



# NAGARJUNA CONSTRUCTION COMPANY LIMITED

Regd.Office:41, Nagarjuna Hills, HYDERABAD – 500 082

## Notice

**NOTICE** is hereby given that the 20<sup>th</sup> Annual General Meeting of the members of **NAGARJUNA CONSTRUCTION COMPANY LIMITED** will be held on Tuesday, the 10<sup>th</sup> day of August, 2010, at 3.00 p.m at Bharatiya Vidya Bhavan, 5-9-1105, Basheerbagh, King Koti, Hyderabad-500029, Andhra Pradesh, to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2010, the Profit and Loss Account for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2010.
3. To appoint a Director in place of Sri Rakesh Jhunjhunwala, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Sri S Venkatachalam, who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint a Director in place of Sri P C Laha, who retires by rotation and being eligible, offers himself for reappointment.
6. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**RESOLVED THAT** M/s. M Bhaskara Rao & Co., Chartered Accountants (Registration No. 000459S) and M/s. Deloitte Haskins and Sells, Chartered Accountants (Registration No.008072S), the retiring Joint Statutory Auditors of the Company, be and are hereby re-appointed as the Joint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company at such remuneration as may be determined by the Board of Directors of the Company”.

By Order of the Board  
For **NAGARJUNA CONSTRUCTION CO. LTD.**

**M V Srinivasa Murthy**  
Company Secretary &  
Vice President (Legal)

Place : Hyderabad  
Date : May 25, 2010

### NOTES :

1. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days between 11.00 a.m. and 1.00 p.m upto the date of the Annual General Meeting.
2. **A member entitled to attend and vote at the Annual General Meeting (the Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. The instrument appointing the proxy, in order to be effective should reach the registered office of the Company at least forty-eight hours before the time of the meeting.**
3. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Registered Office of the Company, a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. The Register of Members and the Share Transfer Books of the Company will be closed from July 26, 2010 (Monday) to July 31, 2010 (Saturday) (both days inclusive).
5. Members are requested to notify immediately any change of address or bank mandates to their Depository Participants (DPs) in respect of their holdings in electronic form and to the Registrars of the Company i.e. M/s. Sathguru Management Consultants Pvt. Ltd., Plot No.15, Hindi Nagar, Punjagutta, Hyderabad – 500 034 in respect of their physical share folios, if any.
6. Shareholders are requested to bring their copies of Annual Report to the Annual General Meeting and are requested to sign at the place provided on the attendance slip and hand it over at the entrance to the venue.

7. **A member desirous of seeking any information on the accounts or operations of the Company is requested to forward his/her query in writing to the Company at least seven working days prior to the meeting, so that the required information can be made available at the meeting.**
8. In order to service the shareholders effectively and for administrative convenience, members are requested to notify multiple folios standing in their name for consolidation, if any, to the Secretarial Department at the Registered Office of the Company immediately.
9. Members who wish to make nomination for the shares held in the Company may kindly send the details in the form 2B (available with the RTA) as prescribed under the Companies Act, 1956 to the Registrars of the Company.
10. The dividend for the year ended March 31, 2010 as recommended by the Board, if approved at the Meeting, will be payable to those members whose names appear on the Company's Register of Members on July 31, 2010.
11. Pursuant to the provisions of Section 205A (5) of the Companies Act, 1956 as amended, read with the Investor Education and Protection Fund (Awareness and Protection of Investors) Rules 2001, dividend which remains unpaid or unclaimed for a period of 7(seven) years will be transferred to the Investor Education and Protection Fund. Shareholders/Investors who have not encashed the dividend warrant(s) so far are requested to make their claim by specifying their Folio No./DP ID and Client ID to the Secretarial Department, 41, Nagarjuna Hills, Punjagutta, Hyderabad – 500 082. Shareholders are requested to please note that once the unclaimed dividend is transferred to the Investor Education and Protection Fund as above, no claim shall lie in respect thereof.
12. **Appointment/Re-appointment of Directors**

At the ensuing Annual General Meeting, Sri Rakesh Jhunjunwala, Sri S Venkatachalam, Sri P C Laha, Directors retire by rotation and being eligible offer themselves for re-appointment. The relevant information as required under Clause 49 of the Listing Agreement concerning Corporate Governance Code in respect of re-appointment of Directors is given below for the information of the Members:

- a. **Sri Rakesh Jhunjunwala**, FCA, is a well known investor with multi faceted knowledge of the Capital Market and related areas. He has been associated with the capital market for over twenty years and is a well known figure in the Indian Capital Market. He is also a Director on the Boards of A 2 Z Maintenance & Engineering Services Pvt. Ltd, Aptech Ltd, Autoline Industries Ltd, Future Ventures India Ltd, Geojit BNP Paribas Financial Services Ltd, Hungama Digital Media Entertainment Pvt Ltd, Inventurus Knowledge

Solutions Pvt. Ltd, Maneesh Pharmaceuticals Ltd, Mid Day Multimedia Ltd, Metro Shoes Ltd, Ohm Educom Foundation Pvt Ltd, Prime Focus Ltd, and Viceroy Hotels Ltd.

