

No.NBCC/BS (98)/2017

February 14, 2017

National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot no. C/1,G Block Bandra –Kurla Complex Bandra (E),Mumbai-400051	BSE Limited, Floor 25 ,Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001
NSE Symbol: NBCC/EQ	Scrip Code: 534309

Sub: Result of Postal Ballot- Compliance of Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Sir,

This is to inform that the Company has conducted the Postal Ballot pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 for obtaining Shareholder's approval for issue of Bonus Shares in ratio of 1(one) bonus share of Rs 2/- each for every 2 (two) existing fully paid-up equity shares of Rs 2/- each, as detailed in the Postal Ballot Notice dated January 4, 2017.

The relevant resolution has been passed by the members by physical ballot papers and e-voting.

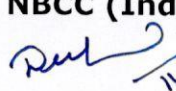
In compliance with the requirements under regulation 44(3) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015, we are enclosing herewith the details in the prescribed format along with the Scrutinizer's Report.

This is for your information and record. Kindly acknowledge receipt.

Thanking you.

Yours sincerely,

For NBCC (India) Limited


Deepti Gambhir
Company Secretary
F-4984



Encl: As above

Details of Voting Results by postal ballot (including e-voting) pursuant to Regulations 44(3) of the SEBI(LODR) Regulations, 2015

Date of Declaration of Postal Ballot Results	14-February -2017
Total number of shareholders on record date	105211 equity shareholders as on January 06, 2017
No. of shareholders present in the meeting either in person or through proxy :	Not Applicable (Postal Ballot was conducted)
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable (Postal Ballot was conducted)

Resolution (1) (Agenda wise disclosure)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Issue of Bonus Shares by Capitalization of Reserves					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(6)
Promoter and Promoter Group	E-Voting	450000000	450000000	100.0000	450000000	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	450000000	450000000	100.0000	450000000	0	100.0000	0.0000	0
Public- Institutions	E-Voting	85383106	68196459	79.8711	68196459	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		604000	0.7074	0	0	0.0000	0.0000	604000
	Total	85383106	68800459	80.5785	68196459	0	99.1221	0.0000	604000
Public- Non Institutions	E-Voting	64616894	1240071	1.9191	1236432	3639	99.7065	0.2935	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		263595	0.4079	230537	1544	87.4588	0.5857	31514
	Total	64616894	1503666	2.3270	1466969	5183	97.5595	0.3447	31514
Total		600000000	520304125	86.7174	519663428	5183	99.8769	0.0010	635514
Resolution is passed									

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SCRUTINIZERS' REPORT

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the
Companies (Management and Administration) Rules, 2014

To,

Mr Anoop Kumar Mittal
Chairman –cum- Managing Director
NBCC (India) Limited,
NBCC Bhawan,
Lodhi Road, New Delhi-110003

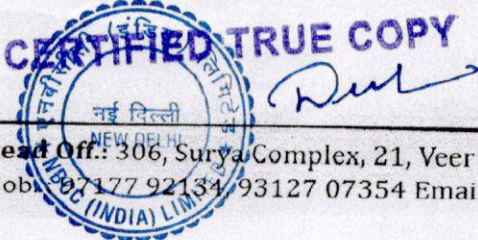
Sub: Scrutinizers' Report on approval of Special Resolution for Issue of Bonus Shares through postal ballot (including e-voting) under the relevant provisions of the Companies Act, 2013 read with Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force)

Dear Sir,

I, Hemant Kumar Singh, partner of M/s Hemant Singh & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of NBCC (India) Limited (CIN No L74899DL1960GOI003335) (hereinafter refer to as **"the Company"**) vide resolution dated 04.01.2017, for conducting the postal ballot (including e-voting) process in a fair and transparent manner, for special businesses for special resolution as set out in the Postal Ballot Notice dated January 04, 2017 and as sent to the members of the Company.

1. The Company completed the dispatch (including electronic mode) of Postal Ballot Notices to its Members on 12.01.2017, through registered/speed post and e-mails to the respective members whose e-mail are registered with the Company.
2. The Company published an advertisement regarding completion of dispatch of Postal Ballot Notice in The Business Standard (English) and The Business Standard (Hindi) on 13.01.2017.
3. Particulars of all the Postal Ballot forms and e-voting received from the members have been entered in the Register maintained separately for the purpose.
4. The Postal Ballot forms are kept under our safe custody and the same will be handed over to the Company Secretary of the Company.

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5. The Postal Ballot forms were duly opened in the presence of CS Saloni Singh (M. No A38822) and CS Kamal Kumar (M. No. A48657).
6. All Postal Ballot forms and e-votes received till 05:00 p.m. on 12.02.2017, the last date and time fixed by the Company for receipt of the postal ballot forms and e-votes were considered by us for scrutiny.
7. The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing e-voting facility to all its members, as the Authorized Agency. The members have exercised their voting either by electronic or physical mode. Members opting for e-voting facility, have Cast their e-votes, on URL: <https://www.evoting.nsdl.com>, provided by NSDL.
8. As per the Companies Act, 2013 and rules made thereunder, the Members can opt for only one mode of voting, i.e. either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical ballot forms was treated as invalid.
9. Envelopes containing postal ballot forms received after 05:00 p.m. of 12.02.2017, if any, were not considered by us for scrutiny.
10. The following resolution was proposed as Special Resolutions and marked as Item No. 1, as per Postal Ballot Notice dated 04.01.2017.

Item No. 1: Issue of Bonus Shares by Capitalization of Reserves;

Results of Postal Ballot (including e-voting) in respect of resolution are below:

i) Voted **in favour** of the Resolution:

Number of Members		Number of votes cast in favour of resolution	% of total number of valid votes cast
a) Voted by Physical Ballot	816	2,30,537	99.335%
b) Voted by Electronic mode	1,519	51,94,32,891	100.000%
Total	2,335	51,96,63,428	99.999%



ii) Voted **against** the Resolution:

Number of Members		Number of votes cast against resolution	% of total number of valid votes cast
c) Voted by Physical Ballot	4	1,544	0.665%
d) Voted by Electronic mode	12	3,639	0.000%
Total	16	5,183	0.001%

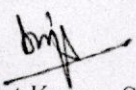
iii) **Invalid** Votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
98	6,35,514

Note: One Share is Equal to One Vote

11. I hereby confirm that the Special Resolution mentioned in the Notice has been passed with the requisite majority by the Postal ballot process. You may accordingly declare the result of the voting by Postal Ballot.

For Hemant Singh & Associate
Practicing Company Secretaries


(Hemant Kumar Singh)
Partner
FCS 6033



Date: 14.02.2017
Place: Delhi

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