

March 24, 2025

To
The Manager
The BSE Limited
Listing department
P. J. Tower, Dalal Street,
Fort, Mumbai 400 001

The Manager
National Stock Exchange of India Limited
Listing department
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai 400 051

Ref.: BSE Scrip Code: 530023

NSE Symbol: THEINVEST

Dear Sir / Madam,

Subject: Voting results and Consolidated Scrutinizer's Report of Postal Ballot Notice dated February 17, 2025.

With reference to the captioned subject and in continuation of our earlier corporate announcement dated February 17, 2025 with respect to proceedings of Postal Ballot Notice of the Company, we have enclosed herewith following document in this regard:

- a) Voting Results (Remote E-voting and Venue E-voting) on the resolutions covered under the Postal Ballot Notice dated February 17, 2025 of the Company, pursuant to Regulations 44 (3) of the SEBI (LODR) Regulations, 2015 as **Annexure-A**.
- b) Consolidated Report of Scrutinizer's on voting through remote E-voting and venue E-voting at Postal Ballot Notice dated February 17, 2025 in terms of the provisions of Section 108 of Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 and applicable provisions of the SEBI (LODR) Regulations, 2015 as **Annexure-B**.
- c) Minutes of Postal Ballot proceedings. As **Annexure-C**.

The resolution set out in the Postal Ballot Notice has been approved by the members with a requisite majority and shall be deemed to have been passed on 23rd March 2025 being the last date of e-voting.

The voting results and consolidated Scrutinizer's report are also available on the website of the Company at <https://www.itorg.com/investor-inner.php?id=12>.

We request you to kindly take this information on your record

For **The Investment Trust of India Limited**

Vidhita Sudesh Narkar
Company Secretary and Compliance Officer
Membership No. A33495

Encl: a/a

General information about company	
Scrip code	530023
NSE Symbol	THEINVEST
MSEI Symbol	NOTLISTED
ISIN	INE924D01017
Name of the company	THE INVESTMENT TRUST OF INDIA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-03-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	Himanshu Gajra
Firms Name	Himanshu Gajra & Company
Qualification	CS
Membership Number	F11691
Date of Board Meeting in which appointed	13-02-2025
Date of Issuance of Report to the company	24-03-2025

Voting results	
Record date	14-02-2025
Total number of shareholders on record date	6634
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions of The Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37677446	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	3460248	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	11104523	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3383810	30.4724	3383797	13	99.9996	0.0004
	Total		11104523	3383810	30.4724	3383797	13	99.9996
Total		52242217	3383810	6.4772	3383797	13	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block

Textual Information(1)

Votes cast by related parties were invalid and have been excluded from the total votes cast by shareholders.

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	37677446
Public Insitutions	0
Public - Non Insitutions	0

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions of Subsidiaries of The Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37677446	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37677446	0	0	0	0	0
Public- Institutions	E-Voting	3460248	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3460248	0	0	0	0	0
Public- Non Institutions	E-Voting	11104523	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3383810	30.4724	3383797	13	99.9996	0.0004
	Total		11104523	3383810	30.4724	3383797	13	99.9996
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Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

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Textual Information(1)

Votes cast by related parties were invalid and have been excluded from the total votes cast by shareholders.

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	37677446
Public Insitutions	0
Public - Non Insitutions	0

HIMANSHU GAJRA & Co.

Telephone: +91 73046 67405 / +91 90822 82533

Registered Office: 22, 2nd Floor, Panchali Bldg, Pt. Din Dayal Road, Dombivli West 421202

FORM NO. MGT-13

Consolidated Report of Scrutinizer(s)

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman,

The Investment Trust of India Limited

ITI House, 36, Dr. R. K. Shirodkar Marg,

Parel, Mumbai - 400 012

Maharashtra, India.

Dear Sir/Madam,

Ref: Report of Scrutinizer on passing of Resolution through Postal Ballot only by way of Remote E-voting of Investment Trust of India Limited ("the Company")

1. The Board of Director of the Company, by Resolution passed on 13-02-2025 has Appointed us as Scrutinizer for conducting the Postal Ballot (e-Voting process) for passing the resolutions as set out in the Notice of Postal Ballot Dated 17.02.2025.
2. The management of the Company is responsible to ensure compliance with sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time, including General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020 and the subsequent circulars issued in this regard the latest being Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and Regulation 44 of tire SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions thereunder Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2").
3. My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer report on the votes cast "in favour" or "against" the resolution on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL") the authorized service provider for extending the facility of electronic voting to the members of Company.



