

IRCON INTERNATIONAL LIMITED

(A Govt. of India Undertaking)
An integrated Engineering and Construction Company

IRCON/SECY/STEX/124

3rd September 2019

BSE Limited Listing Dept./ Dept of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip code / ID: 541956	National Stock Exchange of India Limited Listing Department Exchange Plaza, Plot no. C/I, G Block Bandra –Kurla Complex, Bandra (East) Mumbai – 400 051 Scrip Code: IRCON
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Sub: Proceedings of 43rd Annual General Meeting of the Company held on 3rd September 2019

Dear Sir/Madam,

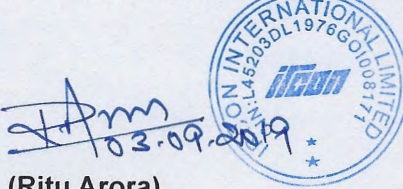
Pursuant to provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the summary of proceedings of 43rd Annual General Meeting of IRCON held on 3rd September, 2019 is enclosed herewith.

Please take note of above information on record.

Thanking you,

Yours faithfully,

For Ircon International Limited



(Ritu Arora)

Company Secretary & Compliance Officer

Membership No.: FCS 5270

Summary of proceedings of the 43rd Annual General Meeting of
Ircon International Limited

The 43rd Annual General Meeting (AGM) of the members of Ircon International Limited (IRCON) was held on Tuesday, 3rd September 2019 at 10.00 A.M. at Air Force Auditorium, Subroto Park, New Delhi- 110010.

The requisite number of members of the Company to form the Quorum of the meeting including Shri Hari Mohan Gupta, Representative of the President of India were present at the meeting.

Ms. Ritu Arora, Company Secretary & Compliance Officer of the Company welcomed the members and informed the Members that the required Statutory Registers & Records, Memorandum & Articles of Association and other documents referred in the Notice of AGM were available for inspection by the members at the venue of the meeting.

She further informed that remote e-voting facility to all the shareholders of the Company for all resolutions set forth in the notice of AGM was provided. The Facility for remote e-voting was made available from 9.00 a.m. (IST) on 31st August, 2019 to 5:00 p.m. (IST) on 2nd September, 2019. Those Shareholders who did not avail the e-voting facility, when announced may cast their votes on the resolutions through Ballot Papers, which were distributed to the members and proxies present in the meeting. It was informed that Shri Sachin Agarwal, Practicing Company Secretary, partner of Agarwal S. & Associates has been appointed as Scrutinizer to conduct the e-voting and the poll at the AGM in a fair and transparent manner.

She further informed the Members that quorum being present, the meeting was called to order and then requested, Shri Sunil Kumar Chaudhary, Chairman and Managing Director, IRCON to address the members of the Company.

Shri Sunil Kumar Chaudhary introduced the Board Members, KMP, Statutory Auditor present in the meeting including the Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee and informed that due to some other official engagement, Dr. Narinder Singh Raina, Independent Director of the Company did not attend the AGM and chaired the proceedings of the meeting.

Thereafter, the Chairman addressed the members and gave the overview of financial and operational performance of the Company for the financial year ended March 31, 2019 and future scenario of the Company. With consent of all the members present the Notice of AGM



and the Annual Report of the Company for the year 2018-19 containing the Directors Report, Audited Financial Statements (Standalone and Consolidated) were taken as read.

On the direction of the Chairman, Company Secretary read out the observations of the Statutory Auditors and Secretarial Auditors and management replies thereon.

The Chairman then invited the shareholders to raise any questions / queries on the accounts of the Company. The Chairman responded to all queries raised by Members to the best of their satisfaction and thanked for attending and participating in the Meeting.

Thereafter, the Chairman ordered that the voting can be taken up on the agenda items listed in the Notice of the AGM and requested Company Secretary to conduct voting on the items included in the Agenda of the AGM.

The Company Secretary proposed the following business items for approval of shareholders through Ballot papers. The following items of business as per the Notice of the AGM dated July 22, 2019 were transacted at the meeting:

S. No.	Details	Resolution Considered
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial year ended on 31st March 2019 along with the Board's Report, Auditors' Report, the comments of the Comptroller and Auditor General of India (C &AG) thereon and management replies thereto.	Ordinary Resolution
2.	To confirm the payment of Interim Dividend @ Rs.10.72 per share and to declare a final dividend @ Rs.10.825 per share for the financial year 2018-19.	Ordinary Resolution
3.	To appoint a Director in place of Shri Deepak Sabhlok, Director (Projects) (DIN: 03056457) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
4.	To authorize the Board of Directors to fix the remuneration of Statutory Auditors for 2019-20 appointed by C&AG.	Ordinary Resolution
5.	To appoint Shri Piyush Agarwal [DIN: 08305385] as Part-time (Official) Director, liable to retire by rotation	Ordinary Resolution
6.	To appoint Shri Yogesh Kumar Misra [DIN: 07654014] as Director (Works), liable to retire by rotation	Ordinary Resolution
7.	To appoint Shri Hari Mohan Gupta (DIN: 08453476) as Part-time (Official) Director, liable to retire by rotation	Ordinary Resolution
8.	To appoint Shri Avineesh Matta (DIN:00011749) as Independent (Part-time Non-Official) Director, not liable to retire by rotation	Ordinary Resolution




9.	To appoint Prof. (Ms.) Vasudha V. Kamat (DIN:07500096) as Independent (Part-time Non-Official) Director, not liable to retire by rotation	Ordinary Resolution
10.	To ratify remuneration of Cost Auditor of the Company for the financial year 2019-20	Ordinary Resolution

Company Secretary then, requested the Members to continue voting and informed that the results shall be declared after receipt of the Scrutinizer's Report from the Scrutinizer. The voting results along with the Scrutinizer Report would be forwarded to BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) and simultaneously placed on the website of the Company (www.ircon.org) and on Karvy's website (<https://evoting.karvy.com>) within the prescribed time period.

Shri Deepak Sabhlok, Director (Projects) then concluded the meeting with a vote of thanks.

The meeting concluded at 10.50 A.M.

For Ircon International Limited


03.08.2019

(Ritu Arora)
Company Secretary & Compliance Officer
Membership No.: FCS 5270

