



A Navratna CPSE



भारत 2023 INDIA
वशुधैव कुटुम्बकम्

ONE EARTH • ONE FAMILY • ONE FUTURE



An IS/ISO 9001:2015
Certified Company

(For Providing Project Management
Consultancy and Execution of the Projects)

एनबीसीसी (इंडिया) लिमिटेड

(भारत सरकार का उद्यम)

NBCC (INDIA) LIMITED

(A Government of India Enterprise)

Ref. No.: NBCC/BS/BSENSE/2023-24

September 3, 2023

नेशनल स्टॉक एक्सचेंज ऑफ़ इंडिया लिमिटेड एक्सचेंज प्लाजा, प्लॉट नंबर सी/1, जी ब्लॉक, बांद्रा-कुर्ला कॉम्प्लेक्स बांद्रा (ई) मुंबई 400051 एनएसई प्रतीक: एनबीसीसी/EQ National Stock Exchange of India Ltd. Exchange Plaza, Plot No C/1, G Block, Bandra -Kurla Complex Bandra (E) Mumbai-400051 NSE Symbol: NBCC/EQ	बीएसई लिमिटेड फिरोज जीजीभोय टॉवर, दलाल स्ट्रीट, मुंबई -400001 स्क्रिप कोड: 534309 BSE Ltd. Phiroze Jeejeebhoy Tower, Dalal Street , Mumbai-400001 Scrip code:534309
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Subject (विषय): Notice of the NBCC's 63rd Annual General Meeting (एनबीसीसी की 63वीं वार्षिक आम बैठक की सूचना)

Sir,

This is to inform that the **63rd Annual General Meeting (AGM)** of NBCC (India) Limited would be held on **Tuesday, September 26, 2023 at 12:00 noon (IST) through Video Conferencing (VC) /Other Audio Visual Means (OAVM)** in accordance with the provisions of the Companies Act, 2013 read with the applicable General Circular as issued by the Ministry of Corporate Affairs (MCA) and SEBI, from time to time. A copy of the 63rd AGM's Notice is enclosed herewith at **Annexure-I**

The aforesaid information is also available on the website of the company i.e. <https://www.nbccindia.in/webEnglish/announcementNotices>

This is for information and record.

Thanking you,

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

**Deepti Gambhir
Company Secretary
F-4984**

Encl: as above

REGISTERED AND CORPORATE OFFICE

NBCC Bhawan, Lodhi Road, New Delhi-110003

Tel.: 91-11-24367314-17, Fax : 91-11-24366995

E-mail : bdd@nbccindia.com

co.sect@nbccindia.com

CIN - L74899DL1960GOI003335

www.nbccindia.in



NOTICE

Notice is hereby given that the 63rd Annual General Meeting of the members of **NBCC (India) Limited** will be held on **Tuesday, September 26, 2023 at 12:00 Noon (IST)** through **Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")** deemed to be conducted at the Registered Office of the Company at **NBCC Bhawan, Lodhi Road, New Delhi- 110003** to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller and Auditor General of India thereon.
2. To declare a final dividend of ₹ 0.54/- (i.e. 54%) per fully paid up Equity Share of ₹ 1/- each for the Financial Year ended March 31, 2023.
3. To appoint a Director in place of Shri Ravi Kumar Arora (DIN: 09217881), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Shri Sanjeet (DIN: 09833776), who retires by rotation and being eligible, offers himself for re-appointment.
5. To authorize Board of Directors to fix the remuneration of Statutory Auditor(s) of the Company for the FY 2023-24 as appointed by the Comptroller and Auditors General of India.

Special Business:

6. **Appointment of Shri Kellambally Puttaswamy Mahadevaswamy (K. P Mahadevaswamy) (DIN: 10041435) as Director (Commercial) of the Company**

To consider, and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the rules made thereunder, Regulation 17 (1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, Shri K. P Mahadevaswamy (DIN: 10041435), who was appointed as Additional Director of the Company by the Board of Directors with effect from February 01, 2023 in terms of Office Order No. O-17034/24/2021-PS (E-9112145) dated January 31, 2023 issued by the Ministry of Housing & Urban Affairs, Govt. of India, and in respect of whom, the Company has received a notice in writing from a member under section 160 of the Act, be and is hereby appointed as Director (Commercial) on the terms and conditions as specified by Government of India from time to time and shall be liable to retire by rotation."

