



आई एफ सी आई लिमिटेड
(A Government of India Undertaking)
(भारत सरकार का उपक्रम)

February 28, 2025

No. IFCI/CS/2025- 194	No. IFCI/CS/2025- 195
1. National Stock Exchange of India Limited Exchange Plaza Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051 <u>CODE:IFCI</u>	2. BSE Limited Department of Corporate Service Phiroze JeeJeebhoy Tower Dalal Street, Fort Mumbai – 400 001 <u>CODE:500106</u>

Dear Sir/Madam,

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

Please find enclosed herewith the Scrutinizers' Report and Voting Results in connection with the Extra-ordinary General Meeting of the Company held on February 28, 2025.

Kindly acknowledge receipt.

Thanking you

For **IFCI Limited**

(Priyanka Sharma)
Company Secretary

Encl.: As above

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पंजीकृत कार्यालय:

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फैक्स: +91-11-2623 0201, 2648 8471

वेबसाइट: www.ifcilt.com

सीआईएन: L74899DL1993GOI053677

1948 से राष्ट्र के विकास में

IFCI Limited

Regd. Office:

IFCI Tower, 61 Nehru Place, New Delhi - 110 019

Phone: +91-4173 2000, 4179 2800

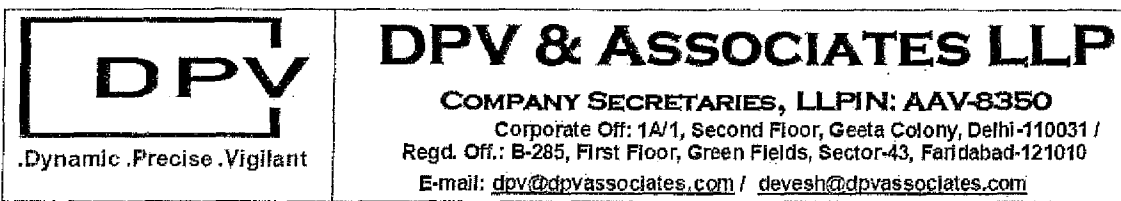
Fax: +91-11-2623 0201, 2648 8471

Website: www.ifcilt.com

CIN: L74899DL1993GOI053677

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Consolidated Scrutinizer's Report

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

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

Dear Sir,

I, Devesh Kumar Vasisht, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, having office at B-285, First Floor, Green Fields, Sector-43, Faridabad-121010, was appointed as Scrutinizer by the Board of Directors of **IFCI Limited ('the Company')** on January 29, 2025, for the purpose of scrutinizing voting process i.e. remote e-voting and voting during the Extra-ordinary General Meeting, in a fair and transparent manner under the provisions of Sections 108 of the Act read with the Rules and General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 11/2022, 09/2023 and 09/2024 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ('**MCA Circulars**'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolution as mentioned in the Notice of Extra-ordinary General Meeting dated January 29, 2025 (EGM Notice) held on February 28, 2025 at 11:30 A.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM):

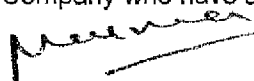
Sr. No.	Type of Resolution	Particulars
1	Special Resolution	Issue of equity shares aggregating upto Rs.500 crore by way of preferential allotment to Government of India (GoI) and to authorise the Board, to create, issue and allot the equity shares to GoI.

I submit my report as under:

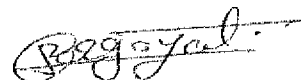
1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; and (iii) the Listing Regulations related to e-voting in respect of the resolution contained in the EGM Notice including the dispatch of notice to the shareholders and also to ensure a secured framework for e-voting.
2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolution contained in the EGM Notice, based on the

report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL).

3. The remote e-Voting period commenced on Tuesday, February 25, 2025 at 09:00 A.M (IST) and ended on Thursday, February 27, 2025 at 05:00 P.M (IST) via e-voting platform on the designated website of CDSL, being e-Voting Service Provider viz: www.evotingindia.com. The Company also provided e-Voting facility to the Members who participated/ attended the EGM through VC/OAVM to enable such Members to cast their vote, if they had not cast their vote earlier through remote e-voting.
4. The Members of the Company as on the 'cut off' date i.e. Friday, February 21, 2025 were entitled to avail the facility of remote e-voting as well as e-voting at EGM (herein collectively referred as "e-votes/ e-voting") on the proposed resolution as set out in EGM Notice.
5. The total paid up Equity Share Capital of the Company as on "cut off" date i.e. February 21, 2025 was Rs. 2613,59,10,510 /- (Rupees Two Thousand Six Hundred Thirteen Crore Fifty Nine Lakh Ten Thousand Five Hundred and Ten only) divided into 261,35,91,051 (Two Hundred Sixty One Crore Thirty Five Lakh Ninety One Thousand and Fifty One) Equity Shares of Rs. 10/- (Rupees Ten Only) each.
6. After completion of e-voting at the EGM, the e-votes cast by the Shareholders were unblocked in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar who were not in the employment of the Company who have signed below:



Mukesh Sharma



Parveen Kumar

7. The data of e-votes was diligently scrutinized and reconciled with the records maintained by MCS Share Transfer Agent Limited, Registrar and Share Transfer Agent ("RTA") of the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at EGM. There was no shareholder who opted for both the facilities.
8. The consolidated summary of results of e-voting are as under:

I. Issue of equity shares aggregating upto Rs. 500 crore by way of preferential allotment to Government of India (GoI) and to authorise the Board, to create, issue and allot the equity shares to GoI:

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	e-votes during the EGM	Remote E-votes	Total	
Assent	2,636	198,76,06,979	198,76,09,615	99.9982
Dissent	0	35,091	35,091	0.0018
Total	2,636	198,76,42,070	198,76,44,706	100

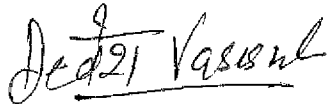
Therefore, the above-mentioned Resolution has been approved with requisite majority. The detailed break up of E-voting during the EGM & remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure A'.

9. The register containing the details of e-voting will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

Thanking You,

**For DPV & Associates LLP
Company Secretaries**

Firm Registration No.: L2021HR009500
Peer Review Certificate No. 6189/2024



Devesh Kumar Vasisht

Managing Partner

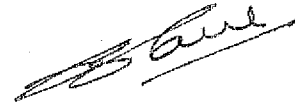
CP No.:13700 / Mem. No. F8488

UDIN: F008488F004022278

Date: February 28, 2025

Place: New Delhi

**For IFCI Limited
Countersigned by**



(the Chairman of the meeting)

Date: February 28, 2025

Place: New Delhi



Annexure-A

Details of E-voting during the EGM & remote e-voting for Resolution No.-1 are as under:

A1. E-VOTING DURING EGM:			
Particulars	No. of Voters	No. of Shares	Paid-up value of shares
a) Total votes received	5	2,636	26,360
b) Less: Invalid votes	-	-	-
d) Net Valid votes cast	5	2,636	26,360
e) Votes with assent for the resolution	5	2,636	26,360
f) Votes with dissent for the resolution	-	-	-

A2. REMOTE E-VOTING:			
Particulars	No. of Voters	No. of Shares	Paid-up value of shares
a) Total votes received	748	198,76,42,070	1987,64,20,700
b) Less: Invalid votes	-	-	-
d) Net Valid votes cast	748	198,76,42,070	1987,64,20,700
e) Votes with assent for the resolution	703	198,76,06,979	1987,60,69,790
f) Votes with dissent for the resolution	45	35,091	3,50,910



General information about company	
Scrip code	500106
NSE Symbol	IFCI
MSEI Symbol	NOTLISTED
ISIN	INE039A01010
Name of the company	IFCI Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-02-2025
Start time of the meeting	11:35 AM
End time of the meeting	11:49 AM



Scrutinizer Details	
Name of the Scrutinizer	DEVESH KUMAR VASISHT
Firms Name	DPV & ASSOCIATES LLP
Qualification	CS
Membership Number	F8488
Date of Board Meeting in which appointed	29-01-2025
Date of Issuance of Report to the company	28-02-2025



Voting results	
Record date	21-02-2025
Total number of shareholders on record date	1018881
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	39
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of equity shares aggregating upto Rs. 500 crore by way of preferential allotment to Government of India (GoI) and to authorise the Board to create, issue and allot the equity shares to GoI.				
Category	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 Promoter Group	E-Voting	1874553816	1874553816	100	1874553816	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1874553816	1874553816	100	1874553816	0	100
Public-Institutions	E-Voting	191782223	112259189	58.5347	112259189	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		191782223	112259189	58.5347	112259189	0	100
Public-Non Institutions	E-Voting	547255012	829065	0.1515	793974	35091	95.7674	4.2326
	Poll		2636	0.0005	2636	0	100	0
	Postal Ballot (if applicable)							
	Total		547255012	831701	0.152	796610	35091	95.7808
Total		2613591051	1987644706	76.0503	1987609615	35091	99.9982	0.0018
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

