

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L45200MH1926PLC001228

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACH0968B

(ii) (a) Name of the company

HINDUSTAN CONSTRUCTION C

(b) Registered office address

Hincon House  
Lal Bahadur Shastri Marg  
Vikhroli West  
Maharashtra  
400083

(c) \*e-mail ID of the company

secretarial@hccindia.com

(d) \*Telephone number with STD code

02225751000

(e) Website

www.hccindia.com

(iii) Date of Incorporation

27/01/1926

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE LIMITED	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U74999MH2018PTC307859

Pre-fill

Name of the Registrar and Transfer Agent

TSR CONSULTANTS PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 29/09/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	F2	Roads, railways, Utility projects	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 37

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	WESTERN SECURITIES LIMITED	U67120MH1985PLC037511	Subsidiary	97.87
2	HREL REAL ESTATE LIMITED	U70100MH2005PLC154004	Subsidiary	100

3	PANCHKUTIR DEVELOPERS LIM	U45201MH2006PLC165073	Subsidiary	100
4	HCC Mauritius Enterprises Lim		Subsidiary	100
5	HCC CONTRACT SOLUTIONS LI	U74110MH2009PLC190725	Subsidiary	100
6	HIGHBAR TECHNOLOGIES LIM	U72900MH2009PLC197299	Subsidiary	100
7	HCC INFRASTRUCTURE COMP	U45400MH2010PLC210944	Subsidiary	100
8	HCC Mauritius Investments Lin		Subsidiary	100
9	HRL TOWNSHIP DEVELOPERS L	U45201MH2006PLC163478	Subsidiary	100
10	MAAN TOWNSHIP DEVELOPER	U45200MH2007PLC167462	Subsidiary	100
11	PROLIFIC RESOLUTION PRIVAT	U74999RJ2019PTC064522	Subsidiary	100
12	HRL (THANE) REAL ESTATE LIM	U45201MH2006PLC163515	Subsidiary	0
13	NASHIK TOWNSHIP DEVELOPE	U45200MH2007PLC167416	Subsidiary	0
14	POWAI REAL ESTATE DEVELOP	U70102MH2009PLC189760	Subsidiary	0
15	HCC REALTY LIMITED	U70102MH2010PLC200209	Subsidiary	0
16	HCC AVIATION LIMITED	U63033MH2008PLC182384	Subsidiary	0
17	HCC OPERATIONS & MAINTEN	U93030MH2012PLC237676	Subsidiary	0
18	DHULE PALESNER OPERATION	U93000MH2011PLC217639	Subsidiary	0
19	HCC POWER LIMITED	U40300MH2011PLC218286	Subsidiary	0
20	HCC CONCESSIONS LIMITED	U45202MH2008PLC178890	Subsidiary	0
21	NARMADA BRIDGE TOLLWAY I	U45400MH2012PLC232354	Subsidiary	0
22	BADARPUR FARIDABAD TOLLV	U45203MH2008PLC184750	Subsidiary	0
23	BAHARAMPORE-FARAKKA HIG	U45200MH2010PLC200748	Subsidiary	0
24	RAIGANJ-DALKHOLA HIGHWA	U45400MH2010PLC200734	Subsidiary	0
25	HCC ENERGY LIMITED	U40300MH2015PLC267394	Subsidiary	0
26	Steiner AG		Subsidiary	0
27	Steiner Promotions et Participa		Subsidiary	0

28	Steiner (Deutschland) GmbH		Subsidiary	0
29	VM + ST AG		Subsidiary	0
30	Steiner Leman SAS		Subsidiary	0
31	STEINER INDIA LIMITED	U45203MH2011FLC221029	Subsidiary	0
32	Manufakt8048 AG		Subsidiary	0
33	Werkarena Basel AG		Joint Venture	0
34	Evostate AG		Associate	0
35	MCR Managing Corp. Real Esta		Associate	0
36	Evostate Immobilien AG		Associate	0
37	HIGHBAR TECHNOCRAT LIMITE	U72100MH2010PLC210078	Associate	0

