

Dept. of Corporate Services – Corporate Relationship,
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400 001
(Fax # 2272 3121 / 2037 / 2039 / 2041 / 2061 / 3719)
(Email: corp.relations@bseindia.com)

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
20 th June, 2025	SEC/06/2025	RAHUL NEOGI	91 22 67680814
			rahul.neogi@itdcem.co.in

Dear Sir,

Re: Outcome of Board Meeting

Script Code No: 509496 and NSE: ITDCEM

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), this is to inform you that, the Board of Directors at its meeting held on 20th June, 2025, inter-alia, considered and approved the following:

1. Appointment of Directors - Details are enclosed herewith as Annexure 1:

a) Appointment of Additional Directors- Non-Executive - Independent Directors:

Upon the recommendation Nomination and Remuneration Committee, at its Meeting held on 20th June, 2025, approved:

- appointment of Mr. Manoj Kumar Kohli (DIN 00162071) as an Additional Director -Non-Executive - Independent Director of the Company with immediate effect for a term of 3 years from 20th June, 2025 to 19th June, 2028 (both days inclusive), subject to the approval of the shareholders of the Company at a General Meeting. Brief details of the said Director are enclosed.
- appointment of Mrs. Sangeeta Bhatia (DIN 06889475) as an Additional Director - Non-Executive - Independent Director of the Company with immediate effect for a term of 3 years from 20th June, 2025 to 19th June, 2028 (both days inclusive), subject to the approval of the shareholders of the Company at a General Meeting. Brief details of the said Director are enclosed.

ITD Cementation India Limited

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Tower - B, Gate No. 5, Saki Vihar Road, Powai, Mumbai - 400 072.
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Corporate Identity Number : L61000MH1978PLC020435



2. Resignation of Directors - Details are enclosed herewith as Annexure 2 and Resignation letters are enclosed herewith as Annexure 3 & 4:

a) Resignation of Non-Executive - Independent Directors:

- Mr. Sunil Shah Singh (DIN 00233918) has tendered his resignation from the Board of the Company from the position of Non-Executive - Independent Director of the Company, with effect from the conclusion of the Board meeting held on 20th June, 2025, pursuant to sale and transfer of entire shareholding of Italian Thai Development Public Company Limited, Promoter of the Company to Renew Exim DMCC, and consequent change of ownership and control of the Company. Therefore, he also ceases to be a Chairman of the Audit Committee and Nomination and Remuneration Committee and Member of Corporate Social Responsibility Committee.

There are no other material reasons for his resignation other than as mentioned above.

The Board placed on record its deep appreciation of the invaluable advice, guidance and contribution made by Mr. Sunil Shah Singh during his tenure as a Non-Executive - Independent Director of the Company.

- Mrs. Jana Chatra (DIN 07149281), has tendered her resignation from the Board of the Company from the position of Non-Executive - Independent Director of the Company, with effect from the conclusion of the Board meeting held on 20th June, 2025, pursuant to sale and transfer of entire shareholding of Italian Thai Development Public Company Limited, Promoter of the Company to Renew Exim DMCC, and consequent change of ownership and control of the Company. Therefore, she also ceases to be a Member of the Audit Committee and Nomination and Remuneration Committee.

There are no other material reasons for her resignation other than as mentioned above.

The Board placed on record its deep appreciation of the invaluable advice, guidance and contribution made by Mrs. Jana Chatra during her tenure as a Non-Executive - Independent Director of the Company.

The requisite disclosures, pursuant to Part A Para A of Schedule III of the Listing Regulations and in terms of SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 and Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December, 2024, are enclosed as per annexures respectively.

The Meeting of the Board of Directors commenced at 11.15 a.m. and concluded at 11.45 a.m.

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Kindly take the above information on record.

