

MINUTES OF THE POSTAL BALLOT EXERCISE OF CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED, HAVING ITS REGISTERED OFFICE AT 8/33, PADMAVATHIYAR ROAD, JEYPORE COLONY, GOPALAPURAM, CHENNAI 600 086 AS PER THE RESULTS DECLARED ON SATURDAY THE 20th DECEMBER 2024.

Minutes of the Postal Ballot through Remote E-voting for the Special Resolutions passed by the members of Consolidated Construction Consortium Limited on 20th, December, 2024, as set out in Postal Ballot Notice dated 29th October, 2024.

The Board of Directors of the Company (“Board”) at its meeting held on 29th October, 2024, approved the proposal to conduct a postal ballot (“Postal Ballot”) by remote e-voting process (“Remote E-voting”) pursuant to Section 110 of the Companies Act, 2013 (“Act”), Rule 20 and Rule 22 of the Companies (Management and Administration Rules), 2014 read with the General Circulars No.14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020 read with other relevant circulars, including General Circulars No. 10/2021 dated June 23, 2021, No.20/2021 dated December 8, 2021 and No.3/2022 dated May 5, 2022, General Circular No: 11/2022, dt: Dec 28, 2022 and General Circular No: 09/2023 dt: Sep 25, 2023 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “MCA Circulars”) to seek approval of the Members for the following matters to cast their votes electronically:

1. Approval to raise Capital by way of Issuance of Equity Shares or other Eligible Securities to Public Or Private On a Preferential Basis for an amount not exceeding INR 500 Crores.
2. Ratification of Remuneration of Cost Auditors

The following actions were conducted pursuant to the approval of the Board and in compliance with the provisions of the Act and MCA Circulars:

- a. Shri. N. Balachandran, Practicing Company Secretary, Practicing Company Secretary were appointed as scrutinizer for conducting the Postal Ballot through remote e-voting in a fair and transparent manner;
- b. The Company availed the services of K Fin Technologies Limited (K-Fin) for providing Remote E-voting facility to the Members;
- c. A newspaper advertisement as required under the Act and the MCA Circulars was published on 21st November, 2024 in Financial Express in English and in Malai Malar.
- d. The Remote E-voting period commenced at 09.00 a.m. (IST) on Thursday, Nov 21, 2024 and ended at 5.00 p.m. (IST) on Friday, Dec 20, 2024.

Pursuant to the MCA Circulars, the Company completed circulation of Notice along with explanatory statement via electronic mode on 20th November, 2024, to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on 16th November, 2024 (cut-off date) and whose e-mail address were registered with the Company/Depository Participant/ Registrar and Share Transfer Agent of the Company.

The Members were required to communicate their assent or dissent only through Remote E-Voting system in terms of the aforesaid MCA Circulars.

The Members holding shares as on the Cut-off Date i.e. 16th November, 2024 were only entitled to vote on the resolutions.

The register in accordance with the Act was maintained electronically to record the assent or dissent received.

Based on the Scrutinizer's Report dated 20th December, 2024, 2 Special Resolutions as set out in the Notice of the Postal Ballot dated 29th October, 2024, were passed with the requisite majority.

The summarized details of text of the special resolutions passed and details of voting as per Scrutinizer's report are as under:

Item No. 1

TO APPROVE TO RAISE CAPITAL BY WAY OF ISSUANCE OF EQUITY SHARES OR OTHER ELIGIBLE SECURITIES TO PUBLIC OR PRIVATE ON A PREFERENTIAL BASIS FOR AN AMOUNT NOT EXCEEDING INR 500 CRORES.- Special Resolution:

"**RESOLVED THAT** pursuant to the applicable provisions of Sections 23, 42, 62(1)(c), 179 and other applicable provisions, if any, of the Companies Act, 2013, as amended (the "Companies Act"), and the rules framed thereunder including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, including any amendment(s), statutory modification(s) or re-enactment(s) thereof, the relevant enabling provisions of the Memorandum of Association and the Articles of Association of the Company and in accordance with the regulations for qualified institutional placement contained in Chapter VI and Preferential allotment contained in Chapter V and other applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("SEBI Takeover Regulations") including any amendment(s), modifications(s), variation(s) or re-enactment(s) thereof, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and the uniform listing agreements entered into by the Company with the BSE Limited and the National Stock Exchange of India Limited ("Stock Exchanges"), the applicable provisions of the Foreign Exchange Management Act, 1999, as amended and regulations and rules issued thereunder, as amended and clarifications issued thereon from time to time, Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended and, the current Consolidated FDI Policy issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India ("DPIIT"), the Reserve Bank of India Master Directions on Foreign Investment in India, 2018, as amended and subject to other applicable rules, regulations and guidelines issued by the Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), the Stock Exchanges where the equity shares of the Company of face value of Rs.2 each ("Equity Shares") are listed and / or any other competent authorities (herein referred to as "Appropriate Authorities"), as applicable, from time to time and to the extent applicable, and subject to such conditions, modifications, consents sanctions and approvals of any of the Appropriate Authorities and guidelines and clarifications issued thereon from time to time and subject to such terms and conditions or modifications as may be

