

December 24, 2020

Ref: NBCC/BS/2020-21

National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra -Kurla Complex, Bandra (E), Mumbai-400051	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001
NSE Symbol: NBCC/EQ	Scrip Code: 534309

**Sub: Submission of Scrutinizer's Report for Voting at 60th AGM of
NBCC (India) Limited**

Sir,

The 60th Annual General Meeting of the members of NBCC (India) Limited was held on Tuesday, December 22, 2020 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In line with the SEBI (LODR), 2015 & Companies Act, 2013 facility of e-voting for the Members was made available from December 19, 2020 at 9:00 Hours (IST) to December 21, 2020 at 17:00 Hours (IST). Members who were present at the Annual General Meeting and had not casted their votes by remote e-voting were given the facility to cast their vote through e-voting at the Meeting.

Shri P C Jain (M/s PC Jain & Co.), Practicing Company Secretary, the scrutinizer has submitted its report on December 24, 2020 and informed that all the resolutions mentioned in the AGM notice have been passed with requisite majority. A copy of Scrutinizer's Report is attached herewith for your information and record.

The aforesaid information is also disclosed on the website of the company <https://www.nbccindia.com/webEnglish/announcementNotices>.

Kindly acknowledge receipt.

Thanking You,

Yours Sincerely,
For **NBCC (India) Limited**



Deepti Gambhir
Company Secretary
F-4984



Enc: As above



P.C.JAIN & CO
Company Secretaries

2382, Sector-16,
Phone: 0129-4043338
+91 9811087881
Faridabad-121002 (NCR)
Mail id: corporatelegal@cspcjain.com
URL: www.cspcjain.com

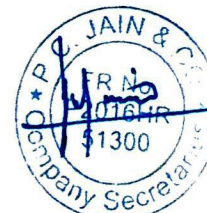
Scrutinizer's Report

To,
The Chairman and Managing Director
NBCC (India) Limited
(CIN: L74899DL1960GOI003335)
NBCC Bhawan
Lodhi Road
New Delhi- 110003

Subject: Passing of Resolution(s) through e-voting and voting electronically at the 60th Annual General Meeting ("AGM") of NBCC(India)Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OVAM") on 22nd December, 2020, pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the General Circulars No. 20/2020 dated 5th May, 2020, read with circulars dated 8th April, 2020 and 13th April, 2020 issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated 12th May, 2020 issued by the Securities and Exchange Board Of India ("SEBI") commonly referred to as "MCA & SEBI CIRCULARS"

The Board of Director of NBCC(India) Limited (hereinafter referred to as the "**Company**") has appointed us as the Scrutinizer for the remote e-voting process as well as to scrutinize the electronic voting conducted at the Annual General Meeting ('AGM') pursuant to Section 108 of the Companies Act, 2013 ("Act") read with rule 20 of the companies (Management and Administration) as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 ("SEBI Listing Regulations") as amended by the "**MCA AND SEBI CIRCULARS**" issued in this connection both by the MCA and SEBI, providing relaxation for the manner in which AGM shall be held and conducted. **The MCA & SEBI CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the notices and Annual Reports to the Shareholder and the manner of voting at the meeting, which was necessitated on Accounts of the Outbreak of COVID-19 (CORONAVIRUS) pandemic.** We are familiar and well versed with the concept of electronic voting System as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI CIRCULARS.

As mentioned in the Notice, the proceeding of the AGM will be deemed to be conducted at the Registered office of the Company.

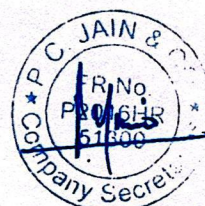


Report on Scrutiny:

- i. The company had appointed Central Depository Services (India) Limited ("CDSL") as the Service Provider for the purpose of extending the facility of Remote E-voting to the Members of the Company and for voting electronically at the meeting.
- ii. Bigshare Services Private Limited is the Registrar and Transfer Agent ('RTA') of the Company.
- iii. The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 60th AGM of the Company, which was held on Tuesday, 22nd December, 2020.
- iv. The Service Provider had set up electronic voting facility on their website <https://www.evotingindia.com/login>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider to facilitate their Members to cast their vote through Remote e-voting.
- v. Our responsibility as the Scrutinizer of the voting process (through remote e-voting and e-voting at the AGM), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice, based on the reports generated from the e-voting system provided by CDSL the service provider.
- vi. As provided in the **MCA & SEBI CIRCULARS**, the Company had advertised in the newspapers, asking member who have not registered their email IDs with the Company or Bigshare Services Private Limited or with the respective Depository Participant(s) viz. Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report 2019-20.

