



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

April 18, 2024

No. IFCI/CS/2024-344	No. IFCI/CS/2024-345
1. National Stock Exchange of India Limited Exchange Plaza Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051 CODE:IFCI	2. BSE Limited Department of Corporate Service Phiroze JeeJeebhoy Tower Dalal Street, Fort Mumbai – 400 001 CODE:500106

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 April 18, 2024.

Kindly acknowledge receipt.

Thanking you

For **IFCI Limited**

 **(Priyanka Sharma)**
Company Secretary

Encl.: As above

आई एफ सी आई लिमिटेड
पंजीकृत कार्यालय:
आईएफसीआई टावर, 61 नेहरू प्लेस, नई दिल्ली - 110 019
दूरभाष: +91-11-4173 2000, 4179 2800
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

In Development of the Nation since 1948





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DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAV-8350

Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 /

Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010

E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com

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 1A/1, Second Floor, Geeta Colony, New Delhi-110031, was appointed as Scrutinizer by the Board of Directors of IFCI Limited ('the Company') on March 19, 2024, 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 read with General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 11/2022 and 09/2023 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 and September 25, 2023 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 resolutions as mentioned in the Notice of Extra-ordinary General Meeting dated March 19, 2024 and addendum to Notice of Extra-ordinary General Meeting dated April 04, 2024 (EGM Notice(s)) held on April 18, 2024 at 11:30 A.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM):



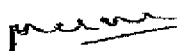
Sr. No.	Type of Resolution	Particulars
1	Special Resolution	Issue of equity shares aggregating upto ₹500 crore by way of preferential allotment to Government of India (GOI)
2	Ordinary Resolution	Appointment of Shri Jitendra Asati (DIN: 10042542), Director, Department of Financial Services (DFS), Ministry of Finance as Government Director
3	Ordinary Resolution	Appointment of Shri Surjith Karthikeyan (DIN: 09634785), Director, Department of Financial Services (DFS), Ministry of Finance as Government Director

I submit my report as under:

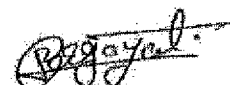
1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; and (iii) the Listing Regulations related to e-voting in respect of the resolutions contained in the EGM Notice(s) including the dispatch of notice(s) 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 resolutions contained in the EGM Notice(s), 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 Monday, April 15, 2024 at 09:00 A.M (IST) and ended on Wednesday, April 17, 2024 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. Thursday, April 11, 2024 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 resolutions as set out in EGM Notice.
5. The total paid up Equity Share Capital of the Company as on "cut off" date i.e. April 11, 2024 was Rs. 2489,61,38,630/- (Rupees Two Thousand Four Hundred Eighty Nine Crore Sixty One Lakh Thirty Eight Thousand Six Hundred and Thirty only) divided into 248,96,13,863 (Two Hundred Forty Eight Crore Ninety Six Lakh Thirteen Thousand Eight Hundred and Sixty Three) 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 ₹500 crore by way of preferential allotment to Government of India (GOI):

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	e-votes during the EGM	Remote E-votes	Total	
Assent	300	1,85,10,50,838	1,85,10,51,138	99.9465
Dissent	9,300	9,81,551	9,90,851	0.0535
Total	9,600	1,85,20,32,389	1,85,20,41,989	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'.

II. Appointment of Shri Jitendra Asati (DIN: 10042542), Director, Department of Financial Services (DFS), Ministry of Finance as Government Director:

Particulars	Ordinary Resolution			Percentage
	Number of Valid Votes			
	e-votes during the EGM	Remote E-votes	Total	
Assent	225	1,80,34,11,413	1,80,34,11,638	97.3824
Dissent	9,375	4,84,66,478	4,84,75,853	2.6176
Total	9,600	1,85,18,77,891	1,85,18,87,491	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 B'.

III. Appointment of Shri Surjith Karthikeyan (DIN: 09634785), Director, Department of Financial Services (DFS), Ministry of Finance as Government Director:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-votes during the EGM	Remote E-votes	Total	
Assent	225	1,80,34,25,962	1,80,34,26,187	97.3831
Dissent	9,375	4,84,51,929	4,84,61,304	2.6169
Total	9,600	1,85,18,77,891	1,85,18,87,491	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 C'.

- 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 Reg. No.: L2021DE009500
 Peer Review Certificate No. 2792/2022




Devesh Kumar Vasisht
 Managing Partner
 CP No.:13700 / Mem. No. F8488
 UDIN: F008488F000171442

Date: April 18, 2024
 Place: New Delhi



For IFCI Limited
Countersigned by



(the Chairman of the meeting)

Date: April 18, 2024
 Place: New Delhi

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

A1. VOTING THROUGH REMOTE E-VOTING DURING EGM:

Particulars	No. of Voters	No. of Shares	Paid-up value of shares
a) Total votes received	7	9,600	96,000
b) Less: Invalid votes	-	-	-
d) Net Valid votes cast	7	9,600	96,000
e) Votes with assent for the resolution	4	300	3,000
f) Votes with dissent for the resolution	3	9,300	93,000

