

Dept. of Corporate Services – Corporate Relationship,
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai - 400 001.

National Stock Exchange of India
Limited,
Listing Department,
Exchange Plaza, C-1, Block 'G'
Bandra-Kurla Complex,
Bandra (East),
Mumbai - 400 051.

Date
24th December, 2025

Our Reference No.
SEC/12/2025

Our Contact
RAHUL NEOGI

Direct Line
91 22 67680814
rahul.neogi@cemindia.co.in

Dear Sirs,

SUB: Postal Ballot Notice - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Scrip Code: 509496 (BSE) and CEMPRO (NSE)

We would like to inform you that pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, General Circular Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020, and subsequent Circulars issued in this regard by the Ministry of Corporate Affairs from time to time for holding general meetings/conducting the process of Postal Ballot through remote e-Voting, the latest being General Circular No. 03/2025 dated 22 September, 2025, (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), Secretarial Standard - 2 on General Meetings ("SS- 2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modifications, amendments or re-enactments thereof for the time being in force) ("Postal Ballot Rules") that Cemindia Projects Limited (formerly ITD Cementation India Limited) ("the Company") is seeking assent or dissent of its Members to the proposed Resolutions as set out below, by means of Postal Ballot Notice dated 15th December, 2025 ("Notice") only through voting by electronic means ("remote e-voting System").

SPECIAL BUSINESS:

A) Ordinary Resolution:

Approval for the appointment of M/s Price Waterhouse Chartered Accountants LLP as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s T R Chadha & Co. LLP, Chartered Accountants, till the conclusion of the next Annual General Meeting of the Company (i.e. 48th AGM) to be held in the year 2026, and to fix their remuneration.

Cemindia Projects Limited

(formerly ITD Cementation India Limited)

Registered & Corporate Office: 9th Floor, Prima Bay,
Tower - B, Gate No. 5, Saki Vihar Road, Powai, Mumbai - 400 072.
Tel.: 91-22-66931600 www.cemindia.co.in
Corporate Identity Number : L61000MH1978PLC020435



B) Special Resolution:

Approval/Ratification by the Members of the Company for the placement of Certificate issued by M/s. K. M. Rege & Co., Practicing Chartered Accountants, Mumbai, containing confirmation that the Company has complied with all applicable conditions relating to change in the name of the Company from ITD Cementation India Limited to Cemindia Projects Limited in accordance with Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 of SEBI Listing Regulations, 2015, please find enclosed Postal Ballot Notice dated 15th December, 2025 along with Explanatory Statement which is being sent to the Members of the Company whose names appear in the Register of Members as on Friday, 19th December, 2025 (Cut-off Date), seeking their approval for businesses as set out in the said Notice.

In accordance with the MCA Circulars, the said Notice is being sent only through electronic mode to Members on 24th December, 2025, whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Cut-off Date.

The Company has engaged the services of KFIN Technologies Limited (KFintech) for the purpose of providing e-voting facility to all its Members.

The Board of Directors of the Company have appointed Mr. P. N. Parikh (Membership No. F 327) or failing him Mr. Mitesh Dhabliwala (Membership No. F 8831) or failing him Ms. Sarvari Shah (Membership No. F 9697) of M/s. Parikh & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.

In terms of the MCA Circulars, members are requested to vote only through the remote e-voting process. Accordingly, the Company is providing remote e-voting facility to all its members to cast their votes electronically. The remote e-voting period commences from 9.00 a.m. (IST) on Sunday, 28th December, 2025 and ends at 5.00 p.m. (IST) on Monday, 26th January, 2026. The e-voting facility will be disabled thereafter by KFintech and any voting received after the aforesaid period would be treated as if there has been no voting.

The Scrutinizer shall submit his/her report to the Managing Director/ Company Secretary as may be authorized by the Chairman for this purpose and the results of the Postal Ballot shall be announced on or before Wednesday 28th January, 2026. Please take the above information on record.

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The above referred documents are also being uploaded on the website of the Company at www.cemindia.co.in.

