



## POSTAL BALLOT NOTICE

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

**Dear Member(s),**

NOTICE is hereby given pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021 and General Circular No. 3/ 2022 dated May 05 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), that the Resolutions appended below for seeking approval from the Members of the Company by means of Postal Ballot, only by way of remote e-voting process ('e-voting') ,being provided by the Company to all its Members to cast their votes electronically.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being circulated only by electronic mode to those members whose name appear on the Register of Members/List of Beneficial Owners as on March 8, 2024 being the cut-off date for the purpose and to those Members whose e-mail addresses are registered with KFin Technologies Limited (KFin), the Company's Registrar and Share Transfer Agent or Depository Participants. The communication of assent or dissent of the Members would take place only through the remote e-voting system. Those members who have not registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

As required under the provisions of Sections 108, 110 and other applicable provisions, if any, of the Act and the rules as applicable in that regard and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing e-voting facility through National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically.

The Board of Directors of your Company at its meeting held on January 27, 2024, has appointed N. Balachandran, Practicing Company Secretary, Chennai (Membership No. 5113 and CoP No. 3200) as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The voting period begins on Monday, Mar 18, 2024 (10.00 a.m. IST) and ends on Tuesday, Apr 16, 2024 (5.00 p.m. IST). The Scrutinizer will submit the report to Mr. S. Sivaramakrishnan, Managing Director or Mr. S. S. Arunachalam, Company Secretary of the Company upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before 5.00 p.m. (IST) on Thursday Apr 18, 2024

The said results along with the Scrutinizer's Report would be intimated to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are listed. Additionally, the

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CIN: L45201TN1997PLC038610 PAN: AAACC4214B GST: 33AAACC4214B3ZJ  
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results will also be uploaded on the Company's website <https://www.ccclindia.com> and on the website of National Securities Depository [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and Central Depository Services Limited ("CDSL") [www.evotingindia.com](http://www.evotingindia.com).

The last date of the e-voting shall be the date on which the resolution shall be deemed to have been passed, if approved by the requisite majority. The proposed resolutions requiring consent of Members through Postal Ballot are as under:

## **SPECIAL BUSINESSES**

### **Item No. 1**

#### **Appointment of Mr. Vivek Harinarain as Non- Executive, Independent Director**

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

**"RESOLVED THAT** Mr. Vivek Harinarain (DIN: 00870158), who was appointed as an Additional Director in the capacity of Independent Director of the Company with effect from January 22 2024, by the Board of Directors of the Company in terms of Section 161(1) of the Companies Act, 2013 ('the Act') and the Articles of Association of the Company, and on recommendation of the Remuneration and Compensation Committee, and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any of the Act (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule IV to the Act, and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the appointment of Mr. Vivek Harinarain, as Non-Executive Independent, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term commencing from January 22, 2024 till January 21, 2029 (both days inclusive), be and is hereby approved."

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution".

### **Item No. 2**

#### **Appointment of Mr. N. Sivaraman as Non-Executive, Independent Director**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**"RESOLVED THAT** Mr. N. Sivaraman (DIN:00001747)), who was appointed as an Additional Director in the capacity of Independent Director of the Company with effect from January 22 2024 by the Board of Directors of the Company in terms of Section 161(1) of the Companies Act, 2013 ('the Act') and the Articles of Association of the Company, and on recommendation of the Remuneration and Compensation Committee, and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any of the Act (including any statutory modifications or re-enactments thereof

for the time being in force) read with Schedule IV to the Act, and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the appointment of Mr. N. Sivaraman, as Non-Executive, Independent Director, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term commencing from January 22, 2024 till January 21, 2029 (both days inclusive), be and is hereby approved."

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution".

#### Item No. 3

##### Appointment of Mrs. Hema Gopal as Non-Executive Independent Director

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**"RESOLVED THAT** Mrs. Hema Gopal (DIN:08732183), who was appointed as an Additional Director in the capacity of Independent Director of the Company with effect from January 22 2024 by the Board of Directors of the Company in terms of Section 161(1) of the Companies Act, 2013 ('the Act') and the Articles of Association of the Company, and on recommendation of the Remuneration and Compensation Committee, and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any of the Act (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule IV to the Act, and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the appointment of Mrs. Hema Gopal, as Non-Executive Independent Director, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term commencing from January 22, 2024 till January 21, 2029 (both days inclusive), be and is hereby approved."

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution".

#### Item No. 4

##### Appointment of Mr. S. Kaushik Ram as Whole time Director

To consider and if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 152, 188, 196, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), including any amendment and any relevant rules made thereof, read with article 161 of the Articles of Association of the Company, and on recommendation of the Remuneration and Compensation Committee, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other provisions as may be applicable and based on the recommendations of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Kaushik



Ram, Additional Director having DIN: 05012877 be and is hereby appointed as Whole Time Director of the Company for a period of five (5) years commencing from January 22, 2024.

