



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,

I, Y. Ravi Prasada Reddy, Whole-time Practicing Company Secretary having CP number : 5360 and Proprietor of RPR & Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of M/s. IL&FS Engineering and Construction Company Limited (the Company) for the purpose of scrutinizing the remote e- voting and the physical voting process for the Extra-Ordinary General Meeting (EGM) of the Company on the resolution contained in the Notice of EGM held on Monday, 9th September, 2019 at 10.00 a.m. at The Downtown Club, Hill County, Near Sapthapadi Garden Banquet Hall, Nizampet Road, Bachupally, Hyderabad – 500 090.

The Company had appointed M/s Karvy Fintech Private Limited (Formerly known as Karvy Computershare Private Limited), Hyderabad as the Service Provider, for providing the facility of remote e-voting to the shareholders of the Company from 05th September, 2019 (9.00 a.m.) to 8th September, 2019 (5.00 p.m.). The cut-off date for ascertaining the voting rights for the purpose of EGM, in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014, was 30th August, 2019.

After the time fixed for closing of the poll by the Chairman in the EGM, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence at 10.40 a.m. on 9th September, 2019 and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations /proxies lodged with the Company. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The votes on remote e-voting were unblocked at 8.11 p.m. on 8th September, 2019.

Number of members participated by way of e-voting: 19
Number of members participated in physical ballot at EGM: 35

Total number of members participated in the voting: 54

The detailed Voting Results are as follows:



SPECIAL BUSINESS:**Ordinary Resolution:****Appointment of Statutory Auditors:**

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
E-Voting	2,732	2,663	97.4744	69	2.5256	-	-
Physical Poll	9,36,97,192	9,36,97,192	100.00	0	0.00	-	-
Total	9,36,99,924	9,36,99,855	99.9999	69	0.0001	-	-

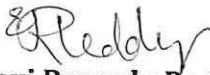
The above Ordinary Resolution as contained in the notice of EGM dated 07th August, 2019 has been passed with overwhelming majority.

I hereby confirm that, I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through remote e-Voting and the physical ballot papers casted by the shareholders of the Company during the EGM. I shall be arranging to hand over these records to the Chairman of the EGM or to any other person as authorized by the Chairman, after confirmation and signing of the Minutes.

Thanking you,

Yours faithfully,

**For RPR & Associates
Company Secretaries**


Y. Ravi Prasada Reddy
Proprietor,
FCS No. 5783
CP No. 5360



Place: Hyderabad

Date: 09th September, 2019