

NCC LIMITED

[CIN: L72200TG1990PLC011146]

Registered Office: NCC House, Madhapur, Hyderabad, Telangana, India, Pin-500081

Phone: +91 40 2326 8888

Website: www.ncclimited.com, Email: ho.secr@nccltd.in

**FURTHER NOTICE OF MEETING OF THE SECURED CREDITORS OF
NCC LIMITED**

(Meeting Convened pursuant to Order pronounced on 29th November 2024 and 26th May 2025
by the Hon'ble National Company Law Tribunal, Hyderabad Bench and adjourned)

ADJOURNED MEETING

Day	Thursday
Date	14 th August 2025
Time	11:30 A.M.
Venue	NCC House, Madhapur, Hyderabad - 500 081

**IN THE NATIONAL COMPANY LAW TRIBUNAL,
HYDERABAD BENCH, HYDERABAD
COMPANY APPLICATION NO. CA(CAA)30/HYD/2024**

In the matter of the Companies Act, 2013;

And

In the matter of Section 230 to 232 of the Companies Act, 2013
and other applicable provisions of the Companies Act, 2013 and
Rules framed thereunder;

And

In the matter of Scheme of Arrangement between

NCC Infrastructure Holdings Limited (Transferor
Company)

CIN: U45100TG2005PLC046367, an unlisted public company
incorporated under the Companies Act, 1956 having its
registered office at NCC House, 6th Floor, Survey No. 64,
Madhapur, Hyderabad, Telangana, 500081, India

and

NCC Limited (Transferee Company)

CIN: L72200TG1990PLC011146, a public listed company
incorporated under the Companies Act, 1956 having its
registered office at NCC House, Madhapur, Hyderabad,
Telangana, India, Pin-500081

and their Respective Shareholders;

NCC Limited, a public listed company)
incorporated under the Companies Act, 1956)
having its registered office at NCC House, Madhapur)
Hyderabad, Telangana, India, Pin-500081)
CIN: L72200TG1990PLC011146)

... Applicant Company

**NOTICE CONVENING THE ADJOURNED ‘TRIBUNAL CONVENED MEETING OF
THE SECURED CREDITORS OF NCC LIMITED’**

To,

The Secured Creditors of NCC Limited (the “Applicant Company”)

By an order pronounced on 29th November 2024, the Hon’ble Hyderabad Bench of the National Company Law Tribunal (“NCLT”, and such order, the “Order”) in the above mentioned Company Application, a meeting of Secured Creditors of NCC Limited (“hereinafter referred to as “Applicant Company” or the “Transferee Company”) was directed to be convened on Thursday, 30th January 2025 at 12:00 Noon at the Registered Office of the Applicant Company at NCC House, Madhapur, Hyderabad, Telangana, India, Pin-500081 to be held for the purpose of considering, and if thought fit, approving the Scheme of Arrangement proposed between NCC Infrastructure Holdings Limited (the “Transferor Company”) and NCC Limited (the “Transferee Company”) and their respective Shareholders (hereinafter the “Scheme”).

Pursuant to the Order, a meeting of the secured creditors of the Applicant Company was convened and held on 30th January 2025 at 12:00 Noon at the Registered Office of the Applicant Company and by providing facility for voting in person or by proxy. At the meeting, the Chairman appointed by NCLT based on request received from majority of the Secured creditors adjourned the meeting to 16th April 2025. At the adjourned meeting held on 16th April 2025, the Chairman based on written representation from Working Capital Consortium lenders, consisting of Banks including Public Sector Banks adjourned the meeting for 2 months, subject to the directions of the Hon'ble NCLT. In accordance with the order pronounced by Hon'ble NCLT on 26th May 2025 in IA (CA)/127/2025 in CA (CAA) No.30/230/HDB/2024, the adjourned meeting was held on 16th June 2025.