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Shares	Paid-up value of shares
a) Total votes received	333	1,85,20,32,389	18,52,03,23,890
b) Less: Invalid votes	-	-	-
d) Net Valid votes cast	333	1,85,20,32,389	18,52,03,23,890
e) Votes with assent for the resolution	313	1,85,10,50,838	18,51,05,08,380
f) Votes with dissent for the resolution	20	9,81,551	98,15,510



Annexure-B

Details of E-voting during the EGM & remote e-voting for Resolution No.-2 are as under:

B1. VOTING THROUGH REMOTE E-VOTING DURING EGM:

Particulars	No. of Voters	No. of Shares	Paid-up value of shares
a) Total votes received	7	9,600	96,000
b) Less: Invalid votes	-	-	-
d) Net Valid votes cast	7	9,600	96,000
e) Votes with assent for the resolution	3	225	2,250
f) Votes with dissent for the resolution	4	9,375	93,750

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Shares	Paid-up value of shares
a) Total votes received	332	1,85,18,77,891	18,51,87,78,910
b) Less: Invalid votes	-	-	-
d) Net Valid votes cast	332	1,85,18,77,891	18,51,87,78,910
e) Votes with assent for the resolution	269	1,80,34,11,413	18,03,41,14,130
f) Votes with dissent for the resolution	63	4,84,66,478	48,46,64,780



Annexure-C

Details of E-voting during the EGM & remote e-voting for Resolution No.-3 are as under:

C1. VOTING THROUGH REMOTE E-VOTING DURING EGM:

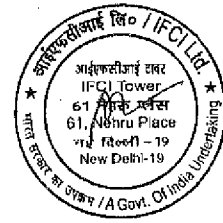
Particulars	No. of Voters	No. of Shares	Paid-up value of shares
a) Total votes received	7	9,600	96,000
b) Less: Invalid votes	-	-	-
d) Net Valid votes cast	7	9,600	96,000
e) Votes with assent for the resolution	3	225	2,250
f) Votes with dissent for the resolution	4	9,375	93,750

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Shares	Paid-up value of shares
a) Total votes received	332	1851877891	18,51,87,78,910
b) Less: Invalid votes	-	-	-
d) Net Valid votes cast	332	1851877891	18,51,87,78,910
e) Votes with assent for the resolution	270	1,80,34,25,962	18,03,42,59,620
f) Votes with dissent for the resolution	62	4,84,51,929	48,45,19,290



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)	18-04-2024
Start time of the meeting	11:40 AM
End time of the meeting	11:50 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	19-03-2024
Date of Issuance of Report to the company	18-04-2024



Voting results	
Record date	11-04-2024
Total number of shareholders on record date	851008
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	56
No. of resolution passed in the meeting	3
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 Rs500 crore by way of preferential allotment to Government of India 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	1750576628	1750576628	100	1750576628	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1750576628	1750576628	100	1750576628	0	100
Public-Institutions	E-Voting	207501901	101267695	48.8033	100303610	964085	99.048	0.952
	Poll							
	Postal Ballot (if applicable)							
	Total		207501901	101267695	48.8033	100303610	964085	99.048
Public- Non Institutions	E-Voting	531535334	197666	0.0372	170900	26766	86.459	13.541
	Poll							
	Postal Ballot (if applicable)							
	Total		531535334	197666	0.0372	170900	26766	86.459
Total		2489613863	1852041989	74.3907	1851051138	990851	99.9465	0.0535
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Jitendra Asati DIN 10042542 Director Department of Financial Services DFS_Ministry of Finance as Government Director				
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	1750576628	1750576628	100	1750576628	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1750576628	1750576628	100	1750576628	0	100
Public- Institutions	E-Voting	207501901	101113197	48.7288	52664749	48448448	52.0849	47.9151
	Poll							
	Postal Ballot (if applicable)							
	Total		207501901	101113197	48.7288	52664749	48448448	52.0849
Public- Non Institutions	E-Voting	531535334	197666	0.0372	170261	27405	86.1357	13.8643
	Poll							
	Postal Ballot (if applicable)							
	Total		531535334	197666	0.0372	170261	27405	86.1357
Total		2489613863	1851887491	74.3845	1803411638	48475853	97.3824	2.6176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Surjith Karthikeyan DIN 09634785 Director Department of Financial Services DFS Ministry of Finance as Government Director				
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	1750576628	1750576628	100	1750576628	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1750576628	1750576628	100	1750576628	0	100
Public- Institutions	E-Voting	207501901	101113197	48.7288	52664749	48448448	52.0849	47.9151
	Poll							
	Postal Ballot (if applicable)							
	Total		207501901	101113197	48.7288	52664749	48448448	52.0849
Public- Non Institutions	E-Voting	531535334	197666	0.0372	184810	12856	93.4961	6.5039
	Poll							
	Postal Ballot (if applicable)							
	Total		531535334	197666	0.0372	184810	12856	93.4961
Total		2489613863	1851887491	74.3845	1803426187	48461304	97.3831	2.6169
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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

