



**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 for the proposed issue of fully paid-up Equity Shares of the Company of face value of ₹1 each (**“Rights Equity Shares”**) at an issue price of ₹12.50 per Rights Equity Share, including a securities premium of ₹11.50 per Rights Equity Share by way of a Rights issue (**“Issue”**), Friday, December 5, 2025 be and is hereby fixed as the record date (**“Record Date”**) in consultation with the Designated Stock Exchange in relation to the Issue and in accordance with applicable laws, for determining the list of the Eligible Equity Shareholders of the Company, as per the beneficial owners list of the depositories and / or the Register Of Members of the Company, who would be eligible to receive the offer under the Issue.

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 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

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 the issue price of each fully paid-up Equity Share of ₹1 each of the Company (the **"Equity Shares"**) to be offered for subscription under the Rights Issue of 79,99,91,900 Equity Shares be and is hereby fixed at ₹12.50 per Rights Equity Share at a securities premium of ₹11.50 per Rights Equity Share payable on application, aggregating up to ₹1,000 Crore on a Rights basis to existing Equity Shareholders of the Company on the record date (**"Eligible Equity Shareholders"**) and such proposed Rights Issue by the Company, be and is hereby approved.

RESOLVED FURTHER THAT the issue of Rights Equity Shares be made in the ratio of 277 (Two Hundred Seventy-Seven) Right Equity Shares for every 630 (Six Hundred Thirty) fully paid-up Equity Shares held by the Eligible Equity Shareholders on the record date (**"Rights Entitlement"**).

RESOLVED FURTHER THAT the following terms of the Issue be and are hereby approved.

- **Rights entitlement ratio and fractional entitlements:** The Rights Equity Shares are being offered on a Rights basis to Eligible Equity Shareholders in the ratio of 277 (Two Hundred Seventy-Seven) Rights Equity Shares for every 630 (Six Hundred Thirty) fully paid-up Equity Shares held on the record date. For Rights Equity Shares being offered under this Issue, if the shareholding of any of the Eligible Equity Shareholders is less than 3 (Three) Equity Shares or not in the multiple of 3, then the integer portion of the Shares will be considered for entitlement and fractional entitlement of such Eligible Equity Shareholders shall be ignored in the computation of the Rights Entitlement. However, the Eligible Equity Shareholders whose fractional entitlements are being ignored, will be given preferential consideration for the allotment of one Equity Share each if they apply for additional Equity Shares over and above their Rights Entitlement, if any.

Further, the Eligible Equity Shareholders holding less than 3 (Three) Equity Shares as on Record date shall have 'zero' Rights Entitlement in the Issue. Such Eligible Equity Shareholders are entitled to apply for additional Rights Equity Shares and will be given preference in the allotment of one additional Equity Share if such Eligible Equity Shareholders apply for the additional Rights Equity Shares. However, they cannot renounce the same in favour of third parties and the application forms shall be non-negotiable.

- **Rights Equity Shares in abeyance:** The Rights Entitlement on the Rights Equity Shares, the ownership of which is currently under dispute and including any court proceedings or are currently under transmission or are held in a demat suspense account and for which the Company has withheld the dividend, shall be held in abeyance and the application form along with the Rights Entitlement letter in relation to these Rights Entitlements shall not be dispatched pending resolution of the dispute or court proceedings or completion of the transmission or pending their release from the demat suspense account. On submission of such documents / records confirming the legal and beneficial ownership of the Rights Equity Shares with regard to these cases on or prior

to the closing date of the Issue, to the satisfaction of the Company, the Company shall make available the Rights Entitlement on such Rights Equity Shares to the identified Eligible Equity Shareholder.

- **Designated Stock Exchange:** BSE Limited will be the Designated Stock Exchange for this Issue.

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 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