



HCC/SEC/AGM/VOTING/2025

August 12, 2025

<b>BSE Limited</b> The Corporate Relationship Dept, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 Scrip Code : 500185	<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 : Voting Results of the 99<sup>th</sup> Annual General Meeting**

Please find enclosed details of the Voting Results of the 99<sup>th</sup> Annual General Meeting of the Company held on Tuesday, August 12, 2025 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in the format as prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with Combined Scrutinizer's Report.

The Meeting commenced at 11:00 a.m. and concluded at 12:28 p.m.

We request you to kindly take the above on record.

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

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

Encl.: As above

**Hindustan Construction Co Ltd**

Hincon House,  
LBS Marg, Vikhroli (West),  
Mumbai - 400 083, India  
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CIN : L45200MH1926PLC001228

[www.hccindia.com](http://www.hccindia.com)

## Hindustan Construction Co Ltd

Resolution Required :Ordinary		1 - Adoption of the Audited Standalone and Consolidated Financial Statements of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	250518933	82.4503	93073133	157445800	37.1521	62.8479
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>250518933</b>	<b>82.4503</b>	<b>93073133</b>	<b>157445800</b>	<b>37.1521</b>	<b>62.8479</b>
Public Non Institutions	E-Voting	1211420573	28122677	2.3215	28050752	71925	99.7442	0.2558
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28122677</b>	<b>2.3215</b>	<b>28050752</b>	<b>71925</b>	<b>99.7442</b>	<b>0.2558</b>
<b>Total</b>		<b>1819383225</b>	<b>582761961</b>	<b>32.0307</b>	<b>425244236</b>	<b>157517725</b>	<b>72.9705</b>	<b>27.0295</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

  
**NITESH KUMAR JHA**  
 Company Secretary

## Hindustan Construction Co Ltd

Resolution Required :Ordinary		2 - Appointment of Mr. Aditya Pratap Jain (DIN: 08115375), who retires by rotation and being eligible, offers himself for re-appointment as a Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	251396687	82.7392	194569165	56827522	77.3953	22.6047
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251396687</b>	<b>82.7392</b>	<b>194569165</b>	<b>56827522</b>	<b>77.3953</b>	<b>22.6047</b>
Public Non Institutions	E-Voting	1211420573	28122736	2.3215	27994369	128367	99.5435	0.4565
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28122736</b>	<b>2.3215</b>	<b>27994369</b>	<b>128367</b>	<b>99.5435</b>	<b>0.4565</b>
<b>Total</b>		<b>1819383225</b>	<b>583639774</b>	<b>32.0790</b>	<b>526683885</b>	<b>56955889</b>	<b>90.2413</b>	<b>9.7587</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

  
**NITESH KUMAR JHA**  
 Company Secretary

## Hindustan Construction Co Ltd

Resolution Required :Special		3 - Payment of revised Remuneration to Mr. Ajit Gulabchand (DIN: 00010827), Non-Executive Chairman of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	251396687	82.7392	128255939	123140748	51.0174	48.9826
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251396687</b>	<b>82.7392</b>	<b>128255939</b>	<b>123140748</b>	<b>51.0174</b>	<b>48.9826</b>
Public Non Institutions	E-Voting	1211420573	28121727	2.3214	26805860	1315867	95.3208	4.6792
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28121727</b>	<b>2.3214</b>	<b>26805860</b>	<b>1315867</b>	<b>95.3208</b>	<b>4.6792</b>
<b>Total</b>		<b>1819383225</b>	<b>583638765</b>	<b>32.0789</b>	<b>459182150</b>	<b>124456615</b>	<b>78.6757</b>	<b>21.3243</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

  
**NITESH KUMAR JHA**  
 Company Secretary

## Hindustan Construction Co Ltd

Resolution Required :Special		4 - Appointment of Mr. Arjun Dhawan, Executive Vice Chairman as Vice Chairman & Managing Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	251396687	82.7392	136343674	115053013	54.2345	45.7655
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251396687</b>	<b>82.7392</b>	<b>136343674</b>	<b>115053013</b>	<b>54.2345</b>	<b>45.7655</b>
Public Non Institutions	E-Voting	1211420573	28121736	2.3214	26822397	1299339	95.3796	4.6204
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28121736</b>	<b>2.3214</b>	<b>26822397</b>	<b>1299339</b>	<b>95.3796</b>	<b>4.6204</b>
<b>Total</b>		<b>1819383225</b>	<b>583638774</b>	<b>32.0789</b>	<b>467286422</b>	<b>116352352</b>	<b>80.0643</b>	<b>19.9357</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