Thanking you,

Yours faithfully,

**For Cemindia Projects Limited
(formerly ITD Cementation India Limited)**

(RAHUL NEOGI)
COMPANY SECRETARY

Cemindia Projects Limited

(formerly ITD Cementation India Limited)

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Cemindia Projects Limited

(formerly ITD Cementation India Limited)

CIN: L61000MH1978PLC020435

Registered Office: 9th Floor, Prima Bay, Tower - B, Gate No. 5,
Saki Vihar Road, Powai, Mumbai- 400 072.

Phone No: 022-66931600 • **Fax No.:** 022-66931628

E-mail: investors.relation@cemindia.co.in • **Website:** <http://www.cemindia.co.in>

NOTICE OF POSTAL BALLOT

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
Sunday, 28 December 2025 at 9.00 a.m. (IST)	Monday, 26 January 2026 at 5.00 p.m. (IST)

Dear Members,

Notice is hereby given pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular Nos. 14/2020 dated 08 April, 2020 and 17/2020 dated 13 April, 2020 and subsequent circulars issued in this regard by the Ministry of Corporate Affairs from time to time for holding general meetings/conducting the process of postal ballot through remote e-Voting, the latest being General Circular No. 03/2025 dated 22 September, 2025 (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), Secretarial Standard-2 on General Meetings ("SS- 2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modifications, amendments or re-enactments thereto for the time being in force) ("Postal Ballot Rules") that Cemindia Projects Limited (formerly ITD Cementation India Limited) (the "Company") is seeking assent or dissent of its Members to the proposed Resolutions as set out below, by means of Postal Ballot only through voting by electronic means ("remote e-voting System"):

SPECIAL BUSINESS:

A) Ordinary Resolution:

Approval for the appointment of M/s Price Waterhouse Chartered Accountants LLP as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s T R Chadha & Co. LLP, Chartered Accountants, till the conclusion of the next Annual General Meeting of the Company (i.e. 48th AGM) to be held in the year 2026, and to fix their remuneration.

B) Special Resolution:

Approval/Ratification by the Members of the Company for the placement of Certificate issued by M/s. K. M. Rege & Co., Practicing Chartered Accountants, Mumbai, containing confirmation that the Company has complied with all applicable conditions relating to change in the name of the Company from ITD Cementation India Limited to Cemindia Projects Limited in accordance with Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors of the Company have approved the Postal Ballot Notice containing the proposed resolutions on 15 December, 2025, subject to the approval of the Members of the Company and such other approvals from the authorities as may be required in this behalf.

The resolutions proposed to be passed by way of Postal Ballot and the Statement annexed to the Notice pursuant to Section 102(1) of the Act, read with Section 110 of the Act, SS-2 and the prescribed rules including the Postal Ballot Rules, setting out the material facts and reasons thereof, are appended below for consideration of the Members.

In compliance with the MCA Circulars, this Postal Ballot Notice, instead of being dispatched physically, is being sent only through electronic means to those Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent ("RTA")/ Depositories/Depository Participants. Please follow the process provided in the Notes to this Postal Ballot Notice and convey your assent or dissent to the proposed resolutions electronically. Physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot in view of explanations provided in the MCA Circulars.

In accordance with the provisions of Section 108 and other applicable provisions of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, SEBI Listing Regulations, 2015 and MCA Circulars, the Company is pleased to offer e-voting facility to its Members to enable them to give their assent or dissent to the proposed resolutions electronically. All Members holding shares in demat as well as in physical mode are required to carefully follow the instructions as given for e-voting under Instructions for e-Voting. The Company has engaged the services of KFin Technologies Limited, RTA (Kfin/KFintech) for the purpose of providing e-voting facility to all its Members.

In terms of the MCA Circulars, Members are requested to vote only through the remote e-voting process. Accordingly, the Company is providing remote e-voting facility to all its members to cast their votes electronically. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically.

The remote e-voting period commences from 9.00 a.m. (IST) on Sunday, 28 December, 2025 and ends at 5.00 p.m. (IST) on Monday, 26 January, 2026. The e-voting facility will be disabled thereafter by KFin and any voting received after the aforesaid period would be treated as if there has been no voting.

