

Corporate Office

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Plot No# A, Vanijay Nikunj,
Udyog Vihar, Phase-5, NH-8,
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Haryana, India

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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: Submission of Voting Results under Regulation 44(3) of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

This is in continuation of Company's disclosure and submissions on 14th November, 2025 and 1st December, 2025.

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

CS Sabyasachi Panigrahi, Proprietor of M/s S Panigrahi & Associates, Practicing Company Secretaries, Noida (C.P. No. 27507 and Firm Registration No. S2024UP991300), Scrutinizer, appointed for Postal Ballot event has submitted the requisite report on 5th January, 2026 at 6:12 P.M., to the Non-executive Chairperson of the Company. The same has been accepted by the Chairperson and the undersigned has been authorised to make necessary disclosure to Stock Exchanges as the requisite way forward.

Enclosed please find the Voting Results in the specified format and the Scrutinizer Report dated 5th January, 2026.

Kindly take the above on records.

Thanking You,

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

Rajib Kumar Routray

Company Secretary & Compliance Officer

Encl: as above



DECLARATION OF RESULTS OF RESOLUTIONS PASSED BY POSTAL BALLOT ON 5th January, 2026

| | |
|---|-------------------------------|
| Date of the General Meeting/Postal Ballot | 5 th January, 2026 |
| Total numbers of shareholders on record(cut-off) date (28 th November, 2025) | 27300 |
| No. of shareholders present in the meeting either in person or through proxy | |
| Promoters and Promoter Group | NA |
| Public | NA |
| No. of shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group | NA |
| Public | NA |

AGENDA-WISE DISCLOSURE

| Resolution 1: Re-appointment of Mr. Subrata Kumar Atindra Mitra (DIN: 00029961) as an Independent Director | | | | | | | | |
|--|-------------------------------|------------------------|-------------------------|---|----------------------------|-----------------------------|--|---|
| Resolution Required (Ordinary/Special) | | | | | | | Special Resolution | |
| Whether Promoter/ Promoter group are interested in the agenda/ resolution? | | | | | | | No | |
| Category | Mode of voting | 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 in against (5) | % of votes in favour on votes polled (6)={(4)/(2})*100 | % of votes in against on votes polled (7)={(5)/(2})*100 |
| Promoter and Promoter Group | E-voting | 55400884 | 55400884 | 100 | 55400884 | 0 | 100 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 55400884 | 55400884 | 100 | 55400884 | 0 | 100 | 100 |
| Public-Institutions | E-voting | 1715655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 1715655 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Non Institutions | E-voting | 74004539 | 132091 | 0.1785 | 131450 | 641 | 99.5147 | 0.4853 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 74004539 | 132091 | 0.1785 | 131450 | 641 | 99.5147 | 0.4853 |
| Total | | 131121078 | 55532975 | 42.3524 | 55532334 | 641 | 99.9988 | 0.0012 |



Resolution 1: Re-appointment of Dr. Jagadip Narayan Singh (DIN: 00955107) as an Independent Director of the Company

| Resolution Required (Ordinary/Special) | | | | | | | Special Resolution | |
|--|-------------------------------|------------------------|-------------------------|---|----------------------------|-----------------------------|--|---|
| Whether Promoter/ Promoter group are interested in the agenda/ resolution? | | | | | | | No | |
| Category | Mode of voting | 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 in against (5) | % of votes in favour on votes polled (6)={(4)/(2})*100 | % of votes in against on votes polled (7)={(5)/(2})*100 |
| Promoter and Promoter Group | E-voting | 55400884 | 55400884 | 100 | 55400884 | 0 | 100 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 55400884 | 55400884 | 100 | 55400884 | 0 | 100 | 100 |
| Public-Institutions | E-voting | 1715655 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 1715655 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Non Institutions | E-voting | 74004539 | 132094 | 0.1785 | 131550 | 544 | 99.5882 | 0.4118 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 74004539 | 132094 | 0.1785 | 131550 | 544 | 99.5882 | 0.4118 |
| Total | | 131121078 | 55532978 | 42.3524 | 5532434 | 544 | 99.9990 | 0.0010 |



S PANIGRAHI & ASSOCIATES

Company Secretaries

(A peer-reviewed PCS Firm)

Phone No. + 91 8178322702, 9810350077

E-mail: cssabypan@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules')]

To,

The Chairman

IL&FS Engineering and Construction Company Limited

(CIN: L45201TG1988PLC008624)

