

Ref: NBCC/BS/2019-20

October 05, 2019

National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot no. C/1, G Block, Bandra -Kurla Complex, Bandra (E), Mumbai-400051 NSE Symbol: NBCC/EQ	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 Scrip Code: 534309
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Sub: Minutes of the 59th Annual General Meeting (AGM) of NBCC (India) Limited held on September 23, 2019

Sir,

As per the requirement of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Minutes of the Annual General Meeting of NBCC (India) Limited, held on Monday, September 23, 2019 at 10.30 am at Air Force Auditorium, Subroto Park, New Delhi - 110010 are enclosed herewith.

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

This is for your record and information. Kindly acknowledge receipt.
Thanking You.

Yours Sincerely,
For NBCC (India) Limited


Deepti Gambhir
Company Secretary
F-4984



Encl: As Above

MINUTES OF THE 59th ANNUAL GENERAL MEETING OF THE MEMBERS OF NBCC (INDIA) LIMITED HELD ON MONDAY, SEPTEMBER 23, 2019 AT 10.30 A.M. AT AIR FORCE AUDITORIUM, SUBOROTO PARK, NEW DELHI-110010 (CONCLUSION TIME-11.30 A.M.)

On the Dais

Shri Shiv Das Meena	Chairman-cum-Managing Director
Shri Rajendra Chaudhari	Director (Commercial)
Shri Neelesh Shah	Director (Projects)
Smt. BK Sokhey	Director (Finance)
Dr. Jyoti Kiran Shukla	Independent Director
Smt. Deepti Gambhir	Company Secretary

Members Attendance

President of India holding 118,66,99,424 equity shares present through authorized representative; 4,718 members holding 12,75,578 equity shares including 79 proxies representing 49703 equity shares recorded their presence at the 59th Annual General Meeting (AGM) of the Company.

Shri Shiv Das Meena, Chairman-cum-Managing Director of the Company presided over the meeting and the members on the dais were introduced. Further Chairman of CSR Committee, Shri Rajendra Chaudhari, Chairperson-Audit Committee and Chairperson, Nomination & Remuneration Committee- Dr. Jyoti Kiran Shukla and nominated representative of Stakeholders' Relationship Committee, Shri Neelesh Shah were present at the AGM.

The presence of the Statutory Auditors and scrutinizers was acknowledged.

Shri K. Sanjay Murthy and Shri Shyam Sunder Dubey, Government Nominee Directors could not attend the meeting due to their pre-occupation.

The Statutory Registers, Proxy Register and inspection documents were available during the meeting for inspection of members.



Company Secretary confirmed that the requisite quorum was present; thereafter the Chairman was requested to commence the proceedings.

The Chairman briefed the operations and performance of the Company. Main highlights of the speech were as under:

- Despite a challenging operating environment, the Company continued with its track-record of delivering a robust performance. All the three business areas, namely, Project Management Consultancy, Real Estate and Engineering, Procurement & Construction continued to perform well. There was a significant growth in revenues in the project management consultancy and real estate verticals.
- Total standalone income of the Company rose by 23.64% i.e. from Rs. 6,011.14 crore to Rs. 7,432.22 crore and net profit rose by 15.14% i.e. from Rs. 333.61 crore to Rs. 384.11 crore. Further, the total consolidated income of the Company rose by 17.91% i.e. from Rs. 8,609.62 crore to Rs. 10,151.36 crore.
- In line with sustained business performance, the Company continued to take impressive strides by winning marquee projects. Some of these include AIIMS-Bilaspur (Himachal Pradesh) and Deogarh (Jharkhand), IIM-Ranchi and Vishakhapatnam, IIT Bhubaneswar, infrastructure projects under Raipur SMART City, Redevelopment of WHO Office, projects under central government schemes of PMGSY as well as numerous projects in different States. Internationally, the Company got the projects to build Mahatma Gandhi International Convention Centres in nine African nations as well as a project to construct the Indian Pavilion at the World Expo 2020 in Dubai. The Company also recently signed an agreement to construct three key projects in Mauritius worth USD 44 million (Rs. 310 crore approximately).
- The total value of projects won from April, 2018 to March, 2019 is Rs. 12,427.42 crore.
- In case of Amrapali Group pending before the Hon'ble Supreme Court of India, the Hon'ble Court has vide its detailed order dated July 23, 2019, appointed the NBCC as Project Management Consultant to complete various projects of Amrapali Group.
- NBCC has been at the forefront of encouraging and adopting sustainable development. From 'zero energy infrastructure' to 'say no to plastics', the Company is committed to ecological and environmental standards in all its materials, processes and projects. As part of its continuing efforts to reduce pollution, the Company is increasingly recycling and reusing solid waste and water, using modular products and dry construction to reduce dust pollution. It continues with its green drive by planting thousands of trees across all its projects on a pan-India level. During the year, a total of 70,000 tree saplings were planted.
- Last year, the Company has taken over HSCC (India) Limited, a Mini Ratna, Category-I Public Sector Undertaking. It is a multi-disciplinary



