



इरकॉन इन्टरनेशनल लिमिटेड

(भारत सरकार का उपक्रम)

IRCON INTERNATIONAL LIMITED

(A Govt. of India Undertaking)

An integrated Engineering and Construction Company



IRCON/SECY/STEX/124

29th September, 2020

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 44th Annual General Meeting of the Company held on 29th September 2020

Dear Sir/Madam,

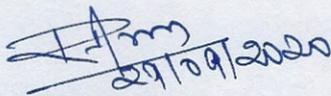
Pursuant to provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the summary of proceedings of 44th Annual General Meeting of IRCON held on 29th September, 2020 is enclosed herewith.

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 44th Annual General Meeting of Ircon International Limited

The 44th Annual General Meeting (AGM) of the members of Ircon International Limited (IRCON) was held on Tuesday, 29th September, 2020 at 11:30 A.M. through Video Conference (VC) / Other Audio Visual Means (OAVM).

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.

Shri S.K. Chaudhary, Chairman and Managing Director, chaired the proceeding of the meeting. The Chairman introduced the Board Members, Key Managerial Personnel, Statutory Auditor, Secretarial Auditor present in the meeting including the Chairman of Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and CSR & Sustainability Committee. .

Ms. Ritu Arora, Company Secretary informed that due to covid-19 concerns, social distancing norms and lockdowns, the meeting 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. She further informed that as per 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 were available for inspection.

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

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 Company had tied up with KFin Technologies Pvt. Ltd. to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.



The Facility for remote e-voting was remained open from 9:00 A.M., 26th September, 2020 to 5:00 P.M. 28th September 2020. 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) partner of Agarwal S. & Associates has been appointed as Scrutinizer to conduct the e-voting process in fair and transparent manner.

Chairman addressed the members and gave the overview of financial and operational performance of the Company for the financial year ended 31st March, 2020 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 2019-20 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 2nd September, 2020 were transacted at the meeting:

S. No.	Details	Resolution Considered
Ordinary Businesses:		
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial year ended on 31 st March, 2020 along with the Boards' Report, Auditors' Report, the comments of the C&AG thereon and management replies thereto.	Ordinary Resolution
2.	To confirm the payment of Interim Dividend@ Rs.13.45 per share on the face value of Rs.10/- each and to declare a final dividend@ Rs.2.06 per share on face value of Rs.2/- each for the financial year 2019-20.	Ordinary Resolution
3.	To appoint a Director in place of Shri Mukesh Kumar Singh, Director (Finance) [DIN:06607392] 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 the financial year 2020-21 appointed by C&AG.	Ordinary Resolution
Special Business		
5.	To appoint Shri Shyam Lal Gupta [DIN:07598920] as Director (Projects), liable to retire by rotation.	Ordinary Resolution
6.	To appoint Shri Ashutosh Gangal [DIN:07057313] as Part-time (Official) Director, liable to retire by rotation.	Ordinary Resolution
7.	To ratify remuneration of Cost Auditor of the Company for the financial year 2020-21.	Ordinary Resolution

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

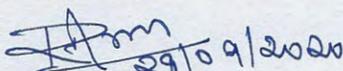
The Chairman then invited the shareholders who had registered themselves as speakers, to raise any questions/ queries on the accounts of the Company. The Chairman responded to all queries raised by Members to the best of their satisfaction and thanked to the Shareholders.

Shri Mukesh Kumar Singh, Director (Finance) then concluded the meeting with a vote of thanks.

Company Secretary then, requested the Members to continue voting and informed that the e-voting results shall be declared after receipt of the Scrutinizer's Report from the Scrutinizer. The e-voting results along with the Consolidated 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 KFinTech website (<https://evoting.kfintech.com>) within the prescribed time period.

The meeting concluded at 12:23 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

