



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

16th September, 2022

BSE Limited Listing Dept./ Dept. of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400001 बीएसई लिमिटेड लिस्टिंग विभाग / कॉर्पोरेट सेवा विभाग पी. जे. टावर्स, दलाल स्ट्रीट, मुंबई- 400001 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 – 400051 नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड लिस्टिंग विभाग एक्सचेंज प्लाजा, प्लॉट नं सी / आई, जी ब्लॉक, बान्द्रा-कुर्ला कॉम्प्लेक्स, बान्द्रा (पूर्व) मुंबई-400051 Scrip Code: IRCON
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Sub: Proceedings of 46th Annual General Meeting of the Company held on 16th September, 2022/ 16 सितंबर, 2022 को आयोजित कंपनी की 46वीं वार्षिक आम बैठक की कार्यवाही

Dear Sir/ Madam, महोदय / महोदया,

Pursuant to provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the summary of proceedings of 46th Annual General Meeting of the Company held on Friday, 16th September, 2022 is enclosed herewith.

सेबी सूचीबद्धता (लिस्टिंग) बाध्यताएँ और प्रकटीकरण अपेक्षाएँ विनियम, 2015 के विनियम 30 के प्रावधानों के अनुसार, शुक्रवार, 16 सितंबर, 2022 को आयोजित कंपनी की 46वीं वार्षिक आम बैठक की कार्यवाही का सारांश संलग्न है।

कृपया उपरोक्त जानकारी को रिकॉर्ड पर लें।

धन्यवाद,
भवदीया,
कृते इरकॉन इंटरनेशनल लिमिटेड

(रितु अरोड़ा)
कम्पनी सचिव एवं अनुपालन अधिकारी
सदस्यता क्र.:FCS 5270



**Summary of proceedings of the 46th Annual General Meeting of
Ircan International Limited**

The 46th Annual General Meeting (AGM) of the members of Ircan International Limited (IRCON) was held on Friday, 16th September, 2022 at 12:30 P.M. through Video Conference (VC) / Other Audio Visual Means (OAVM).

Shri Yogesh Kumar Misra, Chairman and Managing Director chaired the proceeding of the meeting and welcomed the shareholders. The Chairman then introduced the Board Members, Key Managerial Personnel, Statutory Auditors, Secretarial Auditor and Scrutinizer present in the meeting including the Chairman of Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility and Sustainability Committee and Stakeholders Relationship Committee.

On receipt of confirmation from the Company Secretary regarding presence of requisite Quorum i.e. presence of over Sixty (60) Members for the meeting, the Chairman called the meeting in order. (In total one hundred and twenty three (123) shareholders were present during the meeting).

The Chairman informed that the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), vide their circulars have allowed companies to hold AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of Members at a common venue. Hence, the meeting is being held through Video Conferencing in compliance with the Companies Act, 2013, read with notifications and guidelines issued by the MCA and SEBI. He further informed that the Company has taken the requisite steps to enable the members to participate and vote on the items being considered at this AGM and live webcast of the proceedings of the meeting was also available at National Securities Depository Limited (NSDL) website.

Thereafter, Company Secretary, explained the procedure of the meeting and voting process.

She informed that in compliance with the Companies Act, 2013, register of Directors and key managerial personnel and their shareholding and register of contracts or arrangements in which Directors are interested, Memorandum & Articles of Association and other documents referred to in the Notice of AGM are available for inspection.

She further informed that as per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI

(Listing Obligations & Disclosure Requirements) Regulations, 2015, IRCON had provided the remote e-voting facility to the members of the Company for all the resolutions set forth in the Notice of AGM. The remote e-voting, as mentioned in the notice of AGM, had been conducted from 9:00 A.M., 13th September, 2022 to 5:00 P.M. 15th September 2022.

The facility for voting through e-voting system was made available during the Meeting for Members who have not cast their vote prior to the meeting. Shri Sachin Agarwal, Practicing Company Secretary, (Membership no.F5774) and failing him Ms. Garima (Membership no. A27100) Practising Company Secretary of M/s Agarwal S. & Associates has been appointed as Scrutinizer to conduct the e-voting process in fair and transparent manner. Shri Sachin Agarwal had attended the meeting as a Scrutinizer to conduct the e-voting process.

Chairman addressed the members and gave the overview of financial and operational performance of the Company for the financial year ended 31st March, 2022 and future scenario of the Company. The Notice of AGM and the Annual Report of the Company for the year 2021-22 containing the Directors Report, Audited Financial Statements (Standalone and Consolidated), Auditors' Report and C&AG comments thereon were taken as read.

Thereafter, the following business items as per Notice of AGM dated 16th August, 2022 were proposed for approval of shareholders through e-voting:

S. No.	Details	Resolution Considered
Ordinary Businesses:		
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on 31 st March, 2022 along with the Boards' Report, Auditors' Report and the comments of the Comptroller and Auditor General of India (C&AG) thereon.	Ordinary Resolution
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2022 along with the Auditors' Report and the comments of C&AG thereon.	Ordinary Resolution
3.	To confirm the payment of the first Interim Dividend of Re.0.45, second Interim Dividend of Re.0.70 and third Interim Dividend of Re.0.70 aggregating to Rs.1.85 per equity share on the face value of Rs.2/- and to declare a final dividend @ Re.0.65 per share on face value of Rs.2/- each [i.e.32.50% on paid-up	Ordinary Resolution

	capital of Rs.188,10,31,480 amounting to Rs.61.13 Crore] for the financial year 2021-22.	
4.	To appoint a Director in place of Shri Shyam Lal Gupta, Director (Projects) (DIN: 07598920) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
5.	To appoint a Director in place of Shri Dhananjaya Singh, Part-time (Official) Director (DIN: 08955500) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
6.	To authorize the Board of Directors to fix the remuneration of Statutory Auditors for the financial year 2022-23 appointed by C&AG.	Ordinary Resolution
Special Business		
7.	To ratify remuneration of Cost Auditor of the Company for the financial year 2022-23	Ordinary Resolution

On the direction of the Chairman, Company Secretary read out the observations of the Secretarial Auditors along with the management replies thereto mentioned in their Report.

The Chairman then invited the shareholders who had registered themselves as speakers, 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 to the Shareholders.

Shri Yogesh Kumar Misra, Chairman & Managing Director then concluded the meeting with a vote of thanks.

Company Secretary informed the Members that the e-voting will remain open for the 15 minutes after the closure of this meeting to enable those of the members who have not cast their vote earlier and would like to cast their vote now. On receipt of the Report from the scrutinizer, results of the Voting will be declared on Website of IRCON, NSDL, BSE & NSE.

The meeting concluded at 1:52 P.M. after being open for 15 minutes for e-voting to be completed.

For Ircon International Limited

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