Corporate Office : 3rd Floor, IRB Complex, Chandivali Farm, Chandivali Village, Andheri (E), Mumbai - 400 072. Tel: 91 - 22 - 6640 4220 / 4880 4200 = Fax: 91 - 22 - 2857 3441 = e-mail: info@irb.co.in = www.irb.co.in CIN : L65910MH1998PLC115967



Date: September 30, 2021

То	
BSE Limited	National Stock Exchange of India Limited
Phiroze Jeejeebhoy Towers	Exchange Plaza, C-1 Block G
Dalal Street, Mumbai- 400001.	Bandra Kurla Complex, Bandra (E), Mumbai.

Re - Scrip Code 532947; Symbol: IRB

Sub: <u>Schedule III, Part A, Para A(13) of SEBI (Listing Obligations and Disclosure</u> <u>Requirements), 2015 - Proceedings of the 23rd Annual General Meeting of the Company and</u> <u>Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), 2015</u>

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 23^{rd} Annual General Meeting of IRB Infrastructure Developers Ltd held on Thursday, September 30, 2021, at 11.00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the business as per the notice dated September 3, 2021.

The remote e-voting facility and E-Voting at AGM was provided on all the items of the business sought to be transacted at the 23rd Annual General Meeting. The Company had appointed KFin Technologies Private Limited as the service provider, for the purpose of extending the facility for Remote e-voting and E- Voting at AGM 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 23rd Annual General Meeting of the Company are furnished below:

Date of AGM	30 th September, 2021
Total number of shareholders on cut-off date (i.e. as on 23 rd September, 2021)	1,32,384
No. of shareholders present in the meeting either in person or through pro	XV:
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	7
Public	47



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:

To receive, consider and adopt Audited Standalone Financial Statements for the year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements and the Report of the Auditors thereon for the year ended March 31, 2021.

Resolutio	on required	l :		Ordinary Reso	olution			
Whether	promote	er/ promoter	group are	No				
interestee	d in the age	enda/ resolution	?					
Catego	Mode	No. of shares	No. of votes	% of Votes	No. of Votes	No. of	% of	% of
ry	of	held	polled	Polled on	- in favour	Votes	Votes in	Votes
	Voting			outstandin		-	favour on	against
				g shares		agains	votes	on
						t	polled	votes
								polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=[(5)
				[(2)/(1)]*10			[(4)/(2)]*1	/(2)]*
	_			0			00	100
Promot	Remote		20 50 12 100	00.70	20 50 12 102		100	
er and	E-		20,50,12,400	99.78	20,50,12,400	-	100	-
Promot	Voting							
er Crown	E-	20,54,72,598						
Group	Voting at AGM							
	Total		20 50 12 400	99.78	20 50 12 400		100	
D 11			20,50,12,400	99.78	20,50,12,400	-	100	-
Public - Institut	Remote E-		8,30,79,418	88.68	8,30,79,418		100	
ional	E- Voting		8,30,79,418	88.08	8,30,79,418	-	100	-
holder	E-	9,36,85,587						
noiuei	L- Voting	9,50,65,587						
	at AGM							
	Total		8,30,79,418	88.68	8,30,79,418	-	100	-
Public-	Remote		-,,,,,,,,,		-,,-,-,-,0			
Non	E-		1,01,921	0.19	99,500	2,421	97.62	2.38
Institut	Voting							
ion	E-	5,22,91,815						
	Voting		11,599	0.02	11,599	-	100	-
	at AGM							
	Total		1,13,520	0.21	1,11,099	2,421	97.87	2.13
Total		35,14,50,000	28,82,05,338	82.00	28,82,02,917	2,421	100	0.00



Resolution Item No. 2 - Ordinary Resolution:

To appoint a director in place of Mr. Mukesh Lal Gupta (holding DIN 02121698), Joint Managing Director who retires by rotation and being eligible, seeks reappointment.

Resolutio	Resolution required:				Ordinary Resolution					
Whether	Whether promoter/ promoter group are interested				No					
in the age	in the agenda/ resolution?									
Catego	Mode	No. of shares	No. of votes	% of	No. of Votes	No. of	% of	% of Votes		
ry	of	held	polled	Votes	- in favour	Votes -	Votes	against on		
	Voting			Polled		against	in	votes		
				on			favour	polled		
				outsta			on			
				nding			votes			
				shares			polled			
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=[(5)/(2)		
				[(2)/(1)]			[(4)/(2)]*		
				*100]*100	100		
Promot	Remote									
er and	E-		20,50,12,400	99.78	20,50,12,400	-	100	-		
Promot	Voting									
er	E-	20,54,72,598								
Group	Voting		-	-	-	-	-	-		
	at AGM Total		20 50 12 400	99.78	20.50.12.400		100			
Public -	Remote		20,50,12,400	99.78	20,50,12,400	-	100	•		
Institut	E-		6,53,75,276	69.78	5,68,36,294	85,38,982	86.94	13.06		
ional	Voting		0,00,70,270	09.10	5,00,50,251	00,00,002	00.71	15.00		
holders	E-	9,36,85,587								
	Voting		-	-	-	-	-	-		
	at AGM									
	Total		6,53,75,276	69.78	5,68,36,294	85,38,982	86.94	13.06		
Public-	Remote									
Non	E-		1,01,420	0.19	82,488	18,932	81.33	18.67		
Institut	Voting									
ion	E-	5,22,91,815	11 500	0.02	11,500		100			
	Voting at ACM		11,588	0.02	11,588	-	100	-		
	at AGM Total		1,13,008	0.21	94,076	18 022	83.75	16.75		
Total	Total					18,932	83.25			
IUtai		35,14,50,000	27,05,00,684	76.97	26,19,42,770	85,57,914	96.84	3.16		