**“RESOLVED FURTHER THAT** any of the Directors for the time being or the Company Secretary, be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

#### **Item No. 5**

#### **Fixing Remuneration of Mr. S. Kaushik Ram, Whole time Director**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 152, 188, 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), including any amendment and any relevant rules made thereof, read with article 161 of the Articles of Association of the Company, on recommendation of the Remuneration and Compensation Committee, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other provisions as may be applicable, and based on the recommendations of the Nomination and Remuneration Committee and Board of Directors of the Company, consent of the members of the Company, be and is hereby accorded for payment of remuneration to Mr. S. Kaushik Ram (DIN: 05012877), - Whole Time Director of the Company, be paid a remuneration not exceeding Rs. 1.52 Crores (Rupees One Crore and Fifty-Two Lakhs only) per annum, for a period of 3 years from July 1, 2024, excluding contribution to Provident fund, Superannuation fund or annuity fund, gratuity payable, leave encashment, and other perquisites as per the policy of the Company, as set out in the draft of the Agreement to be entered into between the Company and Mr. S. Kaushik Ram and he shall not be liable to retire by rotation during the said tenure.

**RESOLVED FURTHER THAT** Mr. S. Kaushik Ram, being a Whole time Director, shall act as a Key Managerial Personnel (KMP) of the Company pursuant to the provisions of Section 203(1), 203(2) read along with Section 170 and Section 2(51) of the Act.

**RESOLVED FURTHER THAT** so long as Mr. S. Kaushik Ram functions as the Whole Time Director of the Company, he shall not be paid any sitting fees for attending the meetings of the Board or Committees thereof.

**RESOLVED FURTHER THAT** the draft Agreement incorporating the terms and conditions of appointment and remuneration of Mr. S Kaushik Ram as the Whole Time Director of the Company for a period of three (3) years with effect from July 1, 2024, be and is hereby approved and Mr. S. Sivaramakrishnan, Managing Director be and is hereby severally authorised to execute the said Agreement and affix the Common Seal of the Company in presence of two Directors or one Director and Company Secretary.

**RESOLVED FURTHER THAT** the Nomination & Remuneration Committee or the Board be and is hereby authorized to revise, amend, alter and vary the remuneration and terms of appointment of Mr. S Kaushik Ram in accordance with Schedule V and other applicable provisions (including statutory modification(s) or enactment(s) thereto, for the time being in force) of the Act and the Rules made thereunder and to do all such acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to this resolution.

**RESOLVED FURTHER THAT** where in any financial year, during the currency of the tenure of the Whole time Director, the Company has no profits or its profits are inadequate, the Company shall pay the remuneration by way of salary, perquisites and allowances as specified above as

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minimum remuneration, subject to the limits and conditions under Schedule V to the Companies Act, 2013, as amended from time to time.

**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to file necessary forms and other related documents with the Ministry of Corporate Affairs, Registrar of Companies and the stock exchange(s) including application to the Central Government and carry out modification(s) suggested, if any and to do all such acts, deeds and things as may be considered necessary, proper, desirable or expedient to give effect to this resolution.”

#### Item No. 6

#### Appointment of Mr. Kishor Kharat as Non-Executive, Independent Director

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** Mr. Kishor Kharat (DIN:07266945), who was appointed as an Additional Director in the capacity of Independent Director of the Company with effect from January 27, 2024, by the Board of Directors of the Company in terms of Section 161(1) of the Companies Act, 2013 (‘the Act’) and the Articles of Association of the Company, and on recommendation of the Remuneration and Compensation Committee, and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any of the Act (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule IV to the Act, and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the appointment of Mr. Kishor Kharat, as Non-Executive Independent Director, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term commencing from January 27, 2024 till January 26, 2029 (both days inclusive), be and is hereby approved.

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution.”

**By Order of the Board of Directors**

**For Consolidated Construction Consortium Limited**

SUBBRAMA SASTRY  
ARUNACHALAM

Digitally signed by SUBBRAMA SASTRY ARUNACHALAM  
DN: cn=Subbrama Sasthy Arunachalam, title=3965,  
pseudoym=1.3056038924566463.DTW75C76CxD65B,  
2.5.4.20=0550046c5160731e6164646d565557646e7454003054e7726363d963d9e  
60543d, postalCode=600001, cn=Name Node  
serialNumber=2463ae603897ca88f6a79895474b6d25a8a1d6b45d6003a61465f  
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Date: 2024.03.16 11:01:30 +05'30'