  
**NITESH KUMAR JHA**  
 Company Secretary

## Hindustan Construction Co Ltd

Resolution Required :Ordinary		5 - Ratification of Remuneration of Cost Auditors for the financial year 2024-25.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	251396687	82.7392	251396687	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251396687</b>	<b>82.7392</b>	<b>251396687</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1211420573	28121666	2.3214	28049258	72408	99.7425	0.2575
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28121666</b>	<b>2.3214</b>	<b>28049258</b>	<b>72408</b>	<b>99.7425</b>	<b>0.2575</b>
<b>Total</b>		<b>1819383225</b>	<b>583638704</b>	<b>32.0789</b>	<b>583566296</b>	<b>72408</b>	<b>99.9876</b>	<b>0.0124</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

  
**NITESH KUMAR JHA**  
 Company Secretary

## Hindustan Construction Co Ltd

Resolution Required :Ordinary		6 - Appointment of M/s. BNP and Associates, Practicing Company Secretaries as Secretarial Auditors of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	251396687	82.7392	246233484	5163203	97.9462	2.0538
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251396687</b>	<b>82.7392</b>	<b>246233484</b>	<b>5163203</b>	<b>97.9462</b>	<b>2.0538</b>
Public Non Institutions	E-Voting	1211420573	28121666	2.3214	28050205	71461	99.7459	0.2541
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28121666</b>	<b>2.3214</b>	<b>28050205</b>	<b>71461</b>	<b>99.7459</b>	<b>0.2541</b>
<b>Total</b>		<b>1819383225</b>	<b>583638704</b>	<b>32.0789</b>	<b>578404040</b>	<b>5234664</b>	<b>99.1031</b>	<b>0.8969</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

  
**NITESH KUMAR JHA**  
 Company Secretary

## Hindustan Construction Co Ltd

Resolution Required :Special		7 - Approving the enhancement in the borrowing limits of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	222099141	73.0968	141287002	80812139	63.6144	36.3856
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>222099141</b>	<b>73.0968</b>	<b>141287002</b>	<b>80812139</b>	<b>63.6144</b>	<b>36.3856</b>
Public Non Institutions	E-Voting	1211420573	28121677	2.3214	27979812	141865	99.4955	0.5045
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28121677</b>	<b>2.3214</b>	<b>27979812</b>	<b>141865</b>	<b>99.4955</b>	<b>0.5045</b>
<b>Total</b>		<b>1819383225</b>	<b>554341169</b>	<b>30.4686</b>	<b>473387165</b>	<b>80954004</b>	<b>85.3964</b>	<b>14.6036</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

  
**NITESH KUMAR JHA**  
 Company Secretary

## Hindustan Construction Co Ltd

Resolution Required :Special

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.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	222099141	73.0968	141287002	80812139	63.6144	36.3856
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>222099141</b>	<b>73.0968</b>	<b>141287002</b>	<b>80812139</b>	<b>63.6144</b>	<b>36.3856</b>
Public Non Institutions	E-Voting	1211420573	28120065	2.3212	28004675	115390	99.5897	0.4103
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28120065</b>	<b>2.3212</b>	<b>28004675</b>	<b>115390</b>	<b>99.5897</b>	<b>0.4103</b>
<b>Total</b>		<b>1819383225</b>	<b>554339557</b>	<b>30.4685</b>	<b>473412028</b>	<b>80927529</b>	<b>85.4011</b>	<b>14.5989</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

*NKS*  
NITESH KUMAR JHA  
Company Secretary

## Hindustan Construction Co Ltd

Resolution Required :Ordinary		9 - To Increase in Authorised Share Capital and Alteration to the Capital Clause of Memorandum of Association of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	251396687	82.7392	251396687	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251396687</b>	<b>82.7392</b>	<b>251396687</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1211420573	28149521	2.3237	28070219	79302	99.7183	0.2817
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28149521</b>	<b>2.3237</b>	<b>28070219</b>	<b>79302</b>	<b>99.7183</b>	<b>0.2817</b>
<b>Total</b>		<b>1819383225</b>	<b>583666559</b>	<b>32.0805</b>	<b>583587257</b>	<b>79302</b>	<b>99.9864</b>	<b>0.0136</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

