

Corporate Office

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5th January, 2026

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

Scrip Code: **532907**

National Stock Exchange of India Ltd

“Exchange Plaza” Bandra- Kurla Complex,
Bandra (East), Mumbai- 400 051

Symbol: **IL&FSENGG**

Sub: Disclosure under Para A (13) of Part A of Schedule III as per Regulation 30(6)(ii) of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to the provisions of Sections 110 and Sec 108 of the Companies Act, 2013, Rule 20 and 22 of the Companies (Management and Administration) Rule, 2014 read with Regulation 44 'and Para A (13) of Part A of Schedule III as per Regulation 30(6)(ii) of SEBI (LODR) Regulations, we wish to disclose the following:

- The special resolution for re-appointment of Mr. Subrata Kumar Atindra Mitra (DIN: 00029961) as an Independent Director of the Company, not liable to retire by rotation to hold office for the second tenure of 5(five) consecutive years, i.e, from 15th January, 2026 to 14th January, 2031, has been duly passed by way of postal ballot through electronic voting with requisite majority of members on 5th January, 2026.
- The special resolution for re-appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as an Independent Director of the Company, not liable to retire by rotation to hold office for the second tenure of 5(five) consecutive years, i.e, from 15th January, 2026 to 14th January, 2031, has been duly passed by way of postal ballot through electronic voting with requisite majority of members on 5th January, 2026.

Enclosed please find a brief proceeding of the event, conducted by way of postal ballot through electronic voting.

This is for your information and record please

Thanking You,

Yours faithfully

For **IL&FS Engineering and Construction Company Limited**

Rajib Kumar Routray

Company Secretary & Compliance Officer

Encl: as above



**PROCEEDINGS OF POSTAL BALLOT (REMOTE E-VOTING PROCESS) BY
MEMBERS OF IL&FS ENGINEERING AND CONSTRUCTION COMPANY
LIMITED ON 5th JANUARY, 2026 RESULTS OF WHICH WERE DECLARED ON
5th JANUARY, 2026**

The Board of Directors of the Company at its meeting held on 14th November, 2025 approved the proposal to conduct a Postal Ballot by way of remote e-voting as per Sections 108 and 110 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and various circulars issued by Ministry of Corporate Affairs ("MCA") i.e. General Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 and other relevant circulars and notifications issued by MCA ("MCA Circulars"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time and to seek approval of members on the following special business, as set out in the notice of the Postal Ballot dated 14th November, 2025.

Sr. No.	Particulars of Resolution	Type
1.	Re-appointment of Mr. Subrata Kumar Atindra Mitra (DIN: 00029961) as an Independent Director of the Company, not liable to retire by rotation to hold office for the second tenure of 5(five) consecutive years, i.e, from 15th January, 2026 to 14th January, 2031.	Special Resolution
2.	Re-appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as an Independent Director of the Company, not liable to retire by rotation to hold office for the second tenure of 5(five) consecutive years, i.e, from 15th January, 2026 to 14th January, 2031.	Special Resolution

The Board of Directors vide its resolution passed on 14th November, 2025 appointed M/s S Panigrahi & Associates, Practicing Company Secretaries, Noida (C.P. No. 27507 and Firm Reg. No. S2024UP991300) represented by Mr. Sabyasachi Panigrahi, Proprietor as the Scrutinizer for conducting the Postal Ballot through e-voting process in a fair and transparent manner.

The Company had provided remote e-voting facility to its members through National Securities Depository Limited ('NSDL'). The Scrutinizer submitted his report on Postal Ballot by remote e-voting process to the Chairperson of the Company on 5th January, 2026. The Chairperson, accepted and in turn authorised the Company Secretary and Compliance Officer to sign in token of acceptance of the same on behalf of Chairperson and make necessary disclosures to stock exchanges and display on the website of the Company. The summary of the scrutinizer report is as under:

1. Postal Ballot Notice along with explanatory statement and remote e-voting instructions were sent to all those Members whose e-mail address were registered with the Company or Registrar and Share Transfer Agent i.e. KFin Technologies Limited, or with their respective Depository Participants and whose names



appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the Depositories as on 28th November, 2025 ('cut-off date').

2. The Company has published an advertisement on 4th December, 2025, regarding service of Postal Ballot Notice to eligible members in English Newspaper 'Business Standard' and in Vernacular Newspaper 'Nava Telangana'.
3. The remote e-voting commenced on 6th December, 2025, 9:00 A.M. (IST) and ended on 5th January, 2026, 5:00 P.M. (IST). Further the remote e-voting process was monitored through the Scrutinizer's secured link provided by NSDL.
4. Post conclusion of the remote e-voting period on 5th January, 2026, based on the analysis of votes, the Scrutinizer submitted his report dated 5th January, 2026 addressed to the Chairman of the Company in the prescribed format. Based on the report, the resolutions set out in the Postal Ballot Notice were passed with requisite majority on 5th January, 2026.

The result was declared on 5th January, 2026 and simultaneously intimated to Stock Exchange(s) i.e. BSE Limited and National Stock Exchange of India Limited.

The details of voting on the resolutions as per the Scrutinizer's Report are as under:

1. Re-appointment of Mr. Subrata Kumar Atindra Mitra (DIN: 00029961) as an Independent Director

Nature of resolution: Special Resolution

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Subrata Kumar Atindra Mitra (DIN: 00029961), Independent Director who holds office as an Independent Director upto 14th January, 2026, be and is hereby re-appointed as an Independent Director, not liable to be retire by rotation for a second term of 5 (five) consecutive years with effect from 15th January 2026 upto 14th January, 2031.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers to any other officer(s)/Authorised Representative(s) of the Company to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution and for matters concerned and incidental thereto."

Result of voting through Postal Ballot by remote e-voting was as follows:

Total Votes Cast	55532975
Votes in Favour	55532334
Votes Against	641
Invalid Votes	0
Result	The resolution is passed as a Special Resolution



2. Re-appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as an Independent Director of the Company

Nature of resolution: Special Resolution

"RESOLVED THAT in accordance with the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Dr. Jagadip Narayan Singh (DIN: 00955107), Independent Director holding office upto 14th January, 2026, being eligible, be and is hereby re-appointed as an Independent Director, not liable to be retire by rotation and to hold office for a second term of 5 (five) consecutive years with effect from 15th January 2026 upto 14th January, 2031.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers to any other officer(s)/Authorised Representative(s) of the Company to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution and for matters concerned and incidental thereto."

Result of voting through Postal Ballot by remote e-voting was as follows:

Total Votes Cast	55532978
Votes in Favour	55532434
Votes Against	544
Invalid Votes	0
Result	The resolution is passed as a Special Resolution

Voting results were noted as above and it was recorded and declared that resolution, as set out in the Notice of Postal Ballot dated 14th November, 2025, was duly passed on 5th January, 2026 with requisite majority.