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4. We submit our report as under

- I. In terms of Section 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company has issued a Postal Ballot Notice dated February 17, 2025 for passing of resolutions mentioned in the said notice to its members.
- II. In terms of MCA Circulars, the Company had sent the notice in electronic form only to its members whose name(s) appeared in the Register of members of the Company/ list of Beneficial Owners as on Friday, February 14, 2025. Further, in compliance with the MCA Circulars, the hard copy of postal ballot notice along with postal ballot forms and pre-paid business envelope was not sent to the members for this postal ballot. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
- III. The Company has completed the dispatch of Postal Ballot Notice by email on February 17, 2025. In accordance with the MCA Circulars, no physical ballot notice was dispatched to the Members. The Company has also published Newspaper Advertisement in Financial Express (English) and Nav Sakti (Marathi) respectively, regarding dispatch of Notice of Postal Ballot along with Remote E-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on, February 18, 2025.
5. The Company has offered E-voting through Central Depository Services (India) Limited ("CDSL") and the report contains the details of remote e-voting only.
6. The facility of remote e-voting remained open from 9.00 a.m. on Saturday, February 22, 2025 and ended at 5.00 p.m. on Sunday, March 23, 2025.
7. We have unblocked the votes cast through remote E-voting in the presence of Ms. Akshata Pardeshi and Ms. Khushi Bhanushali who are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the evoting website of CDSL i.e. <https://www.evotingindia.com/>.

Summary of Postal Ballot through remote e-voting is given below:

Resolution No 1 (Ordinary Resolution)

Approval of Material Related Party Transactions of the Company



HIMANSHU GAJRA & Co.

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(i) Voted in favour of the Resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e- Voting	44	33,83,797	99.9996

(ii) Voted in against of the Resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e- Voting	3	13	0.0004

(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e Voting	6	3,76,77,446

As the promoter and promoter group has casted the votes same are not being considered as being interested parties to the resolution.

Resolution No 2 (Ordinary Resolution)

Approval of Material Related Party Transactions of the subsidiaries of Company.

(i) Voted in favour of the Resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e- Voting	44	33,83,797	99.9996

(ii) Voted in against of the Resolution:



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Registered Office: 22, 2nd Floor, Panchali Bldg, Pt. Din Dayal Road, Dombivli West 421202

Mode	Number of Members Voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e- Voting	3	13	0.0004

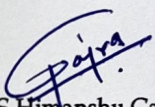
(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e Voting	6	3,76,77,446

Note: Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through E-voting.


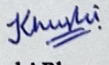
8. The resolutions mentioned in the Postal Ballot Notice dated February 17, 2025 as per the details above stands passed with requisite majority.
9. The relevant records relating to voting shall be under my safe custody till the Chairman or person authorized by him, considers, approves and signs the minutes of this Postal Ballot and thereafter, the same shall be returned to the Company Secretary of the Company.

Yours faithfully,
 For Himanshu Gajra & Company


 CS Himanshu Gajra
 Membership No: F11691
 C. P. No: 25306
 Peer Review No: 2283/2022
 UDIN No: F011691F004146901



Place: Mumbai
 Date: 24/03/2024

 
 Witness 1: Ms. Akshata Pardeshi and Witness 2: Ms. Khushi Bhanushali

MINUTES OF POSTAL BALLOT PROCEEDINGS HELD THROUGH REMOTE E-VOTING CONCLUDED ON MARCH 23, 2025

The Board of Directors vide their resolution dated February 13, 2025, approved the postal ballot notice entailing the following resolutions to be considered and approved by shareholders through remote e-voting pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

Sr No	Particulars
1	Approval of Material Related Party Transactions of the Company
2	Approval of Material Related Party Transactions of the subsidiaries of Company

