



HCC/ SEC/ 2020

December 24, 2020

BSE Limited The Corporate Relationship Dept, 1 st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001. Scrip Code: 500185	National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051. Scrip Code: HCC
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Dear Sir,

Sub.: Voting Results of the 94th Annual General Meeting

Please find enclosed details of the Voting Results of the 94th Annual General Meeting of the Company held on Thursday, December 24, 2020 at 11.00 a.m. through Video Conferencing("VC")/Other Audio Visual Means ("OAVM") in the format as prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with Combined Scrutinizer's Report.

Thanking you,

Yours faithfully

For Hindustan Construction Company Limited


Vithal P Kulkarni
Company Secretary

Encl.: As above

Hindustan Construction Co Ltd

Hincon House,
LBS Marg, Vikhroli (West),
Mumbai - 400 083, India
Tel : +91 22 2575 1000 Fax : +91 22 2577 7568
CIN : L45200MH1926PLC001228

www.hccindia.com

HINDUSTAN CONSTRUCTION CO. LTD.									
Resolution (1)									
Resolution required: (Ordinary / Special)			Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Ordinary Resolution for adoption of the Audited Standalone and Consolidated Financial Statements of the Company together with the Reports of the Board of Directors and Auditors.									
Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/ [1]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/ [2]*100	% of Votes against on votes polled [7]=[5]/ [2]*100	Invalid Votes
		[1]	[2]	[3]=[2]/ [1]*100	[4]	[5]	[6]=[4]/ [2]*100	[7]=[5]/ [2]*100	[8]
1	E-Voting		524963471	99.95	524963471	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	525214871	524963471	99.95	524963471	0	100.00	0.00	0
	E-Voting		126314022	27.48	96056956	30257066	76.05	23.95	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	459697099	126314022	27.48	96056956	30257066	76.05	23.95	0
2	E-Voting		9978271	1.89	9925516	52755	99.47	0.53	0
	Poll		2507984	0.47	2507971	13	100.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	528116274	12486255	2.36	12433487	52768	99.58	0.42	0
3	E-Voting		661255764	43.70	630945943	30309821	95.42	4.58	0
	Poll		2507984	0.17	2507971	13	100.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	1513028244	663763748	43.87	633453914	30309834	95.43	4.57	0



For HINDUSTAN CONSTRUCTION CO. LTD.

V. P. KULKARANI
Company Secretary

HINDUSTAN CONSTRUCTION CO. LTD.										
Resolution (2)										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Special Resolution for appointment of Mr. N. R. Acharyulu (DIN: 02010249), who retires by rotation and being eligible, offers himself for re-appointment as a Director.										
Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	Votes Polled on outstanding shares [3]=[2]/ [1]*100	No. of Votes - in favour	No. of Votes - against	Votes in favour on votes polled [6]=[4]/ [2]*100	Votes against on votes polled [7]=[5]/ [2]*100	Invalid Votes	
		[1]	[2]		[4]	[5]			[8]	
	E-Voting		524963471	99.95	524963471	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
1	Total	525214871	524963471	99.95	524963471	0	100.00	0.00	0	0
	E-Voting		126314022	27.48	94261609	32052413	74.62	25.38	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
2	Total	459697099	126314022	27.48	94261609	32052413	74.62	25.38	0	0
	E-Voting		9978271	1.89	9558880	419391	95.80	4.20	0	0
	Poll		2507984	0.47	2507971	13	100.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
3	Total	528116274	12486255	2.36	12066851	419404	96.64	3.36	0	0
	E-Voting		661255764	43.70	628783960	32471804	95.09	4.91	0	0
	Poll		2507984	0.17	2507971	13	100.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
Total	Total	1513028244	663763748	43.87	631291931	32471817	95.11	4.89	0	0



For HINDUSTAN CONSTRUCTION CO. LTD.