Thanking you,

Yours faithfully,
For ITD Cementation India Limited

(RAHUL NEOGI)
COMPANY SECRETARY

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Annexure 1

Brief Details of Appointment of Directors:

S. No.	Particulars	Information	
1.	Name of Director	Mr. Manoj Kumar Kohli (DIN 00162071)	Mrs. Sangeeta Bhatia (DIN 06889475)
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment	Appointment
3.	Date of appointment/ re-appointment/cessation & term of appointment/ re-appointment	On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on 20 th June, 2025 has appointed Mr. Manoj Kumar Kohli as an Additional Director - Non-Executive-Independent Director of the Company for a term of 3 years from 20 th June, 2025 to 19 th June, 2028 (both days inclusive). The appointment is subject to the approval of the shareholders at a general meeting. He is not liable to retire by rotation.	On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on 20 th June, 2025 has appointed Mrs. Sangeeta Bhatia as an Additional Director -Non-Executive-Independent Director of the Company for a term of 3 years from 20 th June, 2025 to 19 th June, 2028 (both days inclusive). The appointment is subject to the approval of the shareholders at a general meeting. She is not liable to retire by rotation.
4.	Brief profile	Annexure 1A	Annexure 1B
5.	Disclosure of Relationship between Directors	Mr. Manoj Kumar Kohli is not related to any Director of the Company.	Mrs. Sangeeta Bhatia is not related to any Director of the Company.
6.	Information required in terms of NSE Circular No. LIST/COMP/14/2018-19 dtd. 20 th June, 2018.	Mr. Manoj Kumar Kohli is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Mrs. Sangeeta Bhatia is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

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Annexure 1A

Brief profile of Mr. Manoj Kumar Kohli

Mr. Manoj Kumar Kohli is an International Growth Advisor to MNCs and Global Funds and Business and a Transformation Coach to young entrepreneurs to globally scale-up their ventures.

He is a professional entrepreneur who truly loves the challenge of shaping the industry growth transformations of mobile internet, satellite television, renewable energy, EVs and AI led digital technology.

He is now the Chairman and Managing Partner in MK Knowledge LLP. He is an independent director, a business advisor to many large companies and coach to young entrepreneurs in US, Middle East, Asia Pacific and India. He is also teaching leadership and strategy in the leading schools across the world.

Till January 2023, he was the Country Head - SoftBank India supporting SoftBank Group and Vision Fund as one of the largest investors of \$15bn in over 25 AI focused portfolio companies in India. He supported the entrepreneurs and CEOs to address the growth and profitability issues. The key portfolio companies were OLA, OYO, Lenskart, Zomato, Snapdeal, WeWork, Meesho, Flipkart, Delhivery, InMobi, FirstCry, Uber, Swiggy, Emeritus etc.

He always nurtures the business with a star team and a positive energy to create world leading businesses with a profound societal impact. Excellence with integrity is his motto!

He coaches them for effective execution of the profitable growth strategy and embeds a viable business model to enable the businesses to 10x-20x scale-up to their full potential in India and expand to many international markets. He supports them in building a robust leadership team, e2e digitization plan, an admired brand, and a robust corporate governance.

Earlier he was the Executive Chairman of SB Energy from 2015 and achieved over 7GW of renewable energy - solar, wind and hybrid - capacity in India and US.

Previously he was Managing Director and CEO, Bharti Airtel, for operations in 20 countries in Asia and Africa till 2015. He led the creation of the unique business model, an admired brand, high performance culture and the operations to scale from 2m to over 400m customers (now 550m) to be the third largest telco in the world. He led formation of Airtel TV leader in DTH service and Indus the largest tower company in the world for achieving major infrastructural synergies.

He started his career in HR in 1979 with the DCM Shriram and held business leadership positions in the Foods, Chemicals, Refrigeration and Honda JV etc. After 16 years in the manufacturing sector, he led a mobile startup Escotel to achieve market leadership in 3 important markets in India.

He was the Board Member of GSMA in 2008 and 2012 and the Chairman, CII Task Force on Ease of Doing Business, Chair of CII Unicorn Forum for attracting new tech investments in India and now member of National Start-up Advisory Council of the Union Government of India.

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Over all, his 45 years of work experience is divided between the manufacturing, telecom, renewable energy and digital technology sectors. He has worked in US, Europe, China, Japan and build business in over 30 countries in Asia Pacific and Africa.

Airtel got the “Company of the year” Award by The Economic Times in 2007 and “Airtel” became no 1 brand across all categories in India. He was adjudged “Telecom Man of the Year” in 2000, “Distinguished Alumni” by SRCC Delhi University and “Lifetime Achievement Award” in 2020.

He holds degrees in Commerce, Law and MBA from Delhi University. He attended "Executive Management Program" at Michigan and “Advanced Management Program” at Wharton.

He is passionate about fitness as he believes that it leads to healthy and joyful life!