The Board of Directors of the Company has appointed Mr. P. N. Parikh (Membership No. F 327) or failing him Mr. Mitesh Dhaliwala (Membership No. F 8831) or failing him Ms. Sarvari Shah (Membership No. F 9697) of M/s. Parikh & Associates, Practicing Company Secretaries, as Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

Upon completion of the scrutiny of the Postal Ballot/ e-voting, the Scrutinizer will submit his/her report to the Managing Director / Company Secretary, as authorised by the Chairman for this purpose, who shall counter sign the same. The results shall be announced on or before Wednesday, 28 January, 2026 by the Managing Director / Company Secretary duly authorised by the Chairman for this purpose, at the Registered Office of the Company and shall also be displayed on the Company's website at <http://www.cemindia.co.in> and on its notice board at its Registered Office and also on the website of KFin at <http://evoting.kfintech.com> besides communicating the same to the Stock Exchanges on which the shares of the Company are listed.

Members requiring any clarifications on e-voting may contact Mr. Anandan K, Senior Manager, KFin Technologies Limited, Selenium Building, Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad -500032 on Kfin's toll free No. 1-800-309-4001 or email at inward.ris@kfintech.com.

RESOLUTIONS:

1. To consider, and, if thought fit to give your assent or dissent to the following **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 ("the Act"), and the rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of the Audit Committee and the Board of Directors of the Company at their respective meetings held on 05 November, 2025, approval of the Members of the Company be and is hereby accorded to the appointment of M/s. Price Waterhouse Chartered Accountants LLP, (Firm Registration No. 012754 N/N500016), as the Statutory Auditors of the Company based on their confirmation of their eligibility to be appointed as Statutory Auditors of the Company in accordance with the requirements of the Act, to hold office w.e.f. 05 November, 2025 till the conclusion of the next Annual General Meeting of the Company (i.e. 48th AGM) to be held in the year 2026, to fill the casual vacancy caused by the resignation of M/s. T R Chadha & Co. LLP (Firm Registration No. 006711N/N500028), at such remuneration, as contained in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board', which term shall be deemed to include any Committee constituted or to be constituted by the Board or any person(s) authorised by the Board in this regard) be and is hereby authorized to finalize their terms of engagement according to the scope of their services as Statutory Auditors and other permissible assignments, if any."

2. To consider, and, if thought fit to give your assent or dissent to the following **Special Resolution:**

"RESOLVED THAT in relation to the Special Resolution passed by the Members of the Company at its 47th Annual General Meeting (AGM) of the Company held on 07 August, 2025, regarding change in name of the Company from ITD Cementation India Limited to Cemindia Projects Limited, the Members of the Company do hereby take note of, approve and ratify the placement before the members, of the Chartered Accountant's Certificate dated 26 May, 2025, issued by M/s K. M. Rege & Co. (Firm Registration No.122698W), Practicing Chartered Accountants, Mumbai, certifying that the Company has complied with the provisions of Section 13 and other applicable provisions of the Companies Act, 2013, and the Companies (Incorporation) Rules, 2014, as per the requirements of Regulation 45 of SEBI Listing Regulations, 2015.

RESOLVED FURTHER THAT the Members do take note of the inadvertent omission by the Company, in providing as an attachment to the Notice of the 47th AGM of the Company dated 20 June, 2025, the said Chartered Accountant's Certificate, and hereby approve and ratify the placement of the said Certificate as annexed and placed before the Members for their information and ratification.

RESOLVED FURTHER THAT any Director of the Company or the Company Secretary be and are hereby severally authorised to do all acts, deeds, matters and things incidental thereto and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board

Rahul Neogi

Company Secretary

Membership No.A-10653

Registered Office:

9th Floor, Prima Bay, Tower - B,
Gate No. 5, Saki Vihar Road, Powai, Mumbai-400072.

