

Corporate Office :

3rd Floor, IRB Complex, Chandivali Farm, Chandivali Village, Andheri (E), Mumbai - 400 072.

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CIN : L65910MH1998PLC115967



Date: September 1, 2018

To

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001.	National Stock Exchange of India Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E), Mumbai.
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Re - Scrip Code 532947; Symbol: IRB

Sub: Schedule III, Part A, Para A(13) of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Proceedings of the 20th Annual General Meeting of the Company and Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), 2015

Dear Sir(s),

Pursuant to relevant and above mentioned regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the proceeding and Voting results of the 20th Annual General Meeting of IRB Infrastructure Developers Ltd held on Friday, August 31, 2018, at 3.30 P.M. at Megarugas, Plot No 9/10, Saki Vihar Road, Opp. Chandivali Studio, Near Raheja Vihar Complex, Andheri (East), Mumbai - 400 072, Maharashtra to transact the business as per the notice dated July 25, 2018.

The remote e-voting facility was provided on all the items of the business sought to be transacted at the 20th Annual General Meeting. The Company had appointed Karvy Computershare Private Limited as the service provider, for the purpose of extending the facility for Remote e-voting to the members of the Company.

The requisite quorum was present at the Annual General Meeting

In accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of business transacted at the 20th Annual General Meeting of the Company are furnished below:

Date of the AGM/EGM	August 31, 2018
Total number of shareholders on record date	92,686
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	51
No. of Shareholders attended the meeting through Video Conferencing:	Not Arranged
Promoters and Promoter Group:	
Public:	



Voting Results of the above mentioned resolutions as per the format prescribed by SEBI under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), 2015 are as follows:

Resolution Item No. 1 - Ordinary Resolution:

Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors.

Resolution required:				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public Institutional holders	Remote E-Voting	12,25,41,948	8,97,80,429	73.27	8,97,80,429	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,97,80,429	73.27	8,97,80,429	0	100.00	0.00
Public-Non Institution	Remote E-Voting	2,66,95,447	70,654	0.26	70,624	30	99.96	0.04
	Poll		156	0.00	156	0	100.00	0.00
	Total		70,810	0.27	70,780	30	99.96	0.04
Total		35,14,50,000	29,14,65,646	82.93	29,14,65,616	30	100.00	0.00



Resolution Item No. 2 - Ordinary Resolution:

Approval of two interim dividends aggregating Rs. 5/- per equity share already paid during financial year 2017-18.

Resolution required:				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	12,25,41,948	8,98,27,585	73.30	8,98,27,585	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,98,27,585	73.30	8,98,27,585	0	100.00	0.00
Public-Non Institution	Remote E-Voting	2,66,95,447	70,654	0.26	70,624	30	99.96	0.04
	Poll		156	0.00	156	0	100.00	0.00
	Total		70,810	0.27	70,780	30	99.96	0.04
Total		35,14,50,000	29,15,12,802	82.95	29,15,12,772	30	100.00	0.00



Resolution Item No. 3 - Ordinary Resolution

Re-appointment of Mrs. Deepali V. Mhaikar who retires by rotation.

Resolution required:				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public - Institutional holders	Remote E-Voting	12,25,41,948	8,98,27,585	73.30	5,35,23,292	3,63,04,293	59.58	40.42
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,98,27,585	73.30	5,35,23,292	3,63,04,293	59.58	40.42
Public-Non Institution	Remote E-Voting	2,66,95,447	70,644	0.26	66,754	3,890	94.49	5.51
	Poll		156	0.00	156	0	100.00	0.00
	Total		70,800	0.27	66,910	3,890	94.51	5.49
Total		35,14,50,000	29,15,12,792	82.95	25,52,04,609	3,63,08,183	87.54	12.46



Resolution Item No. 4 - Ordinary Resolution

Ratification of appointment of Auditors and fix their remuneration.

Resolution required:				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	12,25,41,948	8,98,27,585	73.30	8,98,27,585	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,98,27,585	73.30	8,98,27,585	0	100.00	0.00
Public-Non Institution	Remote E-Voting	2,66,95,447	70,644	0.26	70,504	140	99.80	0.20
	Poll		156	0.00	156	0	100.00	0.00
	Total		70,800	0.27	70,660	140	99.80	0.20
Total		35,14,50,000	29,15,12,792	82.95	29,15,12,652	140	100.00	0.00



Resolution Item No. 5 - Ordinary Resolution

Re-appointment of Mr. Sudhir Rao Hoshing as a Joint Managing Director.