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Regional Offices: Bangalore Chennai Hyderabad New Delhi



prescribed or imposed by any of them while granting any such approvals, permissions, consents and / or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", (which term shall be deemed to include any Committee(s) constituted/ to be constituted by the Board from time to time, to exercise its powers including powers conferred by this resolution) and subject to any other alterations, modifications, conditions, changes and variations that may be decided by the Board in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to create, offer, issue and allot on a Preferential basis,(including with provisions for reservations on firm and/or competitive basis, or such part of issue and for such categories of persons as may be permitted) such number of fully paid-up Equity Shares, Preference Shares, ADR, GDR, share warrants, bond issue or other Eligible Securities, defined under Regulation 171(a) of the SEBI ICDR Regulations (hereinafter referred to as "Eligible Securities") to qualified institutional buyers as defined in the SEBI ICDR Regulations, ("QIBs") through a qualified institutions placement ("QIP") on a Preferential basis pursuant to and in accordance with the provisions of Chapter VI of SEBI ICDR Regulations, whether or not such QIBs are Members of the Company on the basis of the preliminary placement document, placement document and/or other permissible/ requisite offer documents to any eligible person including qualified institutional buyers in accordance with Chapter VI of the SEBI ICDR Regulations, at such time or times in one or more tranche or tranches, for cash, at such price or prices as the Board may deem fit, including discount on the floor price as decided by the Board from time to time , calculated as per Regulation 176 of the SEBI ICDR Regulations, such that the total amount to be raised through the issue of Equity Shares or other Eligible Securities or any combination thereof shall not exceed **500 crores (Rupees Five Hundred crores only)**, to be subscribed to in Indian and/or any foreign currency(ies) by all eligible investors, including resident or non-resident/foreign investors, (whether institutions, body corporates, trusts, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), alternate investment funds, foreign portfolio investors, qualified foreign investors, Indian and/or multilateral financial institutions, mutual funds, insurance companies, non-resident Indians, pension funds and/or any other categories of persons or entities who are authorised to invest in Equity Shares or other Eligible Securities of the Company, as may be deemed appropriate by the Board in its absolute discretion in consultation with the book running lead managers and whether they be holders of Equity Shares of the Company or not (collectively, called the "Investors"), to any or all of them, jointly or severally through a placement document, on such terms and conditions, considering the prevailing market conditions and other relevant factors wherever necessary, including securities premium and green shoe option attached thereto, in one or more tranche or tranches, at such price or prices, at prevailing market price or at permissible discount or premium to market price in terms of applicable regulations and on such terms and conditions as may be deemed appropriate by the Board in its absolute discretion including the discretion in consultation with the book running lead managers including the discretion to determine the categories of Investors, considering the prevailing market conditions and other relevant factors wherever necessary, to whom the offer, issue and allotment of Equity Shares and other Eligible Securities shall be made to the exclusion of others, in such manner and where necessary in consultation with book running lead manager(s) and/or other advisor(s) or otherwise on such terms and conditions and deciding of other terms and conditions like number of Equity Shares or other Eligible Securities to be issued and allotted, fixing of record date or book closure, if required, as the Board may in its absolute discretion decide subject to the approval from the Members."

"RESOLVED FURTHER THAT for the purpose of giving effect to any creation, offer, issue or allotment of Equity Shares and/or Securities or instruments representing the same, the Board or any Committee(s) constituted/ to be constituted by the Board from time to time, be and is hereby

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authorised on behalf of the Company to seek listing of any or all of such Securities, on one or more Stock Exchanges in India or outside India.

"RESOLVED FURTHER THAT without prejudice to the generality of the above, subject to applicable laws and subject to approval, consents, permissions, if any, of any Applicable Regulatory Authorities including any conditions as may be prescribed in granting such approval or permissions by such Applicable Regulatory Authorities, the aforesaid Securities may have such features and attributes or any terms or combination of terms in accordance with domestic and international practices to provide for the tradability and free transferability thereof as per applicable law and prevailing practices and regulations in the capital markets including but not limited to the terms and conditions in relation to payment of dividend, issue of additional Equity Shares or variation of the conversion price of the Eligible Securities or period of conversion of Securities into Equity Shares during the duration of the Equity Shares and other Eligible Securities and the Board or any Committee(s) constituted/ to be constituted by the Board from time to time be and is hereby authorised in its absolute discretion, in such manner as it may deem fit, to dispose of such of the Securities that are not subscribed in accordance with applicable law."

