

March 20, 2017

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To

The General Manager
BSE Limited
P.J.Towers, Dalal Street,
Mumbai- 400 001The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

Scrip Code: 532907

Scrip Code: IL&FSENGG

Sub: Results of the Postal Ballot and E-votingRef: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir/Madam,

This is to inform that, pursuant to the notice of Postal Ballot dated February 10, 2017, the Members of the Company passed the following special resolutions by way of Postal Ballot and e-voting:

- (i) Issuance of upto 10,513,238 Equity Shares of Rs 10/- each on preferential basis
- (ii) Making investment in Maytas Infra Saudi Arabia Company upto SAR 30 million
- (iii) Making investments under Section 186 of the Companies Act, 2013

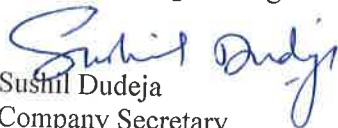
Mr. Y Ravi Prasada Reddy, Practicing Company Secretary, Scrutinizer appointed for conducting the Postal Ballot process has submitted his report on March 20, 2017, a copy of which is enclosed as Annexure 1

In terms of Regulation 44 of Listing Regulations, the voting result is also enclosed as Annexure 2

This is for your information and records

Thanking you,

Yours faithfully,
For IL&FS Engineering and Construction Company Limited


Sushil Dudeja
Company Secretary

Encl: as above



SCRUTINIZER REPORT ON POSTAL BALLOT

To
The Chairman
M/s. IL&FS Engineering and Construction Company Limited
Door No: 8-2-120/113/3/4F, Sanali Info Park,
Cyber Towers, Road No. 2, Banjara Hills,
Hyderabad, Telangana- 500 033

Dear Sir,

Sub: Results of Postal Ballot conducted in respect of the Resolutions as contained in the notice dated 10th February, 2017

The Board of Directors appointed me as Scrutinizer to conduct the Postal Ballot (Both Electronic voting (E-voting) and Physical Ballot) in fair and transparent manner.

The e-voting facility was available from 18th February, 2017 (9:00 a.m.) till 20th March, 2017 (5:00 p.m.).

The Company had appointed M/s. Karvy Computershare Private Limited as the Service Provider, for providing the facility of electronic voting to the shareholders of the Company from 18th February, 2017 (9:00 a.m.) till 20th March, 2017 (5:00 p.m.). M/s Karvy Computershare Private Limited is the Registrar and Share Transfer Agent for the Company. The e-voting results were unblocked by me on 20th March, 2017 (after 5.00 p.m.) in the presence of two witnesses.

On scrutiny, I report that out of 35,726 shareholders (i.e., total number of shareholders as on 10th Feb, 2017), 28 (Twenty Eight only) valid shareholders have exercised their votes through e-voting for Resolution numbers 1, 2 and 3. Apart from e-voting 47 (Forty Seven only) valid shareholders have exercised their votes through Postal Ballot Forms as received. Out of 47 ballots, 02 were invalid. The details of voting results for the items as mentioned in the notice dated 10th February, 2017 are given in the Annexure to this report



I hereby confirm that, I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting and Physical Ballot by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person as authorized by the Chairman in due course.

**Thanking you,
Yours faithfully,**



Y. Ravi Prasada Reddy

Company Secretary

FCS No:5783, CP No:5360

Flat No:1108, 11th Floor, Tower-1,

Emami Swanlake, Opp. Metro Shopping Mall,

Kukatpally, Hyderabad-500 072.

Place: Hyderabad

Date: 20/03/2017



Sushil Dudeja

Company Secretary

(Duly authorized by the Chairman)

ANNEXURE

Type of Resolution (whether ordinary or special)		Issuance of upto 10,513,238 Equity Shares of Rs 10/- each on Preferential basis (Special Resolution)						
Whether promoter/promoter group are interested in the resolution		Yes						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={{(2)/(1)}}*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={{(4)/(2)}}*100	% of votes against on votes polled (7)={{(5)/(2)}}*100
Promoter and Promoter Group	E-voting	45438477	0	0	0	0	0	0
	Postal Ballot		22505040	49.53	22505040	0	100.00	0
	Total		22505040	49.53	22505040	0	100.00	0
Public Institutions	E-voting	49756147	153281	0.31	153281	0	100.00	0
	Postal Ballot		36538477	73.44	36538477	0	100.00	0
	Total		36691758	73.74	36691758	0	100.00	0
Public-Non Institutions	E-voting	25964047	17691	0.07	17681	10	99.94	0.06
	Postal Ballot*		151337	0.58	151337	0	100.00	0
	Total		169028	0.65	169018	10	99.99	0.01
Grand Total		121158671	59365826	48.998	59365816	10	100.00	0

*Excludes invalid votes

Result:

The special resolution contained in the notice of postal ballot dated 10th Feb, 2017 has been passed with overwhelming majority.