organization engaged in rendering comprehensive consultancy services in the field of Hospital planning, design, detail engineering, quality control, project management and monitoring as well as procurement, supply, installation and commissioning of medical equipments. Takeover of HSCC would give synergy benefits and having a specialized team of professionals with vast experience of healthcare sector would add more value to the organization. The Company has set up a R&D Centre in collaboration with IIT, Roorkee focussing on Sustainable Civil Infrastructure.

- With renewed thrust of the government on infrastructure and real estate sectors, the Company is poised for a phase of high-growth in the near and mid-term. With its combination of experience and expertise, capacity and capabilities, reach and presence - complimenting a diverse business model, the Company is on track to reap rich benefits both in India and overseas. In the educational infrastructure space, the Company has undertaken several projects that include projects for IIT Delhi, IIT Mandi, IIT Roorkee, NIFTEM, Indian Culinary Institute, Headquarters and Regional Offices of CBSE, amongst others. In the healthcare infrastructure space, the Company has executed prestigious projects that include hospitals, medical colleges as well as healthcare facilities across the country.
- The Company plays an instrumental role in developing projects on surplus land parcels owned by PSUs and government organisations as part of their efforts to monetise these assets. The Company is also ready to develop townships and affordable housing projects. The Company has now expanded its re-development projects from Delhi to other parts of the country.
- The Company has always believed in strong corporate governance and transparency. The Company has a structured governance framework comprising of values, ethics and codes. The Company is committed to deliver responsible growth and ethical wealth creation that result in value for all stakeholders.
- The Company has a strong value system that encourages honesty, merit and performance. It is a diversity-rich and gender neutral Organisation. Over the years, the Company has diligently worked to bring in fresh blood and has brought down the average age to 43 years. The Company has a well-defined leadership development plan in place where young leaders are identified and groomed by seniors as their mentors. In July 2019, NBCC was recognised as a Great Place to Work and now ranks 4th amongst the existing 300 CPSEs.
- As a leader in the construction space and as a Government of India Enterprise Navratna company, NBCC endeavours to set benchmarks in social responsibility. The Company has always shared its success with the communities and societies. It is committed to preserve the rich history of India and has undertaken the preservation of Purana Qila in Delhi. Its several social initiatives include supporting education and sports, facilitating skill development and empowering youth as well as participating in the Swachh Bharat Mission.



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- As part of its tribute to the brave soldiers who has given the supreme sacrifice while defending the country, NBCC has constructed Sahara - a hostel for widows of the Indian navy personnel who lost their lives. In the last financial year, the company has made a contribution of Rs. 34.93 lakh to Bharat Ke Veer Kosh and contribution of Rs. 1 crore to the Prime Minister Relief Fund.

Thereafter, the formal proceedings of the meeting were taken-up. The Members were informed that the Report of Comptroller and Auditor General of India does not have any qualification, observation or comments on financial matters of the Company. With the concurrence of the Members, the Notice, Auditor's Report, Directors' Report, Audited Financial Statements for the Financial Year ended March 31, 2019 were taken as read.

Members were informed that the Annual Report and AGM Notice were sent to the Members at their registered email ID with the Company/ DP(s)/RTA. Members whose e-mail ID was not registered, had been sent the physical copies of AGM Notice and Annual Report in permitted mode.

The remote e-voting facility was provided to the Members from September 20, 2019 at 9:00 a.m. till September 22, 2019 at 5:00 p.m. to cast their votes on the resolutions mentioned in the AGM Notice. Shareholders who had casted their vote through e-voting were allowed to take part in the meeting but were not allowed to participate in the poll at the meeting. Members who had not casted their vote through e-voting and were present at the meeting were facilitated to vote at the AGM.

