CIN : L65910MH1998PLC115967
Registered Office :
3rd Floor, IRB Complex, Chandivli Farm, Chandivli Village, Andheri (E), Mumbai - 400 072.
Tel: 91-22-6640 4220, • Fax: 91-22-6675 1024 • e-mail: info@irb.co.in • website: www.irb.co.in

IRB
INFRASTRUCTURE DEVELOPERS LTD

September 24, 2015

The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001. *Fax No. 022-22723121/3027/2039/2061/2041.*	National Stock Exchange of India Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E), Mumbai. *Fax No. 022-26598237/38;66418126*

Dear Sir / Madam,

Sub: Outcome of the Annual General Meeting – Clause 35A of the Listing Agreement

This is to inform that the 17th Annual General Meeting of the Company was held on Wednesday, September 23, 2015 at 11.00 a.m. at Birla Matushri Sabhagar, 19, Marine Lines, Near Bombay Hospital & Medical Research Centre, Mumbai - 400 020.

Please find enclosed disclosure pursuant to Clause 35A of the Listing Agreement pertaining to outcome of the AGM, prepared based on the Report of the Scrutinizer.

This is for your information & record.

For **IRB Infrastructure Developers Limited**

Mehul Patel
Company Secretary

Encl.: As above

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IRB INFRASTRUCTURE DEVELOPERS LTD

DISCLOSURE PURSUANT TO CLAUSE 35A OF THE LISTING AGREEMENT

In accordance with Clause 35A of the Listing Agreement, the details of business transacted at the 17th Annual General Meeting of the Company are furnished below:

Date of the Annual General Meeting	September 23, 2015
Total number of shareholders on record date (Book Closure : September 19, 2015 – September 23, 2015, both days inclusive)	79238
Total number of shareholders as on Cut-Off date i.e. September 16, 2015 (for E-voting)	79291

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :	6
Public :	35

No. of Shareholders present in the meeting through Video Conferencing:

Promoters and Promoter Group :	Not Arranged
Public :	

Agenda-wise

Item Nos.	Details of the Agenda	Resolution required: (Ordinary / Special)	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)
1.	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors and the Audited Consolidated Financial Statements.	Ordinary	E-voting and Poll
2.	Re-appointment of Mr. Suresh G. Kelkar who retires by rotation	Ordinary	E-voting and Poll
3.	Ratification of appointment of Auditors and fixing their remuneration	Ordinary	E-voting and Poll
4.	Appointment of Joint Statutory Auditors and fixing their remuneration	Ordinary	E-voting and Poll
5.	Appointment of Mr. Sandeep J. Shah as an Independent Director	Ordinary	E-voting and Poll
6.	Appointment of Mr. Sunil Tandon as an Independent Director	Ordinary	E-voting and Poll
7.	Re-appointment of Mr. Mukeshlal Gupta as a Whole Time Director	Ordinary	E-voting and Poll
8.	Appointment of Mr. Sudhir Rao Hoshing as a Joint Managing Director	Ordinary	E-voting and Poll
9.	Ratification of remuneration payable to Mr. P. D. Phadke, Cost Accountants (FRN: 102030) Cost Auditor of the Company for the financial year ended on March 31, 2015	Ordinary	E-voting and Poll

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In case of E-voting / Poll

Resolution 1: Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors and the Audited Consolidated Financial Statements.

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74040269	58.4238	74040269	0	100	0
Public- Others	21602626	15871	0.0735	15871	0	100	0
Total	**351450000**	**275088555**	**78.2725**	**275088555**	**0**	**100**	**0**

Resolution 2: Re-appointment of Mr. Suresh G. Kelkar who retires by rotation

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74813269	59.0338	72800521	2012748	97.3096	2.6903
Public- Others	21602626	15872	0.0735	14927	945	94.0461	5.9538
Total	**351450000**	**275861556**	**78.4924**	**273847863**	**2013693**	**99.27**	**0.73**

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Resolution 3: Ratification of appointment of Auditors and fixing their remuneration

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74813269	59.0338	34903615	39909654	46.6543	53.3456
Public- Others	21602626	15872	0.0735	15862	10	99.9369	0.063
Total	**351450000**	**275861556**	**78.4924**	**235951892**	**39909664**	**85.5327**	**14.4673**

Resolution 4: Appointment of Joint Statutory Auditors and fixing their remuneration

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74813269	59.0338	73536712	1276557	98.2936	1.7063
Public- Others	21602626	15872	0.0735	15862	10	99.9369	0.063
Total	**351450000**	**275861556**	**78.4924**	**274584989**	**1276567**	**99.5372**	**0.4628**

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Resolution 5: Appointment of Mr. Sandeep J. Shah as an Independent Director

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74813269	59.0338	74235339	577930	99.2275	0.7724
Public- Others	21602626	15872	0.0735	14937	935	94.1091	5.8908
Total	**351450000**	**275861556**	**78.4924**	**275282691**	**578865**	**99.7902**	**0.2098**

Resolution 6: Appointment of Mr. Sunil Tandon as an Independent Director.

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74813269	59.0338	74813269	0	100	0
Public- Others	21602626	15872	0.0735	15487	385	97.5743	2.4256
Total	**351450000**	**275861556**	**78.4924**	**275861171**	**385**	**99.9999**	**0.0001**

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Resolution 7: Re-appointment of Mr. Mukeshlal Gupta as a Whole Time Director

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74813269	59.0338	74721292	91977	99.877	0.1229
Public- Others	21602626	15872	0.0735	14777	1095	93.101	6.8989
Total	**351450000**	**275861556**	**78.4924**	**275768484**	**93072**	**99.9663**	**0.0337**

Resolution 8: Appointment of Mr. Sudhir Rao Hoshing as a Joint Managing Director.

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74813269	59.0338	74721292	91977	99.877	0.1229
Public- Others	21602626	15872	0.0735	15477	395	97.5113	2.4886
Total	**351450000**	**275861556**	**78.4924**	**275769184**	**92372**	**99.9665**	**0.0335**

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Resolution 9: Ratification of remuneration payable to Mr. P. D. Phadke, Cost Accountants (FRN: 102030) Cost Auditor of the Company for the financial year ended on March 31, 2015.

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74813269	59.0338	73881434	931835	98.7544	1.2455
Public- Others	21602626	15871	0.0735	15861	10	99.9369	0.063
Total	**351450000**	**275861555**	**78.4924**	**274929710**	**931845**	**99.6622**	**0.0378**

Note :

1. All the aforesaid resolutions were passed with requisite majority.
2. No. of votes polled does not include Invalid votes

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