

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Scrip Code- 540530

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400051
NSE Symbol- HUDCO

Sub: Postal Ballot Notice- Appointment of Shri Sanjeet as Part-time Official Director on the Board of Housing and Urban Development Corporation Limited.

Sir/Ma'am,

In compliance of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of Shareholders is proposed to be sought through Postal Ballot Process by electronic means for the appointment of Shri Sanjeet as Part-time Official Director on the Board of the Company. (Copy of Postal Ballot notice is enclosed)

Pursuant to the provisions of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, read with the General Circular(s) issued by MCA, the electronic copies of Postal Ballot Notice along with the Explanatory statement will be sent to those members whose e-mail ids are registered with their Depositories/ Depository Participants or with Registrar & Transfer Agent.

The Company has engaged the services of Central Depository Services (India) Limited to provide remote e-voting facility to its Members and M/s Hemant Singh & Associates as Scrutinizer to scrutinize the e-voting process.

Members can vote on the Resolutions only through remote e-voting. Remote e-voting will commence on Saturday, 31st December, 2022 at 9.00 a.m. (IST) and ends on Sunday, 29th January, 2023 at 5:00 p.m. (IST).

The Postal Ballot Notice is also available on the Company's website, i.e., www.hudco.org.in

धन्यवाद

भवदीय

हरीश कुमार शर्मा

कंपनी सेक्रेटरी एंड कंप्लायंस ऑफिसर

फॉर हाउसिंग एंड अर्बन डेवलपमेंट कॉर्पोरेशन लिमिटेड



हाउसिंग एंड अर्बन डेवलपमेंट कॉर्पोरेशन लिमिटेड (भारत सरकार का उपक्रम)
 कोर 7ए, हडको भवन, भारत पर्यावास केन्द्र, लोधी रोड, नई दिल्ली-110003
 दूरभाष : 011-24649610-21 फैक्स : (011) 24625308, आई.एस.ओ. 9001:2015 प्रमाणित कंपनी
 वेबसाईट : www.hudco.org, सी आई एन : L74899DL1970GOI005276, GST : 07AAACH0632A1ZF
Housing & Urban Development Corporation Ltd., (A Govt. of India Enterprise)
 Core-7'A', HUDCO Bhawan, India Habitat Centre, Lodhi Road, New Delhi - 110 003
 Tel : 011-24649610-21, Fax : 011-24625308 AN ISO 9001:2015 Certified Company
 website : www.hudco.org CIN : L74899DL1970GOI005276 GST : 07AAACH0632A1ZF





HOUSING AND URBAN DEVELOPMENT CORPORATION LIMITED

Regd. Office: HUDCO Bhawan, India Habitat Centre, Lodhi Road, New Delhi- 110003

CIN: L74899DL1970GOI005276

Website: www.hudco.org.in , Email: cswhudco@hudco.org

Phone: 011-24649610-21, 24648193-95

POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE is hereby given that pursuant to Section 110 of the Companies Act, 2013, ('the Act'), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and other applicable provisions of the Act and the Rules, General Circular No. 3/2022 dated 5th May, 2022 read with General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 together with other relevant circulars issued by the Ministry of Corporate Affairs ('MCA Circular'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standards on General Meetings issued by the Institute of Companies Secretaries of India and other applicable laws, rules and regulations (including any statutory modification and/or re-enactment thereof for the time being in force as amended from time to time), the resolution appended below are proposed to be passed by the members through postal ballot, only by way of remote e-voting process ('e-voting').

Accordingly, the proposed resolution together with the explanatory statement setting out the material facts as required under section 102 of the Act, are annexed herewith for consideration of the members.

In accordance with the MCA circulars, members can vote only through the remote e-voting process. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. Members are requested to read the instructions given in the Notes of the Postal Ballot Notice so as to cast their votes electronically not later than 5:00 p.m. IST on Sunday, 29th January, 2023, the last day fixed for casting the votes electronically.

SPECIAL BUSINESS

Item No. To consider and if thought fit, to pass, with or without modification(s), the following resolution(s) as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of section 152 and any other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Sanjeet (DIN: 09833776), who was appointed as an Additional Director w.e.f. 22nd December, 2022 being the date of allotment of Director Identification Number by the Ministry of Corporate Affairs, Government of India, pursuant to the provisions of section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Part-time

Official Director, liable to retire by rotation as per the terms and condition of his appointment approved by the President of India.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Board of Directors

