



28<sup>th</sup> September, 2022

National Stock Exchange of India Ltd  
'Exchange Plaza', C-1, Block – G  
Bandra – Kurla Complex  
Bandra (E), Mumbai 400 051  
**Code : IFGLEXPOR**

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
**Code: 540774**

Dear Sirs,

**Re: Disclosure under Regulation 30(2) read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)**

Kindly be informed that 15th Annual General Meeting (AGM) of the Members of the Company was held today i.e. Wednesday, 28th September, 2022 at 4.35 pm IST, with a delay of 5 minutes from scheduled time of 4.30 pm IST due to technical glitches, through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Members were informed that AGM is held through VC/OAVM following Instructions/Guidelines issued by MCA and SEBI and that those Members, who have not casted their votes prior to commencement of AGM following remote e-voting facility extended by the Company through platform of National Securities Depository Limited, may still vote on resolutions proposed within maximum of 15 minutes from close of the AGM.

Executive Chairman of the Company, Mr S K Bajoria chaired the meeting and called the meeting to order. Other Directors present including Non-executive Independent Directors, Mr D G Rajan (Chairman of Audit Committee and Nomination and Remuneration Committee of the Company) and Mr Debal Kumar Banerji (Chairman of Stakeholders Relationship Committee of the Company) recorded their attendance. Representatives of Statutory Auditors as well as Secretarial Auditors of the Company were also present.

With permission of the Members present, Notice of AGM and Auditors Report forming part of Annual Report for FY 2021-22, were taken as read. Members were informed that Reports of the Statutory Auditors as well as Secretarial Auditors of the Company for financial year ended on 31<sup>st</sup> March, 2022 does not contain qualifications and/or adverse remarks or disclaimers except few Emphasis of Matters.

Members were informed that Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or Arrangements in which Directors are interested are available for inspection electronically.

At the request of Chairman, Mr S K Bajoria, Managing Director of the Company, Mr James Leacock McIntosh gave overview of Company's performance including for FY 2021-22.

**IFGL REFRACTORIES LIMITED**

[www.ifglref.com](http://www.ifglref.com)

**Head & Corporate Office:** McLeod House  
3 Netaji Subhas Road, Kolkata 700 001, India  
**Tel:** +91 33 4010 6100 | **Email:** ifgl.ho@ifgl.in

**Registered Office:** Sector B, Kalunga Industrial Estate  
P.O. Kalunga, Dist. Sundergarh, Odisha 770 031, India  
**Tel:** +91 661 266 0195 | **Email:** ifgl.works@ifgl.in

**CIN:** L51909OR2007PLC027954



It was mentioned that at the AGM, passing of following nine resolutions relating to Ordinary and Special Business mentioned in the Notice of AGM are to be considered by the Members. Since all resolutions have already been put to vote through Remote e-Voting, they are not required to be proposed or seconded.

S No.	Resolution	Type of Resolution
<b>Ordinary Business</b>		
1.	Adoption of Standalone and Consolidated Audited Financial Statements of the Company for year ended on 31 <sup>st</sup> March, 2022, Reports of Board of Directors and Auditors thereon.	Ordinary Resolution
2.	Approval for payment of Final Dividend @ 70% (Rs 7) per Equity Share recommended by the Board of Directors for Financial Year 2021-22.	Ordinary Resolution
3.	Re-appointment of Mr Shishir Kumar Bajoria (DIN: 00084004) as a Director of the Company liable to retire by rotation.	Ordinary Resolution
<b>Special Business</b>		
4.	Re-appointment of Mr D G Rajan (DIN : 00303060) as an Independent Director for five consecutive years upto conclusion of 20 <sup>th</sup> AGM of the Company.	Special Resolution
5.	Re-appointment of Mr Debal Kumar Banerji (DIN : 03529129) as an Independent Director for five consecutive years upto conclusion of 20 <sup>th</sup> AGM of the Company.	Special Resolution
6.	Re-appointment of Mr Sudhamoy Khasnobis (DIN : 00025497) as an Independent Director for five consecutive years upto conclusion of 20 <sup>th</sup> AGM of the Company.	Special Resolution
7.	Re-appointment of Mr Shishir Kumar Bajoria (DIN: 00084004) as Executive Chairman for 3 (three) years from 1 <sup>st</sup> April, 2023 to 31 <sup>st</sup> March, 2026	Special Resolution
8.	Entering into transactions with related parties pursuant to Section 188 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014	Ordinary Resolution
9.	Ratification of remuneration for FY 2022-2023 of Cost Auditor, M/s Mani & Co.	Ordinary Resolution

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Members were informed that the Company has appointed Mr S M Gupta, Proprietor of M/s S M Gupta & Co. , Company Secretaries (Membership No. FCS 896, CP No. 2053) as a Scrutinizer, who is also present at the AGM, for the purpose of scrutinizing the process of remote e-voting and e-voting at AGM in fair and transparent manner.

Thereafter following Speaker Members spoke :

1. Mr Saket Kapoor (DP ID : 12023000 ; Client ID : 01145290)
2. Mr Keshav Garg (DP ID : IN300214 ; Client ID : 15646980)

There was no other speaker member.

The Chairman informed the Members that he is authorizing the Scrutinizer, Mr S M Gupta to furnish Consolidated Scrutinizers Report of the total votes cast in favour or against to the Deputy Company Secretary, Mrs Mansi Damani for and on his behalf within two working days of conclusion of the AGM. He said that he has also authorized Mrs Damani to forward voting results along with Scrutinizer's Report to the Stock Exchanges and also upload those on the website of the Company viz [www.ifglref.com](http://www.ifglref.com) and that of NSDL.

The Chairman mentioned that each of resolutions shall be deemed to be passed at the AGM subject to receipt of requisite number of votes. There being no other business, the Chairman said that meeting stand concluded. Time at this juncture was 5.13 PM

Recorded Transcript of AGM is being hosted on Company's website [www.ifglref.com](http://www.ifglref.com) under Investor Relations Section – Annual General Meeting.

Thanking you,

Yours faithfully,  
For IFGL Refractories Ltd.

(M Damani)  
Deputy Company Secretary