



Commitment, Reliability & Quality

Dept. of Corporate Services – Corporate
Relationship,
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400 023
(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
11th May, 2018

Our Reference No.
SEC/05-1,2 /2018

Our Contact
RAHUL NEOGI

Direct Line
91 22 67680814

Dear Sir,

Sub: Disclosure of Voting Results of 40th Annual General Meeting 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 Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, enclosed please find voting results of 40th Annual General Meeting of the Company held on 10th May, 2018 at 4.00 p.m. at Rama and Sundri Watumull Auditorium, Kishinchand Chellaram College, Vidyasagar Principal K.M. Kundnani Chowk, 124, Dinshaw Wachha Road, Churchgate, Mumbai- 400 020.

The e-voting including remote e-voting period commenced on Monday, 7th May, 2018 at 10.00 a.m.(IST) and the same was disabled on 9th May, 2018 at 5.00 p.m. (IST).

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. Sarvari Shah of M/s Parikh & Associates, Practicing Company Secretaries as Scrutinizer for the e-voting including remote e-voting and voting by Ballot Paper at the venue of the Annual General Meeting. Accordingly, the scrutinizer submitted his report after completion of the Ballot process.

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

:: 2 ::

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


(RAHUL NEOGI)
COMPANY SECRETARY 

Encl: as above

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
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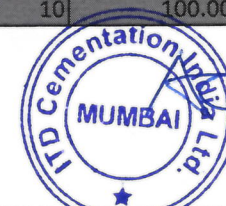
ISO 9001, ISO 14001 & OHSAS 18001



DNV GL

	ITD CEMENTATION INDIA LIMITED
Date of the AGM/EGM	10-05-2018
Total number of shareholders on record date	31787
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and Promoter Group:	1
Public:	74
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of the financial statements of the Company, namely (a) the Audited Standalone and Consolidated Balance Sheets as at 31st December, 2017, (b) the Audited Standalone and Consolidated Statements of Profit and Loss for the year ended on that date, (c) the Standalone and Consolidated Cash Flow Statements for the year ended on that date, (d) Notes annexed to, or forming part of the documents referred to in (a) to (c) above and the Reports of the Board of Directors and Auditors thereon.							
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	80113180	0	0.0000	00	0	0.0000	0.0000
	Poll		80113180	100.0000	80113180	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		80113180	100	80113180	0	100	0
Public- Institutions	E-Voting	22385028	17691982	79.0349	17691982	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		17691982	79.0349	17691982	0	100	0
Public- Non Institutions	E-Voting	69289376	33754332	48.7150	33754332	0	100.0000	0.0000
	Poll		43011	0.0621	43001	10	99.9767	0.0232
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		33797343	48.7771	33797333	10	100	0
Total	Total	171787584	131602505	76.6077	131602495	10	100.0000	0.0000



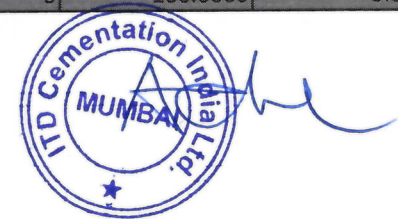
Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of dividend for the financial year 2017.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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	80113180	0	0.0000	00	0	0.0000	0.0000
	Poll		80113180	100.0000	80113180	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		80113180	100	80113180	0	100	0
Public- Institutions	E-Voting	22385028	17941982	80.1517	17941982	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		17941982	80.1517	17941982	0	100	0
Public- Non Institutions	E-Voting	69289376	33754332	48.7150	33754332	0	100.0000	0.0000
	Poll		43011	0.0621	43011	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		33797343	48.7771	33797343	0	100	0
	Total	171787584	131852505	76.7532	131852505	0	100.0000	0.0000



