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September 17, 2018

To

The General Manager
BSE Limited
P.J.Towers, Dalal Street,
Mumbai- 400 001

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

Scrip Code: 532907

Scrip Code: IL&FSENGG

Sub: Voting Results of 29th Annual General Meeting
Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 (Listing Regulations)

Dear Sir/Madam,

Pursuant to Regulation 44 of Listing Regulations, please find enclosed the details of voting results of 29th Annual General Meeting (AGM) of the Company held on Monday, September 17, 2018 at 11.30 am along with the Scrutinizer Report issued by Mr. Y Ravi Prasada Reddy, Proprietor of RPR & Associates, Company Secretaries, evidencing passing of the Resolutions at 29th AGM of the Members of the Company

This is for your information and records

Thanking you,

Yours faithfully,
For IL&FS Engineering and Construction Company Limited


Sushil Dudeja
Company Secretary

Encl: as above





FORM NO. MGT.13
REPORT BY THE SCRUTINIZER ON REMOTE E-VOTING & BALLOT POLL
*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]*

To
The Chairman of 29th Annual General Meeting of
M/s. IL&FS Engineering and Construction Company Limited
Door No: 8-2-120/113/3/4F, Sanali Info Park,
Cyber Towers, Road No. 2, Banjara Hills,
Hyderabad – 500 033

Dear Sir,

I, Y. Ravi Prasada Reddy, whole-time Practicing Company Secretary having CP number : 5360 and Proprietor of RPR & Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of M/s. IL&FS Engineering and Construction Company Limited (the Company) for conducting the remote e- voting and the physical voting process at the 29th Annual General Meeting (AGM) of the members of Company held on Monday, September 17, 2018 at 11.30 a.m. at Hyderabad in a fair and transparent manner.

The Company had appointed M/s Karvy Computershare Private Limited (KCPL), Hyderabad as the Service Provider, for providing the facility of remote e-voting to the members of the Company from September 13, 2018 (9.00 a.m.) to September 16, 2018 (5.00 p.m.). The cut-off date for ascertaining the voting rights of the members for the purpose of AGM, in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014, was September 7, 2018.

After the time fixed for closing of the poll by the Chairman in the AGM, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence at 12.18 p.m. on September 17, 2018 and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

The votes on remote e-voting were unblocked at 12:19 p.m. on September 17, 2018 in the presence of two witnesses.

Number of members participated by way of e-voting: 12
Number of members participated in physical ballot at AGM: 57

Total number of members participated in the voting: 69



The detailed Voting Results are as follows:

Resolution No.1:

Adoption of :

- (a) **Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018, the reports of the Board of Directors and Auditors' thereon; and**
- (b) **Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018 and report of Auditors thereon:**

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
E-Voting	154604	154602	99.9987	2	0.0013	-	-
Physical Poll	55469054	55469054	100.00	0	0	-	-
Total	55623658	55623656	100.00	2	0	-	-

The above Ordinary Resolution as contained in the notice of 29th Annual General Meeting dated July 31, 2018 has been passed with overwhelming majority.

Resolution No. 2:

Re-appointment of Mr. Karunakaran Ramchand, Director (DIN: 00051769) who is retiring by rotation:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
E-Voting	154604	154602	99.9987	2	0.0013	-	-
Physical Poll	55429054	55429054	100.00	0	0	-	-
Total	55583658	55583656	100.00	2	0	-	-

The above Ordinary Resolution as contained in the notice of 29th Annual General Meeting dated July 31, 2018 has been passed with overwhelming majority.



Resolution No. 3:

Ratification of appointment of BSR & Associates LLP and M Bhaskara Rao & Co, as Joint Statutory Auditors to hold the office from conclusion of 29th Annual General Meeting (AGM) until the conclusion of 30th AGM of the Company and their appointment for the remaining period till the conclusion of 33rd AGM will not be subject to ratification by the members of the Company:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
E-Voting	154604	154534	99.9547	70	0.0453	-	-
Physical Poll	55469054	55469054	100.00	0	0	-	-
Total	55623658	55623588	99.9999	70	0.0001	-	-

The above Ordinary Resolution as contained in the notice of 29th Annual General Meeting dated July 31, 2018 has been passed with overwhelming majority.

