### FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]

(vi) \*Whether shares listed on recognized Stock Exchange(s)



## **Annual Return**

(other than OPCs and Small Companies)

|   | EGISTRATION AND OTHE  | R DETAILS               |             |                     |         |
|---|---|-------------------------|-------------|---------------------|---------|
| (i) <b>*</b> (                                  | Corporate Identification Number (   | CIN) of the company     | L61000      | Pre-fill            |         |
| Global Location Number (GLN) of the company     |   |                         |             |                     |         |
| * Permanent Account Number (PAN) of the company |   | AAACT1426A              |             |                     |         |
| (ii) (a) Name of the company                    |   |                         | ITD CEN     | MENTATION INDIA LIM |         |
| (ł  | o) Registered office address  |                         |             |                     |         |
| (0  | Paranjape B Scheme, Vile Parle (Ea:<br>Mumbai<br>Maharashtra<br>400057<br>La alia<br>c) *e-mail ID of the company |                         | rahul.ne    | eogi@itdcem.co.in   |         |
| (0  | d) *Telephone number with STD o   | code                    | 02227680600 |                     |         |
|   | e) Website  |                         |             |                     |         |
| (6  |   |                         | 24/06/1     | 1978                |         |
| (iii)   | Date of Incorporation   |                         |             |                     |         |
| `   | Type of the Company   | Category of the Company |             | Sub-category of the | Company |

Yes

No

| (a) Details of stock exchanges where shares | (a | (; | a) | ) Details | of stock | exchanges | where sh | ares are | listed |
|---|----|----|----|-----------|----------|-----------|----------|----------|--------|
|---|----|----|----|-----------|----------|-----------|----------|----------|--------|

\*Number of business activities

| S. No. | Stock Exchange Name                      | Code  |
|--------|--|-------|
| 1      | BSE Limited                              | 1     |
| 2      | National Stock Exchange of India Limited | 1,024 |

|  |                         |                       |                      | _            |
|--|-------------------------|-----------------------|----------------------|--------------|
| (b) CIN of the Registrar ar                                | nd Transfer Agent       | U724                  | 00TG2017PLC117649    | Pre-fill     |
| Name of the Registrar an                                   | d Transfer Agent        |                       |                      | _            |
| KFIN TECHNOLOGIES LIMIT                                    | ED                      |                       |                      |              |
| Registered office address                                  | of the Registrar and Tr | ransfer Agents        |                      |              |
| Selenium, Tower B, Plot No<br>Financial District, Nanakrar |                         |                       |                      |              |
| (vii) *Financial year From date                            | 01/04/2021              | (DD/MM/YYYY) To d     | 31/03/2022           | (DD/MM/YYYY) |
| (viii) *Whether Annual general                             | meeting (AGM) held      | <ul><li>Yes</li></ul> | ○ No                 |              |
| (a) If yes, date of AGM                                    |                         |                       |                      |              |
| (b) Due date of AGM  | 30/09/2022              |                       |                      |              |
| (c) Whether any extension                                  | n for AGM granted       | <br>Yes               | <ul><li>No</li></ul> |              |
| II. PRINCIPAL BUSINES                                      | S ACTIVITIES OF         | THE COMPANY           | -                    |              |

|   | Main<br>Activity<br>group code |              | Business<br>Activity<br>Code | ,                                 | % of turnover of the company |
|---|--------------------------------|--------------|------------------------------|-----------------------------------|------------------------------|
| 1 | F                              | Construction | F2                           | Roads, railways, Utility projects | 100                          |

# III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

| *No. of Companies for which information is to be given | 1 | Pre-fill All |
|--|---|--------------|

| S.No | Name of the company            | CIN / FCRN            | Holding/ Subsidiary/Associate/<br>Joint Venture | % of shares held |
|------|--------------------------------|-----------------------|---|------------------|
| 1    | ITD Cementation Projects India | U45205MH2007PLC171896 | Subsidiary                                      | 100              |

### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

### (i) \*SHARE CAPITAL

#### (a) Equity share capital

| Particulars                               | Authorised capital | Issued<br>capital | Subscribed capital | Paid up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of equity shares             | 300,000,000        | 171,812,844       | 171,787,584        | 171,787,584     |
| Total amount of equity shares (in Rupees) | 300,000,000        | 171,812,844       | 171,787,584        | 171,787,584     |

Number of classes 1

| Class of Shares                           | Authoricad  | Icabilai    | Subscribed capital | Paid up capital |
|---|-------------|-------------|--------------------|-----------------|
| Number of equity shares                   | 300,000,000 | 171,812,844 | 171,787,584        | 171,787,584     |
| Nominal value per share (in rupees)       | 1           | 1           | 1                  | 1               |
| Total amount of equity shares (in rupees) | 300,000,000 | 171,812,844 | 171,787,584        | 171,787,584     |

#### (b) Preference share capital

| Particulars                                   | Authorised capital | Issued<br>capital | Subscribed capital | Paid-up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of preference shares             | 45,000,000         | 0                 | 0                  | 0               |
| Total amount of preference shares (in rupees) | 450,000,000        | 0                 | 0                  | 0               |

Number of classes 1

| Class of shares                               | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Number of preference shares                   | 45,000,000         | 0              | 0                  | 0               |
| Nominal value per share (in rupees)           | 10                 | 10             | 10                 | 10              |
| Total amount of preference shares (in rupees) | 450,000,000        | 0              |                    |                 |

#### (c) Unclassified share capital

| Particulars                         | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0                  |

