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

Date 10th September, 2014

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 16th Annual General Meeting of the Company was held on Tuesday, September 9, 2014 at 3.00 p.m. at Birla Matushri Sabhagar, 19, Marine Lines, 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**

Virendra D. Mhaiskar
Chairman & Managing Director

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 16th Annual General Meeting of the Company are furnished below:

Date of the Annual General Meeting	September 9, 2014
Total number of shareholders on record date (Book Closure : September 5, 2014 – September 9, 2014, both days inclusive)	85,988
Total number of shareholders as on Cut-Off date i.e. August 5, 2014 (for E-voting)	86,052

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

Promoters and Promoter Group :	06
Public :	113

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, Report of the Board of Directors and Auditors.	Ordinary	E-voting and Poll
2.	Re-appointment Mr. Dattatraya P. Mhaiskar who retires by rotation.	Ordinary	E-voting and Poll
3.	Appointment of Auditors and fixing their remuneration.	Ordinary	E-voting and Poll
4.	Re-appointment of Mrs. Deepali V. Mhaiskar as Director liable to retire by rotation.	Ordinary	E-voting and Poll
5.	Appointment of Mr. Sunil H. Talati as Independent Director.	Ordinary	E-voting and Poll
6.	Appointment of Mr. Balchandra K. Khare as Independent Director.	Ordinary	E-voting and Poll
7.	Appointment of Mr. Govind G. Desai as Independent Director.	Ordinary	E-voting and Poll
8.	Appointment of Mr. Chandrashekhar S. Kaptan as Independent Director.	Ordinary	E-voting and Poll
9.	Appointment of Mr. Vinod R. Sethi as Independent Director.	Ordinary	E-voting and Poll
10.	Entering into contracts / arrangement with related parties.	Special	E-voting and Poll
11.	Entering into contracts / arrangement with related parties.	Special	E-voting and Poll

In case of E-voting / Poll

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

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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	34,222,651	0	100	0
Public- Others	30,594,469	61,670	0.20	61,322	348	99.44	0.56
Total	**332,364,110**	**235,316,736**	**70.80**	**235,316,388**	**348**	**99.99**	**0.01**

Resolution 2: Re-appointment Mr. Dattatraya P. Mhaiskar 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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	10,265,412	23,957,239	30	70
Public- Others	30,594,469	61,521	0.20	59,663	1,858	96.98	3.02
Total	**332,364,110**	**235,316,587**	**70.80**	**211,357,490**	**23,959097**	**89.82**	**10.18**

Resolution 3: 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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	34,222,651	0	100	0
Public- Others	30,594,469	61,521	0.20	60,938	583	99.05	0.95
Total	**332,364,110**	**235,316,587**	**70.80**	**235,316,004**	**583**	**99.99**	**0.01**

Resolution 4: Re-appointment of Mrs. Deepali V. Mhaiskar as Director liable to retire 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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	28,505,727	5,716,924	83.29	16.71
Public- Others	30,594,469	61,521	0.20	59,148	2,373	96.14	3.86
Total	**332,364,110**	**235,316,587**	**70.80**	**229,597,290**	**5,719,297**	**97.57**	**2.43**

Resolution 5: Appointment of Mr. Sunil H. Talati as 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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	34,196,452	26,199	99.92	0.08
Public- Others	30,594,469	61,521	0.20	60,652	869	98.59	1.41
Total	**332,364,110**	**235,316,587**	**70.80**	**235,289,519**	**27,068**	**99.99**	**0.01**

Resolution 6: Appointment of Mr. Balchandra K. Khare as 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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	34,196,452	26,199	99.92	0.08
Public- Others	30,594,469	61,521	0.20	60,652	869	98.59	1.41
Total	**332,364,110**	**235,316,587**	**70.80**	**235,289,519**	**27,068**	**99.99**	**0.01**

Resolution 7: Appointment of Mr. Govind G. Desai as 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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	34,196,452	26,199	99.92	0.08
Public- Others	30,594,469	61,521	0.20	60,698	823	98.66	1.34
Total	**332,364,110**	**235,316,587**	**70.80**	**235,289,565**	**27,022**	**99.99**	**0.01**

Resolution 8: Appointment of Mr. Chandrashekhar S. Kaptan as 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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	34,196,452	26,199	99.92	0.08
Public- Others	30,594,469	61,521	0.20	60,102	1,419	97.69	2.31
Total	**332,364,110**	**235,316,587**	**70.80**	**235,288,969**	**27,618**	**99.99**	**0.01**

Resolution 9: Appointment of Mr. Vinod R. Sethi as 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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	14,538,769	19,683,882	42.48	57.52
Public- Others	30,594,469	61,521	0.20	60,102	1,419	97.69	2.31
Total	**332,364,110**	**235,316,587**	**70.80**	**215,631,286**	**19,685,301**	**91.63**	**8.37**

Resolution 10: Entering into contracts / arrangement with related parties.

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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	34,222,651	0	100	0
Public- Others	30,594,469	52,388	0.17	50,635	1,753	96.65	3.35
Total	**332,364,110**	**235,307,454**	**70.80**	**235,305,701**	**1,753**	**99.99**	**0.01**

Resolution 11: Entering into contracts / arrangement with related parties.

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	203,117,805	201,032,415	98.97	201,032,415	0	100	0
Public – Institutional holders	98,651,836	34,222,651	34.69	8,646,720	25,575,931	25.27	74.73
Public- Others	30,594,469	52,388	0.17	50,635	1,753	96.65	3.35
Total	**332,364,110**	**235,307,454**	**70.80**	**209,729,770**	**25,577,684**	**89.13**	**10.87**

Note : All the aforesaid resolutions were passed with requisite majority.