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Annexure 1B

Brief profile of Mrs. Sangeeta Bhatia

Mrs. Sangeeta Bhatia with over 36 years of dedicated service in the Finance and Accounts department at NTPC Ltd, a premier enterprise of the Government of India and a leading utility in the Indian power sector, Mrs. Bhatia has played a pivotal role in its exceptional growth from a 200 MW company to a formidable about 60 GW integrated power giant.

Mrs. Bhatia brings a wealth of experience in resource mobilization, adeptly handling both equity and debt from domestic and international markets to finance power projects, including renewable energy ventures. She has successfully raised over USD 3 billion through loans, export credits, and Eurobonds. Her vast expertise includes over a decade of collaboration with multilateral lending agencies such as IBRD, ADB, and ECAs including JBIC, K-Exim, and EKN, as well as managing high value treasury transactions.

A key participant in NTPC's transformative journey, Mrs. Bhatia led the implementation of ERP systems across more than 100 locations both within India and internationally. She possesses extensive experience in developing and instituting a robust Corporate Governance Framework and established a think tank to address business risks and develop an enterprise-wide risk mitigation framework.

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Annexure 2


Brief Details of Resignation of Directors:

S. no.	Particulars	Information	
1.	Name of Director	Mr. Sunil Shah Singh (DIN 00233918) Non-Executive - Independent Director	Mrs. Jana Chatra (DIN 07149281) Non-Executive - Independent Director
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Pursuant to sale and transfer of entire shareholding of Italian Thai Development Public Company Limited, existing Promoter of the Company to Renew Exim DMCC, belonging to the Adani Group and consequent change of ownership and control of the Company. (Resignation letters are attached herewith).	
3.	Date of appointment/re-appointment/ cessation & term of appointment/re-appointment	20 th June, 2025 (with effect from the close of business hours upon conclusion of this Board meeting i.e. 20 th June, 2025).	
4.	Brief profile	Not Applicable	
5.	Disclosure of Relationship between Directors	Not Applicable	
Additional Information in case of resignation of an Independent Director			
6.	Letter of resignation along with detailed reasons for resignation	Enclosed as Annexure 3	Enclosed as Annexure 4
7.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	NIL	
8.	The Independent Director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	Mr. Sunil Shah Singh has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.	Mrs. Jana Chatra has confirmed that there are no material reasons for her resignation other than those mentioned in her resignation letter.

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 Date: 20/06/2025

The Board of Directors
ITD Cementation India Limited
9th Floor, Prima Bay, Tower- B,
Mumbai - 400072

Dear Sir,

Re: Resignation as a Director

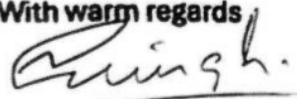
I wish to state that I have had the honour and privilege to serve as an Independent Director on the Board of ITD Cementation India Limited. Considering the change in ownership and control of the Company, I hereby resign as an Independent Director of the Company and from membership of all Committees of the Board of the Company to take effect from the close of the Board Meeting.

During this time, I had the opportunity of witnessing the phenomenal growth of the Company and of interacting with some of the most dedicated, honest and committed people that I have known, both at the Board as well as the management level.

There are no other material reasons for my resignation.

I wish to convey my deepest gratitude to the Chairman and other members of the Board for the close and personal relationship and bond developed over the years, all of which I will fondly cherish in the future.

With warm regards



Sunil Shah Singh
Independent Director
DIN: 00233918

June 20, 2025

The Board of Directors
ITD Cementation India Limited
9th Floor, Prima Bay, Tower- B,
Mumbai - 400072

Dear Sirs

Resignation as an Independent Director

I wish to state that I have had the pleasure to serve as an Independent Director on the Board of ITD Cementation India Limited. During my time as an Independent Director, I had the opportunity of witnessing the phenomenal growth of the Company, and of interacting with some of the best professionals in the industry at the Board and senior management levels.

Considering the change in ownership and control of the Company, I hereby resign as an Independent Director of the Company, and from the membership of all the Committees of the Board of the Company that I am part of, to take effect from the close of the Board Meeting. There are no other material reasons for my resignation.

I wish to convey my appreciation to the Chairman and other members of the Board for their contributions. It has been an enriching experience for me working with them. I would like to extend my best wishes to the Board and senior management in their future endeavours.

Regards



Jana Chatra
Independent Director
DIN: 07149281