Ref. No.: NCCL/2023
Date : 11-09-2023

National Stock Exchange of India Ltd<br>Exchange Plaza, C-1, Block G<br>Bandra - Kurla Complex<br>Bandra (E)<br>MUMBAI-400 051.<br>Symbol: NCC

## BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street,
Fort
M U M B A I-400 001.
Code: 500294

Dear Sir(s),

## Sub: Voting Results and Scrutinizers Report of the 33 ${ }^{\text {rd }}$ Annual General Meeting

We are forwarding the Voting Results as per Regulation 44(3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations,2015 and Scrutinizer's Report dated 11-09-2023 of the $33^{\text {rd }}$ Annual General Meeting of the Company held on 08-09-2023. All the resolutions contained in the notice convening the AGM were duly approved by the shareholders with requisite majority.

We request you to take the same on record.
Thanking you,
Yours faithfully


M V Srinivasa Murthy
Company Secretary \& Sr.EVP (Legal)


|  | NCC LIMITED |
| :--- | :--- |
| Date of the AGM/EGM | $08-09-2023$ |
| Total number of shareholders on record date | 302319 |
| No. of shareholders present in the meeting either in person or through proxy: |  |
| Promoters and Promoter Group: | Not Applicable |
| Public: | Not Applicable |
| No. of Shareholders attended the meeting through Video Conferencing | 10 |
| Promoters and Promoter Group: | 71 |
| Public: |  |


| Resolution No. <br>  <br> Resolution required: (Ordinary/ Special) | 1 |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | ORDINARY - To receive, consider and adopt: (a) the audited standalone financial statements of the Company for the financial year ended 31st March 2023 together with the reports of the Board of Directors and the Auditors thereon. (b) the audited consolidated financial statements of the Company for the financial year ended 31st March 2023, together with the report of the Auditors thereon. |  |  |  |  |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |  |  |  |  |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | \% of Votes Polled on outstanding shares $(3)=[(2) /(1)] * 100$ | No. of Votes - in favour (4) | No. of Votes against (5) | \% of Votes in favour on votes polled (6) $=[(4) /(2)] * 100$ | $\%$ of Votes <br> against on votes polled $(7)=[(5) /(2)] * 100$ | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 13,81,26,680 | 13,79,40,529 | 99.8652 | 13,79,40,529 | 0 | 100.0000 | 0.0000 | 0 | 0 |
|  | Poll |  | 1,86,151 | 0.1348 | 1,86,151 | 0 | 100.0000 | 0.0000 | 0 | 0 |
|  | Postal Ballot (if applicable) |  | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
|  | Total |  | 13,81,26,680 | 100.0000 | 13,81,26,680 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 21,09,07,746 | 17,20,76,723 | 81.5886 | 17,20,76,723 | 0 | 100.0000 | 0.0000 | 0 | 47,83,183 |
|  | Poll |  | 0 | 0.0000 | 0 | - | 0.0000 | 0.0000 | 0 | 0 |
|  | Postal Ballot (if applicable) |  | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
|  | Total |  | 17,20,76,723 | 81.5886 | 17,20,76,723 | 0 | 100.0000 | 0.0000 | 0 | 4783183 |
| Public- Non Institutions | E-Voting | 27,88,12,162 | 10,85,51,827 | 38.9337 | 10,85,51,323 | 504 | 99.9995 | 0.0004 | 0 | 1,289 |
|  | Poll |  | 1,67,257 | 0.0600 | 1,67,154 | 103 | 99.9384 | 0.0615 | 0 |  |
|  | Postal Ballot (if applicable) |  | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
|  | Total |  | 10,87,19,084 | 38.9937 | 10,87,18,477 | 607 | 99.9994 | 0.0006 | 0 | 1289 |
|  | Total | 62,78,46,588 | 41,89,22,487 | 66.7237 | 41,89,21,880 | 607 | 99.9999 | 0.0001 | 0 | 4784472 |





# A. Ravi Shankar \& Co. Company Secretaries 

## Scrutinizer's Report

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

To
The Chairman

## NCC LIMITED

CIN: L72200TG1990PLC011146
NCC House, Madhapur, Hyderabad - 500081

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting for the 33rd Annual General Meeting ("AGM") of NCC LIMITED ("Company"), held on Friday, $8^{\text {th }}$ September 2023, at 3.00 P.M (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

I, A Ravishankar, Practising Company Secretary (Membership No. FCS 5335) (PCS No.4318), have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting in respect of resolutions mentioned in the AGM Notice held on Friday, $8^{\text {th }}$ September 2023, at 3.00 P.M (IST) through VC/ OAVM facility in compliance with the provisions of Companies Act, 2013.