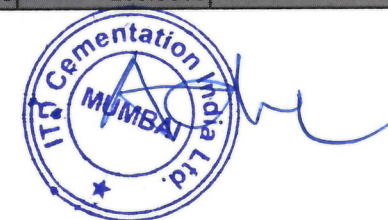
Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Piyachai Karnasuta (DIN: 07247974), retiring by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	80113180	0	0.0000	00	0	0.0000	0.0000
	Poll		80113180	100.0000	80113180	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		80113180	100	80113180	0	100	0
Public- Institutions	E-Voting	22385028	17941982	80.1517	17095584	846398	95.2825	4.7174
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		17941982	80.1517	17095584	846398	95.2826	4.7174
Public- Non Institutions	E-Voting	69289376	33754332	48.7150	27994332	5760000	82.9355	17.0644
	Poll		43011	0.0621	43011	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		33797343	48.7771	28037343	5760000	82.9572	17.0428
	Total	171787584	131852505	76.7532	125246107	6606398	94.9896	5.0104



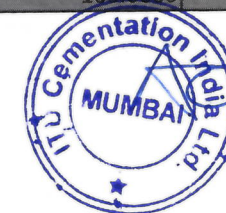
Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of M/s Walker Chandiok & Co LLP, Mumbai (Firm Registration No. 001076N/N500013) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting to be held in the year 2019.							
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	80113180	0	0.0000	00	0	0.0000	0.0000
	Poll		80113180	100.0000	80113180	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		80113180	100	80113180	0	100	0
Public- Institutions	E-Voting	22385028	17941982	80.1517	17941982	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		17941982	80.1517	17941982	0	100	0
Public- Non Institutions	E-Voting	69289376	33754332	48.7150	33754332	0	100.0000	0.0000
	Poll		43001	0.0621	43001	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		33797333	48.7771	33797333	0	100	0
Total		171787584	131852495	76.7532	131852495	0	100.0000	0.0000



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval and ratification of payment of remuneration to Mr. Suresh Damodar Shenoy (Membership no. 8318), Cost Accountant, appointed as Cost Auditor for the financial year ending on 31st March, 2019.							
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	80113180	0	0.0000	00	0	0.0000	0.0000
	Poll		80113180	100.0000	80113180	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		80113180	100	80113180	0	100	0
Public- Institutions	E-Voting	22385028	17941982	80.1517	17941982	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		17941982	80.1517	17941982	0	100	0
Public- Non Institutions	E-Voting	69289376	33754332	48.7150	33754332	0	100.0000	0.0000
	Poll		43001	0.0621	43001	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		33797333	48.7771	33797333	0	100	0
	Total	171787584	131852495	76.7532	131852495	0	100.0000	0.0000



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for payment of remuneration to Mr. Adun Saraban (DIN: 01312769), Managing Director of the Company for the calendar year 2018							
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	80113180	0	0.0000	00	0	0.0000	0.0000
	Poll		80113180	100.0000	80113180	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		80113180	100	80113180	0	100	0
Public- Institutions	E-Voting	22385028	17941982	80.1517	17941982	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		17941982	80.1517	17941982	0	100	0
Public- Non Institutions	E-Voting	69289376	33754332	48.7150	33754332	0	100.0000	0.0000
	Poll		43011	0.0621	43011	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		33797343	48.7771	33797343	0	100	0
	Total	171787584	131852505	76.7532	131852505	0	100.0000	0.0000



Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Sunil Shah Singh (DIN: 00233918), as a Director of the Company.							
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	80113180	0	0.0000	00	0	0.0000	0.0000
	Poll		80113180	100.0000	80113180	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		80113180	100	80113180	0	100	0
Public- Institutions	E-Voting	22385028	17941982	80.1517	17941982	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		17941982	80.1517	17941982	0	100	0
Public- Non Institutions	E-Voting	69289376	33754332	48.7150	33754332	0	100.0000	0.0000
	Poll		43011	0.0621	43011	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		33797343	48.7771	33797343	0	100	0
Total		171787584	131852505	76.7532	131852505	0	100.0000	0.0000



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 Plastics Building, A- Subhash Road,
 Paranjape B Scheme, Vile Parle (East),
 Mumbai 400057

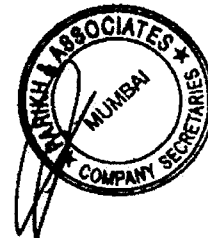
Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the 40th Annual General Meeting of ITD Cementation India Limited held at Rama and Sundri Watumull Auditorium, Kishinchand Chellaram College, Vidyasagar Principal K. M. Kundnani Chowk, 124, Dinshaw Wachha Road, Churchgate, Mumbai- 400 020 on Thursday, May 10, 2018 at 4.00 p.m.