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	2,000,000,000	1,513,039,759	1,513,028,244	1,513,028,244
Total amount of equity shares (in Rupees)	2,000,000,000	1,513,039,759	1,513,028,244	1,513,028,244

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	2,000,000,000	1,513,039,759	1,513,028,244	1,513,028,244
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	2,000,000,000	1,513,039,759	1,513,028,244	1,513,028,244

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	10,000,000	0	0	0
Total amount of preference shares (in rupees)	100,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	10,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	100,000,000	0	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	4,360,252	1,508,667,9	1513028244	1,513,028,2	1,513,028,	
Increase during the year	0	67,712	67712	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	67,712	67712	0	0	0
Demat						
Decrease during the year	67,712	0	67712	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	

iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	67,712	0	67712	0	0	
Demat						
At the end of the year	4,292,540	1,508,735,7	1513028244	1,513,028,2	1,513,028,	
<b>Preference shares</b>						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☒ No

☐ Not Applicable

Separate sheet attached for details of transfers

☒ Yes

☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text" value="23/09/2021"/>	
Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>



Ledger Folio of Transferor							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surname		middle name		first name		

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	1,000	1000000	411,205,791
Partly convertible debentures	11,912,774	1000	11,912,774,000
Fully convertible debentures	0	0	0
<b>Total</b>			12,323,979,791

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	633,728,081	0	222,522,290	411,205,791
Partly convertible debentures	11,956,229,000	0	43,455,000	11,912,774,000
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**



**(i) Turnover**

46,662,826,557

**(ii) Net worth of the Company**

4,683,346,689

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,378,694	0.16	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	522,836,177	34.56	0	
10.	Others	0	0	0	
	<b>Total</b>	525,214,871	34.72	0	0

**Total number of shareholders (promoters)**

10

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	541,621,751	35.8	0	
	(ii) Non-resident Indian (NRI)	12,735,570	0.84	0	
	(iii) Foreign national (other than NRI)	1,000	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	20,000	0	0	
3.	Insurance companies	8,382,144	0.55	0	
4.	Banks	117,376,387	7.76	0	
5.	Financial institutions	2,308,978	0.15	0	
6.	Foreign institutional investors	183,890,256	12.15	0	
7.	Mutual funds	73,580,077	4.86	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	40,775,865	2.69	0	
10.	Others Clearing Members, IEPF, Tru	7,121,345	0.47	0	
	<b>Total</b>	987,813,373	65.27	0	0

**Total number of shareholders (other than promoters)** 337,674

**Total number of shareholders (Promoters+Public/  
Other than promoters)** 337,684

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Asia Opportunities Iv (	Mumbai			115,462,961	7.63
India Insight Value Fui	Mumbai			12,600,000	0.8
Vanguard Emerging M	Mumbai			11,466,715	0.76
Vanguard Total Intern	Mumbai			10,541,092	0.7

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
India Opportunities G	Mumbai			7,450,000	0.49
Vanguard Fiduciary Tr	Mumbai			4,809,688	0.32
Spdr Portfolio Emergi	Mumbai			3,821,459	0.25
Vanguard Ftse All-Wo	Mumbai			3,291,280	0.22
Emerging Markets Co	Mumbai			2,655,838	0.18
Dovetail India Fund Cl	Mumbai			2,550,000	0.17
The Emerging Market:	Mumbai			2,351,198	0.16
Spdr S&P Emergin	Mumbai			840,308	0.06
Stichting Depositary A	Mumbai			827,624	0.05
Florida Retirement Sy:	Mumbai			707,518	0.05
Spdr S And P Emergin	Mumbai			632,432	0.04
Fidelity Rutland Squar	Mumbai			504,895	0.03
Barclays Merchant Bar	Mumbai			450,000	0.02
Custody Bank Of Japa	Mumbai			429,450	0.02
Vanguard Total World	Mumbai			413,160	0.02
Dimensional World Ex	Mumbai			364,820	0.02
Vanguard Fiduciary Tr	Mumbai			333,797	0.02
Emerging Markets Soc	Mumbai			299,215	0.01
Emerging Markets Sus	Mumbai			265,796	0.01
Emerging Markets Co	Mumbai			180,738	0.01
World Ex U.S. Core Equ	Mumbai			161,631	0.01

