

Ref. No.: NCCL/Regulation 30 & 44(3)2018  
Date : 10-08-2018

**The Secretary**  
**National Stock Exchange of India Ltd**  
5<sup>th</sup> Floor, Exchange Plaza  
Bandra – Kurla Complex  
Bandra (E)  
**MUMBAI - 500 051.**  
Fax No: 022 – 2659 8237 / 38

**The Secretary**  
**Bombay Stock Exchange Ltd,**  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort  
**M U M B A I – 400 001.**  
Fax : 022-22722037/39

Dear Sir(s),

**Scrip Code : NSE: NCC & BSE : 500294**

**Sub: Summary of the proceedings of the 28<sup>th</sup> Annual General Meeting**

We are forwarding herewith summary of the proceedings of the 28<sup>th</sup> Annual General Meeting held on today i.e., 10<sup>th</sup> August, 2018 at 3.30 p.m at K L N Prasad Auditorium , Federation House, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, 11-6-841, Red Hills, Hyderabad-500004, Telangana as required under Regulation 30 Part A of the Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The meeting commenced at 3.30 p.m and concluded at 5.00 p.m

We request you to take the same on record and acknowledge.

Thanking you,

Yours faithfully  
For NCC LIMITED

  
10-08-2018  
**M V SRINIVASA MURTHY**  
**COMPANY SECRETARY & EVP (L)**



**Summary of the Proceedings of the 28<sup>th</sup> Annual General Meeting of NCC Limited held on 10<sup>th</sup> August, 2018 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The 28<sup>th</sup> Annual General Meeting of NCC Limited was held on Friday 10<sup>th</sup> August, 2018 at 3.30 p.m at K L N Prasad Auditorium, Federation House, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, 11-6-841, Red Hills, Hyderabad-500004, Telangana:

Sri Hemant M Nerurkar, Chairman of the Board who chaired the meeting welcomed the Members and called the meeting in order as the quorum as required under the Section 103 of the Companies Act, 2013 was present. The members were informed that the requisite registers as per the Companies Act, 2013 are available for inspection during the meeting. The Certificate dated 30<sup>th</sup> July, 2018 furnished by the Statutory Auditors pursuant to Regulation 73(2) of the SEBI(ICDR) Regulations, 2009 as amended relating to the preferential issue of Convertible Warrants was placed before the meeting.

With the permission of members, the Notice convening the 28<sup>th</sup> Annual General Meeting was taken as read. The Chairman invited the members to ask questions or seek clarifications on the Agenda items, and thereafter the management of the Company clarified the queries raised by the members.

The Company Secretary informed the members that in compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the SEBI (LODR) Regulations, 2015, the Company had provided to the Members the facility to exercise their right to cast vote by remote e voting from 7<sup>th</sup> August, 2018 (9.00 AM) to 9<sup>th</sup> August, 2018 (5.00 PM) and through physical ballot at the AGM.

The following item of business as per the Notice of the 28th Annual General Meeting was transacted.

**ORDINARY RESOLUTIONS**

1. Adoption of Financial Statements (Stand alone and Consolidated) for the F.Y. ended 31<sup>st</sup> March, 2018.
2. Declaration of Dividend for the F.Y. 2017-18.
3. Reappointment of Sri A S N Raju (DIN – 0017416) as a Director of the Company liable to retire by rotation.
4. Reappointment of Sri A G K Raju (DIN – 00019100) as a Director of the Company liable to retire by rotation.
5. Ratification of the Remuneration payable to M/s. Vajralingam & Co., Cost Auditors (Firm Registration No. 101059) for the Financial Year 2017-2018.
6. Enhancement in the remuneration payable to Sri U Sunil, Associate Director.
7. Enhancement in the remuneration payable to Sri S R K Surya Sri Krishna Raju, Associate Director.
8. Enhancement in the remuneration payable to Sri A Vishnu Varma, Associate Director.
9. Enhancement in the remuneration payable to Sri A Sri Harsha Varma, Associate Director.
10. Enhancement in the remuneration payable to Sri J K Chaitanya Varma, Associate Director.



## SPECIAL RESOLUTIONS

1. Issue of Convertible Warrants on preferential basis to M/s. A V S R Holdings Pvt Ltd, one of the Promoters of NCC Limited.
2. Enhancing the borrowing powers of the Company.
3. Enhancing the powers of the Company for charging / securing the properties of the Company.
4. Alteration of the Articles of Association of the Company by adopting new set of Articles of Association in conformity with the Companies Act, 2013.
5. Alteration of the Memorandum of Association of the Company in conformity with the Companies Act, 2013.

Physical voting facility was also provided at the Annual General Meeting by way of poll to those share holders who did not cast their votes in remote e-voting. There after the Scrutiniser appointed by the Board viz., Mr.A Ravi Shanker,Scrutinizer first counted the number of votes cast at the meeting for/ against the resolutions. He then unblocked the votes cast through remote e-voting. He thereafter downloaded the votes from remote e-voting system by himself and submitted the consolidated report of voting results to the Managing Director.

All the resolutions were approved by the members with requisite majority.

The report of the Voting Results will be submitted shortly as per SEBI(LODR) Regulations,2015

The Meeting concluded at 4:30 pm with a vote of thanks to the Chair

Thanking you,  
Yours Faithfully  
For NCC Limited

15-10-08-2018  
M V Srinivasa Murthy  
Company Secretary & EVP(Legal)