7. **Appointment of Shri Saleem Ahmad (DIN: 10119432) as Director (Projects) of the Company**

To consider, and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the rules made thereunder, Regulation 17 (1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, Shri Saleem Ahmad (DIN: 10119432), who was appointed as Additional Director of the Company by the Board of Directors with effect from April 19, 2023 in terms of Office Order No. O-17034/12/2020-PS (E-9112145) dated March 29, 2023 issued by the Ministry of Housing & Urban Affairs, Govt. of India, and in respect

of whom, the Company has received a notice in writing from a member under section 160 of the Act, be and is hereby appointed as Director (Projects) on the terms and conditions as specified by Government of India from time to time and shall be liable to retire by rotation.”

8. To ratify the remuneration of the Cost Auditor for FY 2023-24

To consider and if thought fit, to pass with or without modifications(s), the following resolution as an **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 ₹ 1,75,000/- plus taxes as approved by the Board of Directors payable to M/s R. M. Bansal & Co., Cost Accountants, (Firm registration no. 000022) appointed by the Board of Directors as Cost Auditor to conduct the cost audit of the Company for the Financial Year ending March 31, 2024”.

By order of the Board of Directors

Sd/-

Deepti Gambhir

Company Secretary

F-4984

Date : August 18, 2023

Place: Port Blair

Registered Office: NBCC Bhawan, Lodhi Road, New Delhi-110003

CIN: L74899DL1960GOI003335, E-mail: co.sectt@nbccindia.com, Website: www.nbccindia.in

Contact: 011-24367314-18, 43591555 (EPABX), Fax: 91-11-24366995



NOTES

1. The Explanatory Statement pursuant to the provisions of the Section 102 of the Companies Act, 2013 relating to the Special Business as set out at item nos. 6 to 8 to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. The Ministry of Corporate Affairs (“MCA”) has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19”, circular no. 20/2020 dated May 5, 2020 in relation to “Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)” and Circular No. 02/2021 dated January 13, 2021, Circular No.21/2021 dated December 14, 2021, Circular No.02/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022 in relation to “Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)” (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in relation to “Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015– Covid-19 pandemic” and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and circular no. SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023 in relation to “Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as “SEBI Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed venue for the AGM.
3. Since the AGM is being held pursuant to MCA and SEBI circulars through VC/OAVM, the physical attendance of members at the 63rd AGM is not required, hence members are requested to attend and participate in the meeting through VC/OAVM. Further, the facility of appointment of proxies by members has also been dispensed with. Accordingly, proxy form, route map and attendance slip are not required to be annexed to the notice. However, pursuant to Section 112 and Section 113 of the Companies Act, 2013, the President of India, Body Corporate(s) may appoint their representative to attend and participate at the Annual General Meeting through the VC/OAVM facility and to cast their votes through e-voting.
4. Annual Report and Notice of the 63rd Annual General Meeting to be held on **September 26, 2023 (Tuesday) at 12.00 noon (IST)** is available on the Company’s website, i.e. <https://www.nbccindia.in> and websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com. Further, members are also entitled to receive the electronic copies of the same.
5. Details of Director seeking appointment or re-appointment as required to be provided pursuant to the provisions of (i) Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and (ii) para 1.2.5 of the Secretarial Standard on General Meetings (SS-2), issued by The Institute of Company Secretaries of India, is enclosed as **Annexure-A** to the Notice of AGM.
6. Pursuant to Section 143(5) of the Companies Act, 2013, the Auditors of a Government Company are to be appointed or re-appointed by the Comptroller and Auditor General of India (CAG) under Section 139(5) of Companies Act 2013 and in terms of sub-section(1) of Section 142 of the Companies Act, 2013, remuneration of the Statutory Auditors shall be fixed by the Company in a General Meeting or in such manner as the Company in a General Meeting may determine. Accordingly, it is proposed that the members may authorize the Board of Directors of the Company to fix the remuneration in addition to applicable taxes and reimbursement of actual traveling and out of pocket expenses of the Statutory Auditors duly appointed by the Comptroller and Auditors General of India.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189

of the Act, and all documents referred to in the Notice will be available electronically for inspection to the members during the AGM. Members seeking to inspect such documents can also send an email to investor.agm@nbccindia.com

Attendance at the AGM:

1. Electronic copy of the Annual Report for the FY 2022-23 along with copy of the Notice of 63rd Annual General Meeting inter-alia indicating the process and manner of remote e-voting, instructions for members for e-voting on the day of the AGM, instructions for members for attending the AGM through VC/OAVM are being sent to all the members whose email addresses are registered with their Depository Participants(s) and M/s Alankit Assignments Ltd., the Registrar & Share Transfer Agents(RTA of the Company) for communication purposes.

