

DEL/SEC/119
20th September, 2018

The Secretary
The Department of Corporate Services
Bombay Stock Exchange Limited
Floor 25, P.J. Towers, Dalal Street
MUMBAI 400 001

Central Depository Services (India) Limited
E-voting Division
16th Floor, P.J. Towers
Dalal Street, Fort
MUMBAI – 400 001

Re: Scrip Code: 500141 (Ferro Alloys Corporation Limited)

Sub: Regulation 44 of The Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Bombay Stock Exchange Limited – Voting Results

Dear Sir/Madam,

In accordance with Regulation 44 and other applicable regulations, if any, of The Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to inform you that the Members of the Company at the 62nd Annual General Meeting held on September 18, 2018 transacted the following business:

Sl.No.	Description	Particulars			
A	Date of the AGM	September 18, 2018			
B	Book-Closure Date	September 15, 2018 to September 18, 2018 (both days inclusive)			
C	Total No. of Shareholders on record date/Cut-off date	Total shareholders on Cut-off date of 11 th September, 2018 – 47,305			
D	No. of shareholders present in the meeting either in person or through proxy or Authorised Representatives				
	Shareholders	In Person	Proxy	Authorised Representatives	Total
	Promoters and Group	--	4	2	6
	Public:	37	1	--	38
	Total	37	5	2	44
E	No. of Shareholders attended the meeting through Video Conferencing				
	Shareholders	No video conferencing facility was arranged			
	Promoters and Group				
	Public:				

Outcome of the 62nd Annual General Meeting of the Members of the Company

The 62nd Annual General Meeting of the Members of the Company was held on Tuesday, September 18, 2018 at 4 p.m. (IST) at the Registered office of the Company at D.P. Nagar, Randia – 756135, Distt. Bhadrak, Odisha. The mode of voting was by way of E-voting and Poll.

The Shareholders transacted the business as provided in **Annexure-I**. Based on the report dated 18th September, 2018 of the Scrutinizer, a copy of which is enclosed as **annexure – II**, the result of the business transacted is, as under:

...2/-

FERRO ALLOYS CORPORATION LIMITED

CIN No. L45201OR1955PLC008400

Corp. Office : FACOR HOUSE, A-45-50, Sector-16, Noida, District Gautam Buddh Nagar, Uttar Pradesh-201 301 India • T +91-120-417 1000 • F +91-120-425 6700 • E.: facordelhi@facorgroup.in

Regd. office & Works : D. P. Nagar, Randia-756 335, Dist. Bhadrak, Orissa, India • T +91-6784-240 230 • F +91-6784-240 626 • E.: facorccp@facorccp.in



: 2 :

- a) All matters as contained in the notice dated 14th August, 2018 of the 62nd Annual General Meeting stand passed under e-voting and poll with the requisite majority.

Kindly take the report filed on record.

Thanking you,

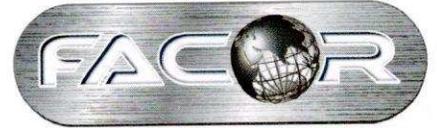
Yours sincerely,

For Ferro Alloys Corporation Limited

A handwritten signature in blue ink, appearing to read 'Ritesh Chaudhry', is written over the printed name.

**Ritesh Chaudhry
Sr. General Manager (Legal) &
Company Secretary**

Encl: As above



ANNEXURE-1

PARTICULARS OF RESOLUTIONS APPROVED BY THE SHAREHOLDERS AT THE 62ND AGM OF THE COMPANY HELD ON 18TH SEPTEMBER, 2018

ORDINARY BUSINESS:

RESOLUTION NO. 1

To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2018, the Report to the members under section 134 of the Companies Act, 2013 and the Auditors' Report thereon and the audited consolidated financial statement of the Company for the Financial Year ended 31st March, 2018.

RESOLUTION NO. 2

To appoint a Director in the place of Mr. Vineet Vithaldas Saraf (DIN:00004715), who retires from Office by rotation and, being eligible, offers himself for re-appointment.