Resolution required:				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public - Institutional holders	Remote E-Voting	12,25,41,948	8,98,27,585	73.30	8,97,36,685	90,900	99.90	0.10
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,98,27,585	73.30	8,97,36,685	90,900	99.90	0.10
Public-Non Institution	Remote E-Voting	2,66,95,447	70,644	0.26	69,654	990	98.60	1.40
	Poll		156	0.00	156	0	100.00	0.00
	Total		70,800	0.27	69,810	990	98.60	1.40
Total		35,14,50,000	29,15,12,792	82.95	29,14,20,902	91,890	99.97	0.03



Resolution Item No. 6 - Ordinary Resolution

Ratification of remuneration payable to Mrs. Neha Shashikant Apte, Cost Accountants (FRN: 102229) Cost Auditors of the Company for the financial year ended on March 31, 2018.

Resolution required:				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	12,25,41,948	8,98,27,585	73.30	8,98,27,585	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,98,27,585	73.30	8,98,27,585	0	100.00	0.00
Public-Non Institution	Remote E-Voting	2,66,95,447	70,644	0.26	70,326	318	99.55	0.45
	Poll		156	0.00	156	0	100.00	0.00
	Total		70,800	0.27	70,482	318	99.55	0.45
Total		35,14,50,000	29,15,12,792	82.95	29,15,12,474	318	100.00	0.00



Resolution Item No. 7 – Special Resolution

Approval of remuneration of Mr. Virendra D. Mhaikar as an Executive Promoter Director.

Resolution required:				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	12,25,41,948	8,98,27,585	73.30	7,72,18,791	1,26,08,794	85.96	14.04
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,98,27,585	73.30	7,72,18,791	1,26,08,794	85.96	14.04
Public-Non Institution	Remote E-Voting	2,66,95,447	70,644	0.26	67,505	3,139	95.56	4.44
	Poll		156	0.00	156	0	100.00	0.00
	Total		70,800	0.27	67,661	3,139	95.57	4.43
Total		35,14,50,000	29,15,12,792	82.95	27,89,00,859	1,26,11,933	95.67	4.33



Resolution Item No. 8 – Special Resolution

Approval of remuneration of Mrs. Deepali V. Mhaikar as an Executive Promoter Director.

Resolution required:				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	12,25,41,948	8,98,27,585	73.30	7,72,18,791	1,26,08,794	85.96	14.04
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,98,27,585	73.30	7,72,18,791	1,26,08,794	85.96	14.04
Public-Non Institutional	Remote E-Voting	2,66,95,447	70,644	0.26	66,797	3,847	94.55	5.45
	Poll		156	0.00	156	0	100.00	0.00
	Total		70,800	0.27	66,953	3,847	94.57	5.43
Total		35,14,50,000	29,15,12,792	82.95	27,89,00,151	1,26,12,641	95.67	4.33



Resolution Item No. 9 – Special Resolution

Increase in the borrowing powers of the Company

Resolution required:				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	12,25,41,948	8,98,27,585	73.30	8,53,05,326	45,22,259	94.97	5.03
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,98,27,585	73.30	8,53,05,326	45,22,259	94.97	5.03
Public-Non Institution	Remote E-Voting	2,66,95,447	70,644	0.26	67,532	3,112	95.59	4.41
	Poll		156	0.00	106	50	67.95	32.05
	Total		70,800	0.27	67,638	3,162	95.53	4.47
Total		35,14,50,000	29,15,12,792	82.95	28,69,87,371	45,25,421	98.45	1.55



Resolution Item No. 10 – Special Resolution

Raising of Funds upto Rs. 1,500 Crores by issue of Securities.

Resolution required:				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	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	Remote E-Voting	20,22,12,605	20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		20,16,14,407	99.70	20,16,14,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	12,25,41,948	8,98,27,585	73.30	5,25,87,387	3,72,40,198	58.54	41.46
	Poll		0	0.00	0	0	0.00	0.00
	Total		8,98,27,585	73.30	5,25,87,387	3,72,40,198	58.54	41.46
Public-Non Institution	Remote E-Voting	2,66,95,447	70,654	0.26	69,782	872	98.77	1.23
	Poll		156	0.00	106	50	67.95	32.05
	Total		70,810	0.27	69,888	922	98.70	1.30
Total		35,14,50,000	29,15,12,802	82.95	25,42,71,682	3,72,41,120	87.22	12.78

Please note that:

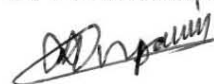
1. Voting rights on the shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. The votes cast does not include invalid votes and abstained voting in particular resolutions.
3. All the aforesaid resolutions were passed with requisite majority.

Request you to take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For IRB Infrastructure Developers Limited



Mehul Patel
Company Secretary