V. P. KULKARNI
Company Secretary

HINDUSTAN CONSTRUCTION CO. LTD.									
Resolution (3)					Ordinary				
Resolution required: (Ordinary / Special)					No				
Whether promoter/ promoter group are interested in the agenda/resolution?									
Ordinary Resolution for appointment of Dr. Mita Dixit (DIN: 08198165) as an Independent Woman Director of the Company.									
Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	Votes Polled on outstanding shares [3]=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	Votes in favour on votes polled [6]=[(4)/(2)]*100	Votes against on votes polled [7]=[(5)/(2)]*100	Invalid Votes
		[1]	[2]		[4]	[5]			[8]
1	E-Voting		524963471	99.95	524963471	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	525214871	524963471	99.95	524963471	0	100.00	0.00	0
2	E-Voting		126314022	27.48	126314022	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	459697099	126314022	27.48	126314022	0	100.00	0.00	0
3	E-Voting		9978269	1.89	9564260	414009	95.85	4.15	0
	Poll		2507984	0.47	2507971	13	100.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	528116274	12486253	2.36	12072231	414022	96.68	3.32	0
Total	E-Voting		661255762	43.70	660841753	414009	99.94	0.06	0
	Poll		2507984	0.17	2507971	13	100.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	1513028244	663763746	43.87	663349724	414022	99.94	0.06	0

For HINDUSTAN CONSTRUCTION CO. LTD.



V. P. KULKARNI
Company Secretary

HINDUSTAN CONSTRUCTION CO. LTD.												
Resolution (4)												
Resolution required: (Ordinary / Special)					Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?					No							
Ordinary Resolution for ratification of remuneration of Cost Auditor for FY 2019-20.												
					Total No. of Shares Held	No. of votes polled	Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100	Invalid Votes
Promoter/Public	Mode of Voting				[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
1	E-Voting					524963471	99.95	524963471	0	100.00	0.00	0
	Poll					0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)					0	0.00	0	0	0.00	0.00	0
	Total				525214871	524963471	99.95	524963471	0	100.00	0.00	0
2	E-Voting					126314022	27.48	126314022	0	100.00	0.00	0
	Poll					0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)					0	0.00	0	0	0.00	0.00	0
	Total				459697099	126314022	27.48	126314022	0	100.00	0.00	0
3	E-Voting					9978271	1.89	9568245	410026	95.89	4.11	0
	Poll					2507984	0.47	2507984	0	100.00	0.00	0
	Postal Ballot (if applicable)					0	0.00	0	0	0.00	0.00	0
	Total				528116274	12486255	2.36	12076229	410026	96.72	3.28	0
Total	E-Voting					661255764	43.70	660845738	410026	99.94	0.06	0
	Poll					2507984	0.17	2507984	0	100.00	0.00	0
	Postal Ballot (if applicable)					0	0.00	0	0	0.00	0.00	0
	Total				1513028244	663763748	43.87	663353722	410026	99.94	0.06	0

For HINDUSTAN CONSTRUCTION CO. LTD.



V. P. KULKARNI
Company Secretary

HINDUSTAN CONSTRUCTION CO. LTD.										
Resolution (5)										
Resolution required: (Ordinary / Special)				Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No						
Special Resolution for issue of Securities of the Company.										
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For HINDUSTAN CONSTRUCTION CO. LTD.

V. P. KULKARANI
Company Secretary



**Combined Scrutinizer's Report on Remote E-voting & E-Voting conducted during
the 94th Annual General Meeting of Hindustan Construction Company Limited
held on Thursday, December 24, 2020**

To,
The Chairman,
Hindustan Construction Company Limited
HINCON House,
LBS Marg,
Vikhroli (West)
Mumbai 400083

Sub.: E-voting Results of the Resolution(s) passed at the 94th Annual General Meeting (AGM) of the Equity Shareholders of Hindustan Construction Company Limited (HCC) held on Thursday, December 24, 2020 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 11.00 am (IST) in compliance with the General Circulars No. 20/2020 dated May 5, 2020 read with Circulars dated April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs (MCA) and in accordance with the Circular dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "MCA & SEBI Circulars")

