

**DRAFT EXTRACT FROM THE OF THE EXTRAORDINARY GENERAL MEETING
NOTICE SCHEDULED AT 2.45 PM ON MARCH 21, 2025 AT HOTEL GOKULAM PARK
SABARI, NO33, RAJIV GANDHI SALAI (OMR), NAVALUR, CHENNAI 600 103**

Item No: 1 Issuance of Equity Shares on Preferential Basis

To consider and, if thought fit, to pass the following resolution as a Special Resolution with or without modification

“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

Registered Office:# 8/33, Padmavathiyar Road, Jeypore Colony, Gopalapuram, Chennai - 600 086 Ph: 044-23454500
E-mail: cccl@ccclindia.in, URL: www.ccclindia.com

CIN: L45201TN1997PLC038610 PAN: AAACC4214B GST: 33AAACC4214B3ZJ
Regional Offices: Bangalore Chennai Hyderabad New Delhi



(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)."

Place : Chennai
Date : February 22, 2025

By order of the Board
S S Arunachalam
Company Secretary & Compliance Officer

NOTES:

1. A member entitled to attend and vote, is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxy forms, in order to be valid should be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Members/Proxies should bring the Attendance slip duly filed in for attending the meeting along with their copy of the EGM Notice.
4. Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of Board Resolution authorizing such representative(s) to attend and vote on their behalf at the Meeting.
5. A Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the

Special Business to be transacted at the Meeting is annexed hereto.

6. Members are advised to quote the Registered Folio Numbers/ DPID & client ID Number in all correspondence with the Company.
7. All documents referred to in the above notice and statement is open for inspection at the Registered Office of the Company between 10.30 a.m. to 1.00 p.m. on all working days.
8. The Register of Members and Share Transfer books of the Company shall remain closed from March 17, 2025 to March 21, 2025 (both days inclusive).
9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
10. Members are requested to contact the Registrar and Transfer Agent (RTA) for all matters relating to Company's shares at:

M/s. KFinTechnologies Limited,
Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad – 500 032
11. Members holding shares in physical form are requested to notify/send the following to the Company's Registrar and Share Transfer Agents to facilitate better services:

(i) Any change in their address, mandates, and Bank details.
12. Non-Resident Indian Members are requested to inform the Registrar and Share Transfer Agent of the Company, immediately on the change in their residential status on return to India for Permanent settlement together with the particulars of their Bank Account maintained in India with complete Name, Branch, Account type, account number and address of the Bank with PIN code number if not furnished earlier.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio.
15. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including, Notices, Circulars, etc. from the Company electronically.

16. Company propose to send EGM notice in electronic form to the Members on the email address provided by them to the Company/ RTA / Depositories. The Members holding shares in physical form are requested to intimate/update the email address to the Company/RTA, while those holding in demat form can intimate/update their email address to their respective Depository Participants.
17. EGM Notice is available in the Company's website viz., www.ccclindia.com.
18. Pursuant to the stipulations in Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 read with Section 108 of the Companies Act 2013 and the relevant Rules, the Company is pleased to offer e-voting facility, for all the Shareholders of the Company. For this purpose, the Company has entered into an agreement with M/s KFin Technologies Limited for facilitating e-voting to enable the Shareholders to cast their votes electronically. The remote e-Voting period will commence at 9.00 A.M. on Tuesday 18th March, 2025 and will end at 5.00 P.M. on Thursday, 20th March 2025
19. The Company has appointed Mr. N. Balachandran, Company Secretary in Practice [M.No.5113], as Scrutinizer for conducting the e-voting and physical e-voting processes in a transparent manner. The Scrutinizer's decision on the validity of the vote shall be final.
20. In terms of the Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 14 March, 2025 i.e. the cut-off date taken by the Company for the purpose of e-voting / physical voting. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on and a person who is not a Member as on the record date should treat this Notice for information purposes only.
21. A person who has participated in e-voting is not debarred from participating in the meeting physically though he shall not be able to vote in the meeting again and his earlier vote cast electronically shall be treated as final. In terms of the provisions of Section 107 read with Section 109, there will be no voting by show of hands at the meeting and hence the provisions relating to demand for poll by the Members is irrelevant. The Chairman of the meeting will regulate the meeting and voting on the resolutions in accordance with the provisions of the Act and the applicable Rules.
22. Resolutions passed by the Members through EGM by electronic means / physically are deemed to have been passed as if they have been passed at a General Meeting of the Members.
23. Members may note that due to the current financial strained situation of the Company, the practice of distribution of packed items is being discontinued.
24. SEBI vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 had inter-alia, relaxed certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) related to dispatch of hard copy of Notices to debenture holders, pursuant to relaxations granted by the Ministry of Corporate Affairs (MCA). Thereafter, vide Circular no. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, the said relaxations were extended till December 31, 2022. MCA vide Circular dated December 28, 2022 has,

inter-alia, now extended the relaxations from despatching of physical copies of notices vide MCA circular no. 9 of 2024 dated 19.9.2024 (i.e. till September 30, 2025). Accordingly, Notice of the Extra Ordinary General Meeting is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice will also be available on the website of the Company, www.ccclindia.com, the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited and that of the Registrar and Transfer Agent, KFin Technologies Limited ("KFinTech") at <https://evoting.kfintech.com>. The physical copy of the Notice will be sent to the shareholders based on the specific request received at secl@ccclindia.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS TO BE TRANSACTED:

Item No. 1

The Board of Directors of the Company ("**Board**") at its Meeting held on Saturday, February 22, 2025, subject to necessary approval(s), has approved the proposal for raising of funds by way of preferential issue of up to 2,85,71,436 Equity Shares at an issue price of ₹ 17.50/- (Rupees Seventeen and Fifty paise only)(including premium of ₹ 15.50/- (Rupees Fifteen and Fifty paise only) per equity share aggregating up to ₹ **50,00,00,130/-** (Rupees Fifty Crore One Hundred and Thirty only), for cash at a face value of ₹ 2/- (Rupees Two only) each of the Company ("**Equity Shares**") to Non-Promoter allottee ("**Proposed Allottee**") in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations.

The proposed Preferential Issue shall be made in terms of provisions of Chapter V of the SEBI (ICDR) Regulations, 2018, and applicable provisions of the Companies Act, 2013.

The approval of the members of the Company is accordingly being sought by way of a 'Special Resolution' under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI (ICDR), Regulations, 2018.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI (ICDR), Regulations are set forth below:

I. Objects of the Preferential Issue

The funds are required by the Company for the following objects:

1. To invest in future growth opportunities
 2. Purchase of plant & Machinery
 3. Working Capital Requirement.
 4. General Corporate Purpose.
- (Hereinafter collectively referred as "**Objects**")

Utilization of Proceeds

The quantum of funds required on different dates may vary therefore, the Broad Range of intended use of the Issue Proceeds of the Issue is as under:

Sr. No.	Particulars	Total estimated amount to be utilized (Rs. In Lakh)*	Tentative timelines for utilization of issue proceeds from the date of receipt of funds within
1.	To invest in future growth opportunities, and purchase of Plant & Machinery	1000	Upto 6 months from the date of receipt of Funds
2.	Working Capital Requirement	2750	Upto 6 months from the date of receipt of Funds
3.	General Corporate Purpose	1,250	Upto 6 months from the date of receipt of Funds
	Total	5,000	

**All decimals have been rounded off to two decimal points.*

The Main Object Clause of Memorandum of Association of the Company enables us to undertake the existing activities and the activities for which the funds are being raised by us through the present Preferential Issue. Further, we confirm that the activities which we have been carrying out till date are in accordance with the Object Clause of our Memorandum of Association.

Our Company proposes to deploy the balance proceeds of the Preferential Issue, aggregating to ₹ 1,250 lakh, towards general corporate purposes as approved by our management from time to time, subject to such utilisation not exceeding 25% of the proceeds of the Preferential Issue, in compliance with applicable laws. Our fund requirements and deployment of the proceeds of the Preferential Issue are based on the internal management estimates and it may change subject to range gap shall not exceed +/- 10% of the amount specified for that object of size of the Preferential Issue depending upon future circumstances since the same is dependent on a variety of factors such as financial, market and sectorial conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilisation of the net proceeds at the discretion of the Board, subject to compliance with applicable laws, in accordance with BSE Notice No. 20221213-47 and NSE Circular No. NSE/CML/2022/56 both dated Decembers 13, 2022.

Further, if the proceeds are not utilised (in full or in part) for the Objects during the period stated above up to 6 months from the date of receipt of fund, the remaining proceeds, if any shall be utilised in subsequent periods of 12 months in accordance with the objectives of the issue and applicable laws. Till the committed funds are utilised towards the stated objects above, they will be used by the Company for its working capital requirements.

II. Monitoring of Utilization of Funds:

Since the issue size for the issue of Equity Shares does not exceed ₹100 Crore, therefore, the Company is not required to appoint a Monitoring agency to monitor the issue in terms of the provisions of Regulation 162A of the SEBI ICDR Regulations, 2018.

III. Particulars of the offer including date of passing of board resolution, kind of securities offered, maximum number of specified securities to be issued:

The resolution set out in the accompanying notice authorizes the Board to create, offer, issue, and allot up to 2,85,71,436 Equity Shares of Rs. 2/- (Rupees Two only) each, on a preferential basis to the Non- Promoter allottee, for cash at a 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) ("Preferential Allotment Price"), aggregating to Rs.50,00,00,130/- (Rupees Fifty Crore and One Hundred and Thirty only).