RESOLUTION NO. 3

To consider and, if thought fit, to pass the following resolution which will be proposed as an Ordinary Resolution

"RESOLVED THAT pursuant to provision of section 139 of the Companies Act 2013 (as amended or re-enacted from time to time) and other applicable provisions, if any, of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) and the resolution passed by the members of the Company at the 61st Annual General Meeting of the Company, the appointment of M/s K.K. Mankeshwar & Co. Chartered Accountants, (Firm Registration No. 106009W) as Auditors of the Company to hold office till the conclusion of the 66th Annual General Meeting of the Company be and is hereby ratified for the remaining period of their tenure, as Auditors of the Company at a remuneration plus applicable taxes and reimbursement of expenses incurred by them incidental to their functions, as may be decided by Resolution Professional and/or the Board of Directors, as applicable, in consultation with the said Auditors.

RESOLVED FURTHER THAT the Company Secretary is hereby directed to file the relevant e-form with the Ministry of Corporate Affairs and to take all such further actions as may be required in this connection."

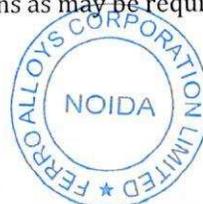
SPECIAL BUSINESS:

RESOLUTION NO. 4

To consider and, if thought fit, to pass the following resolution which will be proposed as an Ordinary Resolution

"RESOLVED THAT pursuant to provision of section 139 of the Companies Act 2013 (as amended or re-enacted from time to time) and other applicable provisions, if any, of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) and the resolution passed by the members of the Company at the 61st Annual General Meeting of the Company, the appointment of M/s K.K. Mankeshwar & Co. Chartered Accountants, (Firm Registration No. 106009W) as Auditors of the Company to hold office till the conclusion of the 66th Annual General Meeting of the Company be and is hereby ratified for the remaining period of their tenure, as Auditors of the Company at a remuneration plus applicable taxes and reimbursement of expenses incurred by them incidental to their functions, as may be decided by Resolution Professional and/or the Board of Directors, as applicable, in consultation with the said Auditors.

RESOLVED FURTHER THAT the Company Secretary is hereby directed to file the relevant e-form with the Ministry of Corporate Affairs and to take all such further actions as may be required in this connection."



For Ferro Alloys Corporation Limited


Ritesh Chaudhry
Sr. General Manager (Legal) &
Company Secretary

FERRO ALLOYS CORPORATION LIMITED

CIN No. L45201OR1955PLC008400

Corp. Office : FACOR HOUSE, A-45-50, Sector-16, Noida, District Gautam Buddh Nagar, Uttar Pradesh-201 301 India • T +91-120-417 1000 • F +91-120-425 6700 • E.: facordelhi@facorgroup.in

Regd. office & Works : D. P. Nagar, Randia-756 335, Dist. Bhadrak, Orissa, India • T +91-6784-240 230 • F +91-6784-240 626 • E.: facorccp@facorccp.in



Resolution Required - Ordinary resolution for adoption of Audited Financial Statements, Report under Section 134 of Companies Act, 2013 and Auditors' Report for the year ended 31st March, 2018 and the audited consolidated Financial statement of the Company for the Financial year ended 31st March, 2018									
Whether Promoter/Promoter Group are interested in the agenda/resolution - NO									
Promoter/Public	Mode of voting	No. of shares held	No. of votes Polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled	
		[1]	[2]	[3] = [2]/[1]*100	[4]	[5]	[6] = [4]/[2]*100	[7] = [5]/[2]*100	
Promoter and Promoters Group	E-voting	134931594	0	0.00	0	0	0.00	0	
	Poll		79280887	58.76	79280887	0	100.00	0	
Public - Institutional shareholders	E-voting	55134	0	0.00	0	0	0.00	0	
	Poll		0	0.00	0	0	0.00	0	
Public - Others	E-voting	50281513	1661	0.00	1611	50	96.99	3.01	
	Poll		5472	0.01	5472	0	100.00	0.00	
Total		185268241	79288020	42.80	79287970	50	100.00	0	
Resolution Required - Ordinary resolution for re-appointment of Mr. Vineet Vitaldas Saraf, as Director who retires by rotation and, being eligible, offers himself for re-appointment									
Whether Promoter/Promoter Group are interested in the agenda/resolution									
- Other than Mr. Vineet Saraf, none of the Directors and/or Key Managerial Personnel and/or their relatives are interested, financially or otherwise in the resolution									
Promoter/Public	Mode of voting	No. of shares held	No. of votes Polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled	
		[1]	[2]	[3] = [2]/[1]*100	[4]	[5]	[6] = [4]/[2]*100	[7] = [5]/[2]*100	
Promoter and Promoters Group	E-voting	134931594	0	0.00	0	0	0.00	0	
	Poll		79280887	58.76	79280887	0	100.00	0	
Public - Institutional shareholders	E-voting	55134	0	0.00	0	0	0.00	0	
	Poll		0	0.00	0	0	0.00	0	
Public - Others	E-voting	50281513	1661	0.00	1611	50	96.99	3.01	
	Poll		5472	0.01	5472	0	100.00	0.00	
Total		185268241	79288020	42.80	79287970	50	100.00	0	



