

Ref. No.: NCCL/2022

Date : 24-08-2022

**National Stock Exchange of India Ltd**

Exchange Plaza, C-1, Block G

Bandra – Kurla Complex

Bandra (E)

**MUMBAI - 400 051.**

**Symbol: NCC**

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street,

Fort

**M U M B A I – 400 001.**

**Code: 500294**

Dear Sir(s),

**Sub: Scrutinizers Report of the 32<sup>nd</sup> Annual General Meeting**


Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are forwarding the Scrutinizers Report dated 23-08-2022 of the 32<sup>nd</sup> Annual General Meeting of the Company held on 22-08-2022. All the resolutions contained in the notice convening the AGM were duly approved by the shareholders with requisite majority.

We request you to take the same on record and acknowledge.

Thanking you,

Yours faithfully

**For NCC LIMITED**

  
**M V SRINIVASA MURTHY**  
**COMPANY SECRETARY & EVP (L)**



**SCRUTINIZER'S REPORT**

To,  
The Chairman  
**NCC LIMITED**  
Hyderabad

Dear Sir,

Report on the remote E-voting and the Instapoll conducted at the **32<sup>nd</sup> Annual General Meeting ("AGM")** of **NCC Limited ("Company")** held through Video Conference or Other Audio Visual Means on **Monday August 22, 2022, at 3.00 P.M (IST)**

1. I, A. Ravi Shankar, Practicing Company Secretary, resident of Hyderabad was appointed as the Scrutinizer to scrutinize the votes cast through remote e-voting as well as Instapoll by the Shareholders of the Company to ascertain results for the Resolutions contained in the Notice of the AGM
2. As per the provisions of the Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for voting through electronic means ("remote e-voting") and Instapoll facility for the meeting on all the Resolution(s) contained in the Notice of the AGM..
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and related Rules in respect of voting through electronic means and Instapoll on the Resolution(s) contained in the Notice of the AGM.
4. The Cut- Off date for identifying the members who were entitled to vote on the resolutions placed for approval of members was **August 16, 2022**.



5. The Company had appointed KFin Technologies Limited ("Kfin"), as the service provider for the purpose of extending the facility of remote e-voting to the Members of the Company. Kfin had set up electronic voting facility on its website: <https://evoting.kfintech.com> on all items of business (both Ordinary and Special) sought to be transacted at the AGM. As mentioned in the Notice, the remote e-voting facility for voting was made available to the Share holders during the period August 19, 2022 (9.00 A.M. IST) to August 21, 2022 (5.00 P.M. IST)
6. After conclusion of the meeting, the votes cast through Remote e-Voting facility were duly unblocked by me as a Scrutinizer in the presence of two witnesses who are not in the employment of the Company.
7. Based on the reports generated from the remote e-voting system and Instapoll provided by Kfin, we hereby submit the results of the remote e-voting and Instapoll as Annexure A.

**For A. Ravi Shankar &Co  
Company Secretaries**

  
**A. Ravi Shankar**  
**Proprietor**

**FCS No: 5335**

**C.P No: 4318**

**UDIN: F005335D000832722**



Place : Hyderabad

Date : **August 23, 2022**

## Annexure - A

Item No. 1 – Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	0	615	345689493	100.00	594	342840782	99.18	9	2113	0.00	12	2846598	0.82
Instapoll	27	1506306	0	0	27	1506306	100.00	26	1506305	100.00	1	1	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>0</b>	<b>642</b>	<b>347195799</b>	<b>100.00</b>	<b>620</b>	<b>344347087</b>	<b>99.18</b>	<b>10</b>	<b>2114</b>	<b>0.00</b>	<b>12</b>	<b>2846598</b>	<b>0.82</b>

Item No. 2 – Declaration of dividend on the Equity Shares for the financial year 2021-22 as recommended by the Board of Directors of the Company. (Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	0	615	345689493	100.00	600	345686398	100.00	10	2727	0.00	5	368	0.00
Instapoll	27	1506306	0	0	27	1506306	100.00	26	1506305	100.00	1	1	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>0</b>	<b>642</b>	<b>347195799</b>	<b>100.00</b>	<b>626</b>	<b>347192703</b>	<b>100.00</b>	<b>11</b>	<b>2728</b>	<b>0.00</b>	<b>5</b>	<b>368</b>	<b>0.00</b>

Item No. 3 – Appointment of Sri J V Ranga Raju (DIN: 00020547) as Director who retires by rotation. (Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	50	615	345689443	100.00	563	338521399	97.93	38	7145980	2.07	14	22114	0.01
Instapoll	27	1506306	0	0	27	1506306	100.00	26	1506305	100.00	1	1	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>50</b>	<b>642</b>	<b>347195749</b>	<b>100.00</b>	<b>589</b>	<b>340027704</b>	<b>97.94</b>	<b>39</b>	<b>7145981</b>	<b>2.06</b>	<b>14</b>	<b>22114</b>	<b>0.01</b>