IV. The intent of the promoters, directors, key managerial personnel or senior management of the issuer to subscribe to the Offer.

None of the existing Directors or Key Managerial Personnel or Promoters or senior management intends to subscribe to the proposed issue or furtherance of objects.

V. The Shareholding Pattern of the issuer before and after the preferential issue:

The shareholding pattern of the Company before and after considering all the preferential issues under this Notice is provided in an **Annexure A** forming part of this Notice.

VI. Proposed time frame within which the Preferential Issue shall be completed:

As required under the SEBI (ICDR) Regulations, 2018, the Company shall complete the allotment of Equity Shares on or before the expiry of 15 (Fifteen) days from the date of passing of this resolution by the shareholders granting consent for issue, provided that in case the allotment is pending on account of pendency of any approval for such allotment by any regulatory authority or the central government, then the allotment shall be completed within 15 days from the date of receipt of such approval.

VII. Number of persons to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price:

Sr. No	Names of Investors	Category	No of shares allotted	Issue price (Rs)	Date of allotment
1	R. Sarabeswar	Promoter	97,51,494	18.75	18-11-2024
2	S. Sivaramakrishnan	Promoter	99,25,333	18.75	18-11-2024
Total			1,96,76,827		

VIII. The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s):

Sr. No.	Name of the Proposed Allottee	Category	Name of the Ultimate Beneficial Owner
1.	Systematic Conscom Limited	Non-Promoter	1) Mr. Vivek Chaand Sehgal 2) Mr. LakshVaaman Sehgal

IX. The percentage of post preferential issue capital that may be held by the allottee(s) pursuant to the preferential issue.

Sr. No.	Name of the Proposed Allottee	Pre-Shareholding Structure		Issue of Equity Shares	Post Issue Shareholding structure	
		No. of shares	%		No. of shares	%
1.	Systematic Conscom Limited	0	0.00	2,85,71,436	2,85,71,436	6.40

X. Change in control and change in the Management, if any, in the issuer consequent to the preferential issue:

As a result of the proposed preferential issue of equity shares, there will be no change in the control or management of the Company.

XI. Lock-in Period:

- (a) The Equity Shares allotted shall be locked-in for such period as may be specified under Chapter V of the SEBI (ICDR) Regulations.
- (b) There are no pre-preferential Equity shares held by the proposed allottee.

XII. Relevant Date:

In terms of Regulation 161 of SEBI (ICDR) Regulations, the Relevant Date has been reckoned as Wednesday, February 19, 2025, for the purpose of computation of issue price.

XIII. Basis or justification for the price (including premium, if any) on which the price has been arrived at:

The Equity Shares of the Company are listed and frequently traded on the BSE Limited and the National Stock Exchange of India Limited (collectively referred to as the “**Stock Exchanges**”). The Equity Shares are frequently traded and NSE, being the Stock Exchange with higher trading volumes for the said period, has been considered in accordance with the SEBI (ICDR) Regulations.

As per the provisions of the SEBI (ICDR) Regulations, the Equity Shares will be issued at price of Rs. 17.50/- per Equity Share which is more than the higher of the following:

- a. the average of the 90 trading days of the volume weighted average price of the Company's shares quoted on the Stock Exchange is Rs.17.08/- (NSE, being the Stock Exchange with higher trading volumes for the said period) preceding the “Relevant Date”; or
- b. the average of the 10 trading days of the volume weighted average prices of the Company's shares quoted on the Stock Exchange is Rs. 13.71/- (NSE, being the Stock Exchange with higher trading volumes for the said period) preceding the “Relevant Date”.

The higher minimum issue price arrived at after calculating in the aforesaid manner has been considered as minimum issue price for the issue of Equity Shares. A certificate has been obtained from Mr. N. Balachandran, Practicing Company Secretary (Membership Number ACS: 5113, COP: 3200.) Certifying compliance with the Floor Price for the proposed preferential issue of the Company, based on the pricing formula prescribed under Regulation 164 of the Chapter V of SEBI (ICDR) Regulation.

Further, the Company has also obtained the Valuation Report from an Independent Registered Valuer namely Mr.CA. NV Subbarao Kesavarapu, Registered Valuer - IBBI/RV/02/2019/12292 (Securities or Financial Assets for the issue price as Rs. 9.21/- in accordance with Regulation 166A of SEBI (ICDR) Regulations, 2018. The said valuation report is also available on the Company's website www.ccclindia.com.

Accordingly, the minimum issue price for preferential basis shall be at a price of Rs.17.08/- each, which is higher than the prices as computed above. However, the Company has decided to issue the Equity Shares, at an Issue Price of Rs.17.50/- each.

Company also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and doesn't contain any article which provides for determination of price in case of preferential issue.