I, B. Narasimhan, Proprietor of B N & Associates, Company Secretaries, have been appointed by the Board of Directors of **Hindustan Construction Company Limited** (*hereinafter referred to as the "Company" or "HCC"*) at its Meeting held on November 24, 2020 as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting (E-Voting) conducted during the 94th AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with MCA & SEBI Circulars issued in this connection, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

Hence, Members could attend and participate in the Annual General Meeting through VC / OAVM, which did not require physical presence of the Members at a common venue. The Notice of AGM including the Audited Financial Statements for the Financial Year 2019-20 had been sent through electronic mode to Members on their e-mail ids as made available from the Benpos provided by the two depositories. The MCA & SEBI Circulars provide for relaxation in the conduct of the AGM, sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI Circulars.

The proceedings of the 94th AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

Report on e-Voting Scrutiny:

- The Company had appointed National Securities Depositories Limited ('NSDL') as the **e-Voting Service Provider ('EVSP')**, for the purpose of providing the facility of remote e-Voting to the Members of the Company and extending the same during the AGM and also for conducting the 94th AGM through Video Conferencing/Other Audio Visual Means; TSR DARASHAW Consultants Private Limited (TCPL) are the Registrar and Transfer Agents ('RTA') of the Company.
- The EVSP had provided a system for recording the votes of the Members electronically through remote e-voting as well as during the meeting on all the items of the business sought to be transacted in the 94th AGM of the Company, which was held on Thursday, December 24, 2020.
- The Service Provider had set up electronic voting facility on its website, <https://evoting.nsdl.com> The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company www.hccindia.com and also its Service Provider and also on the websites of Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited to facilitate the Members to cast their vote through Remote E-Voting as well as E-Voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through e-Voting), was restricted to scrutinize the e-Voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions as stated in the Notice, based on the reports generated from the e-Voting system provided by EVSP.
- As provided in the MCA & SEBI CIRCULARS, the Company had advertised in the newspapers, informing the Members who had not registered their email ids with the Company or RTA or with the respective Depository Participant viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report for the Financial Year 2019-20("Annual Report 2019-20").
- The internal cut-off date for sending the Annual report was 20th November 2020. As on that date the number of shareholders were 2,52,422
- The service provider had sent the Notice of the AGM along with the Annual Report 2019-20 and E-voting details by email to 211367 Members on November 27,2020 whose Email Ids were made available by the Depositories or were registered with the Company / RTA. For those Members, whose email ids were not available / registered, the Notice of the AGM along with Annual Report 2019-20 could not be sent. The Notices sent through email contained the detailed procedure to be followed by the Members to cast their votes



electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI CIRCULARS.

- As prescribed in clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the Applicable Circulars, the Company had released an advertisement in Mumbai, prior to sending Notice of the AGM to the Members which was published in English in 'Business Standard' newspaper dated November 25, 2020 and in Marathi in 'Sakal' newspaper dated November 25, 2020. The Notice contained the required information as provided under clause IV (a) to (f) of the said circular.
- The Company completed the dispatch of Notice of AGM ^{and} Annual Report 2019-20 by email to the Members on November **27, 2020**.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote was **December 17, 2020**.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for four days i.e. from **Sunday, December 20, 2020 (from 9.00 A.M. IST) To Wednesday, December 23, 2020 (upto 5:00 P.M. IST)**
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Business Standard' newspaper dated November 28, 2020 and in Marathi in 'Sakal' newspaper dated November 28, 2020 in Mumbai edition. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the e-voting period on December 23, 2020 at 5.00 P.M. IST, the voting portal of the service provider was blocked forthwith. NSDL provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting. At the 94th AGM of the Company held through VC / OAVM, on Thursday, December 24, 2020, the facility to vote electronically was provided to facilitate those Members who attended the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes. On December 24, 2020, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Gautam Golui and Mr. Chandan who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means, the votes cast through remote E-voting process and at the AGM were tabulated for the purpose of considering the total votes cast by the Members.
- Thereafter, I, as scrutinizer, duly compiled details of the Voting carried out by the Members during the voting period and at the AGM, the details of which are as follows:

The results of the Remote E-voting together with the E-voting conducted during the 94th AGM are as under:



Details	Remote E-voting	E-Voting at AGM	Total voting
Number of Members who cast their votes	221	7	228
Total number of Shares held by them	66,12,55,764	25,07,984	66,37,63,748
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained / less voted /invalid	As mentioned under each of the Resolution.		

