

**ATTENDANCE SLIP****HINDUSTAN CONSTRUCTION CO. LTD**

(CIN: L45200MH1926PLC001228)  
 Regd Office: Hincan House,  
 LBS Marg, Vikhroli (West), Mumbai – 400 083.  
 Website: www.hccindia.com  
 Tel.: +91 22 2575 1000 Fax: +91 22 2577 7568

**93<sup>rd</sup> ANNUAL GENERAL MEETING**

→

I / We hereby record my/our presence at the 93<sup>rd</sup> Annual General Meeting of the Company at **Walchand Hirachand Hall, Indian Merchants' Chamber, Indian Merchants' Chamber Marg, Churchgate, Mumbai 400 020 on Thursday, September 26, 2019 at 10.00 a.m.**

Member's Folio / DP ID-Client ID No.                      Member's / Proxy's name in Block Letters                      Member's/Proxy's signature

- Note:**
1. Please complete the Folio / DP ID – Client ID No. and name, sign this Attendance Slip and handover at the Attendance Verification Counter at the Entrance of the Meeting Hall.
  2. Electronic copy of the Annual Report for FY 2018-19 and the Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is sent to all the members whose email address is registered with the Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
  3. Physical copy of the Annual Report for FY 2018-19 and the Notice of the Annual General Meeting along with the Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email address is not registered or who have requested for a hard copy.

**REMOTE E-VOTING PARTICULARS****REMOTE ELECTRONIC VOTING PARTICULARS**

EVEN (Remote E-Voting Event Number)	USER ID	Password / PIN

The Remote e-voting facility will be available during the following voting period:

<b>Commencement of Remote e-voting</b>	<b>From Sunday, September 22, 2019 (9:00 am)</b>
<b>End of Remote e-voting</b>	<b>Upto Wednesday, September 25, 2019 (5:00 pm)</b>

**Note:** During the Remote e-voting period, members of the Company holding shares as on the cut-off date i.e. September 19, 2019 may cast their vote electronically. Any person, who acquires shares of the Company and become a member of the Company after despatching of the Notice and holding shares as of the cut-off date i.e. September 19, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or contact NSDL at following toll free no.: 1800-222-990 or contact the Company or TSR Darashaw Consultants Private Limited, Registrar & Share Transfer Agents.

Please read the instructions given at Note No. 16 of the Notice of the 93<sup>rd</sup> Annual General Meeting carefully before voting electronically.

**PROXY FORM****HINDUSTAN CONSTRUCTION CO. LTD**

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I/We being the member(s) of \_\_\_\_\_ shares of the above named company hereby appoint:

- 1) Name:.....Address.....  
 Email ID.....Signature.....or failing him;
- 2) Name:.....Address.....  
 Email ID.....Signature.....or failing him;
- 3) Name:.....Address.....  
 Email ID.....Signature.....

As my/our proxy to attend and vote for me/us and on my/our behalf at the 93<sup>rd</sup> Annual General Meeting of the Company to be held on Thursday, September 26, 2019 at 10.00 a.m. at **Walchand Hirachand Hall, Indian Merchants' Chamber, Indian Merchants' Chamber Marg, Churchgate, Mumbai 400 020 and at any adjournment thereof in respect of such resolutions as are indicated below:**

Sr. No.	RESOLUTIONS	Optional *	
		For	Against
<b>Ordinary Business</b>			
1	Ordinary Resolution for adoption of the Audited Standalone and Consolidated Financial Statements of the Company		
2	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		
3	Ordinary Resolution for re-appointment of M/s. Walker Chandio & Co.LLP, Chartered Accountants, Mumbai as the Statutory Auditors of the Company		
<b>Special Business</b>			
4	Special Resolution for re-appointment of Mr. Anil C. Singhvi (DIN:00239589) as an Independent Director of the Company		
5	Ordinary Resolution for appointment of Mr. Santosh Janakiram (DIN:06801226) as an Independent Director of the Company		
6	Ordinary Resolution for appointment of Mr. Mahendra Singh Mehta (DIN:00019566) as an Independent Director of the Company		
7	Special Resolution for payment of remuneration to Mr. Ajit Gulabchand, Chairman and Managing Director for 3 years with effect from April 1, 2019 upto March 31, 2022		
8	Special Resolution for payment of Remuneration to Ms. Shalaka Gulabchand Dhawan for the period from April 30, 2019 upto July 31, 2019 as Whole-time Director		
9	Ordinary Resolution for appointment of Ms. Shalaka Gulabchand Dhawan as Management Advisor of the Company w.e.f. August 1, 2019		
10	Special Resolution for revision in Remuneration of Mr. Arjun Dhawan, CEO & Whole-time Director for 3 years with effect from April 1, 2019 upto March 31, 2022		
11	Ordinary Resolution for ratification of Remuneration of Cost Auditor for FY 2018-19		
12	Ordinary Resolution for re-classification of certain member of the Promoter Group to Public Category		
13	Special Resolution for issue of Securities of the Company		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019.

Signature of the Shareholder \_\_\_\_\_ Signature of Proxy holder(s) \_\_\_\_\_

- Notes:**
1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
  2. For the resolutions, explanatory statements and Notes, please refer to the Notice of 93<sup>rd</sup> Annual General Meeting.
  3. \* It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
  4. Please complete all details including details of member(s) before submission of the form.

Affix Revenue Stamp not less than ₹ 1