



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

24th September, 2021

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, बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व) मुंबई-400051 Scrip Code: IRCON
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Sub: Proceedings of 45th Annual General Meeting of the Company held on 24th September, 2021/ 24 सितंबर, 2021 को आयोजित कंपनी की 45वीं 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 45th Annual General Meeting of the Company held on Friday, 24th September, 2021 is enclosed herewith.

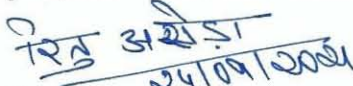
सेबी (सूचिबद्ध दायित्व एवं प्रकटीकरण अपेक्षाए) विनियमन, 2015 के विनियमन 30 के प्रावधानों के अनुसार, शुक्रवार, 24 सितंबर, 2021 को आयोजित कंपनी की 45वीं वार्षिक आम बैठक की कार्यवाही का सारांश संलग्न है।

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 45th Annual General Meeting of Ircon International Limited

The 45th Annual General Meeting (AGM) of the members of Ircon International Limited (IRCON) was held on Friday, 24th September, 2021 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 Auditor, Secretarial Auditor and Scrutinizer present in the meeting including the Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

On receipt of confirmation from the Company Secretary regarding presence of requisite Quorum i.e. presence of over 69 (Sixty Nine) Members for the meeting, the Chairman called the meeting in order.

The Chairman informed that due to Covid-19 concerns the meeting is being held through Video Conferencing. 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 Annual general meeting and live webcast of the proceedings of the meeting is also available at KFinTech Technologies Private Limited (KFinTech) website.

Company Secretary informed that the 45th Annual General Meeting of the Company is being held through Video Conferencing in compliance with the Companies Act, 2013, read with notifications and guidelines issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

Thereafter, she 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 in the Notice of AGM are available for inspection and Members seeking to inspect such documents can send an email to investors@ircon.org.



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., 21st September, 2021 to 5:00 P.M. 23rd September 2021.

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. Anuradha Jain (A36639) Practising Company Secretary of M/s Agarwal S. & Associates have 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, 2021 and future scenario of the Company. The Notice of AGM and the Annual Report of the Company for the year 2020-21 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 were proposed for approval of shareholders through e-voting. The following items of business as per Notice of AGM dated 24th August, 2021 along with its addendum dated 07th September, 2021 were transacted at the meeting:

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, 2021 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, 2021 along with the Auditors' Report and the comments of C&AG thereon.	Ordinary Resolution



3.	To confirm the payment of Interim Dividend @ Rs.1.30 per share on the face value of Rs.2/- each [i.e. 65% on paid up capital of Rs.94,05,15,740 amounting to Rs.61.13 Crore] and to declare a final dividend @ Rs.1.70 per share on face value of Rs.2/- each [i.e.85% on paid-up capital of Rs.188,10,31,480 amounting to Rs.159.89 Crore] for the financial year 2020-21.	Ordinary Resolution
4.	<p>Being interested in the fourth item, Shri Yogesh Kumar Misra vacated the Chair and handed over the proceedings of the meeting to Shri Mukesh Kumar Singh, Director (Finance). Shri Mukesh Kumar Singh proposed the following resolution for approval of Shareholders through e-voting:</p> <p>To appoint a Director in place of Shri Yogesh Kumar Misra, Chairman & Managing Director who retires by rotation and being eligible, offers himself for re-appointment.</p> <p>Thereafter, Shri Mukesh Kumar Singh, Director (Finance) vacated the Chair and requested Shri Yogesh Kumar Misra, Chairman and Managing Director to resume the Chair.</p> <p>Shri Yogesh Kumar Misra, CMD resumed the Chair and proposed the balance items :</p>	Ordinary Resolution
5.	To authorize the Board of Directors to fix the remuneration of Statutory Auditors for the financial year 2021-22 appointed by C&AG.	Ordinary Resolution
Special Business		
6.	To appoint Shri Dhananjaya Singh as Part-time (Official) Director, liable to retire by rotation.	Ordinary Resolution
7.	To appoint Shri Rajesh Argal as Part-time (Official) Director, liable to retire by rotation.	Ordinary Resolution
8.	To ratify remuneration of Cost Auditor of the Company for the financial year 2021-22.	Ordinary Resolution
9.	To consider and determine the fees for delivery of any document.	Ordinary Resolution
10.	To amend the Main Object Clause of Memorandum of Association (MOA) of the Company.	Special Resolution



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

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 Mukesh Kumar Singh, Director (Finance) 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 casted 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 IRCON's Website.

The meeting concluded at 2:00 P.M. after being open for 15 minutes for e-voting to be completed.

For Ircon International Limited


24/09/2021

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