#### (d) Break-up of paid-up share capital

| Class of shares              | Number of shares |             |           | Total<br>nominal<br>amount | Total<br>Paid-up<br>amount | Total<br>premium |
|------------------------------|------------------|-------------|-----------|----------------------------|----------------------------|------------------|
| Equity shares                | Physical         | DEMAT       | Total     |                            |                            |                  |
| At the beginning of the year | 688,275          | 171,099,309 | 171787584 | 171,787,58 <sup>2</sup>    | 171,787,58<br>±            |                  |

| Increase during the year                      | 0       | 82,915      | 82915     | 0           | 0          | 0 |
|---|---------|-------------|-----------|-------------|------------|---|
| i. Pubic Issues                               | 0       | 0           | 0         | 0           | 0          | 0 |
| ii. Rights issue                              | 0       | 0           | 0         | 0           | 0          | 0 |
| iii. Bonus issue                              | 0       | 0           | 0         | 0           | 0          | 0 |
| iv. Private Placement/ Preferential allotment | 0       | 0           | 0         | 0           | 0          | 0 |
| v. ESOPs                                      | 0       | 0           | 0         | 0           | 0          | 0 |
| vi. Sweat equity shares allotted              | 0       | 0           | 0         | 0           | 0          | 0 |
| vii. Conversion of Preference share           | 0       | 0           | 0         | 0           | 0          | 0 |
| viii. Conversion of Debentures                | 0       | 0           | 0         | 0           | 0          | 0 |
| ix. GDRs/ADRs                                 | 0       | 0           | 0         | 0           | 0          | 0 |
| x. Others, specify                            |         | 82,915      | 82915     |             |            |   |
| Shares dematted during the year               |         | ,,,,,,      |           |             |            |   |
| Decrease during the year                      | 82,915  | 0           | 82915     | 0           | 0          | О |
| i. Buy-back of shares                         | 0       | 0           | 0         | 0           | 0          | 0 |
| ii. Shares forfeited                          | 0       | 0           | 0         | 0           | 0          | 0 |
| iii. Reduction of share capital               | 0       | 0           | 0         | 0           | 0          | 0 |
| iv. Others, specify                           | 82,915  |             | 82915     |             |            |   |
| Shares dematted during the year               | 02,913  |             | 02913     |             |            |   |
| At the end of the year                        | 605,360 | 171,182,224 | 171787584 | 171,787,584 | 171,787,58 |   |
| Preference shares                             |         |             |           |             |            |   |
| At the beginning of the year                  | 0       | 0           | 0         | 0           | 0          |   |
| Increase during the year                      | 0       | 0           | 0         | 0           | 0          | 0 |
| i. Issues of shares                           | 0       | 0           | 0         | 0           | 0          | 0 |
| ii. Re-issue of forfeited shares              | 0       | 0           | 0         | 0           | 0          | 0 |
| iii. Others, specify                          |         |             |           |             |            |   |
| Decrease during the year                      | 0       | 0           | 0         | 0           | 0          | 0 |
| i. Redemption of shares                       | 0       | 0           | 0         | 0           | 0          | 0 |

| ii. Shares forfeited                              |                              | 1              |                |                            |              | 1           | 1            |
|---|------------------------------|----------------|----------------|----------------------------|--------------|-------------|--------------|
| ii. Shares forfeited                              |                              | 0              | 0              | 0                          | 0            | 0           | 0            |
| iii. Reduction of share capi                      | . Reduction of share capital |                | 0              | 0                          | 0            | 0           | 0            |
| iv. Others, specify                               |                              |                |                |                            |              |             |              |
|   |                              |                |                |                            |              |             |              |
| At the end of the year                            |                              | 0              | 0              | 0                          | 0            | 0           |              |
| SIN of the equity shares                          | of the company               |                |                |                            | INE68        | 36A01026    |              |
| (ii) Details of stock spl                         | it/consolidation during th   | e year (for ea | sch class of s | shares)                    | 0            |             |              |
| Class o   | f shares                     | (i)            |                | (ii)                       |              | (ii         | i)           |
| Before split /                                    | Number of shares             |                |                |                            |              |             |              |
| Consolidation                                     | Face value per share         |                |                |                            |              |             |              |
| After split /                                     | Number of shares             |                |                |                            |              |             |              |
| Consolidation                                     | Face value per share         |                |                |                            |              |             |              |
| Nil   | t any time since the         | -              | _              | company) Yes               | * No         | Not App     | licable      |
| Separate sheet at                                 | tached for details of transf | ers            | •              | Yes 🔘                      | No           |             |              |
| Note: In case list of tran<br>Media may be shown. | sfer exceeds 10, option fo   | r submission a | as a separate  | e sheet attach             | nment or sub | omission in | a CD/Digital |
| Date of the previous                              | s annual general meetin      | g 22/          | 09/2021        |                            |              |             |              |
| Date of registration                              | of transfer (Date Month      | Year)          |                |                            |              |             |              |
| Type of transfe                                   | er                           | 1 - Equity,    | 2- Preferen    | ce Shares,3                | - Debentu    | res, 4 - St | ock          |
| Number of Shares/<br>Units Transferred            | Debentures/                  |                |                | er Share/<br>e/Unit (in Rs | 5.)          |             |              |

| Ledger Folio of Trans   | sferor   |  |                         |  |  |  |  |  |
|---|--|--|-------------------------|--|--|--|--|--|
| Transferor's Name   |  |  |                         |  |  |  |  |  |
|   | Surname  | middle name                                  | first name              |  |  |  |  |  |
| Ledger Folio of Trans   | sferee   |  |                         |  |  |  |  |  |
| Transferee's Name   |  |  |                         |  |  |  |  |  |
|   | Surname  | middle name                                  | first name              |  |  |  |  |  |
| Date of registration o  | Date of registration of transfer (Date Month Year) |  |                         |  |  |  |  |  |
| Type of transfe   | r 1 -  | Equity, 2- Preference Shares,3               | - Debentures, 4 - Stock |  |  |  |  |  |
| Number of Shares/ D<br>Units Transferred                      | Debentures/  | Amount per Share/<br>Debenture/Unit (in Rs.) |                         |  |  |  |  |  |
| Ledger Folio of Trans   | sferor   |  |                         |  |  |  |  |  |
| Transferor's Name   |  |  |                         |  |  |  |  |  |
|   | Surname  | middle name first name                       |                         |  |  |  |  |  |
| Ledger Folio of Trans   | sferee   |  |                         |  |  |  |  |  |
| Transferee's Name   |  |  |                         |  |  |  |  |  |
|   | Surname  | middle name                                  | first name              |  |  |  |  |  |
| iv) *Debentures (Outstanding as at the end of financial year) |  |  |                         |  |  |  |  |  |

| Particulars                   | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures    | 0               |                        | 0           |
| Partly convertible debentures | 0               |                        | 0           |
| Fully convertible debentures  | 0               |                        | 0           |

