

No./IFCI/273/2018-203

March 08, 2018

## **The National Stock Exchange of India Limited** Exchange Plaza Plot No. C/1, G Block, Bandra Kurla Complex Bandra (East) Mumbai – 400 051

# CODE: IFCI

Dear Sir/Madam,

# Re:-<u>Disclosure of Voting Results and Scrutinizer's Report of Extra-Ordinary</u> <u>General Meeting (EGM) of IFCI Ltd.</u>

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Voting Results is enclosed herewith at **Annexure-II**. The Scrutinizer's Report is also enclosed herewith at **Annexure-II**.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully, For IFCI Limited

(Rupa Sarkar) Company Secretary

Encl.: As above.



## आई एफ सी आई लिमिटेड

पंजीकृत कार्यालय: आईएफसीआई टावर, 61 नेहरु प्लेस, नई दिल्ली – 110 019 दूरमाष: +91–11–4173 2000, 4179 2800 फैक्स: +91–11–2623 0201, 2648 8471 वेबसाइट: www.ifciltd.com सीआईएन: L74899DL1993GOI053677

#### **IFCI Limited**

#### Regd. Office:

IFCI Tower, 61 Nehru Place, New Delhi - 110 019 Phone: +91-4173 2000, 4179 2800 Fax: +91-11-2623 0201, 2648 8471 Website: www.ifciltd.com CIN: L74899DL1993GOI053677



March 08, 2018



No./IFCI/273/2018- 204

**The BSE Ltd.** Department of Corporate Services Phiroze Jeejeebhoy Tower Dalal Street, Fort Mumbai – 400001

# CODE: 500106

Dear Sir/Madam,

# Re:-<u>Disclosure of Voting Results and Scrutinizer's Report of Extra-Ordinary</u> <u>General Meeting (EGM) of IFCI Ltd.</u>

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Voting Results is enclosed herewith at **Annexure-II**. The Scrutinizer's Report is also enclosed herewith at **Annexure-II**.