Shri P C Jain of M/s P C Jain & Co., Practicing Company Secretary, was appointed as Scrutinizer for the purpose of remote e-voting and conducting poll process at AGM in a fair and transparent manner. The Agenda Items No 1 to 10 as per the Notice of the 59th AGM were taken-up and the objective and implication of each of the business item was informed.

The Scrutinizer was asked to conduct the poll process. CS Pitram and CS Purvika Jain supported Shri P C Jain in poll process through poll papers. Scrutinizer was asked to submit the report of e-voting and poll in due time period.

Thereafter, the house was opened for discussion. The members applauded the performance of the Company and appreciated the Management for dividend, efficient investor services and good arrangement at the meeting. The Meeting concluded at 11.30 a.m.

On the basis of Scrutinizer's Report on remote e-voting and poll conducted at AGM, all the Ordinary and Special Businesses set up at Item No. 1 to 10 of the AGM Notice were passed by requisite majority.



The summary of Scrutinizer's Report is as follows:

- To consider and adopt the audited standalone and consolidated Financial Statements for the financial year ended 31st March, 2019, along with the reports of Board of Directors & Auditor thereon by ORDINARY RESOLUTION:-**

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	43	20,200	332	138,81,69,143	375	138,81,89,343
Against	0	0	56	6,14,78,782	56	6,14,78,782
Invalid	2	0	0	0	0	0
Total	45	20,200	388	144,96,47,925	431	144,96,68,125

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	
	Total (A)		118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00
Public Institutions	E-voting	33,31,85,311	26,26,64,967	78.83	20,11,91,796	6,14,73,171	76.60	23.40
	Poll		0	0	0	0	0	
	Total (B)		26,26,64,967	78.83	20,11,91,796	6,14,73,171	76.60	23.40
Public Non-Institutions	E-voting	28,01,15,265	2,83,534	0.10	2,77,923	5,611	98.02	1.98
	Poll		20,200	0.01	20,200	0	100.00	0
	Total (C)		3,03,734	0.11	2,98,123	5,611	98.15	1.85
Total(A+B+C)		180,00,00,000	144,96,68,125	80.54	138,81,89,343	6,14,78,782	95.76	4.24
Whether the Resolution is passed or not.								Yes



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2. To declare a dividend of 65 paise per paid up equity share of Rs. 1/- each for the financial year ended March 31, 2019 by ORDINARY RESOLUTION:-

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	42	20,000	381	144,96,43,669	423	144,96,63,669
Against	01	200	5	246	06	446
Invalid	02	0	0	0	02	0
Total	45	20,200	386	144,96,43,915	431	144,96,64,115

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in-favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	
	Total (A)		118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
Public Institutions	E-voting	33,31,85,311	26,26,64,967	78.83	26,26,64,967	0	100.00	0.00
	Poll		0	0	0	0	0	
	Total (B)		26,26,64,967	78.83	26,26,64,967	0	100.00	0.00
Public Non-Institutions	E-voting	28,01,15,265	2,79,524	0.10	2,79,278	246	99.91	0.09
	Poll		20,200	0.01	20,000	200	99.01	0.99
	Total (C)		2,99,724	0.11	2,99,278	446	99.85	0.15
Total(A+B+C)		180,00,00,000	144,96,64,115	80.54	144,96,63,669	446	99.99	0.01
Whether the Resolution is passed or not.								Yes



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3. To appoint a Director in place of Shri Neelesh Manherlal Shah (DIN 07444898), who retires by rotation and being eligible, offers himself for re-appointment by ORDINARY RESOLUTION:-

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	42	20,000	315	140,24,88,752	357	140,25,08,752
Against	0	0	69	4,71,55,263	69	4,71,55,263
Invalid	02	0	0	0	02	0
Total	44	20,000	384	144,96,44,015	428	144,96,64,015

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
Public Institutions	E-voting		26,26,64,967	78.83	21,55,21,640	4,71,43,327	82.05	17.95
	Poll		0	0	0	0	0	0
	Total (B)	33,31,85,311	26,26,64,967	78.83	21,55,21,640	4,71,43,327	82.05	17.95
Public Non-Institutions	E-voting		2,79,624	0.10	267,688	11,936	95.73	4.27
	Poll		20,000	0.01	20,000	0	100.00	0.00
	Total (C)	28,01,15,265	2,99,624	0.11	2,87,688	11,936	96.02	3.98
Total(A+B+C)		180,00,00,000	144,96,64,015	80.54	140,25,08,752	4,71,55,263	96.75	3.25
Whether the Resolution is passed or not.								Yes