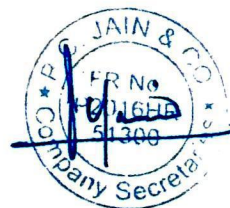
The service provider had sent the Notice of the AGM along with Annual Report 2019-20 and e-voting details by email to the Members, whose email IDs were made available by the Depositories or were registered with the Company/Bigshare Services Private Limited. The Notice sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and as provided in the **MCA & SEBI CIRCULARS**.

- vii. The Company completed the dispatch of Notice of AGM and Annual Report 2019-20 by email to the Members by 28th November, 2020.



- viii. The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Tuesday, 15th December, 2020.
- ix. As prescribed in the aforesaid Rules, the Remote e-voting was kept open for three days from Saturday, 19th December, 2020 at 9.00 a.m. to Monday, 21st December, 2020 at 5.00 p.m.
- x. As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company has released an advertisement in newspapers prior to sending Notice of AGM to the Members which was published in English in "Financial Express" and in Hindi in Jansatta having country-wide.
- xi. The votes for remote e-Voting as well as e-voting at 60th Annual General Meeting were unlocked on Tuesday, 22nd December, 2020 after the conclusion of AGM in the presence of two witnesses; CS Purvika Jain and Ms. Vidhi Jain who are not in the employment of the company.
- xii. Thereafter, we as scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

Name of the Company	NBCC(India) Limited
Date of the AGM	22 nd December, 2020
Total number of shareholders on Record date	413929
No, of shareholders present in the meeting either in person or through proxy:	NIL
Promoters and Promoter Group:	0
Public:	0
No. Of Shareholders attended the meeting through Video Conferencing:	93
Promoters and Promoter Group:	01
Public:	92



The details of category wise evoting is as follows:

Resolution No.	1		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To consider and adopt the audited standalone and consolidated financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	247227572	38650754
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public –Non Institutions	E-voting	441193335	259402
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1150489249
Resolution No.	2		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION – To declare a dividend of ₹ 0.135/- (i.e. 13.5%) per fully paid up equity Share of ₹ 1/- each for the financial year ended March 31, 2020.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	247227572	156517672
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public –Non Institutions	E-voting	441193335	260605
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1268357370

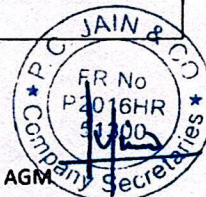


Resolution No. Resolution required (Ordinary/Special)	3 ORDINARY RESOLUTION– To appoint a Director in place of Smt. Baldev Kaur Sokhey (DIN: 06955670), who retires by rotation and being eligible, offers herself for re-appointment.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	247227572	156517672
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public –Non Institutions	E-voting	441193335	252802
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1268349567
Resolution No. Resolution required: (Ordinary/Special)	4 ORDINARY RESOLUTION– To authorize Board of Directors to fix the remuneration of Statutory Auditor(s) of the Company for the Financial Year 2020-21.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	247227572	156517672
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public –Non Institutions	E-voting	441193335	259605
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1268356370



Resolution No.	5		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION– To appoint Shri Pawan Kumar Gupta (DIN: 07698337) as Chairman & Managing Director of the Company.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	247227572	156517672
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public –Non Institutions	E-voting	441193335	257122
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1268353887

Resolution No.	6		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION– To appoint Shri Kamran Rizvi (DIN: 01653503), as Government Nominee Director on the Board of the Company.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	247227572	156517672
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public –Non Institutions	E-voting	441193335	254005
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1268350770



