

August 01, 2011

To

The Secretary
The Bombay Stock Exchange Limited
P.J.Towers, Dalal Street,
Mumbai- 400 001.
Tel:022-22721234 Fax-2272 3121.

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra(East), Mumbai-400 051.
Tel:022 – 26598235, Fax-26598237/38

Scrip Code: 532907

Scrip Code: IL&FSENGG

Dear Sir,

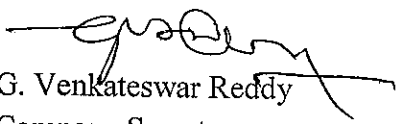
Sub: Approval of the Board to the Capital Restructuring Scheme

With reference to the above subject, this is to inform you that the Board of Directors of the Company, by way of Resolution by Circulation, has approved a Scheme of Arrangement under Sections 100-104 and 391 & 394 of the Companies Act, 1956 for restructuring of Capital of the Company

The above approval shall be subject to (i) approval of the Shareholders, (ii) approvals from other appropriate authorities as may be required and (iii) confirmation by the Hon'ble High Court of Andhra Pradesh

Thanking you,

Yours Faithfully,
for IL&FS Engineering and Construction Company Limited


G. Venkateswar Reddy
Company Secretary

