

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 NA
Vikhroli West
Mumbai City
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

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

Pre-fill

Name of the Registrar and Transfer Agent

Link Intime India Pvt Ltd

Registered office address of the Registrar and Transfer Agents

C 101, 247 Park, Lal Bahadur Shastri Rd, Surya Nagar, Gandhi Nagar, Vikhroli West, Maharashtra 400083

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	HCC Contract Solution Limited	U74110MH2009PLC190725	Subsidiary	100
2	Highbar Technologies Limited	U72900MH2009PLC197299	Subsidiary	100

3	Panchkutir Developers Limited	U45201MH2006PLC165073	Subsidiary	100
4	HCC Operations & Maintenance	U93030MH2012PLC237676	Subsidiary	0
5	HCC Infrastructure Company Limited	U45400MH2010PLC210944	Subsidiary	100
6	Narmada Bridge Tollway Limited	U45400MH2012PLC232354	Subsidiary	0
7	Badarpur Faridabad Tollway Limited	U45203MH2008PLC184750	Subsidiary	0
8	Raiganj-Dalkhola Highways Limited	U45400MH2010PLC200734	Subsidiary	0
9	Steiner India Limited	U45203MH2011FLC221029	Subsidiary	0
10	Western Securities Limited	U67120MH1985PLC037511	Subsidiary	97.87
11	HRL (Thane) Real Estate Limited	U45201MH2006PLC163515	Subsidiary	100
12	HRL Township Developers Limited	U45201MH2006PLC163478	Subsidiary	100
13	Maan Township Developers Limited	U45200MH2007PLC167462	Subsidiary	100
14	HCC Mauritius Investment Limited		Subsidiary	100
15	HCC Mauritius Enterprises Limited		Subsidiary	100
16	Steiner AG, Zurich		Subsidiary	0
17	Steiner (Deutschland) GmbH & Co. KG		Subsidiary	0
18	VM & ST AG, Zurich		Subsidiary	0
19	Steiner Promotions et Participations SA		Subsidiary	0
20	Steiner Projekte AG (w.e.f 19 Feb 2019)		Subsidiary	100
21	Highbar Technocrat Limited	U72100MH2010PLC210078	Associate	0
22	Evostate AG(Including Evostate AG)		Associate	0
23	MCR Managing Corporate Real Estate AG		Associate	0
24	Prolific Resolution Private Limited	U74999RJ2019PTC064522	Joint Venture	49
25	Hegias AG, Zurich		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	1,513,028,244	1,513,028,244	1,513,028,244
Total amount of equity shares (in Rupees)	2,000,000,000	1,513,028,244	151,302,844	1,513,028,244

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	2,000,000,000	1,513,028,244	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	1,513,028,244	151,302,844	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
Preference Shares				
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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	4,292,540	1,508,735,7	1513028244	1,513,028,2	1,513,028,	

Increase during the year	0	0	0	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	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back 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						
Demat						
At the end of the year	4,292,540	1,508,735,7	1513028244	1,513,028,2	1,513,028,	
Preference shares						
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"/>
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				<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	

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	7,530	10,00,000	7,530,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	8,638,811	1000	8,638,811,000

Particulars	Number of units	Nominal value per unit	Total value
Total			16,168,811,000

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	7,888,000,000	0	358,000,000	7,530,000,000
Partly convertible debentures		0		0
Fully convertible debentures	10,595,747,000	0	1,956,936,000	8,638,811,000

(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
Total					

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

(i) Turnover

50,427,100,000

(ii) Net worth of the Company

9,210,800,000

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	281,201,980	15.69	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)	278,823,286	15.56	0	
10.	Others	0	0	0	
	Total	560,025,266	31.25	0	0

Total number of shareholders (promoters)

(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	856,785,440	47.82	0	
	(ii) Non-resident Indian (NRI)	20,287,738	1.13	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	1,040,480	0.06	0	
4.	Banks	92,811,173	5.18	0	
5.	Financial institutions	2,000	0	0	
6.	Foreign institutional investors	139,097,266	7.76	0	
7.	Mutual funds	30,177,681	1.68	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	91,482,486	5.11	0	
10.	Others Trust	121,000	0.01	0	
	Total	1,231,826,264	68.75	0	0

Total number of shareholders (other than promoters)

Total number of shareholders (Promoters+Public/
Other than promoters)

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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	6	7
Members (other than promoters)	358,025	503,531
Debenture holders	54	51

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
A. Promoter	2	0	1	1	0	0.14
B. Non-Promoter	0	5	1	6	0	0
(i) Non-Independent	0	0	1	1	0	0
(ii) Independent	0	5	0	5	0	0
C. Nominee Directors representing	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
Total	2	6	2	8	0	0.14

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

(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)

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

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)

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

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	30/08/2023	378,716	103	19

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/05/2023	9	8	88.89
2	03/08/2023	10	10	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	09/11/2023	10	9	90
4	08/02/2024	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

11

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	NOMINATION	29/03/2024	3	3	100
2	RIGHTS ISSU	25/09/2023	3	3	100
3	RIGHTS ISSU	12/03/2024	3	3	100
4	CORPORATE	08/02/2024	3	3	100
5	RISK MANAG	20/07/2023	5	4	80
6	RISK MANAG	11/01/2024	5	5	100
7	AUDIT COMM	18/05/2023	3	3	100
8	AUDIT COMM	03/08/2023	3	3	100
9	AUDIT COMM	09/11/2023	3	3	100
10	AUDIT COMM	08/02/2024	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	17/09/2024
								(Y/N/NA)
1								
2								
3								
4								

5								
6								
7								
8								
9								
10								

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ajit Gulabchand	Chairman	30,000,000	0	0	1,600,000	31,600,000
2	Arjun Dhawan	Whole Time Director	550,000,000	0	0	0	550,000,000
3	Jaspreet Bhullar	Managing Director	36,830,384	0	0	366,000	37,196,384
	Total		616,830,384	0	0	1,966,000	618,796,384

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Nitesh Kumar Jha	Company Secretary	7,095,972	0	0	21,600	7,117,572
2	Rao Rahul	Chief Financial Officer	14,017,084	0	0	28,800	14,045,884
	Total		21,113,056	0	0	50,400	21,163,456

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	RAMANUJACHARY	Director	1,500,000	0	0	0	1,500,000
2	ARUN VISHNU KAI	Director	400,000	0	0	0	400,000
3	MITA DIXIT	Director	800,000	0	0	0	800,000
4	MUKUL SARKAR	Nominee Director	300,000	0	0	0	300,000
5	MAHENDRA SINGH	Director	1,200,000	0	0	0	1,200,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
6	SANTOSH JANAKI	Director	700,000	0	0	0	700,000
7	ADITYA PRATAP J.	Director	300,000	0	0	0	300,000
	Total		5,200,000	0	0	0	5,200,000

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

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

0

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

0

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

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. .. dated

(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

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 Attachment(s), if any

List of attachments

Attach	HK_Transfer.pdf
Attach	MGT_8_2023-24HCC F signed.pdf
Attach	ATTENDANCE OF DIRECTORS.pdf
Attach	

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