Members who have not registered their email addresses or if there is any change in their email address, requested to immediately notify email address/change in their email address to respective Depository Participant in case the shares are held in dematerialized form and to the RTA, in case the shares are held in physical form by providing necessary details. Further, the members whose shareholding is in physical mode are requested to opt for the Electronic Clearing System (ECS) mode to receive dividend on time and update KYC (including bank details etc.) as per the process given in notes.

2. Members attending the meeting through VC/OAVM may note that:
 - a) The facility for joining the meeting shall be kept open at least 15 minutes before and after the scheduled time of commencement /start of meeting by following the procedure as mentioned in the notice of the meeting;
 - b) Attendance of the members attending the Annual General Meeting through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013;
 - c) The facility of participation at the Annual General Meeting through VC/OAVM will be made available for at least 1000 members on a first-come-first served basis. The large shareholders, i.e., shareholders holding 2% or more shareholding, promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc., are allowed to attend the meeting without restriction on account of first-come-first served principle;
 - d) Members, who would like to ask questions during the AGM, may send their questions or may register themselves as a speaker by sending a request from their registered email address mentioning their name, DPID and ClientID/ folio number and mobile number to investor.agm@nbccindia.com, not later than 5:00 p.m., **Tuesday, September 19, 2023**. The Company reserves the right to limit the number of members asking questions depending on the availability of time at the AGM;

Further, the members desirous of seeking any information/ clarification on any item(s) of business to be transacted at the meeting are requested to send their queries at investor.agm@nbccindia.com by **Tuesday, September 19, 2023**., so that the information required/ clarification sought can be made readily available at the time of Annual General Meeting; and

- e) Only those members, who are present at the AGM through VC/OAVM and have not casted their vote on resolutions through remote e-voting and are otherwise not barred from doing so, would be allowed to vote through e-voting system on proposed resolutions during AGM.
3. **P. C. Jain, Company Secretary (Membership No. FCS: 4103)** Managing Partner of M/s. P. C. Jain & Co., Company Secretaries has been **appointed as the Scrutinizer to scrutinize the AGM venue e-voting and remote e-voting process in a fair and transparent manner.**
 4. Members of the Company under the category of Institutional/ Corporate Members are encouraged to attend and vote at the AGM, through VC/OAVM. Institutional/ Corporate Members are required to send a scanned copy (PDF/ JPG

format) of its Board or Governing Body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization should be sent to the Scrutinizer by email from the registered email address of the member to corporatelegal@cspcjain.com with a copy marked to evoting@nsdl.co.in. They can also upload the Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on “Upload Board Resolution /Authority Letter” displayed under “e-Voting” tab in their login page.

Final Dividend for the FY 2022-23 and TDS thereon:

1. The Board of Directors recommended a final dividend of ₹ 0.54/- (i.e. 54%) per fully paid- up equity share of face value ₹ 1/- each for the Financial Year ended March 31, 2023 subject to the approval of shareholders at 63rd AGM dated September 26, 2023. The Company has fixed **Friday, September 1, 2023 as the ‘Record Date’ for determining entitlement of members to receive final dividend for the Financial Year ended March 31, 2023, if approved, at the AGM.** The dividend, subject to the provisions of Section 123 of the Companies Act, 2013, if declared at the Annual General Meeting, would be paid within 30 days of the Annual General Meeting to the eligible shareholders as on the Record Date i.e. Friday, September 1, 2023 as follows:

In case shares are held in electronic mode:

- whose name appears as beneficial owners on the Record Date i.e. **Friday, September 1, 2023** to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL); and

In case shares are held in physical mode:

- whose names appear as Members in the Register of Members of the Company with the Company/RTA on Record Date i.e. **Friday, September 1, 2023 (closing of business hours).**

2. Members may further note that the Income Tax Act, 1961, (“the IT Act”) as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after April 01, 2020 shall be taxable in the hands of shareholders. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020, relevant Circulars and amendments thereof, if any. Further, in order to enable us to determine the applicable TDS rate, members are requested to submit the relevant documents on or before **Monday, September 11, 2023**. The detailed communication regarding TDS on dividend is provided on the link: <https://www.nbccindia.in/webEnglish/announcementNotices>.

All the relevant documents are required to be submitted by shareholders at dividend.tax@nbccindia.com only, on or before **Monday, September 11, 2023**. We request you to visit www.nbccindia.in for more instructions and information in this regard.

No communication on tax determination/ deduction shall be entertained after September 11, 2023. Shareholders are requested to note that in case their PAN is not registered/updated by September 11, 2023 till 5.00 p.m. (IST) tax will be deducted at 20% or applicable rate, whichever is higher or in any other manner as notified by the Government of India.

