



A Navratna CPSE

एन बी सी सी (इंडिया) लिमिटेड
(भारत सरकार का उद्यम)
NBCC (INDIA) LIMITED
(A Government of India Enterprise)

Ref.No: NBCC/BSENSE/2022-23

September 30, 2022

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot no. C/1,G Block
Bandra –Kurla Complex
Bandra (E),Mumbai-400051

NSE Symbol: NBCC/EQ

BSE Limited,
Floor 25, Phiroze Jeejeebhoy
Towers, Dalal Street,
Mumbai-400 001

Scrip Code: 534309

Subject: Submission of Scrutinizer's Report for Voting at 62nd AGM of NBCC (India) Limited

Sir,

The NBCC's 62nd Annual General Meeting (AGM) was held on Thursday, September 29, 2022 at 12:00 Noon (1ST) through Video Conferencing (VC) /Other Audio Visual Means (OAVM).

In line with the SEBI (LODR), 2015 & the Companies Act, 2013 facility of e-voting for the Members was made available from Monday, September 26, 2022 at 9:00 AM (IST) to Wednesday, September 28, 2022 at 05:00 PM (1ST). 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 September 30, 2022 and informed that all the resolutions mentioned in the AGM notice have been duly passed. A copy of Scrutinizer's Report alongwith Voting Results are attached herewith for your information and record.

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

This is for information and record.

Thanking you,

Yours Sincerely,
For NBCC (India) Limited

Deepti Gambhir
Company Secretary
F-4984





On Path of
**Professional
Excellence**
since 2000

P.C. JAIN & Co.

Company Secretaries

(Corporate Law & Insolvency Resolution Advisor)

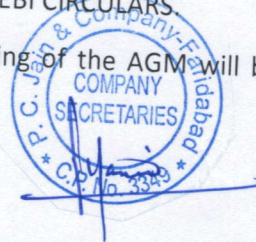
Combined Scrutinizer's Report

To,
The Chairman
NBCC (India) Limited
NBCC Bhawan, Lodhi Road
New Delhi-110003

Subject: Passing of Resolution(s) through remote e-voting and voting electronically at the 62nd Annual General Meeting ("AGM") of NBCC (India) Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OVAM") on 29th September, 2022, 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 and pursuant to the General Circulars dated 8th April, 2020; 13th April, 2020; 5th May, 2020; as well as Circular dated 13th January, 2021, and Circular Number 2/2022 dated 05th May, 2022 issued by the Ministry of Corporate Affairs ("MCA") and Circular Number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), in continuation of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, commonly referred to as "MCA & SEBI CIRCULARS".

The Board of Directors 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 Obligations and Disclosure Requirements) 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 Account of the Outbreak of COVID-19 (CORONA VIRUS) 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.



Head Office: #2382, Sector-16, Faridabad (NCR)-121002, India | +91 9953008338 | 0129-4043338

Branch Office: #1515, LGF, DLF City IV, Opposite Galleria Market, Gurugram-122009, India | +91 9811087881

corporatelegal@cspcjain.com

www.cspcjain.com



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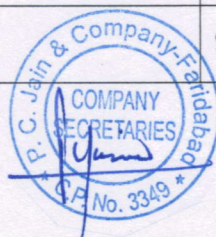
Report on Scrutiny:

- i. The company had appointed National Securities Depository Limited ("NSDL") 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. M/s. Alankit Assignments 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 e-voting at the meeting on all the items of the business sought to be transacted in the 62nd AGM of the Company, which was held on Thursday, 29th September, 2022.
- iv. The Service Provider had set up electronic voting facility on their website <https://www.evoting.nsdl.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 and also on the websites of Stock Exchange viz. BSE Limited & NSE Limited to facilitate their Members to cast their vote through Remote e-voting.
- v. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and Rules thereunder and SEBI Listing Regulations.
- vi. Our responsibility as the Scrutinizer of the voting process (through e-voting), 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 in respect of business items stated in the Notice, based on the reports generated from the e-voting system provided by NSDL, the service provider.
- vii. 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 M/s. Alankit Assignments Limited or with the respective Depository Participant(s) viz. **Central Depository Services (India) Limited ("CDSL")** and **National Securities Depository Limited ("NSDL")** 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 2021-22.
- viii. The service provider had sent the Notice of the AGM along with Annual Report 2021-22 and e-voting details by email to the Members, whose email IDs were made available by the Depositories or were registered with the Registrar and Transfer Agent ('RTA') M/s. Alankit Assignments Limited. For those Members who's email IDs were not available/registered, the Notice of the AGM along with Annual Report 2021-22 could not be sent. 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**.