**S S Arunachalam**

**Company Secretary**

**Date: Mar 16, 2024**

**Membership no. A 17626**

**Place: Chennai**



**Explanatory statement pursuant to Sections 102(1) and 110 of the Companies Act, 2013**

**Item No: 1**

The Board of Directors appointed Mr. Vivek Harinarain, as Additional Director at their meeting held on January 22, 2024. The Nomination and Remuneration Committee recommends the same to the Board. Mr Vivek Harinarain an Officer of the IAS 1980 batch TN Cadre has served in various assignments in the State and Government of India including District Collector Thanjavur, Ministry of Commerce (GOI) and Secretary Information Technology (Govt. of Tamil Nadu). During his tenure as Secretary, software exports from Tamil Nadu grew from INR 1900 crores in 2001 to over INR 10000 crores in 2005. New companies were added at the rate of one company every three days, Tamil Nadu commenced 1400 companies and over 250,000 professionals got employed. In partnership with the Confederation of Indian Industries (CII), Government showcased the IT Communication, Technologies and Bioinformatics in a series of International Conference and Exhibitions called 'CONNECT' in 2002-3. Last year the 20<sup>th</sup> anniversary was celebrated.

Vivek was the Founder CEO of Technology Mission of Government of Tamil Nadu from 1999-2001 and this became the basis of e- Sewa, maintenance of data base of Public Service Department, use of technology for efficient, effective and timely planning and delivery of Government services to the people of Tamil Nadu,

He retired voluntarily from the IAS in 2007 and worked as a Principal Consultant/MD & CEO in the Infrastructure domain and Education sector including Power. In 2015 launched a new journey as an entrepreneur and started a niche consulting firm Tennex Consulting in employability enhancement/ skilling in keeping with the national initiatives of Skill India.

Vivek is the leading Mentor/ Coach Personality development of India for candidates selected to the Civil Services Interview by UPSC through a series of Audio-Visual lectures and seminars under his leadership, with King Makers IAS Academy. He travels to remote districts of Tamil Nadu to evangelize for Civil Service in rural TN.

Vivek is a Post Graduate from the Lucknow University besides being trained in some of the most premier institutions in India and abroad including the Lal Bahadur Shastri National Academy of Administration, Indian Institute of Foreign Trade, Institute of Financial Management and Reconstruction (IFMR) and London School of Economics.

Except Mr. Vivek Harinarain and his relatives, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

**Item No: 2**

The Board of Directors appointed Mr. N. Sivaraman, as Additional Director at their meeting held on January 22, 2024. The Nomination and Remuneration Committee recommends the same to the Board. Mr N. Sivaraman is a Chartered Accountant and a Commerce graduate from St. Joseph's College, Tiruchi. Mr. N. Sivaraman is a seasoned business leader with close to 40 years of experience as a finance professional and organizational/business leader. During the course of his 40-years journey, he has proved his expertise in strategy, business planning, organization building, capital raising, mergers and acquisitions, and investor relations.

His last assignment as Managing Director and Group CEO at ICRA Limited. He promoted 5E Finance Holdings Private Limited (5EF) to set up infrastructure project finance platforms. He held senior

positions including as President & Whole time Director of L&T Finance Holdings Ltd. ("LTFH") and at IL&FS as a COO. He counts as his major achievements in the transformation and growth of LTFH from 2006 to 2016 and the demerger of L&T's cement business. At IL&FS, his responsibilities included asset monetization, creditor engagement and loan restructuring. He initiated a breakthrough solution of setting up an Infrastructure Investment Trust comprising of all the road assets of the IL&FS Group, which is expected to enhance the overall value realization by the creditors.

His range of accomplishments center on leading a small company or platforms through transformational growth into admirable organizations and providing exceptional leadership to produce differentiated outcomes. He has a vision of the workplace as a place where employees are partners in the transformation of the company.

Except Mr. N Sivaraman and his relatives, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

### Item No: 3.

The Board of Directors appointed Mrs. Hema Gopal, as Additional Director at their meeting held on January 22, 2024. The Nomination and Remuneration Committee recommends the same to the Board. Hema Gopal, former Vice President, Tata Consultancy Services has over 38+ years of experience, has led several large transformational engagements and outsourcing for TCS' Banking and Financial services customers. She has been part of the Business Strategy, Transformation Initiatives for many large customers across the globe. Starting her career in 1985 she has donned various roles in IT outsourcing, Relationship Management and P&L Ownership, Outstanding track record in Delivery Management across multiple business verticals and Platforms, global Pre-sales and Sales owning very large deals, Strategic Initiatives, learning and development, Alliance and Technology Excellence, Academic Interface/Campus Connect and Recruitment programs and other corporate responsibilities.