Resolution required - Ordinary resolution for appointment of M/s K.K. Mankeshwar & Co., Chartered Accountants, as Statutory Auditors									
Whether Promoter/Promoter Group are interested in the agenda/resolution - NO									
Promoter/Public	Mode of voting	No. of shares held	No. of votes Polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled	
		[1]	[2]	[3] = [2]/[1]*100	[4]	[5]	[6] = [4]/[2]*100	[7] = [5]/[2]*100	
Promoter and Promoters Group	E-voting	134931594	0	0.00	0	0	0.00	0	0
	Poll		79280887	58.76	79280887	0	100.00	0	0
Public - Institutional shareholders	E-voting	55134	0	0.00	0	0	0.00	0	0
	Poll		0	0.00	0	0	0.00	0	0
Public - Others	E-voting	50281513	1661	0.00	1611	50	96.99	3.01	3.01
	Poll		5472	0.01	5472	0	100.00	0.00	0.00
Total		185268241	79288020	42.80	79287970	50	100.00	0	0
Resolution required - Ordinary resolution for Ratification of Cost auditor's appointment									
Whether Promoter/Promoter Group are interested in the agenda/resolution - NO									
Promoter/Public	Mode of voting	No. of shares held	No. of votes Polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled	
		[1]	[2]	[3] = [2]/[1]*100	[4]	[5]	[6] = [4]/[2]*100	[7] = [5]/[2]*100	
Promoter and Promoters Group	E-voting	134931594	0	0.00	0	0	0.00	0	0
	Poll		79280887	58.76	79280887	0	100.00	0	0
Public - Institutional shareholders	E-voting	55134	0	0.00	0	0	0.00	0	0
	Poll		0	0.00	0	0	0.00	0	0
Public - Others	E-voting	50281513	1661	0.00	1611	50	96.99	3.01	3.01
	Poll		5472	0.01	5472	0	100.00	0.00	0.00
Total		185268241	79288020	42.80	79287970	50	100.00	0	0

CONSOLIDATED SCRUTINIZERS' REPORT

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

The Resolution Professional
Chairman
62nd Annual General Meeting
Ferro Alloys Corporation Limited
D P Nagar, Randia, Bhadrak,
Orissa- 756135

Subject: Consolidated Scrutinizer's Report on remote e-voting and Poll pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 62nd Annual General Meeting of the Members of Ferro Alloys Corporation Limited held on Tuesday, the 18th September, 2018 at 04:00 PM.

Dear Sir,

I, Ashish Saxena, Proprietor of M/s Ashish Saxena & Co., Practicing Company Secretaries having office at A-32, NyayKhand-I, Indirapuram, Ghaziabad-201014, Uttar Pradesh have been appointed as Scrutinizer for scrutinizing the e-voting process, as well as Poll at the 62nd Annual General Meeting ("AGM") of the Company.

I hereby furnish the Consolidated Report as under:

1. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to offer the facility of remote e-voting to the Members of the Company during Saturday, 15th September 2018 (9.00 A.M.) to Monday, 17th September 2018 (5.00 P.M.). The shareholders holding shares either in physical form or in Dematerialised form, as on the cut-off date of Tuesday, 11th September 2018 were allowed to participate and vote during the aforesaid period of e-voting.
2. In line with the provisions of the Companies Act, 2013 (as amended) and in terms of the clarification(s) issued by the Ministry of Corporate Affairs, voting by show of hands was not permitted at the AGM where e-voting was offered to the Members. Therefore, the Chairman ordered for Poll at AGM as per Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended). Polling paper for polling process was provided to the members present at the venue of AGM, which was successfully conducted.
3. After completion of the Poll at the AGM, votes casted by the Members were reconciled with the records of the Company and the Authorizations/Proxies lodged with the Company. A register was maintained containing the particulars of the Members, who attended and participated in Poll at AGM.
4. Thereafter, the votes casted through e-voting were unblocked after completion of Poll at the AGM in the presence of two witnesses, Mr. Soumya Kanta Upadhyay

