

Ref. No.: NCCL/Postal Ballot/2025-26

Date : 26<sup>th</sup> December 2025

National Stock Exchange of India Ltd

Exchange Plaza, C-1, Block G Bandra – Kurla Complex

Bandra (E)

Mumbai - 400051 **Symbol: NCC**  **BSE** Limited,

Phiroze Jeejeebhoy Towers

Dalal Street,

Fort

Mumbai - 400001 Code: 500294

Dear Sir,

**Sub: Postal Ballot Notice** 

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Postal Ballot Notice dated 17<sup>th</sup> December 2025 seeking approval of the members of the Company, by way of remote e-voting process for the business 'To consider and approve appointment of Sri Sumit Banerjee (DIN: 00213826) as an Independent Director of the Company'.

Postal Ballot Notice has been sent only through electronic mode to those members whose names appear in the Register of Members/Register of Beneficial Owners, as on Friday, 19<sup>th</sup> December 2025 (Cut-off Date) and whose e-mail address is registered with the Depositories/Depository Participants, the Company or its Registrar and Transfer Agent.

The Company has engaged the services of KFin Technologies Limited, Registrar and Transfer Agent as the agency to provide the e-voting facility. The e-voting facility will be available during the following period:

Commencement of e-voting	9.00 a.m (IST) on Monday, 29 <sup>th</sup> December 2025
End of e-voting	5.00 p.m (IST) on Tuesday, 27 <sup>th</sup> January 2026

The Postal Ballot Notice is also available on the Company's website at <a href="https://www.ncclimited.com">www.ncclimited.com</a>

We request you to take the same on record.

Thanking you,

Yours faithfully

For NCC Limited

Sisir K Mishra Company Secretary

Encl: as above



(CIN: L72200TG1990PLC011146)

Regd. Office: NCC House, Madhapur, Hyderabad - 500 081

Tel: +91-40-23268888, Website: www.ncclimited.com, E-mail: ho.secr@nccltd.in

### **Postal Ballot Notice**

(Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014)

#### To the Members of the Company,

Notice is hereby given that the resolution set out hereunder proposed for approval by the Members of NCC Limited ("the Company") by means of Postal Ballot, only by remote e-voting process ("e-voting"), being provided by the Company to all its Members (as on Cut-off Date) to cast their votes electronically, pursuant to Sections 108 and 110 of the Companies Act, 2013 ("the Act"), Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020, and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023, General Circular 09/2024 dated September 19, 2024 and General Circular 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time).

The Explanatory Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice and additional information as required under the SEBI Listing Regulations is also enclosed.

The Board of Directors has appointed Sri A Ravi Shankar (CP No. 4318 / FCS No. 5335), Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot through evoting process, in a fair and transparent manner. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final.

The Company has engaged the services of KFin Technologies Limited ("KFin" or "Registrar and Transfer Agent") as the agency to provide e-voting facility.



Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Commencement of e-voting:	9:00 a.m. (IST) on Monday, 29 <sup>th</sup> December 2025
End of e-voting:	5:00 p.m. (IST) on Tuesday, 27 <sup>th</sup> January 2026

The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman or any other person authorized by him. The results of e-voting will be communicated to the Stock Exchanges on or before **29**<sup>th</sup> **January 2026** and will also be uploaded on the Company's website at <a href="https://www.ncclimited.com">www.ncclimited.com</a>.

Item No. 1: To consider and approve appointment of Sri Sumit Banerjee (DIN: 00213826) as an Independent Director of the Company.

To consider and if thought fit, to pass with or without modifications the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and rules made thereunder, applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and any other applicable laws (including any amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the appointment of Sri Sumit Banerjee (DIN: 00213826), who meets the criteria for independence, as an Independent Director (Non-Executive) of the Company for a term of five (5) consecutive years from 1st January 2026 to 31st December 2030, not liable to retire by rotation, be and is hereby approved.