She was the Global Head for TCS IBM Center of Excellence across all IBM platforms having 70,000 associates across 45 countries serving huge number of customer base. Highly Passionate about competency development both within the organization and academia. Has been showcased as a role model in multiple forums as a woman technical leader having mentored and groomed many leaders for industry. She has been seen as ambassador of technical knowledge across Academia having delivered many programs for more than 120+ engineering institutions within India and Overseas.

She was managing large teams across multiple development centres in India and Overseas. She has handled many missions' critical Transformational engagements for clients for their M&A initiatives.

She has been in the leadership team of senior Executives and carved out many niche opportunities to start the outsourcing services way back in late 90s. She has built large teams and delivered high quality deliverables. She pioneered platform migration projects in 80s. She was a leader in Transformation engagements for many customers in the 90s. She was first to lead the "Testing Services", "Large outsourcing engagements" in early 2000. Her contribution went on bring strategic initiatives including merger and acquisitions, convergence and end-to-end management of large customers.

She is keen on spearheading the competency development within the organization and works closely with Academia to enhance the entry level skills. She is closely associated with various bodies like NASSCOM, IEEE, CII, IETE. She is a life member at the Computer society of India (CSI). She is an active Alumni of Anna University and IIT Madras. She has been part of curriculum advisory board, Governing councils for several Institutions and conceptualized many Faculty Development Programs for Academia and technology programs for Students. She is a Key Advisory Board Member for the Prestigious Marist College in U.S.A. She has been a faculty for ME in Information Systems for CEG, Chennai and has been teaching the students. She is the Task force member of Anna University of



Technology Council representing the Industry. She is a core member in PALS (Pan IIT Leadership Series) and has been associated with Pals since 2011 as an Industry speaker. She has been showcased as a TOP WOMEN IN IT by DATAQUEST for 2 consecutive years.

She has been appointed by the Governor, chancellor of Anna University to be the Academic council member of Anna University for a period of 3 years, She is also in the syllabus subcommittee of ICT, AU. She designed a course Professional Practice and teaching the ME students since 2013. She has visited close to 120 engineering colleges and conducted many programs for Academia. She is a B.Sc Mathematics, B.Tech Electronics Engineering ( Anna University) M.S Computer Science (Indian Institute of Technology, Madras

Except Mrs. Hema Gopal and her relatives, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

#### **Item Nos. 4 & 5:**

The Board of Directors appointed Mr. S. Kaushik Ram, as Additional Director at their meeting held on January 22, 2024. The Nomination and Remuneration Committee recommends the same to the Board. Mr Kaushik Ram is an Engineering Graduate and MBA in Ohio University, USA. He also possesses specialized Management certification from Harward Business School.

He has been serving CCCL and its subsidiaries for 15 years, under various capacities and helped in tremendous growth of the organization.

He was instrumental in clinching various Joint Venture agreements both domestic and international to bag huge order for CCCL. He will be responsible for various horizontal functions.

The details of the Remuneration payable are provided below. Mr. R. Sarabeswar, Chairman & CEO, being related to Mr. S Kaushik Ram, is deemed to be interested in this resolution.

The above person proposed for the Directorship in the Company, satisfies all the conditions set out in Part-I of Schedule V to the Act and also the conditions set out under Section 196(3) of the Act for being eligible for the appointment.

Further, the Director has also given consent for appointment as Whole-time Director of the Company, as required, and has also confirmed that he is not disqualified from being appointed as the Whole-time Director, respectively, under Section 164 of the Act.

Pursuant to the provisions of Section 152, 188, 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V to the Act, and applicable rules, approval of the shareholders is being sought for the appointment and payment of remuneration to Mr. S. Kaushik Ram, Whole-time Director as set out in the above resolution.

A summary of the material terms and conditions relating to the appointment of above Director is as follows:

<b>Director</b>	Mr. S. Kaushik Ram
<b>Tenure</b>	For a period of three (3) years with effect from July 1,2024
<b>Salary</b>	Remuneration not exceeding Rs. 1.52 Crores (Rupees One Crores and Fifty Two Lakhs only) per annum, excluding contribution to Provident fund, Superannuation fund or annuity fund, gratuity payable, leave encashment, and other perquisites as per the policy of the Company

