

DECLARATION OF RESULTS OF RESOLUTIONS PASSED AT 35th ANNUAL GENERAL MEETING

Date of the Annual General Meeting	29 th August, 2024
Total numbers of shareholders on record(cut-off) date (21 st August, 2024)	29514
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	0
Public	0
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	2
Public	48

AGENDA-WISE DISCLOSURE

Resolution 1: Approval of Financial Statements for FY 23-24								
Resolution Required (Ordinary/Special)							Ordinary	
Whether Promoter/ Promoter group are interested in the agenda/ 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 in against (5)	% of votes in favour on votes polled (6)={(4)/(2)}*100	% of votes in against on votes polled (7)={(5)/(2)}*100
Promoter and Promoter Group	E-voting	55400884	55400884	100	55400884	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	55400884	554400884	100	55400884	0	100	0
Public-Institutions	E-voting	37323373	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	37323373	0	0	0	0	0	0
Public-Non Institutions	E-voting	38396821	771960	2.01047894	770540	1420	99.81605265	0.183947355
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	38396821	771960	2.01047894	770540	1420	99.81605265	0.183947355
Total		131121078	56172844	42.8404379	56171424	1420	99.99747209	0.002527912



Resolution 2: Appointment/Reappointment of Director retiring by rotation								
Resolution Required (Ordinary/Special)							Ordinary	
Whether Promoter/ Promoter group are interested in the agenda/ 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 in against (5)	% of votes in favour on votes polled (6)={(4)/(2)}*100	% of votes in against on votes polled (7)={(5)/(2)}*100
Promoter and Promoter Group	E-voting	55400884	55400884	100	55400884	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	55400884	554400884	100	55400884	0	100	0
Public-Institutions	E-voting	37323373	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	37323373	0	0	0	0	0	0
Public-Non Institutions	E-voting	38396821	771960	2.01047894	770540	1420	99.81605265	0.183947355
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	38396821	771960	2.01047894	770540	1420	99.81605265	0.183947355
Total		131121078	56172844	42.8404379	56171424	1420	99.99747209	0.002527912

Resolution 3: Ratification of Remuneration to Cost Auditor for FY 24-25								
Resolution Required (Ordinary/Special)							Ordinary	
Whether Promoter/ Promoter group are interested in the agenda/ 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 in against (5)	% of votes in favour on votes polled (6)={(4)/(2)}*100	% of votes in against on votes polled (7)={(5)/(2)}*100
Promoter and Promoter Group	E-voting	55400884	55400884	100	55400884	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	55400884	554400884	100	55400884	0	100	0
Public-Institutions	E-voting	37323373	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	37323373	0	0	0	0	0	0
Public-Non Institutions	E-voting	38396821	771960	2.01047894	770540	1420	99.81605265	0.183947355
	Poll	0	0	0	0	0	0	0
	Postal ballot (if applicable)	0	0	0	0	0	0	0
	Total	38396821	771960	2.01047894	770540	1420	99.81605265	0.183947355
Total		131121078	56172844	42.8404379	56171424	1420	99.99747209	0.002527912





RPR & ASSOCIATES
COMPANY SECRETARIES

Flat No. 401, 4th Floor,
Sri Sai Saraswathi Nilayam,
H. No.5-5-33/26/A/1, Plot 77,
Maitri Nagar, Kukatpally,
Hyderabad, Telangana – 500072.

FORM NO. MGT.13

REPORT BY THE SCRUTINIZER ON REMOTE E-VOTING & E-VOTING ON THE DAY OF AGM
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To
The Chairman of 35th Annual General Meeting of
M/s. IL&FS Engineering and Construction Company Limited
(CIN: L45201TG1988PLC008624)
Door No: 8-2-120/113, Block B, 1st Floor,
Sanali Info Park, Road No. 2, Banjara Hills,
Hyderabad – 500 034.

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 process of remote e- voting and e- voting on the day of 35th Annual General Meeting (AGM) of the Company on the resolutions contained in the Notice of 35th AGM of the members of the Company held through Video Conference (VC) / Other Audio Visual Means (OAVM) at 11.00 A.M. on Thursday the 29th day of August, 2024.

The Company had appointed M/s. National Securities Depository Limited (NSDL), Hyderabad as the Service Provider, for providing the facility of remote e-voting to the shareholders of the Company from Monday, 26th August, 2024 (9.00 a.m.) to Wednesday, 28th August, 2024 (5.00 p.m.). The cut-off date for ascertaining the voting rights for the purpose of AGM, in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014, was Wednesday, 21st August, 2024.

The Company had provided the facility to attend the e-AGM through VC through the NSDL system along with the facility of e-voting on the date of AGM for the shareholders who could not participated in the remote e-voting.

The management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 & the Rules made thereunder and also SEBI Regulations.

After completion of the proceedings and e-voting, the votes were unblocked at 11.46 A.M. on 29th August, 2024. The details of e-voting were downloaded from NSDL system. Thereafter, I have reviewed and scrutinized the total voting and the votes were counted.

Y. Ravi Prasada Reddy



Se:

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Number of members participated by way of remote e-voting: 155
Number of members participated in the e-voting on the day of AGM: 2

Total number of members participated in the voting: 157

The detailed Voting Results are as follows:

Resolution No.1:

Adoption of

- a) **Audited financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon, and**
- b) **Audited consolidated financial statements of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon:**

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	56172768	56171348	99.997	1420	0.003	-	-
e-Voting on the day of AGM	76	76	100.00	0	0	-	-
Total	56172844	56171424	99.997	1420	0.003	-	-

The above Ordinary Resolution as contained in the notice of 35th Annual General Meeting dated 21st May, 2024 has been passed with requisite majority.

Resolution No. 2:

Appointment of Mr. Manish Kumar Agarwal (DIN: 02885603) who retires by rotation and being eligible be reappointed as director:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	56172768	56171348	99.997	1420	0.003	-	-
e-Voting on the day of AGM	76	76	100.00	0	0	-	-
Total	56172844	56171424	99.997	1420	0.003	-	-

The above Ordinary Resolution as contained in the notice of 35th Annual General Meeting dated 21st May, 2024 has been passed with requisite majority.



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Resolution No. 3:

To ratify the Remuneration payable to M/s. Narasimha Murthy & Co., Cost Accountants, Cost Auditors of the Company for the Financial Years 2024-25:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	56172768	56171348	99.997	1420	0.003	-	-
e-Voting on the day of AGM	76	76	100.00	0	0	-	-
Total	56172844	56171424	99.997	1420	0.003	-	-

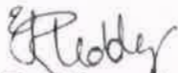
The above Ordinary Resolution as contained in the notice of 35th Annual General Meeting dated 21st May, 2024 has been passed with requisite majority.

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 e-Voting on the day of AGM. I shall be arranging to hand over these records to the Chairman of the 35th Annual General Meeting of the Company 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: 29th August, 2024.**

UDIN: F005783F001070913