



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY CIRCULATION BY  
THE BOARD OF DIRECTORS ON DECEMBER 14, 2023**

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**To consider, approve and adopt the Draft Letter of Offer in relation to the  
proposed Rights Issue of Equity Shares amounting up to Rs. 300 Crores**

**“RESOLVED THAT** in furtherance to the resolution dated August 03, 2023 of the Board of Directors of the Company, approving the proposed Rights Issue of Equity Shares of the Company having face value of ₹1 each amounting up to Rs. 300 Crore, the Draft Letter of Offer prepared in accordance with the provisions of the Companies Act, 2013, as amended from time to time, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable regulations, circulars, and guidelines issued by the Securities and Exchange Board of India (“SEBI”) or the Reserve Bank of India, other applicable laws, regulations, policies or guidelines including the guidelines and clarifications issued by the Government of India (such laws, “Applicable Laws”), be and is hereby approved by the Board and adopted for filing with SEBI, BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”, together with BSE, the “Stock Exchanges”) and any other authorities/agencies as may be required, in accordance with Applicable Laws.

**RESOLVED FURTHER THAT** to give effect to the above resolution, Mr. Arjun Dhawan, Executive Vice Chairman, Mr. Jaspreet Bhullar, MD & CEO, Mr. Rahul Rao, Chief Financial Officer, Mr. Rahul Shukla, Assistant Vice-President Finance and Mr. Nitesh Kumar Jha, Company Secretary be and are hereby jointly and severally authorized to take all steps and do all such acts, deeds, matters and things and to sign and execute all such documents, instruments as deemed necessary in this regard, including filing the Draft Letter of Offer with the SEBI, Stock Exchanges and any other authorities/agencies as may be required, making all other necessary filings and intimations to the Stock Exchanges and any other authorities as may be required.

**RESOLVED FURTHER THAT** certified true copy of the foregoing resolution be furnished to the concerned person(s)/authorities in connection with implementation of this resolution, under signature of any Director of the Company or the Company Secretary.”

for **Hindustan Construction Co. Ltd.**

  
Nitesh Kumar Jha  
Company Secretary

Date: March 14, 2024

**Hindustan Construction Co Ltd**

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