



HCC/SEC/EGM/2023

February 14, 2023

BSE Limited The Corporate Relationship Dept, 1 st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001. Scrip Code: 500185, 974246, 974247 974248, 974249 & 974250	National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051. Scrip Code: HCC
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Sub: **Proceedings of Extra Ordinary General Meeting (“EGM”) of the Members of the Company held on February 14, 2023 through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”)**

Pursuant to Regulations 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate that the Extra Ordinary General Meeting (“EGM”) of the Members of the Company was held on Tuesday, February 14, 2023 at 11.00 a.m. through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”). As mentioned in the Notice, the proceedings of the EGM have deemed to be conducted at the Registered Office of the Company.

As per the attendance registered for the Meeting, 65 Members were present through VC including representative of Bodies Corporates. Pursuant to Circular No. 14/2020 issued by the Ministry of Corporate Affairs (MCA), the facility for appointment of proxy for the EGM was not provided to the Members. Accordingly, there was no proxy present at the Meeting. The quorum was present throughout the Meeting.

Mr. Ajit Gulabchand, Chairman and Managing Director, chaired the Meeting.

The Chairman called the Meeting to order as requisite quorum was present and welcomed the Directors, Members and Invitees present. He informed the Members that the EGM was being conducted through VC / OAVM through National Securities Depository Limited (‘NSDL’) in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. The Chairman requested the Directors/Senior executives to introduce themselves.

The Notice convening the EGM was taken as read as the same had already been circulated to the Members.

The Chairman informed the Members that the documents mentioned in the EGM Notice were open for inspection electronically.

Hindustan Construction Co Ltd

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The Chairman further informed the Members that the Company had provided remote e-Voting facility through NSDL to its Members holding equity shares as of the cut-off date i.e., Tuesday, February 07, 2023 for voting electronically on the EGM resolution. The e-Voting period was kept open from Friday, February 10, 2023 (from 9.00 a.m. IST) to Monday, February 13, 2023 (up to 5:00 p.m. IST). The e-Voting facility was also made available at the venue of the Meeting for Members who had not cast their vote through remote e-Voting.

The Chairman further informed the Members that the Company had appointed Mr. B. Narasimhan, Proprietor, B N & Associates, Practicing Company Secretary (Membership No. FCS 1303 and Certificate of Practice No.10440) as the Scrutinizer for scrutinizing the remote e-Voting as well as e-Voting at the EGM.

The Chairman further informed the Members that since this EGM was being held through Video Conferencing and the resolutions mentioned in the Notice of the EGM had already been put to vote through remote e-Voting, therefore, there was no need to propose or second the resolution.

Thereafter, the Chairman requested Mr. Mahendra Singh Mehta, Independent Director to conduct the proceedings with respect to resolutions contained in Item Nos. 1 and 2 of the Notice as he was interested therein.

Mr. Mehta occupied the Chair and put up the following resolutions for Members' approval:

S. N.	Agenda Item	Type of Resolution
Special Business		
1	Alteration of existing Articles of Association of the Company.	Special Resolution
2	Re-appointment of Mr. Ajit Gulabchand (DIN: 00010827) as Director, not liable to retire by rotation and as the Non-Executive Chairman of the Company with effect from April 01, 2023, upon expiry of his present tenure as Chairman and Managing Director of the Company on March 31, 2023 and payment of remuneration for a period of 3 years commencing from April 01, 2023.	Special Resolution

Thereafter, Mr. Mehta vacated the Chair, and the Chairman conducted the further proceedings for Item No.3 of the Notice and put up the following resolution for Members' approval:

S. N.	Agenda Item	Type of Resolution
Special Business		
3	Appointment of Mr. Jaspreet Bhullar (DIN: 03644691), Chief Executive Officer as Director, liable to retire by rotation and Managing Director and Chief Executive Officer (MD & CEO) of the Company, for a period of 5 years with effect from April 01, 2023, and payment of remuneration for a period of 3 years commencing from April 01, 2023.	Special Resolution

The Chairman then invited queries from the Members, who had registered themselves as speaker. The Chairman responded to the queries of the Members.

The Chairman requested the Members who had not cast their votes to cast their votes on the resolutions through e-Voting at the EGM.

The Chairman, then, announced for voting to be taken electronically.

The Chairman announced that the Voting results along with the Consolidated Scrutinizer's Report would be submitted to Stock Exchanges and same would also be placed on the website of the Company, NSDL and Stock Exchanges with-in two working days of the conclusion of the Meeting and the resolutions would deem to be passed at the EGM.

The Chairman thanked the Members for attending the EGM of the Company and declared the Meeting as concluded at 11.50 a.m. after being open for 15 minutes for e-Voting to be completed.

The Scrutinizers' Report was received on February 14, 2023 and accordingly, the resolutions as set out in the Notice of EGM dated February 14, 2023, were passed with requisite majority.

Thanking you,

Yours faithfully,

For Hindustan Construction Company Ltd.

Nitesh Kumar Jha
Company Secretary