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------|-----------------|------------------------|-------------|
| Total       |                 |                        | 0           |

#### **Details of debentures**

| Class of debentures           | Outstanding as at the beginning of the year | _ | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|---|--------------------------|---------------------------------------|
| Non-convertible debentures    | 0   | 0 | 0                        | 0                                     |
| Partly convertible debentures | 0   | 0 | 0                        | 0                                     |
| Fully convertible debentures  | 0   | 0 | 0                        | 0                                     |

| (v) | <b>Securities</b> | (other tha | n shares | and | debentures | ;) |
|-----|-------------------|------------|----------|-----|------------|----|
|-----|-------------------|------------|----------|-----|------------|----|

| Type of<br>Securities | Number of Securities | Nominal Value of each Unit | Total Nominal<br>Value | Paid up Value of each Unit | Total Paid up Value |
|-----------------------|----------------------|----------------------------|------------------------|----------------------------|---------------------|
|                       |                      |                            |                        |                            |                     |
|                       |                      |                            |                        |                            |                     |
|                       |                      |                            |                        |                            |                     |
| Total                 |                      |                            |                        |                            |                     |

### V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

31,952,742,152.17

0

(ii) Net worth of the Company

11,311,963,146.29

#### VI. (a) \*SHARE HOLDING PATTERN - Promoters

| S. No. | Category                                | Equ              | ity        | Preference       |            |  |
|--------|---|------------------|------------|------------------|------------|--|
|        |   | Number of shares | Percentage | Number of shares | Percentage |  |
| 1.     | Individual/Hindu Undivided Family       |                  |            |                  |            |  |
|        | (i) Indian                              | 0                | 0          | 0                |            |  |
|        | (ii) Non-resident Indian (NRI)          | 0                | 0          | 0                |            |  |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                |            |  |
| 2.     | Government                              |                  |            |                  |            |  |
|        | (i) Central Government                  | 0                | 0          | 0                |            |  |
|        | (ii) State Government                   | 0                | 0          | 0                |            |  |
|        | (iii) Government companies              | 0                | 0          | 0                |            |  |

| 3.  | Insurance companies                     | 0          | 0     | 0 |   |
|-----|---|------------|-------|---|---|
| 4.  | Banks                                   | 0          | 0     | 0 |   |
| 5.  | Financial institutions                  | 0          | 0     | 0 |   |
| 6.  | Foreign institutional investors         | 0          | 0     | 0 |   |
| 7.  | Mutual funds                            | 0          | 0     | 0 |   |
| 8.  | Venture capital                         | 0          | 0     | 0 |   |
| 9.  | Body corporate<br>(not mentioned above) | 80,113,180 | 46.64 | 0 |   |
| 10. | Others                                  | 0          | 0     | 0 |   |
|     | Total                                   | 80,113,180 | 46.64 | 0 | 0 |

**Total number of shareholders (promoters)** 

| 1 |  |  |  |
|---|--|--|--|

### (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category                                | Equi             | ity        | Preference       |            |
|--------|---|------------------|------------|------------------|------------|
|        |   | Number of shares | Percentage | Number of shares | Percentage |
| 1.     | Individual/Hindu Undivided Family       |                  |            |                  |            |
|        | (i) Indian                              | 46,546,487       | 27.1       | 0                |            |
|        | (ii) Non-resident Indian (NRI)          | 1,349,177        | 0.79       | 0                |            |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                |            |
| 2.     | Government                              |                  |            |                  |            |
|        | (i) Central Government                  | 0                | 0          | 0                |            |
|        | (ii) State Government                   | 0                | 0          | 0                |            |
|        | (iii) Government companies              | 0                | 0          | 0                |            |
| 3.     | Insurance companies                     | 0                | 0          | 0                |            |
| 4.     | Banks                                   | 2,500            | 0          | 0                |            |
| 5.     | Financial institutions                  | 0                | 0          | 0                |            |
| 6.     | Foreign institutional investors         | 18,044,589       | 10.5       | 0                |            |
| 7.     | Mutual funds                            | 21,141,906       | 12.31      | 0                |            |

| 8.  | Venture capital                      | 0          | 0     | 0 |   |
|-----|--------------------------------------|------------|-------|---|---|
| 9.  | Body corporate (not mentioned above) | 3,586,503  | 2.09  | 0 |   |
| 10. | Others (Clearing members/ IEPF/ T    | 1,003,242  | 0.58  | 0 |   |
|     | Total                                | 91,674,404 | 53.37 | 0 | 0 |

Total number of shareholders (other than promoters)

55,389

Total number of shareholders (Promoters+Public/ Other than promoters)

| 55,390 |
|--------|
|--------|

#### (c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company

34

| Name of the FII          | Address                              | Date of<br>Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|--------------------------|--------------------------------------|--------------------------|--------------------------|-----------------------|------------------|
| MASSACHUSETTS INS        | 77 MASSACHUSETTS AVENUE CAN          |                          |                          | 11,586,000            | 6.74             |
| 238 PLAN ASSOCIATES      | ONE BROADWAY 9TH FLOOR SUI           |                          |                          | 2,572,000             | 1.5              |
| EASTSPRING INVESTM<br>+  | SUITE 450 4TH FLOOR BARKLY WH        |                          |                          | 1,093,105             | 0.64             |
| ACADIAN EMERGING I       | 260 FRANKLIN STREET BOSTON M         |                          |                          | 585,466               | 0.34             |
| EMERGING MARKETS (       | 6300 Bee Cave Road Building One      |                          |                          | 439,074               | 0.26             |
| CITY OF NEW YORK GF      | ONE CENTRE STREET NEW YORK N         |                          |                          | 355,826               | 0.21             |
| THE EMERGING MARK        | 6300 Bee Cave Road Building One      |                          |                          | 240,706               | 0.14             |
| DIMENSIONAL EMERG        | 6300 Bee Cave Road Building One      |                          |                          | 217,088               | 0.13             |
| VIRGINIA RETIREMENT<br>+ | 1200 EAST MAIN STREET RICHMON        |                          |                          | 187,885               | 0.11             |
| SPDR S&P EMERGING        | ONE LINCOLN STREET BOSTON M.         |                          |                          | 119,981               | 0.07             |
| ACADIAN EMERGING I       | MAPLES CORPORATE SERVICES UC         |                          |                          | 74,599                | 0.04             |
| ACADIAN EMERGING I       | 260 FRANKLIN STREET BOSTON M         |                          |                          | 58,446                | 0.03             |
| QUADRATURE CAPITA        | Suite #7 Grand Pavilion Commerc      |                          |                          | 55,370                | 0.03             |
| PUBLIC EMPLOYEES R       | 277 EAST TOWN STREET COLUMBI         |                          |                          | 52,989                | 0.03             |
| TEACHERS RETIREMEN       | 55 WATER STREET NEW YORK NEV         |                          |                          | 48,966                | 0.03             |
| ALASKA PERMANENT         | 801 WEST 10TH STREET JUNEAU A        |                          |                          | 45,839                | 0.03             |
| DIMENSIONAL WORLD        | 251 Little Falls Drive New Castle Co |                          |                          | 40,223                | 0.02             |