  
**NITESH KUMAR JHA**  
 Company Secretary

## Hindustan Construction Co Ltd

Resolution Required :Special

10 - Issue of Securities of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	304120351	304120351	100.0000	304120351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>304120351</b>	<b>100.0000</b>	<b>304120351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	303842301	251396687	82.7392	198883820	52512867	79.1116	20.8884
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251396687</b>	<b>82.7392</b>	<b>198883820</b>	<b>52512867</b>	<b>79.1116</b>	<b>20.8884</b>
Public Non Institutions	E-Voting	1211420573	28150174	2.3237	28071658	78516	99.7211	0.2789
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28150174</b>	<b>2.3237</b>	<b>28071658</b>	<b>78516</b>	<b>99.7211</b>	<b>0.2789</b>
<b>Total</b>		<b>1819383225</b>	<b>583667212</b>	<b>32.0805</b>	<b>531075829</b>	<b>52591383</b>	<b>90.9895</b>	<b>9.0105</b>



For HINDUSTAN CONSTRUCTION CO. LTD.

  
**NITESH KUMAR JHA**  
 Company Secretary

**Combined Scrutinizer's Report on Remote E-Voting & E-Voting conducted during  
the 99<sup>th</sup> Annual General Meeting of Hindustan Construction Company Ltd.  
held on Tuesday, August 12, 2025 at 11:00 a.m.**

To  
The Chairman  
Hindustan Construction Company Ltd.  
Hincon House,  
LBS Marg, Vikhroli (West),  
Mumbai 400 083

**Sub.: E-Voting Results of the Resolution(s) passed at the 99<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Hindustan Construction Company Ltd. (HCC) held on Tuesday, August 12, 2025 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 11:00 a.m. (IST) in compliance with the General Circulars No. 20/2020 dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020, January 13, 2021, May 5, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No 09/2023 dated September 25, 2023 and 09/2024 dated September 9, 2024 issued by the Ministry of Corporate Affairs (MCA) and in accordance with the various Circulars issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "MCA & SEBI Circulars")**

I, B. Narasimhan, Proprietor of BN & Associates, Company Secretaries, have been appointed by the Board of Directors of **Hindustan Construction Company Ltd.** (*hereinafter referred to as the "Company" or "HCC"*) at its Meeting held on June 26, 2025 as the Scrutinizer for the Remote E-Voting process as well as to scrutinize the electronic voting (E-Voting) conducted during the 99<sup>th</sup> AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) ("SEBI Listing Regulations") read with MCA & SEBI Circulars issued in this connection, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

The MCA & SEBI Circulars provided an opportunity for the Members to attend and participate in the Annual General Meeting through VC / OAVM, which did not require physical presence of the Members at a common venue. The Notice of AGM including the Audited Financial Statements for the Financial Year 2024-25 had been sent through electronic mode to Members on their e-mail ids as made available from the Benpos provided by the two depositories. The MCA & SEBI Circulars provide for relaxation in the conduct of the AGM, and sending the Notices and Annual Reports to the Members and the manner of voting at the Meeting. I say, I am familiar and well versed with the concept of electronic voting system as

prescribed under the said Rules and the relaxations as provided in the MCA & SEBI Circulars. The proceedings of the 99<sup>th</sup> AGM are deemed to be conducted at the Registered Office of the Company which is the deemed Venue of the AGM.

#### Report on E-Voting Scrutiny:

- The Company had appointed National Securities Depository Limited ('NSDL') as the **E-Voting Service Provider ('EVSP')**, for the purpose of providing the facility of remote E-Voting to the Members of the Company and extending the same during the AGM and also for conducting the 99<sup>th</sup> AGM through Video Conferencing/Other Audio-Visual means; MUFG Intime India Private Limited are the Registrar and Transfer Agents ('RTA') of the Company.
- The EVSP had provided a system for recording the votes of the Members electronically through remote E-Voting as well as during the Meeting on all the items of the business sought to be transacted in the 99<sup>th</sup> AGM of the Company, which was held on Tuesday, August 12, 2025.
- The Service Provider had set up electronic voting facility on its website, <https://evoting.nsdl.com> The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company [www.hccindia.com](http://www.hccindia.com) and also it's Service Provider and also on the websites of Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited to facilitate the Members to cast their vote through Remote E-Voting as well as E-Voting at the AGM.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through E-Voting), was restricted to scrutinize the E-Voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions as stated in the Notice, based on the reports generated from the E-Voting system provided by EVSP.
- As prescribed in Clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the Applicable Circulars, the Company had published an advertisement prior to sending Notices to the Shareholders on July 11, 2025 in English in 'Business Standard.' newspaper having wide circulation in the district where the Registered Office of the Company is situated and in Marathi in 'Sakal'. The Notice contained the required information as provided under clause IV (a) to (g) of the said circular.
- As provided in the MCA & SEBI Circulars , the Company had advertised in the newspapers, informing the Members who had not registered their email ids with the Company or RTA or with the respective Depository Participant viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the Members were considered for sending the Notice of the AGM and Annual Report for the Financial Year 2024-25 ("Annual Report 2024-25").
- The internal cut-off date for identifying the shareholders to whom the Annual report should be sent was July 11, 2025. As on that date the number of Members were 7,39,413 The