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	258,861	337,674
Debenture holders	22	21

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	2	0	2	0	0.14	0
<b>B. Non-Promoter</b>	0	5	0	5	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	1	0	1	0	0
(i) Banks & FIs	0	1	0	1	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>2</b>	<b>6</b>	<b>2</b>	<b>6</b>	<b>0.14</b>	<b>0</b>

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 11

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ajit Gulabchand	00010827	Managing Director	2,117,294	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Arjun Dhawan	01778379	Whole-time director	0	
Ramanujacharyulu Natesan	02010249	Director	4,100	
Santosh Jankiram Iyer	06801226	Director	0	
Mahendra Singh Mehta	00019566	Director	0	
Mukul Sarkar	00893700	Nominee director	0	
Dr. Mita Dixit	08198165	Director	0	
Arun Karambelkar	02151606	Director	0	
Jaspreet Singh Bhullar	AARPB0839P	CEO	0	
Rahul P. Rao	AGEPR8769H	CFO	0	
Vithal P. Kulkarni	AADPK6618F	Company Secretary	2,000	12/05/2022

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

9

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
ARUN VISHNU KARAM	02151606	Additional director	23/06/2021	Appointment
RAMANUJACHARYULU NATESAN	02010249	Director	23/06/2021	Change in designation
Rahul P. Rao	AGEPR8769H	CFO	12/08/2021	Appointment
ARUN VISHNU KARAM	02151606	Additional director	23/09/2021	Change in designation
RAMANUJACHARYULU NATESAN	02010249	Director	23/09/2021	Change in designation
ANIL C. SINGHVI	00239589	Director	23/12/2021	Cessation
Jaspreet Singh Bhullar	AARPB0839P	CEO	23/03/2022	Appointment
Venkata Phani Kumar L	AAKPU9713A	CEO	23/03/2022	Cessation
Arjun Dhawan	AAGPD1992A	CEO	23/03/2022	Cessation

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Meeting	29/06/2021	342,552	90	35.24
Annual General Meeting	23/09/2021	343,910	100	35.29
Extra Ordinary General Meeting	23/03/2022	338,985	63	35

**B. BOARD MEETINGS**

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2021	8	8	100
2	23/06/2021	8	8	100
3	12/08/2021	9	9	100
4	11/11/2021	9	8	88.89
5	03/02/2022	8	8	100
6	23/03/2022	8	8	100

**C. COMMITTEE MEETINGS**

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	27/05/2021	4	4	100
2	Audit Committee	22/06/2021	4	4	100
3	Audit Committee	12/08/2021	4	4	100
4	Audit Committee	11/11/2021	4	4	100
5	Audit Committee	03/02/2022	3	3	100
6	Nomination and Remuneration Committee	22/06/2021	4	4	100
7	Nomination and Remuneration Committee	12/08/2021	4	4	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	Nomination an	15/02/2022	4	3	75
9	Nomination an	23/03/2022	4	4	100
10	Stakeholders F	23/03/2022	3	3	100

#### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	29/09/2022
								(Y/N/NA)
1	Ajit Gulabchar	6	6	100	6	6	100	Yes
2	Arjun Dhawan	6	6	100	3	3	100	Yes
3	Ramanujachai	6	6	100	10	9	90	Yes
4	Santosh Janki	6	6	100	5	5	100	Yes
5	Mahendra Sin	6	6	100	12	12	100	Yes
6	Mukul Sarkar	6	5	83.33	0	0	0	No
7	Dr. Mita Dixit	6	6	100	5	5	100	Yes
8	Arun Karambe	4	4	100	0	0	0	Yes

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Ajit Gulabchand	Chairman & Mar	61,674,009	0	0	8,325,991	70,000,000
2	Arjun Dhawan	Whole time Dire	61,674,010	0	0	8,325,990	70,000,000
	Total		123,348,019	0	0	16,651,981	140,000,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