"RESOLVED FURTHER THAT for the purpose of giving effect to creation, offer, issue, allotment or listing of the Securities pursuant to the offering, the Board or any Committee(s) constituted/ to be constituted by the Board from time to time be and is hereby authorized, to take all actions and do all such acts, deeds, actions and sign such documents as may be required in furtherance of, or in relation to, or ancillary to, the offering, including but not limited to the finalization and approval of the draft as well as final offer document(s), and any addenda or corrigenda thereto with the Applicable Regulatory Authorities, as may be required, placement agreement, escrow agreement, monitoring agency agreement, agreement with the depositories and other necessary agreements, memorandum of understanding, deeds, general undertaking/indemnity, certificates, consents, communications, affidavits, applications (including those to be filed with regulatory authorities, if any) (the "Transaction Documents") (whether before or after execution of the Transaction documents) together with all other documents, agreements, instruments, letters and writings required in connection with, or ancillary to, the Transaction Documents (the "Ancillary Documents") as may be required or necessary for the aforesaid purpose, including to sign and/or dispatch all forms, filings, documents and notices to be signed, submitted and/or dispatched by it under or in connection with the documents to which it is a party as well as to execute any amendments to the Transaction Documents and the Ancillary Documents, and to determine the form and manner of the offering, identification and class of the Investors to whom the Securities are to be offered, utilization of the issue proceeds, appointment of intermediaries, open and close the period of subscription of the offering, number of Securities to be allotted in each tranche, issue price (including premium/discount on issue/conversion of the Securities, if any), rate of interest and all other terms and conditions of the Securities, authorizing director(s) or key managerial personnel for signing of declarations, file any necessary forms with the Applicable Regulatory Authorities and allot the Securities and to amend, vary or modify any of the above as the Board or any Committee(s) constituted/ to be constituted by the Board from time to time may consider necessary, desirable or expedient and to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes

of the offering and resolve and settle or give instructions or directions for settling all questions or difficulties that may arise in regard to such offering."

"RESOLVED FURTHER THAT the Board or any Committee(s) constituted/ to be constituted by the Board from time to time be and is hereby authorised to appoint /engage book running lead manager(s), underwriters, depositories, custodians, registrars, bankers, lawyers, advisors, credit rating agencies, monitoring agency(ies), debenture trustees, guarantors, stabilizing agents, and all such agencies as are or may be required to be appointed, involved or concerned in such offering and to remunerate them by way of commission, brokerage, fees or the like and also to reimburse them out of pocket expenses incurred by them and also to authorise director(s) or key managerial personnel to enter into and to execute all such arrangements, agreements, memoranda, documents, etc. with such agencies and to seek the listing of such Securities issued on the Stock Exchanges where the Equity Shares of the Company are listed".

RESOLVED FURTHER THAT Mr. R. Sarabeswar- Chairman (DIN: 00435318), Mr. S. Kaushik Ram – Director (DIN:05012877)and/or Mr. Niranjan Chandrashekar - Company Secretary of the Company, be and are hereby severally authorized to carry out all the necessary formalities and deeds including but not limited to intimation to Stock Exchanges, Filing with Ministry of Corporate Affairs as may be required for the aforesaid resolution(s) and to do all acts, deeds and things as may be necessary to give effect to the aforesaid resolution(s)."

Number of members who cast their votes through E-voting and physical Voting	Total Number of votes cast by them	Total Number of valid votes							
		Particulars		Particulars of Voting		Votes in favour of the Resolution		Votes against the Resolution	
		Nos.	%	Nos.	%	Nos.	%		
113	235622853	235617793							
TO APPROVE TO RAISE CAPITAL BY WAY OF ISSUANCE OF EQUITY SHARES OR OTHER ELIGIBLE SECURITIES TO PUBLIC OR PRIVATE ON A PREFERENTIAL BASIS FOR AN AMOUNT NOT EXCEEDING INR 500 CRORES.	E-Voting	235610910	99.997	6883	0.002	5060	0.001		

Item No. 2

Ratification of Remuneration of Cost Auditors - Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of Rs 75,000/- (Rupees Seventy Five Thousand Only) (Per Financial year) plus applicable taxes and out of pocket expenses payable to Mr. G. Sundaresan, Cost Accountant, Chennai (Membership No.: 11733) for audit of the cost records of the Company for the financial year ending March 31, 2024 and March 31, 2025 as approved by the Board of Directors of the Company, be and is hereby ratified and confirmed.”

Number of members who cast their votes through E-voting and physical Voting	Total Number of votes cast by them	Total Number of valid votes					
		Votes in favour of the Resolution		Votes against the Resolution		Difference/ Invalid/ Abstain Votes	
		Nos.	%	Nos.	%	Nos.	%
113	235622853	235617793					
Particulars	Particulars of Voting	Votes in favour of the Resolution		Votes against the Resolution		Difference/ Invalid/ Abstain Votes	
		Nos.	%	Nos.	%	Nos.	%
Ratification of Remuneration of Cost Auditors	E-Voting	235610809	99.997	6984	0.002	5060	0.001

Accordingly, above-mentioned Special Resolutions, as set out in the Postal Ballot Notice dated 29th October, 2024, were duly approved through Postal Ballot by the Members of the Company with the requisite majority on 20th December, 2024.