



14th December, 2024

IMFA Building
Bhubaneswar - 751010
Odisha, India

Corporate Identity No.
L27101OR1961PLC000428

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mail@imfa.in

www.imfa.in

The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Plot No.C/1, G. Block
Bandra-Kurla Complex
Bandra (E)
Mumbai-400051
Stock Symbol & Series : IMFA, EQ

The Deputy General Manager
(Corporate Services)
BSE Limited
Floor 25, P.J. Towers
Dalal Street , Fort
Mumbai-400001
Stock Code : 533047

Sub. : Result of the voting conducted through Postal Ballot / Meeting.

Dear Sir / Madam,

Further to our letter dated 13th December 2024, we are pleased to inform you that the Special Resolution for the Scheme of Amalgamation between Utkal Coal Limited (Transferor Company) and Indian Metals & Ferro Alloys Ltd. (Transferee Company) and their respective members and creditors under Section 233 of the Companies Act, 2013 has been approved by the Members of the Company with requisite majority.

The disclosure pursuant to regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pertaining to the voting result of Postal Ballot is enclosed as Annexure.

Thanking you,

Yours faithfully,
For INDIAN METALS & FERRO ALLOYS LIMITED

(PREM KHANDELWAL)
CFO & COMPANY SECRETARY
Membership No.F 3526

Encl: As above.

General information about company	
Scrip code	533047
NSE Symbol	IMFA
MSEI Symbol	NOTLISTED
ISIN	INE919H01018
Name of the company	INDIAN METALS & FERRO ALLOYS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	13-12-2024
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	Mr Sourjya Prakash Mohapatra
Firms Name	R K P Associates
Qualification	CA
Membership Number	052805
Date of Board Meeting in which appointed	07-11-2024
Date of Issuance of Report to the company	13-12-2024

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Voting results	
Record date	08-11-2024
Total number of shareholders on record date	52594
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consider and approve the scheme of Amalgamation (the Scheme) between Otkar Coal Limited (Transferor Company) and Indian Metals & Ferro Alloys Ltd. (Transferee Company) and their respective members and creditors under Section 233 of the				
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		31663712	100.0000	31663712	0	100.0000	0.0000
	Poll	31663712	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31663712	31663712	100.0000	31663712	0	100.0000	0.0000
Public- Institutions	E-Voting		1618374	76.8009	1618374	0	100.0000	0.0000
	Poll	2107232	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2107232	1618374	76.8009	1618374	0	100.0000	0.0000
Public- Non Institutions	E-Voting		7150048	35.4258	7149225	823	99.9885	0.0115
	Poll	20183162	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20183162	7150048	35.4258	7149225	823	99.9885	0.0115
Total		53954106	40432134	74.9380	40431311	823	99.9980	0.0020
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

* this fields are optional

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

Handwritten signature



13th December, 2024

To
The Chairman
Indian Metals & Ferro Alloys Limited
IMFA Building
Bomikhal, Rasulgarh
Bhubaneswar - 751010

Sub: Scrutinizer's Report on the Postal Ballot/meeting process conducted through remote e- Voting in respect of passing of resolutions set out in the Postal Ballot Notice dated 13th November 2024.

Dear Sir,

1. I, Sourjya Prakash Mohapatra, Practicing Chartered Accountant, was appointed by the Board of Directors of Indian Metals & Ferro Alloys Limited ("the Company") as a Scrutinizer, to conduct the postal ballot/meeting through the process of remote e-voting in a fair and transparent manner and ascertaining the requisite majority on postal ballot resolution through remote e-voting carried out pursuant to provisions of Section 233 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended from time to time, read with Circular No. 14/2020 dated 08.04.2020, Circular No. 17/2020 dated 13.04.2020, Circular No. 33/2020 dated 28.09.2020, Circular No. 39/2020 dated 31.12.2020, Circular No. 10/2021 dated 23.06.2021 General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022, General Circular No. 09/2023 dated 25th September, 2023 and General Circular No. 09/2024 dated 19th September, 2024 issued by Ministry of Corporate Affairs (MCA) (hereafter collectively referred to as MCA Circulars) and as amended in respect of Special Resolution for approval of the Scheme of Amalgamation (the Scheme) between Utkal Coal Limited (Transferor Company) and Indian Metals & Ferro Alloys Ltd. (Transferee Company) and their respective members and creditors under Section 233 of the Companies Act, 2013.

2. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of:

- (i) The Companies Act, 2013 and the Rules made thereunder including MCA circulars issued by MCA; and
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time

relating to postal ballot voting by voting by electronic means.

3. My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members for the resolutions contained in the Notice dated 13th November 2024, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency engaged by the Company to provide e-voting facilities.