| Name of the FII      | Address                            | Date of<br>Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|----------------------|------------------------------------|--------------------------|--------------------------|-----------------------|------------------|
| ACADIAN EMERGING I   | ONE FREEDOM VALLEY DRIVE OAK       |                          |                          | 38,041                | 0.02             |
| EMERGING MARKETS S   | 6300 Bee Cave Road Building One    |                          |                          | 35,112                | 0.02             |
| EMERGING MARKETS (   | 20 Triton Street Regents Place Lon |                          |                          | 33,990                | 0.02             |
| EMERGING MARKETS     | 25/28 NORTH WALL QUAY DUBLIN       |                          |                          | 25,081                | 0.01             |
| CITY OF LOS ANGELES  | 360 E Second Street Suite 600 Los  |                          |                          | 24,132                | 0.01             |
| WORLD EX U.S. CORE I | 6300 Bee Cave Road Building One    |                          |                          | 22,260                | 0.01             |
| AMERICAN CENTURY I   | 4500 MAIN STREET KANSAS CITY N     |                          |                          | 21,419                | 0.01             |
| EMERGING MARKETS \   | 25/28 NORTH WALL QUAY DUBLIN       |                          |                          | 19,853                | 0.01             |

# VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

| Details                        | At the beginning of the year | At the end of the year |
|--------------------------------|------------------------------|------------------------|
| Promoters                      | 1                            | 1                      |
| Members (other than promoters) | 45,087                       | 55,389                 |
| Debenture holders              | 0                            | 0                      |

#### VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### (A) \*Composition of Board of Directors

| Category                          | Number of directors at the beginning of the year |               |           | mber of directors at the end<br>of the year |           | Percentage of shares held by directors as at the end of year |  |
|-----------------------------------|--|---------------|-----------|---|-----------|--|--|
|                                   | Executive  | Non-executive | Executive | Non-executive                               | Executive | Non-executive  |  |
| A. Promoter                       | 0  | 1             | 0         | 1   | 0         | 0  |  |
| B. Non-Promoter                   | 2  | 4             | 2         | 3   | 0         | 0  |  |
| (i) Non-Independent               | 2  | 0             | 2         | 0   | 0         | 0  |  |
| (ii) Independent                  | 0  | 4             | 0         | 3   | 0         | 0  |  |
| C. Nominee Directors representing | 0  | 0             | 0         | 0   | 0         | 0  |  |
| (i) Banks & FIs                   | 0  | 0             | 0         | 0   | 0         | 0  |  |
| (ii) Investing institutions       | 0  | 0             | 0         | 0   | 0         | 0  |  |

| (iii) Government         | 0 | 0 | 0 | 0 | 0 | 0 |
|--------------------------|---|---|---|---|---|---|
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others               | 0 | 0 | 0 | 0 | 0 | 0 |
| Total                    | 2 | 5 | 2 | 4 | 0 | 0 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

#### (B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year

| Name                   | DIN/PAN    | Designation        | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|------------------------|------------|--------------------|--------------------------------|--|
| Mr. Piyachai Karnasuta | 07247974   | Director           | 0                              |  |
| Mr. Santi Jongkongka   | 08441312   | Whole-time directo | 0                              |  |
| Mr. Jayanta Basu       | 08291114   | Managing Director  | 0                              |  |
| Ms. Ramola Mahajani    | 00613428   | Director           | 0                              |  |
| Mr. Sunil Shah Singh   | 00233918   | Director           | 0                              |  |
| Mr. Pankaj I. C. Jain  | 00173513   | Director           | 0                              |  |
| Mr. Prasad Patwardhan  | AAEPP4144N | CFO                | 0                              |  |
| Mr. Rahul Neogi        | ABFPN1919B | Company Secretar   | 0                              |  |

#### (ii) Particulars of change in director(s) and Key managerial personnel during the year

1

| Name         |          | beginning / during | ICHANGE IN RESIGNATION! | Nature of change (Appointment/<br>Change in designation/ Cessation) |
|--------------|----------|--------------------|-------------------------|---|
| Mr. D.P. Roy | 00049269 | Director           | 06/08/2021              | Cessation   |

# IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

#### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held 1

| Type of meeting        | Date of meeting |        |    | % of total shareholding |
|------------------------|-----------------|--------|----|-------------------------|
| Annual General Meeting | 22/09/2021      | 56,942 | 52 | 46.66                   |

#### **B. BOARD MEETINGS**

\*Number of meetings held

5

| S. No. | Date of meeting | Total Number of directors associated as on the date |                              | Attendance      |  |
|--------|-----------------|---|------------------------------|-----------------|--|
|        |                 | of meeting  | Number of directors attended | % of attendance |  |
| 1      | 28/05/2021      | 7   | 7                            | 100             |  |
| 2      | 05/08/2021      | 7   | 7                            | 100             |  |
| 3      | 10/11/2021      | 6   | 6                            | 100             |  |
| 4      | 11/02/2022      | 6   | 6                            | 100             |  |
| 5      | 24/02/2022      | 6   | 6                            | 100             |  |

