INTERNATIONAL CONSTRUCTIONS LIMITED

September 11, 2019

To

NATIONAL STOCK EXCHANGE OF INDIA LIMITED, MUMBAI
CALCUTTA STOCK EXCHANGE, KOLKATTA

Dear Sir/Madam,

Sub: 36th Annual General Meeting (`AGM') and voting results.

In continuation to our letter dated 25.7.2019, 36th Annual General Meeting (AGM') of the Company was held today and the business mentioned in the Notice dated July 25, 2019 were transacted.

In this regard, Please find enclosed the following-

(1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure - I

(2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure - II.

(3) Report of Scrutinizer dated September 11, 2019, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking You

Yours Sincerely,
For International Constructions Limited

International Constructions Limited

S Nakkiran
Company Secretary

Encl / Attachment: As above

INTERNATIONAL CONSTRUCTIONS LIMITED

Annexure - I

Summary of proceedings of the 36th Annual General Meeting:

The 36th Annual General Meeting (AGM) of the Members of International Constructions Limited (`the Company') was held on Wednesday, September 11, 2019 at 11.00 A.M at its Registered Office at the Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road, Bengaluru – 560 017. Mr. Anil Kumar Sethi, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. Mrs. Priti Devi Sethi another Director of the Company attended the meeting. Mr. S Nakkiran, Company Secretary informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting. It was further informed that there would be no voting by show of hands. The Company Secretary read the Auditors' Report.

The following items of business, as per the Notice of AGM dated July 25, 2019, were transacted at the meeting.

1. Adoption of Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors (`the Board') and Auditors thereon.

2. Re-Appointment of Mrs. Priti Devi Sethi as a director liable to retire by rotation

3. Appointment of Mr. Rajesh Kandoi as an Independent Director, as recommended by Nomination and Remuneration Committee and Board of Directors, at their meeting held on 25.7.19 to hold office for a period of five years w.e.f. 11.09.2019 who shall not be liable to retire by rotation in accordance with the provisions of the Companies Act, 2013."

Clarifications were provided to the queries raised by the members.

The Board of Directors had appointed PCS S Jayaraman as the Scrutinizer to supervise the e-voting and ballot voting process. The Chairman authorized the Company secretary to declare the results of voting.

The scrutinizers' report was received and accordingly all the resolutions as set out in the notice were declared as passed.

This is for your information and records.

Thanking you,

Yours Sincerely,
For International Constructions Limited

International Constructions Limited

S Nakkiran
Company Secretary

INTERNATIONAL CONSTRUCTIONS LIMITED

Annexure - II
Voting results

	International Constructions Limited- 35th Annual General Meeting (AGM) Voting Results
Date of the AGM	11-09-2019
Total number of shareholders on record date	156
No. of shareholders present in the meeting either in person or through proxy:	9
Promoters and Promoter Group:	5
Public:	4
No. of Shareholders attended the meeting through Video	NA
Promoters and Promoter Group:	-
Public:	-

Resolution required: (Ordinary/ Special)	Ordinary -1. Adoption of financial statements (including the consolidated financial statements)
Whether promoter/ Promoter group are interested in the agenda/resolution?	NO

CIN : L45309KA1983PLC038816
Regd. Office: Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road, Bengaluru – 560 017
Tel: +91-80-49411700, Extn: 210, Fax: +91-80-49411700, email: info@addgroup.co.in

International Constructions Limited

INTERNATIONAL CONSTRUCTIONS LIMITED

Resolution required: (Ordinary/ Special)	Ordinary - 3. Appointment of Mr. Rajesh Kandoi as an Independent Director to hold office for a period of five years w.e.f. 11.09.2019 who shall not be liable to retire by rotation
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes -in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)
Promoter and Promoter Group	E-Voting	2725470	887370	32.56	887370	Nil	32.56	Nil
	Poll		Nil		Nil	Nil	0.00	Nil
	Ballot		1838100	67.44	1838100	-	67.44	-
Public- Institutions	E-Voting	0	0	0	0	Nil	0.00	Nil
	Poll		0	0	0	Nil	0.00	Nil
	Ballot		0	0	0	-	0.00	-
Public- Non Institutions	E-Voting	908490	431463	47.49	431463	Nil	47.49	Nil
	Poll				0		0.00	
	Ballot		3004	0.33	3004	Nil	0.33	Nil
	TOTAL	**3633960**	**3159937**		**3159937**			

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Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes -in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2725470	887370	32.56	887370	Nil	32.56	Nil
	Poll		Nil		Nil	Nil	0.00	Nil
	Ballot		1838100	67.44	1838100	-	67.44	-
Public- Institutions	E-Voting	0	0	0	0	Nil	0.00	Nil
	Poll		0	0	0	Nil	0.00	Nil
	Ballot		0	0	0	-	0.00	-
Public- Non Institutions	E-Voting	908490	431463	47.49	431463	Nil	47.49	Nil
	Poll				0		0.00	
	Ballot		3004	0.33	3004	Nil	0.33	Nil
	TOTAL	**3633960**	**3159937**		**3159937**			

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INTERNATIONAL CONSTRUCTIONS LIMITED

