

CCCL/NSE/BSE/ 16/2024-25

March 22, 2025

The Manager National Stock Exchange of India Limited Listing Department Exchange Plaza, Bandra-Kurla complex Bandra (E), Mumbai – 400051.	The Deputy General Manager, Department of Corporate Services, BSE Limited, 23rd Floor, PJ Towers, Dalal Street, Mumbai-400 001.
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Scrip code: 532902

Trading Symbol: CCCL

Dear Sir/Madam,

Sub : Proceedings of Extraordinary General Meeting held on 21st March, 2025.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, if any, please find enclosed the proceedings of the Extraordinary General Meeting of the Company held on Friday, the 21st March, 2025.

We request you to take the above on record.

Thanking you,

Yours faithfully,

For Consolidated Construction Consortium Limited

S S Arunachalam
Company Secretary & Compliance Officer
Membership No: A17626

Encl: As above

SUMMARY OF THE PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 21ST MARCH, 2025

Start Time 02.45 PM

End Time 03.30 PM

Directors Present

Mr S Sivaramakrishnan Managing Director

Mr V G Janarthanam Director

Mr Vivek Harinarain Independent Director

Mr Kaushik Ram Whole-time Director

Ms Hema Gopal Independent Director

In Attendance Mr S S Arunachalam
Company Secretary & Compliance Officer

Mode of Participation Physical

Members / Proxies

Members present in person

Proxies

Welcome Address

Mr. S S Arunachalam, Company Secretary & Compliance Officer welcomed the Members, Directors and other invitees to the Extraordinary General Meeting.

Chairman of the Meeting

Mr S S Arunachalam, Company Secretary informed the meeting that Shri R Sarabeswar, Chairman was not able to attend the meeting. He requested the Board Members to elect one among themselves to act as Chairman of the meeting

Proposed by Shri V G Janarthanam and seconded by Ms Hema Gopal, Directors of the Company, Shri S Sivaramakrishnan, Managing Director was unanimously elected as Chairman to preside over the meeting.

Shri S Sivaramakrishnan, occupied the Chair as Chairman of the meeting.

Quorum

The requisite quorum for the meeting as per Section 103 of the Companies Act, 2013 being present, the Chairman called the meeting to order and commenced the meeting.

The Board of Directors of the Company ("Board") at its meeting held on 22nd February, 2025 approved the proposal to conduct an Extraordinary General Meeting ("EGM"), pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the

Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, as amended, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI (ICDR) Regulations**”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “**SEBI Listing Regulations**”), and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Government of India, the Securities and Exchange Board of India (“**SEBI**”), BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**”) or any other authority/body to seek approval of the Members for the following transaction to cast their votes electronically / physically.

1. Issuance of Equity Shares by way of Preferential Basis on private placement to Systematic Conscom Limited

Subsequently, a Corrigendum to the Extraordinary General Meeting Notice (EGM Notice) was issued on 17th March, 2025 in continuation to the EGM Notice dated 22nd February, 2025 to provide certain clarifications pursuant to the suggestions / comments received from National Stock Exchange of India Limited (NSE).

The following actions were conducted pursuant to the approval of the Board and in compliance with the provisions of the Act and MCA Circulars:

- a. Shri. N. Balachandran, Practicing Company Secretary, was appointed as scrutinizer for conducting the remote e-voting and physical voting processes in a fair and transparent manner;
- b. The Company availed the services of K Fin Technologies Limited (K-Fin) for providing E-voting facility to the Members;
- c. A newspaper advertisement as required under the Act and the MCA Circulars was published on 1st March, 2025 in Financial Express and Malai Malar and Corrigendum to the EGM notice was published on 18th / 19th March, 2025 in Malai Malar and Financial Express, respectively
- d. The Remote E-voting period commenced at 09.00 a.m. (IST) on Tuesday, 18th March, 2025 and ended at 5.00 p.m. (IST) on Thursday, 20th March, 2025.

Pursuant to the MCA Circulars, the Company completed circulation of Notice along with explanatory statement via electronic mode on 27th February, 2025, to those members whose name(s) appeared on the Register of Members / List of beneficiaries as on 21st February, 2025 (cut-off date) and whose e-mail addresses were registered with the Company / Depository Participant / Registrar and Share Transfer Agent of the Company.

The Members holding shares as on the Cut-off Date i.e. 14th March, 2025 were only entitled to vote on the resolution(s).

The register in accordance with the Act was maintained electronically to record the assent or dissent received.

Based on the Scrutinizer’s Report dated 21st March, 2025, a Special Resolution as set out in the EGM Notice dated 22nd February, 2025 read with the Corrigendum to the EGM Notice dated 17th March, 2025, were passed with the requisite majority.

