

HCC/ SEC/PB/ 2019

September 10, 2019

BSE Limited The Corporate Relationship Dept, 1 st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.	National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051.
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Sub: Postal Ballot Result - Disclosure pursuant to Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This has reference to our letter dated August 08, 2019, enclosing the Postal Ballot Notice dated August 01, 2019, along with the Postal Ballot Form, for seeking approval of the shareholders of the Company for businesses as specified in the Postal Ballot Notice.

In this connection, please find enclosed herewith the following documents:-

1. Voting results pursuant to Regulation 44(3) of SEBI Listing Regulations.
2. Scrutinizer's Report on voting through Postal Ballot.

The aforesaid resolutions have been passed by the Shareholders with requisite majority and are deemed to have been passed on the date of announcement of results of postal ballot i.e. on Tuesday, September 10, 2019.

The result of the postal ballot will also be displayed on the Company's website www.hccindia.com and on the website of NSDL i.e. www.evoting.nsdl.com.

We request you to kindly take the above information on record.

Thanking you,

Yours truly
For Hindustan Construction Company Limited


Ajay Singh
Company Secretary

Encl.: As above

Hindustan Construction Co Ltd

Hincon House,
LBS Marg, Vikhroli (West),
Mumbai - 400 083, India
Tel : +91 22 2575 1000 Fax : +91 22 2577 7568
CIN : L45200MH1926PLC001228

HINDUSTAN CONSTRUCTION CO. LTD.

Resolution (1)

Resolution required: (Ordinary / Special)

Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Ordinary Resolution for sale of beneficial interest/rights in certain awards & claims

Category	Mode of Voting	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares $(3) = [(2)/(1)] * 100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6) = [(4)/(2)] * 100$	% of Votes against on votes polled $(7) = [(5)/(2)] * 100$	No. of Invalid Votes
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-Voting	527768097	527516697	99.95	527516697	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		527516697	99.95	527516697	0	100.00	0.00	0
Public - Institutional holders	E-Voting	540252443	197444615	36.55	197444615	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		197444615	36.55	197444615	0	100.00	0.00	0
Public-Others	E-Voting	445007704	12456974	2.80	12319438	137536	98.90	1.10	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		40982	0.01	31762	9220	77.50	22.50	4320
	Total		12497956	2.81	12351200	146756	98.83	1.17	4320
Total	E-Voting	1513028244	737418286	48.74	737280750	137536	99.98	0.02	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		40982	0.00	31762	9220	77.50	22.50	4320
	Total		737459268	48.74	737312512	146756	99.98	0.02	4320



For HINDUSTAN CONSTRUCTION CO. LTD.

AJAY SINGH
COMPANY SECRETARY

HINDUSTAN CONSTRUCTION CO. LTD.

Resolution (2)

Resolution required: (Ordinary / Special)

Special Resolution

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Special Resolution for Payment of remuneration to Mr. Ajit Gulabchand, Chairman & Managing Director for financial year 2014-15

Category	Mode of Voting	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	No. of Invalid Votes
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-Voting	527768097	527516697	99.95	527516697	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		527768097	527516697	99.95	527516697	0	100.00	0.00
Public - Institutional holders	E-Voting	540252443	197444615	36.55	110981792	86462823	56.21	43.79	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		540252443	197444615	36.55	110981792	86462823	56.21	43.79
Public-Others	E-Voting	445007704	12453177	2.80	12064048	389129	96.88	3.12	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		40932	0.01	26852	14080	65.60	34.40	4320
	Total		445007704	12494109	2.81	12090900	403209	96.77	3.23
Total	E-Voting	1513028244	737414489	48.74	650562537	86851952	88.22	11.78	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		40932	0.00	26852	14080	65.60	34.40	4320
	Total		1513028244	737455421	48.74	650589389	86866032	88.22	11.78



For HINDUSTAN CONSTRUCTION CO. LTD.

AJAY SINGH
COMPANY SECRETARY

HINDUSTAN CONSTRUCTION CO. LTD.

