

BSE Limited The Corporate Relationship Dept, 1st 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: **Outcome of the Board meeting – Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Board of Directors of the Company at its meeting held on February 7, 2019, have, interalia, approved the following matters:

1. As per Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Unaudited Financial Results of the Company for the quarter and nine months ended December 31, 2018 along with the “Limited Review” Report of the Statutory Auditors, were duly approved by the Board of Directors of the Company and the same has already been uploaded to the Stock Exchanges.
2. Change in Directors and Key Managerial Personnel (KMP) –
 - (i) Exim Bank vide letter dated January 31, 2019 has informed the Company regarding withdrawal of Ms Harsha Bangari as its Nominee on the Board of our Company and accordingly she ceases to be a Nominee Director.
 - (ii) Consequent upon the conclusion of the employment contract of Mr. Praveen Sood, the ex-Group CFO on December 31, 2018, Mr. Shailesh Sawa, currently Executive Vice President – Group Finance has been promoted and appointed as the Chief Financial Officer (CFO) of the Company. A Brief Profile of Mr. Sawa is enclosed.
 - (iii) Mr. Ajay Singh has been appointed as the Company Secretary and Compliance Officer of the Company. A brief profile of Mr. Singh is enclosed.
3. Pursuant to Regulation 30(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has revised the list of persons authorised for the purpose of determining the materiality of events or information and to sign and issue requisite disclosures to the Stock Exchange(s) as follows:

Sr. No.	Name and Designation	Telephone Number
1	Mr. Ajit Gulabchand Chairman and Managing Director	+91 22 25751000
2	Ms. Shalaka Gulabchand Dhawan Whole-time Director	+91 22 25751000
3	Mr. Arjun Dhawan Group CEO & Whole-time Director	+91 22 25751000
4	Mr. Shailesh Sawa Chief Financial Officer	+91 22 25751000
5	Mr. Ajay Singh Company Secretary	+91 22 25751000

4. Further to letters dated October 19, 2018 in relation to receipt of applications from (i) Ms. Madhusri Khot, (ii) Ms. Chanda Vaze, (iii) Mr. Vijay Dhawan, (iv) Ms. Geeta Dhawan, (v) Mr. Aditya Dhawan and (vi) Ms. Anjani A Parekh, members of the promoter group of the Company requesting for re-classification of their status from promoter group to public, the Board has considered their requests and approved the re-classification, as abovesaid, subject to approval by shareholders of the Company.

Pursuant to Regulation 31A(8)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a copy of the resolution passed by the Board in this regard is attached.

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

Thanking you,

Yours truly

For Hindustan Construction Company Limited


Ajay Singh
Company Secretary

Encl : As above.

Mr. Shailesh Sawa
Chief Financial Officer
HCC Group



Mr. Shailesh Sawa is the Chief Financial Officer of the HCC Group of companies. A Chartered Accountant and ICWA, Mr. Sawa is an accomplished leader in the Finance function with over 32 years of experience. He has expertise in Project Financing, Strategic Planning, Corporate finance & Capital Market transactions, Management Accounting & Taxation, M&A, Strategic Restructuring, Mergers/Demergers & Valuations, Investor Relations etc. He also has deep understanding of business within the Infrastructure, Power, Oil, Ports and Financial Institutions domains.

Mr. Sawa joined HCC from Essar Projects India Limited where he was last holding the position of CEO for the EPC Construction Business. Shailesh was associated with Essar Group for 24 years holding senior positions in the Finance function. During his tenure in Essar, he has handled many complex and landmark initiatives of the Group. These included managing the largest debt restructuring of Rs.12,000 crore for Essar Oil, financial closure of Essar Oil refinery expansion project of \$4.8 billion in 2009, debt tie ups for more than Rs 35,000 crore over a span of 10 years, the de-merger of Essar Shipping Ports & Logistics to create 2 listed companies etc.

Prior to joining Essar Group, Shailesh was associated with SEBI where he has cleared about 500 Public / Rights issues as a regulator and managed many IPOs. Shailesh started his career with Gujarat Ambuja Cements Limited and later moved to Modern Group in their finance function.

Mr Ajay Singh
Company Secretary
HCC Limited



Mr Ajay Singh has been appointed as the Company Secretary in HCC Limited. He is a CS & LLB and has also done a course in Competition Law from IICA.

Mr. Singh has extensive experience in Company Secretarial function, Corporate Governance, Compliance, SEBI & Listing Regulations, Mergers & Acquisitions, Private Equity, Contracts, Litigations, IPRs, JV related legal matters etc.

Mr. Singh joined HCC from Nuvovo Vistas Corp Ltd (formerly Lafarge India Ltd) where he was holding the position of VP – Legal & Company Secretary. As a Company Secretary and Legal Head, apart from handling the core functional activities of handling Board meetings, share holder meetings, advising the Board on various matters, Corporate Governance & Litigation, he was involved in handling Mergers & Acquisitions, transactions relating to divestments & private equity, business transfer agreements, etc. He was also responsible for vetting various Contracts and Land documents, structuring and advising on complex business proposals and highlighting possible legal issues, spearheading and managing variety of litigations including civil, criminal, commercial, constitutional, arbitrations etc.

Prior to Nuvovo Vistas Corp Ltd, Mr. Singh was working with Jaypee Hotels Ltd and was responsible for company secretarial and listing compliance, contracts & litigations management etc. Ajay has also worked with Hero Motors Ltd. and Abhipra Capital Limited.

Certified true copy of the resolution passed by the Board of Directors at its meeting held on 7th February 2019

Approval for re-classification of certain Members of the Promoter Group to Public Category

“RESOLVED THAT subject to approval of the shareholders of the Company and pursuant to requests received from certain members of the promoter group of the Company seeking re-classification of their status from promoter group to public, the provisions of Regulation 31A and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI LODR Regulations’**) as amended, the provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), if any, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and any other applicable laws, rules and regulations (including any amendment thereto or re-enactment thereof, for the time being in force), and in accordance with the provisions of the Memorandum of association and the Articles of association of the Company and the listing agreements entered into between the Company and the respective stock exchanges where the equity shares of face value of Re. 1 each (**“Equity Shares”**) of the Company are listed, and subject to approvals from the National Stock Exchange of India Limited and the BSE Limited (together, the **“Stock Exchanges”**), the Securities and Exchange Board of India, and all other relevant statutory authorities and departments (the **“Regulatory Authorities”**), and such other approvals, consents, permissions and sanctions, as may be required, and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions and sanctions, and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **“Board”**), the consent and approval of the Board be and is hereby accorded for the re-classification of (i) Ms. Madhusri Khot, (ii) Ms. Chanda Vaze, (iii) Mr. Vijay Dhawan, (iv) Ms. Geeta Dhawan, (v) Mr. Aditya Dhawan and (vi) Ms. Anjani A Parekh, from promoter group to public.

RESOLVED FURTHER THAT Mr. Ajit Gulabchand, Chairman and Managing Director, Ms. Shalaka Gulabchand Dhawan, Whole-time Director, Mr. Arjun Dhawan, Group CEO and Whole-time Director, Mr. Shailesh Sawa – CFO and Mr. Ajay Singh, Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things including making all necessary applications, filings and intimations to the Stock Exchanges and any other authorities as may be required under the SEBI LODR Regulations and other applicable law and to take all necessary steps for giving effect to the above resolutions.

RESOLVED FURTHER THAT copies of the above resolutions certified to be true, be forwarded to concerned authorities for necessary action.”

For Hindustan Construction Company Ltd


Ajay Singh
Company Secretary
FCS No. 5253

Hindustan Construction Co Ltd

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