

September 24, 2016

To

The General Manager
BSE Limited
P.J.Towers, Dalal Street,
Mumbai- 400 001

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

Scrip Code: 532907

Scrip Code: IL&FSENGG

Sub: Voting Results of 27th Annual General Meeting

Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir/Madam,

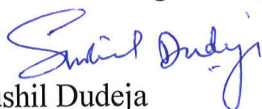
Pursuant to Regulation 44 of Listing Regulations, please find enclosed the details of voting results of the 27th Annual General Meeting (AGM) of the Company held on September 23, 2016 at 11.00 am in the format specified in Listing Regulations

Please also find enclosed the Scrutinizer Report issued by Mr. Y Ravi Prasada Reddy, Practising Company Secretary evidencing passing of the Resolutions at the 27th AGM of the Members of the Company

This is for your information and records

Thanking you,

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



Sushil Dudeja
Company Secretary

Encl: as above

Name of the Company	IL&FS ENGINEERING AND CONSTRUCTION COMPANY LIMITED
Date of the AGM	September 23, 2016
Total number of shareholders on record date (i.e. cut off date)	35692
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	95
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

Item No.1: Adoption of Audited Financial Statements for the year ended March 31, 2016, the reports of Board of Directors and Auditors thereon									
Resolution required: (Ordinary/ Special)	ORDINARY								
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 – 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	E-Voting	45438477	0	0.00	0	0	0.00	0.00	
	Poll		45438477	100.00	45438477	0	100.00	0.00	
	Total	45438477	45438477	100	45438477	0	100.00	0.00	
Public- Institutions	E-Voting	13201488	153281	1.16	153281	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Total	13201488	153281	1.16	153281	0	100.00	0.00	
Public- Non Institutions	E-Voting	62518706	3951	0.01	3947	4	99.90	0.10	
	Poll		47169144	75.45	47169144	0	100.00	0.00	
	Total	62518706	47173095	75.45	47173091	4	100.00	0.00	
	Total	121158671	92764853	76.56	92764849	4	100.00	0.00	



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Item No. 2: Appointment of Director in place of Mr. Karunakaran Ramchand (DIN: 00051769), who retires by rotation and being eligible, offers himself, for re-appointment									
ORDINARY									
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 – 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	E-Voting	45438477	0	0.00	0	0	0.00	0.00	
	Poll		45438477	100.00	45438477	0	100.00	0.00	
	Total	45438477	45438477	100.00	45438477	0	100.00	0.00	
Public- Institutions	E-Voting	13201488	153281	1.16	153281	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Total	13201488	153281	1.16	153281	0	100.00	0.00	
Public- Non Institutions	E-Voting	62518706	3951	0.01	3896	55	98.61	1.39	
	Poll		47169144	75.45	47169144	0	100.00	0.00	
	Total	62518706	47173095	75.45	47173040	55	100.00	0.00	
Total	Total	121158671	92764853	76.56	92764798	55	100.00	0.00	

Item No.3: Ratification of appointment of Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting									
ORDINARY									
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 – 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	E-Voting	45438477	0	0.00	0	0	0.00	0.00	
	Poll		45438477	100.00	45438477	0	100.00	0.00	
	Total	45438477	45438477	100.00	45438477	0	100.00	0.00	
Public- Institutions	E-Voting	13201488	153281	1.16	153281	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Total	13201488	153281	1.16	153281	0	100.00	0.00	
Public- Non Institutions	E-Voting	62518706	3951	0.01	3946	5	99.87	0.13	
	Poll		47169144	75.45	47169144	0	100.00	0.00	
	Total	62518706	47173095	75.45	47173090	5	100.00	0.00	
Total	Total	121158671	92764853	76.56	92764848	5	100.00	0.00	



Signature

Item No.4: Approval of remuneration payable to Cost Auditors for FY 2017

Resolution required: (Ordinary/ Special)

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 – 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	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	45438477	45438477	100.00	45438477	0	100.00	0.00
	Total	45438477	45438477	100.00	45438477	0	100.00	0.00
Public- Institutions	E-Voting		153281	1.16	153281	0	100.00	0.00
	Poll	13201488	0	0.00	0	0	0.00	0.00
	Total	13201488	153281	1.16	153281	0	100.00	0.00
Public- Non Institutions	E-Voting		3951	0.01	3947	4	99.90	0.10
	Poll	62518706	47169144	75.45	47169144	0	100.00	0.00
	Total	62518706	47173095	75.45	47173091	4	100.00	0.00
	Total	121158671	92764853	76.56	92764849	4	100.00	0.00