- ix. The Company completed the dispatch of Notice of AGM and Annual Report 2021-22 by email to the Members on 07th September, 2022.
- x. 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 **Thursday, 22nd September, 2022.**
- xi. As prescribed in the aforesaid Rules, the Remote e-voting was kept open for three days from Monday, 26th September, 2022 at 9:00 a.m. to Wednesday, 28th September, 2022 at 5:00 p.m.
- xii. 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 prior to sending Notice of AGM to the Members which was published in English in 'Business Standard' and in Hindi in 'Business Standard' having wide circulation.
- xiii. The votes for remote e-Voting as well as e-voting at 62nd Annual General Meeting were unlocked on Thursday, 29th September, 2022 after the conclusion of AGM in the presence of two witnesses; Mr. Kunal Gupta and Mr. Gagan Bhatia who are not in the employment of the company.
- xiv. 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	29 th September, 2022
Total number of shareholders on Record date	557136
No. of shareholders present in the meeting either in person or through proxy:	NIL
• Promoters and Promoter Group:	NIL
• Public:	NIL
No. of Shareholders attended the meeting through Video Conferencing	99
Promoters and Promoter Group:	01
Public:	98



Resolution No.	1		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller & Auditor General of India 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	247274748	233059656
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public - Non Institutions	E-voting	441146159	1572919
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1346211668

Resolution No.	2		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To declare a dividend of Rs. 0.50/- (i.e. 50%) per fully paid up equity Share of Rs. 1/- each for the financial year ended March 31, 2022.		
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	247274748	233175490
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	441146159	1587228
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1346341811



Resolution No.	3		
Resolution required: (Ordinary/Special)	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	247274748	233175490
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	441146159	1545951
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1800000000	1346300534

Resolution No.	4		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION– To authorize Board of Directors to fix the remuneration of Statutory Auditor(s) of the Company for the FY 2022-23 as appointed by the Comptroller and Auditors General of India.		
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	247274748	233175490
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	441146159	1546960
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1800000000	1346301543



Resolution No.	5		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION– Appointment of Shri Tadi Lakshmi Narayan Reddy (DIN: 09085199) as Director (Projects) 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	247274748	233175490
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	441146159	1545622
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1346300205

Resolution No.	6		
Resolution required: (Ordinary/Special)	SPECIAL RESOLUTION– Appointment of Shri Rajeev Kumar (DIN: 01610012) as an Independent 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	247274748	233175490
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	441146159	1545758
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1346300341



Resolution No.	7		
Resolution required: (Ordinary/Special)	SPECIAL RESOLUTION– Appointment of Shri Bhimrao Panda Bhosale (DIN: 09422731) as an Independent 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	247274748	233175490
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	441146159	1543519
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1800000000	1346298102

Resolution No.	8		
Resolution required: (Ordinary/Special)	SPECIAL RESOLUTION– Appointment of Shri Meghajibhai Amarabhai Chavda (DIN: 09437262) as an Independent 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	247274748	233175490
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	441146159	1545849
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1800000000	1346300432



Resolution No.	9		
Resolution required: (Ordinary/Special)	SPECIAL RESOLUTION– Appointment of Shri Asim Misra (DIN: 09428337) as an Independent 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	247274748	233175490
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	441146159	1545328
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1346299911

Resolution No.	10		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION– To ratify the remuneration of Cost Auditor for the FY 2022-23		
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	247274748	233175490
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	441146159	1545552
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1346300135



CONSOLIDATED RESULTS

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

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller & Auditor General of India thereon.:-

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1438	1242703260	3	8000	1441	1242711260	92.3117
Dissent	124	103500408	-	-	124	103500408	7.6883
Total	1562	1346203668	3	8000	1565	1346211668	100.00