- 2a. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Request for such changes are to be made only to the Depository Participant of the members. As per MCA Circular No 20/2020 dated May 05, 2020, payment of dividend shall be made through electronic mode only.

Members holding shares in electronic form/dematerialized mode are requested to update their bank particulars with their respective DP alongwith the self-attested copy of PAN, ID proof etc. which will be used by the RTA/Company for payment of dividend. In cases where either the bank details such as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code) etc. required for making electronic payment are not available or the electronic payment instructions have failed or have been rejected by the bank, RTA/Company will send dividend warrants/demand drafts for payment of dividend to these members, by printing the bank account details of the members wherever applicable.

3. Members are requested to note:
- SEBI has made it mandatory for submission of Permanent Account Number (PAN) by every participant in securities market. Accordingly, members holding shares in electronic form are, therefore requested to submit PAN to their DP with whom they are maintaining their demat account. Members holding share in physical form are requested to submit their PAN to the RTA i.e. Alankit Assignments Limited;
 - In terms of the SEBI(LODR) Regulations, 2015, securities of listed companies can only be transferred in demat form. In view of the same, Members are advised to dematerialize their shares held in physical form;
 - Members holding more than one share certificate in the same name or joint names in same order but under different ledger folios, are requested to apply for consolidation of such folios and send the relevant share certificates to the Registrar and Transfer Agents to enable them to consolidate all such holdings into one folio. A consolidated share certificate will be issued after making requisite changes; and
 - As per the provisions of Section 72 of the Companies Act, 2013, facility for making nomination is available to individuals holding shares in the Company. Members who are holding shares in physical form and have not yet registered their nomination are requested to submit Form SH-13 for registering their nomination, Form SH-14 for making changes to their nomination details, Form ISR-2 for updating the signature of member and Form ISR-3 to opt out of nomination along with the relevant documents to RTA. The relevant forms are available on the Company's website at <https://www.nbccindia.in/webEnglish/InvestorServiceRequest>. In case members are holding shares in dematerialized form, they can register their nomination with their respective DPs.
4. M/s Alankit Assignments Limited are acting as the Registrar and Share Transfer Agents (RTA) for carrying out the Company's entire share related activities, i.e., dematerialization/rematerialization dividend payment and allied activities, etc. Members are requested to make all correspondence related to share and allied activities etc., with RTA at the following address:

**Alankit Assignments Limited,
4E/2, Alankit House, Jhandewalan Extension, New Delhi-110055,
Tel:011-42541234, EmailID: rta@alankit.com**

Unclaimed Dividend and others:

5. The information regarding unclaimed dividends in respect of dividends declared up to the Financial Year 2021-22 and updated upto March 31, 2023 has been uploaded on the website of the Company i.e. www.nbccindia.in under 'Investor' section. Due dates for transfer of unclaimed/ unpaid dividends for the Financial Year 2015-16 and thereafter to Investor Education and Protection Fund (IEPF) are as follows:

Financial Year	Face value of Share (In ₹)	Dividend Declared	Declaration date	Due date for transfer to IEPF
2015-16	2	₹ 2.00@100% (Final)	September 14, 2016	October 20, 2023
2016-17	2	₹ 0.53@26.5% (Interim)	March 29, 2017	May 4, 2024
2016-17	2	₹ 1.10@55% (Final)	September 18, 2017	October 24, 2024
2017-18	2	₹ 0.55@27.5% (Interim)	March 8, 2018	April 13, 2025
2017-18	1	₹ 0.56@56% (Final)	September 14, 2018	October 20, 2025
2018-19	1	₹ 0.65@65% (Final)	September 23, 2019	October 29, 2026
2019-20	1	₹ 0.135@13.5% (Final)	December 22, 2020	January 27, 2027
2020-21	1	₹ 0.47@47% (Final)	September 30, 2021	November 5, 2028
2021-22	1	₹ 0.50@50% (Final)	September 29, 2022	November 4, 2029

Further, pursuant to the requirement of section 124(6) of the Companies Act, 2013 and Rule 6(3)(a) of the Investor Education and Protection Fund Authority (Accounting, Audit, transfer and refund) Rules, 2016, all shares in respect of which dividend have not been paid or claimed for seven consecutive years or more shall be transferred to IEPF. In this regard, the Company has completed the posting of specific communications to the concerned shareholders whose dividend has not been paid or claimed for seven consecutive years, at their latest available addresses.

