

Corporate OfficeGround Floor, Enkay Centre,
Plot No# A, Vanijya Nikunj,
Udyog Vihar, Phase – 5, NH-8, Gurugram
– 1,22016
Haryana India**28th December 2023****BSE Limited**Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001**National Stock Exchange of India Ltd.**“Exchange Plaza” Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051Scrip Code: **532907**Symbol: **IL&FSENGG**

Ref: Results of the Postal Ballot under Regulation 44(3) of SEBI (LODR) Regulations, 2015 and Scrutinizer’s Report under Section 108 of the Companies Act, 2013

With reference to the captioned subject and in continuation of our letter dated October 6, 2023 in respect of submission of the postal ballot notice dated September 29, 2023, we would like to inform you that the business items/ resolutions as set out in the Postal Ballot Notice have been considered and passed as per the details given below:

Business Item No.1	To consider and approve appointment of Ms. Preeti Grover(DIN: 00128513) as an Independent Director for a term of 5 (five) consecutive years with effect from 30 th September 2023 upto 29 th September 2028.
Total Votes Cast	5,55,01,242
Votes In favour	5,55,00,918
Votes against	324
Invalid Votes	Nil
Result	The resolution is passed as a Special Resolution

Business Item No.2	To consider and approve appointment of Mr. Danny Samuel (DIN: 02348138) as a Non-executive Non-Independent Director with effect from 30 th September 2023 upto 29 th September 2028.
Total Votes Cast	5,55,01,242
Votes In favour	5,55,00,888
Votes against	354
Invalid Votes	Nil
Result	The resolution is passed as Ordinary Resolution

CS Kapil Dev Taneja, Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries, Delhi (C.P. No. 22944 and Firm Reg. No. P2001DE052900 scrutinizer appointed for Postal Ballot, submitted his report on remote e-voting on Postal Ballot today i.e. 28th December 2023, to the undersigned. The undersigned has been duly authorised by the Chairman of the Board to declare the results.

Accordingly, pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed herewith voting results on the resolutions contained under the Postal Ballot Notice along with the Scrutinizers’ report.

Kindly take the above on records.

Thanking you

Yours faithfully

For IL&FS Engineering & Construction Company Limited**RAJIB KUMAR ROUSTRAY****Company Secretary & Compliance Officer****Encl: as above****CC: Kfin Tehchnologies Limited**T +91 124 4988700
F +91 124 4988750
E info@ilfsengg.com
W www.ilfsengg.com

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi – 110 024
Tel.: (011) 4679 0000, Fax: (011) 4679 0012
e-mail: contact@cssanjaygrover.in
Website: www.cssanjaygrover.in

Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules')]

To,
The Company Secretary
IL&FS Engineering and Construction Company Limited
(CIN: L45201TG1988PLC008624)
Door No 8-2-120/113, Block B, 1st Floor,
Sanali Info Park, Road no 2, Banjara Hills,
Hyderabad, Telangana – 500034

Dear Sir,

I, Kapil Dev Taneja, Partner of M/s Sanjay Grover & Associates, Company Secretaries (Membership No. FCS 4019, COP No. 22944), having my office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of **IL&FS Engineering and Construction Company Limited** ('the Company') vide resolution passed by circulation on 20th November 2023, for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Act read with the Rules and Read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 09/2023 dated September 25, 2023 and other relevant circulars issued by the Ministry of Corporate Affairs ('MCA Circulars') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations'), Secretarial Standard - 2 on General



SANJAY GROVER & ASSOCIATES

Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolution as mentioned in the Notice of Postal Ballot dated November 21, 2023:

Sr. No.	Type of Resolution	Particulars
1.	Special Resolution	To appoint Ms. Preeti Grover (DIN: 00128513) as Independent Director of the Company.
2.	Ordinary Resolution	Appointment of Mr. Danny Samuel (DIN: 02348138) as a Non-Executive Director of the Company.


I submit my report as under:

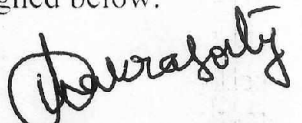
1. As informed by the Company, Postal Ballot Notice along with explanatory statement and remote e-Voting instructions were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent ('RTA') i.e. K-Fin Technologies Limited ('KfinTech'), or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the Depositories as on November 24, 2023 ('cut-off date').
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules thereof including Circulars/ SEBI Regulations in respect of the resolution contained in the Postal Ballot Notice including the dispatch of the notice to the Shareholders. My responsibilities as Scrutinizer are restricted to make a Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolution contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by KfinTech.