Resolution (3)

Resolution required: (Ordinary / Special)

Special Resolution

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Special Resolution for Payment of remuneration to Mr. Ajit Gulabchand, Chairman & Managing Director for financial year 2015-16

Category	Mode of Voting	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares $(3) = [(2)/(1)] * 100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6) = [(4)/(2)] * 100$	% of Votes against on votes polled $(7) = [(5)/(2)] * 100$	No. of Invalid Votes
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Promoter and Promoter Group	E-Voting	527768097	527516697	99.95	527516697	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		527768097	527516697	99.95	527516697	0	100.00	0.00
Public - Institutional holders	E-Voting	540252443	197444615	36.55	110981792	86462823	56.21	43.79	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		540252443	197444615	36.55	110981792	86462823	56.21	43.79
Public-Others	E-Voting	445007704	12453977	2.80	12054696	399281	96.79	3.21	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		40932	0.01	26852	14080	65.60	34.40	4320
	Total		445007704	12494909	2.81	12081548	413361	96.69	3.31
Total	E-Voting	1513028244	737415289	48.74	650553185	86862104	88.22	11.78	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		40932	0.00	26852	14080	65.60	34.40	4320
	Total		1513028244	737456221	48.74	650580037	86876184	88.22	11.78



For HINDUSTAN CONSTRUCTION CO. LTD.

AJAY SINGH
COMPANY SECRETARY

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Hindustan Construction Company Ltd.
Hincon House, LBS Marg,
Vikhroli (West),
Mumbai-400 083

Report of Scrutinizer

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries, having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400 053 had been appointed as the Scrutinizer by the Company to conduct the postal ballot process in respect of the following resolutions:-

1. Ordinary resolution for sale of beneficial interest/rights in certain awards & claims.
2. Special resolution for payment of remuneration to Mr. Ajit Gulabchand, Chairman & Managing Director for financial year 2014-15.
3. Special resolution for payment of remuneration to Mr. Ajit Gulabchand, Chairman & Managing Director for financial year 2015-16.

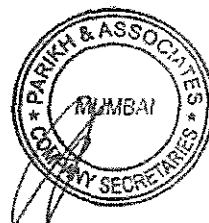
pursuant to the Notice dated August 01, 2019, issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration), Rules, 2014, as amended from time to time.

The Notice along with statement setting out material facts under Section 102 of the Act as confirmed by the Company was sent to the shareholders in respect of the above mentioned resolutions passed through Postal Ballot.

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the shareholders of the Company.

The shareholders of the company holding shares as on the "cut-off" date of Friday, July 19, 2019 were entitled to vote on the resolutions as contained in the postal ballot notice.

The voting period for remote e-voting commenced on Sunday, August 11, 2019 at 09:00 a.m. and ended on Monday, September 09, 2019 at 05:00 p.m. and the National Securities Depository Limited ("NSDL") e-voting module was disabled thereafter.



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The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through physical ballot forms received up to Monday, September 09, 2019 at 05:00 p.m. were also considered.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and the votes cast through physical ballot forms received respectively. I have also reviewed register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to physical postal ballots and remote e-voting on the resolutions contained in the notice of postal ballot.

My responsibility as scrutinizer for the physical postal ballots and remote e-voting is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolutions.

I now submit my report on the result of the voting by postal ballot in physical mode and electronic mode in respect of the said resolutions.

Resolution 1 - Ordinary Resolution

Sale of beneficial interest/rights in certain awards & claims.

(i) Voted in favour of the resolution:

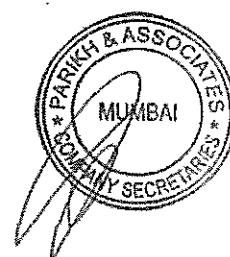
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
635	73,73,12,512	99.98

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
137	1,46,756	0.02

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
5	4,320



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Resolution 2 - Special Resolution

Payment of remuneration to Mr. Ajit Gulabchand, Chairman & Managing Director for financial year 2014-15.

(i) Voted in favour of the resolution:

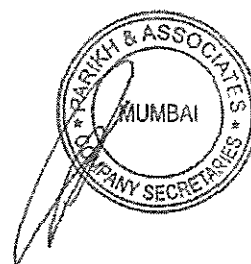
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
492	65,05,89,389	88.22

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
276	8,68,66,032	11.78

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
5	4,320



Resolution 3 - Special Resolution

Payment of remuneration to Mr. Ajit Gulabchand, Chairman & Managing Director for financial year 2015-16.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
492	65,05,80,037	88.22

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
278	8,68,76,184	11.78

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
5	4,320



Place : Mumbai

Dated : September 10, 2019

Signature:

Name: P. N. Parikh

Scrutinizer

FCS: 327 CP: 1228



For HINDUSTAN CONSTRUCTION CO. LTD.

AJAY SINGH
COMPANY SECRETARY