In view of the above, unclaimed final dividend for the Financial Year 2015-16 is due to be transferred to the IEPF on or after October 20, 2023, pursuant to the provisions of Section 124 of the Companies Act, 2013. Further, corresponding shares on which dividend has remain unclaimed or unpaid for 7 (seven) consecutive years were also be required to transfer to the account of IEPF. Accordingly, the unclaimed/unpaid final dividend amount for the FY 2015-16 would be due to transfer to IEPF on October 20, 2023.

Members are advised to visit the website of the Company i.e. **www.nbccindia.in** for detailed information and claim their dividend.

The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on **www.iepf.gov.in**. The Members/ Claimants can file only one consolidated claim in a Financial Year as per the IEPF Rules.

6. Members who hold physical shares may provide updated bank details by submitting hard copy of duly signed Form ISR-1 along with relevant documents mentioned there into RTA. The said form is available at **<https://www.nbccindia.in/webEnglish/InvestorServiceRequest>**.
7. Members may send their requests for change/ updation of address, bank account details, email address, nominations, etc.:
 - For shares held in dematerialised form – to their respective Depository Participant;
 - For shares held in physical form-to the Registrar & Share Transfer Agents ("RTA") i.e. Alankit Assignments Limited, 4E/2, Alankit House, Jhandewalan Extension, New Delhi-110055, Tel: 011-42541234, Email ID: **rta@alankit.com**.
8. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by March 31, 2023, and linking PAN with Aadhaar vide its circular dated November 3, 2021, December 14, 2021, March 16, 2023. Members are requested to submit their PAN, KYC and nomination details to the Company's registrar Alankit Assignments Limited at **rta@alankit.com**. The forms for updating the same are available at **<https://www.nbccindia.in/webEnglish/InvestorServiceRequest>**. Members holding shares in electronic form are requested to submit their PAN to their depository participant(s). In case a holder of physical securities fails to furnish these details or link their PAN with Aadhaar before the due date, the Company would be obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and/ or the Prevention of Money Laundering Act, 2002. Members holding shares in electronic form are requested to submit their PAN to their DPs/ agency with whom demat account is opened.
9. As per SEBI circular nos SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 and SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated May 25, 2022 the listed companies, with immediate effect, shall issue the securities only in demat mode while processing various investor service request pertaining to issuance of duplicate shares certificate, claim from unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division/splitting of share certificate, consolidation of share certificate, transposition etc. Therefore, members are requested to submit hard copy of duly signed Form ISR-4 along with relevant documents to RTA. The detailed procedure and the relevant documents are available on the website of the Company at **<https://www.nbccindia.in/webEnglish/InvestorServiceRequest>**.
10. SEBI vide circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P//CIR/2022/65 dated May 18, 2022 has simplified and standardized procedure for transmission of shares. Therefore, members are requested to make service request for transmission of shares by submitting hardcopy of duly signed form ISR-5 along with relevant documents to RTA. The detailed procedure and the relevant documents are available on the website of the Company at **<https://www.nbccindia.in/webEnglish/InvestorServiceRequest>**.

11. Non-Resident Indian members are requested to inform the RTA immediately about:
- i. Change in their residential status on return to India for permanent settlement.
 - ii. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pincode number, if not furnished earlier.
12. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements Regulations, 2015 (Listing Regulations) (as amended), and the Circulars issued by the MCA, the Company is providing the facility of remote e-voting to its members in respect of the business to be transacted at the AGM. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using the remote e-voting system as well as the electronic voting system at the AGM will be provided by NSDL. Facility is also being provided to those members attending the AGM by VC, who have not cast their vote through remote e-voting and who are not barred from doing so, to cast their vote by e-voting during the AGM, in respect of the business transacted at the AGM.

The instructions for members for Remote E-Voting are as under:

The remote e-voting period would commence on **9:00 am (IST) on Saturday, September 23, 2023 and shall end at 5 pm (IST) on Monday, September 25, 2023**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The members, whose names appear in the Register of Members / Beneficial Owners as on the **cut-off date** i.e. **Tuesday, September 19, 2023**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Tuesday, September 19, 2023**.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:




Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e –Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com . Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of shareholders	Login Method
	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="646 760 1265 1119" style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p>
	<p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password" (If you are holding shares in your demat account with NSDL or CDSL) option available on **www.evoting.nsdl.com**.
- b) Physical User "Reset Password" (If you are holding shares in physical mode) option available on **www.evoting.nsdl.com**.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at **evoting@nsdl.co.in** mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **corporatelegal@cspcjain.com** with a copy marked to **evoting@nsdl.co.in**. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on **www.evoting.nsdl.com** to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of **www.evoting.nsdl.com** or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Manager, NSDL, 4th Floor 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Mar, Lower Parel, Mumbai 400013 at **evoting@nsdl.co.in**