Dated: 15 December, 2025

Encl.: Notes and Explanatory Statement annexed to the Notice

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Act read with the Companies (Management and Administration) Rules, 2014, as amended, setting out the material facts hereto forms an integral part of this Postal Ballot Notice ("Notice").
2. In accordance with the MCA Circulars, the Notice is being sent only in electronic form to those Members, whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depositories Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on Friday, 19 December, 2025 ("the Cut-off Date") and whose e-mail addresses are registered with the Company / RTA / Depositories / Depository Participants or who will register their e-mail address in accordance with the process outlined in this Notice as on the Cut-Off Date. Members whose names appear in the Register of Members/List of Beneficial Owners as on the Cut-Off date, shall be entitled to vote on the resolutions set out in this Notice. Any recipient of this Notice who has no voting rights as on the Cut-off Date, should treat the Notice as for information only. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date.
3. Members who have not registered their email IDs are requested to do so at the earliest. Members holding shares in:
 - **Electronic mode** can register their email ID by contacting their respective Depository Participant(s) ("DP").
 - **Physical mode** can register their email ID with the Company or Kfin by sending KYC/ ISR documents to KFin Technologies Limited, office at Plot no. 32, Selenium Tower- B, Serilingampally, Nanakramguda, Financial District, Hyderabad - 500032. Requests can be emailed to einward.ris@kfintech.com by registering with the first holder PAN at <https://kprism.kfintech.com/signup>. Existing users can login through KPRISM (<https://kprism.kfintech.com/>). All updation has to be done through ISR Forms as prescribed by SEBI.
4. Institutional / Corporate Members (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of its Board or governing body resolution / Authorization etc., authorizing its representative to vote through remote e-voting on its behalf. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail to the registered e-mail address scrutinizer@cemindia.co.in with a copy marked to einward.ris@kfintech.com with the subject line "Cemindia Projects Limited Postal Ballot YEAR 2025-26".

The letter of appointment of representative(s) of the President of India or the Governor of a State or the authorisation in respect of representative(s) of the Corporations shall be received by the Scrutinizer / Company on or before close of remote e-voting.
5. Members may note that this Notice will also be available on the Company's website at <http://www.cemindia.co.in> and on its Notice Board, websites of stock exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and also on the website of Kfin at <https://evoting.kfintech.com>.
6. The Board of Directors has appointed Mr. P. N. Parikh (Membership No. F 327) or failing him Mr. Mitesh Dhabliwala (Membership No. F 8831) or failing him Ms. Sarvari Shah (Membership No. F 9697) of M/s. Parikh & Associates, Practising Company Secretaries, as the Scrutinizer for conducting Postal Ballot through remote e-voting process in a fair and transparent manner.
7. In compliance with the provisions of Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI Listing Regulations read with circular of SEBI on e-Voting Facility provided by

Listed Entities, dated 09 December, 2020 and subsequent Circular issued in this regard, the latest being SEBI Circular dated 03 October, 2024, SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The Company has engaged the services of Kfin as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.

8. The last date of receipt of e-voting i.e. not later than 5.00 p.m. (IST) Monday, 26 January, 2026, shall be deemed to be date of passing the proposed resolutions, in the event the resolutions are assented to by the requisite majority of Members. Accordingly, if the resolutions are approved by Members through this Postal Ballot via remote e-voting, it shall be deemed to have been passed as if the same has been passed at a general meeting of the Members convened in this regard.

The Scrutinizer will submit his/her report to the Managing Director / Company Secretary, as may be authorised by the Chairman for this purpose, after completion of the scrutiny of the votes cast, who shall countersign the same and the results of the Postal Ballot shall be announced on or before Wednesday, 28 January, 2026 by the Managing Director / Company Secretary duly authorised by the Chairman for this purpose, at the Registered Office of the Company. The Scrutinizer's decision on the validity of votes cast shall be final.

9. The result alongwith the Scrutinizer's Report shall be posted on the website of the Company at <http://www.cemindia.co.in> and also on the website of Kfin at <https://evoting.kfintech.com> besides communicating the same to the Stock Exchanges on which the shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.
10. All documents referred to in this Postal Ballot Notice and the Explanatory Statement will be available for inspection electronically until the last date of voting. Members seeking to inspect such documents can send an email to investor.relations@cemindia.co.in
11. EVEN is 9356

Procedure of E-voting

- i. Pursuant to the provisions of Section 108 and other applicable provisions of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended, General Circular Nos. 14/2020 dated 08 April, 2020 and 17/2020 dated 13 April, 2020 and subsequent circulars issued in this regard by the Ministry of Corporate Affairs from time to time for holding general meetings/conducting the process of postal ballot through remote e-Voting, the latest being General Circular No. 03/2025 dated 22 September, 2025 (hereinafter collectively referred to as "MCA Circulars") and Regulation 44 of Listing Regulations, as amended, read with SEBI Circular no. SEBI/ HO/ CFD/ CMD/ CIR/ P/ 2020/ 242 dated 09 December, 2020 and subsequent Circulars issued in this regard, the latest being SEBI Circular no. SEBI/ HO/ CFD/ CFD-PoD-2/P/CIR/2024/133 dated 03 October, 2024 on "e-Voting Facility provided by Listed Entities", the Company is providing facility to the Members to exercise votes through e-voting system ("remote e-voting") on the e-voting platform provided by KFin Technologies Limited, Selenium Building, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032 (Kfin) to enable them to cast their votes electronically. The instructions for remote e-voting forms part of this Notice.