service provider had sent the Notice of the AGM along with the Annual Report 2024-25 and E-Voting details by email to 7,04,410 Members by July 21, 2025 whose Email Ids were made available by the Depositories or were registered with the Company / RTA. For those Members, whose email ids were not available / registered, a letter containing link to the Notice of the AGM along with Annual Report 2024-25 and a path to access the financial statements and reports of the Board was sent to their address available with the Company as per the provisions of Regulation 36(1)(b) of the SEBI Listing Regulations. The Notices sent through email contained the detailed procedure to be followed by the Members to cast their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI Circulars.

- As prescribed in clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the Applicable Circulars, the Company had released an advertisement in Mumbai, after sending Notice of the AGM to the Members which was published in English in 'Business Standard' newspaper and in Marathi in 'Sakal' newspaper dated July 22, 2025. The Notice contained the required information as provided under clause IV (a) to (f) of the said Circular.
- The Company completed the dispatch of Notice of AGM and Annual Report 2024-25 by email to the Members on July 21, 2025.
- The Cut-off date for the purposes of identifying the Members who were entitled to vote was **Tuesday, August 5, 2025.**
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for four days i.e. from **Friday, August 8, 2025 (from 9.00 a.m. IST) To Monday, August 11, 2025 (up to 5:00 p.m. IST)**
- At the end of the E-Voting period on August 11, 2025 at 5.00 P.M. IST, the voting portal of the service provider was blocked forthwith. NSDL provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote E-Voting.

At the 99<sup>th</sup> AGM of the Company held through VC / OAVM, on Tuesday, August 12, 2025, the facility to vote electronically was provided to facilitate those Members who attended the Meeting through VC / OAVM but could not participate in the Remote E-Voting to cast their votes. On August 12, 2025, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility were duly unblocked by me as a Scrutinizer in the presence of Mr. Kartik Madrecha and Mr. Aashaye Kumar who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means, the votes cast through remote E-Voting process and at the AGM were tabulated for the purpose of considering the total votes cast by the Members.

- Thereafter, I, as scrutinizer, duly compiled details of the Voting carried out by the Members during the voting period and at the AGM, the details of which are as follows:

**The results of the Remote E-Voting together with the E-Voting conducted during the 99<sup>th</sup> AGM are as under:**



Details	Remote E-Voting	E-Voting at AGM	Total Voting
Number of Members who cast their votes	703	9	712
Total number of Shares held by them	55,44,37,672	2,93,12,501	58,37,50,173
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained / less voted /invalid	As mentioned under each of the Resolution.		

**Note:**

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through E-Voting during the voting period and at the AGM.
2. The votes are not considered valid on account of abstained from voting or voting for lesser number of shares than actually held (to the extent not voted) as on the cut-off date.

**ORDINARY BUSINESS:**

**I) Item No. 1 of the Notice (As an Ordinary Resolution):**

**To receive, consider and adopt:**

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

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 Reports of the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
<b>Total votes through Remote E-Voting and E-Voting at Meeting</b>	42,52,44,236	72.970	15,75,17,725	27.030	9,88,212

Item No. 1 of Notice stands **PASSED** with the requisite majority.

**II) Item No. 2 of the Notice (As an Ordinary Resolution):**

**Appointment of Mr. Aditya Pratap Jain (DIN: 08115375), who retires by rotation and being eligible, offers himself for re-appointment as a Director**



Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote E-Voting and E-Voting at Meeting	52,66,83,885	90.241	5,69,55,889	9.759	1,10,399

Item No. 2 of Notice stands **PASSED** with the requisite majority.