Item No. 4 – Appointment of Sri Utpal Sheth (DIN: 00081012) as Director who retires by rotation. (Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	0	615	345689493	100.00	551	338110082	97.81	50	7362427	2.13	14	216984	0.06
Instapoll	27	1506306	0	0	27	1506306	100.00	26	1506305	100.00	1	1	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>0</b>	<b>642</b>	<b>347195799</b>	<b>100.00</b>	<b>577</b>	<b>339616387</b>	<b>97.82</b>	<b>51</b>	<b>7362428</b>	<b>2.12</b>	<b>14</b>	<b>216984</b>	<b>0.06</b>



Item No. 5 - Re-appointment of M/s. S R Batliboi & Associates LLP, Chartered Accountants (Firm Registration No. 101049W/E300004) as the Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	0	615	345689493	100.00	573	335063731	96.93	27	10408762	3.01	15	217000	0.06
Instapoll	27	1506306	0	0	27	1506306	100.00	26	1506305	100.00	1	1	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>0</b>	<b>642</b>	<b>347195799</b>	<b>100.00</b>	<b>599</b>	<b>336570036</b>	<b>96.94</b>	<b>28</b>	<b>10408763</b>	<b>3.00</b>	<b>15</b>	<b>217000</b>	<b>0.06</b>

Item No. 6 - Ratify the remuneration of the Cost Auditors for the financial year ended 31st March 2022. (Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	0	615	345689493	100.00	578	345431698	99.93	22	10417	0.00	15	247378	0.07
Instapoll	27	1506306	0	0	27	1506306	100.00	26	1506305	100.00	1	1	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>0</b>	<b>642</b>	<b>347195799</b>	<b>100.00</b>	<b>604</b>	<b>346938003</b>	<b>99.93</b>	<b>23</b>	<b>10418</b>	<b>0.00</b>	<b>15</b>	<b>247378</b>	<b>0.07</b>

Item No. 7 - Re-appointment of Sri A A V Ranga Raju (DIN-00019161) as the Managing Director of the Company and to approve the remuneration payable to him (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	0	615	345689493	100.00	561	310727611	89.89	40	34940470	10.11	14	21412	0.01
Instapoll	27	1506306	0	0	27	1506306	100.00	26	1506305	100.00	1	1	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>0</b>	<b>642</b>	<b>347195799</b>	<b>100.00</b>	<b>587</b>	<b>312233916</b>	<b>89.93</b>	<b>41</b>	<b>34940471</b>	<b>10.06</b>	<b>14</b>	<b>21412</b>	<b>0.01</b>

Item No. 8- Re-appointment of Sri A G K Raju (DIN-00019100) as the Executive Director of the Company and to approve the remuneration payable to him (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	0	615	345689493	100.00	546	301638235	87.26	56	44029851	12.74	13	21407	0.01
Instapoll	27	1506306	0	0	27	1506306	100.00	26	1506305	100.00	1	1	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>0</b>	<b>642</b>	<b>347195799</b>	<b>100.00</b>	<b>572</b>	<b>303144540</b>	<b>87.31</b>	<b>57</b>	<b>44029852</b>	<b>12.68</b>	<b>13</b>	<b>21407</b>	<b>0.01</b>



Item No.9 - Re-appointment of Sri J V Ranga Raju (DIN-00020547) as a Whole Time Director of the Company and to approve the remuneration payable to him. (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	0	615	345689493	100.00	556	310710285	89.88	46	34957812	10.11	13	21396	0.01
Instapoll	27	1506306	0	0	27	1506306	100.00	26	1506305	100.00	1	1	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>0</b>	<b>642</b>	<b>347195799</b>	<b>100.00</b>	<b>582</b>	<b>312216590</b>	<b>89.93</b>	<b>47</b>	<b>34957813</b>	<b>10.07</b>	<b>13</b>	<b>21396</b>	<b>0.01</b>

Item No. 10 - Approving Related Party Transaction for the proposed increase in the remuneration payable to Dr. P Manoj, Director (Projects). (Ordinary Resolution)

Mode	Total Ballot	Total Votes	Invalid / Less Voted		Valid			Favour			Against			Abstained		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
E-Voting	615	345689493	0	0	615	345689493	100.00	483	265270775	76.74	116	72683657	21.03	16	7735061	2.24
Instapoll	27	1506306	0	0	27	1506306	100.00	25	1506285	100.00	2	21	0.00	0	0	0.00
<b>Total</b>	<b>642</b>	<b>347195799</b>	<b>0</b>	<b>0</b>	<b>642</b>	<b>347195799</b>	<b>100.00</b>	<b>508</b>	<b>266777060</b>	<b>76.84</b>	<b>118</b>	<b>72683678</b>	<b>20.93</b>	<b>16</b>	<b>7735061</b>	<b>2.23</b>

Date: 24.08.2022  
Place: Hyderabad

For A. Ravi Shankar & Co  
Company Secretaries

Note:

1. The % has been rounded of to nearest two digit decimals.
2. Any member who has casted his vote in more than one catogery, his Ballot have been considered in one category only.

A. Ravi Shankar  
Proprietor  
M.No: F5335  
C.P. No: 4318