At the adjourned meeting held on 16th June 2025, Ten (10) Secured Creditors, all of whom are part of the Working Capital Consortium lenders of the Company, representing about 66.82% in value of total outstanding debt to secured creditors, were present and made a representation for a further adjournment of the meeting by 2 months on the reasoning that they are yet to receive the approvals from their approving authorities. Considering the unanimous decision of Secured Creditors present at the meeting, the Chairman adjourned the meeting to be held on Thursday, 14th August 2025 at 11:30 A.M at the registered office of the Company.

Accordingly, take notice that the adjourned meeting of the secured creditors of the Applicant Company will be held on Thursday, 14th August 2025 at 11:30 A.M., at the registered office of the Company. At the adjourned meeting, the resolution, as sought for in the Notice for the Tribunal Convened Meeting of the Secured Creditors of NCC Limited dated 26th December 2024 ("**Notice**"), which was earlier sent to the Secured Creditors of the Applicant Company, will be considered, and if thought fit, be passed, with or without modification(s).

The contents of the Notice, other than the date and time of the adjourned meeting as referred hereinabove, remain unaltered.

A copy of (a) the Scheme; (b) the explanatory statement under Sections 230(3) and 102 of the Companies Act, 2013 read with Rule 6(3) of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and (c) the enclosures as indicated in the index to the Notice (collectively referred to as the "**Particulars**") have already been sent earlier to the secured creditors of the Applicant Company along with the Notice. If, any of the secured creditors of the Applicant Company desire to have a copy of the aforesaid Particulars along with the present further notice, the same can be obtained free of charge at the Registered Office of the Applicant Company between 10:00 A.M. to 5:00 P.M. on any working day except Saturdays, Sundays and Public Holidays, up to 1 (one) day prior to the date of the meeting.

The secured creditors may note that the aforesaid Particulars along with the present further notice will be available on the website of the Applicant Company at <https://www.ncclimited.com/Scheme-of-Arrangement.html>.

All such Secured Creditors of the Applicant Company may attend and vote (either in person or by Proxy) at the Meeting, whose names appear in the certificate issued by M/s. KP Rao Associates, Chartered Accountant certifying the list of Secured creditors of the Applicant Company as on December 20, 2024 ("**Cut off Date**"). A person/entity who/that is not a Secured Creditor on the Cut Off date should treat this further notice and Notice for information purpose only and shall not be entitled to avail the facility of voting in the venue of the Meeting. The voting rights as well as the value of the Secured Creditors shall be in proportion to the outstanding amount due to them by the Applicant Company as on the Cut off Date.

If any secured creditor has any query in respect of the present further notice, the secured creditor may contact Mr. Sisir K Mishra, the Company Secretary of the Company on 040-23268888 or at email address ho.secr@nccltd.in.

Persons entitled to attend and vote at the Adjourned Tribunal Convened Meeting, may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the Registered Office of the Applicant Company at NCC House, Madhapur, Hyderabad, Telangana, India, Pin-500081, not later than 48 hours before the aforesaid Adjourned Tribunal Convened Meeting. Forms of proxy are available at the Registered Office of the Applicant Company at NCC House, Madhapur, Hyderabad, Telangana, India, Pin-500081.

The form of Proxy and Attendance Slip are also enclosed herewith.

Md. Hidayathullah Shareef, Chairman of the meeting of the secured creditors appointed by NCLT shall be the Chairman of the adjourned meeting.

The Scheme, if approved at the adjourned meeting, will be subject to the subsequent approval of NCLT.

Dated 15th July 2025, at Hyderabad

Sd/-
Md. Hidayathullah Shareef
Chairperson appointed by NCLT for the meeting

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ATTENDANCE SLIP

**ADJOURNED MEETING OF THE SECURED CREDITORS OF THE COMPANY
CONVENED BY THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL,
HYDERABAD BENCH
ON THURSDAY, 14th AUGUST 2025 AT 11:30 A.M.**

This Attendance Slip duly filled in is to be handed over at the entrance of the meeting hall.

