

राष्ट्रीय राजमार्ग एवं अवसंरचना विकास निगम लिमिटेड

सड़क परिवहन और राजमार्ग मंत्रालय, भारत सरकार
तीसरी मंजिल, पीटीआई बिल्डिंग, 4-संसद मार्ग, नई दिल्ली-110001

National Highways & Infrastructure Development Corporation Limited

Ministry of Road Transport & Highways, Govt. of India
3rd Floor, PTI Building, 4-Parliament Street, New Delhi-110001, +91 11 2346 1600, www.nhidcl.com



BHARATMALA
ROAD TO PROSPERITY



NHIDCL
BUILDING INFRASTRUCTURE - BUILDING THE NATION
CIN: U45400DL2014GOI269062

सार्वजनिक क्षेत्र का उपक्रम

A PUBLIC SECTOR UNDERTAKING

NOTICE

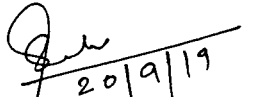
NOTICE is hereby given that the **5th Annual General Meeting** of the Members of **NATIONAL HIGHWAYS & INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED** will be held on **Thursday, 26th September, 2019** at **12:30 P.M.** at Conference Room, 5th Floor, Transport Bhawan, 1- Parliament Street, New Delhi-110001 at a shorter notice to transact the following business(s)-

ORDINARY BUSINESS:

To consider and if thought fit, to pass with or without modification(s), the following resolution as **Ordinary Resolution** -

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March 2019 along with the Directors' Report and Auditor's thereon and comments of the Comptroller and Auditors-General of India.
2. To confirm the interim dividend declared for the Financial Year 2018-19 and to declare the final dividend on equity shares for the financial year ended 31st March, 2019.
3. To authorize Board of Directors of the Company to fix remuneration of the Statutory Auditors of the Company appointed by the Comptroller and Auditors-General of India for the financial year 2019-20.

By the order of the Board of Directors
For National Highways & Infrastructure Development Corporation Limited


20/9/19
(Satyabrata Sahu)
Director (A/F)
DIN: 02663367

Date: 20.09.2019

Place: New Delhi

Regd. Office:

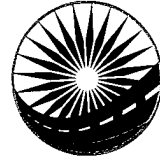
PTI Building, 3rd Floor,
4 Parliament Street,
New Delhi, 110001
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NOTE:

1. A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY IN WRITING DULY SIGNED BY HIM/HER TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. In order to be effective, proxy form duly completed should be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. A blank proxy form is enclosed herewith and can also be obtained from the registered office of the Company free of charge.
3. As per the provisions of the Companies Act, 2013 a person can act as a proxy on behalf of members not exceeding fifty in numbers and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of meeting, a member would be entitled to inspect the proxies lodged during the business hours of the Company, provided that not less than three days' notice in writing is given to the Company.
5. The Board of Directors of the Company in their meeting held on 05th December, 2018 declared interim dividend of Rs. 37,00,000/- which has already been paid. Final dividend of Rs. 16,07,31,247/-. Recommended by the Board of Directors in their meeting held 9th July, 2019 for the year ended 31.03.2019, if approved by the members at the Annual General Meeting, will be paid to the Shareholders (The President of India, through Ministry of Road Transport & Highways).
6. Pursuant to Section 139(5) of the Companies Act, 2013, the Statutory Auditor of a Government Company is to be appointed/re-appointed by the Comptroller & Auditor General of India (C&AG) and, in terms of provisions contained in Section 142 of the Companies Act, 2013, their remuneration shall be fixed by the company in General Meeting or in such manner as the company in a General Meeting may determine. The members may authorize Board of Directors to confirm their appointment and fix their remuneration as per the communication to be received from C&AG.
7. The meeting is being convened at a shorter notice, after obtaining the consent, in writing, of more than 95% of the members of the company, pursuant to the provisions of section 101 of the act.
8. A route map to reach the venue of the Annual General Meeting, including prominent landmark for easy location, is attached along with the notice.
9. Notice of AGM is also hosted on the website of the Company at www.nhidcl.com

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PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U45400DL2014GOI269062

Name of the Company: National Highways & Infrastructure Development Corporation Ltd.

Registered Office: PTI Building, 3rd Floor, 4 Parliament Street, New Delhi-110001

Name of the member (s) :
Registered address :
E-mail Id :
Folio No/ Client Id-~~DP-ID~~ :

I,, being the member (s) of shares of the above named company, hereby appoint:

1. Name: Address:
E-mail Id : Signature : or failing him;
2. Name: Address:
E-mail Id : Signature : or failing him;
3. Name: Address:
E-mail Id : Signature : or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 5th Annual General Meeting of the Company, to be held on Thursday, 26th September, 2019 at 12:30 P.M. at Conference Room, 5th Floor, Transport Bhawan, 1, Parliament Street, New Delhi-11001 and at any adjournment thereof in respect of following resolutions :

Sl. No.	Resolutions	For	Against
1	To Adopt financial statements for the year ending 31 st March, 2019		
2.	To declare final dividend		
3.	To Authorise of Board of Directors to fix the remuneration of the Company		

Signed this day of 2019.

Signature of share holder :

Signature of Proxy holder(s) :

Affix
Revenue
Stamp

Note: 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.