<b>Perquisites &amp; Amenities</b>	<p><b><u>(ii) Perquisites:</u></b></p> <p>a) Not exceeding Rs.47.60 lakhs per annum, excluding Contribution to provident fund, Superannuation Fund and payment of gratuity as per the rules of the Company. Perquisites shall be in addition to the salary and the company agrees to give the following benefits:</p> <p><b>b) Housing :</b></p> <p>i. The expenditure incurred by the Company on hiring unfurnished accommodation for each of them will be subject to a ceiling of 10% of the salary over above the 10% payable by the Managerial Personnel.</p> <p>ii. The expenditure incurred by the Company on gas, electricity and water will be evaluated as per Income Tax Rules, 1962.</p> <p>iii. Perquisites in the form of furniture, furnishings and other utilities in accordance with the rules of the Company, the value of which will be evaluated as per Income Tax Rules, 1962.</p> <p>iv. Wherever the Company does not provide accommodation, House rent allowance may be paid in accordance with (i) above.</p> <p>v. Where accommodation in a Company owned house is provided, the Company will charge 10% of his salary by way of rent.</p> <p><b>c) Medical reimbursement :</b></p> <p>i. Expenses incurred for self and family including premium payable for medical insurance in accordance with the rules of the Company:</p> <p>ii. Explanation: Family means the spouse, dependent children and dependent parents of the appointee.</p> <p>d) Personal accident insurance as per the rules of the Company.</p> <p>e) Leave travel Assistance for the self and family once in a year in accordance with the rules of the Company.</p> <p>f) Encashment of leave at the end of the tenure.</p> <p>g) Fees for clubs, subject to a maximum of two clubs excluding admission and life membership fees.</p> <p>h) Provision of car (s) with driver for Company Business, the value of which will be evaluated as per the Income Tax Rules, 1962.</p> <p>i) Provision of Telephone (s) and other means of communication at the residence of the Director.</p> <p>j) Such other perquisites, benefits and amenities as may be provided by the Company to other senior management executives from time to time.</p>
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**Minimum Remuneration:** In the years where the Company has no profits or the profits are inadequate, the remuneration would be within the limits set out in Part II - Section II of Schedule V to the Companies Act, 2013. The Board of Directors of the Company may also be authorised to determine and modify from time to time the remuneration payable to the said Directors in accordance with the provisions of Section 197 of the Companies Act, 2013 read with Schedule V thereof and stipulations contained in and any other applicable provisions of the Companies Act, 2013.

Accordingly, resolutions under item 4 & 5 are placed before the shareholders for the appointment and payment of remuneration to the Whole-time Director of the Company.

**Information as required under Part II - Section II of Schedule V to the Companies Act, 2013 is produced below:**

## **I. General Information**

### **1. Nature of Industry**

Construction



**2. Date of commencement of commercial production**

July 15, 1997

**3. In case of new companies, expected date of commencement of activities**

Not applicable, as the Company is an existing Company.

**4. Financial performance based on given indicators**

Particulars	(Rs. In lakhs)	
	FY 2022-23	FY 2021-22
Revenue from Operations	13,432.98	12529.16
Profit/(Loss) Before Tax	(11575.21)	(13288.81)
Total Comprehensive Income	(12,490.26)	(14006.29)
Shareholders' Funds	7970	7970

**5. Foreign investments or collaborators, if any: Nil**

**II Information about Mr. S. Kaushik Ram, Proposed Whole-time Director**

**1. Background details**

Mr Kaushik Ram is a Engineering Graduate and MBA in Ohio University, USA. He also possesses specialized Management certification from Harvard Business School.

**2. Past remuneration**

He is presently President of the Company and his remuneration is Rs.69 Lakhs Per annum. The last revision was made during the year 2011.

**3. Job profile and his suitability**

He has been serving CCCL and its subsidiaries for 15 years, under various capacities and helped in tremendous growth of the organization.

He was instrumental in clinching various Joint Venture agreements both domestic and international to bag huge order for CCCL.

He will be responsible for various horizontal functions

**4. Remuneration proposed**

The remuneration of Mr. S. Kaushik Ram is as set out in the resolution and Explanatory statement pursuant to it.

**5. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person**

Taking into consideration the size of the Company, sector it operates into, the business, the profile of Mr. S. Kaushik Ram, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart (s) in other Companies.

**6. Pecuniary relationship directly or indirectly with the Company, or relationship with managerial personnel, if any**

Other than the remuneration as stated above, Mr. S. Kaushik Ram has no other pecuniary relationship directly or indirectly with the Company. He does not hold any shares in the Company. He is related to Mr. R. Sarabeswar, CEO & Chairman.

### III. OTHER INFORMATION

#### 1. Reasons of inadequate profit

Due to liquidity crunch, the Company was unable to repay the loans along with interest to the Banks and Financial Institutions and subsequently upon application filed by a lender, SBI, the Company was admitted into Corporate Insolvency Resolution Process (CIRP) vide order dt: Apr 20, 2021 of the Hon. NCLT, Chennai Bench, and appointed Resolution Professional.

Hon. NCLT, Chennai Bench, on May 12, 2023 had order liquidation of the Company and appointed Liquidator.

On an appeal by the Promoters, the Hon. NCLAT, Chennai Bench, vide its order dt: Sep 21, 2023, had set aside the liquidation order and appointed a Resolution Professional, to file form FA and take final steps in regard to withdrawal of the CIRP Process.