- a) The Company had engaged the services of CDSL for the purpose of providing evoting facility and technical services relating to the Postal Ballot to all its members.
- b) The Board had appointed Himanshu Gajra & Company, Practicing Company Secretaries, (Membership No - F11691, C.P. No. 25306, Peer Review No: 2283/2022), as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
- c) In accordance with applicable MCA and SEBI circulars, the postal ballot notice was sent through electronic mode to those members whose e-mail addresses were registered with the Company/ Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date February 14, 2025, seeking approval as set out in the postal ballot notice.
- d) The total number of shareholders as on the cut-off date was 6,634.
- e) Pursuant to the above, the postal ballot notice was sent to all eligible shareholders, electronically, on February 17, 2025.
- f) A Public advertisement was published on February 18, 2025, in Financial Express in English and Navshakti in Marathi.
- g) The e-voting commenced on February 22, 2025 (9.00 AM IST) and closed on March 23, 2025 (5.00 PM IST)
- h) The Scrutinizer unblocked the votes casted under e-voting and downloaded the details at 1.29 PM IST on March 24, 2025 from CDSL portal in the presence of two witnesses
- i) The Scrutinizer then rendered his report to the Chairman.
- j) The text of resolutions as set out in the postal ballot notice dated March 17, 2025, that were passed by the shareholders were as follows:

Resolution No.1

Approval of Material Related Party Transactions of the Company

Nature of Resolution: Ordinary Resolution

RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company to enter into and / or continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) specified under Regulation 2(1)(zc) of the Listing Regulation with related parties falling within the definition of ‘Related Party’ under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, as more specifically set out in Table nos. A1 to A2 in the explanatory statement to this resolution on the respective material terms & conditions set out in each of Table nos. A1 to A2;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

A1. Transactions with ITI Gold Loans Limited

Sr No	Description	Details
1.	A summary of information provided by the management to the Audit Committee:	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	ITI Gold Loans Limited (IGLL), a subsidiary of The Investment Trust of India Limited (The ITI Limited). The ITI Limited hold 61.98%.

b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mr. Amit Malpani, Chief Executive Officer (CEO) of The ITI Limited is also on the Board of IGLL. Ms. Vidhita Narkar, Company Secretary & Compliance Officer of The ITI Limited being a Group Company Secretary is a KMP in IGLL.
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	During the year under review, The ITI Limited provided a corporate guarantee for which they charged Corporate Guarantee Service Charges. Furthermore, IGLL anticipates accepting and placing inter-corporate loans, including the associated interest, with The ITI Limited in the next financial year under consideration.
d.	Tenure of the transaction	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for transactions during a next financial year i.e. FY2025-26.
e.	Value of the proposed Transaction	The Company estimates that the monetary value for Transactions for FY2025-26 to be upto Rs. 1,320 crores.
f.	Percentage of annual consolidated turnover considering FY2023-24 as the immediately preceding financial year	Four hundred fifty-nine percent, gross transaction volume appears substantial relative to our turnover, it is important to note that this reflects the revolving nature of our funding mechanism rather than the actual net exposure. The net borrowing amount represents only a fraction of the total transaction value. The high volume stems from the continuous cycle of borrowing and repayment activities, which is essential for maintaining optimal liquidity and meeting our business objectives.
2.	Justification for the transaction	The Company will make strategic expansion of the business operations through inter-corporate borrowing provided to our subsidiary. This financial arrangement is designed to leverage our internal resources effectively, enabling our subsidiary to access the capital required for its growth and development initiatives. By facilitating this inter-corporate loan, we aim to enhance the subsidiary's capacity to undertake new projects, explore emerging market opportunities, and reinforce its

		competitive standing in the industry. This strategic move underscores our commitment to fostering synergies within our corporate family and optimizing our financial and operational efficiencies.
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
(i)	details of the source of funds in connection with the proposed transaction	Internal accruals
(ii)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Nil
(iii)	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Tenure - Short Term (less than one year) Interest rate – 10% p.a. Security - Unsecured
(iv)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital requirements
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	N.A.
5.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	N.A.
6.	Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.