Resolution No.	7		
Resolution required (Ordinary/Special)	ORDINARY RESOLUTION- To ratify the remuneration of the Cost Auditor for the Financial Year 2020-21.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	247227572	156517672
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public –Non Institutions	E-voting	441193335	260605
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1800000000	1268357370

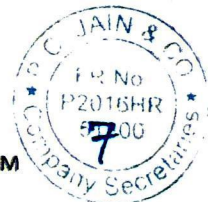
CONSOLIDATED RESULTS

1) Item No. 1 of the Notice (As an Ordinary Resolution)

To consider and adopt the Audited standalone and consolidated Financial Statements for the financial year ended as on 31st March, 2020, and the reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	280	1120773603	15	48913	295	1120822516	97.42
Dissent	149	29666733	0	0	149	29666733	2.58
Total	429	1150440336	15	48913	444	1150489249	100.00

M. J. Jain



2) Item No. 2 of the Notice (As an Ordinary Resolution)

To declare a dividend of ₹ 0.135/- (i.e. 13.5%) per fully paid up equity Share of ₹ 1/- each for the financial year ended March 31, 2020.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	318	1268305747	15	48913	333	1268354660	100.00
Dissent	113	2710	0	0	113	2710	0.00
Total	431	1268308457	15	48913	446	1268357370	100.00

3) Item No. 3 of the Notice (As an Ordinary Resolution)

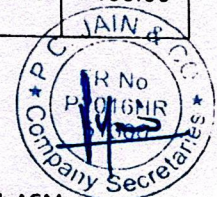
To appoint a Director in place of Smt. Baldev Kaur Sokhey (DIN: 06955670), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	263	1236251098	14	47756	277	1236298854	97.47
Dissent	166	32049556	1	1157	167	32050713	2.53
Total	429	1268300654	15	48913	444	1268349567	100.00

4) Item No. 4 of the Notice (As an Ordinary Resolution)

To authorize Board of Directors to fix the remuneration of Statutory Auditor(s) of the Company for the Financial Year 2020-21.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	314	1268304076	14	47756	328	1268351832	100.00
Dissent	116	3381	1	1157	117	4538	0.00
Total	430	1268307457	15	48913	445	1268356370	100.00



5) Item No. 5 of the Notice (As an Ordinary Resolution)

To appoint Shri Pawan Kumar Gupta (DIN: 07698337) as Chairman & Managing Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	306	1266429710	12	21756	318	1266451466	99.85
Dissent	123	1875264	3	27157	126	1902421	0.15
Total	429	1268304974	15	48913	444	1268353887	100.00

6) Item No. 6 of the Notice (As an Ordinary Resolution)

To appoint Shri Kamran Rizvi (DIN: 01653503), as Government Nominee Director on the Board of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	264	1236058261	14	47756	278	1236106017	97.46
Dissent	166	32243596	1	1157	167	32244753	2.54
Total	430	1268301857	15	48913	445	1268350770	100.00

7) Item No. 7 of the Notice (As an Ordinary Resolution)

To ratify the remuneration of the Cost Auditor for the FY 2020-21.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	313	1268301087	15	48913	328	1268350000	100.00
Dissent	118	7370	0	0	118	7370	0.00
Total	431	1268308457	15	48913	446	1268357370	100.00



Based on the aforesaid result we report that the Ordinary Resolution as set out in Item no 1 to 7 of the Notice of the 60th AGM held on 22nd December, 2020 have been passed with requisite majority.

Thanking you,

Yours Sincerely,
For P C JAIN & Co.
(FRN: P2016HR051300)



(P.C. Jain)
PARTNER
CP No. 3349
M.No. F-4103



Countersigned By:
For NBCC (India) Limited



Deepti Gambhir
Company Secretary
F-4984



Witness 1



Name: CS Purvika Jain
House No-2382, Sector-16
Faridabad-121002, Haryana

Witness 2



Name: Vidhi Jain
House No. 2382, Sector-16
Faridabad-121002, Haryana

Place: Faridabad
Date: 24th December, 2020
UDIN: F004103B001631071