- ii. Facility to exercise vote through remote e-voting will be available during the following period:

Commencement of Remote e-voting	End of Remote e-voting
Sunday, 28 December 2025, at 9.00 a.m. (IST)	Monday, 26 January 2026 at 5.00 p.m. (IST)

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by KFin upon expiry of the aforesaid period.

The process and manner of e-voting shall be as under:

The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.

During the above period, Members of the Company holding shares either in physical form or in dematerialised form, as on Friday, 19 December 2025, i.e. cut-off date, may cast their vote by remote e-voting.





The process and manner for remote e-voting is as under:

- a. E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- b. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.
- c. The process and manner of remote e-voting is explained below:
 - i. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
 - ii. Access to KFin e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

- i. Method of login / access to Depositories (NSDL / CDSL) e-voting system in case of individual members holding shares in demat mode

Type of member	Login Method
Individual members holding securities in demat mode with NSDL	A. Instructions for existing Internet-based Demat Account Statement ("IDeAS") facility Users: <ol style="list-style-type: none"> i. Visit the e-services website of NSDL https://eservices.nsdl.com. ii. On the e-services home page click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. iii. A new page will open. Enter the existing user id and password for accessing IDeAS. iv. After successful authentication, members will be able to see e-voting services under 'Value Added Services'. Please click on "Access to e-voting" under e-voting services, after which the e-voting page will be displayed.

Type of member	Login Method
	<p>v. Click on company name, i.e. 'Cemindia Projects Limited (formerly ITD Cementation India Limited)', or e-voting service provider, i.e. KFintech.</p> <p>vi. Members will be re-directed to KFintech's website for casting their vote during the remote e-voting period.</p> <p>B. Instructions for those Members who are not registered under IDeAS:</p> <p>i. Visit https://eservices.nsdl.com for registering.</p> <p>ii. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>iii. Visit the e-voting website of NSDL https://www.evoting.nsdl.com/</p> <p>iv. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section. A new screen will open.</p> <p>v. Members will have to enter their User ID (i.e. the sixteen digits demat account number held with NSDL), password / OTP and a Verification Code as shown on the screen.</p> <p>vi. After successful authentication, members will be redirected to NSDL Depository site wherein they can see e-voting page.</p> <p>vii. Click on company name, i.e. Cemindia Projects Limited (formerly ITD Cementation India Limited)', or e-voting service provider name, i.e. KFintech, after which the member will be redirected to e-voting service provider website for casting their vote during the remote e-voting period.</p> <p>C. NSDL Mobile App</p> <p>i. Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center; gap: 10px;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;">   </div>
Individual members holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

Type of member	Login Method
	<p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page.</p> <p>The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual members login through their demat accounts / Website of Depository Participant(s)	<p>Instructions for login through Demat Account / website of Depository Participant</p> <ul style="list-style-type: none"> i. Members can also login using the login credentials of their demat account through their DP registered with the Depositories for e-voting facility. ii. Once logged-in, members will be able to view e-voting option. iii. Upon clicking on e-voting option, members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. iv. Click on options available against Cemindia Projects Limited (formerly ITD Cementation India Limited) or KFintech. v. Members will be redirected to e-voting website of KFintech for casting their vote during the remote e-voting period without any further authentication.
Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.	

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

II. Access to KFintech's e-voting system in case of members holding shares in physical and non-individual members in demat mode.

