



Commitment, Reliability & Quality

Dept. of Corporate Services – Corporate
Relationship,
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400 023

(Fax # 2272 3121/ 2037/ 2039/ 2041/ 2061/ 3719)

(Email: corp.relations@bseindia.com)

Date

26th December, 2016

Our Reference No.

SEC/05-1,2 /2016

Our Contact

R.C. DAGA

Direct Line

91 22 67680813

Dear Sir,

Sub: Disclosure of Voting Results of Postal Ballot of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Ref: Scrip Code No: BSE 509496 and NSE: ITD CEM

Pursuant to Section 110 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration), Rules, 2014 including any statutory modifications, amendments or re-enactments thereof for the time being in force, the Board of Directors of the Company had accorded its approval to conduct a Postal Ballot seeking consent of the members of the Company for passing a Special Resolution through Postal Ballot as specified in the Postal Ballot Notice dated 9th November, 2016.

In order to conduct the Ballot in a fair and transparent manner, the Board of Directors of the Company had appointed Mr. P.N. Parikh or failing him Ms. Sarveri Shah of M/s Parikh & Associates, Practicing Company Secretaries as Scrutinizer for conducting Postal Ballot Process through e-voting including remote e-voting and voting by Postal Ballot Form. The Scrutinizer has submitted his Report on 26th December, 2016.

On the basis of the Scrutinizer Report, results of the Postal Ballot were declared by the Company at 5.00 p.m. today at the Registered Office of the Company at National Plastic Building, A-Subhash Road, Paranjape B Scheme, Vile Parle (East), Mumbai - 400 057. The results of the postal ballot have been posted on the website of the Company at www.itdcem.co.in and also on the website of the Registrar and Transfer Agents, M/s. Karvy Computershare Private Limited at <http://evoting.karvy.com>. Further, the results have also been displayed on the Notice Board of the Company.

ITD CEMENTATION INDIA LIMITED

Registered & Corporate Office : National Plastic Building, A - Subhash Road, Paranjape B Scheme, Vile Parle (East), Mumbai - 400 057.

Tel.: 91-22-66931600 Fax : 91-22-66931628 www.itdcem.co.in

Corporate Identity Number : L61000MH1978PLC020435

ISO 9001, ISO 14001 & OHSAS 18001

DNV GL



Commitment, Reliability & Quality

The Special Resolution as set out in the Postal Ballot Notice has been approved by the shareholders of the Company by requisite majority.

The details of the voting results are given Annexure – A and Report of the Scrutinizer is annexed as Annexure B.

Please take the above on record.

Thanking you,

Yours faithfully,
For ITD Cementation India Limited


(R.C. DAGA)
COMPANY SECRETARY

Encl: as above

National Stock Exchange of India Limited,
Listing Department,
Exchange Plaza, C-1, Block 'G' Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051 (Fax # 2659 8237 / 8238)

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DETAILS OF POSTAL BALLOT VOTING RESULTS	
Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	
Name of the Company	ITD Cementation India Limited
Date of the AGM/EGM-declaration of Voting Result of Postal Ballot	26-Dec-16
Total number of shareholders on Record date/Cut off date (18 - Nov -16)	20227
No. of shareholders present in the meeting either in person or through proxy:	NOT APPLICABLE
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	NOT APPLICABLE
Promoters and Promoter Group:	NA
Public:	NA
Agenda- wise disclosure	To give loan(s) to any person or other body corporate; give any guarantee(s) or provide any security(ies) in connection with a loan to any other body corporate or person; acquire by way of subscription, purchase or otherwise the securities of any other body corporate(s), for an amount not exceeding Rs. 2,500 Crores (Rupees Two Thousand Five Hundred Crores Only), outstanding at any time, under Section 186 of the Companies Act, 2013 read with Rules framed thereunder