Door No 8-2-120/113, Block B, 1st Floor,

Sanali Info Park, Road no 2, Banjara Hills,

Hyderabad, Telangana – 500034

Dear Sir,

I, Sabyasachi Panigrahi, Proprietor of M/s S PANIGRAHI & ASSOCIATES, Company Secretaries (Membership No. FCS 4522, COP No. 27507), having my office at D-163, Sector 47, NOIDA (U.P.) 201303, was appointed as Scrutinizer by the Board of Directors of **IL&FS Engineering and Construction Company Limited** ('the Company') vide resolution passed in the Board Meeting held on 14th November 2025, for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended read with General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory



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modifications or reenactment thereof for the time being in force), in respect of the following resolutions as mentioned in the Notice of Postal Ballot dated November 14, 2025:

| Sr. No. | Type of Resolution | Particulars |
|---------|--------------------|--|
| 1. | Special Resolution | 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. |
| 2 | Special Resolution | 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 |

I submit my report as under:

1. As informed by the Company, 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 & Share Transfer Agent ('RTA') i.e. K-Fin Technologies Limited ('KfinTech'), or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the Depositories as on November 28, 2025 ('cut-off date').
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules thereof including Circulars/ SEBI Regulations in respect of the resolution contained in the Postal Ballot Notice including the dispatch of the notice to the Shareholders. My responsibilities as Scrutinizer are restricted to make a Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolution contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL)

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3. The Company has published an advertisement on December 04, 2025, regarding service of Postal Ballot Notice to eligible members in English Newspaper "Business Standard" and in vernacular newspaper "Nava Telengana (Telugu)".
4. The Members of the Company holding shares as on cut-off date were entitled to vote on the resolution as contained in the Postal Ballot Notice and could vote through remote e-voting facility only as per the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of National Securities Depository Limited viz., <https://www.evoting.nsdl.com> ('website').
5. The remote e-Voting commenced on December 06, 2025, 09:00 A.M. (IST) and ended on January 05, 2026, 05:00 P.M (IST). Further, the remote e-Voting process was monitored through the Scrutinizer's secured link provided by National Securities Depository Limited (NSDL) through its website.
6. The remote e-voting was unblocked on January 05, 2025, after 05:00 P.M.(IST) in the presence of two witnesses i.e. Mr. S.Sundararajan and Mr. Thejas Bysani who were not in the employment of the Company and have signed below:



Mr. S.Sundararajan



Mr. Thejas Bysani

7. The particulars of remote e-voting report generated from electronic registry of National Securities Depository Limited (NSDL) have been entered in a separate register maintained for this purpose. E-votes cast upto 05:00 P.M. (IST) on January 05, 2026, are considered for the purpose of this report.
8. The remote e-voting was reconciled with the register of members/ List of Beneficial Owners of the Company as on cut- off date as maintained by RTA of the Company.



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9. As on cut-off date, the paid-up share capital of the Company was Rs. 131,12,10,780 (Rupees One Hundred Thirty-One Crore Twelve Lakh Ten Thousand Seven Hundred Eighty Only) divided into 13,11,21,078 fully paid-up equity shares of Rs. 10/- (Rupees Ten Only) each.

10. The result of the remote e-voting in respect of the resolutions contained in the Postal Ballot Notice is as under:
 - i) **Re-appointment of Mr. Subrata Kumar Atindra Mitra (DIN:00029961) as an Independent Director of the Company.**

| Special Resolution | | | | |
|--------------------|-----------------------|---------------|-----------------|----------------|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-votes | Postal Ballot | Total | |
| Assent | 55532334 | NA | 55532334 | 99.999 |
| Dissent | 641 | | 641 | 0.001 |
| Total | 55532975 | | 55532975 | 100.000 |

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

| Special Resolution | | | | |
|--------------------|-----------------------|---------------|-----------------|----------------|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-votes | Postal Ballot | Total | |
| Assent | 55532434 | NA | 55532434 | 99.999 |
| Dissent | 544 | | 544 | 0.001 |
| Total | 55532978 | | 55532978 | 100.000 |

11. Based on the aforesaid result, the resolution as mentioned above is deemed to have been passed on January 05, 2026, being the last date of remote e-voting for the members of the Company.

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12. The Register containing the details of remote e-voting relating to Postal Ballot will be handed over to Company Secretary of the Company, for preserving safely after the Chairman considers, approves, and signs the minutes of Postal Ballot.

Thanking You

**For S PANIGRAHI & ASSOCIATES
COMPANY SECRETARIES**

Firm Registration No.: S2024UP991300

For S PANIGRAHI & ASSOCIATES
Peer Review Certificate No.: 6133/2024



Proprietor

Sabyasachi Panigrahi

Partner

CP No.: 27507

UDIN.: F004522G003137828

January 05, 2026

NOIDA (U.P.)



Counter signed by



Company Secretary

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

January 05, 2026
Gurugram