Place: New Delhi
Dated: 26.12.2022

Sd/-
Harish Kumar Sharma
Company Secretary

NOTES

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 setting out all material facts relating to the resolution proposed to be passed through postal ballot is annexed herewith;
2. Shri Hemant Kumar Singh, Company Secretary (Membership No. FCS: 6033) failing him Mr. Pankaj Kantha (Membership No. FCS:10257), Partner(s), M/s Hemant Singh & Associates, Company Secretaries in Practice has been appointed as the Scrutinizer for conducting the Postal Ballot through e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final;
3. In compliance with the provisions of section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the MCA circulars and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing the facility to all its members to exercise their right to vote by electronic means as an alternate mode of voting which will enable them to cast their votes electronically, for which necessary arrangements have been made by the Company with M/s Central Depository Services (India) Limited ('CDSL') as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote;
4. In accordance with the MCA circulars, the 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 **26th December, 2022 ('cut-off date')** and whose e-mail address is registered with the Depositories/ Registrar & Transfer Agents. Physical copies of the Postal Ballot Notice. The postal ballot forms and pre-paid business reply envelopes are not being sent to members for this postal ballot;
5. The Postal Ballot Notice will also be available on the websites of the Stock Exchange(s), i.e., BSE Limited and National Stock Exchange of India Limited, respectively, Company's website at www.hudco.org.in and on the website of the CDSL at www.evotingindia.com. The members who have not received the Postal Ballot Notice may access the same on the website of the Company, Stock Exchange(s) or of CDSL;
6. The members who have not registered their email addresses or if there is any change in their registered email address(es), they are requested to immediately notify/update their email address with their depository participant, in case the shares are held in dematerialized form and to the Registrar and Transfer Agent, in case the shares are held in physical form by providing the necessary details;
7. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear in the list of beneficial owners provided by Depositories or in the Register of members as on the cutoff date will only be considered eligible for the purpose of e-voting;

8. Persons who become member of the Company after the cut-off date, should treat this notice only for information purpose and are not entitled to vote;
9. The voting rights of the members shall be in proportion to their shares in the total paid-up equity share capital of the Company as on the 'Cut-off date';
10. Members can vote on the Resolutions only through remote e-voting. Remote e-voting will commence on **Saturday, 31st December, 2022 at 9.00 a.m. (IST) and ends on Sunday, 29th January, 2023 at 5:00 p.m. (IST)**. Members desiring to exercise their vote should cast their vote during this period, to be eligible for being considered. The members shall not be allowed to vote thereafter. Once the vote on a resolution is cast by the members, they shall not be allowed to change it subsequently.
11. All the material documents referred to in the Postal Ballot Notice will be available for inspection electronically until the last date of voting;
12. The resolution, if approved shall be deemed to have been passed on the last date of e-voting, i.e., 29th January, 2023;
13. The voting results of the Postal Ballot and Scrutinizer's Report will be submitted within 2 working days of conclusion of postal ballot process and the same will be displayed on the websites of the Stock Exchange(s), i.e., BSE Limited and National Stock Exchange of India Limited, respectively, Company's website at www.hudco.org.in and on the website of the CDSL at www.evotingindia.com; and
14. Voting rights will be reckoned on the paid-up value of equity shares registered in the names of the members on 26th December, 2022 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes.

INSTRUCTION FOR REMOTE E-VOTING

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, e-voting facility provided by listed companies, individual shareholders holding securities in demat mode, are allowed to vote through their demat account maintained with depositories and depository participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-voting facility.

In order to increase the efficiency of the voting process, all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants are able to cast their vote without having to register again with E-Voting Service Provider (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-voting system in case of individual shareholders holding shares in demat mode.

Pursuant to abovesaid SEBI circular, login method for e-voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders	1) Users who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting

holding securities in demat mode with CDSL Depository	<p>page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasinew/home/login or www.cdslindia.com and click on login icon and select New System Myeasi Tab.</p> <p>2) After successful login the Easi/ Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting their vote during the remote e-voting period. Additionally, there is also links provided to access the system of all e-voting service providers, so that the user can visit the e-voting service providers website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com and click on login & new System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) 3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. User will have to enter his/her User ID (i.e., your sixteen-digit demat account number holding with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, user will be redirected to NSDL Depository site wherein he/she can see e-voting page. Click on company name or e-voting service provider name and he/she will be redirected to e-voting service provider website for casting his/her vote during the remote e-voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>User can also login using the login credentials of his/her demat account through his/her Depository Participant registered with NSDL/CDSL for e-voting facility. After successful login, he/she will be able to see e-voting option. Once you click on e-voting option, user will be redirected to NSDL/CDSL Depository site after successful authentication, wherein he/she can see e-voting feature. Click on company name or e-voting service provider name and he/she will be redirected to e-voting service provider’s website for casting his/her vote during the remote e-voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk details for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository, i.e., CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no: 1800 1020 990 and 1800 22 44 30