4



S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rahul P. Rao	CFO	6,947,033	0	0	400,606	7,347,639
2	Venkata Phani Kum	CEO	29,480,616	0	0	942,432	30,423,048
3	Jaspreet Singh Bhu	CEO	3,116,272	0	0	24,640	3,140,912
4	Vithal P. Kulkarni	Company Secre	11,535,857	0	0	28,800	11,564,657
	Total		51,079,778	0	0	1,396,478	52,476,256

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anil C. Singhvi	Director	0	0	0	1,000,000	1,000,000
2	Ramanujacharyulu l	Director	0	0	0	1,600,000	1,600,000
3	Santosh Janakiram	Director	0	0	0	1,100,000	1,100,000
4	Mahendra Singh Me	Director	0	0	0	1,800,000	1,800,000
5	Mukul Sarkar	Nominee Directo	0	0	0	500,000	500,000
6	Dr. Mita Dixit	Director	0	0	0	1,100,000	1,100,000
7	Arun Karambelkar	Director	0	0	0	400,000	400,000
	Total		0	0	0	7,500,000	7,500,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☐ Yes ☒ No

B. If No, give reasons/observations

Refer MGT-8

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Vinay Angane & Associates

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

9837

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...

06

dated

02/11/2017

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

DIN of the director

01778379

**To be digitally signed by**

- ☒ Company Secretary  
☐ Company secretary in practice

Membership number

Certificate of practice number

#### Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

#### List of attachments

HCC-List of Flls.pdf
HK_SHT.pdf
HCC-Committee Meetings.pdf
MGT_8_2021_22_HCC_FINAL_SD.pdf

**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

**(c) Details of Foreign Institutional Investors (FIIs) holding shares of the Company**

<b>Name of the FII</b>	<b>Address</b>	<b>Number of shares held</b>	<b>% of shares held</b>
ASIA OPPORTUNITIES IV (MAURITIUS) LIMITED	STANDARD CHARTERED BANK 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	115462961	7.6312
INDIA INSIGHT VALUE FUND	DEUTSCHE BANK AG, DB HOUSE P.O.BOX NO. 1142, FORT MUMBAI 400001	12600000	0.8328
VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	JPMORGAN CHASE BANK N.A. 6TH FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	11466715	0.7579
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	JPMORGAN CHASE BANK N.A. 6TH FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	10541092	0.6967
INDIA OPPORTUNITIES GROWTH FUND LTD - PINWOOD STRATEGY	STANDARD CHARTERED BANK 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	7450000	0.4924
VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	JPMORGAN CHASE BANK N.A. 6TH FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	4809688	0.3179
SPDR PORTFOLIO EMERGING MARKETS ETF	HSBC SECURITIES SERVICES 11TH FLOOR W E HIGHWAY GOREGAON EAST MUMBAI 400063	3821459	0.2526
VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEXFUND	DEUTSCHE BANK AG POST BOX NO. 1142, FORT MUMBAI 400001	3291280	0.2175
EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	CITIBANK N.A. CUSTODY SERVICES PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	2655838	0.1755
DOVETAIL INDIA FUND CLASS 6 SHARES	DBS BANK INDIA LTD EXPRESS TOWERS NARIMAN POINT 400021	2550000	0.1685
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	2351198	0.1554
SPDR S&AMPP EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR W E HIGHWAY GOREGAON EAST MUMBAI 400063	840308	0.0555
STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY POOL	JPMORGAN CHASE BANK N.A. 6TH FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	827624	0.0547
FLORIDA RETIREMENT SYSTEM - ACADIAN ASSET MANAGEMENT, INC.	DEUTSCHE BANK AG POST BOX NO. 1142, FORT MUMBAI 400001	707518	0.0468
SPDR S AND P EMERGING ASIA PACIFIC ETF	HSBC SECURITIES SERVICES 11TH FLOOR W E HIGHWAY GOREGAON EAST MUMBAI 400063	632432	0.0418
FIDELITY RUTLAND SQUARE TRUST II STRATEGIC ADVISERS EMERGING MARKETS FUND AS MANAGED BY ACADIAN ASSET MANAGEMENT LLC	CITIBANK N.A. CUSTODY SERVICES PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	504895	0.0334
BARCLAYS MERCHANT BANK (SINGAPORE) LTD.	STANDARD CHARTERED BANK 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	450000	0.0297
CUSTODY BANK OF JAPAN, LTD. RE: SMTB AXA IM EMERGING	HSBC SECURITIES SERVICES NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI 400063	429450	0.0284