A2. Transaction with Lakshdeep Investment and Finance Private Limited

Sr No	Description	Details
1.	A summary of information provided by the management to the Audit Committee:	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Lakshdeep Investment and Finance Private Limited (LI&FPL) related party of The Investment Trust of India Limited (The ITI Limited)

b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mrs. Khyati Valia, Director of The ITI Limited is also member of LI&FPL.
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	During the year under review, The ITI Limited anticipates both accepting and placing inter-corporate loans, along with the associated interest, with LI&FPL.
d.	Tenure of the transaction	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for transactions during 2 financial years i.e., from FY2024-25 and FY2025-26.
e.	Value of the proposed Transaction	The Company estimates that the monetary value for transactions for FY2024-25 to be upto Rs 630 Crores and next financial years to be upto 1,260 crore.
f.	Percentage of annual consolidated turnover considering FY2023-24 as the immediately preceding financial year	Six hundred fifty-seven percent, gross transaction volume appears substantial relative to our turnover, it is important to note that this reflects the revolving nature of our funding mechanism rather than the actual net exposure. The net borrowing amount represents only a fraction of the total transaction value. The high volume stems from the continuous cycle of borrowing and repayment activities, which is essential for maintaining optimal liquidity and meeting our business objectives.
2.	Justification for the transaction	Availing and granting Loans and Advances for expansion of business activity.
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
(i)	details of the source of funds in connection with the proposed transaction	Internal accruals
(ii)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Nil
(iii)	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Tenure - Short Term (less than one year) Interest rate – 10 % p.a. Security - Unsecured.

(iv)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital requirements
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	N.A.
5.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	N.A.
6.	Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.

Result of voting through Postal Ballot by remote e-voting was as follows:

No. of votes Polled	No. of votes – in favour	No. of votes – against	No. of votes – invalid	% of votes in favour on votes polled	% of Votes against on votes polled
33,83,810	33,83,797	13	3,76,77,446	99.9996%	0.0004%

The aforesaid resolution was passed with requisite majority.

Resolution No.2

Approval of Material Related Party Transactions of the subsidiaries of Company

Nature of Resolution: Ordinary Resolution

RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), other applicable laws / statutory provisions, if any, (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the subsidiaries and associates (as defined under the Companies Act, 2013) of the Company, to enter into and / or continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) specified under Regulation 2(1)(zc) of the Listing Regulation with related parties falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, as more specifically set out in Table nos. B1 to B7 in the

explanatory statement to this resolution on the respective material terms & conditions set out in each of Table nos. B1 to B7;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company/ subsidiaries in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

B1. Transaction between ITI Gold Loans Limited and Lakshdeep Investment and Finance Private Limited

Sr No	Description	Details
1.	A summary of information provided by the management to the Audit Committee:	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	ITI Gold Loans Limited (IGLL) and Lakshdeep Investment and Finance Private Limited (LI&FPL) IGLL, a subsidiary of The ITI Limited. The ITI Limited hold 61.98 % of its stake. LI&FPL is the related party of The ITI Limited.
b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mr. Amit Malpani, CEO of The ITI Limited is also on the Board of IGLL. Mrs. Khyati Valia, Director of The ITI Limited is also member of LI&FPL. Ms. Vidhita Narkar, Company Secretary & Compliance Officer of The ITI Limited being a Group Company Secretary is a KMP in IGLL.
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	During the year under review, IGLL anticipates both accepting and placing inter-corporate loans, along with the associated interest, with LI&FPL. This also includes the Capital Contribution from LI&FPL
d.	Tenure of the transaction	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for transactions during 2 financial years i.e., from FY2024-25 and FY2025-26.
e.	Value of the proposed Transaction	The Company estimates that the monetary value for transactions for FY2024-25 to be

		upto Rs 1,560 Crores and next financial years to be upto 2,880 crore.
f.	Percentage of annual consolidated turnover considering FY2023-24 as the immediately preceding financial year	One thousand five hundred forty-four Percent, gross transaction volume appears substantial relative to our turnover, it is important to note that this reflects the revolving nature of our funding mechanism rather than the actual net exposure. The net borrowing amount represents only a fraction of the total transaction value. The high volume stems from the continuous cycle of borrowing and repayment activities, which is essential for maintaining optimal liquidity and meeting our business objectives.
2.	Justification for the transaction	Availing and granting Loans and Advances for expansion of business activity.
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
(i)	details of the source of funds in connection with the proposed transaction	Internal accruals
(ii)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Nil
(iii)	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Tenure - Short Term (less than one year) Interest rate – 10% p.a. Security - Unsecured
(iv)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital requirements
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	N.A.
5.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	N.A.

