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 • www.irb.co.in

IRB
INFRASTRUCTURE DEVELOPERS LTD

September 28, 2010

To,

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| Corporate Relationship Department,<br>The Bombay Stock Exchange Limited<br>Phiroze Jeejeebhoy Towers<br>Dalal Street, Mumbai- 400001.<br>Fax No. 022-22723121/3027/2039/2061/2041. | Listing Department,<br>National Stock Exchange of India Limited<br>Exchange Plaza, C-1 Block G<br>Bandra Kurla Complex, Bandra (E), Mumbai.<br>Fax No. 022-26598237/38 |

Dear Sir/Madam,

**Ref.: Proceedings of the 12th Annual General Meeting held on 27th September 2010**

With reference to above, we would like to inform you that the members of the Company at the 12th Annual General Meeting held on 27th September 2010 have passed the following resolutions:

1. Adoption of the audited statement of accounts for the year ended 31st March 2010 and Balance Sheet as at that date alongwith the Report of Directors and Auditors thereon;
2. Declaration of Dividend of Rs. 1.50/- per equity share of face value of Rs.10/- each for Financial year 2009-10;
3. Re-appointment of Mr. Govind G. Desai as a Director of the Company;
4. Re-appointment of Mr. Suresh G. Kelkar as a Director of the Company;
5. Appointment of M/s. S. R. Batliboi & Co., Chartered Accountants as the statutory auditors of the Company;
6. Special Resolution for raising of funds not exceeding Rs. 1,200 Crores by further issue of securities in Domestic/ International markets through various instruments including equity shares/ warrants with Non-Convertible Debentures under Qualified Institutions Placement (QIP) pursuant to the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as in force or Foreign Currency Convertible Bonds (FCCBs) or American Depository Receipts (ADRs) or Global Depository Receipts (GDRs) etc subject to compliance with related provisions of law and other permissions, sanctions, approvals as may be required.
7. Ordinary Resolution for authority to Board of Directors to borrow from one or more sources from time to time notwithstanding that the total amount of borrowings may exceed the aggregate of the paid up capital and free reserves of the Company provided that the total borrowings at any time shall not exceed Rs.2,500 crores.

This is for your information and records.

**For IRB Infrastructure Developers Limited**

Virendra D. Mhaiskar
**Chairman & Managing Director**