SANJAY GROVER & ASSOCIATES

3. The Company has published an advertisement on November 29, 2023, regarding service of Postal Ballot Notice to eligible members in English Newspaper "Business Standard" and in vernacular newspaper "Nava Telengana (Telugu)".
4. The Members of the Company holding shares as on cut-off date were entitled to vote on the resolution as contained in the Postal Ballot Notice and could vote through remote e-voting facility only as per the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of KfinTech viz., www.evoting.kfintech.com. ('website').
5. The remote e-Voting commenced on November 29, 2023, 09:00 A.M. (IST) and ended on December 28, 2023, 05:00 P.M (IST). Further, the remote e-Voting process was monitored through the Scrutinizer's secured link provided by KfinTech through its website.
6. The remote e-voting was unblocked on December 28, 2023 after 05:00 P.M.(IST) in the presence of two witnesses i.e. Dr. Navrang Saini and Mr. Ujjwal Chakraborty who were not in the employment of the Company and have signed below:


Dr. Navrang Saini


Ujjwal Chakraborty

7. The particulars of remote e-voting report generated from electronic registry of KfinTech have been entered in a separate register maintained for this purpose. E-votes cast upto 05:00 P.M. (IST) on December 28, 2023 are considered for the purpose of this report.
8. The remote e-voting was reconciled with the register of members/ List of Beneficial Owners of the Company as on cut- off date as maintained by RTA of the Company.
9. As on cut-off date, the paid-up share capital of the Company was Rs. 131,12,10,780 (Rupees One Thirty One Crore Twelve Lakh Ten Thousand Seven Hundred Eighty Only) divided into 13,11,21,078 fully paid-up equity shares of Rs. 10/- (Rupees Ten Only) each



SANJAY GROVER & ASSOCIATES

10. The result of the remote e-voting in respect of the resolution contained in the Postal Ballot Notice is as under:

1. To appoint Ms. Preeti Grover (DIN: 00128513) as Independent Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-votes	Postal Ballot	Total	
Assent	5,55,00,918	NA	5,55,00,918	99.9994
Dissent	324		324	0.0006
Total	5,55,01,242		5,55,01,242	100.0000

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure A'.

2. Appointment of Mr. Danny Samuel (DIN: 02348138) as a Non-Executive Director of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-votes	Postal Ballot	Total	
Assent	5,55,00,888	NA	5,55,00,888	99.9994
Dissent	354		354	0.0006
Total	5,55,01,242		5,55,01,242	100.0000



SANJAY GROVER & ASSOCIATES

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as '**Annexure B**'.

11. Based on the aforesaid result, the resolution as mentioned above is deemed to have been passed on December 28, 2023 being the last date of remote e-voting for the members of the Company.
12. The Register containing the details of remote e-voting relating to Postal Ballot will be handed over to Company Secretary of the Company, for preserving safely after the Chairman considers, approves, and signs the minutes of Postal Ballot.

Thanking you,

**For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES**

Firm Registration No.: P2001DE052900

Peer Review Certificate No.: 4268/2023



Kapil Dev Taneja

Partner

CP No.: 22944

UDIN: F004019E003060809

December 28, 2023

New Delhi



Countersigned by



Company Secretary & Compliance
Officer
**IL&FS Engineering and
Construction Company Limited**

December 28, 2023

New Delhi

A detailed summary of remote e-voting results is given herein below:

A. VOTING THROUGH REMOTE E-VOTING:			
Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	126	5,55,01,242	55,50,12,420
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	126	5,55,01,242	55,50,12,420
d) Votes with assent for the resolution	116	5,55,00,918	55,50,09,180
e) Votes with dissent for the resolution	10	324	3,240



55,50,12,420

55,50,09,180

3,240

A detailed summary of remote e-voting results is given herein below:

B. VOTING THROUGH REMOTE E-VOTING:			
Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	126	5,55,01,242	55,50,12,420
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	126	5,55,01,242	55,50,12,420
d) Votes with assent for the resolution	115	5,55,00,888	55,50,08,880
e) Votes with dissent for the resolution	11	354	3,540



General information about company	
Scrip code	532907
NSE Symbol	IL&FSENGG
MSEI Symbol	NA
ISIN	INE369I01014
Name of the company	IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-12-2023
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	KAPIL DEV TANEJA
Firms Name	SANJAY GROVER & ASSOCIATES
Qualification	CS
Membership Number	F4019
Date of Board Meeting in which appointed	20-11-2023
Date of Issuance of Report to the company	28-12-2023

Voting results	
Record date	24-11-2023
Total number of shareholders on record date	30506
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Ms. Preeti Grover (DIN: 00128513) as Independent Director of the Company.				
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	E-Voting	55400884	55400884	100	55400884	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		55400884	55400884	100	55400884	0	100
Public-Institutions	E-Voting	50866320	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		50866320	0	0	0	0	0
Public- Non Institutions	E-Voting	24853874	100358	0.4038	100034	324	99.6772	0.3228
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24853874	100358	0.4038	100034	324	99.6772
Total		131121078	55501242	42.3282	55500918	324	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Danny Samuel (DIN:02348138) as a Non-Executive Director of the Company.				
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	E-Voting	55400884	55400884	100	55400884	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		55400884	55400884	100	55400884	0	100
Public- Institutions	E-Voting	50866320	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		50866320	0	0	0	0	0
Public- Non Institutions	E-Voting	24853874	100358	0.4038	100004	354	99.6473	0.3527
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24853874	100358	0.4038	100004	354	99.6473
Total		131121078	55501242	42.3282	55500888	354	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	