

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,

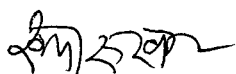
Re:-Disclosure of Voting Results and Scrutinizer's Report of Extra-Ordinary General Meeting (EGM) of IFCI Ltd.

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Voting Results is enclosed herewith at **Annexure-I**. 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

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वेबसाइट: www.ifcilttd.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.ifcilttd.com

CIN: L74899DL1993GOI053677



Voting Results of EGM

Details of Poll at EGM and e-voting Results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Date of EGM	07.03.18
Total number of shareholders on cut-off date (i.e. February 28, 2018)	5,54,342
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	211
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	
Public:	N.A.
Resolution No. 1	SPECIAL RESOLUTION: 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 abovementioned allotment.

Whether promoter/ promoter group are interested in the Agenda/resolution							Yes, since the preferential issue of Equity shares is proposed in the favour of GoI	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	9230,00,000	-	0.0000	-	0	0.0000	0.0000
	Poll		9230,00,000.00	100.0000	9230,00,000.00	0	100	-
	Total		9230,00,000	100.0000	9230,00,000	0	100.0000	0.0000
Public-Institutions	E-voting	3564,40,801	1152,71,900.00	32.3397	1152,71,900.00	0	100.0000	0
	Poll		-	0.0000	0	0	0	0
	Total		1152,71,900.00	32.3397	115271900	0	100.0000	0
Public-Non Institutions	E-voting	3825,96,434	804,76,310	21.0343	804,75,209	1,101	99.9986	0.0014
	Poll		67,304	0.0176	67,302	2	99.9970	0.0030
	Total		805,43,614	21.0518	805,42,511	1,103	99.9986	0.0014
Total		16620,37,235	11188,15,514	67.3159	11188,14,411	1,103	99.9999	0.0001



SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST 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)

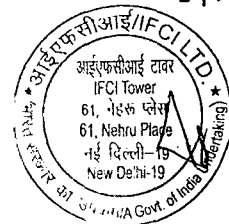
IFCI Tower, 61 Nehru Place
New Delhi-110019

Dear Sir,

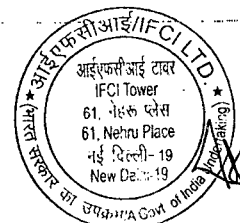
I, Sanjay Grover, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process i.e. remote e-voting and poll at the Extraordinary 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:-

1. 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. <https://www.evotingindia.com>.



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.
9. 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


Rajat Jain

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:

Resolution No. 1:- 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				
Particulars	Number of Valid Votes			Percentage
	Poll	e-votes	Total	
Assent	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

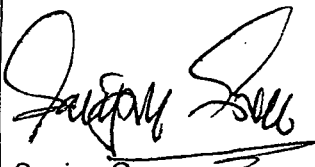
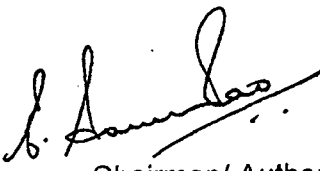
Therefore, the above resolution has been approved with requisite majority. Details of Poll at EGM & remote e-voting are given in Annexure- A.

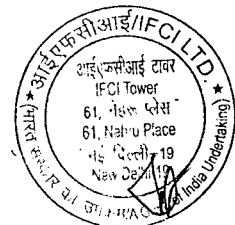


SANJAY GROVER & ASSOCIATES

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,

For SANJAY GROVER & ASSOCIATES COMPANY SECRETARIES  Sanjay Grover Scrutinizer CP No.: 3850 March 08, 2018 New Delhi 	Countersigned by  Chairman/ Authorised Signatory March 08, 2018 New Delhi
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Details of poll at EGM & remote e-voting for Resolution No.-1 are as under:

A1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity 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:

Particulars	No. of e-voters	No. of Equity Shares	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

