Place: Mumbai
Dated: 6th April, 2023

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