**RESOLVED FURTHER THAT** the Board of Directors including its Committee(s) and/or any other person(s) authorised by the Board of Directors of the Company in this regard, be and are hereby authorised on behalf of the Company to do all such acts, deeds, matters and things and take all such steps as may be necessary, or expedient including filing of the requisite forms or submission of documents with any Authority for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto."

By order of the Board of Directors For NCC Limited

Place: Hyderabad

Date: 17<sup>th</sup> December 2025

Sisir K Mishra Company Secretary M.No. FCS 8555



#### Notes:

- 1. The explanatory statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations is annexed herewith.
- 2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear on the Register of Members / Register of Beneficial Owners as on Friday, 19<sup>th</sup> December 2025 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to Members.
- 3. Pursuant to Sections 108 and 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 of the SEBI Listing Regulations read with SEBI circular on e-voting dated 9<sup>th</sup> December 2020, SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolution electronically. The Company has engaged the services of KFin Technologies Limited ("KFin"), to provide e-voting facility. Members are requested to read carefully the instructions for e-voting that are provided as part of this Postal Ballot Notice before casting their vote.
- 4. This Postal Ballot Notice will also be available on the Company's website at www.ncclimited.com website of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin at https://evoting.kfintech.com
- 5. Members who have not registered their e-mail address are requested to register the same, in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, KFin Technologies Limited, (Unit: NCC Limited) Selenium Building, Tower-B, Plot 31 & 32, Financial District, Nanakramguda, Hyderabad 500 032.
- 6. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital as on cut- off date i.e. Friday, 19<sup>th</sup> December 2025, The e-voting period commences at 9:00 a.m. (IST) on Monday, 29<sup>th</sup> December 2025 and ends at 5:00 p.m. (IST) on Tuesday, 27<sup>th</sup> January 2026.
- 7. The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by KFin upon expiry of the aforesaid period.
- 8. All the material documents referred to in this Notice will be available for inspection electronically until the last date of remote e-Voting. Shareholders seeking to inspect such documents can send an email to <a href="https://hos.secr@nccltd.in">hos.secr@nccltd.in</a> mentioning their names, folio numbers, DP ID, and Client ID.



- 9. The resolution, if approved, by the requisite majority shall be deemed to have been passed on the last date for e-voting i.e. **27**<sup>th</sup> **January 2026**. Resolution passed by the shareholders through the postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.
- 10. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

#### 11. Instructions for remote e-voting

- i. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules and Regulation 44 of the SEBI Listing Regulations, as amended from time to time, the Company is providing facility to the Members to exercise voting through electronic voting system ("remote e-voting") on the e-voting platform provided by KFin. The Members may cast their votes remotely, using remote e-voting only on the dates mentioned hereunder.
- ii. Facility to exercise vote through remote e-voting will be available during the following period:

Commencement of Remote e-voting	End of Remote e-voting
9:00 a.m. (IST) on	5:00 p.m. (IST) on
Monday, 29 <sup>th</sup> December 2025	Tuesday, 27 <sup>th</sup> January 2026

- iii. The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
- iv. During the above period, Members of the Company holding shares either in physical form or in dematerialised form, as on **Friday**, **19**<sup>th</sup> **December 2025**, i.e., cut-off date, may cast their vote by remote e-voting.
- v. Sri A Ravi Shankar (CP No. 4318/ FCS No. 5335), Practicing Company Secretary, is appointed as the Scrutinizer for conducting the Postal Ballot only through remote evoting process in a fair and transparent manner.
- vi. The process and manner for remote e-voting is as under:
  - a. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Rules, as amended from time to time, Regulation 44 of the SEBI Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular") the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by KFin, on the resolution set forth in this Notice. The instructions for remote e-voting are given herein below.
  - b. E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
  - c. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting



process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

- d. The process and manner of remote e-voting is explained below:
  - i. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
  - ii. Access to KFin e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