SMALL CAP EQUITY MOTHER FUND			
VANGUARD TOTAL WORLD STOCK INDEX FUND	DEUTSCHE BANK AG POST BOX NO. 1142, FORT MUMBAI 400001	413160	0.0273
DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	364820	0.0241
VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	JPMORGAN CHASE BANK N.A. 6TH FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	333797	0.0221
EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	299215	0.0198
EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	265796	0.0176
EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	DEUTSCHE BANK AG, DB HOUSE P.O.BOX NO. 1142, FORT MUMBAI 400001	180738	0.0119
WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	161631	0.0107
ELARA CAPITAL MAURITIUS LTD	ICICI BANK LTD 414 S B MARG LOWER PAREL MUMBAI 400013	115475	0.0076
EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	101910	0.0067
ALASKA PERMANENT FUND	DEUTSCHE BANK AG POST BOX NO. 1142, FORT MUMBAI 400001	90465	0.006
DFA INTERNATIONAL CORE EQUITY FUND	STANDARD CHARTERED BANK 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	90316	0.006
UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICES PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	46109	0.003
ILF MAURITIUS	C/O CITI BANK N A BARODAWALA MANSION DR ANNIE BESANT ROAD WORLI MUMBAI MAHARASHTRA 400018	25000	0.0017
I L F MAURITIUS	C/O CITIBANK N A CUSTODY SERVICES BARODAWALA MANSION DR ANNIE BESANT ROAD WORLI MAHARASHTRA 400018	6000	0.0004
QUADRATURE CAPITAL VECTOR SP LIMITED	JPMORGAN CHASE BANK N.A., PARADIGM B, MINDSPACE, MALAD W, MUMBAI 400064	2804	0.0002
AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE P.O.BOX NO. 1142, FORT MUMBAI 400001	458	0
BNP PARIBAS ARBITRAGE	BNP PARIBAS, CUSTODY OPERATIONS 1 NORTH AVENUE, MAKER MAXITY BKC, BANDRA EAST, MUMBAI 400051	104	0
<b>TOTAL:</b>		183890256	12.15

