



Ref. No.: NCCL/ Regulation 30/2023

Date : 08-09-2023

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra – Kurla Complex
Bandra (E)
MUMBAI - 400 051.
Symbol: NCC

The Corporate Relationship Dept.
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street,
Fort
M U M B A I – 400 001.
Code: 500294

Dear Sir(s),

Sub: Proceedings of the 33rd Annual General Meeting of NCC Limited held on 8th September, 2023 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 33rd Annual General Meeting of NCC Limited commenced at 3.00 p.m on Friday, 8th September, 2023, through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with applicable provisions of the Companies Act, 2013, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with the Circulars issued by the Ministry of Corporate Affairs (MCA) and SEBI.

No. of Shareholders on Cut Off date : 302319

No. of Members who attended through VC : 81

The proceedings of the Meeting are given hereunder:

Sri Hemant M Nerurkar, Chairman of the Board occupied the chair and welcomed the Members. As requisite quorum was present through video conference, the Chairman called the Meeting to order. Since the meeting was conducted through video conference, Dr A S Durga Prasad, Independent Director and Chairman of the Audit Committee was appointed as the Vice Chairman for the purpose of the Meeting, to facilitate smooth functioning of the meeting, in case of any technical issues during the meeting.

The Chairman introduced his colleagues on the Board and Senior Executives who were present at the meeting through VC. He further informed that Mr. Navneet Kabra, Partner S R Batliboi & Associates LLP, the Statutory Auditors of the Company and Mr. Subrahmanyam, Practicing Company Secretary, representing BS & Company, Company Secretaries LLP, the Secretarial Auditors of the Company are also present at this AGM through VC. Mr Ravi Shankar, Scrutinizer appointed by the Board for

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ensuring smooth conduct of Remote E voting and Insta Poll for the Meeting also attended the meeting through VC.

The Chairman informed that the 33rd AGM Notice and Annual Report for the financial year 2022-23 have already been sent electronically to those members whose email ids were registered with the Company/RTA or Depository Participants. With the permission of members, the Notice convening the 33rd Annual General Meeting was taken as read. As there were no qualifications in the Auditors' Report, the same was also taken as read.

The Chairman requested Mr. M V Srinivasa Murthy, Company Secretary to inform about the facility of "Remote-e-voting" provided to the Members and other related matters. Mr. M V Srinivasa Murthy, Company Secretary informed to the shareholders regarding holding of the AGM through VC, non-applicability of proxy, speaker registration, Question/ Answer Session and Instapoll.

He further informed that the results of the voting will be declared and the same along with the Scrutinizer's Report will be uploaded on the website of the Company and websites of the Stock Exchanges on or before 11th September, 2023.

Thereafter the Chairman delivered his speech.

Sri M V Srinivasa Murthy, Company Secretary & Sr.EVP (Legal) thereafter briefed the members in respect of the items of business proposed to be passed as per the Notice of the Annual General Meeting:

Ordinary Business

- Item No. 1: Adoption of Audited Financial Statements (Standalone and Consolidated) together with the Reports of the Directors and the Statutory Auditors for the F.Y. ended 31st March 2023. (Ordinary Resolution)
- Item No. 2: Declaration of Dividend for the F.Y.2022-23 @ Rs.2.20/- per share. (Ordinary Resolution)
- Item No. 3: Reappointment of Sri A S N Raju (DIN –00017416) as a Director of the Company, liable to retire by rotation. (Ordinary Resolution)
- Item No. 4: Reappointment of Sri A G K Raju (DIN –00019100) as a Director of the Company, liable to retire by rotation. (Ordinary Resolution)

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Special Business

Item No.5: Ratification of the Remuneration payable to M/s. Vajralingam & Co., Cost Auditors (Firm Registration No. 101059) for the Financial Year 2022-23. (Ordinary Resolution)

Item No.6: Approval for the continuation of Sri Hemant M Nerurkar (DIN: 00265887) as an Independent Director beyond the age of 75 years, upto completion of his present term.(Special Resolution)

As per the information provided by Kfin Technologies Ltd, 29 members registered themselves as speakers for the AGM.

The Chairman invited the Members to seek clarifications, if any, and offer their comments. Mr M V Srinivasa Murthy briefed the members about the time given for each member and the formalities relating to the raising of queries by the shareholders. With the permission of the Chairperson, the Company Secretary requested the moderator to facilitate the shareholders to speak or seek clarifications in the sequence of their registration. Some of the shareholders who registered themselves as speakers raised questions and sought clarifications.

Sri K Krishna Rao, EVP(F&A), Sri Neerad Sharma, Sr. General Manger (Strategic Planning) and Mr M V Srinivasa Murthy, Company Secretary & Sr.EVP (Legal) suitably replied the questions raised by the members of the Company.

The Chairman thanked the members for their active participation in the meeting and declared the conclusion of the business part of the meeting. He stated that the Instapoll is open for 15 minutes and Members who have not yet cast their votes electronically may now cast their votes. The results of voting will be displayed on the website of the Company and also be communicated to the Stock Exchanges.

The Meeting concluded with a vote of thanks to the Chair.

Thanking you,

Yours Faithfully

For NCC Limited

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