Type of Resolution (whether ordinary or special)

Making Investments in Maytas Infra Saudi Arabia Company upto SAR 30 million (Special Resolution)

Whether promoter/promoter group are interested in the resolution

No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $\frac{(2)}{(1)} * 100$	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6) = $\frac{(4)}{(2)} * 100$	% of votes against on votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-voting	45438477	0	0	0	0	0	0
	Postal Ballot		45437477	99.998	45437477	0	100.00	0
	Total		45437477	99.998	45437477	0	100.00	0
Public Institutions	E-voting	49756147	153281	0.31	153281	0	100.00	0
	Postal Ballot		36538477	73.44	36538477	0	100.00	0
	Total		36691758	73.74	36691758	0	100.00	0
Public-Non Institutions	E-voting*	25964047	17691	0.07	17573	118	99.33	0.67
	Postal Ballot*		151319	0.58	151269	50	99.97	0.03
	Total		169010	0.65	168842	168	99.90	0.10
Grand Total		121158671	82298245	67.93	82298077	168	100.00	0

*Excludes invalid and abstained votes

Result:

The special resolution contained in the notice of postal ballot dated 10th Feb, 2017 has been passed with overwhelming majority.



Type of Resolution (whether ordinary or special)		Making Investments under Section 186 of the Companies Act, 2013 (Special Resolution)						
Whether promoter/promoter group are interested in the resolution		No						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={{(2)/(1)}}*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={{(4)/(2)}}*100	% of votes against on votes polled (7)={{(5)/(2)}}*100
Promoter and Promoter Group	E-voting	45438477	0	0	0	0	0	0
	Postal Ballot		45437477	99.998	45437477	0	100.00	0
	Total		45437477	99.998	45437477	0	100.00	0
Public Institutions	E-voting	49756147	153281	0.31	153281	0	100.00	0
	Postal Ballot		36538477	73.44	36538477	0	100.00	0
	Total		36691758	73.74	36691758	0	100.00	0
Public-Non Institutions	E-voting*	25964047	17691	0.07	17591	100	99.43	0.57
	Postal Ballot*		151269	0.58	151251	18	99.99	0.01
	Total		168960	0.65	168842	118	99.93	0.07
Grand Total		121158671	82298195	67.93	82298077	118	100.00	0



*Excludes invalid and abstained votes

Result:

The special resolution contained in the notice of postal ballot dated 10th Feb, 2017 has been passed with over the voting majority.

Details of voting results are as under:

Date of declaration of postal ballot results	March 20, 2017
Total number of shareholders on record date	35,726
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NA

Item No. 1		Issuance of upto 10,513,238 Equity Shares of Rs. 10/- each on Preferential Basis						
Type of Resolution (whether ordinary or special)		Special						
Whether promoter/promoter group are interested in the resolution		Yes						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={ (2)/(1) } *100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={ (4)/(2) } *100	% of votes against on votes polled (7)={ (5)/(2) } *100
Promoter and Promoter Group	E-voting		0	0	0	0	0	0
	Postal Ballot	45438477	22505040	49.53	22505040	0	100.00	0
	Total		22505040	49.53	22505040	0	100.00	0
Public Institutions	E-voting		153281	0.31	153281	0	100.00	0
	Postal Ballot	49756147	36538477	73.44	36538477	0	100.00	0
	Total		36691758	73.74	36691758	0	100.00	0



Public-Non Institutions	E-voting	17691	0.07	17681	10	99.94	0.06
	Postal Ballot*	151337	0.58	151337	0	100.00	0
	Total	169028	0.65	169018	10	99.99	0.01
Grand Total		121158671	48.998	59365816	10	100.00	0

Item No. 2

Making investments in Maytas Infra Saudi Arabia Company upto SAR 30 million

Type of Resolution (whether ordinary or special)							
Whether promoter/promoter group are interested in the resolution							
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={2/(1)}*100	Special		% of votes against on votes polled (7)={5/(2)}*100
					No	No	
Promoter and Promoter Group	E-voting	45438477	0	0	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={4/(2)}*100
	Postal Ballot				45437477	0	100.00
Public Institutions	E-voting	49756147	153281	0.31	153281	0	100.00
	Postal Ballot				36538477	0	100.00
Grand Total	Total	121158671	36691758	73.74	36691758	0	100.00
	E-voting*	17691	17573	0.07	17573	118	99.33
Public-Non Institutions	Postal Ballot*	25964047	151269	0.58	151269	50	99.97
	Total	169010	168842	0.65	168842	168	99.90
Grand Total	Total	82298245	82298077	67.93	82298077	168	100.00
	Total	121158671	82298245	67.93	82298077	168	100.00



Item No. 3

Making investments under Section 186 of the Companies Act, 2013

Type of Resolution (whether ordinary or special) Whether promoter/promoter group are interested in the resolution		Special						
		No	No	No	No	No	No	No
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $\frac{(2)}{(1)} * 100$	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6) = $\frac{(4)}{(2)} * 100$	% of votes against on votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-voting	45438477	0	0	0	0	0	0
	Postal Ballot		45437477	99.998	45437477	0	100.00	0
	Total		45437477	99.998	45437477	0	100.00	0
Public Institutions	E-voting	49756147	153281	0.31	153281	0	100.00	0
	Postal Ballot		36538477	73.44	36538477	0	100.00	0
	Total		36691758	73.74	36691758	0	100.00	0
Public-Non Institutions	E-voting*	25964047	17691	0.07	17591	100	99.43	0.57
	Postal Ballot*		151269	0.58	151251	18	99.99	0.01
	Total		168960	0.65	168842	118	99.93	0.07
Grand Total		121158671	82298195	67.93	82298077	118	100.00	0