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4. To authorize Board of Directors to fix remuneration of the Statutory Auditor(s) of the Company for the FY 2019-20 by ORDINARY RESOLUTION:-

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	42	20,000	368	144,96,39,355	410	144,96,59,355
Against	0	0	16	7,378	16	7,378
Invalid	02	0	0	0	02	0
Total	44	20,000	384	144,96,46,733	428	144,96,66,733

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total (A)		118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00
Public Institutions	E-voting	33,31,85,311	26,26,64,967	78.83	26,26,64,967	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total(B)		33,31,85,311	26,26,64,967	78.83	26,26,64,967	0	100.00
Public Non-Institutions	E-voting	28,01,15,265	2,82,342	0.10	2,74,964	7,378	97.39	2.61
	Poll		20,000	0.01	20,000	0	100.00	0
	Total (C)		28,01,15,265	3,02,342	0.11	2,94,964	7,378	97.56
Total(A+B+C)		180,00,00,000	144,96,66,733	80.54	144,96,59,355	7,378	99.99	0.01
Whether the Resolution is passed or not.								Yes



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5. To appoint Shri Shiv Das Meena (DIN: 01881010) as Chairman – cum-Managing Director of the Company by ORDINARY RESOLUTION:-

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	43	20,200	357	143,44,41,217	400	143,44,61,417
Against	0	0	28	1,52,05,358	28	1,52,05,358
Invalid	02	0	0	0	02	0
Total	45	20,200	385	144,96,46,575	430	144,96,66,775

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total (A)	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
Public Institutions	E-voting		26,26,64,967	78.83	24,74,73,857	1,51,91,110	94.22	5.78
	Poll		0	0	0	0	0	0
	Total (B)	33,31,85,311	26,26,64,967	78.83	24,74,73,857	1,51,91,110	94.22	5.78
Public Non-Institutions	E-voting		2,82,184	0.10	2,67,936	14,248	94.95	5.05
	Poll		20,200	0.01	20200	0	100.00	0.00
	Total (C)	28,01,15,265	3,02,384	0.11	2,88,136	14,248	95.29	4.71
Total(A+B+C)		180,00,00,000	144,96,66,775	80.54	143,44,61,417	1,52,05,358	98.95	1.05
Whether the Resolution is passed or not.								Yes



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6. To appoint Smt. Baldev Kaur Sokhey (DIN: 06955670) as Director (Finance) of the Company by ORDINARY RESOLUTION:-

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	43	20,200	319	140,24,90,396	362	140,25,10,596
Against	0	0	66	47,15,59,88	66	47,15,59,88
Invalid	02	0	0	0	02	0
Total	45	20,200	385	144,96,46,384	430	144,96,66,584

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total (A)		118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00
Public Institutions	E-voting	33,31,85,311	26,26,64,967	78.83	21,55,21,640	4,71,43,327	82.05	17.95
	Poll		0	0	0	0	0	0
	Total (B)		33,31,85,311	26,26,64,967	78.83	21,55,21,640	4,71,43,327	82.05
Public Non-Institutions	E-voting	28,01,15,265	2,81,993	0.10	2,69,332	12,661	95.51	4.49
	Poll		20,200	0.01	20,200	0	100.00	0.00
	Total (C)		28,01,15,265	3,02,193	0.11	2,89,532	12,661	95.81
Total(A+B+C)		180,00,00,000	144,96,66,584	80.54	140,25,10,596	4,71,55,988	96.75	3.25
Whether the Resolution is passed or not.								Yes



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7. To appoint Shri Sanjay Murthy Kondru (DIN: 03532374) as Government Nominee Director on the Board of the Company by ORDINARY RESOLUTION:-

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	43	20,200	314	138,83,04,041	357	138,83,24,241
Against	0	0	70	6,13,42,245	70	61342245
Invalid	02	0	0	0	02	0
Total	45	20,200	384	144,96,46,286	429	144,96,66,486

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total (A)		118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
Public Institutions	E-voting	33,31,85,311	26,26,64,967	78.83	20,13,35,438	6,13,29,529	76.65	23.35
	Poll		0	0	0	0	0	0
	Total (B)		26,26,64,967	78.83	20,13,35,438	6,13,29,529	76.65	23.35
Public Non-Institutions	E-voting	28,01,15,265	2,81,895	0.10	2,69,179	12,716	95.49	4.51
	Poll		20200	0.01	20,200	0	100.00	0.00
	Total (C)		3,02,095	0.11	2,89,379	12,716	95.79	4.21
Total(A+B+C)		180,00,00,000	144,96,66,486	80.54	138,83,24,241	6,13,42,245	95.77	4.23
Whether the Resolution is passed or not.								Yes