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **investor.agm@nbccindia.com**
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **investor.agm@nbccindia.com** If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to **evoting@nsdl.co.in** for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility

The Instructions for Members for E-voting on the day of the EGM/AGM are as under:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

Instructions for Members for attending the EGM/AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at **investor.agm@nbccindia.com**. The same will be replied by the Company suitably.
6. **The members who would like to express their views/have questions may pre-register themselves as a speaker shareholder, by sending their request** from their registered email address mentioning their name, DPID and Client ID / folio number, PAN, email id, and mobile number at **investor.agm@nbccindia.com** from **Tuesday, September 12, 2023 to Tuesday, September 19, 2023. Only those members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM.** The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

The members who need technical assistance w.r.t. VC/OAVM before or during the AGM, can contact NSDL on **evoting@nsdl.co.in** 1800 1020 990 /1800 224 430 or contact Mr. Amit Vishal, Asst. Vice President, National Securities Depository Ltd., located at 'A' Wing, Trade World, Kamla Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013 on **evoting@nsdl.co.in**.

Other Instructions:

1. Members may also update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communications.
2. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **cut-off date i.e. Tuesday, September 19, 2023.**
3. Any person who acquires shares of the Company and become member of the Company after dispatch of the Notice and holding shares as on the **cut-off date i.e. Tuesday, September 19, 2023** may follow the process as stated above or may obtain the log in ID and password by sending a request at **evoting@nsdl.co.in** or **investor.agm@nbccindia.com**

4. The Chairman, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of e-voting for all those members who are present at the AGM through VC/OAVM but have not casted their votes by availing the remote e-voting facility.
5. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at venue voting and thereafter unblock the votes cast through remote e- voting in the presence of at least two witnesses not in the employment of the Company and shall furnish, within two working days of conclusion of AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
6. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company i.e. **www.nbccindia.in** and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing as well as displayed at the Registered and Corporate Office of the Company. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.
7. The resolutions listed in the Notice of the 63rd AGM of NBCC shall be deemed to be passed on the date of the AGM, subject to the receipt of the requisite number of votes in favour of the respective resolutions.



ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

ITEM NO. 6: Appointment of Shri Kellambally Puttaswamy Mahadevaswamy (K. P Mahadevaswamy) (DIN: 10041435) as Director (Commercial) of the Company:

In terms of Office Order No. O-17034/24/2021-PS (E-9112145) dated January 31, 2023 issued by the Ministry of Housing & Urban Affairs, Govt. of India, Shri K. P Mahadevaswamy (DIN: 10041435), was appointed as Director (Commercial) by the Board of Directors with effect from February 01, 2023.

Shri K. P Mahadevaswamy has given his consent to act as a Director of the Company and requisite disclosures were also furnished by him. Further, the proposed director has confirmed that he is not disqualified from being appointed as Director under Section 164 of the Act and have not been debarred from appointment by any order of SEBI or any other authority.

Shri Swamy earned his Degree in Civil Engineering from SJCE, Mysore with distinction and later obtained his M. Tech Degree from SVNIT, Surat. He also pursued Executive Programme in Leadership & Management from IIM Calcutta. He has a vast experience of 30 years in handling many a mega-value, critical, diversified and state-of-art civil engineering projects across the country before assuming the charge of Director (Commercial). Earlier Shri Swamy as CEO of HSCL, subsidiary of NBCC, was responsible for turning the Company around from a loss-making PSU to first-time profit making and Mini Ratna entity in the last one decade. He is also Director on the Board of NBCC's JV Company - Real Estate Development & Construction Corporation of Rajasthan Limited (REDCC).

Details of Shri **K. P Mahadevaswamy** are provided in "Annexure-A" to the notice. The Company has received a notice from a member proposing his candidature, pursuant to the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Shri K. P Mahadevaswamy, is in any way, concerned or interested, in this resolution. The Board commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the members.

ITEM NO. 7: Appointment of Shri Saleem Ahmad (DIN: 10119432) as Director (Projects) of the Company:

In terms of Office Order No. O-17034/12/2020-PS (E-9112145) dated March 29, 2023 issued by the Ministry of Housing & Urban Affairs, Govt. of India, Shri Saleem Ahmad (DIN: 10119432), was appointed as Director (Projects) by the Board of Directors with effect from April 19, 2023.