<p>Members whose email IDs are registered with the Company / Depository Participant(s)</p>	<p>A. Instructions for Members whose email IDs are registered with the Company / Depository Participant(s)</p> <p>Members whose email IDs are registered with the Company / Depository Participant(s) will receive an email from KFintech which will include details of E-voting Event Number (EVEN), USER ID and password. They will have to follow the following process:</p> <ol style="list-style-type: none"> Launch internet browser by typing the URL: https://evoting.kfintech.com/ Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9356, followed by folio number. In case of Demat account, User ID will be Member DP ID and Client ID. However, if a member is already registered with KFintech for e-voting, they can use their existing User ID and password for casting the vote. After entering these details appropriately, click on "LOGIN". Members will now reach password change Menu wherein they are required to mandatorily change the password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a- z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt Members to change their password and update their contact details viz mobile number, e-mail ID etc. on first login. Members may also enter a secret question and answer of their choice to retrieve their password in case they forget it. It is strongly recommended that Members do not share their password with any other person and that Members take utmost care to keep their password confidential. Members would need to login again with the new credentials. On successful login, the system will prompt Members to select the "EVEN 9356", i.e., 'Cemindia Projects Limited (formerly ITD Cementation India Limited)– Postal Ballot' and click on "Submit". On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, Members may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed the total shareholding as mentioned herein above. A Member may also choose the option "ABSTAIN". If a Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts. In case Members do not desire to cast their vote, it will be treated as abstained. Members may then cast their vote by selecting an appropriate option and click on "Submit".
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	<p>xi A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once Members have voted on the resolution, they will not be allowed to modify their vote. During the voting period, Members can login any number of times till they have voted on the resolution.</p> <p>xii. Institutional / Corporate Members (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body resolution / Authorization etc., authorizing its representative to vote through remote e-voting on its behalf. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail to the registered e-mail address scrutinizer@cemindia.co.in with a copy marked to einward.ris@kfintech.com with the subject line "Cemindia Projects Limited Postal Ballot YEAR 2025-26".</p>				
Members whose email IDs are not registered with the Company / Depository Participant(s)	<p>B. Instructions for Members whose email IDs are not registered with the Company / Depository Participant(s), and consequently the Postal Ballot Notice and e-voting instructions cannot be serviced:</p> <p>Members are requested to follow the process as guided to capture the email address and mobile number for receiving the soft copy of the Postal Ballot Notice and e-voting instructions along with the User ID and Password. In case of any queries, members may write to einward.ris@kfintech.com.</p>				
Procedure for Registration of email and Mobile: securities in physical mode	<p>C. Physical shareholders are hereby notified that based on SEBI Circular number :</p> <p>SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite Form ISR 1 along with the supporting documents.</p> <p>Form ISR 1 can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/isrforms.aspx</p> <p>ISR Form(s) and the supporting documents can be provided by any one of the following modes:</p> <p>a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or</p> <p>b) Through hard copies which are self-attested, which can be shared on the address below; or</p> <table border="1"> <tr> <td>Name</td><td>KFIN Technologies Limited</td></tr> <tr> <td>Address</td><td>Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032.</td></tr> </table> <p>c) Through electronic mode with e-sign by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx</p>	Name	KFIN Technologies Limited	Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032.
Name	KFIN Technologies Limited				
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032.				

	<p>Detailed FAQ can be found on the link: https://ris.kfintech.com/faq.html</p> <p>For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.</p>
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In case of any query and/ or assistance required on e-voting, Members may refer to the Help & Frequently Asked Questions ("FAQs") available at the download section of <https://evoting.kfintech.com> or contact Mr. Anandan K, Senior Manager, KFintech at the email ID evoting@kfintech.com or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.

Explanatory Statement annexed to Notice Under Section 102(1) of the Companies Act, 2013 ("the Act")

ITEM NO. 1

The then Statutory Auditors of the Company, M/s T R Chadha & Co. LLP, Chartered Accountants, (Firm Registration No. 006711N/N500028) (the 'Outgoing Auditors'), were appointed by the members of the Company for a term of 5 consecutive years at the 44th Annual General Meeting (AGM) of the Company held on 22 September, 2022, to hold office till the conclusion of the 49th AGM to be held in the year 2027.