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AN 5292-

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## Voting Results of EGM

1			V	oting Results of	EGM			
Details of I	Poll at EGM and e-vot	ing Results as per regu	ulation 44(3) of SE	BI (Listing Obligations resolution:	s and Disclosure Rec	quirements) Regula	tions, 2015 in respec	t of the following
Date of EGM							07.03.18	
Total number of	shareholders on cut-off o	date (i.e. February 28, 201	.8)				5,54,342	
	ers present in the meetir ters and Promoter Group	ng either in person or thro	bugh proxy:				1	
	ters and Promoter Group	g through Video Conferen	icing				N.A.	
	COPCIAL OFCOLUTIONS #-							
1		approve Issue of equity s ad to take all other steps a intersted in the Agenda/re	is may be necessary fo		-		dia (Gol) and to authoriso Yes, since the preferenti is proposed in th	al issue of Equity share
1	necessary applications an	nd to take all other steps a	is may be necessary fo		-		Yes, since the preferenti is proposed in th	al issue of Equity share ne favour of GOI
1 /hether promo	necessary applications an ter/ promoter group are i	nd to take all other steps a intersted in the Agenda/ro No. of shares held	esolution No of Valid Votes Polled	or and in connection with % of Votes Polled on	h the abovementioned No. of Votes in Favour	allotment.	Yes, since the preferenti is proposed in th % of votes in favour on	al issue of Equity share ne favour of GOI % of votes against or
1 Vhether promot	necessary applications an ter/ promoter group are i	nd to take all other steps a intersted in the Agenda/ro	as may be necessary for esolution No of Valid Votes	or and in connection with % of Votes Polled on Outstanding Shares	h the abovementioned	allotment. No. of Votes Against	Yes, since the preferenti is proposed in th % of votes in favour on Votes Polled	al issue of Equity share ne favour of GOI % of votes against or Votes Polled
1 Whether promot	necessary applications an ter/ promoter group are i Mode of Voting	nd to take all other steps a intersted in the Agenda/ro No. of shares held	esolution No of Valid Votes Polled	or and in connection with % of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	h the abovementioned No. of Votes in Favour	allotment. No. of Votes Against (5)	Yes, since the preferenti is proposed in th % of votes in favour on Votes Polled (6)=(4)/(2)*100	al issue of Equity share ne favour of GOI % of votes against or Votes Polled (7)=(5)/(2)*100
1 Vhether promoted Category Promoters and	necessary applications an ter/ promoter group are i Mode of Voting E-voting	nd to take all other steps a intersted in the Agenda/ro No. of shares held (1)	esolution No of Valid Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100 0.0000	h the abovementioned No. of Votes in Favour (4)	allotment. No. of Votes Against (5) 0	Yes, since the preferenti is proposed in th % of votes in favour on Votes Polled (6)=(4)/(2)*100 0.0000	al issue of Equity share ne favour of GOI % of votes against on Votes Polled (7)=(5)/(2)*100
1 Vhether promote Category Promoters and Promoter Group	necessary applications an ter/ promoter group are i Mode of Voting E-voting Poll	nd to take all other steps a intersted in the Agenda/ro No. of shares held (1)	ns may be necessary for esolution No of Valid Votes Polled (2) - 9230,00,000.00	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100 0.0000 100.0000	h the abovementioned No. of Votes in Favour (4) 	allotment. No. of Votes Against (5) 0 0	Yes, since the preferenti is proposed in th % of votes in favour on Votes Polled (6)=(4)/(2)*100 0.0000 100	al issue of Equity share ne favour of GOI % of votes against of Votes Polled (7)=(5)/(2)*100 0.0000 