Shri Saleem Ahmad has given his consent to act as a Director of the Company and requisite disclosures were also furnished by him. Further, the proposed director has confirmed that he is not disqualified from being appointed as Director under Section 164 of the Act and have not been debarred from appointment by any order of SEBI or any other authority.

Shri Saleem Ahmad is a 1990 batch pass out Civil Engineer from the Jamia Millia Islamia University, New Delhi. Sh. Ahmad has a vast and varied experience of executing multidimensional large infrastructure projects and has expertise in bridges tunnels, as well as residential and commercial buildings. He is a Civil Engineer with 33 years of experience in the Construction industry. Earlier, he has worked as Executive Director/Civil with Delhi Metro Rail Corporation Ltd and prior to this with the Mumbai Port Trust. He has presented papers on sustainable infrastructure and urban mobility at various national and international forums. He was also instrumental in designing and implementing last mile connectivity solutions during his 23 years long stint in Delhi Metro.

Details of Shri Saleem Ahmad are provided in "Annexure-A" to the notice. The Company has received a notice from a member proposing his candidature, pursuant to the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Shri Saleem Ahmad, is in any way, concerned or interested, in this resolution. The Board commends the Ordinary Resolution set out at Item No. 7 of the Notice for approval of the members.

ITEM NO. 8: To ratify the remuneration of the Cost Auditor for FY 2023-24

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s R.M. Bansal & Co. (Firm Registration No. 00022) as cost auditors to conduct the audit of the cost records for the Financial Year ending March 31, 2024 at a remuneration of ₹ 1,75,000/- plus taxes.

Accordingly pursuant to Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, the consent of the members is sought for ratification of remuneration payable to Cost Auditors for the FY 2023-24.

None of the Directors, Key Managerial Personnel (KMP) and their relative are in any way, concerned or interested, in the proposed resolution. The Board commends the Ordinary Resolution set out at Item No. 8 of the Notice for approval of the members.

By order of the Board of Directors

Sd/-

Deepti Gambhir

Company Secretary

F-4984

Date : August 18, 2023

Place: Port Blair

Registered Office: NBCC Bhawan, Lodhi Road, New Delhi-110003

CIN: L74899DL1960GOI003335, E-mail: co.sect@nbccindia.com, Website: www.nbccindia.in

Contact: 011-24367314-18, 43591555 (EPABX), Fax: 91-11-24366995



**BRIEF DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE 63RD ANNUAL
GENERAL MEETING IN TERMS OF REGULATION 36(3) OF SEBI (LODR) REGULATIONS,
2015 AND SECRETARIAL STANDARD(SS)-2**

Name & DIN	Shri Ravi Kumar Arora (DIN: 09217881)	Shri Sanjeet (DIN: 09833776),	Shri Kellambally Mahadevaswamy (DIN: 10041435)	Puttaswamy	Shri Saleem Ahmad (DIN: 10119432)
Date of Birth & AGE	September 24, 1973 (50 Years)	November 7, 1971 (52 Years)	July 20, 1968 (55 Years)		May 01, 1969 (54 Years)
Qualifications	Masters' Degree in Public Policy	Master of Business Administration M. Phil. in International Studies MA. in International Studies.	Graduate in Civil Engineering Master's Degree from SVNIT, Surat Executive Programme in Leadership & Management (EPLM) from IIM Calcutta		Graduate in Civil Engineering
Date of first appointment at the Board	November 23, 2022	December 23, 2022	February 01, 2023		April 19, 2023
Experience	17 Years (Approx.)	24 Years (Approx.)	30 Years (Approx.)		33 Years (Approx.)
Terms and Conditions of Appointment	The terms & conditions as specified by the Government of India. The Government Nominee Directors are not entitled to receive any sitting fee from the Company, as per the norms of Government of India. However, expenditure towards Boarding and lodging etc., if applicable, in respect of NBCC's Board or Committee meetings attended by him, would be borne by the Company.	The terms & conditions as specified by the Government of India. The Government Nominee Directors are not entitled to receive any sitting fee from the Company, as per the norms of Government of India. However, expenditure towards Boarding and lodging etc., if applicable, in respect of NBCC's Board or Committee meetings attended by him, would be borne by the Company.	As per the terms and conditions determined by the President of India from time to time		As per the terms and conditions determined by the President of India from time to time
Remuneration sought to be paid	NA	NA	₹ 10.77 lakh paid during FY 2022-23		NA for FY 2022-23
Shareholding in NBCC including as Beneficial Owner of the Company	NIL	NIL	NIL		NIL
Relationship with Other Directors and KMP	Not inter se related to any other Director of the Company				
Number of meetings of the Board attended during the FY 2022-23	4 (Four) out of 5 (Five) held during his tenure	4 (Four) out of 4 (Four) held during his tenure	2 (two) out of 2 (two) held during his tenure		NA

