

ATTENDANCE SLIP



HINDUSTAN CONSTRUCTION CO. LTD

(CIN: L45200MH1926PLC001228)
 Regd Office: Hincan House, 11th Floor, 247Park,
 LBS Marg, Vikhroli West, Mumbai – 400 083.
 Website: www.hccindia.com
 Tel.: +91 22 2575 1000 Fax: +91 22 2577 7568

88th ANNUAL GENERAL MEETING

I / We hereby record my/our presence at the 88th Annual General Meeting of the Company at **Walchand Hirachand Hall, Indian Merchants' Chamber, Indian Merchants' Chamber Marg, Churchgate, Mumbai 400 020** on Friday, June 20, 2014 at 11.00 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 MEETING HALL
 2. Electronic copy of the Annual Report for FY 2013-14 and the Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being 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 2013-14 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 is not registered or who have requested for a hard copy.

E-VOTING PARTICULARS



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ELECTRONIC VOTING PARTICULARS

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

Note: Please read instructions given at Note No. 15 of the Notice of the 88th Annual General Meeting carefully before voting electronically.

PROXY FORM



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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 (on a poll) for me/us and on my/our behalf at the 88th Annual General Meeting of the Company to be held on Friday, June 20, 2014 at 11.00 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
Ordinary Business			
1	Ordinary Resolution for adoption of Audited Financial Statements for the year ended March 31, 2014		
2	Ordinary Resolution that the vacancy caused by retirement by rotation of Prof. Fred Moavenzadeh, who has not sought re-election, be not filled at this AGM or any adjournment thereof		
3	Ordinary Resolution under Section 139 of the Companies Act, 2013 for appointment of M/s Walker Chandok & Co. LLP as Statutory Auditors of the Company and fixing their remuneration		
Special Business			
4	Ordinary Resolution for appointment of Mr. Ram P. Gandhi as Independent Director of the Company under the provisions of Section 149 of the Companies Act, 2013		
5	Ordinary Resolution for appointment of Mr. Sharad M. Kulkarni as Independent Director of the Company under the provisions of Section 149 of the Companies Act, 2013		
6	Special Resolution under Section 188 of the Companies Act, 2013 for revision in payment of remuneration to Mr. Arjun Dhawan, a relative (son-in-law) of Mr. Ajit Gulabchand, Chairman & Managing Director of the Company		
7	Special Resolution under Section 180 (1) (c) of the Companies Act 2013 for borrowing an amount not exceeding ₹ 10,000 crore		
8	Special Resolution under Section 14 of the Companies Act, 2013 for amendment of certain Articles of the Articles of Association of the Company		
9	Special Resolution for issue of securities of the Company under Section 62 of the Companies Act, 2013 for an amount not exceeding ₹ 1,000 crore		

Signed this _____ day of _____ 2014.

Affix Revenue Stamp not less than ₹ 0.15

Signature of the shareholder _____

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 88th 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) in the above box before submission