Resolution No. 4:

Ratification of Cost Auditors' remuneration:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
E-Voting	154604	154534	99.9547	70	0.0453	-	-
Physical Poll	55469054	55469054	100.00	0	0	-	-
Total	55623658	55623588	99.9999	70	0.0001	-	-

The above Ordinary Resolution as contained in the notice of 29th Annual General Meeting dated July 31, 2018 has been passed with overwhelming majority.

Resolution No. 5:

Approval of IL&FS Engineering and Construction Company Limited Employees Stock Option Scheme - 2018 and Grant of Options to the Employees of the Company:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
E-Voting	154604	154602	99.9987	2	0.0013	-	-
Physical Poll	55469054	55468984	99.9999	70	0.0001	-	-
Total	55623658	55623586	99.9999	72	0.0001	-	-

The above Special Resolution as contained in the notice of 29th Annual General Meeting dated July 31, 2018 has been passed with overwhelming majority.



Resolution No. 6:**Approval of Grant of Options to the Employees of Present and Future Subsidiary Company under IL&FS Engineering and Construction Company Limited Employees Stock Option Scheme - 2018:**

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
E-Voting	154604	154602	99.9987	2	0.0013	-	-
Physical Poll	55469054	55469054	100.00	0	0	-	-
Total	55623658	55623656	100.00	2	0	-	-

The above Special Resolution as contained in the notice of 29th Annual General Meeting dated July 31, 2018 has been passed with overwhelming majority.

I hereby confirm that, I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through remote e-Voting and the physical ballot papers casted by the members of the Company during the AGM. I shall be arranging to hand over these records to the Chairman of the 29th Annual General Meeting of the Company or to any other person as authorized by the Chairman, after confirmation and signing of the Minutes.

Thanking you,

Yours faithfully,

**For RPR & Associates
Company Secretaries**



**Y. Ravi Prasada Reddy
Proprietor,
FCS No. 5783
CP No. 5360**



Place: Hyderabad

Date: September 17, 2018

IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED	
Date of the AGM	17-09-2018
Total number of shareholders on record date	35336
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	72
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1												
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100					
ORDINARY - Adoption of : (a) Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018, the reports of the Board of Directors and Auditors' thereon; and (b) Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018 and report of Auditors thereon													
Whether promoter/ promoter group are interested in the agenda/resolution?	No												
Promoter and Promoter Group	E-Voting		0	0.0000	00	00	0	0.0000					
	Poll	55400884	55400884	100.0000	55400884	0	100.0000	0.0000					
	Postal Ballot (if applicable)		0	0.0000	00	00	0	0.0000					
	Total		55400884	100	55400884	0	100.0000	0.0000					
Public- Institutions	E-Voting		153281	1.6421	153281	0	100.0000	0.0000					
	Poll	9334448	0	0.0000	00	00	0	0.0000					
	Postal Ballot (if applicable)		0	0.0000	00	00	0	0.0000					
	Total		153281	1.6421	153281	0	100.0000	0.0000					
Public- Non Institutions	E-Voting		1323	0.0020	1321	2	99.8488	0.1511					
	Poll	66385746	68170	0.1027	68170	0	100.0000	0.0000					
	Postal Ballot (if applicable)		0	0.0000	00	00	0	0.0000					
	Total		69493	0.1047	69491	2	99.9971	0.0029					
	Total	131121078	55623658	42.4216	55623656	2	100.0000	0.0000					



Resolution No.	ORDINARY - Re-appointment of Mr. Karunakaran Ramchand, Director (DIN: 00051769) who is retiring by rotation									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		0	0.0000	00	00	0.0000	0.0000		
	Poll	55400884	55400884	100.0000	55400884		100.0000	0.0000		
	Postal Ballot (if applicable)									
Public- Institutions	Total		55400884	100	55400884	0	100.0000	0.0000		
	E-Voting		153281	1.6421	153281	0	100.0000	0.0000		
	Poll	9334448	0	0.0000	00	00	0.0000	0.0000		
Public- Non Institutions	Postal Ballot (if applicable)									
	Total		153281	1.6421	153281	0	100.0000	0.0000		
	E-Voting		1323	0.0020	1321	2	99.8488	0.1511		
Public- Non Institutions	Poll	66385746	28170	0.0424	28170	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		29493	0.0444	29491	2	99.9932	0.0068		
	Total	131121078	55583658	42.3911	55583656	2	100.0000	0.0000		