The summarized details of text of the special resolutions passed and details of voting as per Scrutinizer’s report is as under:

Item No: 1 Issuance of Equity Shares on Preferential Basis

“**RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies

(Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, as amended, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI (ICDR) Regulations**”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “**SEBI Listing Regulations**”), and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Government of India, the Securities and Exchange Board of India (“**SEBI**”), BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**”) or any other authority/body and enabling provisions in the Memorandum and Articles of Association of the Company, and subject to necessary approvals, sanctions, permissions of appropriate statutory/regulatory and/or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals/ sanctions/permissions and/or consents, if any, and which may be agreed by the Board of Directors of the Company (hereinafter referred to as “**the Board**” which term shall be deemed to include any committee(s), which the Board has constituted or may constitute to exercise its powers, including the powers conferred on the Board by this resolution), approval of the shareholders of the Company be and is hereby accorded to the Board to create, offer, allot and issue up to 2,85,71,436 fully paid up Equity Share of face value of Rs. 2/- (Rupees Two only) each of the Company for cash at an issue price of **Rs. 17.50/-** (Rupees Seventeen and Fifty Paise only) per equity share (including a premium of **Rs. 15.50/-** (Rupees Fifteen and Fifty paise only) aggregating up to **Rs. 50,00,00,130/-** (Rupees Fifty Crore One Hundred Thirty only) (“**Consideration**”), to the below mentioned Investor(s) (“**Proposed Allottee**”) by way of a preferential issue on a private placement basis (“**Preferential Issue**”), being the price determined in accordance with Chapter V of SEBI (ICDR) Regulations and in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations or other applicable laws and on such terms and conditions as are stipulated in the explanatory statement hereto and as may be determined by the Board in its absolute discretion in accordance with SEBI (ICDR) Regulations and other applicable law:

S.No	Investor Name	Category	No of Shares	Amount (Rs)
1	Systematic Conscom Limited	Non-Promoter	2,85,71,436	50,00,00,130
Total			2,85,71,436	50,00,00,130

RESOLVED FURTHER THAT in accordance with the provision of Chapter V of the SEBI (ICDR) Regulations, the “**Relevant Date**” for the purpose of determining the floor price for the preferential issue of Equity Shares be and is hereby fixed as Wednesday, February 19, 2025, being the date 30 days prior to the date of Extra-Ordinary General Meeting i.e. Friday, March 21, 2025.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Equity Shares shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a. The Equity Shares so allotted to the proposed allottee under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under;
- b. The allotment of Equity Shares pursuant to this resolution shall be completed within a period of 15 days from the date of passing of this resolution, provided that, where the allotment pursuant to this resolution is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approval(s);

- c. The pre-preferential shareholding of the proposed allottee under this resolution shall not be sold, transferred, pledged or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations, except to the extent and in the manner permitted thereunder;
- d. Allotment of Shares shall only be made in dematerialized form; and
- e. Equity Shares shall be subject to lock-in for such period that may be prescribed under the SEBI ICDR Regulations, 2018.

RESOLVED FURTHER THAT the equity shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment and shall rank pari-passu with the existing equity shares of the Company in all respects and that the Equity Shares so allotted shall be entitled to the dividend declared, if any, including other corporate benefits, if any, for which the book closure or the record date falls subsequent to the allotment of Equity Shares. The issue and allotment of Equity Shares shall be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and be listed on BSE & NSE where the equity share of the Company are currently listed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make an offer to the proposed allottees through private placement offer letter in Form PAS-4 as prescribed under the Companies Act after passing of this resolution with a stipulation that the allotment would be made only upon receipt of in-principal approval from the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited and receipt of the consideration as aforesaid and within the timelines prescribed under the applicable laws;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot Equity Shares, to issue certificates/clarifications on the issue and allotment of Equity Shares, entering into contracts, arrangements, agreements, memoranda, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance, listing and trading of Equity Shares), including making applications to Stock Exchange for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies (ROC), National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the Equity Shares with the depositories, viz. NSDL and CDSL and for the credit of such Equity Shares to the respective dematerialized securities account of the proposed allottee, and to delegate all or any of the powers conferred by the aforesaid resolutions on it to any committee of Directors or any Director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, including without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard.

RESOLVED FURTHER THAT Mr. R. Sarabeswar, Chairman or Mr. S. Sivaramakrishnan, Managing Director or Mr. S. Kaushik Ram, Whole time Director of the Company, be and are hereby severally authorized to carry out all the necessary formalities and deeds including but not limited to intimation to Stock Exchanges, Filing with Ministry of Corporate Affairs as may be required for the aforesaid resolution(s) and to do all acts, deeds and things as may be necessary to give effect to the aforesaid resolution(s).”

Accordingly, above-mentioned Special Resolutions, as set out in the EGM Notice dated 22nd February, 2025 read with Corrigendum to the EGM Notice issued on 17th March, 2025 were duly approved by the Members of the Company with the requisite majority on 21st March, 2025.

Vote of Thanks

There being no other business to transact, the meeting concluded with a vote of thanks by Company Secretary

Certified true copy

/ for CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED /

COMPANY SECRETARY