

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY SECURITIES ISSUANCE COMMITTEE OF HINDUSTAN CONSTRUCTION COMPANY LIMITED IN THE MEETING HELD ON MONDAY, DECEMBER 1, 2025**

**“RESOLVED THAT** pursuant to the resolution passed by the board of directors on May 8, 2025, read with the resolution passed on November 26, 2025 and the resolution by this Committee in its Meeting held on November 26, 2025, approving the proposed Rights Issue of fully paid-up Equity Shares of the Company, the Letter of Offer to be sent to the existing Shareholders of the Company whose names appear on the Register of Members of the Company/beneficial owners list maintained by the depositories, as at the end of the business hours as on the record date (i.e. Friday, December 5, 2025 and such shareholders of the Company, **“Eligible Equity Shareholders”**), eligible renouncees thereof and/or to such other persons in accordance with the provisions of the Companies Act, 2013, as amended, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 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 (**“Applicable Laws”**), on the record date set out above (the **“Letter of Offer”**), be and is hereby approved and adopted by the Committee 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, as the case may be, in accordance with Applicable Laws.

**RESOLVED FURTHER THAT** to give effect to the above resolution, Mr. Arjun Dhawan, Vice Chairman & Managing Director, Mr. Rahul Shukla, Chief Financial Officer and Mr. Nitesh Kumar Jha, Company Secretary be and are hereby severally authorised to take all steps and do all such acts, deeds, matters and things and to, inter-alia, negotiate, finalize, settle, execute, sign and deliver the engagement letter, memoranda of understanding, agreements and such other documents, including but not limited to any amendments / modifications thereto etc. as they may, in their absolute discretion, deem necessary or desirable to implement the above resolution.

**RESOLVED FURTHER THAT** Securities Issuance Committee be and is hereby authorized to make the necessary changes, updates, alterations, revisions, modifications or amendments in the Letter of Offer, Application Form and other documents, information, disclosures, confirmations, statements, certificates, including financial statements and auditors' report thereon, etc. as may be required to be included / mentioned, in compliance with all applicable provisions of SEBI ICDR Regulations, to be filed with SEBI, Stock Exchanges where the fully paid-up Rights Equity Shares are listed or any other authorities and to inter alia negotiate, authorize, approve and pay commission, fees, remuneration, expenses and / or any other charges to the applicable agencies / intermediaries / persons and to give them such directions or instructions as it may deem fit from time to time.





**RESOLVED FURTHER THAT** certified true copy of this resolution be furnished to the concerned person(s)/authorities under signature of the Company Secretary or any one of the Directors of the Company.”

for **Hindustan Construction Company Ltd.**

  
Nitesh Kumar Jha  
Company Secretary

December 1, 2025