Resolution required: (Ordinary/ Special)	Ordinary - 2. Re-Appointment of Mrs. Priti Devi Sethi as a Director liable to retire by rotation
Whether promoter/ promoter group are interested in the	NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes -in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)
Promoter and Promoter Group	E-Voting	2725470	887370	32.56	887370	Nil	32.56	Nil
	Poll		Nil		Nil	Nil	0.00	Nil
	Ballot		1838100	67.44	1838100	-	67.44	-
Public- Institutions	E-Voting	0	0	0	0	Nil	0.00	Nil
	Poll		0	0	0	Nil	0.00	Nil
	Ballot		0	0	0	-	0.00	-
Public- Non Institutions	E-Voting	908490	431463	47.49	431463	Nil	47.49	Nil
	Poll				0		0.00	
	Ballot		3004	0.33	3004	Nil	0.33	Nil
	TOTAL	**3633960**	**3159937**		**3159937**			

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International Constructions Limited

S. JAYARAMAN
B.Com., F.C.S., F.I.I.I.
Company Secretary in Practice

No. 218 A.H. Block 2nd Street
Anna Nagar, Chennai – 600 040
: +91-9445264142
: jayaramansarma@yahoo.co.in

REPORT OF SCRUTINIZER

Date: 11th September 2019

To,
The Chairman
International Constructions Limited
Golden Enclave, Corporate Block, Tower B1, 5th Floor,
HAL OLD Airport Road, Bengaluru -560 017

Dear Sir,

REF: Annual General Meeting of the members of M/s International Constructions Limited held on 11-09-2019 at the Registered Office of the Company at *Golden Enclave, Corporate Block, Tower B1 5th Floor, HAL OLD Airport Road, Bengaluru -560 017*

I, Seetharama Jayaraman, Practising Company Secretary has been appointed as Scrutinizer by:

- The Board of Directors of M/s International Constructions Limited vide resolution dated 25-07- 2019 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 08-09-2019 09.00 A.M. to 10-09-2019 05.00 P.M.

The Company Secretary of the Company issued ballot papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 36th AGM of the members of the Company, held on 11-09-2019 at the Registered Office of the Company at Golden Enclave, Corporate Block, Tower B1 5th Floor, HAL OLD Airport Road, Bengaluru -560 017

The Company has issued Ballot papers to the shareholders who could not vote through e-voting to vote at the AGM Venue. Four members used facility of voting through ballot papers at the AGM.

Based on voting done by using ballot papers at he AGM Venue and based on the data downloaded from the Official website *of the Central Depository Services Limited for the E-*Voting process, I now submit combined report (E-Voting and Ballot) as under;



S. JAYARAMAN
B.Com., F.C.S., F.I.I.I.
Company Secretary in Practice

No. 218 A.H. Block 2nd Street
Anna Nagar, Chennai – 600 040
: +91-9445264142
: jayaramansarma@yahoo.co.in

ResolutionNo:-1 To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the reports of the Board of Directors and the Auditors thereon.

	Ordinary resolution			
	Number of Valid Votes			
Particulars	Ballot paper	E-voting	Total	Percentage
Assent	1841104	1318833	3159937	86.96
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	1841104	1318833	3159937	86.96

RESULT

As the number of votes cast in favour of the resolution is more than of votes cast against, I report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the -AGM is passed with requisite majority.

Resolution No:-2 :To appoint Mrs. Priti Devi Sethi, Director of the Company who retires by rotation at the ensuing Annual General Meeting as per provisions of the Companies Act, 2013, and being eligible offers herself for re-appointment.

	Ordinary resolution			
	Number of Valid Votes			
Particulars	Ballot paper	E-voting	Total	Percentage
Assent	1841104	1318833	3159937	86.96
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	1841104	1318833	3159937	86.96

RESULT

As the number of votes cast in favour of the resolution is more than the votes cast against, I report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the -AGM is passed with requisite majority

Resolution No.3 - Special Business : "RESOLVED THAT pursuant to provisions of Section 149,152 read with Schedule IV and all other applicable provisions of the Companies Act,2013 and read rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment for the time being in force) and as per applicable Regulations and schedules of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 the consent of the members be and are hereby accorded for the appointment of Mr. Rajesh Kandoi (DIN :07434686) as an Independent Director, as recommended by Nomination and Remuneration Committee and Board of Directors, at their meeting held on 25.7.19, on the basis of the performance evaluation and a declaration that he meets

S. JAYARAMAN Company Secretary in Practice PCS-6857

S. JAYARAMAN
B.Com., F.C.S., F.I.I.I.
Company Secretary in Practice

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the criteria of independence as provided under Section 149(6) of the Act to hold office for a period of five years w.e.f. 11.09.2019 who shall not be liable to retire by rotation inaccordance with the provisions of the Companies Act, 2013."

	Ordinary resolution			
	Number of Valid Votes			
Particulars	Ballot paper	E-voting	Total	Percentage
Assent	1841104	1318833	3159937	86.96
Dissent	0	0	0	0
Invalid	0	0	0	0
Total	1841104	1318833	3159937	86.96

RESULT

As the number of votes cast in favour of the resolution is more than the votes cast against, I report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the -AGM is passed with requisite majority

All the relevant records pertaining to e-voting and use of ballot papers will be handed over to the Company Secretary/Director safe keeping by the Company.after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

S. JAYARAMAN Company Secretary in Practice FCS-8857

SEETHARAMA JAYARAMAN
Practising Company Secretary
CP No: 6857
FCS No.: 8738