Item No.5: Appointment of Mr. Debabrata Sarkar (DIN: 02502618) as a Non-Executive Independent Director of the Company

Resolution required: (Ordinary/ Special)

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 – 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	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	45438477	45438477	100.00	45438477	0	100.00	0.00
	Total	45438477	45438477	100.00	45438477	0	100.00	0.00
Public- Institutions	E-Voting		153281	1.16	153281	0	100.00	0.00
	Poll	13201488	0	0.00	0	0	0.00	0.00
	Total	13201488	153281	1.16	153281	0	100.00	0.00
Public- Non Institutions	E-Voting		3951	0.01	3897	54	98.63	1.37
	Poll	62518706	47169144	75.45	47169144	0	100.00	0.00
	Total	62518706	47173095	75.45	47173041	54	100.00	0.00
	Total	121158671	92764853	76.56	92764799	54	100.00	0.00



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Item No.6: Issuance of securities of the Company for an amount upto Rs. 500 crore									
SPECIAL									
Resolution required: (Ordinary/ Special)									
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 – 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	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll	45438477	45438477	100.00	45438477	0	100.00	0.00	
	Total	45438477	45438477	100.00	45438477	0	100.00	0.00	
Public- Institutions	E-Voting		153281	1.16	153281	0	100.00	0.00	
	Poll	13201488	0	0.00	0	0	0.00	0.00	
	Total	13201488	153281	1.16	153281	0	100.00	0.00	
Public- Non Institutions	E-Voting		3951	0.01	3937	14	99.65	0.35	
	Poll	62518706	47169144	75.45	47169144	0	100.00	0.00	
	Total	62518706	47173095	75.45	47173081	14	100.00	0.00	
Total	Total	121158671	92764853	76.56	92764839	14	100.00	0.00	



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**REPORT BY THE SCRUTINIZER ON REMOTE E-VOTING & INSTAPOLL
FOR THE 27TH ANNUAL GENERAL MEETING**

To

The Chairman of the 27th Annual General Meeting of
M/s. IL&FS Engineering and Construction Company Limited
Door No 8-2-120/113/3/4F, Sanali Info Park,
Cyber Towers, Road No. 2, Banjara Hills,
Hyderabad – 500033

Sub: Voting results about the resolutions considered in the 27th Annual General Meeting held on September 23, 2016

Dear Sir,

IL&FS Engineering and Construction Company Limited ('the Company') had appointed me as Scrutinizer for the voting conducted on the resolutions considered in the 27th Annual General Meeting of the Company held on September 23, 2016 at 11 a.m. in Hyderabad along with the remote e-voting conducted from 9.00 a.m. on September 20, 2016 till 5.00 p.m. on September 22, 2016.

The Company had appointed M/s Karvy Computershare Private Limited (KCPL) as the Service Provider, for providing the facility of remote e-voting to the shareholders of the Company from September 20, 2016 (9.00 a.m.) to September 22, 2016 (5.00 p.m.). The remote e-voting results were unblocked by me on September 23, 2016 at 10.05 a.m. in the presence of two witnesses. The cut-off date for ascertaining the voting rights in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 was September 16, 2016.

On scrutiny, I report that there were 35,692 shareholders (i.e., total number of shareholders as on September 16, 2016 being the cut-off date for this purpose). The details of voting results for the businesses (6 items) considered in the 27th Annual General Meeting are given below:

Description	Total No. of Ballots		Invalid Ballots		No. of Valid Ballots		Total (A +B)
	Poll	E-voting	Poll	E-voting	Poll (A)	E-voting (B)	
Item No. 1	62	22	0	0	62	22	84
Item No. 2	62	22	0	0	62	22	84
Item No. 3	62	22	0	0	62	22	84



Item No. 4	62	22	0	0	62	22	84
Item No. 5	62	22	0	0	62	22	84
Item No. 6	62	22	0	0	62	22	84

Summary of the Voting Results:**Resolution No.1:****Adoption of Audited Financial Statements for the year ended March 31, 2016:**

Particulars	No. of Members participated by			No. of Votes polled			Percentage of valid votes polled
	Poll	E-voting	Total	Poll	E-voting	Total	
Received	62	22	84	92607621	157232	92764853	
Assent	62	22	84	92607621	157228	92764849	99.9999%
Dissent	--	4	4	--	4	4	0.0001%
Invalid	--	--	--	--	--	--	

The above Ordinary Resolution as contained in the notice of 27th Annual General Meeting dated August 11, 2016 has been passed with overwhelming majority.