He is a member of the Shareholders/Investors Grievance Committee of the Board of Directors of Mid Day Multi Media Limited and he holds (by self and including his dependants holding) a total number of 1,51,50,000 equity shares representing 5.90% of the paid up share capital of the Company.

- b. **Sri S. Venkatachalam** has been associated with the Company as a Non-Executive Independent Director since 1991. He holds a Master's Degree in Science with specialization in Industrial Management. He also holds a Diploma in Marketing and is a Member of various professional bodies viz., Institute of Marketing, London, The British Institute of Management etc.

He has to his credit vast experience of more than 35 years in the corporate sector and in particular, the Steel and Engineering Industries and related areas. Sri Venkatachalam retired as Chief Executive of Lloyd Steel Industries Ltd.

A man of proven excellence, Sri Venkatachalam has also been associated with top Engineering Companies in the United Kingdom. He is also a Director on the Board's of Dhoot Industrial Finance Ltd, Sujana Towers Ltd and Arkie Atelier Designs (P) Ltd.

He is a Member of the Audit Committee Investors Grievances Committee and HR & Compensation Committee of the Board of Directors of the Company (NCCL) and Chairman of the Investors' Grievances Committee. He holds 9,960 equity shares of the Company.

- c. **Sri P. C. Laha**, B.M.E, FIE, MIIM, MAISE (USA) has been associated with the Company as a Non-Executive/ Independent Director of the Company since 1991. He has held several important positions in the Central Government/Government of India Undertakings and retired as Chairman cum Managing Director of MECON Limited (a Govt. of India Undertaking). He has rich experience spanning over 40 years in Engineering and allied fields. Currently he is a Director on the Board of the Company (NCCL) only and also a Member of the Investors' Grievances Committee and Member & Chairman of the HR & Compensation Committee. He is not holding any equity shares of the Company.

By Order of the Board  
For **NAGARJUNA CONSTRUCTION CO. LTD.**

**M V Srinivasa Murthy**  
Company Secretary &  
Vice President (Legal)

Place : Hyderabad  
Date : May 25, 2010



# NAGARJUNA CONSTRUCTION COMPANY LIMITED

Regd.Office:41, Nagarjuna Hills, HYDERABAD – 500 082

## ATTENDANCE SLIP

**20TH ANNUAL GENERAL MEETING of the Company to be held on Tuesday, the 10th day of August 2010, at 3.00 p.m. at Bharatiya Vidya Bhavan, 5-9-1105, Basheerbagh, King Koti, Hyderabad-500029, Andhra Pradesh**

Folio No .....	DP ID No.....	Client No: .....
Name of the Shareholder / Proxy : .....		
Signature of the Shareholder / Proxy : .....		
(only shareholders/proxies are allowed to attend the meeting)		

## FORM OF PROXY

I / We ..... of ..... in the district of, ..... being a member/ members of **Nagarjuna Construction Company Limited** hereby appoint ..... of ..... in the district of ..... or failing him/ her, ..... of ..... in the district of ..... as my/ our proxy to attend and vote for me/us on my/our behalf at the 20th Annual General Meeting of the Company to be held on Tuesday, the 10th day of August 2010, at 3.00 p.m at Bharatiya Vidya Bhavan, 5-9-1105, Basheerbagh, King Koti, Hyderabad-500029, Andhra Pradesh and at any adjournment thereof.

Folio No .....	DP ID No .....	Client A/c No : .....
No. of shares held .....		
Signed this .....day of .....2010		<div style="border: 1px solid black; padding: 5px; width: fit-content;"> Affix Rs.1/- Revenue Stamp </div>
		Signature across Revenue Stamp

### Notes:

1. The Proxy form duly completed must be deposited with the Secretarial Department at the Registered Office of the Company at 41, Nagarjuna Hills, Hyderabad-500082, not less than 48 hours before the time for holding the meeting, Proxy need not be a Member.
2. Corporate members intending to attend through their authorised representative(s) to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.

## BANK ACCOUNT PARTICULARS / ECS MANDATE FORM

I/We .....do hereby authorize Nagarjuna Construction Company Limited

\* To Print the following details on my / our dividend warrant

\* To Credit my dividend amount directly to my Bank account by ECS / Direct Credit in.....Bank A/c (if any).

(\* Strike out whichever is not applicable)

My / Our Folio No: .....

Particulars of Bank Account:	DP ID No.....	Client A/c No.....
A. Bank Name :		
B. Branch Name & Address (for Mandate only) :		
C. 9 Digit Code number of the bank & branch as appearing on the MICR cheque (Please attach cancelled cheque) :		
D. Account Type (Saving/Current) :		
E. Account No. as appearing on the cheque book :		
F. STD Code & Telephone No. :		

I/ we shall not hold the Bank responsible if the ECS could not be implemented or the Bank discontinue(s) the ECS, for any reason.

Please send the BANK ACCOUNT particulars/ ECS MANDATE FORM to: **Sathguru Management Consultants Pvt. Ltd.** Unit: Nagarjuna Construction Company Limited. Plot No.15, Hindi Nagar, Punjagutta, HYDERABAD- 500034 or to your Depository Participant if you hold shares in electronic form.

Date :

Place:

Signature of the Shareholder