Resolution Item No. 3 - Special Resolution

Re-appointment of Mrs. Deepali V. Mhaiskar (holding DIN 00309884) as Whole-time Director of the Company.

Resolutio	Resolution required:			Special Resolution					
Whether	promoter/	promoter group	are interested	No					
in the age	enda/ resolu	ution?	1	NO					
Catego ry	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes agains t on votes polled	
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)] *100	(7)=[(5)/(2)]* 100	
Promot er and	Remote E- Voting	20,54,72,598	20,50,12,400	99.78	20,50,12,400	-	100	-	
Promot er Group	E- Voting at AGM		-	-	-	-	-	-	
	Total		20,50,12,400	99.78	20,50,12,400	-	100	-	
Public -	Remote E- Voting	9,36,85,587	3,94,55,638	42.11	1,77,30,968	2,17,24,670	44.94	55.06	
Institut ional holders	E- Voting at AGM		-	-	-	-	-	-	
	Total		3,94,55,638	42.11	1,77,30,968	2,17,24,670	44.94	55.06	
Public- Non Institut ion	Remote E- Voting	5,22,91,815	1,01,270	0.19	88,554	12,716	87.44	12.56	
	E- Voting at AGM		11,588	0.02	11,588	-	100	-	
	Total		1,12,858	0.21	1,00,142	12,716	88.73	11.27	
Total		35,14,50,000	24,45,80,896	69.59	22,28,43,510	2,17,37,386	91.11	8.89	



Resolution Item No. 4 - Ordinary Resolution

Ratification of payment of remuneration to the Cost Auditors.

Resolutio	Resolution required: Whether promoter/ promoter group are interested in the agenda/ resolution?			Ordinary Resolution No					
Catego ry	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes - in favour	No. of Votes - again st	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*1 00	(7)=[(5) /(2)]* 100	
Promot er and Promot er Group	Remote E- Voting	20,54,72,598	20,50,12,400	99.78	20,50,12,400	-	100	-	
	E- Voting at AGM		-	-	-	-	-	-	
-	Total		20,50,12,400	99.78	20,50,12,400	-	100	-	
Public -	Remote E- Voting	9,36,85,587	8,30,79,418	88.68	8,30,79,418	-	100	-	
Institut ional holders	E- Voting at AGM		-	-	-	-	-	-	
	Total		8,30,79,418	88.68	8,30,79,418	-	100	-	
Public- Non Institut ion	Remote E- Voting		1,01,370	0.19	98,779	2,591	97.44	2.56	
	E- Voting at AGM	5,22,91,815	11,599	0.02	11,599	-	100	-	
	Total		1,12,969	0.21	1,10,378	2,591	97.71	2.29	
Total		35,14,50,000	28,82,04,787	82.00	28,82,02,196	2,591	100	0.00	



Resolution Item No. 5 - Special Resolution

Alteration of Articles of Association of the Company.

Resolutio	Resolution required: Whether promoter/ promoter group are interested in the agenda/ resolution?			Special Resolution No					
Catego ry	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstand ing 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)]*1 00	(4)	(5)	(6)= [(4)/(2)]*1 00	(7)=[(5) /(2)]* 100	
Promot er and Promot er Group	Remote E- Voting	20,54,72,598	20,50,12,400	99.78	20,50,12,400	-	100	-	
	E- Voting at AGM		-	-	-	-	-	-	
*	Total		20,50,12,400	99.78	20,50,12,400	-	100	-	
Public -	Remote E- Voting	9,36,85,587	8,30,79,418	88.68	8,30,79,418	-	100	-	
Institut ional holders	E- Voting at AGM		-	-	-	-	-	-	
	Total		8,30,79,418	88.68	8,30,79,418	-	100	-	
Public- Non Institut ion	Remote E- Voting	5,22,91,815	1,01,215	0.19	90,647	10,568	89.56	10.44	
	E- Voting at AGM		11,599	0.02	11,599	-	100	-	
	Total		1,12,814	0.21	1,02,246	10,568	90.63	9.37	
Total		35,14,50,000	28,82,04,632	82.00	28,81,94,064	10,568	100	0.00	



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. 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