



HCC/SEC/AGM/PRCD/2025

August 12, 2025

<b>BSE Limited</b> The Corporate Relationship Dept, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 Scrip Code: 500185, 974246, 974247 974248, 974249 & 974250	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 Symbol : HCC
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Dear Sir / Madam,

**Sub: Proceedings of the 99<sup>th</sup> Annual General Meeting of the Company held on August 12, 2025, through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)**

Pursuant to Regulations 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please take note that the 99<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, August 12, 2025 at 11:00 a.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). As mentioned in the Notice, the proceedings of the AGM have deemed to be conducted at the Registered Office of the Company which shall be considered as the deemed Venue of the AGM.

As per the attendance registered for the Meeting, 95 Members were present through VC including representative of Bodies Corporates. Pursuant to Circular No. 14/2020 issued by the Ministry of Corporate Affairs (MCA), the facility for appointment of proxy for the AGM was not provided to the Members. Accordingly, there was no proxy present at the Meeting. The quorum was present throughout the Meeting.

Mr. Ajit Gulabchand, Chairman chaired the Meeting.

The Chairman called the Meeting to order as requisite quorum was present and welcomed the Directors, Members and Invitees present. He informed the Members that the AGM was being conducted through VC / OAVM through National Securities Depositories Limited (“NSDL”) in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. The Chairman requested the Directors/Senior Executives to introduce themselves.

The Report of the Board of Directors, the Financial Statements for the financial year ended March 31, 2025 and the Notice convening the 99<sup>th</sup> AGM were taken as read as the same had already been circulated to the Members.

The Chairman informed the Members that the Statutory Registers as maintained under the Companies Act, 2013, Secretarial Auditor’s Certificate pursuant to the requirements of Regulation

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13 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and other documents mentioned in the AGM Notice were open for inspection electronically.

At the request of the Chairman, qualifications in the Audit Report and the Board's explanation thereon were read by the Company Secretary.

The Chairman further informed the Members that the Company had provided remote e-Voting facility through NSDL to its Members holding equity shares as of the cut-off date i.e. Tuesday, August 5, 2025 for voting electronically on the AGM resolutions. The e-Voting period was kept open from Friday, August 8, 2025 (from 9:00 a.m. IST) to August 11, 2025 (up to 5:00 p.m. IST). The e-Voting facility was also made available at the venue of the Meeting for Members who had not cast their vote through remote e-Voting.

The Chairman further informed the Members that the Company had appointed Mr. B. Narasimhan, Proprietor, B N & Associates, Practicing Company Secretary and failing him Mr. Venkatraman K Practicing Company Secretary as the Scrutinizer for scrutinizing the remote e-Voting as well as e-Voting at the AGM.

The Chairman further informed the Members that since the AGM was being held through Video Conferencing and the resolutions mentioned in the Notice of the 99<sup>th</sup> AGM had already been put to vote through remote e-Voting, therefore, there was no need to propose or second the resolutions.

The Chairman addressed the Members and apprised them about the following resolutions as contained in the AGM Notice:

Sr. No.	Item	Type of Resolution
<b>Ordinary Business</b>		
1.	To receive, consider and adopt: <ul style="list-style-type: none"> <li>a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 including the Audited Standalone Balance Sheet as at March 31, 2025 and the Standalone Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon; and</li> <li>b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, including the Audited Consolidated Balance Sheet as at March 31, 2025 and the Consolidated Statement of Profit and Loss for the year ended on that date together with the Report of the Auditors thereon.</li> </ul>	Ordinary Resolution
2.	Appointment of Mr. Aditya Pratap Jain (DIN: 08115375), who retires by rotation and being eligible, offers himself for re-appointment as a Director	Ordinary Resolution

Special Business		
3.	Payment of revised Remuneration to Mr. Ajit Gulabchand (DIN: 00010827), Non-Executive Chairman of the Company	Special Resolution
4.	Appointment of Mr. Arjun Dhawan, Executive Vice Chairman as Vice Chairman & Managing Director of the Company	Special Resolution
5.	Ratification of Remuneration of Cost Auditors for the financial year 2024-25	Ordinary Resolution
6.	Appointment of M/s. BNP & Associates., Practicing Company Secretaries as the Secretarial Auditors of the Company	Ordinary Resolution
7.	Approving the enhancement in the borrowing limits of the Company	Special Resolution
8.	To authorise the Board of Directors to create security interests over the undertaking or substantially the whole of the undertaking of the Company under Section 180(1)(a) of the Companies Act, 2013	Special Resolution
9.	To Increase in Authorised Share Capital and Alteration to the Capital Clause of Memorandum of Association of the Company	Ordinary Resolution
10.	Issue of Securities of the Company	Special Resolution

The Chairman then invited queries from the Members, who had registered themselves as speaker. The Chairman responded to the queries of the Members and provided clarifications.

Thereafter, the Chairman announced for voting to be taken electronically (e-Voting).

The Chairman announced that the e-Voting results along with the consolidated Scrutinizer's Report would be submitted to Stock Exchanges and same would also be placed on the website of the Company, NSDL and Stock Exchanges and all the resolutions would deemed to be passed at the 99<sup>th</sup> AGM i.e. August 12, 2025.

The Chairman thanked the Members for attending the 99<sup>th</sup> AGM of the Company and declared the Meeting as concluded at 12: 28 p.m. after being open for 15 minutes for e-Voting.

The Scrutinizer's Report was received on August 12, 2025 and accordingly, all the resolutions as set out in the notice of AGM dated June 26, 2025, were passed with requisite majority.

We request you to kindly take the above on record.

Yours sincerely,  
**For Hindustan Construction Company Ltd.**

**Nitesh Kumar Jha**  
**Company Secretary**