**SPECIAL BUSINESS:**

**III) Item No. 3 of the Notice (As a Special Resolution):**

**Payment of revised Remuneration to Mr. Ajit Gulabchand (DIN: 00010827), Non-Executive Chairman of the Company**

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted /invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote E-Voting and E-Voting at Meeting	45,91,82,150	78.676	12,44,56,615	21.324	1,11,408

Item No. 3 of Notice stands **PASSED** with the requisite majority

**IV) Item No. 4 of the Notice (As a Special Resolution):**

**Appointment of Mr. Arjun Dhawan, Executive Vice Chairman as Vice Chairman & Managing Director of the Company**

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted /invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote E-Voting and E-Voting at Meeting	46,72,86,422	80.064	11,63,52,352	19.936	1,11,399

Item No.4 of the Notice stands **PASSED** with the requisite majority

**V) Item No. 5 of the Notice (As an Ordinary Resolution):**

**Ratification of Remuneration of Cost Auditors for the financial year 2024-25**



Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote E-Voting and E-Voting at Meeting	58,35,66,296	99.988	72,408	0.012	1,11,469

Item No. 5 of Notice stands **PASSED** with the requisite majority

**VI) Item No.6 of the Notice (As an Ordinary Resolution):**

**Appointment of M/s. BNP & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company**

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote E-Voting and E-Voting at Meeting	57,84,04,040	99.103	52,34,664	0.897	1,11,469

Item No. 6 of Notice stands **PASSED** with the requisite majority

**VII) Item No.7 of the Notice (As a Special Resolution):**

**Approving the enhancement in the borrowing limits of the Company**

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote E-Voting and E-Voting at Meeting	47,33,87,165	85.396	8,09,54,004	14.604	2,94,09,004

Item No. 7 of Notice stands **PASSED** with the requisite majority

**VIII) Item No. 8 of the Notice (As a Special Resolution):**

**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.**



Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote E-Voting and E-Voting at Meeting	47,34,12,028	85.401	8,09,27,529	14.599	2,94,10,616

Item No. 8 of Notice stands **PASSED** with the requisite majority

**IX) Item No.9 of the Notice (As an Ordinary Resolution):**

**To Increase in Authorised Share Capital and Alteration to the Capital Clause of Memorandum of Association of the Company**

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote E-Voting and E-Voting at Meeting	58,35,87,257	99.986	79,302	0.014	83,614

Item No. 9 of Notice stands **PASSED** with the requisite majority

**X) Item No.10 of the Notice (As a Special Resolution):**

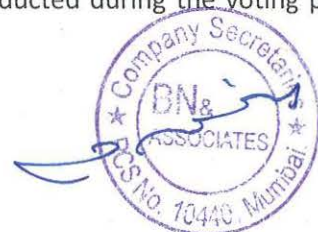
**Issue of Securities of the Company**

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote E-Voting and E-Voting at Meeting	53,10,75,829	90.989	5,25,91,383	9.011	82,961

Item No. 10 of Notice stands **PASSED** with the requisite majority

All the resolutions mentioned in the Notice of 99<sup>th</sup> AGM dated August 5, 2025 as per the details above stand **PASSED** under E-Voting (including Remote E-voting) conducted during the voting period and at the 99<sup>th</sup> AGM with requisite majority and hence, deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the NSDL, the Service Provider in respect of the votes cast through E-Voting conducted during the voting period



and at the 99<sup>th</sup> AGM by the Members of the Company. All other relevant records relating to E-Voting are under my safe custody and will be handed over to the Company Secretary for safekeeping.

Thanking you,  
Yours Faithfully



**B Narasimhan**  
(Proprietor)

Place: Mumbai

Date August 12, 2025

**BN & Associates**

**Company Secretaries**

**Regn: 2011MH166700**

**Membership no FCS 1303 COP no 10440**

**PR Cert No. 925/2020**

**UDIN No. F001303000965741**

The following were the witnesses to the unblocking of the votes cast through Remote E-Voting and E-Voting at the AGM.



1. Mr. Kartik Madrecha



2. Mr. Aashaye Kumar

Countersigned and received the report:



Signed by Mr. Ajit Gulabchand,  
Chairman

Place: Mumbai

Date: August 12, 2025