

Date: 08th November, 2019

To
The National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

The BSE Limited
P.J.Towers,
17th Floor, Dalal Street,
Mumbai – 400 001.

Dear Sir / Madam,

Sub : Intimation of the Notice of 32nd Annual General Meeting pursuant to 30 of SEB(LODR) Regulations.

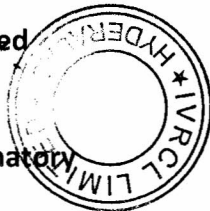
Please find the attached Notice of the 32nd Annual General Meeting to be held on Friday, 29th November, 2019 at 11.00 A.M. at "MIHIR" 8-2-350/5/A/24/1-B & 2 Road No 2, Panchavati Colony, Banjara Hills, Hyderabad-34.

You are requested to take the same on record and oblige.

Thanking you,

Yours truly,
For IVRCL Limited

Authorised Signatory



Encl : As above

IVRCL LIMITED

Regd. Office : M-22/3RT, Vijayanagar Colony, Hyderabad - 500 057, Telangana, India

Tel.: +91-40-3093 1999 (30 Lines), 2334 8467 / 3678 / 3550

Fax: +91-40-2334 5004 e-mail: info@ivrinfra.com, website: www.ivrcl.com

CIN: L45201AP1987PLC007959

Corporate Office : "MIHIR", 8-2-350/5/A/24/1B

Road # 2, Panchavati Colony, Banjara Hills, Hyderabad - 500 034, Telangana, India

Tel.: +91-40-3093 1111 / 1444 (60 Lines), 2335 6613 / 15 / 18 / 21 / 51-55, Fax: +91-40-3093 1122

An Integrated Management System (IMS) Certified Company



NOTICE

Notice is hereby given that Thirty Second Annual General meeting of IVRCL Limited will be held on Friday the 29th day of November, 2019 at 11.00 am at "MIHIR" 8-2-350/5/A/24/1-B & 2 Road No 2, Panchavati Colony, Banjaran Hills, Hyderabad - 500 034 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended 31st March, 2019, together with the Reports of Liquidator and Auditors thereon.

SPECIAL BUSINESS:

2. Ratification of remuneration to be paid to Cost Auditor.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and such other applicable rules or regulations, if any, the Company hereby ratifies the remuneration of Rs. 2,00,000/- p.a. payable to M/s. Sagar & Associates, who were appointed as Cost Auditor, to audit the cost records of the Company for financial year 2019-20, as approved by the Liquidator.

RESOLVED FURTHER THAT the Liquidator of the Company be and is hereby authorized to do all such acts, deeds, matters and things as he may in his absolute discretion deem fit for giving effect to this resolution.

3. To appoint Auditors to the Branch Offices of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 143(8) and the Rules framed thereunder, including the statutory modification(s) or re-enactment thereof for the time being in force, the Company be and is hereby authorized to appoint any person(s) qualified to act as Auditor/Auditors for the Branch Office(s) of the Company, including those which may be opened/acquired hereafter, in India or abroad, and to fix their remuneration.

Sutanu Sinha

Liquidator of IVRCL Limited

IP Registration No.IBBI/IPA-003/IP-N00020/2017-18/10167

Place: M-22/RT, Vijaynagar colony, Hyderabad

Date: 4th September 2019

NOTES:

1. Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013 for the resolutions at items No(s). 2 & 3 is given below.
2. A member entitled to attend and vote at the annual general meeting, is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
3. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. The Register of Members and Share Transfer Books of the Company will be closed from November 27, 2019 to November 29, 2019 (both days inclusive).
6. The Notice of the AGM is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depository Participant, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
7. Shareholders seeking any information with regard to accounts are requested to write to the Company Secretary at an early date so as to enable the management to keep the information ready.
8. Members attending the Meeting are requested to complete and bring the attendance slip along with Annual Report to the meeting.
9. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
10. All documents referred to in the accompanying Notice are open for inspection by the members at the Registered office of the Company on all working days

NOTICE

except Saturdays, during business hours, upto the date of the Annual General Meeting.

11. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
12. Pursuant to provisions of Section 108 of the Act and the Rules framed hereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (LODR), the members are provided with the facility to cast their vote electronically, through the e-voting services provided by Karvy Computershare Private Ltd, on all resolutions set forth in this Notice. The instructions and other information relating to e-voting are provided in another sheet attached to the Annual Report and shall forms part of this Notice.

Sutanu Sinha

Liquidator of IVRCL Limited

IP Registration No.IBBI/IPA-003/IP-N00020/2017-18/10167

Place: M-22/RT, Vijaynagar colony, Hyderabad

Date: 4th September 2019

EXPLANATORY STATEMENT

(Pursuant to provisions of Section 102 of the Companies Act, 2013)

Item No: 2

As per the provisions of Section 148 of the Act and the Rules made thereunder, Company is required to get the cost accounting records of the company audited by a Cost Accountant. Accordingly the Liquidator of IVRCL has re-appointed M/s. Sagar & Associates, Cost Accountant in practice to audit the Cost accounts of the Company. Pursuant to Rule 14 of the Companies (Audit and Accounts) rules, 2014, the members of the company have to ratify the remuneration as approved by the Liquidator of IVRCL. Accordingly the members' approval, to ratify the remuneration as approved or fixed by Liquidator of IVRCL, is sought at item no. 2 of the accompanying notice.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, in the Resolution set out at item no. 2.

The Liquidator of IVRCL recommends the Ordinary Resolution as set out at item no. 2 of the Notice for approval of the Members.

Item No: 3

In terms of Section 143(8) of the Act, if a Company has a branch office(s) in India or abroad, then the accounts of that branch office(s) has to be audited either by Company's auditor or by person qualified to audit such accounts. In this regard it is proposed to authorise the liquidator to appoint an auditor for the branch office(s) opened/ to be opened hereafter, for the purpose of getting the accounts of that office audited.

None of the Directors, Key Managerial Personnel and their respective relatives is concerned or interested, in the Resolution set out at Item No. 3 of the Notice.

The Liquidator of IVRCL recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

Sutanu Sinha

Liquidator of IVRCL Limited

IP Registration No.IBBI/IPA-003/IP-N00020/2017-18/10167

Place: M-22/RT, Vijaynagar colony, Hyderabad

Date: 4th September 2019