Hon. NCLT, Chennai Bench, had allowed the withdrawal of the CIRP process, on Jan 5, 2024. As directed by the Hon. NCLT, Chennai Bench, on Jan 5, 2024 the Resolution Professional had handed over the Company back to the Directors, and the powers of the Board of Directors which stood suspended got restored.

During the CIRP process the Company was not able to get the contracts and revenue was seriously affected resulting to the reduction on net worth.

#### 2. Steps taken / proposed to be taken for improvement

The Promoters of the Company had taken effective steps including that of settling the creditors and other stakeholders' dues, thereby bringing in positivity and revival by way of procuring new contracts.

#### 3. Expected increase in productivity and profits in measurable terms

Due to various measures taken by the management, the Company is confident that the business will be back to normalcy in the coming years. With client base reposing confidence in the Company the business is likely to gain momentum shortly.

### IV. DISCLOSURES

1. Details of remuneration proposed to be paid to the appointee Director is provided in the resolution concerning their appointment.
2. The Whole Time Director shall be entitled to participate in all employee benefits provided by the Company from time to time.
3. The Explanatory Statement together with the accompanying Notice may be treated as a written memorandum setting out the terms and conditions of appointment of Mr. S. Kaushik Ram, Whole-time Director under Section 190 of the Companies Act, 2013.
4. Your directors recommend the resolutions set out in Item 4 & 5 of the Notice for approval by the Members as a **Special Resolution**.



5. Except Mr. S. Kaushik Ram, his relatives and Mr. R. Sarabeswar, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

#### Item 6

The Board of Directors appointed Mr. Kishor Kharat as Additional Director at their meeting held on Jan 27, 2024. The Nomination and Remuneration Committee recommends the same to the Board. The Nomination and Remuneration Committee recommends the same to the Board. Mr. Kishor Kharat is a B. Com (Hons) LLB(I) CAIIB and MBA. He also possesses Diploma in Computers application in Banking. An acclaimed Management Professional and a Banker, with 46 years of rich experience in Banking & Finance / Corporate Sector, comprising of 7 years of foreign assignments, 41 years in Banking, on Board of Directors of 17 organisations (including present 3 companies and previous 14 companies) including more than 6 years as a MD & CEO of 3 commercial banks.

Some of his previous assignments includes

- **Managing Director & CEO of Indian Bank** - in a short span of just 16 months transformed the Bank from dormancy to emerge as India's Best Bank (ET 2017-18).
- **Managing Director & CEO of IDBI Bank** – India's only Development Finance Bank which contributed a lot in Industrial and Infrastructure development of our country.
- **Managing Director & CEO of Bank of Baroda (Trinand & Tabago) Ltd.**, West Indies, a foreign subsidiary of the largest Public Sector Bank.

He has also served on the Boards of the following entities.

- Executive Director of Union Bank of India
- Director, EXIM Bank of India
- Chairman, Corp Debt Restructuring (CDR) –Executive Group
- Chairman, IDBI Capital Markets & Securities Ltd.
- Chairman, IDBI Trusteeship Services Ltd.
- Chairman, IDBI Asset Management Limited
- Chairman, IDBI Intech Limited
- Chairman & Executive Trustee, Stressed Asset Stabilization Fund (SASF)
- Director, IDBI Federal Life Insurance Co. Ltd.
- President, Governing Council, Entrepreneurship Devp Institute of India
- Director, Association of Development Financing Institutions in Asia Pacific (ADFIAP) Manila Philippine's

#### Other previous assignments:-

- Member, Advisory Board- Insurance Regulatory and Development Authority (IRDAI)
- Member - RBI Sub-committee on Financial Inclusion.
- Chairman - Committee for implementation of reservation policies (MoF Govt of India)

He has been presently engaged with the following corporates.

- Director - LIC Pension Funds Ltd.
- Director - CFM Asset Reconstruction Pvt Ltd.
- Director - ABIS Exports (India) Pvt. Ltd.