#### C. COMMITTEE MEETINGS

Number of meetings held

11

| S. No. | Type of meeting |                 | the meeting at | Attendance                 |                 |  |  |
|--------|-----------------|-----------------|----------------|----------------------------|-----------------|--|--|
|        | meeting         | Date of meeting |                | Number of members attended | % of attendance |  |  |
| 1      | Audit Committe  | 28/05/2021      | 4              | 4                          | 100             |  |  |
| 2      | Audit Committe  | 05/08/2021      | 4              | 4                          | 100             |  |  |
| 3      | Audit Committe  | 10/11/2021      | 3              | 3                          | 100             |  |  |
| 4      | Audit Committe  | 10/02/2022      | 3              | 3                          | 100             |  |  |
| 5      | Nomination an   | 27/05/2021      | 3              | 3                          | 100             |  |  |
| 6      | Nomination an   | 10/02/2022      | 3              | 3                          | 100             |  |  |
| 7      | Stakeholders F  | 05/08/2021      | 4              | 4                          | 100             |  |  |
| 8      | Stakeholders F  | 10/02/2022      | 5              | 5                          | 100             |  |  |
| 9      | Corporate Soc   | 27/05/2021      | 4              | 4                          | 100             |  |  |
| 10     | Corporate Soc   |                 | 4              | 4                          | 100             |  |  |

D. \*ATTENDANCE OF DIRECTORS

|           |                 |   | Board Meetings |     | Co | Whether attended AGM |                 |          |
|-----------|-----------------|---|----------------|-----|----|----------------------|-----------------|----------|
| S.<br>No. | of the director |   | Meetings       |     |    | Meetings             | % of attendance | held on  |
|           |                 |   |                |     |    |                      |                 | (Y/N/NA) |
| 1         | Mr. Piyachai K  | 5 | 5              | 100 | 10 | 10                   | 100             |          |
| 2         | Mr. Santi Jong  | 5 | 5              | 100 | 4  | 4                    | 100             |          |
| 3         | Mr. Jayanta B   | 5 | 5              | 100 | 4  | 4                    | 100             |          |
| 4         | Ms. Ramola M    | 5 | 5              | 100 | 3  | 3                    | 100             |          |
| 5         | Mr. Sunil Shal  | 5 | 5              | 100 | 8  | 8                    | 100             |          |
| 6         | Mr. Pankaj I. ( | 5 | 5              | 100 | 6  | 6                    | 100             |          |

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

|  | ] | N | i | I |
|--|---|---|---|---|

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

| S. No. | Name                | Designation                 | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others    | Total<br>Amount |
|--------|---------------------|-----------------------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1      | Mr. Santi Jongkongl | Executive Vice (            | 17,110,024   | 9,000,000  | 0                             | 3,100,395 | 0               |
| 2      | Mr. Jayanta Basu    | Managing Direct<br><b>±</b> | 15,335,600   | 7,200,000  | 0                             | 2,515,977 | 0               |
|        | Total               |                             | 32,445,624   | 16,200,000 | 0                             | 5,616,372 | 0               |

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

| S. No. | Name               | Designation   | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others    | Total<br>Amount |  |
|--------|--------------------|---------------|--------------|------------|-------------------------------|-----------|-----------------|--|
| 1      | Mr. Prasad Patward | CFO           | 9,710,280    | 0          | 0                             | 1,840,638 | 0               |  |
| 2      | Mr. Rahul Neogi    | Company Secre | 5,946,884    | 0          | 0                             | 248,120   | 0               |  |
|        | Total              |               | 15,657,164   | 0          | 0                             | 2,088,758 | 17,745,922      |  |

Number of other directors whose remuneration details to be entered

5

| S. No. | Name                | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others  | Total<br>Amount |
|--------|---------------------|-------------|--------------|------------|-------------------------------|---------|-----------------|
| 1      | Mr. Piyachai Karnas | Director    | 0            | 700,000    | 0                             | 750,000 | 0               |
| 2      | Ms. Ramola Mahaja   | Director    | 0            | 700,000    | 0                             | 600,000 | 0               |

|  | Name   | •   | Designation   | Gross S  | Salary   | Commission  | Stock Option<br>Sweat equit  |      | Others                                | Total<br>Amount |
|--|--|---|---|--|--|---|--|------|---------------------------------------|-----------------|
| 3  | Mr. Sunil Sh   | ah Sing   | Director  | 0  |  | 700,000   | 0  |      | 760,000                               | 0               |
| 4  | Mr. Panka  | j Jain  | Director  | 0  |  | 700,000   | 0  |      | 690,000                               | 0               |
| 5  | Mr. D. P.  | Roy   | Director  | 0  |  | 350,000   | 0  |      | 290,000                               | 0               |
|  | Total  |   |   | 0  |  | 3,150,000   | 0  |      | 3,090,000                             | 6,240,000       |
| B. If N  | nether the compositions of the Colon, give reason  | companies   | Act, 2013 du  | iring the year   | osures ii  | n respect of appl   | cable Yes  |      | ) No                                  |                 |
| ) DETA   |  |   | · · · · · · · · · · · · · · · · · · ·               | MPOSED ON  |  | ANY/DIRECTOR:   | S/OFFICERS   | Nil  |                                       |                 |
| compan   | f the co   | lame of the<br>oncerned<br>outhority  |   | e of Order   | section  |   | Details of penalty<br>punishment                                     |      | etails of appeal (<br>cluding present |                 |
| compan<br>officers   | f the co   | oncerned<br>uthority  | Date  |  | section  | n under which   |  |      |                                       |                 |
| (B) DET  | f the cry/ directors/ A  | oncerned<br>uthority  | G OF OFFEN  |  | section penalis  | n under which   |  | in   |                                       | status          |
| compan officers  B) DET  | f the cry/ directors/ A  | POUNDING Name of the  | G OF OFFEN  | ICES 🛛 I   | section penalis  | n under which sed / punished  e of the Act and on under which | Particulars of   | in   | Amount of comp                        | status          |
| B) DET.  Name of companion of ficers   | f the cry/ directors/ A  AILS OF COM  f the cry/ directors/ A  cry/ directors/ A   | POUNDING Name of the concerned Authority  | G OF OFFEN court/ Da                                | ICES 🔀 I   | Nil Name section offen.  | n under which sed / punished  e of the Act and on under which | Particulars of offence   | in   | Amount of comp                        | status          |
| B) DET.  Name of companion of the compan | f the cry/ directors/ A  | POUNDING Name of the concerned Authority  | G OF OFFEN court/ Da                                | ICES 🔀 I   | Nil Name section offen.  | e of the Act and on under which ce committed                  | Particulars of offence   | in   | Amount of comp                        | status          |
| B) DET.  Name or compan officers   | f the chy/ directors/ A  | POUNDING Name of the concerned Authority  te list of si   | G OF OFFEN court/ Da                                | ICES   representation of the control | Nil  Name section offen.   | e of the Act and on under which ce committed                  | Particulars of offence  ed as an attach                              | in   | Amount of comp                        | status          |
| Name of compan of some of compan of some of compan of some of  | f the cy/ directors/ A  AILS OF COM  f the cy/ directors/ A  Description of a listed com  f the cy/ directors/ A  Description of a listed com  A  A  A  A  A  A  A  A  A  A  A  A  A | POUNDING  Name of the concerned Authority  te list of sl  No  PF SUB-SEG  pany or a concerned authority | Date G OF OFFEN COURT/ Da CTION (2) OF COMPANY have | te of Order  debenture h   | Nil  Name section offen.  Olders have capital are capi | e of the Act and on under which sed / punished                | Particulars of offence  ed as an attache  COMPANIES  upees or more o | nent | Amount of comp                        | pounding (in    |

