



This addendum to the Letter of Offer ("Addendum"), the Abridged Letter of Offer, the Application Form and other applicable Issue materials in India is for information purposes only and does not constitute an offer or an invitation or a recommendation to purchase, to hold, to subscribe or sell either entitlements or securities. All capitalised terms used herein and not defined herein shall have the meaning assigned to them in the Letter of Offer dated March 12, 2024 (the "Letter of Offer") filed with the stock exchanges, namely BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE", and together with BSE, "Stock Exchanges") and Securities and Exchange Board of India ("SEBI").

HINDUSTAN CONSTRUCTION COMPANY LIMITED

Our Company was incorporated as 'The Hindustan Construction Company Limited' on January 27, 1926 under the Companies Act, 1913, in Mumbai, Maharashtra, pursuant to certificate of incorporation dated January 27, 1926 issued by the Registrar of Companies, Mumbai ("RoC"). Subsequently, the name of our Company was changed to 'Hindustan Construction Company Limited' with effect from October 11, 1991 and a fresh certificate of incorporation consequent upon change of name was issued on October 11, 1991 by the RoC. For details in relation to change in the registered office of the Company, see "General Information" beginning on page 46 of the Letter of Offer dated March 12, 2024.

Registered and Corporate Office: Hincan House, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India

Contact Person: Nitesh Kumar Jha, Company Secretary and Compliance Officer | **Tel:** + 91 22 2575 1000

E-mail: secretarial@hccindia.com | **Website:** www.hccindia.com | **Corporate Identity Number:** L45200MH1926PLC001228

PROMOTERS OF OUR COMPANY:

AJIT GULABCHAND, HINCON HOLDINGS LIMITED, HINCON FINANCE LIMITED, SHALAKA GULABCHAND DHAWAN AND SHALAKA INVESTMENT PRIVATE LIMITED

FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS OF HINDUSTAN CONSTRUCTION COMPANY LIMITED (THE "COMPANY" OR THE "ISSUER") ONLY

ISSUE OF UP TO 166,666,666* FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH OF THE COMPANY (THE "RIGHTS EQUITY SHARES") FOR CASH AT A PRICE OF ₹ 21 PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹ 20 PER RIGHTS EQUITY SHARE) AGGREGATING UP TO ₹350 CRORE* ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 13 RIGHTS EQUITY SHARES FOR EVERY 118 EQUITY SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON MARCH 16, 2024 ("RECORD DATE") (THE "ISSUE"). FOR FURTHER DETAILS, PLEASE SEE "TERMS OF THE ISSUE" BEGINNING ON PAGE 368 OF THE LETTER OF OFFER.

*Assuming full subscription. Subject to finalisation of the Basis of Allotment.

ADDENDUM TO THE LETTER OF OFFER, THE ABRIDGED LETTER OF OFFER, THE APPLICATION FORM AND OTHER APPLICABLE ISSUE MATERIALS

This Addendum is being issued pursuant to item (4) Schedule IX, of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"). Our Company has filed the Letter of Offer with the Stock Exchanges and SEBI. The Eligible Equity Shareholders are requested to please note the following:

ADDENDUM – NOTICE TO THE ELIGIBLE EQUITY SHAREHOLDERS OF THE COMPANY

- Pursuant to a share purchase agreement dated March 29, 2024, entered into by and among our Company, HREL Real Estate Limited ("HREL"), and HRL (Thane) Real Estate Limited ("HRL Thane"), HRL Thane has become a direct subsidiary of our Company with effect from March 29, 2024.
- Pursuant to a share purchase agreement dated March 31, 2024, our Company has divested its entire stake in one of its wholly owned subsidiaries, HREL. Accordingly, with effect from April 1, 2024, HREL along with the following step-down subsidiaries have ceased to be subsidiaries of our Company:
 - Nashik Township Developers Limited;
 - Powai Real Estate Developers Limited;
 - HCC Aviation Limited; and
 - HCC Realty Limited

The disclosure in the Letter of Offer, Application Form, and other Issue materials, stands modified to the extent of aforementioned and this Addendum should be read in conjunction with the Letter of Offer, the Abridged Letter of Offer, the Application Form and other applicable Issue materials.

Investors should only rely on the information included in this Addendum, the Letter of Offer, the Abridged Letter of Offer, the Application Form and other applicable Issue materials while making an investment decision to invest in the Issue.

Investors can also access this Addendum on the websites of our Company, the Registrar, the Lead Manager, the SEBI, and the Stock Exchanges, as applicable.

Hindustan Construction Company Limited

Place : Mumbai
Date : April 02, 2024

Nitesh Kumar Jha
Company Secretary and Compliance Officer

Hindustan Construction Company Limited is proposing, subject to market conditions and other considerations, a rights issue of its Equity Shares and has, in this regard, filed a Letter of Offer dated March 12, 2024 with SEBI and Stock Exchanges. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in, the Stock Exchanges i.e. BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com, the Company at www.hccindia.com, and on the website of Lead Manager to the Issue i.e. IDBI Capital Markets & Securities Limited at www.idbicapital.com. Investors should note that investment in Equity Shares involves a degree of risk and for details relating to the same, please see section titled "Risk Factors" beginning on page 18 of the Letter of Offer. The Rights Entitlements and the Rights Equity Shares have not been, and will not be, registered under the United States Securities Act Of 1933, as amended (the "U.S Securities Act") and may not be offered or sold within the United States. Accordingly, the Rights Entitlements (including their credit) and the Rights Equity Shares are only being offered and sold outside the United States in "Offshore Transactions" as defined in and in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur.