



IRCON/SECY/STEX/124

3<sup>rd</sup> February, 2026

<b>BSE Limited</b> Listing Dept./ Dept. of Corporate Services Pheroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 <b>बीएसई लिमिटेड</b> लिस्टिंग विभाग / कॉर्पोरेट सेवा विभाग पी. जे. टावर्स, दलाल स्ट्रीट, मुंबई- 400001 Scrip code / ID: <b>541956 / IRCON</b>	<b>National Stock Exchange of India Limited</b> Listing Department Exchange Plaza, Plot no. C-1, G Block, Bandra –Kurla Complex, Bandra (East), Mumbai – 400051 <b>नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड</b> लिस्टिंग विभाग एक्सचेंज प्लाजा, प्लॉट नं सी-1, जी ब्लॉक, बांद्रा-कुला कॉम्प्लेक्स, बांद्रा (पूर्व), मुंबई-400051 Scrip Code: <b>IRCON</b>
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**Sub: Outcome of Board Meeting held on 3<sup>rd</sup> February, 2026/ 3 फरवरी, 2026 को आयोजित बोर्ड बैठक  
का परिणाम**

Dear Sir/ Madam, महोदय/महोदया,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“SEBI (LODR) Regulations, 2015”], this is to inform that the Board of Directors at their meeting held today i.e., Tuesday, 3<sup>rd</sup> February, 2026, *inter-alia*, has considered the following:

**A. Board Comments on fine levied by the Exchanges for the quarter ended 30<sup>th</sup> September 2025:**

This is with reference to the National Stock Exchange of India Limited (“NSE”) letter and BSE Limited (“BSE”) email dated 28<sup>th</sup> November, 2025, regarding non-compliance with Regulation 17(1), 18(1) and 19(1)/19(2) of SEBI (LODR) Regulations, 2015 i.e. non-compliance for the composition of the Board and its committees i.e. Audit Committee and Nomination & Remuneration Committee for the quarter ended 30<sup>th</sup> September, 2025, and imposing fine on the Company for the same. The same was intimated to NSE and BSE vide our letter No. IRCON/SECY/STEX/124 dated 28<sup>th</sup> November, 2025.

As advised by the Exchanges, the aforesaid matter of non-compliance was placed before the Board in its meeting held on Tuesday, 3<sup>rd</sup> February, 2026, wherein the Board deliberated and noted the position of non-compliances with respect to the composition of Board of Directors and its committees i.e., Audit Committee and Nomination & Remuneration Committee and the fine imposed by the Exchanges. In this regard, the Board noted that “Ircon International Limited (IRCON) is a Government Company as per provisions of Section 2(45) of the Companies Act, 2013. As per provisions of the Companies Act, 2013 and Articles of Association of the Company, the President of India vests with the power to appoint Directors (including Independent Directors/Woman Director) on the Board of IRCON. All Directors in IRCON are appointed by the Government of India through its Administrative Ministry, Ministry of Railways (MoR) and IRCON has no role to play in the appointment of any Director including Independent Directors/Woman Director unless nominated by the Government of India. IRCON has been continuously requesting MoR for the appointment of requisite number of Independent Directors (including Woman Independent Director) on the Board of IRCON to ensure compliances and accordingly levy of fine is unreasonable and not applicable to IRCON.

**B. Approval of designating Shri Sudhir Singh, Director (Projects) on additional charge as Key Managerial Personnel (KMP) of the Company:**

Shri Sudhir Singh (DIN: 11288339), Director (Projects) on additional charge, designated as KMP of the Company from 2<sup>nd</sup> January, 2026 i.e. the date of assumption of additional charge of the post of Director (Projects) and until further orders of Ministry of Railways, pursuant to Section 203 of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The requisite details are enclosed as **Annexure-A**

The Board Meeting commenced at 3:00 P.M. and ended at 5:30 P.M.

कृपया उपरोक्त जानकारी रिकार्ड पर लें।

धन्यवाद,  
भवदीया,

(प्रतिभा अग्रवाल)/ (Pratibha Aggarwal)  
कंपनी सचिव एवं अनुपालन अधिकारी/ Company Secretary & Compliance Officer  
सदस्यता क्र./ Membership No.: F8874

**SHRI SUDHIR SINGH DESIGNATED AS KMP OF THE COMPANY:**

<b>S. No.</b>	<b>Particulars</b>	<b>Shri Sudhir Singh</b>
1.	Reason for Change viz., appointment, re-appointment, resignation, removal, death or otherwise.	The Board of Directors designated Shri Sudhir Singh, Director (Projects) on additional charge as KMP of the Company
2.	Date of appointment/ reappointment/ cessation (as applicable) & term of appointment/ re-appointment	Date and terms of appointment- Shri Sudhir Singh (DIN: 11288339) has been designated as KMP of IRCON w.e.f. 2 <sup>nd</sup> January, 2026 i.e. the date of assumption of additional charge of the post of Director (Projects) and until further orders of Ministry of Railways.
3.	Brief profile (in case of appointment)	Shri Sudhir Singh, BE (Civil Engineering) from University of Roorkee (now IIT Roorkee) 1998, joined Indian Railways in September 2000 and is having more than 26 years of distinguished experience. He has contributed to several landmark projects including the Udhampur–Srinagar–Baramulla Rail Link (USBRL) Project (Infrastructure Project); commissioning of Anand Vihar Terminal. He has held key positions as Senior Divisional Engineer/Coordinator, where he oversaw critical operational and engineering functions. He has also worked in RDSO and associated with Vendor Development and Quality Assurance of critical back components, worked in construction organizations and associated with doubling projects. He has also worked in Rail Land Development Authority and associated with station re-development projects, asset monetization and commissioning of the Gomti Nagar Station Development Project (Phase-1). Shri Singh's career reflects a blend of technical expertise, project leadership, and strategic contributions to the modernization and capacity enhancement of Indian Railways.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Shri Sudhir Singh is not related to any other Director of the Company.