6.	Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.
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B2. Transaction between ITI Gold Loans Limited and ITI Capital Limited

Sr No	Description	Details
1.	A summary of information provided by the management to the Audit Committee:	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	ITI Gold Loans Limited and ITI Capital Limited. ITI Gold Loans Limited (IGLL) is a subsidiary of The ITI Limited. The ITI Limited hold 61.98 % of its stake. ITI Capital Limited (ICL) is a wholly owned subsidiary of The ITI Limited.
b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mr. Amit Malpani, CEO of The ITI Limited is also on the Board of IGLL. Ms. Vidhita Narkar, Company Secretary & Compliance Officer of The ITI Limited being a Group Company Secretary is an KMP in IGLL.
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	During the year under review, IGLL anticipates both accepting and placing inter-corporate loans, along with the associated interest, with ICL.
d.	Tenure of the transaction	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for transactions during 2 financial years i.e., from FY2024-25 and FY2025-26.
e.	Value of the proposed Transaction	The Company estimates that the monetary value for transactions for FY2024-25 to be upto Rs 525 Crores and next financial years to be upto 1,050 crore.
f.	Percentage of annual consolidated turnover considering FY2023-24 as the immediately preceding financial year	Five hundred forty eight Percent, gross transaction volume appears substantial relative to our turnover, it is important to note that this reflects the revolving nature of our funding mechanism rather than the actual net exposure. The net borrowing amount represents only a fraction of the total transaction value. The high volume stems from the continuous cycle of borrowing and repayment activities, which is essential for maintaining optimal liquidity and meeting our business objectives.

2.	Justification for the transaction	Availing and granting Loans and Advances for expansion of business activity.
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
(i)	details of the source of funds in connection with the proposed transaction	Internal accruals
(ii)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Nil
(iii)	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Tenure - Short Term (less than one year) Interest rate – 10% p.a. Security - Unsecured
(iv)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital requirements
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	N.A.
5.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	N.A.
6.	Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.

B3. Transaction between ITI Gold Loans Limited and ITI Credit Limited

Sr No	Description	Details
1.	A summary of information provided by the management to the Audit Committee:	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	ITI Gold Loans Limited and ITI Credit Limited ITI Gold Loans Limited (IGLL), a subsidiary of The ITI Limited wherein The ITI Limited hold 61.98 % stake ITI Credit Limited (ICrL) is a wholly owned subsidiary of The ITI Limited.

b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mr. Amit Malpani, CEO of The ITI Limited is also on the Board of IGLL. Mr. Chintan Valia, Non-Executive Director of The ITI Limited is also on the Board of ICrL and Mr. Subbiah Manickam is CFO of The ITI Limited as well as ICrL. Ms. Vidhita Narkar, Company Secretary & Compliance Officer of The ITI Limited being a Group Company Secretary is an KMP in IGLL & ICrL
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	During the year under review, IGLL anticipates both accepting and placing inter-corporate loans, along with the associated interest, with ICrL. This also includes the reimbursement of expenses.
d.	Tenure of the transaction	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for transactions during 2 financial years i.e., from FY2024-25 and FY2025-26.
e.	Value of the proposed Transaction	The Company estimates that the monetary value for transactions for FY2024-25 to be upto Rs 1,100 Crores and next financial years to be upto 2,220 crore.
f.	Percentage of annual consolidated turnover considering FY2023-24 as the immediately preceding financial year	One thousand one hundred forty-six percent, gross transaction volume appears substantial relative to our turnover, it is important to note that this reflects the revolving nature of our funding mechanism rather than the actual net exposure. The net borrowing amount represents only a fraction of the total transaction value. The high volume stems from the continuous cycle of borrowing and repayment activities, which is essential for maintaining optimal liquidity and meeting our business objectives.
2.	Justification for the transaction	Availing and granting Loans and Advances for expansion of business activity.
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
(i)	details of the source of funds in connection with the proposed transaction	Internal accruals
(ii)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness;	Nil

	- cost of funds; and - tenure	
(ii) i)	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Tenure - Short Term (less than one year) Interest rate – 10% p.a. Security - Unsecured
(i) v)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital requirements
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	N.A.
5.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	N.A.
6.	Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.

