

**ATTENDANCE SLIP****HINDUSTAN CONSTRUCTION CO. LTD**

(CIN: L45200MH1926PLC001228)

Regd Office: Hincon House, 11<sup>th</sup> Floor, 247Park,  
LBS Marg, Vikhroli West, Mumbai – 400 083.

Website: www.hccindia.com

Tel.: +91 22 2575 1000 Fax: +91 22 2577 7568

**EXTRA ORDINARY GENERAL MEETING**

I / We hereby record my/our presence at the Extra Ordinary General Meeting of the Company at Walchand Hirachand Hall, Indian Merchants' Chamber, Indian Merchants' Chamber Marg, Churchgate, Mumbai 400 020 on Thursday, January 5, 2017 at 11.00 a.m.

Member's Folio / DP ID-Client ID No.

Member's / Proxy's name in Block Letters

Member's/Proxy's signature

**Note:**

1. Please complete the Folio / DP ID – Client ID No. and name, sign this Attendance Slip and handover at the Attendance Verification Counter at the Entrance of the Meeting Hall.
2. Electronic copy of the Notice of the Extra Ordinary General Meeting (EGM) along with Attendance Slip and Proxy Form is sent to all the members whose email address is registered with the Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the EGM can print copy of this Attendance Slip.
3. Physical copy of the EGM Notice along with the Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email address is not registered or who have requested for a hard copy.

**REMOTE E-VOTING PARTICULARS****REMOTE ELECTRONIC VOTING PARTICULARS**

EVEN (Remote E-Voting Event Number)	USER ID	Password / PIN

The Remote e-voting facility will be available during the following voting period:

<b>Commencement of Remote E-voting</b>	<b>From Monday, January 2, 2017 (9.00 a.m.)</b>
<b>End of Remote E-voting</b>	<b>Upto Wednesday, January 4, 2017 (5.00 p.m.)</b>

**Note:** During the Remote e-voting period, members of the Company holding shares as on the cut-of date of December 29, 2016 may cast their vote electronically. Any person, who acquires shares of the Company and become a member of the Company after despatching of the Notice and holding shares as of the cut-off date i.e. December 29, 2016 may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact NSDL at following toll free no.: 1800-222-990 or contact the Company or TSR Darashaw Ltd, Registrar & Share Transfer Agent.

Please read the instructions given under a Notes forming part of the Notice of the Extra Ordinary General Meeting carefully, before casting the votes electronically.

## PROXY FORM

### HINDUSTAN CONSTRUCTION CO. LTD

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I/We being the member(s) of \_\_\_\_\_ shares of the above named company hereby appoint:

- 1) Name:.....Address.....  
Email ID.....Signature.....or failing him;
- 2) Name:.....Address.....  
Email ID.....Signature.....or failing him;
- 3) Name:.....Address.....  
Email ID.....Signature.....

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on Thursday, January 5, 2017 at 11.00 a.m. at Walchand Hirachand Hall, Indian Merchants' Chamber, Indian Merchants' Chamber Marg, Churchgate, Mumbai 400 020 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	RESOLUTIONS	Optional *	
		For	Against
1	Ordinary Resolution for increase in the Authorised Share Capital and consequential amendments to Memorandum of Association of the Company		
2	Special Resolution for conversion of Loan by Lenders into Equity Shares/Optionally Convertible Debentures (OCDs) of the Company ("Securities") pursuant to implementation of the Reserve Bank of India S4A Scheme.		
3	Special Resolution for offer and Issue of: i. upto 25,19,92,670 Equity Shares of the Company of face value ₹ 1/- each representing 24.44% of the expanded share capital of the Company and ii. such Optionally Convertible Debentures (OCDs) of face value ₹ 1000/- each not exceeding ₹ 2000 Crore, on Preferential Basis, pursuant to implementation of the HCC S4A Scheme.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2017.

Signature of the Shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

Affix  
Revenue  
Stamp not  
less than  
₹ 1

#### Notes:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- For the resolutions and explanatory statements please refer to the Notice of the Extraordinary General Meeting
- \*It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate.
- Please complete all details including details of member(s) in the above box before submission