**PARTICULARS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS**

<b>Name of the Director</b>	<b>Mr. Vivek Harinarain</b>	<b>Mr. N. Sivaraman</b>	<b>Mrs. Hema Gopal</b>	<b>Mr. S. Kaushik Ram</b>	<b>Mr. Kishor Kharat</b>
<b>Din</b>	00870158	00001747	08732183	05012877	07266945
<b>Date of Birth &amp; Age</b>	12/02/1956 68 years	12/04/1958 66 years	22/12/1957 67 years	11/07/1982 42 years	04/09/1958 65 years
<b>Date of 1<sup>st</sup> appointment</b>	22/01/2024	22/01/2024	22/01/2024	22/01/2024	27/01/2024
<b>Experience &amp; Expertise</b>	Please refer to Statement pursuant to Section 102 of the Act.	Please refer to Statement pursuant to Section 102 of the Act.	Please refer to Statement pursuant to Section 102 of the Act.	Please refer to Statement pursuant to Section 102 of the Act.	Please refer to Statement pursuant to Section 102 of the Act.
<b>No. of Board Meetings attended</b>	1/1	1/1	1/1	1/1	-
<b>List of Directorship/ Membership/ Chairmanship of Committees of other Board in Listed Companies</b>	Nil	All Cargo Logistics Limited	Nil	Nil	Nil
<b>No. of shares held in the Company</b>	Nil	Nil	Nil	Nil	Nil
<b>Disclosure of relationship between Directors and Key Managerial Personnel of the Company</b>	He is not related to any of the Director or Key Managerial Personnel of the Company	He is not related to any of the Director or Key Managerial Personnel of the Company	She is not related to any of the Director or Key Managerial Personnel of the Company	Relative of Wholetime Director	He is not related to any of the Director or Key Managerial Personnel of the Company
<b>Terms &amp; Conditions of appointment / re-appointment</b>	As per the resolution set out at the Item No. 1 of the Postal Ballot Notice read with Statement	As per the resolution set out at the Item No. 2 of the Postal Ballot Notice read with Statement	As per the resolution set out at the Item No. 3 of the Postal Ballot Notice read with	As per the resolution set out at the Item Nos. 4 and 5 of the Postal Ballot Notice read	As per the resolution set out at the Item No. 6 of the Postal Ballot Notice read with

	pursuant to Section 102 of the Act	pursuant to Section 102 of the Act	Statement pursuant to Section 102 of the Act	with Statement pursuant to Section 102 of the Act	Statement pursuant to Section 102 of the Act
Details of remuneration/sitting fees last drawn by such person for Financial Year 2022-23	Not Applicable	Not Applicable	Not Applicable	Rs. 69 Lakhs p.a. (Previous revision 2011)	Not Applicable
Details of remuneration proposed to be paid	Not applicable	Not applicable	Not applicable	Please refer attached below	Not Applicable
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Please refer to Statement pursuant to Section 102 of the Act.	Please refer to Statement pursuant to Section 102 of the Act.	Please refer to Statement pursuant to Section 102 of the Act.	Please refer to Statement pursuant to Section 102 of the Act.	Please refer to Statement pursuant to Section 102 of the Act
Listed Entities from which the Director has resigned in past three years	Nil	ICRA Limited	Consolidated Construction Consortium limited	Nil	Shree Hari Chemicals Export Limited

1. The relative explanatory statements pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business set out in the notice is annexed hereto.

2. The Board has appointed Mr. N. Balachandran, Practicing Company Secretary, Chennai (ACS No. 5113 PCS No. 3200) as the Scrutinizer for conducting the postal ballot through remote e-voting process in accordance with the law and in a fair and transparent manner.

3. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those members whose names appear on the Register of Members / List of Beneficial Owners as on March 8, 2024, being the Cut-Off Date for the purpose and whose e-mail address is registered with KFin Technologies Limited ("KFin"), the Company's Registrar and Share Transfer Agent or Depository Participants. In accordance with the aforesaid MCA Circulars, the Physical copies of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot. This Postal Ballot Notice will also be available on the Company's website at [www.ccclindia.com](http://www.ccclindia.com), websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of CDSL viz. [www.evotingindia.com](http://www.evotingindia.com) and NSDL viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com). Accordingly, the communication of the assent or dissent of the Members would take place through e-voting only. i.e. by casting their votes electronically instead of submitting Postal Ballot Forms.



4. The Cut-Off Date ie. March 8, 2024 is for determining the eligibility to receive this Notice and to vote by electronic means. Only a person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off Date shall be entitled to vote. A person who is not a member as on the Cut-Off Date should treat this Notice for information purpose only. Once the vote is cast, whether partially or otherwise, the member shall not be allowed to change it subsequently (or) cast the vote again.

6. E-voting shall commence on Mar 18, 2024 (10.00 a.m. IST) and ends on Apr 16, 2024 (5.00 p.m. IST). The e-voting module shall be disabled by Kfintech for voting thereafter. The results of the Postal Ballot shall be declared on or before Apr 18, 2024 along with the Scrutinizer's Report.

7. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the company for E-voting i.e. Apr 16, 2024. Further, resolutions passed by the Members through E-voting are deemed to have been passed effectively at a general meeting. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. Mar 8, 2024. In case of Joint holders only such joint holder who is higher in the order of names will be entitled to vote.

8. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one Tamil daily newspaper circulating in Tamil Nadu (in vernacular language, i.e. Tamil)

9. The Company has engaged KFin Technologies Limited (hereinafter referred to as KFin" or "Service Provider") for facilitating remote e-voting to enable the Members to cast their votes electronically.