Resolution No. 2:**Re-appointment of Mr. Karunakaran Ramchand (DIN 00051769) who is retiring by rotation:**

Particulars	No. of Members participated by			No. of Votes polled			Percentage of valid votes polled
	Poll	E-voting	Total	Poll	E-voting	Total	
Received	62	22	84	92607621	157232	92764853	
Assent	62	20	82	92607621	157177	92764798	99.9999%
Dissent	--	6	6	--	55	55	0.0001%
Invalid	--	--	--	--	--	--	

The above Ordinary Resolution as contained in the notice of 27th Annual General Meeting dated August 11, 2016 has been passed with overwhelming majority.



Resolution No. 3:

Ratification of appointment of S. R. Batliboi & Associates LLP, as Statutory Auditors to hold the office from conclusion of 27th Annual General Meeting until the conclusion of 28th Annual General Meeting of the Company:

Particulars	No. of Members participated by			No. of Votes polled			Percentage of valid votes polled
	Poll	E-voting	Total	Poll	E-voting	Total	
Received	62	22	84	92607621	157232	92764853	
Assent	62	21	83	92607621	157227	92764848	99.9999%
Dissent	--	5	5	--	5	5	0.0001%
Invalid	--	--	--	--	--	--	

The above Ordinary Resolution as contained in the notice of 27th Annual General Meeting dated August 11, 2016 has been passed with overwhelming majority.

Resolution No. 4:

Approval of remuneration to Cost Auditors for the Financial Year 2016-17:

Particulars	No. of Members participated by			No. of Votes polled			Percentage of valid votes polled
	Poll	E-voting	Total	Poll	E-voting	Total	
Received	62	22	84	92607621	157232	92764853	
Assent	62	22	84	92607621	157228	92764849	99.9999%
Dissent	--	4	4	--	4	4	0.0001%
Invalid	--	--	--	--	--	--	

The above Ordinary Resolution as contained in the notice of 27th Annual General Meeting dated August 11, 2016 has been passed with overwhelming majority.

Resolution No. 5:

Appointment of Mr. Debabrata Sarkar (DIN 02502618) as a Non- Executive Independent Director of the Company:

Particulars	No. of Members participated by			No. of Votes polled			Percentage of valid votes polled
	Poll	E-voting	Total	Poll	E-voting	Total	
Received	62	22	84	92607621	157232	92764853	



Assent	62	21	83	92607621	157178	92764799	99.9999%
Dissent	--	5	5	--	54	54	0.0001%
Invalid	--	--	--	--	--	--	

The above Ordinary Resolution as contained in the notice of 27th Annual General Meeting dated August 11, 2016 has been passed with overwhelming majority.

Resolution No. 6:**Issuance of Securities of the Company for an amount up to Rs.500 Crores:**

Particulars	No. of Members participated by			No. of Votes polled			Percentage of valid votes polled
	Poll	E-voting	Total	Poll	E-voting	Total	
Received	62	22	84	92607621	157232	92764853	
Assent	62	21	83	92607621	157218	92764839	99.9999%
Dissent	--	5	5	--	14	14	0.0001%
Invalid	--	--	--	--	--	--	

The above Special Resolution as contained in the notice of 27th Annual General Meeting dated August 11, 2016 has been passed with overwhelming majority.

I hereby confirm that, I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through remote e-Voting and Instapoll by the shareholders of the Company. I shall be arranging to hand over these records to the Company Secretary as authorized by the Chairman of the Annual General Meeting of the Company after confirmation and signing of the Minutes.

Thanking you,
Yours faithfully,



Y. Ravi Prasada Reddy

Company Secretary

FCS No:5783, CP No:5360

Flat No:1108, 11th Floor, Tower-1,

Emami Swanlake, Opp. Metro Shopping Mall,
Kukatpally, Hyderabad-500 072.

Place: Hyderabad

Date: September 23, 2016