



इरकॉन इंटरनेशनल लिमिटेड

(भारत सरकार का उपक्रम)

IRCON INTERNATIONAL LIMITED

(A Govt. of India Undertaking)

An integrated Engineering and Construction Company



IRCON/SECY/STEX/124

15th December, 2022

BSE Limited Listing Dept./ Dept of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 बीएसई लिमिटेड लिस्टिंग विभाग / कॉर्पोरेट सेवा विभाग पी.जे. टावर्स, दलाल स्ट्रीट मुंबई- 400 001 Scrip code / ID: 541956 / IRCON	National Stock Exchange of India Limited Listing Department Exchange Plaza, Plot no. C/I, G Block Bandra –Kurla Complex, Bandra (East) Mumbai – 400 051 नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड लिस्टिंग विभाग एक्सचेंज प्लाजा, प्लॉट नं सी /आई, जी ब्लॉक बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व) मुंबई-400 051 Scrip Code: IRCON
--	--

Sub: Result of Postal Ballot- Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

This is to inform that the Company has conducted the Postal Ballot pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 for obtaining Shareholder's approval for the following resolutions to be passed through e-voting mode:

Sr. No.	Particulars	Type of Resolution
1.	To appoint Shri Parag Verma [DIN: 05272169] as Director (Works), liable to retire by rotation	Ordinary
2.	To appoint Shri Ram Prakash [DIN: 09746225] as Government Nominee (Part-Time Official) Director, liable to retire by rotation	Ordinary

The remote e-voting process provided in the Notice concluded at 05:00 P.M. Wednesday, 14th December, 2022, post which the Scrutinizer Shri Sachin Agarwal, Practicing Company Secretary submitted his report on the results of Postal Ballot.

We would like to inform that all Resolutions as embodied in the Notice has been duly approved by the members with requisite majority. In compliance with the requirements under regulation 44(3) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015, we are enclosing herewith the details in the prescribed format along with the Scrutinizer's Report.

The aforesaid resolutions are deemed to have been passed on the last date of e-voting i.e. on Wednesday, 14th December, 2022.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website https://www.ircon.org/index.php?option=com_content&view=article&id=220&Itemid=641&lang=en.

कृपया उपरोक्त जानकारी को रिकॉर्ड पर लें।

धन्यवाद,

भवदीया,

कृते इरकॉन इंटरनेशनल लिमिटेड

(रितु अरोड़ा)

कम्पनी सचिव एवं अनुपालन अधिकारी

सदस्यता क्र.: FCS 5270

पंजीकृत कार्यालय: सी -4, डिस्ट्रिक्ट सेंटर, साकेत, नई दिल्ली - 110017, भारत

Registered Office : C-4, District Centre, Saket, New Delhi - 110017, INDIA

Tel.: +91-11-26565666 Fax: +91-26854000, 26522000 | Email : info@ircon.org Web: www.ircon.org

CIN : L45203DL1976GOI008171



IRCON INTERNATIONAL LIMITED - E-Voting Postal Ballot Report Date 15-11-2022 to 14-12-2022

Voting Results of Postal Ballot pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements), Regulation, 2015

Total number of shareholders on record date: '294208' No. of Shares: '940515740'

Promoters and Promoter Group :			No. of Shares:	688301650		
Public :			No. of Shares:	252214090		

Detail of the Agenda:

Promoter/Public	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
				(3)=			(6)=	(7)=
		(1)	(2)	[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100

1. To appoint Shri Parag Verma [DIN: 05272169] as Director (Works), liable to retire by rotation

Ordinary Resolution

Promoter and Promoter Group	E-Voting		688301650	100.000	688301650	0	100.000	0.000
	Poll	688301650	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	688301650	688301650	100.000	688301650	0	100.000	0.000
Public – Institutional holders	E-Voting		11770214	38.853	5315502	6454712	45.161	54.839
	Poll	30294024	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	30294024	11770214	38.853	5315502	6454712	45.161	54.839
Public-Others	E-Voting		1641435	0.740	1574976	66459	95.951	4.049
	Poll	221920066	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	221920066	1641435	0.740	1574976	66459	95.951	4.049
GRAND TOTAL		940515740	701713299	74.609	695192128	6521171	99.071	0.929

2. To appoint Shri Ram Prakash [DIN: 09746225] as Government Nominee (Part-Time Official) Director, liable to retire by rotation

