

**Corporate Office :**

3rd Floor, IRB Complex, Chandivali Farm, Chandivali Village, Andheri (E), Mumbai - 400 072.  
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 CIN : L65910MH1998PLC115967



Date: August 1, 2023

To

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001.	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E), Mumbai 400 051
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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 Extra Ordinary 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the proceedings and Voting results of the Extra Ordinary General Meeting (EGM) of IRB Infrastructure Developers Limited held on Tuesday, August 1, 2023, at 12:00 Noon (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the business as per the notice dated July 8, 2023.

The remote e-voting facility and E-Voting at EGM i.e. Insta Poll were provided on all the items of the business sought to be transacted at the EGM. The Company had appointed KFin Technologies Limited as the service provider, for the purpose of extending the facility for Remote e-voting and E-Voting at EGM to the members of the Company.

The requisite quorum was present at the Extra Ordinary General Meeting.

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

<b>Date of Extra Ordinary General Meeting (EGM)</b>	August 1, 2023
<b>Total number of shareholders on cut-off date (i.e. as on July 25, 2023)</b>	2,54,438
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter group	N.A.
Public	N.A.
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoter and Promoter group	6
Public	54

**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 approve material related party transactions with IRB Golconda Expressway Private Limited in relation to Hyderabad Outer Ring Road TOT Project:

<b>Resolution required:</b>				Ordinary Resolution				
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>				Yes				
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)= [(2)/(1)] *100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)= [(4)/(2)]*100</b>	<b>(7)=[(5)/(2)] * 100</b>
<b>Promoter and Promoter Group</b>	Remote E-Voting	2,06,60,75,980	0	0	0	0	0	0
	E-Voting at EGM		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public - Institutional holder</b>	Remote E-Voting	3,33,14,49,493	74,74,48,878	22.44	58,95,39,174	15,79,09,704	78.87	21.13
	E-Voting at EGM		0	0	0	0	0	0
	<b>Total</b>		<b>74,74,48,878</b>	<b>22.44</b>	<b>58,95,39,174</b>	<b>15,79,09,704</b>	<b>78.87</b>	<b>21.13</b>
<b>Public- Non Institution</b>	Remote E-Voting	64,14,74,527	11,59,71,940	18.07	11,58,46,181	1,25,759	99.89	0.11
	E-Voting at EGM		11,623	0.01	11,623	0	100.00	0.00
	<b>Total</b>		<b>11,59,83,563</b>	<b>18.08</b>	<b>11,58,57,804</b>	<b>1,25,759</b>	<b>99.89</b>	<b>0.11</b>
<b>Total</b>		<b>6,03,90,00,000</b>	<b>86,34,32,441</b>	<b>14.30</b>	<b>70,53,96,978</b>	<b>15,80,35,463</b>	<b>81.70</b>	<b>18.30</b>

**Resolution Item No. 2 - Ordinary Resolution:**

Consider and approve material related party transactions with Samakhiyali Tollway Private Limited in relation to Samakhiyali Santalpur BOT Project:

Resolution required:				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				Yes				
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
<b>Promoter and Promoter Group</b>	Remote E-Voting	2,06,60,75,980	0	0	0	0	0	0
	E-Voting at EGM		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public - Institutional holder</b>	Remote E-Voting	3,33,14,49,493	74,74,48,878	22.44	58,95,39,174	15,79,09,704	78.87	21.13
	E-Voting at EGM		0	0	0	0	0	0
	<b>Total</b>		<b>74,74,48,878</b>	<b>22.44</b>	<b>58,95,39,174</b>	<b>15,79,09,704</b>	<b>78.87</b>	<b>21.13</b>
<b>Public- Non Institution</b>	Remote E-Voting	64,14,74,527	11,59,72,340	18.07	11,58,47,894	1,24,446	99.89	0.11
	E-Voting at EGM		11,623	0.01	11,623	0	100.00	0
	<b>Total</b>		<b>11,59,83,963</b>	<b>18.08</b>	<b>11,58,59,517</b>	<b>1,24,446</b>	<b>99.89</b>	<b>0.11</b>
<b>Total</b>		<b>6,03,90,00,000</b>	<b>86,34,32,841</b>	<b>14.30</b>	<b>70,53,98,691</b>	<b>15,80,34,150</b>	<b>81.70</b>	<b>18.30</b>

Please note that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen
2. Vote casted by related parties in aforesaid resolutions being related party transactions are not considered in the above results.
3. Number of votes polled does not include Number of votes abstained & invalid votes.
4. The percentages are round off to the nearest decimals.
5. Number of shareholders are not grouped on the basis of PAN.
6. 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**