1 Whether promot Category Promoters and Promoter Group Public-	necessary applications an ter/ promoter group are i Mode of Voting E-voting Poll Total	nd to take all other steps a intersted in the Agenda/ro No. of shares held (1)	ns may be necessary for esolution No of Valid Votes Polled (2) - 9230,00,000.00 9230,00,000	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100 0.0000 100.0000 100.0000	h the abovementioned No. of Votes in Favour (4) 	allotment. No. of Votes Against (5) 0 0 0	Yes, since the preferenti is proposed in th % of votes in favour on Votes Polled (6)=(4)/(2)*100 0.0000 100 100.0000	al issue of Equity share ne favour of GOI % of votes against or Votes Polled (7)=(5)/(2)*100 0.0000
1 Vhether promote Category Promoters and Promoter Group	necessary applications an ter/ promoter group are i Mode of Voting E-voting Poll Total E-voting	nd to take all other steps a intersted in the Agenda/ro No. of shares held (1) 9230,00,000	ns may be necessary for esolution No of Valid Votes Polled (2) - 9230,00,000.00 9230,00,000	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100 0.0000 100.0000 100.0000 32.3397	h the abovementioned No. of Votes in Favour (4) 	allotment. No. of Votes Against (5) 0 0 0 0 0 0 0	Yes, since the preferenti is proposed in th % of votes in favour on Votes Polled (6)=(4)/(2)*100 0.0000 100 100.0000 100.0000	al issue of Equity share ne favour of GOI % of votes against of Votes Polled (7)=(5)/(2)*100 0.0000 
1 Whether promoted Category Promoters and Promoter Group Public- Institutions	necessary applications an ter/ promoter group are i Mode of Voting E-voting Poll Total E-voting Poll	nd to take all other steps a intersted in the Agenda/ro No. of shares held (1) 9230,00,000	as may be necessary for esolution No of Valid Votes Polled (2) 	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100 0.0000 100.0000 32.3397 0.0000	h the abovementioned No. of Votes in Favour (4) 9230,00,000.00 9230,00,000 1152,71,900.00 0	allotment. No. of Votes Against (5) 0 0 0 0 0 0 0	Yes, since the preferenti is proposed in th % of votes in favour on Votes Polled (6)=(4)/(2)*100 0.0000 100 100.0000 0	al issue of Equity share ne favour of GOI % of votes against or Votes Polled (7)=(5)/(2)*100 0.0000 0 0 0
1 Vhether promoted Category Promoters and Promoter Group Public- Institutions Public-Non	necessary applications an ter/ promoter group are i Mode of Voting E-voting Poll Total E-voting Poll Total Total	nd to take all other steps a intersted in the Agenda/ro No. of shares held (1) 9230,00,000	as may be necessary for esolution No of Valid Votes Polled (2) - 9230,00,000.00 9230,00,000 1152,71,900.00 - 1152,71,900.00	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100 0.0000 100.0000 32.3397 0.0000 32.3397	h the abovementioned No. of Votes in Favour (4) 	allotment. No. of Votes Against (5) 0 0 0 0 0 0 0 0 0 0	Yes, since the preferenti is proposed in th % of votes in favour on Votes Polled (6)=(4)/(2)*100 0.0000 100.0000 100.0000 0 100.0000	al issue of Equity share ne favour of GOI % of votes against or Votes Polled (7)=(5)/(2)*100 0.0000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
1 Vhether promoted Category Promoters and Promoter Group Public- Institutions	necessary applications an ter/ promoter group are i Mode of Voting E-voting Poll Total E-voting Poll Total E-voting E-voting	nd to take all other steps a intersted in the Agenda/ro No. of shares held (1) 9230,00,000 3564,40,801	as may be necessary for esolution No of Valid Votes Polled (2) - 9230,00,000.00 9230,00,000 1152,71,900.00 - 1152,71,900.00 804,76,310	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100 0.0000 100.0000 100.0000 32.3397 0.0000 32.3397 21.0343	h the abovementioned No. of Votes in Favour (4) 9230,00,000.00 9230,00,000 1152,71,900.00 0 115271900 804,75,209	allotment. No. of Votes Against (5) 0 0 0 0 0 0 0 1,101	Yes, since the preferenti is proposed in th % of votes in favour on Votes Polled (6)=(4)/(2)*100 0.0000 100.0000 100.0000 0 100.0000 99.9986	al issue of Equity share ne favour of GOI % of votes against or Votes Polled (7)=(5)/(2)*100 0.0000 0 0 0 0 0 0 0 0 0 0 0 0