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4. The Postal Ballot Notice was issued to all the Members whose names appeared on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on 8th November 2024. In accordance with the MCA Circulars, the Company has sent the Postal Ballot/meeting Notice in electronic form only. Accordingly, the communication of the assent and dissent of the members took place through the remote e-voting system only.

The Notice along with Explanatory Statement under Section 102 of the Act was sent to the members of the Company through electronic mode to those members whose email addresses were registered with the Company/Depositories. However, the Company has also given an additional opportunity to its members to update their credentials with the Company through a public notice dated 13th November 2024. Further the Company vide the Postal Ballot notice dated 13th November 2024, had also requested its shareholders to register their email addresses with the Company. The shareholders holding shares as on the cut-off date i.e. 8th November, 2024 were entitled to vote on the proposed resolution as set out in the Notice dated 13th November, 2024:

5. The Company has availed of the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by members of the Company.

I submit my report as under:

- (i) On 13th November 2024, the Company completed the dispatch of postal ballot notice only through electronic mode to members whose e-mail ID was registered with the Company and whose name(s) appeared on the register of members/List of Beneficial Owners as on the cut-off date. For this purpose, we have relied upon the email exchanged by NSDL with the Company for confirming that the email-communication has been sent to all the members as mentioned above.
- (ii) An advertisement regarding notice of Postal Ballot/E-Voting was published in Business Standard (All edition) and Pragativadi (Odisha) dated 14th November 2024.
- (iii) In compliance with MCA Circulars, physical Postal Ballot Forms were not dispatched by the Company. Therefore, neither the Company nor I have received any postal ballot (s).
- (iv) The shareholders have cast their votes through e-voting facility on the designated website URL: <https://www.evoting.nsdl.com/>
- (v) The remote e-voting for postal ballot process commenced on Thursday, 14th November, 2024 (9:00 A.M. IST) and ended on Friday, 13th December, 2024 (5:00 P.M. IST).
- (vi) All the votes received up to 5:00 PM on 13th December 2024, being the last date and time fixed by the Company for remote e-voting, were considered for my scrutiny. The e-voting was disabled immediately thereafter.
- (vii) 274 Number of members had cast their votes on e-voting platform till 13th December, 2024 5:00 P.M. IST.



(viii) The results of remote e-voting were unblocked by me by accessing the data downloaded by me from the website www.evoting.nsdl.com of NSDL. The votes were unblocked by me at 5:03 p.m. on 13th December 2024, in the presence of two witnesses, Ms Sunita Maharana and Mr Manoj Kumar Behera resident of Bhubaneswar, Odisha who are not in the employment of the Company. They have signed below confirming the votes being unblocked in their presence.

Sunita Maharana

(Sunita Maharana)
R/O Plot No.212/A
Saheed Nagar
Bhubaneswar-751007
Odisha

Manoj Kumar Behera

(Mr Manoj Kumar Behera)
Plot No A/23, Saheed Nagar
Near Angan Resturant
Po:- Saheed Nagar
Bhubaneswar - 751007,
Odisha

- (ix) The Postal Ballot electronic votes were duly scrutinized.
- (x) The particulars of postal ballot received from members in electronic voting report generated from NSDL have been entered in a separate Register maintained for the purpose.
- (xi) The report on results of the remote e-voting for postal ballot process is as under:

- a) **CONSIDER AND APPROVE THE SCHEME OF AMALGAMATION BETWEEN UTKAL COAL LIMITED (TRANSFEROR COMPANY) AND INDIAN METALS & FERRO ALLOYS LTD. (TRANSFEREE COMPANY) AND THEIR RESPECTIVE MEMBERS AND CREDITORS UNDER SECTION 233 OF THE COMPANIES ACT, 2013:**

i) Voted in favour of the Resolution

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid Votes cast
264	40431311	99.998

ii) Voted against the Resolution

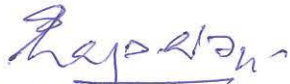
Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid Votes cast
10	823	0.002

iii) Invalid Vote

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid Votes cast
0	0	0



Based on the aforesaid result, I report that the Resolution(s) as contained in the Postal Ballot Notice dated 13th November 2024 have been passed with the requisite majority on Friday, 13th December 2024, being the last date fixed for e-voting by the Company. You may accordingly declare the result of remote e-voting for postal ballot process.



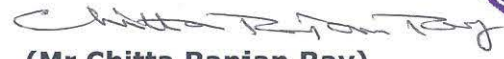
(CA Sourjya Prakash Mohapatra)

Scrutinizer

Membership No.(FCA) 52805



Countersigned by



(Mr Chitta Ranjan Ray)

Whole-time Director

Indian Metals & Ferro Alloys Limited



Place: Bhubaneswar

Date: 13th December 2024

UDIN: 24052805BKDVLW4390