

28th September, 2015

To
The National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra kurla Complex,
Bandra (East),
Mumbai – 400 051.

To
The Bombay Stock Exchange Ltd.,
Pheroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 023.

Fax No.022-26598237/38

Fax No. 022- 22723121/3719

Dear Sirs,

Re : Compliance with Clause 35A of the Listing Agreement – Details of Voting Result at the 28th Annual General Meeting.

In accordance with Clause 35A of the Listing Agreement, we are submitting herewith the details regarding the voting results of the business transacted at the 28th Annual General Meeting (AGM) of the equity shareholders of the Company held on 26th September 2015 at Hyderabad in the prescribed format.

Further we are also enclosing the Consolidated Report of the Scrutinizer on e-voting, and voting at the AGM.

The above are also up loaded on the Company's website.

The same please be taken on record

Thanking you

Truly yours
For **IVRCL Limited**



B. Subrahmanyam
Company Secretary



IVRCL LIMITED

Regd. Office : M-22/3RT, Vijayanagar Colony, Hyderabad - 500 057, T.S., India

Tel.: +91-40-3093 1999 (30 Lines), 2334 8467 / 3678 / 3550

Fax: +91-40-2334 5004 e-mail: info@ivrinfra.com, website: www.ivrcl.com

CIN: L45201AP1987PLC007959

Corporate Office : "MIHIR", 8-2-350/5/A/24/1B

Road # 2, Panchavati Colony, Banjara Hills, Hyderabad - 500 034, T.S., India

Tel.: +91-40-3093 1111 / 1444 (60 Lines), 2335 6613 / 15 / 18 / 21 / 51-55, Fax: +91-40-3093 1122

Authorised Share Capital : ₹ 3,300 Million. Issued Subscribed and Paid up Share Capital : ₹ 613.77 Million



Details of Voting Results

1	Date of Annual General Meeting	26.09.2015
2	Total Number of Shareholders on record date	196501
3	No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group : Public :	15 144
4	No. of Shareholders attended the meeting through Video Conferencing	Not Arranged

Agenda-wise

No.	Agenda Item	Resolution required: (Ordinary / Special)	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)	Remarks
1	To receive, consider and adopt the Audited Financial Statements of Company (Including consolidated Financial Statements) for the financial year ended March 31, 2015, together with the Reports of Board of Directors and Auditors thereon.	Ordinary	e-Voting and voting at the meeting	Passed with Requisite Majority
2	To appoint a Director in place of Mr. K. Ashok Reddy (DIN:00024497) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	e-Voting and voting at the meeting	Passed with Requisite Majority
3	To ratify the appointment of M/s. Chaturvedi & Partners, Chartered Accountants as statutory Auditors.	Ordinary	e-Voting and voting at the meeting	Passed with Requisite Majority
4	To appoint Ms. Hima Bindu Myneni as an Independent Director of the Company.	Ordinary	e-Voting and voting at the meeting	Passed with Requisite Majority
5	To re-appoint Mr. K. Ashok Reddy as Joint Managing Director.	Special	e-Voting and voting at the meeting	Passed with Requisite Majority
6	Ratification of remuneration payable to Cost Auditor.	Ordinary	e-Voting and voting at the meeting	Passed with Requisite Majority
7	Raising of Funds	Special	e-Voting and voting at the meeting	Passed with Requisite Majority
8	To appoint Auditors to the Branch Offices of the Company.	Ordinary	e-Voting and voting at the meeting	Passed with Requisite Majority





Resolution No.1: To receive, consider and adopt the Audited Financial Statements of Company (Including consolidated Financial Statements) for the financial year ended March 31, 2015, together with the Reports of Board of Directors and Auditors thereon. (Ordinary Resolution)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	42032166	42032166	100	42032166	--	100	--
Public – Institutional holders	223078887	26046054	11.68	15161376	10884678	58.21	41.79
Public-Others	242450257	130907	0.054	126770	4137	96.84	3.16
Total	507561310	68209127	13.44	57320312	10888815	84.04	15.96