B4. Transaction between ITI Gold Loans Limited and ITI Gilts Limited

Sr No	Description	Details
1.	A summary of information provided by the management to the Audit Committee:	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	ITI Gold Loans Limited and ITI Gilts Limited ITI Gold Loans Limited (IGLL) is a subsidiary of The ITI Limited. The ITI Limited hold 61.98 % of its stake. ITI Gilts Limited (IGL) is a wholly owned subsidiary of The ITI Limited.
b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mr. Amit Malpani, CEO of The ITI Limited is also on the Board of IGLL. Mr. Subbiah Manickam, hold the position of Chief Financial Officer (CFO) in The ITI Limited as well as IGL Ms. Vidhita Narkar, Company Secretary & Compliance Officer of The ITI Limited being a Group Company Secretary is a KMP in IGLL & IGL.
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	During the year under review, IGLL anticipates both accepting and placing inter-corporate loans, along with the associated interest, with IGL. This also includes the reimbursement of expenses.

d.	Tenure of the transaction	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for transactions during 2 financial years i.e., from FY2024-25 and FY2025-26.
e.	Value of the proposed Transaction	The Company estimates that the monetary value for transactions for FY2024-25 to be upto Rs 210 Crores and next financial years to be upto 420 crore.
f.	Percentage of annual consolidated turnover considering FY2023-24 as the immediately preceding financial year	Two hundred nineteen percent. gross transaction volume appears substantial relative to our turnover, it is important to note that this reflects the revolving nature of our funding mechanism rather than the actual net exposure. The net borrowing amount represents only a fraction of the total transaction value. The high volume stems from the continuous cycle of borrowing and repayment activities, which is essential for maintaining optimal liquidity and meeting our business objectives.
2.	Justification for the transaction	Availing and granting Loans and Advances for expansion of business activity.
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
(i)	details of the source of funds in connection with the proposed transaction	Internal accruals
(ii)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Nil
(iii)	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Tenure - Short Term (less than one year) Interest rate – 10% p.a. Security - Unsecured
(iv)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital requirements
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	N.A.

5.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	N.A.
6.	Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.

B5. Transaction between ITI Gold Loans Limited and Intime Multi Commodity Company Limited

Sr No	Description	Details
1.	A summary of information provided by the management to the Audit Committee:	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	ITI Gold Loans Limited and Intime Multi Commodity Company Limited ITI Gold Loans Limited (IGLL) is a subsidiary of The ITI Limited. The ITI Limited hold 61.98 % of its stake. Intime Multi Commodity Company Limited (IMCCL) is a wholly owned subsidiary of The ITI Limited.
b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	N.A.
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	During the year under review, IGLL anticipates both accepting and placing inter-corporate loans, along with the associated interest, with IMCCL. This also includes the reimbursement of expenses.
d.	Tenure of the transaction	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for transactions for next financial years i.e., FY2025-26.
e.	Value of the proposed Transaction	The Company estimates that the monetary value for transactions for FY2025-26 to be upto Rs 105 crores.
f.	Percentage of annual consolidated turnover considering FY2023-24 as the immediately preceding financial year	thirty-seven percent transaction volume appears substantial relative to our turnover, it is important to note that this reflects the revolving nature of our funding mechanism rather than the actual net exposure. The net borrowing amount represents only a fraction of the total transaction value. The high volume stems from the continuous cycle of borrowing and repayment activities, which is essential for maintaining optimal liquidity and

		meeting our business objectives as an NBFC.
2.	Justification for the transaction	Availing and granting Loans and Advances for expansion of business activity.
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
(i)	details of the source of funds in connection with the proposed transaction	Internal accruals
(ii)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Nil
(iii)	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Tenure - Short Term (less than one year) Interest rate – 10% p.a. Security - Unsecured
(iv)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital requirements
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	N.A.
5.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	N.A.
6.	Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.

B6. Transaction between ITI Credit Limited and Lakshdeep Investment and Finance Private Limited

Sr No	Description	Details
1.	A summary of information provided by the management to the Audit Committee:	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	ITI Credit Limited (ICrL) and Lakshdeep Investment and Finance Private Limited (LI&FPL) LI&FPL is a related party of The Investment Trust of India Limited (The ITI Limited).