The Outgoing Auditors, vide their letter dated 05 November, 2025, addressed to the Board of Directors and the Audit Committee, have tendered their resignation as the Statutory Auditors of the Company w.e.f. 05 November, 2025. The reason cited by them for their resignation was that, based on their understanding, as a part of the Adani Group, the Management is considering alignment of the process for appointment of statutory auditors, wherein the audit of major listed companies of the Group is proposed to be conducted by globally affiliated firms. They have further confirmed that they have not raised any concerns or issues, and that there is no other material reason for their resignation other than as mentioned in their letter. Their resignation has resulted in a casual vacancy in the office of the Statutory Auditors under Section 139(8) of the Act.

The Outgoing Auditors have resigned post submission of the Limited Review Report for the quarter and half year ended 30 September 2025, and after furnishing all requisite certifications for the said period.

Pursuant to Section 139(8)(i) of the Act, any casual vacancy in the office of Statutory Auditor caused by resignation shall be filled by the Board of Directors within 30 days from the date of such resignation, and such appointment shall also be approved by the Members within three months of the Board's recommendation. The auditor so appointed shall hold office till the conclusion of the next AGM.

The Board of Directors of the Company, at its meeting held on 05 November, 2025, based on the recommendation of Audit Committee, accepted the said resignation of the Outgoing Auditors and approved the appointment of M/s. Price Waterhouse Chartered Accountants LLP, (Firm Registration No. 012754 N / N500016), to fill the casual vacancy and to hold office as the Statutory Auditors of the Company with effect from 05 November, 2025 till the conclusion of the next Annual General Meeting of the Company (i.e. 48th AGM) to be held in the year 2026, subject to approval of the members.

M/s. Price Waterhouse Chartered Accountants LLP, have conveyed their consent to act as Statutory Auditors of the Company and have confirmed their eligibility for appointment in accordance with the provisions of Section 139, Section 141 of the Act, and the Companies (Audit and Auditors) Rules, 2014, and have further confirmed that their appointment, if made, will be within the prescribed limits.

In accordance with Regulation 36 of the SEBI Listing Regulations, 2015, the requisite details relating to the proposed appointment, are provided below for the information of the Members:

a) Brief Profile and credentials:

Price Waterhouse Chartered Accountants LLP, (the "Firm") having a Firm Registration No. 012754N/ N500016, is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Firm was established in the year 1991 and was converted into a limited liability partnership in the year 2014. The registered office of the Firm is at Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi - 110 002 and has sixteen (16) branch offices in various cities in India. The Firm is primarily engaged in providing auditing and other assurance services to its clients and is a member firm of Price Waterhouse & Affiliates, a network of firms registered with the Institute of Chartered Accountants of India having Network Registration No. NRN/E/14. Price Waterhouse & Affiliates is a network of separate, distinct and independent Indian Chartered Accountant firms, each of which is registered with the Institute of Chartered Accountants of India. The Firm has more than 125 Assurance Partners as of October 31, 2025. It has a valid peer review certificate and audits various companies listed on stock exchanges in India.

Proposed Fees: INR 140 lakhs plus applicable taxes and out of pocket expenses at actuals, if any.

Term of Appointment: With effect from 05 November, 2025 till the conclusion of the next Annual General Meeting of the Company (i.e. 48th AGM) to be held in the year 2026, subject to approval of the members.

In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:

Price Waterhouse is a globally affiliated firm, and brings with it, internationally recognised audit expertise, robust methodologies, and access to a extensive network of technical resources, which are essential for maintaining highest standards of audit quality and compliance in an increasingly complex regulatory environment. The Company has witnessed a significant increase in business volumes and complexity, including the expansion of our overseas operations, which requires broader audit coverage, additional procedures, and greater coordination across jurisdictions.

The proposed remuneration, as mentioned above, is in line with the market practices and is consistent with the fee structures observed among peer companies in the same sector. This ensures that the Company's audit arrangements remain competitive and aligned with industry benchmarks. The enhanced audit framework will further support the Company's commitment to robust governance and transparent financial reporting. The Audit Committee and the Board of the Company have considered the above matter and accordingly made suitable recommendations to the Members of the Company for their approval.

Basis of recommendation for appointment: The Audit Committee and the Board, at their respective meetings held on 05 November, 2025, have considered various parameters like credentials and professional standing of the audit firm and expertise of the Partners, the firm's audit track record across various industries, its market reputation, the nature of clientele served, technical capabilities, and adherence to high governance and quality standards. Based on this comprehensive assessment, the Audit Committee and the Board found the proposed firm suitable for this appointment and have accordingly recommended the same to the Members for their approval.