Resolution No. 2 : To appoint a Director in place of Mr. K. Ashok Reddy (DIN:00024497) who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	42032166	42032166	100	42032166	--	100	--
Public – Institutional holders	223078887	26046054	11.68	26046054	--	100	--
Public-Others	242450257	131107	0.054	76486	54621	58.34	41.66
Total	507561310	68209327	13.44	68154706	54621	99.92	0.08





Resolution No. 3 : To ratify the appointment of M/s. Chaturvedi & Partners, Chartered Accountants as statutory Auditors. (Ordinary Resolution)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	42032166	42032166	100	42032166	--	100	--
Public - Institutional holders	223078887	26046054	11.68	26046054	--	100	--
Public-Others	242450257	130907	0.054	80505	50402	61.50	38.50
Total	507561310	68209127	13.44	68158725	50402	99.93	0.07

Resolution No. 4: To appoint Ms. Hima Bindu Myneni as an Independent Director of the Company (Ordinary Resolution).

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	42032166	42032166	100	42032166	--	100	--
Public - Institutional holders	223078887	26046054	11.68	26046054	--	100	--
Public-Others	242450257	131107	0.054	77435	53672	59.06	40.94
Total	507561310	68209327	13.44	68155655	53672	99.92	0.08





Resolution No. 5: To re-appoint Mr. K. Ashok Reddy as Joint Managing Director. (Special Resolution)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	42032166	42032166	100	42032166	--	100	--
Public – Institutional holders	223078887	26046054	11.68	26046054	--	100	--
Public-Others	242450257	130907	0.054	80547	50360	61.53	38.47
Total	507561310	68209127	13.44	68158767	50360	99.93	0.07

Resolution No. 6: Ratification of remuneration payable to Cost Auditor (Ordinary Resolution).

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	42032166	42032166	100	42032166	--	100	--
Public – Institutional holders	223078887	26046054	11.68	26046054	--	100	--
Public-Others	242450257	130907	0.054	126770	4137	96.84	3.16
Total	507561310	68209127	13.44	68204990	4137	99.99	0.006





Resolution No. 7 : Raising of Funds (Special Resolution)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	42032166	42032166	100	42032166	--	100	--
Public – Institutional holders	223078887	26046054	11.68	21992733	4053321	84.44	15.56
Public-Others	242450257	131107	0.054	76985	54122	58.72	41.28
Total	507561310	68209327	13.44	64101884	4107443	93.98	6.02

Resolution No. 8 : To appoint Auditors to the Branch Offices of the Company (Ordinary Resolution).

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	42032166	42032166	100	42032166	--	100	--
Public – Institutional holders	223078887	26046054	11.68	17041644	9004410	65.43	34.57
Public-Others	242450257	131107	0.054	126020	5087	96.12	3.88
Total	507561310	68209327	13.44	59199830	9009497	86.79	13.21



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DATLA HANUMANTA RAJU
B.COM., LL.B., PGDT, M.B.A., FCS
PARTNER

D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

Scrutinizer(s) Combined Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of 28th Annual General Meeting of the members of IVRCL Limited (the Company) held on the 26th day of September, 2015 at 3:30 P.M. at "K.L.N. Prasad Auditorium", the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, Hyderabad-500004, India.

Dear Sir,

I, D.Hanumanta Raju, Partner of D.Hanumanta Raju & Co, Company Secretaries, having our office at B-13, F-1 & F-2, P.S.Nagar, Vijayanagar Colony, Hyderabad – 500 057, have been appointed as Scrutinizer of IVRCL Limited ("the Company") having its Registered Office address at M-22 /3RT, Vijayanagar Colony, Hyderabad, Telangana-500 057 for the purpose of scrutinizing the e- voting process and physical ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot carried out as per the provisions of Companies Act, 2013 and Rule 20 and 21 of the (Management and Administration) Rules, 2014 as amended from time to time on below mentioned resolution(s), at the 28th Annual General Meeting of the Equity shareholders of IVRCL Limited held on Saturday the 26th day of September, 2015 at 3:30 P.M. at "K.L.N. Prasad Auditorium", the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, Hyderabad-500004, Telangana, India. We submit our report as under:

1. The e-voting period remained opened from Tuesday, 22nd September, 2015 (09.00 A.M) to Friday, 25th September, 2015 (05.00 P.M)
2. The shareholders holding shares as on the "cut off" date i.e. 20th September, 2015 were entitled to vote through e-voting and those who were present on the date of AGM, and not opted to vote through e-voting were entitled to vote through physical ballot process on the resolution(s) 1 to 8 as set out in the Notice of 28th AGM of IVRCL Limited.
3. The remote e-voting was closed at 25th September, 2015 at 5.00 P.M. The votes cast were unblocked on 26th September, 2015 at 4.29 P.M in the presence of two witnesses, Ms. Shaik Razia and Mr. Mohit Kumar Goyal who are not in the employment of the company.

Thereafter, the details containing, inter-alia list of equity shareholders, who voted "for" and "against" were downloaded from the e-voting website of Karvy Computershare Private Limited.



4. Further, on the date of Annual General Meeting, 76 (Seventy Six) (68 members and 8 proxies) have voted through physical ballot process.
5. The result of e-voting and physical ballot is as under:

1. **Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2015 together with the reports of Board of Directors and Auditors thereon.**

i. Voted in favour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
138	57320312	84.04

ii. Voted against the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
17	10888815	15.96

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
3	282

2. **Ordinary Resolution to appoint a Director in place of Mr.K.Ashok Reddy (DIN:00024497) who retires by rotation and being eligible offers himself for re-appointment.**

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
138	68154706	99.92



ii. **Voted against the resolution:**

Number of members voted	Number of votes cast	% of total number of valid votes cast
18	54621	0.08

iii. **Invalid votes (Including abstained votes):**

Number of members whose votes were declared invalid	Number of votes cast
2	82

3. **Ordinary Resolution to ratify the appointment of M/s. Chaturvedi & Partners, Chartered Accountants as Statutory Auditors.**

i. **Voted in favour of the resolution**

Number of members voted	Number of votes cast	% of total number of valid votes cast
140	68158725	99.93

ii. **Voted against the resolution:**

Number of members voted	Number of votes cast	% of total number of valid votes cast
15	50402	0.07

iii. **Invalid votes(Including abstained votes):**

Number of members whose votes were declared invalid	Number of votes cast
3	282



4. Ordinary Resolution to appoint Ms. Hima Bindu Myneni as an Independent Director of the Company.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
138	68155655	99.92

ii. Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
18	53672	0.08

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
2	82

5. Special Resolution to re-appoint Mr.K.Ashok Reddy as Joint Managing Director.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
141	68158767	99.93

ii. Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
14	50360	0.07

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
3	282



6. Ordinary resolution for ratification of remuneration payable to Cost Auditor.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
145	68204990	99.99

ii. Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
10	4137	0.01

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
3	282

7. Special Resolution for Raising of Funds.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
130	64101884	93.98

ii. Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
26	4107443	6.02

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
2	82



8. Ordinary Resolution to appoint Auditors to the Branch Offices of the Company.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
141	59199830	86.79

ii. Voted against the resolution:

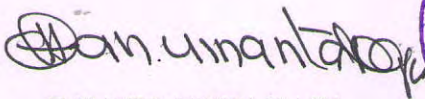
Number of members voted	Number of votes cast	% of total number of valid votes cast
15	9009497	13.21

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
2	82

9. The register, all other papers and relevant records relating to e-voting and physical ballot shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to Mr. B. Subrahmanyam, Company Secretary for safe keeping.

Thanking You,
Yours faithfully,



D.HANUMANTA RAJU
FCS: 4044, C.P. No: 1709
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES



Place: Hyderabad
Date: 26.09.2015