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8. To appoint Shri Shyam Sunder Dubey (DIN: 06601151) as Government Nominee Director on the Board of the Company by ORDINARY RESOLUTION:-

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	43	20,200	311	138,78,71,660	354	138,78,91,860
Against	0	0	72	6,17,72,345	72	6,17,72,345
Invalid	2	0	0	0	02	0
Total	45	20,200	383	144,96,44,005	428	144,96,64,205

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)] * 100	4	5	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-voting	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total (A)		118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00
Public Institutions	E-voting	33,31,85,311	26,26,64,967	78.83	20,09,02,491	6,17,62,476	76.49	23.51
	Poll		0	0	0	0	0	0
	Total (B)		33,31,85,311	26,26,64,967	78.83	20,09,02,491	6,17,62,476	76.49
Public Non-Institutions	E-voting	28,01,15,265	2,79,614	0.10	2,69,745	9,869	96.47	3.53
	Poll		20,200	0.01	20,200	0	100.00	0.00
	Total (C)		28,01,15,265	2,99,814	0.11	2,89,945	9,869	96.71
Total(A+B+C)		180,00,00,000	144,96,64,205	80.54	138,78,91,860	6,17,72,345	95.74	4.26
Whether the Resolution is passed or not.								Yes



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9. To appoint Dr. Jyoti Kiran Shukla (DIN: 03492315) as Independent Director on the Board of the Company by ORDINARY RESOLUTION:-

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	43	20,200	366	144,96,36,654	409	144,96,56,854
Against	0	0	19	9024	19	9024
Invalid	2	0	0	0	02	0
Total	45	20,200	385	144,96,45,678	430	144,96,65,878

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total(A)	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
Public Institutions	E-voting		26,26,64,967	78.83	26,26,64,967	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total(B)	33,31,85,311	26,26,64,967	78.83	26,26,64,967	0	100.00	0.00
Public Non-Institutions	E-voting		2,81,287	0.10	2,72,263	9,024	96.79	3.21
	Poll		20,200	0.01	20,200	0	100.00	0.00
	Total(C)	28,01,15,265	3,01,487	0.11	2,92,463	9,024	97.01	2.99
Total(A+B+C)		180,00,00,000	144,96,65,878	80.54	144,96,56,854	9,024	99.99	0.01
Whether the Resolution is passed or not.								Yes



(Handwritten signature)

10. To ratify the remuneration of the Cost Auditor for the Financial Year 2019-20 by ORDINARY RESOLUTION:

	Voting at AGM		E- Voting		Total	
	No. of Share-holders	Total Votes	No. of Share-holders	Total Vote	No. of Share-holders	Total Vote
Favour	41	19,617	369	144,96,32,553	410	144,96,52,170
Against	0	0	14	10,142	14	10,142
Invalid	02	0	0	0	02	0
Total	43	19,617	383	144,96,42,695	426	144,96,62,312

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	(3)=[(2)/(1)] *100	4	5	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total (A)		118,66,99,424	118,66,99,424	100.00	118,66,99,424	0	100.00
Public Institutions	E-voting	33,31,85,311	26,26,64,967	78.83	26,26,64,967	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Total (B)		33,31,85,311	26,26,64,967	78.83	26,26,64,967	0	100.00
Public Non-Institutions	E-voting	28,01,15,265	2,78,304	0.10	2,68,162	10,142	96.36	3.64
	Poll		19,617	0.01	19,617	0	100.00	0.00
	Total (C)		28,01,15,265	2,97,921	0.11	2,87,779	10,142	96.60
Total(A+B+C)		180,00,00,000	144,96,62,312	80.54	144,96,52,170	10,142	99.99	0.01
Whether the Resolution is passed or not.								Yes



Agenda Item No. 1 to 10 to the Notice of the 59th AGM of the Company, duly approved by the Members with requisite majority, are recorded hereunder as part of the proceedings of the 59th AGM of the Company held on September 23, 2019:

Ordinary Business:

Item No: 1 To consider and adopt the audited standalone and consolidated Financial Statements for the financial year ended 31st March, 2019, along with the reports of Board of Directors' & Auditor thereon (Ordinary Resolution).

"RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2019 along with Reports of the Board of Directors and Auditors thereon and the consolidated audited financial statement of the Company for the financial year ended March 31, 2019 be and are hereby considered and adopted."

Item No: 2 To declare a dividend of 65 paise per paid up equity share of Rs. 1/- each for the financial year ended March 31, 2019 (Ordinary Resolution).

"RESOLVED THAT dividend of 65 paise per equity share of Rs. 1/- i.e. @ 65% be and is hereby approved and declared.

Item No.: 3 To appoint a Director in place of Shri Neelesh Manherlal Shah (DIN 07444898), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).

"RESOLVED THAT, Shri Neelesh Manherlal Shah (DIN 07444898), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

Item No: 4 To authorize Board of Directors to fix remuneration of the Statutory Auditor(s) of the Company for the FY 2019-20 (Ordinary Resolution).

"RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration of the Statutory Auditors of the Company appointed by Comptroller and Auditor General of India, for the FY 2019-20."

Special Business:

Item No: 5 To appoint Shri Shiv Das Meena (DIN: 01881010) as Chairman -cum-Managing Director of the Company (Ordinary Resolution).



"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, Shri Shiv Das Meena (DIN: 01881010), who assumed the additional charge of Chairman-cum-Managing Director, NBCC w.e.f. April 5, 2019, pursuant to the Ministry of Housing and Urban Affairs Office Memorandum No. F.NO. 0-17034/45/2017-PS, dated April 05, 2019, be and is hereby appointed as Chairman-cum-Managing Director of the Company on such terms and conditions as may be determined by the President of India from time to time.

Item No: 6 To appoint Smt. Baldev Kaur Sokhey (DIN: 06955670) as Director (Finance) of the Company (Ordinary Resolution).

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, Smt. Baldev Kaur Sokhey (DIN: 06955670), who assumed the charge of the post of Director (Finance), NBCC w.e.f. August 16, 2019, pursuant to the Ministry of Housing and Urban Affairs Office Order No. O-17034/81/2018-PS dated August 16, 2019, be and is hereby appointed as Director (Finance) of the Company (liable to retire by rotation), on such terms and conditions as may be determined by the President of India from time to time.

Item No: 7 To appoint Shri Sanjay Murthy Kondru (DIN: 03532374) as Government Nominee Director on the Board of the Company (Ordinary Resolution).

RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, Rules made thereunder, Shri Sanjay Murthy Kondru (DIN: 03532374), who was appointed as Government Nominee Director, by the President of India vide Ministry of Housing and Urban Affairs Order No: 0-17034/30/2014-PS dated November 20, 2018, be and is hereby appointed as Government Nominee Director of the Company on such terms and conditions as may be determined by the President of India from time to time.

Item No: 8 To appoint Shri Shyam Sunder Dubey (DIN: 06601151) as Government Nominee Director on the Board of the Company (Ordinary Resolution).

RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, Shri Shyam Sunder Dubey (DIN: 06601151), who was appointed as Government Nominee Director, by the President of India vide Ministry of Housing and Urban Affairs Order No. 0-17034/30/2014-PS, dated August 5, 2019 be and is hereby appointed as Government Nominee Director of the



Item No: 9 To appoint Dr. Jyoti Kiran Shukla (DIN: 03492315) as Independent Director on the Board of the Company (Ordinary Resolution).

RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, Dr. Jyoti Kiran Shukla (DIN: 03492315), who was appointed as Independent Director, pursuant to the Ministry of Housing and Urban Affairs Office Order No. 0-17034/37/2019- PS, dated July 17, 2019 be and is hereby appointed as Independent Director of the Company on the terms and conditions as may be determined by the President of India from time to time.

Item No: 10 To ratify the remuneration of the Cost Auditor for the FY 2019-20 (Ordinary Resolution).

"RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the remuneration of Rs. 50,000/- plus taxes to M/s Chandra Wadhwa & Co., Cost Accountants, appointed by the Board of Directors as Cost Auditor to conduct the cost audit of the Company for the financial year ending March 31, 2020."

All the above resolutions, put to vote through remote e-voting and poll paper, were passed with requisite majority.

The Chairman thanked the members for their continued support and faith in NBCC. Thereafter, the meeting concluded with a vote of thanks to the Chair.

**Sd/-
CHAIRMAN**