1. As per the information provided by the Management of the Company the AGM Notice dated $26^{\text {th }}$ May, 2023 along with required annexures and information was Circulars.
2. The Management of the Company is responsible to ensure compliance with the requirements of i) the Act and the Rules, made thereunder;. (ii) the MCA. Circulars; and (iii) the Listing Regulations relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
3. My responsibility as a scrutinizer for the remote e-voting process and e-voting during the AGM is restricted to scrutinize the said processes and submit a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" votes, based on the reports generated from the e-voting process system provided by KFintech, the authorized agency engaged by the Company to provide facilities for remote e-voting and e-voting during the AGM.
4. I submit my report as under: -
i. The company has engaged KFiN for providing services related to remote evoting and e-voting at the AGM.
ii. The Shareholders of the Company holding shares as on the "cutoff" date i.e. Friday, September 1, 2023 were entitled to vote on the resolutions as set out in the AGM Notice.
iii. The remote e-voting period commenced on Tuesday, September 5, 2023, at 9:00 A.M. (IST) and ended on Thursday, September 7, 2023, at 5:00P.M. (IST).
iv. The facility for e-voting was provided at the AGM held on Friday, September 8, 2023, for those members who attended the meeting but had not voted through remote e-voting facility. After the time fixed for closing of the evoting by the Company, the electronic system recording for the e-voting (evotes) were locked.
v. After completion of e-voting at the AGM, the votes cast through remote evoting and e-voting at the AGM were unblocked in the presence of two witnesses who are not in the employment of the Company.
vi. Based on the data of remote e-voting and e-voting at AGM as downloaded from KFiN Portal the consolidated summary of results of remote e-voting and e-voting at the AGM is annexed herewith as Annexure-A.

For A. Ravi Shankar \& Co.
Company Secretaries


FCS No: 5335
C.P No: 4318

UDIN: F005335E000982058

Place : Hyderabad
Date : September 11, 2023

Annexure-A
Item No. 1 - Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 together with the reports of the Board of Directors and the Auditors thereon

| Mode | Total Ballot | Total Votes | Invalid / Less Voted |  | Valid |  |  | Favour |  |  | Against |  |  | Abstained |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | No of Ballots | Votes | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% |
| E-Voting | 725 | 423407776 | 0 | 54225 | 725 | 423353551 | 100.00 | 710 | 418568575 | 98.87 | 5 | 504 | 0.00 | 10 | 4784472 | 1.13 |
| Instapoll <br> Total | 33 758 | 353408 | 0 | 0 | 33 | 353408 | 100.00 | 29 | 353305 | 99.97 | 4 | 103 | 0.03 | 0 | 0 | 0.00 |
| Total | 758 | 423761184 | 0 | 54225 | 758 | 423706959 | 100.00 | 739 | 418921880 | 98.87 | 9 | 607 | 0.00 | 10 | 4784472 | 1.13 |

Item No. 2 - Declaration of dividend on the Equity Shares for the financial year 2022-23 as recommended by the Board of Directors of the Company.

| Mode | Total.Ballot | Total Votes | Invalid / Less Voted | Valid |
| :---: | :---: | :---: | :---: | :---: | :---: |


| Mode | Total.Ballot | Total Votes | Invalid / Less Voted |  | Valid |  |  | Favour |  |  | Against |  |  | Abstained |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | No of Ballots | Votes | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% |
| E-Voting | 725 | 423407776 | 0 | 53265 | 725 | 423354511 | 100.00 | 713 | 423352724 | 100.00 | 6 | 508 | 0.00 | 6 | 1279 | 0.00 |
| Instapoll | 33 | 353408 | 0 | 0 | 33 | 353408 | 100.00 | 29 | 353305 | 99.97 | 4 | 103 | 0.03 | 0 | 0 | 0.00 |
| Total | 758 | 423761184 | 0 | 53265 | 758 | 423707919 | 100.00 | 742 | 423706029 | 100.00 | 10 | 611 | 0.00 | 6 | 1279 | 0.00 |