○ Associate ● Fellow

Whether associate or fellow

| Certificate of practice number  | r 1228                    |                            |                          |  |
|---|---------------------------|----------------------------|--------------------------|--|
| I/We certify that:  (a) The return states the facts, as  (b) Unless otherwise expressly stated during the financial year. |                           |                            |                          |  |
|   |                           |                            |                          |  |
|   | ı                         | Declaration                |                          |  |
| I am Authorised by the Board of (DD/MM/YYYY) to sign this form in respect of the subject matter of                        | and declare that all the  | requirements of the Cor    | mpanies Act, 2013 and th |  |
| Whatever is stated in th  | nis form and in the attac | hments thereto is true, co | orrect and complete and  | no information material to ords maintained by the company. |
| 2. All the required attachm   | nents have been comple    | etely and legibly attached | I to this form.          |  |
| Note: Attention is also drawn punishment for fraud, punishr   |                           |                            |                          | nies Act, 2013 which provide for ively.                    |
| To be digitally signed by   |                           |                            |                          |  |
| Director  |                           |                            |                          |  |
| DIN of the director   | 08291114                  |                            |                          |  |
| To be digitally signed by   |                           |                            |                          |  |
| <ul><li>Company Secretary</li></ul>   |                           |                            |                          |  |
| Company secretary in practic  | ce                        |                            |                          |  |
| Membership number 10653   |                           | Certificate of practice nu | umber                    |  |

| Attachments                                 |             | List of attachments |
|---|-------------|---------------------|
| 1. List of share holders, debenture holders | Attach      |                     |
| 2. Approval letter for extension of AGM;    | Attach      |                     |
| 3. Copy of MGT-8;                           | Attach      |                     |
| 4. Optional Attachement(s), if any          | Attach      |                     |
|   |             | Remove attachment   |
| Modify Check Form                           | Prescrutiny | Submit              |

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

#### **Annexure for MGT 7**

# ${\rm IX)}\ \textbf{MEETINGS}\ \textbf{OF}\ \textbf{MEMBERS/CLASS}\ \textbf{OF}\ \textbf{MEMBERS/BOARD/COMMITTEES}\ \textbf{OF}\ \textbf{THE}\ \textbf{BOARD}$ $\textbf{OF}\ \textbf{DIRECTORS}.$

C) Committee Meetings: No. of Meetings held - <u>15</u>

| <b>G</b>   | T C                             | D.4 C      | T. (.1 N1                             | A 1               |                 |
|------------|---------------------------------|------------|---------------------------------------|-------------------|-----------------|
| Sr.<br>No. | Type of                         | Date of    | Total Number of Members as            | Attendar          | nce             |
| NO.        | meeting                         | meeting    | on the date of                        |                   |                 |
|            |                                 |            | the meeting                           |                   |                 |
|            |                                 |            | the meeting                           | Number of members | % of attendance |
|            |                                 |            |                                       | attended          | % of attendance |
| 1          | Audit Committee                 | 28-05-2021 | 4                                     |                   | 100             |
|            |                                 |            | · · · · · · · · · · · · · · · · · · · | 4                 | 100             |
| 2          | Audit Committee                 | 05-08-2021 | 4                                     | 4                 | 100             |
| 3          | Audit Committee                 | 10-11-2021 | 3                                     | 3                 | 100             |
| 4          | Audit Committee                 | 10-02-2022 | 3                                     | 3                 | 100             |
|            |                                 |            |                                       |                   |                 |
| 5          | Nomination and Remuneration     | 27-05-2021 | 3                                     | 3                 | 100             |
|            | Committee                       |            |                                       |                   |                 |
| 6          | Nomination and Remuneration     | 10-02-2022 | 3                                     | 3                 | 100             |
|            | Committee                       |            |                                       |                   |                 |
|            |                                 |            |                                       |                   |                 |
| 7          | Stakeholders Relation Committee | 05-08-2021 | 4                                     | 4                 | 100             |
| 8          | Stakeholders Relation Committee | 10-02-2022 | 5                                     | 5                 | 100             |
|            |                                 |            |                                       |                   |                 |
| 9          | Corporate Social Responsibility | 27-05-2021 | 4                                     | 4                 | 100             |
|            | Committee                       |            |                                       |                   |                 |
| 10         | Corporate Social Responsibility | 10-02-2022 | 4                                     | 4                 | 100             |
|            | Committee                       |            |                                       |                   |                 |
|            |                                 |            |                                       |                   |                 |
| 11         | Independent Directors           | 10-02-2022 | 4                                     | 4                 | 100             |

For ITD Cementation India Ltd.