Hindustan Construction Co Ltd								
Details of shares/debentures transfers from								
			01/04/2021	To	31/03/2022	Closure Date :	31-03-2021	
TRANSFER DATE	TYPE	SH/DB	AMTPERSH	FOLIO	SELLER NAME	FOLIO	BUYER NAME	
20/04/2021	1	2000	000001	A0014937	ANJANA RAMESH SHAH	ND000001	NATIONAL SECURITY DE	
07/05/2021	1	200	000001	ND000001	NATIONAL SECURITIES	S0500277	SUMBUL RIZVI	
17/05/2021	1	1000	000001	S0051090	SHARDABEN KHAMBHADIA	ND000001	NATIONAL SECURITY DE	
23/06/2021	1	3000	000001	R0264956	ROSHAN ARDESHIR BHAR	A0500192	ASPY SOHRAB GOTLA	
23/06/2021	1	1000	000001	S0009284	SUBBA RAO SISTA	N0500127	NAGARATNAM SISTA	
05/07/2021	1	1000	000001	S0500274	SAMEER KUMAR SINGH	ND000001	NATIONAL SECURITY DE	
30/07/2021	1	3000	000001	A0500192	ASPY SOHRAB GOTLA	ND000001	NATIONAL SECURITY DE	
11/08/2021	1	2000	000001	P0013552	PRITHVIRAJ SACHDEVA	D0500063	DEEPAK PRITHVIRAJ SA	
11/08/2021	1	2000	000001	B0036091	BAL KRISHNA BINANI	L0500016	LOKESH BINANI	
13/09/2021	1	2000	000001	L0500016	LOKESH BINANI	ND000001	NATIONAL SECURITY DE	
21/09/2021	1	2101	000001	ND000001	NATIONAL SECURITIES	D0500064	DHARMENDRA VANVALA	
05/10/2021	1	2000	000001	R0015444	R D S VERMA	ND000001	NATIONAL SECURITY DE	
13/10/2021	1	2000	000001	M0022520	MUKESH SUMATILAL SHE	CD000001	CENTRAL DEPOSITORY S	
13/10/2021	1	2000	000001	D0500063	DEEPAK PRITHVIRAJ SA	CD000001	CENTRAL DEPOSITORY S	
13/10/2021	1	3000	000001	V0258333	VISHNU KANT GOENIKA	CD000001	CENTRAL DEPOSITORY S	
03/11/2021	1	1000	000001	V0052708	VEERSEN SIDHWANI	CD000001	CENTRAL DEPOSITORY S	
12/11/2021	1	2000	000001	U0038796	USHA SINGHAL	CD000001	CENTRAL DEPOSITORY S	
16/11/2021	1	2000	000001	D0023119	DINESHCHANDRA RAMANL	CD000001	CENTRAL DEPOSITORY S	
23/11/2021	1	2000	000001	N0008564	NARINDER KUMAR DAWAR	ND000001	NATIONAL SECURITY DE	
10/12/2021	1	3000	000001	N0252763	NARAYAN PRASAD AGARW	ND000001	NATIONAL SECURITY DE	
24/12/2021	1	250	000001	G0261625	GEETHA SUNIL	ND000001	NATIONAL SECURITY DE	
28/12/2021	1	2000	000001	L0268165	LILABEN K SUKHANI	CD000001	CENTRAL DEPOSITORY S	
28/12/2021	1	1500	000001	R0256210	RATNA MALA GARUDA	ND000001	NATIONAL SECURITY DE	
30/12/2021	1	1000	000001	B0010178	BRENDA HENRIETTA NAZ	ND000001	NATIONAL SECURITY DE	
06/01/2022	1	3000	000001	M0266822	MADAN GOPAL TODI	S0500278	SASHI KANT TODI	
14/01/2022	1	4000	000001	K0043186	KALAVATHI RAO	ND000001	NATIONAL SECURITY DE	
19/01/2022	1	2000	000001	A0033327	ASHOKKUMAR JAYANTILA	ND000001	NATIONAL SECURITY DE	
01/02/2022	1	3000	000001	S0264912	SHALINI KAMATH	ND000001	NATIONAL SECURITY DE	
09/02/2022	1	2000	000001	U0029141	USHA SUNDARARAJAN	ND000001	NATIONAL SECURITY DE	
15/02/2022	1	1000	000001	S0011736	SHAMIM HATIMBHAI DHA	CD000001	CENTRAL DEPOSITORY S	
24/02/2022	1	50	000001	S0500259	SUSHIL KUMAR GAUR	CD000001	CENTRAL DEPOSITORY S	
24/02/2022	1	3000	000001	K0252696	K V SRINATH	ND000001	NATIONAL SECURITY DE	
24/02/2022	1	2000	000001	K0029299	KRISHNAN SUNDARARAJA	ND000001	NATIONAL SECURITY DE	
24/02/2022	1	3000	000001	V0252697	VANAJA SRINATH	ND000001	NATIONAL SECURITY DE	
25/02/2022	1	1000	000001	G0500028	GOPALAKRISHNAN .	CD000001	CENTRAL DEPOSITORY S	
25/02/2022	1	2000	000001	n0004935	NARESH NAIK	ND000001	NATIONAL SECURITY DE	
02/03/2022	1	2000	000001	U0064701	USHA HASMUKH DOSHI	CD000001	CENTRAL DEPOSITORY S	
04/03/2022	1	1000	000001	S0051845	SEEMA SHARMA	CD000001	CENTRAL DEPOSITORY S	
04/03/2022	1	1000	000001	Y0006031	YOGINABEN RAJNIKANT	ND000001	NATIONAL SECURITY DE	
04/03/2022	1	1000	000001	B0002651	BHUDARBHAI D PATEL	ND000001	NATIONAL SECURITY DE	
09/03/2022	1	500	000001	M0038118	MADHU MITTAL	CD000001	CENTRAL DEPOSITORY S	
09/03/2022	1	1713	000001	B0600001	BABY THOOMKUZHY	CD000001	CENTRAL DEPOSITORY S	
14/03/2022	1	3000	000001	A0500188	ASFIYA SOHEL SARESHW	CD000001	CENTRAL DEPOSITORY S	
15/03/2022	1	2000	000001	M0500094	MITIN VINOD JAIN	ND000001	NATIONAL SECURITY DE	
25/03/2022	1	2000	000001	A0030358	ARUNA SINGHVI	CD000001	CENTRAL DEPOSITORY S	