# I. Access to Depositories e-voting system in case of <u>individual</u> Members holding shares in demat mode.

Type of	Login Method		
Individual	1. For OTP based login you can click		
Members	on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> .		
holding	You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No.,		
securities in	Verification code and generate OTP. Enter the OTP received on		
demat mode	registered email id/mobile number and click on login. After		
with <b>NSDL</b>	successful authentication, you will be redirected to NSDL Depository		
	site wherein you can see e-Voting page. Click on the company name		
	or e-Voting service provider name and you will be re-directed to e-		
	Voting service provider website for casting your vote during the		
	remote e-Voting period or joining virtual meeting & voting during the		
	meeting.		
	2. Existing Internet-based Demat Account Statement ("IDeAS")		
	facility Users:		
	i. Visit the e-services website of NSDL <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>		
	either on a personal computer or on a mobile.		
	ii. On the e-services home page click on the "Beneficial Owner"		
	icon under "Login" which is available under 'IDeAS' section.		
	Thereafter enter the existing user id and password.  iii. After successful authentication, Members will be able to see		
	iii. After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on		
	"Access to e-voting" under e-voting services, after which the		
	e-voting page will be displayed.		
	iv. Click on company name i.e. 'NCC Limited' or ESP i.e. KFin.		
	v. Members will be re-directed to KFin's website for casting their		
	vote during the remote e-voting period.		
	2. The contract we determed and an ID-AC.		
	<ol> <li>Those not registered under IDeAS:</li> <li>i. Visit https://eservices.nsdl.com for registering.</li> </ol>		
	<ul><li>i. Visit <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> for registering.</li><li>ii. Select "Register Online for IDeAS Portal" or click at</li></ul>		
	https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp		
	iii. Visit the e-voting website of NSDL		
	https://www.evoting.nsdl.com.		
	iv. Once the home page of e-voting system is launched, click on the		
	icon "Login" which is available under 'Shareholder / Member'		
	section. A new screen will open.		



v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.
vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.
vii. Click on company name i.e <b>NCC Limited</b> or ESP name i.e KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.
viii. Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.  NSDL Mobile App is available on
App Store Google Play

Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	<ol> <li>Existing user who have opted for Electronic Access To Securities Information ("Easi/ Easiest") facility:         <ol> <li>Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com.</li> <li>Click on New System Myeasi.</li> <li>Login to Myeasi option under quick login.</li> <li>Login with the registered user ID and password.</li> <li>Members will be able to view the e-voting Menu.</li> <li>The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication.</li> </ol> </li> </ol>
	<ul> <li>2. User not registered for Easi/ Easiest <ol> <li>Visit</li> <li>https://web.cdslindia.com/myeasitoken/Home/EasiRegistration for registering.</li> <li>Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</li> <li>After successful registration, please follow the steps given in point no. 1 above to cast your vote.</li> </ol> </li> </ul>
	<ul> <li>3. Alternatively, by directly accessing the e-voting website of CDSL <ol> <li>Visit www.cdslindia.com.</li> <li>Provide demat account number and PAN.</li> <li>System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account.</li> <li>After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. 'NCC Limited' or select KFin.</li> </ol> </li></ul>



	v. Members will be re-directed to the e-voting page of KFin to cast their vote
Individual	i. Members can also login using the login credentials of their demat
Members	account through their DPs registered with the Depositories for e-
login	voting facility.
through	ii. Once logged-in, Members will be able to view e-voting option.
their	iii.Upon clicking on e-voting option, Members will be redirected to the
demat	NSDL / CDSL website after successful authentication, wherein they
accounts /	will be able to view the e-voting feature.
website of	iv. Click on options available against 'NCC Limited' or 'KFin'.
DPs	v. Members will be redirected to e-voting website of KFin for casting
	their vote during the remote e-voting period without any further
	authentication

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details		
Securities held	Please contact NSDL helpdesk by sending a request at		
with NSDL	evoting@nsdl.co.in or call at toll free no.: 1800 102 0990 and 022 -		
	4886 7000		
Securities held	Please contact CDSL helpdesk by sending a request at		
with CDSL	helpdesk.evoting@cdslindia.com or contact at toll free no.: <b>1800 21</b>		
	09911		