Name and Address of the Secured
Creditor _____

Authorised Representative/Proxy
Holder _____

(To be filled in if Proxy Form/Authorisation Letter has been duly deposited with the Company)

I certify that I am a Secured Creditor/proxy/authorised representative for the Secured Creditor of the Company. I hereby record my presence at the adjourned Meeting of Secured Creditors of the Company convened pursuant to an Order pronounced on 29th November 2024 read with Order dated 26th May 2025 by the Hon'ble National Company Law Tribunal, Hyderabad Bench, at NCC House Madhapur, Hyderabad, Telangana, India, Pin-500081 on Thursday, 14th August 2025 at 11:30 A.M.

Name of Secured Creditor /Proxy (Block Letters)

Signature of the Secured Creditor / Proxy

Notes:

1. Only Secured Creditors would be allowed to attend the Meeting. No Minors would be allowed at the Meeting.
2. The Secured Creditors, Proxy Holder or the Authorised Representative attending the Meeting must bring this attendance slip to the Meeting and hand over at the entrance duly signed for admission to the Meeting hall.
3. The Secured Creditor, Proxy Holder or the Authorised Representative are requested to bring their copy of Notice at the Meeting.
4. The authorised representative of a body corporate which is a Secured Creditor of the Company must bring a certified true copy of the Resolution of the Board Meeting authorising such representative to attend and vote at the said Meeting.
5. BR / Authority Letter with attached specimen sign to be deposited not later than 48 hours before commencement of meeting.

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CONVENED BY THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL,
HYDERABAD BENCH
ON THURSDAY, 14th AUGUST 2025 AT 11:30 A.M.**

PROXY FORM

Name of the Secured Creditor : _____

Registered address : _____

E-mail Id : _____

Value of Debt as on December 20, 2024: _____

I/ We, being the Secured Creditor of NCC Limited being the Applicant/Transferee Company, do hereby appoint

1. Name
Address
E-mail Id
Signature:; or failing
him/her

2. Name
Address
E-mail Id
Signature:; or failing
him/her

3. Name
Address
E-mail Id
Signature:; or failing
him/her

4. Name
Address
E-mail Id
Signature:

as my/our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the meeting of the Secured Creditor(s) of the Company convened pursuant to an order pronounced on 29th November 2024 read with 26th May 2025 by the Hon'ble National Company Law Tribunal, Hyderabad Bench, as adjourned to be held on Thursday, 14th August, 2025 at 11:30 A.M. at the registered office of the Company – NCC House Madhapur, Hyderabad, Telangana, India, Pin-500081 and at any adjournment thereof in respect of such resolutions as are indicated below.

S.No.	Resolution	Vote (Optional) (Put a (√) mark)	
		For	Against
1.	Approval of Scheme of Arrangement between NCC Infrastructure Holdings Limited (the 'Transferor Company') and NCC Limited (the 'Transferee Company') and their Respective Shareholders under Sections 230 – 232 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016		

Date:

Signature with Stamp:

Note:

1. Please affix revenue stamp not less than Re.1 before putting signature.
2. Proxy need not be a Secured Creditor of the Company.
3. The Proxy Form in order to be effective shall be duly filled in and signed by the Secured Creditor(s)
across Revenue Stamp and should reach the Company's Registered Office: NCC House Madhapur, Hyderabad, Telangana, India, Pin-500081 at least 48 hours before the commencement of the meeting.
4. Corporate Secured Creditor(s) intending to send their authorised representative(s) to attend the meeting are requested to send an authority letter or power of attorney or a certified copy of the Board resolution authorizing their representative(s) to attend and vote on their behalf at the meeting
5. In case of multiple proxies, the proxy later in time shall be accepted.
6. No person shall be appointed as a Proxy who is a minor.

ROUTE MAP

NCC Limited Head Office, NCC House, Madhapur, Hyderabad - 500081