Rahul Neogi Company Secretary

#### ITD CEMENTATION INDIA LIMITED

List of FPI and PFC Shareholders as on 31/03/2022 ((FPC,FPI))

| SLNO DPID FOLIO/CL   | ID NAME/JOINT NAME(S)  | ADDRESS   | COUNTRY OF INCORPORATION | REGN. NO WITH SEBI | HOLDING % TO | D EQT MINOR CODE | PAN NO     |
|----------------------|--|---|--------------------------|--------------------|--------------|------------------|------------|
| 1 IN300054 10116818  | MASSACHUSETTS INSTITUTE OF TECHNOLOGY  | 77 MASSACHUSETTS AVENUE<br>CAMBRIDGE MA   | UNITED STATES OF AMERICA | INUSFP269015       | 11586000     | 6.74 FPC         | AADCM8931A |
| 2 IN300054 10116762  | 238 PLAN ASSOCIATES LLC  | ONE BROADWAY 9TH FLOOR SUITE<br>200 CAMBRIDGE MA  |                          | INUSFP012319       | 2572000      | 1.50 FPC         | AAACZ6706B |
| 3 IN300167 10027902  | EASTSPRING INVESTMENTS INDIA INFRASTRUCTURE EQUITY OPEN LIMITED  | SUITE 450 4TH FLOOR BARKLY<br>WHARF EAST LE CAUDAN<br>WATERFRONT PORT LOUIS<br>MAURITIUS    | MAURITIUS                | INMUFP019617       | 1093105      | 0.64 FPC         | AAECP0236A |
| 4 IN300167 10118522  | ACADIAN EMERGING MARKETS SMALL CAP EQUITY FUND LLC   | 260 FRANKLIN STREET BOSTON<br>MASSACHUSETTS   | UNITED STATES OF AMERICA | INUSFP171615       | 585466       | 0.34 FPC         | AAMCA6207G |
| 5 IN300054 10013410  | EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFO<br>LIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAI DG) | _   | UNITED STATES OF AMERICA | INUSFP031416       | 439074       | 0.26 FPC         | AACCD1644G |
| 6 IN300142 20774577  | CITY OF NEW YORK GROUP TRUST   | ONE CENTRE STREET NEW YORK NY<br>10007 2341   | UNITED STATES OF AMERICA | INUSFP213516       | 355826       | 0.21 FPC         | AAATC8419K |
| 7 IN300054 10013268  | THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA I<br>NVESTMENT TRUST COMPANY                                | 6300 Bee Cave Road Building One<br>Austin Texas 78746 USA                                   | UNITED STATES OF AMERICA | INUSFP033916       | 240706       | 0.14 FPC         | AAATD7768G |
| 8 IN300054 10040054  | DIMENSIONAL EMERGING MARKETS VALUE FUND  | 6300 Bee Cave Road Building One<br>Austin Texas 78746 USA                                   | UNITED STATES OF AMERICA | INUSFP033716       | 217088       | 0.13 FPC         | AACCD1578M |
| 9 IN300167 10056973  | VIRGINIA RETIREMENT SYSTEM MANAGED BY ACADIANASSET MANAGEMENT  | 1200 EAST MAIN STREET RICHMOND<br>VIRGINIA  | UNITED STATES OF AMERICA | INUSFP120417       | 187885       | 0.11 FPC         | AAATV3654P |
| 10 IN300142 20772140 | SPDR S&P EMERGING MARKETS SMALL CAP ETF  | ONE LINCOLN STREET BOSTON MA  | UNITED STATES OF AMERICA | INUSFP131616       | 119981       | 0.07 FPC         | AAHTS4805N |
| 11 IN300167 10166920 | ACADIAN EMERGING MARKETS MICRO-CAP EQUITY MASTER F<br>UND  | MAPLES CORPORATE SERVICES<br>UGLAND HOUSE PO BOX 309 NA<br>GRAND CAYMAN                     |                          | INCYFP048921       | 74599        | 0.04 FPC         | AAVCA4224C |
| 12 IN300167 10087184 | ACADIAN EMERGING MARKETS EQUITY II FUND LLC  | 260 FRANKLIN STREET BOSTON<br>MASSACHUSETTS   | UNITED STATES OF AMERICA | INUSFP171515       | 58446        | 0.03 FPC         | AAICA9999H |
| 13 IN303438 10021660 | QUADRATURE CAPITAL VECTOR SP LIMITED   | Suite #7 Grand Pavilion Commercial<br>Centre 802 West Bay Road P.O. Box<br>10250 Grand Caym |                          | INCYFP003521       | 55370        | 0.03 FPC         | AAACQ7172Q |
| 14 IN300142 10779541 | PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO   | 277 EAST TOWN STREET COLUMBUS<br>OH 43215 USA   | UNITED STATES OF AMERICA | INUSFP130016       | 52989        | 0.03 FPC         | AAATP5186E |
| 15 IN303438 10013506 | TEACHERS RETIREMENT SYSTEM OF THE CITY OF NEW YORK   | 55 WATER STREET NEW YORK NEW YORK   | UNITED STATES OF AMERICA | INUSFP163115       | 48966        | 0.03 FPC         | AACTT5549D |
| 16 IN300167 10021055 | ALASKA PERMANENT FUND  | 801 WEST 10TH STREET JUNEAU<br>ALASKA   | UNITED STATES OF AMERICA | INUSFP117816       | 45839        | 0.03 FPC         | AADTA7800K |

