

Corporate Office :

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

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CIN : L65910MH1998PLC115967



Date: September 26, 2019

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 21st 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 21st Annual General Meeting of IRB Infrastructure Developers Ltd held on Thursday, September 26, 2019, at 11.00 A.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 August 06, 2019.

The remote e-voting facility was provided on all the items of the business sought to be transacted at the 21st Annual General Meeting. The Company had appointed Karvy Fintech 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 21st Annual General Meeting of the Company are furnished below:

Date of the AGM/EGM	September 26, 2019
Total number of shareholders on record date	97,657
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	34
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable



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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public - Institutional holders	Remote E-Voting	113,953,258	84,042,607	73.75	84,042,607	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,042,607	73.75	84,042,607	0	100.00	0.00
Public-Non Institution	Remote E-Voting	35,284,137	29,100	0.08	29,014	86	99.70	0.30
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,228	0.08	29,142	86	99.71	0.29
Total		351,450,000	285,686,242	81.29	285,686,156	86	100.00	0.00



Resolution Item No. 2 - Ordinary Resolution:

Approval of interim dividend aggregating to Rs. 2.50/- per equity share already paid during the financial year 2018-19

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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	84,089,763	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	84,089,763	0	100.00	0.00
Public-Non Institution	Remote E-Voting	35,284,137	29,097	0.08	29,041	56	99.81	0.19
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,225	0.08	29,169	56	99.81	0.19
Total		351,450,000	285,733,395	81.30	285,733,339	56	100.00	0.00



Resolution Item No. 3 - Ordinary Resolution

Re-appointment of Mr. Mukeshlal Gupta 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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	82,394,238	1,695,525	97.98	2.02
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	82,394,238	1,695,525	97.98	2.02
Public-Non Institution	Remote E-Voting	35,284,137	29,100	0.08	27,704	1,396	95.20	4.80
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,228	0.08	27,832	1,396	95.22	4.78
Total		351,450,000	285,733,398	81.30	284,036,477	1,696,921	99.41	0.59



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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	84,042,607	47,156	99.94	0.06
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	84,042,607	47,156	99.94	0.06
Public-Non Institution	Remote E-Voting	35,284,137	29,100	0.08	28,663	437	98.50	1.50
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,228	0.08	28,791	437	98.50	1.50
Total		351,450,000	285,733,398	81.30	285,685,805	47,593	99.98	0.02



Resolution Item No. 5 - Ordinary Resolution

Appointment of Mrs. Heena Raja as an Independent 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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	84,089,763	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	84,089,763	0	100.00	0.00
Public-Non Institution	Remote E-Voting	35,284,137	29,100	0.08	21,869	7,231	75.15	24.85
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,228	0.08	21,997	7,231	75.26	24.74
Total		351,450,000	285,733,398	81.30	285,726,167	7,231	100.00	0.00



Resolution Item No. 6 - Special Resolution

Re-appointment of Mr. Chandrashekhar Kaptan as an Independent 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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	51,327,793	32,761,970	61.04	38.96
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	51,327,793	32,761,970	61.04	38.96
Public-Non Institution	Remote E-Voting	35,284,137	29,097	0.08	20,681	8,416	71.08	28.92
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,225	0.08	20,809	8,416	71.20	28.80
Total		351,450,000	285,733,395	81.30	252,963,009	32,770,386	88.53	11.47



Resolution Item No. 7 – Special Resolution

Re-appointment of Mr. Sunil Talati as an Independent 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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	83,786,515	303,248	99.64	0.36
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	83,786,515	303,248	99.64	0.36
Public-Non Institution	Remote E-Voting	35,284,137	29,097	0.08	20,746	8,351	71.30	28.70
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,225	0.08	20,874	8,351	71.43	28.57
Total		351,450,000	285,733,395	81.30	285,421,796	311,599	99.89	0.11



Resolution Item No. 8 – Ordinary Resolution

Ratification of remuneration payable to Mrs. Netra Shashikant Apte, Cost Accountants (FRN: 102229) Cost Auditors of the Company for the financial year ended on March 31, 2019.

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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	84,089,763	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	84,089,763	0	100.00	0.00
Public-Non Institution	Remote E-Voting	35,284,137	29,097	0.08	28,810	287	99.01	0.99
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,225	0.08	28,938	287	99.02	0.98
Total		351,450,000	285,733,395	81.30	285,733,108	287	100.00	0.00



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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	79,580,666	4,509,097	94.64	5.36
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	79,580,666	4,509,097	94.64	5.36
Public-Non Institution	Remote E-Voting	35,284,137	29,100	0.08	26,642	2,458	91.55	8.45
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,228	0.08	26,770	2,458	91.59	8.41
Total		351,450,000	285,733,398	81.30	281,221,843	4,511,555	98.42	1.58



Resolution Item No. 10 – Special Resolution

Selling or Disposing of undertaking(s) of the Company and Creation of security.

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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	79,580,666	4,509,097	94.64	5.36
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	79,580,666	4,509,097	94.64	5.36
Public-Non Institution	Remote E-Voting	35,284,137	29,100	0.08	28,571	529	98.18	1.82
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,228	0.08	28,699	529	98.19	1.81
Total		351,450,000	285,733,398	81.30	281,223,772	4,509,626	98.42	1.58



Resolution Item No. 11 – Ordinary Resolution

Approval for entering into contracts/ arrangements/ transactions.

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	202,212,605	201,614,407	99.70	201,614,407	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		201,614,407	99.70	201,614,407	0	100.00	0.00
Public – Institutional holders	Remote E-Voting	113,953,258	84,089,763	73.79	67,937,067	16,152,696	80.79	19.21
	Poll		0	0.00	0	0	0.00	0.00
	Total		84,089,763	73.79	67,937,067	16,152,696	80.79	19.21
Public-Non Institution	Remote E-Voting	35,284,137	29,097	0.08	21,721	7,376	74.65	25.35
	Poll		128	0.00	128	0	100.00	0.00
	Total		29,225	0.08	21,849	7,376	74.76	25.24
Total		351,450,000	285,733,395	81.30	269,573,323	16,160,072	94.34	5.66

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