XIV. Principal terms of assets charged as securities:

Not Applicable

XV. Justification for offer being made for consideration other than cash together with the valuation report of the Registered Valuer:

Not Applicable

XVI. Amount which the Company intends to raise by way of such securities:

The Company intends to raise an amount, not exceeding ₹ 50,00,00,130/- (Rupees Fifty Crore and One Hundred and Thirty only).

XVII. The class or classes of persons to whom the allotment is proposed to be made:

The allotment is proposed to be made to the proposed allottee belonging to the Non-Promoter category.

XVIII. Disclosures specified in Schedule VI of ICDR Regulations, if the issuer or any of its promoters or directors is a willful defaulter or fraudulent borrower:

Not Applicable, since none of the Promoter or Director and the issuer are a Willful Defaulter or Fraudulent Borrower.

XIX. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:

S. No.	Name of the Proposed Allottees	Current Status	Post Status
1.	Systematic Conscom Limited	Non-Promoter	Non-promoter

XX. Practicing Company Secretary's Certificate:

The certificate from Mr. N Balachandran, Practicing Company Secretary, certifying that the preferential issue of Equity Shares is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate shall be available for inspection by the members and the same may be accessed on the Company's website at the link: <https://www.ccclindia.com/>

XXI. Undertakings:

Registered Office: # 8/33, Padmavathiyar Road, Jeypore Colony, Gopalapuram, Chennai - 600 086 Ph: 044-23454500
E-mail: cccl@ccclindia.in, URL: www.ccclindia.com

CIN: L45201TN1997PLC038610 PAN: AAACC4214B GST: 33AAACC4214B3ZJ
Regional Offices: Bangalore Chennai Hyderabad New Delhi



- The Company is eligible to make the Preferential Issue under Chapter V of the SEBI (ICDR) Regulations;
- None of the Company, its directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of its Directors or Promoters is fugitive economic offenders as defined under the SEBI (ICDR) Regulations.
- As the equity shares of the Company have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI (ICDR) Regulations governing re-computation of the price of Equity Shares and lock-in extensions, required pursuant to Regulations 167(5) of the SEBI (ICDR) Regulations and the disclosures and undertakings required pursuant to Regulation 163(1)(g) and (h) of the SEBI (ICDR) Regulations are not applicable. However, the Company undertakes to re-compute the price of the equity shares issued on preferential basis in terms of the SEBI (ICDR) Regulations, 2018 where it is required to do so.
- The Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in SEBI (ICDR) Regulations, the Equity Shares shall continue to be locked-in till the time such amount is paid by the allottees.
- No person belonging to the promoters / promoter group has previously subscribed to any warrants of the Company but has failed to exercise them.
- The proposed allottee has not sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

Accordingly, the approval of the Members of the Company is hereby sought by way of special resolution for authorizing the Board of Directors of the Company to create, offer, issue and allot equity shares as specifically described in the resolution set out at Item No. 1 of this Notice.

The Board of Directors believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolution as set out in the Item No.1 in the accompanying notice for approval by the Members.

None of the other Directors or Key Managerial Personnel (KMP) and their relatives have any concern or interest, financial or otherwise, in the proposed resolution.

Annexure A

Category	Pre-issue Shareholding (as on 21 February, 2025)		Issue of Equity Shares	Post Issue Shareholding	
	No. of Shares	%		No. of Shares	%
A. Promoter/Promoter Group Holding					

(1) Indian					
(a) Individuals & HUF	26,82,99,884	64.16	0	26,82,99,884	60.05
(b) Bodies Corporate	0	0	0	0	0
Sub Total (A1)	0	0	0	0	0
(2) Foreign Promoters	0	0	0	0	0
Sub Total (A2)	0	0	0		
Total Promoter shareholding A=A1 +A2	26,82,99,884	64.16	0	26,82,99,884	60.05
1) Public	8,57,76,911	20.51	0	8,57,76,911	19.20
2) Body Corporate	1,02,05,125	2.44	2,85,71,436	3,87,76,561	8.68
3) Institutional Investors	3,99,87,347	9.56	0	3,99,87,347	8.95
4) Central Govt./Stat Govt./POI	0	0	0	0	0
5) Non-Institutional Investors	0	0	0	0	0
6) Others (Including HUF, LLP, IEPF & NRI)	1,39,18,748	3.33	0	1,39,18,748	3.12
Total Public Shareholding B= B1+B2+B3+B4+B5+B6	14,98,88,131	35.84	2,85,71,436	17,84,59,567	39.95
C) Non-Promoter – Non-Public	0	0	0	0	0
Grand Total (A+B+C)	41,81,88,015	100.00	2,85,71,436	44,67,59,451	100.00

For and on behalf of the Board
Consolidated Construction Consortium Limited

S S Arunachalam
Company Secretary & Compliance Officer
(A17626)

/ certified true copy /
Consolidated Construction Consortium Limited