Resolution No.	ORDINARY - Ratification of appointment of BSR & Associates LLP and M Bhaskara Rao & Co, as Joint Statutory Auditors to hold the office from conclusion of 29th Annual General Meeting (AGM) until the conclusion of 30th AGM of the Company and their appointment for the remaining period till the conclusion of 33rd AGM will not be subject to ratification by the members of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		0	0.0000	00	00	0	0.0000		
	Poll	55400884	55400884	100.0000	55400884	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	Total		55400884	100	55400884	0	100.0000	0.0000		
	E-Voting		153281	1.6421	153281	0	100.0000	0.0000		
	Poll	9334448	0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		153281	1.6421	153281	0	100.0000	0.0000		
	E-Voting		1323	0.0020	1253	70	94.7089	5.2910		
Public- Non Institutions	Poll	66385746	68170	0.1027	68170	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		69493	0.1047	69423	70	99.8993	0.1007		
Total		131121078	55623658	42.4216	55623588	70	99.9999	0.0001		



Resolution No.	ORDINARY - Ratification of Cost Auditors' remuneration									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	0	0.0000	00	00	0	0.0000	0.0000		
	Poll	55400884	100.0000	55400884	0	100.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	Total	55400884	100	55400884	0	100.0000	0.0000			
	E-Voting	153281	1.6421	153281	0	100.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	Total	153281	1.6421	153281	0	100.0000	0.0000			
	E-Voting	1323	0.0020	1253	70	94.7089	5.2910			
	Postal Ballot (if applicable)	66385746	0.1027	68170	0	100.0000	0.0000			
Total	131121078	69493	0.1047	69423	70	99.8993	0.1007			
Total		55623658	42.4216	55623588	70	99.9999	0.0001			



Resolution No.	SPECIAL - Approval of IL&FS Engineering and Construction Company Limited Employees Stock Option Scheme - 2018 and Grant of Options to the Employees of the Company									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of IL&FS Engineering and Construction Company Limited Employees Stock Option Scheme - 2018 and Grant of Options to the Employees of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	00	0	0.0000	0.0000	
	Poll	55400884	55400884	100.0000	55400884	0	100.0000	0.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0.0000	00	00	0	0.0000	0.0000	
Public- Institutions	Total	55400884	55400884	100	55400884	0	100.0000	0.0000	0.0000	
	E-Voting	153281	153281	1.6421	153281	0	100.0000	0.0000	0.0000	
	Poll	0	0	0.0000	00	00	0	0.0000	0.0000	
Public- Non Institutions	Postal Ballot (if applicable)	9334448	0	0.0000	00	00	0	0.0000	0.0000	
	Total	153281	153281	1.6421	153281	0	100.0000	0.0000	0.0000	
	E-Voting	1323	1323	0.0020	1321	2	99.8488	0.1511	0.1511	
Public- Non Institutions	Poll	66385746	68170	0.1027	68100	70	99.8973	0.1026	0.1026	
	Postal Ballot (if applicable)	0	0	0.0000	00	00	0	0.0000	0.0000	
	Total	69493	69493	0.1047	69421	72	99.8964	0.1036	0.1036	
Total	131121078	55623658	42.4216	55623586	72	99.9999	0.0001	0.0001		



Resolution No.	SPECIAL - Approval of Grant of Options to the Employees of Present and Future Subsidiary Company under IL&FS Engineering and Construction Company Limited Employees Stock Option Scheme - 2018									
Resolution required: (Ordinary/ Special)	Company Limited Employees Stock Option Scheme - 2018									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	0	0.0000	00	00	0	0.0000	0.0000		
	Poll	55400884	100.0000	55400884	0	100.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	Total	55400884	100	55400884	0	100.0000	0.0000			
	E-Voting	153281	1.6421	153281	0	100.0000	0.0000			
	Poll	0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	Postal Ballot (if applicable)	9334448	0	0	0	0.0000	0.0000			
	Total	153281	1.6421	153281	0	100.0000	0.0000			
	E-Voting	1323	0.0020	1321	2	99.8488	0.1511			
Public- Non Institutions	Poll	66385746	0.1027	68170	0	100.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
	Total	69493	0.1047	69491	2	99.9971	0.0029			
Total	131121078	55623658	42.4216	55623656	2	100.0000	0.0000			