Step 2: Access through CDSL e-voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- i. Login method for e-voting for physical shareholders and shareholders other than individual holding shares in demat form.
 1. The shareholders should log on to the e-voting website www.evotingindia.com.
 2. Click on 'Shareholders' module
 3. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8-character DP ID followed by 8 digits client ID,
 - c. Shareholders holding shares in physical form should enter folio number registered with the Company.
 4. Next enter the Image Verification as displayed and Click on Login.
 5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 6. If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form other than Individual	
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- ii. After entering these details appropriately, click on "SUBMIT" tab.
- iii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting on resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- iv. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- v. Click on the EVSN for 'Housing and Urban Development Corporation Limited' on which you choose to vote.
- vi. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option 'YES' implies that you assent to the Resolution and option 'NO' implies that you dissent to the Resolution.
- vii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- viii. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- ix. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- x. You can also take out a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xi. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xiii. Additional Facility for Non – Individual Shareholders and Custodians – Remote Voting only.
 - Non-Individual shareholders (i.e., other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the 'Corporates' module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter, etc., together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at and to the Company at the email address viz; cswhudco@hudco.org, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those Shareholders whose email addresses are not registered with the Depositories.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to RTA at rta@alankit.com;
2. For Demat shareholders - please update your email id and mobile no. with your respective Depository Participant; and
3. For individual demat shareholders- please update your email id and mobile no. with your respective Depository Participant which is mandatory while e-voting.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Shri Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

OTHER INSTRUCTIONS

Members are requested to send all communications relating to shares to Company's Registrar & Share Transfer Agent (R & T Agent) at the following address:

M/s Alankit Assignments Limited,
Alankit Heights, 4E/2,
Jhandewalan Extension,
New Delhi-110055,
Email-id: rta@alankit.com,
Ph.No. -011-42541234/ 23541234,
Fax-011-23552001
Website: www.alankit.com

By order of the Board of Directors
Sd/-

Harish Kumar Sharma
Company Secretary

Place : New Delhi
Dated: 26.12.2022

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. Appointment of Shri Sanjeet (DIN: 09833776), as a Part-time Official (Government Nominee) Director of the Company

Shri Sanjeet (DIN: 09833776), was appointed as Part-time Official Director, on the Board of your Company by the President of India vide Ministry of Housing and Urban Affairs, Government of India Office Order No. A-42012(12)/39/2017-AA Section-MHUPA-Part(1)/E-9111623 dated 21st December, 2022 and was accordingly appointed as an Additional Director by the Board of Directors w.e.f. 22nd December, 2022 being the date of allotment of Director Identification Number by the Ministry of Corporate Affairs, Government of India, to hold office upto the date of Annual General Meeting as per the provisions of the Companies Act, 2013 and Articles of Association of the Company.

As per SEBI(LODR) Regulations, 2015, effective from 1st January, 2022, a listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Shri Sanjeet is qualified to be appointed as a director in terms of Section 164 of the Act and has given his consent to act as a director. The Company has received notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 in respect of appointment of Shri Sanjeet. Shri Sanjeet, if appointed, shall be liable to retire by rotation.

Brief resume of Shri Sanjeet giving details as to nature of expertise in specific functional area, shareholding in the Company, other Directorship, membership /Chairmanship of Committees and other particulars are enclosed with this notice.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Shri Sanjeet, is in any way, concerned or interested, financially or otherwise, in the resolution.

Your directors recommend the resolution as set out in the notice for approval by the members.

By order of the Board of Directors
Sd/-

Harish Kumar Sharma
Company Secretary

Place : New Delhi
Dated: 26.12.2022

Annexure -A

Brief of Director seeking appointment through Postal Ballot by remote e-voting process

Name of the Director	Sh. Sanjeet
Date of Birth	07.11.1971
Age	51 years
Date of appointment	22.12.2022
Relationship with Directors and Key Managerial Personnel	None
Shareholding in HUDCO	Nil
Qualification	<ul style="list-style-type: none"> • Master of Business Administration from Annamalai University in 2022 • M. Phil. in International Studies from Jawahar Lal Nehru University, New Delhi in 1995. • M.A. in International Studies from Jawahar Lal Nehru University, New Delhi in 1993.
Experience & Expertise in specific functional area	<p>Shri Sanjeet is an IRAS (Indian Railways Accounts Service) Officer from 1998 batch having vast experience of around 24 years in the field of Financial Appraisal of proposals, Tender and Contract Management, Policy issues on pay and allowances and Audit functions.</p> <p>Presently he is holding the post of Joint Secretary & Financial Advisor, Ministry of Housing and Urban Affairs, Government of India.</p>
Number of meetings of the Board attended during the financial year 2021-22 since appointment	Nil
Board membership of other listed Companies	One
Chairmanship/memberships of the Committees of other public limited Companies	Nil

Notes: The Directorship, Committee Membership and Chairmanships do not include positions in unlisted and private Companies.