# II. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <a href="https://emeetings.kfintech.com">https://emeetings.kfintech.com</a>.
- ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9357, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you



- do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., ' NCC Limited' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. In case you do not desire to cast your vote, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

#### **General Guidelines for Members:**

- Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signatures of the duly authorised signatory(ies) who are authorised to vote on their behalf. The said Resolution / letter shall be sent to the Scrutinizer by email through their registered email address to ravi@rscs.in (scrutinizer email) with a copy to einward.ris@kfintech.com with the subject line "NCC Limited Postal Ballot 01/2025-26".
- In case of any query and/ or assistance required, Members may refer to the Help & Frequently Asked Questions ("FAQs") available at the download section of https://evoting.kfintech.com or contact KFin at the email ID evoting@kfintech.com or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.



# Explanatory Statement pursuant to the provisions of Section 102 (1) of the Companies Act, 2013.

#### Item No. 1

As per the approval accorded by the Shareholders of the Company and in terms of the applicable provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') as amended, read with the Retirement Policy as applicable to Non-Executive Directors, the term of Dr. A S Durga Prasad (DIN 00911306), Independent Director will come to an end on 23<sup>rd</sup> May 2026.

Keeping in view the statutory requirements and the importance of the role which the independent directors play in the overall functioning of the Company, the Board of Directors of the Company at its Meeting held on 17<sup>th</sup> December 2025, based on the recommendation of its Nomination and Remuneration Committee ("the Committee"), and subject to the approval of the Shareholders, appointed Sri Sumit Banerjee as an Additional Director in the category of Non-executive Independent Director of the Company for a term of 5 (five) years from 1<sup>st</sup> January 2026 to 31<sup>st</sup> December 2030.

Sri Sumit Banerjee holds a Bachelor's Degree in Technology (Mechanical Engineering) from Indian Institute of Technology, Kharagpur. He has also completed the 'Leading Change and Organizational Renewal' programme from Harvard Business School and the management education programme from the Indian Institute of Management, Ahmedabad. He has over four decades of experience in management and leadership roles. He served at top Management levels with renowned corporates namely ACC, Reliance, Hindalco and Larsen & Toubro. He received the Corporate Citizen of the Year award at the CNBC-TV18 Indian Business Leader Awards, 2009.

The Company has received the consent from Sri Banerjee to act as Director and also his declarations confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. He has also confirmed that he is not debarred from holding office of director by virtue of any order from SEBI or any other authority and that he meets the criteria of independence as prescribed under Section 149(6) of the Act as well as Regulation 16(1)(b) of the SEBI Listing Regulations. He holds the requisite registration with the Indian Institute of Corporate Affairs.

Sri Banerjee is independent of the management of the Company. In the opinion of the Board of Directors of the Company, he has necessary skills, knowledge and experience, and fulfils the conditions specified in the Act and the Rules framed thereunder, for appointment as an Independent Director of the Company.

Terms and conditions of appointment in respect of Independent Director is available electronically for inspection by the Members on the website of the Company at <a href="https://www.ncclimited.com/">https://www.ncclimited.com/</a>



As per Regulation 17 of the SEBI Listing Regulations a listed entity shall ensure that the approval of members for appointment of a person on the Board of Directors is obtained at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the approval of Members is sought for appointment of Sri Banerjee as an Independent Director by passing Special Resolution through Postal Ballot.

Sri Banerjee shall be paid remuneration by way of sitting fees for attending meetings of the Board and Committee(s) thereof and reimbursement of expenses for participating in such meetings. Further, he will also be entitled for commission on profits of the Company as available to the other Independent Directors as per approval of the Members of the Company.

Details of Sri Banerjee, pursuant to the provisions of Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard on General Meetings (SS - 2) issued by the Institute of Company Secretaries of India are provided in the "Annexure" to this Postal Ballot Notice.

Other than Sri Banerjee and his relatives, none of the other Directors or the Key Managerial Personnel or their relatives are interested or concerned financially or otherwise in the aforesaid resolution.

The Board recommends the Special Resolution as set out at Item No. 1 of the Postal Ballot Notice for the approval of the Members of the Company.



### **Annexure to the Postal Ballot Notice**

### **Details of Director seeking Appointment**

Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS - 2 (General Meetings) issued by the Institute of Company Secretaries of India

Name of the Director	Sri Sumit Banerjee
Date of Birth / Age (in Years)	21 <sup>st</sup> July 1956 / 69 years
DIN	00213826
Qualification	B. Tech from IIT Kharagpur, Management Education Program (MEP) from IIM, Ahmedabad.
Date of the first appointment on the Board	1 <sup>st</sup> January 2026
Terms and conditions of appointment along with details of remuneration sought to be paid	Appointment of Sri Sumit Banerjee as an Independent Director for a term of 5 (five) years from 1 <sup>st</sup> January 2026 to 31 <sup>st</sup> December 2030, not liable to retire by rotation.
	He is entitled for sitting fees and commission as available to the other Independent Directors on the Board.
Details of last drawn salary	N.A.
Relationship with any Director(s) or Manager or Key Managerial Personnel of the Company	Not related to any other Director or Key Managerial Personnel of the Company.
Brief Resume	Please see the explanatory statement annexed to the Notice
Expertise in specific functional area	Business Strategy, Leadership, Industry Experience, Management and Governance
Skills and capabilities required for the role and the manner in which the proposed Independent Director meets such requirements	He is a professional having top management level exposures and has sufficient breadth of skills in areas of industry expertise, administration, strategy formulation, Governance and Management. The Company believes that his skills, knowledge, and experience on the Board will complement the effective functioning of the Company.
Number of meetings of the Board attended during the year	Nil
Names of other companies in which directorship(s) is held	<ol> <li>JSW Cement Limited</li> <li>Emami Paper Mills Limited</li> <li>IDAA Infrastructure Limited</li> <li>IRB Tumkur Chitradurga Tollway Limited</li> <li>IRB Jaipur Deoli Tollway Limited</li> <li>VK1 Expressway Limited</li> </ol>



Names of other companies in which holds the membership of Committees of the Board	<ul> <li>JSW Cement Limited –         <u>Member</u> <ul> <li>Audit Committee</li> <li>Risk Management Committee</li> <li>Corporate Social Responsibility Committee</li> <li>ESOP Committee</li> <li>Project Review Committee</li> </ul> </li> </ul>
	<ul> <li>Emami Paper Mills Limited –         <u>Member</u> <ul> <li>Audit Committee</li> <li>Nomination &amp; Remuneration Committee</li> <li>Corporate Social Responsibility Committee</li> </ul> </li> <li>IDAA Infrastructure Limited –         <ul> <li>Chairman</li> <li>Audit Committee</li> <li>Nomination &amp; Remuneration Committee</li> </ul> </li> </ul>
	<ul> <li>4. IRB Tumkur Chitradurga Tollway Limited - Chairman</li> <li>Audit Committee</li> <li>Nomination &amp; Remuneration Committee</li> <li>Corporate Social Responsibility Committee</li> <li>IRB Jaipur Deoli Tollway Limited –</li> <li>Audit Committee (Member)</li> <li>Nomination &amp; Remuneration Committee (Chairman)</li> <li>6. VK1 Expressway Limited –</li> <li>Audit Committee (Member)</li> <li>Corporate Social Responsibility Committee (Member)</li> <li>Nomination &amp; Remuneration Committee (Chairman)</li> </ul>
Listed entities from which the Director has resigned in the past three years	NIL
No. of Equity Shares of Rs.2/- each held in the Company	NIL

By order of the Board of Directors For NCC Limited

Place: Hyderabad

Date: 17<sup>th</sup> December 2025

Sisir K Mishra Company Secretary M. No. FCS 8555