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of ITD Cementation India Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 40th Annual General Meeting (AGM) of ITD Cementation India Limited held on Thursday, May 10, 2018 at 4.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on May 10, 2018.

The notice dated February 22, 2018 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the Shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.



The Company had availed the e-voting facility offered by Karvy Computer Share Private Limited ("Karvy") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of Thursday, May 03, 2018 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Monday, May 07, 2018 at 10:00 a.m. (IST) and ended on Wednesday, May 09, 2018 at 05:00 p.m. (IST) and the Karvy e-voting platform was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

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 and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Karvy e-voting system and voting through ballot paper at the AGM.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and the voting conducted through physical ballots at the venue of the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through physical ballots at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the Resolutions.

I now submit my Consolidated Report as under on the result of the remote e-voting and voting through ballot paper at the AGM in respect of the said resolutions.



Resolution 1: Ordinary Resolution**Adoption of Financial Statements of the Company, namely**

(a) the Audited Standalone and Consolidated Balance Sheets as at 31st December, 2017,

(b) the Audited Standalone and Consolidated Statements of Profit and Loss for the year ended on that date,

(c) the Standalone and Consolidated Cash Flow Statements for the year ended on that date,

(d) Notes annexed to, or forming part of the documents referred to in (a) to (c) above and the Reports of the Board of Directors and Auditors 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
96	13,16,02,495	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
1	10	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
4	2,54,708



Resolution 2: Ordinary Resolution

Declaration of dividend for financial year 2017.

(i) Voted in favour of the resolution:

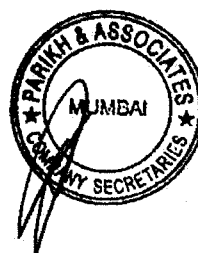
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
98	13,18,52,505	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
3	4,708



Resolution 3: Ordinary Resolution

Re-appointment of Mr. Piyachai Karnasuta (DIN 07247974), retiring by rotation.

(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
89	12,52,46,107	94.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	66,06,398	5.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
3	4,708



Resolution 4: Ordinary Resolution

Ratification of appointment of M/s Walker Chandiok & Co LLP, Mumbai (Firm Registration No. 001076N/N500013) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting to be held in the year 2019.

(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
97	13,18,52,495	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
4	4,718



Resolution 5: Ordinary Resolution

Approval and ratification of payment of remuneration to Mr. Suresh Damodar Shenoy (Membership No. 8318), Cost Accountants appointed as Cost Auditors for the financial year ending on 31st March, 2019.

(i) Voted in favour of the resolution:

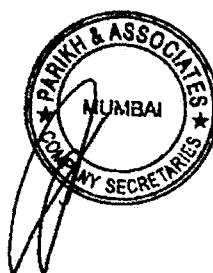
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
97	13,18,52,495	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
4	4,718



Resolution 6: Ordinary Resolution

**Approval for payment of remuneration to Mr. Adun Saraban (DIN: 01312769)
Managing Director of the company for the calendar year 2018.**

(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
98	13,18,52,505	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
3	4,708



Resolution 7: Ordinary Resolution

Appointment of Mr. Sunil Shah Singh (DIN: 00233918) as a Director of the company.

(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
98	13,18,52,505	100.00

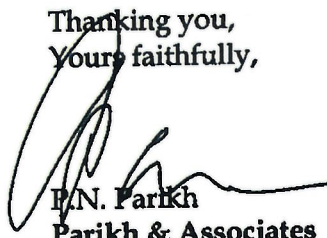
(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
3	4,708

Thanking you,
Yours faithfully,


P.N. Parikh
Parikh & Associates
Practising Company Secretaries
FCS: 327 CP No.: 1228
111,11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp.LaxmiIndl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053



For ITD CEMENTATION INDIA LIMITED


(Adun Saraban)
Managing Director

✓

Place: Mumbai
Dated: 10 May, 2018