Item No. 3 - Appointment of Sri A S N Raju (DIN 00017416) as Director who retires by rotation and being eligible, offers himself for reappointment.

| Mode | Total Ballot | Total Votes | Invalid / Less Voted |  | Valid |  |  | Favour |  |  | Against |  |  | Abstained |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  | No of Ballots | Votes | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% |
| E-Voting | 725 | 423407776 | 0 | 53265 | 725 | 423354511 | 100.00 | 689 | 408575343 | 96.51 | 34 | 14777613 | 3.49 | 6 | 1555 | 0.00 |
| Instapoll | 33 | 353408 | 0 | 0 | 33 | 353408 | 100.00 | 29 | 353305 | 99.97 | 4 | 103 | 0.03 | 0 | 0 | 0.00 |
| Total | 758 | 423761184 | 0 | 53265 | 758 | 423707919 | 100.00 | 718 | 408928648 | 96.51 | 38 | 14777716 | 3.49 | 6 | 1555 | 0.00 |


| Mode | Total Ballot | Total Votes | Invalid / Less Voted |  | Valid |  |  | Favour |  |  | Against |  |  | Abstained |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  | No of Ballots | Votes | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% |
| E-Voting | 725 | 423407776 | 0 | 53265 | 725 | 423354511 | 100.00 | 536 | 306473187 | 72.39 | 186 | 116879769 | 27.61 | 6 | 1555 | 0.00 |
| Instapoll | 33 | 353408 | 0 | 0 | 33 | 353408 | 100.00 | 29 | 353305 | 99.97 | 4 | 103 | 0.03 | 0 | 0 | 0.00 |
| Total | 758 | 423761184 | 0 | 53265 | 758 | 423707919 | 100.00 | 565 | 306826492 | 72.41 | 190 | 116879872 | 27.59 | 6 | 1555 | 0.00 |

Item No. 5 - Ratification of Remuneration of the Cost Auditors of the Company for the financial year ended 31st March 2023.

| Mode | Total Ballot | Total Votes | Invalid / Less Voted |  | Valid |  |  | Favour |  |  | Against |  |  | Abstained |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  | $\begin{array}{c\|} \begin{array}{c} \text { No of } \\ \text { Ballots } \end{array} \\ \hline \end{array}$ | Votes | No of Ballots $\qquad$ | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% |
| Instapoll | 33 | 353408 | 0 | 53265 | 725 | 423354511 | 100.00 | 704 | 423350971 | 100.00 | 14 | 2158 | 0.00 | 7 | 1382 | 0.00 |
| Total | 758 | 423761184 | 0 | 53265 | 758 | 423707919 | 100.00 100.00 | 29 73 | 353305 423704276 | 99.97 | 4 | 103 | 0.03 | 0 | 0 | 0.00 |
|  |  |  |  |  |  |  |  | 733 | 423704276 | 100.00 | 18 | 2261 | 0.00 | 7 | 1382 | 0.00 |


| Mode | Total Ballot | Total Votes | Invalid / Less Voted |  | Valid |  |  | Favour |  |  | 5 years, | complet | his | term. |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  | Against | Abstained |  |  |
|  |  |  | $\begin{array}{\|c\|} \hline \begin{array}{c} \text { No of } \\ \text { Ballots } \end{array} \\ \hline \end{array}$ | Votes |  |  |  | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% | No of Ballots | Votes | \% |
| Instapoll | 33 | 353408 | 0 | 53265 | 725 | 423354511 | 100.00 |  |  |  | 651 | 386475666 | 91.29 | 73 | 36877566 | 8.71 | 6 | 1279 | 0.00 |
| Total | 758 | 423761184 | 0 | 53265 | 758 | 353408 423707919 | 100.00 | 29 | 353305 | 99.97 | 4 | 103 | 0.03 | 0 | 0 | 0.00 |
|  |  |  |  |  | 7 | 4237079 | 100.00 | 680 | 386828971 | 91.30 | 77 | 36877669 | 8.70 | 6 | 1279 | 0.00 |

Note:

1. The $\%$ has been rounded of to nearest two digit
2. The Member who have opted his / her votes in more than one category his / her Ballot have been considered in one category only, if any.
3. The Members who have casted partial voting, the portion of not voted shares have been considered as Less Voted
Date:
11.09.2023
Place Hyderabad

For A. Ravi Shankar \& Co


