September 29, 2018

To

The National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai-400 051.

The BSE Limited.,
Phiroze Jeejeebhoy Towers,
17th Floor, Dalal Street,
Mumbai-400 001.

Dear Sir,

Sub: Summary of Proceedings of AGM – Regulation 30 of SEBI (LODR) Regulations, 2015.

Pursuant to provisions of Regulation 30 - Part A of the Schedule III of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we hereby enclose the summary of proceedings of Annual General Meeting of the Company held on September 28, 2018 at Hyderabad.

Kindly take the same on record.

Thanking you,
Yours truly,
For **IVRCL Limited**

B. Subrahmanyam
Company Secretary

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

ISO 9001 International Standards Certifications ISO 9001:2008
ISO 14001 International Standards Certifications ISO 14001:2004
OHSAS 18001 International Standards Certifications OHSAS 18001:2007

An Integrated Management System (IMS) Certified Company

SUMMARY OF PROCEEDINGS OF ANNUAL GENERAL MEETING

The 31st Annual General Meeting of IVRCL Limited was held on Friday, September 28, 2018 at 11.00 am at K.L.N.Prasad Auditorium, The Federation of Telangana & Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, Hyderabad.

The Company Secretary welcomed the members, Mr. Sutanu Sinha, Resolution Professional, Statutory Auditors and others present. He then asked Mr. Sutanu Sinha, Resolution Professional who chaired the Meeting to conduct the proceedings of the meeting as the requisite Quorum for the meeting was present.

Mr. Sutanu Sinha chaired the meeting and called the meeting to order. He welcomed the Members and stated that all the members would have received the notice of the meeting and with their permission he took the same as read.

The Chairman further stated that the Register of Directors' Shareholding and Register of Contracts maintained under Companies Act, 2013 ("Act") received were placed on the table and that they were available for inspection by the members at any time during the meeting

At the request of Chairman, Mr. B. Subrahmanyam, Company Secretary read the Auditors' Report on behalf of M/s.Chaturvedi & Co., the Statutory Auditors of the Company.

The Chairman then explained about the state of affairs of the Company and the Corporate Insolvency Resolution Process undergoing in the Company under the Insolvency and Bankruptcy code 2016. He then stated that as per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company had provided the facility of voting electronically to the members through e-voting platform of M/s.Karvy Computershare Private Limited.

He further stated that poll pursuant to Section 109 of the Companies Act, 2013 shall be held for conducting the voting process at the meeting and requested the members to cast their vote on the resolutions by recording either assent or dissent in the Ballot Paper that was given to each of them at the entrance of the meeting hall.

He further stated that M/s.D.Hanumanta Raju & Co., Practicing Company Secretaries, were appointed as the Scrutinizer to conduct the voting (poll & e-voting) process in a fair and transparent manner.

He further stated that on receipt of the Scrutinizers Report, the results of the voting including e-voting will be declared within Forty Eight Hours.

He then proceeded with the business of the meeting and the following items were transacted.

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 together with the Reports of Board of Directors and Auditors thereon.

Special Business:

2. Ratification of remuneration to be paid to Cost Auditor.
3. To appoint Auditors to the Branch Offices of the Company.

Clarifications were provided to the queries raised by the member.

Meeting was concluded with vote of thanks to chair.

Summary of Results of Voting:

On the basis of Report of the Scrutinizer Report, all the Resolutions were passed with the requisite majority. The Combined report of Scrutinizer on voting is enclosed.

IVRCL LIMITED HYDERABAD

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Since 1990

CS DATLA HANUMANTHA RAJU
B.COM., LL.B., PGDT, M.B.A., FCS
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

Scrutinizer(s) Combined Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To
Mr Sutanu Sinha, Resolution Professional of IVRCL Limited who convened 31st Annual General meeting held on Friday the **28th day of September, 2018 at 11.00 am** at KLN Prasad Auditorium, The Federation of Telangana & Andhra Pradesh Chamber of Commerce and Industry (FTACCI) Federation House, 11-6- 841, Red Hills, Hyderabad - 500 004.

Dear Sir,

We, D. Hanumanta Raju & Co, Practicing Company Secretaries, having our office at B-13, F-1, P.S. Nagar, Vijay Nagar Colony, Hyderabad – 500 057, have been appointed as Scrutinizers of IVRCL LIMITED ("the Company") having its Registered Office at M-22/3RT, Vijaynagar Colony, Hyderabad- 500 057, Telangana for the purpose of scrutinizing the e- voting process and ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot carried out as per the provisions of Companies Act, 2013 and Rule 20 & 21 of the (Management and Administration) Rules, 2014 as amended from time to time on below mentioned resolution(s), at the 31st Annual General Meeting (AGM) of the Equity shareholders of IVRCL Limited held on Friday the 28th day of September, 2018 at 11.00 am at KLN Prasad Auditorium, The Federation of Telangana & Andhra Pradesh Chamber of Commerce and Industry (FTACCI) Federation House, 11-6- 841, Red Hills, Hyderabad - 500 004, Telangana.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and physical ballot process on the resolutions contained in the notice to the 31st Annual General Meeting (AGM) of the members of the Company. Our responsibility as a scrutinizer for the e-voting and physical ballot process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated by Karvy Computershare Private Limited, the authorized agency engaged by the Company.

We submit our report as under:

1. The e-voting period remained open from Monday, September 24, 2018 (9.00 A.M. IST) to Thursday, September 27, 2018 (5.00 P.M. IST).

2. The shareholders holding shares as on the "cut off" date i.e. September 21, 2018 were entitled to vote through e-voting and those who were present on the date of AGM, and

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not opted to vote through e-voting were entitled to vote through physical ballot process on the resolution(s) 1 to 3 as set out in the Notice of 31st AGM of IVRCL LIMITED.

3. The remote e-voting was closed at September 27, 2018 at 5.00 P.M. The votes cast were unblocked on September 28, 2018 at 11:40 AM. in the presence of two witnesses, Mr Mohit Kumar Goyal and Mr M Santosh, who are not in the employment of the company.

   Thereafter, the details containing, inter-alia list of equity shareholders, who voted "in favour" or "against" were downloaded from the e-voting website of Karvy Computershare Private Limited.

4. Further, on the date of Annual General Meeting, 36 members have voted through physical ballot process.

5. The result of e-voting as well as physical ballot is as under:

1. **Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended 31st March, 2018, together with the Reports of Board of Directors and Auditors thereon.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
102	56172804	99.95

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
11	29702	0.05

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(iii) **Invalid votes (Including abstained votes):**

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
7	11144

2. **Ordinary Resolution for ratification of remuneration to be paid to Cost Auditor.**

i. Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
100	55974924	99.60

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
13	227582	0.40

iii. **Invalid Votes (Including abstained votes):**

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
7	11144

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3. **Ordinary Resolution to appoint Auditors to the Branch Offices of the Company.**

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
102	56197624	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
11	4882	0.01

(iii) **Invalid Votes (Including abstained votes):**

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
7	11144

6. The register, all other papers and relevant records relating to e-voting and physical ballot shall remain in our safe custody until the Resolution Professional considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to Mr B. Subrahmanyam, Company Secretary of the company for safe keeping.

Thanking You,
Yours faithfully,

CS DATLA HANUMANTA RAJU
FCS: 4044, C.P. No: 1709
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

D. HANUMANTA RAJU & CO. ★ COMPANY SECRETARIES ★

Place: Hyderabad
Date: 28.09.2018