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

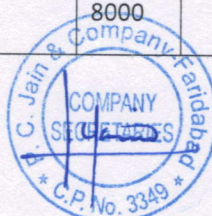
To declare a dividend of Rs. 0.50/- (i.e. 50%) per fully paid up equity Share of Rs. 1/- each for the financial year ended March 31, 2022.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1510	1346321354	3	8000	1513	1346329354	99.9990
Dissent	60	12457	-	-	60	12457	0.0010
Total	1570	1346333811	3	8000	1573	1346341811	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 (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1355	1249789460	2	7900	1357	1249797360	92.8319
Dissent	198	96503074	1	100	199	96503174	7.1681
Total	1553	1346292534	3	8000	1556	1346300534	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 FY 2022-23 to be appointed by the Comptroller and Auditors General of India.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1462	1346251947	3	8000	1465	1346259947	99.9969
Dissent	96	41596	-	-	96	41596	0.0031
Total	1558	1346293543	3	8000	1561	1346301543	100.00

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

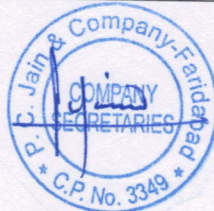
Appointment of Shri Tadi Lakshmi Narayan Reddy (DIN: 09085199) as Director (Projects) of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1370	1291734584	2	7900	1372	1291742484	95.9475
Dissent	186	54557621	1	100	187	54557721	4.0525
Total	1556	1346292205	3	8000	1559	1346300205	100.00

6) Item No. 6 of the Notice (As a Special Resolution)

Appointment of Shri Rajeev Kumar (DIN: 01610012) as an Independent Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1417	1337613066	2	7900	1419	1337620966	99.3553
Dissent	140	8679275	1	100	141	8679375	0.6447
Total	1557	1346292341	3	8000	1560	1346300341	100.00



7) Item No. 7 of the Notice (As a Special Resolution)

Appointment of Shri Bhimrao Panda Bhosale (DIN: 09422731) as an Independent Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1419	1337967252	2	7900	1421	1337975152	99.3817
Dissent	136	8322850	1	100	137	8322950	0.6183
Total	1555	1346290102	3	8000	1558	1346298102	100.00

8) Item No. 8 of the Notice (As a Special Resolution)

Appointment of Shri Meghjibhai Amarabhai Chavda (DIN: 09437262) as an Independent Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1383	1327756936	2	7900	1385	1327764836	98.6232
Dissent	171	18535496	1	100	172	18535596	1.3768
Total	1554	1346292432	3	8000	1557	1346300432	100.00

9) Item No. 9 of the Notice (As a Special Resolution)

Appointment of Shri Asim Misra (DIN: 09428337) as an Independent Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1379	1327745019	2	7900	1381	1327752919	98.6223
Dissent	172	18546892	1	100	173	18546992	1.3777
Total	1551	1346291911	3	8000	1554	1346299911	100.00



10) Item No. 10 of the Notice (As an Ordinary Resolution)

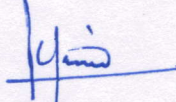
To ratify the remuneration of Cost Auditor for the FY 2022-23.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1461	1295298399	3	8000	1464	1295306399	96.2123
Dissent	93	50993736	-	-	93	50993736	3.7877
Total	1554	1346292135	3	8000	1557	1346300135	100.00

Based on the aforesaid result we report that the Ordinary Resolutions/ Special Resolutions as set out in the Notice of the 62nd AGM held on 29th September, 2022 have been passed with the requisite majority.

Thanking you,

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

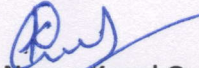

(P.C.Jain)
Managing Partner
CP No. 3349
M.No. F-4103



Countersigned By:
For NBCC (India) Limited

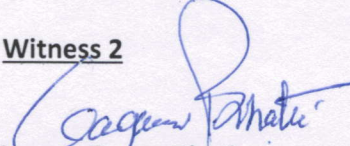
(Deepti Gambhir)
Company Secretary
F-4984

Witness 1


Name: Kunal Gupta
FCA-77, Adarsh Nagar,
Faridabad-121004, Haryana

Place: Faridabad
Date: 30th September, 2022
UDIN: F004103D001102508

Witness 2


Name: Gagan Bhatia
2E/188, N.I.T
Faridabad-121001, Haryana