		ICrL, a Wholly Owned subsidiary of The ITI Limited.
b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mr. Subbiah Manickam, hold the position of Chief Financial Officer (CFO) in The ITI Limited as well as ICrL. Mrs. Khyati Valia, Director of The ITI Limited is also member of Lakshdeep Investment and Finance Private Limited. Ms. Vidhita Narkar, Company Secretary & Compliance Officer of The ITI Limited being a Group Company Secretary is a KMP in ICrL.
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	During the year under review, ICrL anticipates both accepting and placing inter-corporate loans, along with the associated interest, with LI&FPL.
d.	Tenure of the transaction	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for transactions during 2 financial years i.e., from FY2024-25 and FY2025-26.
e.	Value of the proposed Transaction	The Company estimates that the monetary value for transactions for FY2024-25 to be upto Rs 840 Crores and next financial years to be upto 2,100 crore.
f.	Percentage of annual consolidated turnover considering FY2023-24 as the immediately preceding financial year	One thousand twenty-two percent, transaction volume appears substantial relative to our turnover, it is important to note that this reflects the revolving nature of our funding mechanism rather than the actual net exposure. The net borrowing amount represents only a fraction of the total transaction value. The high volume stems from the continuous cycle of borrowing and repayment activities, which is essential for maintaining optimal liquidity and meeting our business objectives.
2.	Justification for the transaction	Availing and granting Loans and Advances for expansion of business activity.
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
(i)	details of the source of funds in connection with the proposed transaction	Internal accruals

(ii)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Nil
(iii)	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Tenure - Short Term (less than one year) Interest rate – 10% p.a. Security - Unsecured
(iv)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital requirements
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	N.A.
5.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	N.A.
6.	Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.

B7. Transaction between ITI Credit Limited and ITI Finance Limited

Sr No	Description	Details
1.	A summary of information provided by the management to the Audit Committee:	
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	ITI Credit Limited (ICrL) and ITI Finance Limited (IFL) ICrL is a wholly owned subsidiary of The ITI Limited. IFL, an Associate of The ITI Limited. The ITI Limited hold 25% stake.
b.	Name of the director or key managerial personnel who is related, if any and nature of relationship	Mr. Chintan Valia, Non-Executive Director of The ITI Limited is also on the Board of ICrL and Mr. Subbiah Manickam holds the position of CFO in The ITI Limited as well as ICrL. Mr. Chintan Valia Non-Executive Director of The ITI Limited is also on the Board of IFL as a Managing Director. Ms. Vidhita Narkar, Company Secretary & Compliance Officer of The ITI Limited being

		a Group Company Secretary is a KMP in ICrL.
c.	Nature, material terms, monetary value and particulars of contracts or arrangement	During the year under review, ICrL anticipates both accepting and placing inter-corporate loans, along with the associated interest, with IFL. This also includes the reimbursement of expenses.
d.	Tenure of the transaction	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for transactions during 2 financial years i.e., from FY2024-25 and FY2025-26.
e.	Value of the proposed Transaction	The Company estimates that the monetary value for transactions for FY2024-25 to be upto Rs 1,100 Crores and next financial years to be upto 4,200 crore.
f.	Percentage of annual consolidated turnover considering FY2023-24 as the immediately preceding financial year	One thousand eight hundred forty-three percent, transaction volume appears substantial relative to our turnover, it is important to note that this reflects the revolving nature of our funding mechanism rather than the actual net exposure. The net borrowing amount represents only a fraction of the total transaction value. The high volume stems from the continuous cycle of borrowing and repayment activities, which is essential for maintaining optimal liquidity and meeting our business objectives.
2.	Justification for the transaction	Availing and granting Loans and Advances for expansion of business activity.
3.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
(i)	details of the source of funds in connection with the proposed transaction	Internal accruals
(ii)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Nil
(iii)	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Tenure - Short Term (less than one year) Interest rate – 10% p.a. Security - Unsecured

(iv)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working Capital requirements
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	N.A.
5.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	N.A.
6.	Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.

Result of voting through Postal Ballot by remote e-voting was as follows:

No. of votes Polled	No. of votes – in favour	No. of votes – against	No. of votes – invalid	% of votes in favour on votes polled	% of Votes against on votes polled
33,83,810	33,83,797	13	3,76,77,446	99.9996%	0.0004%

The aforesaid resolution was passed with requisite majority.

Accordingly, above-mentioned ordinary resolution, as set out in the Postal Ballot Notice dated 17th February 2025, was duly approved through Postal Ballot by the Members of the Company with requisite majority on 23rd March, 2025.

The Chairman authorized the Company Secretary to disseminate the results, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and post the same on the website of the Company

Entered on : 24th March, 2025

Place : Mumbai

Sd/-

Chairman
Chintan Valia
DIN: 05333936