<p>Expertise in Specific functional area and Brief Resume</p>	<p>Shri Arora is an Indian Administrative Service (IAS) officer of Gujarat cadre and joined the service in 2006. He has vast experience of around 25 years. In the State of Gujarat. He served important positions and was District Collector in 4 Districts viz; Mahisagar, Navsari, Bharuch, Valsad. During his central deputation tenure, he also served as PS to Hon'ble External Affairs Minister, Govt. of India. Shri Arora, as Joint Secretary in Ministry of Housing and Urban Affairs, presently overseeing matters pertaining to L&DO, Dte. of Estates and NBCC.</p>	<p>Shri Sanjeet is an IRAS (Indian Railways Accounts Service) Officer from 1998 batch having vast experience of around 24 years in the field of Financial Appraisal of proposals, Tender and Contract Management, Policy issues on pay and allowances and Audit functions. Presently he is holding the post of Joint Secretary & Financial Advisor, Ministry of Housing and Urban Affairs, Government of India.</p>	<p>Shri Swamy earned his Degree in Civil Engineering from SJCE, Mysore with distinction and later obtained his M. Tech Degree from SVNIT, Surat. He also pursued Executive Programme in Leadership & Management from IIM Calcutta. He has a vast experience of 30 years in handling many a mega-value, critical, diversified and state-of-art civil engineering projects across the country before assuming the charge of Director (Commercial). Earlier Shri Swamy as CEO of HSCL, subsidiary of NBCC, was responsible for turning the Company around from a loss-making PSU to first-time profit making and Mini Ratna entity. He is also Director on the Board of NBCC's JV Company - Real Estate Development & Construction Corporation of Rajasthan Limited (REDCC).</p>	<p>Shri Saleem Ahmad is a 1990 batch pass out Civil Engineer from the Jamia Millia Islamia University, New Delhi. Sh. Ahmad has a vast and varied experience of executing multidimensional large infrastructure projects and has expertise in bridges and tunnels, as well as residential and commercial buildings. He is a Civil Engineer with 33 years of experience in the Construction industry. Earlier, he has worked as Executive Director/Civil with Delhi Metro Rail Corporation Ltd and prior to this with the Mumbai Port Trust. He has presented papers on sustainable infrastructure and urban mobility at various national and international forums. He was also instrumental in designing and implementing last mile connectivity solutions during his 23 years long stint in Delhi Metro.</p>
<p>Directorship held in other companies</p>	<ol style="list-style-type: none"> 1. Hemisphere Properties India Limited 2. Noida Metro Rail Corporation Limited 3. The Delhi Golf Club 	<ol style="list-style-type: none"> 1. Housing and Urban Development Corporation Limited 2. Hindustan Prefab Limited 3. Gujarat Metro Rail Corporation (GMRC) Limited 4. Noida Metro Rail Corporation Limited 5. Uttar Pradesh Metro Rail Corporation Limited 6. Kolkata Metro Rail Corporation Limited 	<ol style="list-style-type: none"> 1. Real Estate Development & Construction Corporation of Rajasthan Limited 	<p>NIL</p>
<p>Memberships/ Chairmanships of Committees of NBCC and other Companies*</p>	<ol style="list-style-type: none"> 1. Chairperson-Stakeholders' Relationship Committee (Hemisphere Properties India Limited) 2. Member-Audit Committee (Hemisphere Properties India Limited) 3. Member-Audit Committee (Noida Metro Rail Corporation Limited) 	<ol style="list-style-type: none"> 1. Chairperson-Audit Committee (Hindustan Prefab Limited) 2. Chairperson-Audit Committee (Noida Metro Rail Corporation Limited) 3. Member-Audit Committee (NBCC India Limited) 4. Member-Audit Committee (Housing and Urban Development Corporation Limited) 5. Member-Audit Committee (Uttar Pradesh Metro Rail Corporation Limited) 	<p>NIL</p>	<p>NIL</p>
<p>Name of listed Companies from such Director resigned/retired during last three (3) years</p>	<p>NIL</p>	<p>NIL</p>	<p>NIL</p>	<p>NIL</p>

* In line with Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Membership of the Audit Committee and Stakeholder's Relationship Committee have only been taken into consideration as on March 31, 2023