Note:

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through E-Voting during the voting period and at the AGM.
2. The votes are not considered valid on account of abstained from voting or voting for lesser number of shares than actually held (to the extent not voted) as on the cut off date.

ORDINARY BUSINESS:

I) Item No. 1 of the Notice (As an Ordinary Resolution):

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 including the Audited Standalone Balance Sheet as at March 31, 2020 and the Standalone Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 including the Audited Consolidated Balance Sheet as at March 31, 2020 and the Consolidated Statement of Profit and Loss for the year ended on that date together with the Reports of the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	63,34,53,914	95.434	3,03,09,834	4.566	Nil

Item No. 1 of Notice stands **PASSED** with the requisite majority.



II) Item No. 2 of the Notice (As a Special Resolution):

Appointment of Mr. N. R. Acharyulu, who retires by rotation and being eligible, offers himself for re-appointment as a Director

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	63,12,91,931	95.108	3,24,71,817	4.892	Nil

Item No. 2 of Notice stands **PASSED** with the requisite majority.

SPECIAL BUSINESS:

III) Item No. 3 of the Notice (As an Ordinary Resolution):

Appointment of Dr. Mita Dixit, as an Independent Woman Director of the Company

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted /invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	66,33,49,724	99.938	4,14,022	0.062	2

Item No. 3 of Notice stands **PASSED** with the requisite majority

SPECIAL BUSINESS:

IV) Item No. 4 of the Notice (As an Ordinary Resolution):

Ratification of Remuneration of Cost Auditor for FY 2019-20

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted /invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	66,33,53,722	99.938	4,10,026	0.062	Nil

Item No. 4 of Notice stands **PASSED** with the requisite majority



V) Item No.5 of the Notice (As a Special Resolution):

Issue of Securities of the Company

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained/ less voted / invalid
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and E-voting at meeting	63,16,56,068	95.163	3,21,07,680	4.837	Nil

Item No. 5 of Notice stands **PASSED** with the requisite majority

All the 5 (Five) Resolutions mentioned in the Notice of 94th AGM dated November 24, 2020 as per the details above stand **PASSED** under E-voting(including Remote E-voting) conducted during the voting period and at the 94th AGM with requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the NSDL, the Service Provider in respect of the votes cast through E-voting conducted during the voting period and at the 94th AGM by the Members of the Company. All other relevant records relating to E-voting are under my safe custody and will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,
For BN & Associates
Company Secretaries

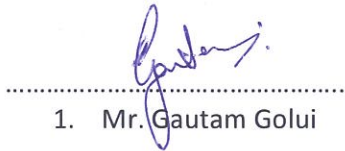


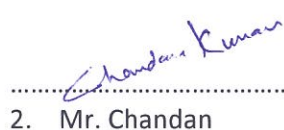
CS B Narasimhan
(Proprietor)
(FCS No. 1303 COP No.: 10440)
UDIN:



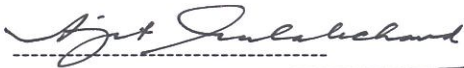
Place: Mumbai
Date: December 24, 2020

The following were the witnesses to the unblocking the votes cast through Remote E-voting and E-voting at the AGM.


1. Mr. Gautam Golui


2. Mr. Chandan

Countersigned and received the report:



Signed by Mr. Ajit Gulabchand,
Chairman

Place: Mumbai

Date: December 24, 2020