10. The instructions for remote e-voting are as under:

**The instruction for e-voting is as under:**

#### **PROCEDURE FOR REMOTE E-VOTING**

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by Kfintech , on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.
- ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to 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.
- iii. 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. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iv. The remote e-Voting period commences on Mar 18, 2024 at 10.00 AM

- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
- vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.”
- viii. The details of the process and manner for remote e-Voting explained herein below:

**Step 1** : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2** : Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Details on Step 1 are mentioned below:

**I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p><b>1. User already registered for IDeAS facility:</b></p> <ol style="list-style-type: none"> <li>Visit URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.</li> <li>On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”</li> <li>Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</li> </ol> <p><b>2. User not registered for IDeAS e-Services</b></p> <ol style="list-style-type: none"> <li>To register click on link : <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>Select “Register Online for IDeAS” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Proceed with completing the required fields.</li> <li>Follow steps given in points 1</li> </ol> <p><b>3. Alternatively by directly accessing the e-Voting website of NSDL</b></p> <ol style="list-style-type: none"> <li>Open URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></li> <li>Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</li> <li>A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</li> <li>Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e.KFintech.</li> <li>On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.</li> </ol>



Individual Shareholders holding securities in demat mode with CDSL	<p><b>1. Existing user who have opted for Easi / Easiest</b></p> <ol style="list-style-type: none"> <li>Visit URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>Click on New System Myeasi</li> <li>Login with your registered user id and password.</li> <li>The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFinTech e-Voting portal.</li> <li>Click on e-Voting service provider name to cast your vote.</li> </ol> <p><b>2. User not registered for Easi/Easiest</b></p> <ol style="list-style-type: none"> <li>Option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Proceed with completing the required fields.</li> <li>Follow the steps given in point 1</li> </ol> <p><b>3. Alternatively, by directly accessing the e-Voting website of CDSL</b></p> <ol style="list-style-type: none"> <li>Visit URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>Provide your demat Account Number and PAN No.</li> <li>System will authenticate user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account.</li> <li>After successful authentication, user will be provided links for the respective ESP, i.e <b>KFinTech</b> where the e- Voting is in progress.</li> </ol>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<ol style="list-style-type: none"> <li>You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</li> <li>Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</li> <li>Click on options available against company name or e-Voting service provider – <b>Kfintech</b> and you will be redirected to e-Voting website of <b>KFinTech</b> for casting your vote during the remote e-Voting period without any further authentication.</li> </ol>

**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 Shareholders 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 with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: <b>1800 1020 990</b> and <b>1800 22 44 30</b>
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at <b>022- 23058738</b> or <b>022-23058542-43</b>

Details on Step 2 are mentioned below:

**II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFinTech 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: <https://evoting.kfintech.com/>

Registered Office:# 8/33, Padmavathiyar Road, Jeypore Colony, Gopalapuram, Chennai - 600 086 Ph: 044-23454500  
E-mail: [cccl@ccclindia.in](mailto:cccl@ccclindia.in), URL: [www.ccclindia.com](http://www.ccclindia.com)

CIN: L45201TN1997PLC038610 PAN: AAACC4214B GST: 33AAACC4214B3ZJ  
Regional Offices: Bangalore Chennai Hyderabad New Delhi



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) xxxx, 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 KFintech 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, email 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., '7921' 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. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, 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 (s), 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(s).

xii. Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative on its behalf to cast its vote through remote e-voting, together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer

xiii. The Scrutinizer's decision on the validity of e-voting shall be final. As indicated earlier, the results will be published on the website of the Company ([www.ccclindia.com](http://www.ccclindia.com)) besides being notified to BSE Limited and National Stock Exchange of India Limited, NSE, where the Company's equity shares are listed. Scrutinizer's Report along with voting results will also be posted on the website of KFintech at <https://evoting.kfintech.com>



Other Instructions.

- I. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) or contact Mrs. Shoba Anand, Contact no: 040-67162222, at [evoting@kfintech.com](mailto:evoting@kfintech.com) or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.
- II. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Mar 8, 2024, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- III. In case a person has become a Member of the Company after dispatch of Postal Ballot Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
  - i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
    1. Example for NSDL:
    2. MYEPWD <SPACE> IN12345612345678
    3. Example for CDSL:
    4. MYEPWD <SPACE> 1402345612345678
    5. Example for Physical:
    6. MYEPWD <SPACE> XXXX1234567890
  - ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

**Procedure for Registration of email and Mobile: securities in physical mode**

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16<sup>th</sup>, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link:  
<https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

c) Through electronic mode with e-sign by following the link:

<https://ris.kfintech.com/clientservices/isc/default.aspx#>

d) Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

E) For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held,