Ordinary Resolution

Promoter and Promoter Group	E-Voting		688301650	100.000	688301650	0	100.000	0.000
	Poll	688301650	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	688301650	688301650	100.000	688301650	0	100.000	0.000
Public – Institutional holders	E-Voting		11770214	38.853	4266502	7503712	36.248	63.752
	Poll	30294024	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	30294024	11770214	38.853	4266502	7503712	36.248	63.752
Public-Others	E-Voting		1622800	0.731	1524242	98558	93.927	6.073
	Poll	221920066	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	221920066	1622800	0.731	1524242	98558	93.927	6.073
GRAND TOTAL		940515740	701694664	74.607	694092394	7602270	98.917	1.083



Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman & Managing Director/ Company Secretary
Ircon International Limited
Plot No. C - 4, District Centre, Saket,
New Delhi -110017

Sub.: Scrutinizer's Report on Postal Ballot voting by way of remote voting by electronic means in respect of passing of the resolutions set-out in the notice dated 11th November, 2022 through Postal Ballot.

Dear Sir,

I, Sachin Agarwal, Company Secretary in practice and Partner, M/s. Agarwal S. & Associates, Practising Company Secretaries, Delhi (C.P. No. 5910) have been appointed as Scrutinizer by the Board of Directors of Ircon International Limited ("**the Company**") for the purpose of scrutinizing the Postal Ballot voting conducted by way of e-voting process ("e-voting") in a fair and transparent manner on the resolutions contained in the postal ballot notice dated 11th November, 2022 ("**Notice**"). Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, ("**the Act**") read with the Companies (Management and Administration) Rules, 2014 ("**the Rules**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings issued by the Institute of Company Secretary of India (SS-2) (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Circulars issued by the Ministry of Corporate Affairs ("**MCA**") for holding general meetings/ conducting postal process through e-voting vide General Circular dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 13th January, 2021, 23rd June, 2021, 8th December, 2021 and 5th May, 2022 ("**MCA Circulars**"), and other applicable laws and regulations, if any, approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the shareholders has been obtained through the process of said Postal Ballot.

The said appointment as Scrutinizer is under the provisions of Section 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended. As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

1. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



2. Scrutinizer's Responsibility

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by National Securities Depository Limited ("NSDL") the Agency authorized under the Rules and engaged by the Company, to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till Wednesday, 14th December, 2022 at 05:00 p.m. (IST).

3. Cut-off date

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Friday, 11th November, 2022 were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

4. E-voting process

- i. The e-voting period remained open from Tuesday, 15th November, 2022 at 09:00 a.m. (IST) till Wednesday, 14th December, 2022 at 05:00 p.m. (IST) both days inclusive.
- ii. The votes cast during the e-voting were unblocked on Wednesday, 14th December, 2022 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Mr. Shailendra Singh and Mr. Loton Jana, who are not in the employment of the Company and / or NSDL. They have signed below in confirmation of the same.


(Mr. Shailendra Singh)


(Mr. Loton Jana)

- iii. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the e-voting website of NSDL, i.e. www.evoting.nsdl.com Based on the report generated and relied upon by me, data regarding the e-voting was scrutinized.

5. I submit herewith the Scrutinizer's Report on the results of the e- voting for postal ballot, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by me as under:

1. Ordinary Resolution – To appoint Shri Parag Verma [DIN: 05272169] as Director (Works), liable to retire by rotation.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes Polled	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
2203	701713299	2055	695192128	99.07	148	6521171	0.93



2. Ordinary Resolution – To appoint Shri Ram Prakash [DIN: 09746225] as Government Nominee (Part-Time Official) Director, liable to retire by rotation.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes Polled	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
2189	701694664	2027	694092394	98.92	162	7602270	1.08

Notes:

- Aforesaid resolution contained in the Notice is passed with requisite majority by the Members of the Company.
 - The figures in percentage have been rounded off to 2 decimal points.
6. The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to Ms. Ritu Arora, Company Secretary & Compliance Officer, for preserving safely after the Chairman considers, approves and sign the minutes of the Postal Ballot.

For Agarwal S. & Associates,
Company Secretaries
FRN: P2003DE049100,
Peer Review No. 2725/2022



(Sachin Agarwal)
Partner
Membership No.: F-5774
COP No.: 5910
Place: New Delhi
Date: 15.12.2022
UDIN: F005774D002720266




(Ritu Arora)

Company Secretary (FCS 5270)

रितु अरोड़ा / Ritu Arora
कम्पनी सचिव / Company Secretary
इरकॉन इंटरनेशनल लिमिटेड / IRCON INTERNATIONAL LIMITED
(भारत सरकार का उपक्रम) / (A Govt. of India Undertaking)
रेल मंत्रालय / Ministry of Railways
सी-4, डिस्ट्रिक्ट सेंटर, साकेत / C-4, District Centre, Saket
नई दिल्ली-110017 / New Delhi-110017
एफ.सी.एस. क्र. 5270 / FCS No. 5270