| 17 IN300054 10115788 | DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIM ENSIONAL ETF TRUST                        | 251 Little Falls Drive New Castle<br>County Wilmington Delaware |                          | INUSFP061421 | 40223    | 0.02 FPC | AAICD6956H |
|----------------------|--|---|--------------------------|--------------|----------|----------|------------|
| 18 IN300167 10105997 | ACADIAN EMERGING MARKETS PORTFOLIO   | ONE FREEDOM VALLEY DRIVE OAKS PENNSYLVANIA                      | UNITED STATES OF AMERICA | INUSFP134516 | 38041    | 0.02 FPC | AABTT4168K |
| 19 IN300054 10017712 | EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF D FA INVESTMENT DIMENSIONS GROUP INC.       | 6300 Bee Cave Road Building One<br>Austin Texas 78746 USA       | UNITED STATES OF AMERICA | INUSFP031516 | 35112    | 0.02 FPC | AABCE6264C |
| 20 IN300167 10156689 | EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL F UNDS ICVC                                 | 20 Triton Street Regents Place<br>London NW1 3BF U K            | UNITED KINGDOM           | INUKFP032216 | 33990    | 0.02 FPC | AACCD1506B |
| 21 IN300167 10100511 | EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENS IONAL FUNDS II PUBLIC LIMITED COMPANY     | 25/28 NORTH WALL QUAY DUBLIN I                                  | IRELAND                  | INIRFP027716 | 25081    | 0.01 FPC | AABCE7501L |
| 22 IN300054 10032536 | CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN   | 360 E Second Street Suite 600 Los<br>Angeles CA                 |                          | INUSFP065214 | 24132    | 0.01 FPC | AABTC0471C |
| 23 IN300054 10074905 | WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTM ENT DIMENSIONS GROUP INC.                 | 6300 Bee Cave Road Building One<br>Austin Texas 78746 USA       | UNITED STATES OF AMERICA | INUSFP031716 | 22260    | 0.01 FPC | AABCW4402G |
| 24 IN300167 10159933 | AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET S EQUITY ETF                              | 4500 MAIN STREET KANSAS CITY<br>MISSOURI                        |                          | INUSFP083219 | 21419    | 0.01 FPC | AAHTA5157H |
| 25 IN300167 10100587 | EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC   | 25/28 NORTH WALL QUAY DUBLIN 1                                  | IRELAND                  | INIRFP027616 | 19853    | 0.01 FPC | AAAAE2450P |
| 26 IN301799 10087369 | HERMES INDIA GROWTH FUND   | SUITE 307 3RD FLOOR NG TOWER<br>EBENE CYBERCITY                 |                          | INMUFP004119 | 10790    | 0.01 FPC | AAHCK1694G |
| 27 IN300054 10097678 | EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO   | 6300 BEE CAVE ROAD BUILDING ONE                                 |                          | INUSFP024018 | 9348     | 0.01 FPC | AAECE9320Q |
| 28 IN300054 10074841 | WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.               | 6300 Bee Cave Road Building One<br>Austin Texas 78746 USA       | UNITED STATES OF AMERICA | INUSFP021616 | 8815     | 0.01 FPC | AABCW4401F |
| 29 IN300054 10067527 | DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DI<br>MENSIONAL EMERGING MARKETS VALUE TRUST | Level 43 1 Macquarie Place Sydney<br>NSW                        | AUSTRALIA                | INAUFP032116 | 7254     | 0.00 FPC | AABTD2064N |
| 30 IN300054 10009298 | LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM   | 202 West First Street Suite 500 Los<br>Angeles California       | UNITED STATES OF AMERICA | INUSFP175717 | 6293     | 0.00 FPC | AAATL3381R |
| 31 IN300167 10128022 | DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND   | 25/28 NORTH WALL QUAY DUBLIN 1                                  | IRELAND                  | INIRFP127115 | 4431     | 0.00 FPC | AAFCD1235L |
| 32 IN303622 10015782 | TAHIR BABAYEV  | Sadaf 4 3101 Jumeirah Beach<br>Residence P O Box 487494 Dubai   |                          | INUEFP008818 | 3300     | 0.00 FPI | DJVPB7765N |
| 33 IN301524 30049602 | CC&L Q EMERGING MARKETS EQUITY FUND  | 1111 WEST GEORGIA ST SUITE 2200<br>VANCOUVER B C CANADA         | CANADA                   | INCAFP153415 | 744      | 0.00 FPC | AABTC7446B |
| 34 IN300167 10169081 | AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EME RGING MARKETS EQUITY ETF                  | 4500 MAIN STREET KANSAS CITY<br>MISSOURI                        |                          | INUSFP019322 | 163      | 0.00 FPC | AAJTA0542Q |
|                      | TOTAL:   |   |                          |              | 18044589 | 10.50    |            |



#### DRAFT FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

#### CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of ITD Cementation India Limited (the Company) **CIN No. L61000MH1978PLC020435** having its Registered Office at 9th Floor, Prima Bay, Tower - B, Gate No. 5, Saki Vihar Road, Powai, Mumbai-400072, as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March 2022. In our opinion and to the best of our information and according to the examinations carried out by us, the information to the extent provided to us electronically, explanations furnished and representations made to us by the Company, and considering the relaxations granted by the Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic, we certify that:

- **A.** the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- **B.** during the aforesaid financial year the company has generally complied with provisions of the Act & Rules made thereunder in respect of :
- 1. its status under the Act.
- 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies and other authorities;
- 4. calling/convening/holding meetings of Board of Directors, committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book / registers maintained for the purpose.

No Resolution was passed through Postal ballot;

- 5. closure of Register of Members;
- 6. no advances/loans have been made to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7. there were no contracts/arrangements with related parties as specified in section 188 of the Act except the transactions in the ordinary course of business and which were at arm's length basis;
- 8. transfer and transmission of shares and issue of security certificates in all instances; as applicable
  - there was no issue or allotment or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/ securities during the year;
- 9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; as applicable
- 10. declaration/payment of dividend.
  - transfer of unpaid/unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3),(4) and (5) thereof;
- 12. appointment/re-appointments/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them as applicable;
- 13. appointment /re-appointment of auditors as per the provisions of section 139 of the Act;
- 14. no approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15. the Company has not accepted any Fixed Deposits during the year;

16. borrowings from public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect.

there were no borrowings from the Directors or members during the year;

- 17. there were no Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act during the year;
- 18. there had been no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the year.

| Place: Mumbai<br>Date : | For Parikh & Associates Company Secretaries              |
|-------------------------|--|
|                         | Signature:   |
|                         | Name of Company Secretary :P. N. Parikh<br>C.P.No. :1228 |
|                         | PR-1129/2021<br>UDIN:                                    |

This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and Forms an integral part of this report.

For Parikh & Associates

| 'Annexure | Α | to | Form | MGT. | -8' |
|-----------|---|----|------|------|-----|
|           |   |    |      |      |     |

To,
ITD Cementation India Limited

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

- 1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- 3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

| Place: Mumbai Date: | Company Secretaries                                      |
|---------------------|--|
|                     | Signature:   |
|                     | Name of Company Secretary :P. N. Parikh<br>C.P.No. :1228 |
|                     | PR-1129/2021<br>UDIN:                                    |