

Ref. No.: NCCL/Regulation 30 & 44(3)2016

Date : 26-08-2016

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

The Secretary
Bombay Stock Exchange Ltd,
1st 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: Proceedings of the 26th Annual General Meeting along with Voting Results

We are forwarding herewith the following in respect of 26th Annual General Meeting held on 24th August, 2016 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;

1. Summary Proceedings of the AGM as required under Regulation 30 Part A of the Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Voting Results pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

Thanking you,

Yours faithfully
For NCC LIMITED


26-08-2016
M V SRINIVASA MURTHY
COMPANY SECRETARY & EVP (L)

NCC Limited

(Formerly Nagarjuna Construction Company Limited)

CIN: L72200AP1990PLC011146

NCC House, Madhapur, Hyderabad 500 081 T +91 40 2326 8888 F +91 40 2312 5555 ncclimited.com

Proceedings of the 26th Annual General Meeting of the NCC Limited pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 26th Annual General Meeting of NCC Limited was held on Wednesday 24th August, 2016 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 were present. The members were informed that the requisite registers as per the Companies Act, 2013 are available for inspection during the meeting.

The Chairman informed the members that the Notice convening the 26th Annual General Meeting may be 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 the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company had provided to the Members the facility to exercise their right to cast vote by remote e voting from 20th August, 2016 (9.00 AM) to 23rd August, 2016 (5.00 PM).

The following items of business as per the Notice of the 26th Annual General Meeting was transacted.

ORDINARY RESOLUTIONS

1. Adoption of Financial Statements (Stand alone and Consolidated) for the F.Y. ended 31st March, 2016.
2. Declaration of Dividend for the F.Y. 2015-16.
3. Reappointment of Sri Utpal Sheth (DIN – 00081012) as a Director of the Company liable to retire by rotation.
4. Reappointment of Sri A V N Raju (DIN – 00018965) as a Director of the Company liable to retire by rotation.
5. Ratification of appointment of M/s. M. Bhaskara Rao & Co., (Registration No. 000459S) and M/s. Deloitte Haskin & Sells (Registration No. 00872S) Chartered Accountants, as Joint Statutory Auditors of the Company.
6. Appointment of Sri S Ravi (DIN – 00180746) as an Independent Director of the Company for a period of 5 years i.e. up to 9th November, 2020.
7. Appointment of Dr. A S Durga Prasad (DIN – 00911306) as an Independent Director of the Company for a period of 5 years i.e. up to 23rd May, 2021.
8. Approval of the Remuneration payable to M/s. Vajralingam & Co., Cost Accountants (Firm Registration No. 101059) for the Financial Year 2015-2016.

SPECIAL RESOLUTION

1. Re-appointment Sri A V N Raju (DIN – 00018965) as a Whole-time Director for a period of Five Years with effect from 30th May, 2016 and payment of Remuneration.

Physical voting facility was also provided at the Annual General Meeting by way of poll to those share holders who had not cast their votes in remote e-voting. There after the Scrutiniser appointed by the Board viz., Mr.A Ravi Shanker 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.

The Meeting concluded at 4.45 pm with a vote of thanks to the Chair

Thanking you,
Yours Faithfully
For NCC Limited

26-08-2016
M V Srinivasa Murthy
Company Secretary & EVP(Legal)



	NCC LIMITED
Date of the AGM/EGM	24-08-2016
Total number of shareholders on record date	82437
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	4
Public:	1246
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements (Stand alone and Consolidated) for the F.Y. ended 31st March, 2016. together with the reports of the Board of Directors and the Auditors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	111573299	111573299	100.0000	111573299	0	100.0000	0.0000
	Poll	111573299	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	111573299	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	254286490	194215981	76.3768	194215981	0	100.0000	0.0000
	Poll	254286490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	254286490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	190071799	69661599	36.6501	69661119	480	99.9993	0.0006
	Poll	190071799	3578	0.0019	3578	0	100.0000	0.0000
	Postal Ballot (if applicable)	190071799	0	0.0000	00	0	0.0000	0.0000
Total		555931588	375454457	67.5361	375453977	480	99.9999	0.0001



Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend for the F.Y.2015-16.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	111573299	111573299	100.0000	111573299	0	100.0000	0.0000
	Poll	111573299	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	111573299	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	254286490	194215981	76.3768	194215981	0	100.0000	0.0000
	Poll	254286490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	254286490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	190071799	69661629	36.6502	69661149	480	99.9993	0.0006
	Poll	190071799	3578	0.0019	3578	0	100.0000	0.0000
	Postal Ballot (if applicable)	190071799	0	0.0000	00	0	0.0000	0.0000
Total		555931588	375454487	67.5361	375454007	480	99.9999	0.0001