### C. COMMITTEE MEETINGS

Number of meetings held: 13

Sr. No.	Type of Meeting	Date of Meeting	Total Number of directors associated as on the date of meeting	Attendance	
				Number of directors attended	% of attendance
11	Risk Management Committee (RMC)	11/11/2021	3	3	100
12	Risk Management Committee (RMC)	09/02/2022	3	3	100
13	Corporate Social Responsibility Committee (CSR)	22/06/2021	3	3	100



**VINAY ANGANE & ASSOCIATES**  
**COMPANY SECRETARIES**

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C/1101, RNA COMPLEX, SUNDER NAGAR, KALINA, SANTACRUZ (E), MUMBAI 400098  
E-Mail :vinayangane@rediffmail.com

**Form No. MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records and books and papers of **Hindustan Construction Company Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on **March 31, 2022**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act and Rules made there under in respect of:
  1. Its status under the Act;
  2. Maintenance of registers/records & making entries therein within the time prescribed thereof;
  3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time in general;
  4. Calling/ convening/ holding meetings of Board of Directors and its committees, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book /registers maintained for the purpose and the same have been signed;
  5. The Register of Members was closed by the company in accordance with the provisions of the Act;
  6. The Company did not give any advance/ loans to its Directors and or persons or firms or companies referred to in Section 185 of the Act;
  7. The Company has complied with Section 188 of the Act w.r.t. contracts/arrangements with related parties;
  8. The Company has not issued or allotted or transmitted or bought back securities/ made redemption of preference shares or made alteration or reduction of share capital/ converted shares/ securities except the Company has redeemed its 1200 Secured Redeemable Non-Convertible Debentures issued to Axis Bank and has received No Objection Certificate from Axis Bank dated February 23, 2022. Also, Company has processed transfers of securities within the prescribed time.

9. The Company has neither declared any dividend nor bonus shares, hence keeping in abeyance the rights as to dividend or rights as to bonus shares pending registration in case of bonus shares is not applicable;
10. The Company has not transferred the unpaid/ unclaimed dividend/other amounts and shares as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act since there were no amounts which were required to be transferred to the Investor Education and Protection Fund;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them but remuneration paid was in excess of the limits prescribed under Section 197 of the Companies Act, 2013, in respect of which approval of its shareholders was obtained. However, the formality of prior approval from the lenders of the Company as required under Section 197 was to be completed.
13. The auditor was appointed in Annual general Meeting held in Year 2019 for tenure of five years as per the provisions of section 139 of the Act and hence the question of re-appointment or filling up casual vacancies does not arise during the year;
14. During the year under review, the Company was not required to take any approval from the Central Government/Tribunal/ Regional Director/ Registrar of Companies or such other authorities under the various provisions of the Act;
15. The Company has neither accepted/ renewed any deposits, hence the question of repayment of deposits does not arise;
16. The Company has not borrowed any amounts from its directors or members. The Company has borrowed amounts from banks, public financial institutions, others and has created charges in that respect, wherever applicable in accordance with the provisions of the Act;
17. The details of loans/ investments/ guarantees and provision of securities to other bodies corporate or persons falling under the provision of Section 186 of the Act, have been provided to the Board from time to time and the same have been approved by the Board;
18. The Company has neither altered the provisions of the Memorandum of Association nor Articles of Association of the Company during the year under review.

**Place: Mumbai**  
**Date : 22/11/2022**

**For Vinay Angane and Associates**  
**Company Secretaries**



**Vinay Angane**  
**Proprietor**  
**ACS No.: 20937**  
**C P No.: 9837**  
**UDIN : A020937D002021089**