Amexure II

# SANJAY GROVER & ASSOCIATES

**COMPANY SECRETARIES** 

B-88, 1<sup>sr</sup> Floor, Defence Colony, New Delhi - 110 024 Tel. : (011) 4679 0000, Fax : (011) 4679 0012 e-mail : contact@cssanjaygrover.in website : www.cssanjaygrover.in

# **Consolidated Scrutinizer's Report**

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

To, The Chairman IFCI Limited (CIN: L74899DL1993GOI053677) IFCI Tower, 61 Nehru Place New Delhi-110019

Dear Sir,

I, Sanjay Grover, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process i.e. remote e-voting and poll at the Extraordinary General Meeting (EGM), under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolution mentioned in Notice dated February 05, 2018 for EGM of the Members of the Company held on Wednesday, March 07, 2018 at 10:30 A.M. at Auditorium, 1st Floor, IFCI Tower, 61 Nehru Place, New Delhi-110 019.

I submit my report as under:-

 The remote e-voting period commenced on Sunday, March 04, 2018 at 09:00 A.M. and ended on Tuesday, March 06, 2018 at 05:00 P.M., via e-voting Platform on the designated website of Central Depository Services (India) Ltd (CDSL) viz.<u>https://www.evotingindia.com</u>.



- 2. The Shareholders of the Company as on the "cut off" date i.e. Wednesday, February 28, 2018 were entitled to avail the facility of remote e-voting at the EGM on the proposed resolution as set out in the Notice dated February 05, 2018.
- 3. The total paid up Equity Share Capital of the Company as on February 28, 2018 was Rs. 16,62,03,72,350/- (Rupees One Thousand Six Hundred Sixty Two Crores Three Lakh Seventy Two Thousand Three Hundred and Fifty Only) divided into 1,66,20,37,235 (One Hundred Sixty Six Crores Twenty Lakh Thirty Seven Thousand Two Hundred and Thirty Five) equity shares of Rs. 10/- (Rupees Ten Only) each.
- 4. The Chairman ordered for poll at EGM as per Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014
- 5. Two ballot boxes were kept for polling and the ballot boxes were locked in my presence.
- 6. After completion of Poll at the EGM the ballot boxes were opened in my presence and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in poll at EGM.
- 7. The ballots, which were incomplete and/or which were otherwise found defective and/or where signature of any shareholder(s) did not match with records were treated as invalid.
- 8. For the purpose of this report, if any shareholder voted for higher number of votes as compared to his entitlement, then shareholding as on cut-off date was considered, and if any shareholder voted for lesser number of votes as compared to his entitlement, then actual number of votes cast were considered.
- Thereafter, the votes cast through remote e-voting were unblocked, after completion of poll at the EGM, in the presence of two witnesses, Ms. Suruchi Jassi R/o House No. 301, Sector-1, Gole Market, D.I.Z Area, New Delhi-110001 and Mr. Rajat Jain R/o G-29/215,





# SANJAY GROVER & ASSOCIATES

Sector-3, Rohini, New Delhi-110085 who were not in the employment of the company. They have signed below confirming their presence at the time of unblocking of e-votes.

Suruchi Jassi

10. The details of the shareholders who participated in e-voting were also entered in a register.

11. The consolidated summary of results of remote e-voting and poll at EGM are as under:

<u>Resolution No. 1</u>:-To approve Issue of equity shares aggregating upto Rs. 100 crore by way of preferential allotment to Government of India (GoI) and to authorise the Board to make necessary applications and to take all other steps as may be necessary for and in connection with the above mentioned allotment.

Special Resolution					
	N				
Particulars	Poll	e-votes	Total	Percentage	
Asserit	92,30,67,302	19,57,47,109	1,11,88,14,411	99.9999	
Dissent	2	1,101	1,103	0.0001	
Total	92,30,67,304	19,57,48,210	1,11,88,15,514	100.0000	

Therefore, the above resolution has been approved with requisite majority. Details of Poll at EGM & remote e-voting are given in <u>Annexure- A.</u>



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### SANJAY GROVER & ASSOCIATES

12. The registers, ballot papers and all other related documents shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I shall hand over the registers, ballot papers and all other related documents to the company.

Thanking you,

Countersigned by For SANJAY GROVER & ASSOCIATES **COMPANY SECRETARIES** Sanjay Grover Chairman/ Authorised Scrutinizer Signatory CP No : 3850 March 08, 2018 March 08, 2018 New Delhi New Delhi



## <u> Annexure - A</u>

Details of poll at EGM & remote e-voting for Resolution No.-1 are as under:

# A1. VOTING THROUGH POLL:

1

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	Notof	No. of Equity	Paid-up value of the Equity
Particulars	voters	Shares	Shares (In Rs.)
a) Total votes received	35	92,30,84,280	9,23,08,42,800
b) Less: Invalid Votes	4	16,976	1,69,760
c) Net Valid votes cast	31	92,30,67,304	9,23,06,73,040
d) Votes with assent for the Resolution	29	92,30,67;302	9,23,06,73,020
e) Votes with dissent for the Resolution	2	2	20

## A2. VOTING THROUGH REMOTE E-VOTING:

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Particulars	Nőilőf e-vőtérs		Paid-up value of the Equity Shares (In Rs.)
(a) Net Valid Votes	119	19,57,48,210	1,95,74,82,100
(b) Votes with Assent	116	19,57,47,109	1,95,74,71,090
(c) Votes with dissent	3	1,101	11,010





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