(Signature)
(Countersign of Chairman of meeting)



General Services

Taxation Services

Legal Services

Consultancy Services



R/o Randia, Bhadrak - 765135 and Mr. Kshirod Chandra Mohapatra, R/o Randia, Bhadrak - 765135., who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:

Soumya Kanta Upadhyay
Soumya Kanta Upadhyay

Kshirod Chandra Mohapatra
Kshirod Chandra Mohapatra

5. Based on the reports generated from the e-voting provided by NSDL and votes casted through Poll, I hereby submit the consolidated results of e-voting and Poll as under:

Resolution 1: Adoption of audited Financial Statement of the Company for the financial year ended 31st March, 2018, the Report to the members under section 134 of the Companies Act, 2013 and the Auditors' Report thereon and the audited consolidated financial statement of the Company for the Financial Year ended 31st March, 2018.

Resolution Type: Ordinary

Valid Votes:

Voting Method	Votes in favour of the Resolution			Votes against the Resolution		
	Members Voted	No. of Votes Cast	%	Members Voted	No. of Votes Cast	%
E-voting	7	1611	96.99	1	50	3.01
Poll	44	79286559	100.00	0	0	0.00
Total	51	79288220	100.00	1	50	0.00

Invalid Votes:

Voting Method	Total number of members whose vote declared invalid	Number of Votes Cast
E-voting	0	0
Poll	0	0
Total	0	0

Resolution passed with requisite majority.

Resolution 2: Re-appointment of Mr. Vineet Vithaldas Saraf (DIN:00004715) who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Type: Ordinary

Valid Votes:

Voting Method	Votes in favour of the Resolution			Votes against the Resolution		
	Members Voted	No. of Votes Cast	%	Members Voted	No. of Votes Cast	%
E-voting	7	1611	96.99	1	50	3.01
Poll	44	73286559	100.00	0	0	0.00
Total	51	79288220	100.00	1	50	0.00

Invalid Votes:

Voting Method	Total number of members whose vote declared invalid	Number of Votes Cast
E-voting	0	0
Poll	0	0
Total	0	0



Resolution passed with requisite majority.

Resolution 3: Appointment of M/s K.K. Mankeshwar & Co. Chartered Accountants as Statutory Auditors of the Company to hold office till the conclusion of the 66th Annual General Meeting of the Company and ratified for the remaining period of their tenure, as Auditors of the Company and to fix their remuneration.

Resolution Type: Ordinary

Valid Votes:

Voting Method	Votes in favour of the Resolution			Votes against the Resolution		
	Members Voted	No. of Votes Cast	%	Members Voted	No. of Votes Cast	%
E-voting	7	1611	96.99	1	50	3.01
Poll	44	73286559	100.00	0	0	0.00
Total	51	79288220	100.00	1	50	0.00

Invalid Votes:

Voting Method	Total number of members whose vote declared invalid	Number of Votes Cast
E-voting	0	0
Poll	0	0
Total	0	0

Resolution passed with requisite majority.

Resolution 4: Ratification of appointment and payment of remuneration to M/s Niran & Co., Cost Accountants (Registration Number: 000113) as Cost Auditors of the Company.

Resolution Type: Ordinary

Valid Votes:

Voting Method	Votes in favour of the Resolution			Votes against the Resolution		
	Members Voted	No. of Votes Cast	%	Members Voted	No. of Votes Cast	%
E-voting	7	1611	96.99	1	50	3.01
Poll	44	73286559	100.00	0	0	0.00
Total	51	79288220	100.00	1	50	0.00

Invalid Votes:

Voting Method	Total number of members whose vote declared invalid	Number of Votes Cast
E-voting	0	0
Poll	0	0
Total	0	0

Resolution passed with requisite majority.



6. Based on the above, all Resolutions mentioned hereinabove were passed with requisite majority on the date of AGM. Accordingly, the Chairman of the Meeting is requested to announce the results.
7. All papers relating to voting by e-voting & Poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes of AGM and thereafter, I shall hand over the related papers to the Company.

The Scrutinizer hereby registers his appreciation towards management in carrying out the whole process in fair and transparent manner.

Thanking you,
Yours faithfully,

For **Ashish Saxena & Co.**
Company Secretaries



(Ashish Saxena)
Proprietor

Membership no.: F6560

C.P. no.: 7096

Date: 18.09.2018

Place: Bhadrak