Resolution required: (Ordinary/ Special)	ORDINARY - Reappointment of Sri Utpal Sheth (DIN – 00081012) as a Director liable to retire by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	111573299	111573299	100.0000	111573299	0	100.0000	0.0000
	Poll	111573299	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	111573299	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	254286490	194215981	76.3768	167673353	26542628	86.3334	13.6665
	Poll	254286490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	254286490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	190071799	69661599	36.6501	69660935	664	99.9990	0.0009
	Poll	190071799	3578	0.0019	3578	0	100.0000	0.0000
	Postal Ballot (if applicable)	190071799	0	0.0000	00	0	0.0000	0.0000
Total		555931588	375454457	67.5361	348911165	26543292	92.9304	7.0696



Resolution required: (Ordinary/ Special)	ORDINARY - Reappointment of Sri A V N Raju (DIN – 00018965) as a Director liable to retire by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	111573299	111573299	100.0000	111573299	0	100.0000	0.0000
	Poll	111573299	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	111573299	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	254286490	194215981	76.3768	121772610	72443371	62.6995	37.3004
	Poll	254286490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	254286490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	190071799	69661599	36.6501	69660985	614	99.9991	0.0008
	Poll	190071799	3578	0.0019	3578	0	100.0000	0.0000
	Postal Ballot (if applicable)	190071799	0	0.0000	00	0	0.0000	0.0000
Total		555931588	375454457	67.5361	303010472	72443985	80.7050	19.2950

Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of M/s. M. Bhaskara Rao & Co., (Registration No. 000459S) and M/s. Deloitte Haskin & Sells (Registration No. 00872S) Chartered Accounts, as Joint Statutory Auditors of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	111573299	111573299	100.0000	111573299	0	100.0000	0.0000
	Poll	111573299	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	111573299	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	254286490	194215981	76.3768	181841844	12374137	93.6286	6.3713
	Poll	254286490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	254286490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	190071799	69661599	36.6501	69661119	480	99.9993	0.0006
	Poll	190071799	3578	0.0019	3578	0	100.0000	0.0000
	Postal Ballot (if applicable)	190071799	0	0.0000	00	0	0.0000	0.0000
Total		555931588	375454457	67.5361	363079840	12374617	96.7041	3.2959



Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Sri S Ravi (DIN – 00180746) as an Independent Director of the Company for a period of 5 years i.e. up to 9th November, 2020.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	111573299	111573299	100.0000	111573299	0	100.0000	0.0000
	Poll	111573299	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	111573299	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	254286490	194215981	76.3768	189403681	4812300	97.5221	2.4778
	Poll	254286490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	254286490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	190071799	69661599	36.6501	69661119	480	99.9993	0.0006
	Poll	190071799	3578	0.0019	3578	0	100.0000	0.0000
	Postal Ballot (if applicable)	190071799	0	0.0000	00	0	0.0000	0.0000
Total		555931588	375454457	67.5361	370641677	4812780	98.7181	1.2819

Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Sri Dr. A S Durga Prasad (DIN – 00911306) as an Independent Director of the Company for a period of 5 years i.e. up to 23rd May,2021.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	111573299	111573299	100.0000	111573299	0	100.0000	0.0000
	Poll	111573299	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	111573299	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	254286490	194215981	76.3768	189773681	4442300	97.7127	2.2872
	Poll	254286490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	254286490	0	0.0000	00	0	0.0000	0.0000
	E-Voting	190071799	69661599	36.6501	69661119	480	99.9993	0.0006
	Poll	190071799	3578	0.0019	3578	0	100.0000	0.0000



Public- Non Institutions	Postal Ballot (if applicable)	190071799	0	0.0000	00	0	0.0000	0.0000
Total		555931588	375454457	67.5361	371011677	4442780	98.8167	1.1833

Resolution required: (Ordinary/ Special)		Special - Re-appointment Sri A V N Raju (DIN – 00018965) as a Wholt-time Director for a period of Five Years with effect from 30th May, 2016 and payment of remuneration						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	111573299	111573299	100.0000	111573299	0	100.0000	0.0000
	Poll	111573299	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	111573299	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	254286490	194215981	76.3768	193522024	693957	99.6426	0.3573
	Poll	254286490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	254286490	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	190071799	69661547	36.6501	69660883	664	99.9990	0.0009
	Poll	190071799	3578	0.0019	3578	0	100.0000	0.0000
	Postal Ballot (if applicable)	190071799	0	0.0000	00	0	0.0000	0.0000
Total		555931588	375454405	67.5361	374759784	694621	99.8150	0.1850

Resolution required: (Ordinary/ Special)		ORDINARY - Approval of the Remuneration payable to M/s. Vajralingam & Co., Cost Accountants (Firm Registration No. 101059) for the Financial Year 2015-2016.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	111573299	111573299	100.0000	111573299	0	100.0000	0.0000
	Poll	111573299	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	111573299	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	254286490	194215981	76.3768	194215981	0	100.0000	0.0000
	Poll	254286490	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	254286490	0	0.0000	00	0	0.0000	0.0000



Public- Non Institutions	E-Voting	190071799	69661599	36.6501	69661039	560	99.9991	0.0008
	Poll	190071799	3578	0.0019	3578	0	100.0000	0.0000
	Postal Ballot (if applicable)	190071799	0	0.0000	00	0	0.0000	0.0000
	Total	555931588	375454457	67.5361	375453897	560	99.9999	0.0001