None of the Directors / Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 1 of the Notice, except to the extent of their shareholding, if any, in the Company.

The Board recommends the Ordinary Resolution, as set out at Item No. 1 of the Notice, for the approval of the Members of the Company.

ITEM NO. 2

The Members are hereby informed that the Company had earlier obtained the approval of its Members for the change in the name of the Company from ITD Cementation India Limited to Cemindia Projects Limited by passing a Special Resolution at the 47th Annual General Meeting (AGM) of the Company held on 07 August, 2025 pursuant to the provisions of Section 13 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

As per the requirements of Regulation 45 of SEBI Listing Regulations, 2015, a Chartered Accountant's Certificate confirming that the Company had complied with all applicable conditions for change in the name of the Company was obtained from M/s. K. M. Rege & Co. (Firm Registration No. 122698W), Practicing Chartered Accountants, Mumbai, dated 26 May, 2025, and the reference to the same was mentioned in the Explanatory Statement to the Notice of the said AGM dated 20 June, 2025.

However, due to an inadvertent omission by the Company in not annexing the Chartered Accountant's Certificate to the Explanatory Statement to the aforesaid Notice, the said Certificate could not be placed before the Members at the time of considering and passing the Special Resolution for change of name.

The Board of Directors of the Company, at its meeting held on 15 October, 2025, have considered this matter, and therefore proposed to include the said Certificate, obtained from M/s. K. M. Rege & Co. (Firm Registration No. 122698W), Practicing Chartered Accountants, as part of the Explanatory Statement to this Notice to seek the Members approval and ratification to the same.

The Members are therefore requested to take note of and ratify the inclusion and placement of the Chartered Accountant's Certificate, pursuant to the requirement of Regulation 45(3) of the SEBI Listing Regulations, 2015, for the purpose of record and regulatory compliance.

None of the Directors / Key Managerial Personnel (KMPs) of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution, as set out at Item No. 2 of the Notice except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution, as set out at Item No. 2 of the Notice, for the approval of the Members of the Company.

By Order of the Board

Rahul Neogi
Company Secretary
Membership No. A-10653

Registered Office:

9th Floor, Prima Bay, Tower - B,
Gate No. 5, Saki Vihar Road, Powai, Mumbai-400072.

Dated: 15 December, 2025



K. M. REGE & CO.

Chartered Accountants

H. O. : 2/15, Gokul Niwas, Ranade Road, Near Railway Station, Dadar (W), Mumbai - 400 028.
OFF. : 24221798 CELL : 9820436049, EMAIL : kmrege@yahoo.com / avrjak@gmail.com

To Whomsoever It May Concern

Subject: Certificate of Compliance under Regulation 45(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Change of Name of the Company

With reference to the captioned subject. We K. M. Rege & Co. (122698W) Practicing Chartered Accountants, Mumbai have examined the relevant records and documents of the Company in connection with the issuance of a certificate for compliance with the conditions stipulated under Sub-Regulation (1) of Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), relating to the proposed change of the Company's name from **ITD Cementation India Limited** to "**Cemindia Limited**" or "**Cem India Limited**" or such other name as may be approved by the Authority.

Based on our examination and the information and documents provided to us by the Management of the Company, we hereby confirm the following in compliance with the provisions of Sub-Regulation (1) of Regulation 45 of SEBI Listing Regulations:

S.No.	Clause of Reg 45(I)	Compliance	Compliance of the Company
1	A time period of at least one year has elapsed from the last Name change;	Complied	The Company has not undergone any change it's name in the period of at least one year.
2	At least fifty percent of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name; OR	Not Applicable	There is no additional new activity suggested by the proposed new name. the proposed change in the name of the Company is in view of change in Management / Control of the Company
3	The amount invested in the new activity/project is at least fifty percent of the assets of the listed entity	Not Applicable	There is no change in the activity/project of the Company.

This certificate is being issued at the request of the Company for submission to the relevant regulatory authority and the shareholders of the Company.

Thanking you.

Place: Mumbai

Date: 26th May, 2025

UDIN : 25040262BMLJSP4930



For K. M. REGE & CO.
Chartered Accountants
(Kiran M. Rege)
Proprietor
M. No.: 040262