SPECIAL.								
Resolution required : (ordinary/ Special)	NO							
Whether promoter/ promoter group are interested in The agenda/ resolution?	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour - (4)	No. of Votes - against - (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	00	00	0.0000	0.0000
	Post	80113180	0	0.0000	00	00	0.0000	0.0000
	Postal Ballot		80113180	100.0000	80113180	00	100.0000	0.0000
	Total	80113180	80113180	100.0000	80113180	00	100.0000	0.0000
Public- Institutions	E-Voting	39423021	91,2613	91.2613	32293526	7129495	81.9154	18.0845
	Post	43197963	0	0.0000	00	00	0.0000	0.0000
	Postal Ballot		0	0.0000	00	00	0.0000	0.0000
	Total	43197963	39423021	91.2613	32293526	7129495	81.9154	18.0845
Public- non Institutions	E-Voting	31846757	1465137	4.6006	1462674	2463	99.8318	0.1681
	Post		0	0.0000	00	00	0.0000	0.0000
	Postal Ballot		80594	0.2531	78894	1700	97.8906	2.1093
	Total	31846757	1545731	4.8537	1541568	4163	99.7307	0.2693
Grand Total		155157900	121081932	78.0397	113948274	7133658	94.1084	5.8916



Signature
R C DAGA
Company Secretary

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
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

December 26, 2016

To,
ITD Cementation India Limited
National Plastic Building, A- Subhash Road,
Paranjape B Scheme, Vile Parle (East),
Mumbai - 400057

Kind Attn: Mr. R. C. Daga

Sub. : Postal Ballot

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the Special Resolution to give loan(s) to any person or other body corporate(s); give any guarantee(s) or provide any security(ies) in connection with a loan to any other body corporate or person; acquire by way of subscription, purchase or otherwise the securities of any other body corporate(s), in an aggregate for an amount not exceeding Rs. 2,500 Crores (Rupees Two Thousand Five Hundred Crores Only), under Section 186 of the Companies Act, 2013 read with Rules framed thereunder.

I now enclose the following:

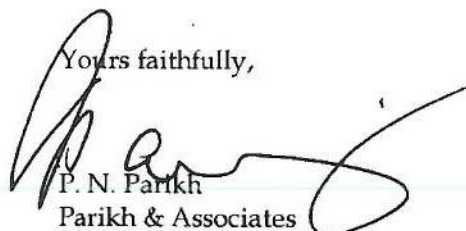
- a) My report to the Managing Director of the Company on the result of the postal ballots received from shareholders in physical and electronic mode.
- b) The register showing the particulars of the physical postal ballots processed by the Registrar and Share Transfer Agent of the Company and the e-votes registered on the Karvy Computershare Private Limited e-voting system in respect of the said resolution.

I hope you will find the above in order.

Thanking you.



Yours faithfully,


P. N. Parikh
Parikh & Associates

Encl.: As above.

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
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

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, SaiDwar 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 to give loan(s) to any person or other body corporate(s); give any guarantee(s) or provide any security(ies) in connection with a loan to any other body corporate or person; acquire by way of subscription, purchase or otherwise the securities of any other body corporate(s), in an aggregate for an amount not exceeding Rs. 2,500 Crores (Rupees Two Thousand Five Hundred Crores Only), under Section 186 of the Companies Act, 2013 read with Rules framed thereunder.

The shareholders of the company holding shares as on the "cut-off" date of November 18, 2016 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Friday, November 25, 2016 at 10:00 a.m. (IST) and ended on Saturday, December 24, 2016 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 Saturday, December 24, 2016 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



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Special Resolution to give loan(s) to any person or other body corporate(s); give any guarantee(s) or provide any security(ies) in connection with a loan to any other body corporate or person; acquire by way of subscription, purchase or otherwise the securities of any other body corporate(s), in an aggregate for an amount not exceeding Rs. 2,500 Crores (Rupees Two Thousand Five Hundred Crores Only), under Section 186 of the Companies Act, 2013 read with Rules framed thereunder.

(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
505	11,39,48,274	94.11

(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
32	71,33,658	5.89

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
8	4,185

Place: Mumbai



Signature:
Name:

[Handwritten Signature]
P. N. Parikh
Scrutinizer

Dated: December 26, 2016

FCS: 327 CP: 1228

Counter signed by
[Handwritten Signature]
(Adun Saraban)
Managing Director