

Registered Office
D.No. 8-2-120/113/3
4th Floor, Sanali Info Park
Road No 2, Banjara Hills
Hyderabad - 500033, A.P.

T +91 40 40409333
F +91 40 40409444
E info@ilfsengg.com
W www.ilfsengg.com

August 29, 2017
To

The General Manager
BSE Limited
P.J.Towers, Dalal Street,
Mumbai- 400 001

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

Scrip Code: IL&FSENGG

Scrip Code: 532907

Sub: Proceedings of 28th Annual General Meeting held on Monday, August 28, 2017
Ref: Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Listing Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir/ Madam,

Pursuant to Regulation 30(6) read with Part A of Schedule III of the Listing Regulations, please find enclosed the proceedings of 28th Annual General Meeting (AGM) of the Members of the Company held at 2.40 pm on Monday, August 28, 2017 at the KLN Prasad Auditorium, 3rd Floor, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, FTAPCCI House, 11-6-841, Red Hills, Hyderabad-500004

This is for your information and records

Yours Faithfully

For IL&FS Engineering and Construction Company Limited


Sushil Dudeja
Company Secretary



Encl: as above

Proceedings of 28th Annual General Meeting

The 28th Annual General Meeting (AGM) of the Members of IL&FS Engineering and Construction Company Limited was commenced at 2.40 pm on Monday, August 28, 2017 at KLN Prasad Auditorium, 3rd Floor, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, FTAPCCI House, 11-6-841, Red Hills, Hyderabad – 500004 and concluded at 3.45 pm

- Mr Karunakaran Ramchand, Chairman of the Board of Directors of the Company, Chaired the Meeting. The business before the Meeting was taken up as the quorum was present, which remained present throughout the Meeting. 98 Members were present in person or through Corporate Authorised Representative at the Meeting of which, 86 members were present in person representing 72597 equity shares of the Company and 12 members were Corporate Authorised Representatives representing 102689377 equity shares
- The Chairman informed the Members that the Statutory Registers and other documents as required under the Companies Act, 2013, were available for inspection throughout the Meeting
- The Chairman thereafter, delivered his Speech giving an overview of the performance of the Company during FY 2017
- After delivering speech, the Chairman requested the Company Secretary to read the qualifications in the Auditors Report and the Board's response on that. The Company Secretary read the qualifications in the Auditors Report and the Board's response on that
- The Chairman covered the items of Ordinary Business and Special Business before the Meeting, as listed under Item Nos. 1 to 12 below. He gave the opportunity to the Members to ask questions or seek clarifications on the Annual Report of the Company and thereafter he responded to the queries raised by the Members
- The Chairman informed the Members that Mr Y Ravi Prasada Reddy, Practising Company Secretary was appointed by the Board of Directors as the Scrutinizer for conducting the AGM voting process in a fair and transparent manner
- The Chairman further informed the Members that the facility of casting votes by remote e-voting was provided to the Members through the e-voting portal of Karvy Computershare Private Limited, from Thursday, August 24, 2017 at 9.00 am to Sunday, August 27, 2017 at 5.00 pm. Voting through ballot was also provided at the Meeting venue



- The following items of business as per the Notice of 28th AGM were transacted:

Ordinary Business :

- (1) (i) Adoption of Standalone Financial Statements of the Company for the Financial Year Ended March 31, 2017, the reports of Board of Directors and Auditors thereon; and
(ii) Adoption of Consolidated Financial Statements of the Company for the Financial Year Ended March 31, 2017 and report of Auditors' thereon
- (2) Appointment of Director in place of Mr Saleh Mohammed A Binladen (DIN: 03604752), who retires by rotation and, being eligible, offers himself, for re-appointment
- (3) Appointment of Joint Statutory Auditors of the Company in place of retiring auditors

Special Business :

- (4) Approval of remuneration payable to Cost Auditors for FY 2018
 - (5) Appointment of Mr Ganapathi Ramachandran (DIN: 00210430) as a Non-Executive Independent Director of the Company
 - (6) Appointment of Ms Sutapa Banerjee (DIN: 02844650) as a Non-Executive Independent Director of the Company
 - (7) Appointment of Mr Bhaskar Chatterjee (DIN: 01433538) as a Non-Executive Independent Director of the Company
 - (8) Appointment of Mr Mukund Sapre (DIN 00051841) as a Director of the Company
 - (9) Appointment of Mr Mukund Sapre (DIN 00051841) as Managing Director of the Company
 - (10) Approval for issuance of Non- Convertible Debentures for an amount upto Rs 3,000 million
 - (11) Omnibus approval for Material Related Party Transactions
 - (12) Approval of Material Related Party Transaction with Infrastructure Leasing and Financial Services Limited, Promoter of the Company
- All the Resolutions as per the Notice of 28th AGM were passed by the Members with requisite majority through remote e-voting and voting by ballot and are deemed to be passed on the date of AGM i.e. August 28, 2017

S. S. S.

