



IFGL REFRACTORIES LIMITED

Head & Corporate Office :

3, Netaji Subhas Road, Kolkata - 700 001, India
Phone : +91 33 40106100, Fax : +91 33 22430886
E-mail : ifgl.ho@ifgl.in, Websites : www.ifglref.com

29th July, 2019

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: **Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Please find attached results of Voting, in format specified along with Scrutinizer's Report relating to 12th Annual General Meeting of the Shareholders held on Saturday, 27th July, 2019.

Thanking you,

Yours faithfully,
For IFGL Refractories Ltd.,


(R Agarwal)
Company Secretary

Formerly known as **IFGL EXPORTS LIMITED**

Registered Office & Kalunga Works :

Sector 'B', Kalunga Industrial Estate
P.O. Kalunga - 770 031, Dist. Sundergarh, Odisha, India
Phone : +91 661 2660195, Fax : +91 661 2660173
E-mail : ifgl.works@ifgl.in, CIN : L51909OR2007PLC027954



Disclosure of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :

Sl. No.	Particulars	Details
1.	Date of AGM/EGM	: 27 th July, 2019
2.	Total number of shareholders on cut off date (i.e 20 th July, 2019 – cut off date for e-voting purpose)	: 12570
3.	No. of Shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group Public	: 6 : 34
4.	No. of Shareholders attended the meeting through Video Conferencing : Promoters and Promoter Group Public	N.A

The mode of voting for all resolution was E-Voting (Wednesday, 24th July, 2019 at 9.00 A.M. till 5.00 P.M. on Friday, 26th July, 2019) and Physical Ballot at the AGM

Agenda Wise Disclosure

In case of Poll/Postal ballot/E-voting:

The mode of voting for all resolution was E-voting and Physical Ballot.



Resolution 1: To adopt both Standalone and Consolidated Audited Financial Statements of the Company for Financial Year (FY) ended on 31st March 2019 and Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	26104774	26104774	100.00	26104774	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		26104774	26104774	100.00	26104774	-	100.00
Public – Institutional	E-Voting	5958766	5327607	89.41	5327607	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		5958766	5327607	89.41	5327607	-	100.00
Public - Non Institutional	E-Voting	3975772	169419	4.26	169419	-	100.00	-
	Poll		100	0.00	100	-	100.00	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		3975772	169519	4.26	169519	-	100.00
Total		36039312	31601900	87.69	31601900	-	100.00	-



Resolution 2: To approve payment of Final Dividend of 25% i.e. Rs. 2.50 per Equity Share for FY 2018-2019.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	26104774	26104774	100.00	26104774	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		26104774	26104774	100.00	26104774	-	100.00
Public – Institutional	E-Voting	5958766	5954131	99.92	5954131	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		5958766	5954131	99.92	5954131	-	100.00
Public - Non Institutional	E-Voting	3975772	169419	4.26	169419	-	100.00	-
	Poll		100	0.00	100	-	100.00	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		3975772	169519	4.26	169519	-	100.00
Total		36039312	32228424	89.43	32228424	-	100.00	-



Resolution 3: To pass an Ordinary Resolution under Section 152 of the Companies Act, 2013 for re-appointment of Mr Pradeep Bajoria (DIN: 00084031) to the extent that he is retiring by rotation at the ensuing AGM and eligible to be re-appointed for further period.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	26104774	26104774	100.00	26104774	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		26104774	26104774	100.00	26104774	-	100.00
Public – Institutional	E-Voting	5958766	5954131	99.92	5954131	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		5958766	5954131	99.92	5954131	-	100.00
Public - Non Institutional	E-Voting	3975772	10649	0.27	10609	40	99.62	0.38
	Poll		100	0.00	100	-	100.00	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		3975772	10749	0.27	10709	40	99.63
Total		36039312	32069654	88.98	32069614	40	99.99	0.01



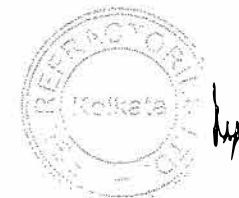
Resolution 4: To pass an Ordinary Resolution under Section 152 of the Companies Act, 2013 for re-appointment of Mr Kamal Sarda (DIN: 03151258) to the extent that he is retiring by rotation at the ensuing AGM and eligible to be re-appointed for further period.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 *	26104774	26104774	100.00	26104774	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		26104774	26104774	100.00	26104774	-	100.00
Public – Institutional	E-Voting	5958766	5954131	99.92	5954131	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		5958766	5954131	99.92	5954131	-	100.00
Public - Non Institutional	E-Voting	3975772	167419	4.21	167379	40	99.98	0.02
	Poll		100	0.00	100	-	100.00	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		3975772	167519	4.21	167479	40	99.98
Total		36039312	32226424	89.42	32226384	40	99.99	0.01



Resolution 5: To pass an Ordinary Resolution for appointment of M/s S. R. Batliboi & Co LLP, Firm Registration No. 301003E/E300005, Chartered Accountants as Statutory Auditors of the Company for a term of five years from FY 2019-2020.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	26104774	26104774	100.00	26104774	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		26104774	26104774	100.00	26104774	-	100.00
Public – Institutional	E-Voting	5958766	3877180	65.07	3877180	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		5958766	3877180	65.07	3877180	-	100.00
Public - Non Institutional	E-Voting *	3975772	169419	4.26	169379	40	99.98	0.02
	Poll		100	0.00	100	-	100.00	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		3975772	169519	4.26	169479	40	99.98
Total		36039312	30151473	83.66	30151433	40	99.99	0.01



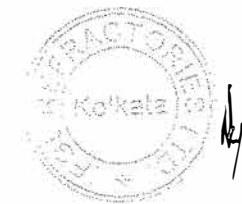
Resolution 6: To pass a Special Resolution for payment of minimum remuneration to the Chairman, Mr Shishir Kumar Bajoria (DIN: 00084004) for FY 2019-2020.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	26104774	5590156	21.41	5590156	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		5590156	21.41	5590156	-	100.00	-
Public – Institutional	E-Voting	5958766	5954131	99.92	3357221	2596910	56.38	43.62
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		5954131	99.92	3357221	2596910	56.38	43.62
Public - Non Institutional	E-Voting *	3975772	169419	4.26	169379	40	99.98	0.02
	Poll		100	0.00	100	-	100.00	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		169519	4.26	169479	40	99.98	0.02
Total		36039312	11713806	32.50	9116856	2596950	77.83	22.17



Resolution 7: To pass a Special Resolution for payment of minimum remuneration to the Managing Director, Mr Pradeep Bajoria (DIN: 00084031) for FY 2019-2020.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	26104774	26104774	100.00	26104774	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		26104774	26104774	100.00	26104774	-	100.00
Public -- Institutional	E-Voting	5958766	5954131	99.92	3357221	2596910	56.38	43.62
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		5958766	5954131	99.92	3357221	2596910	56.38
Public - Non Institutional	E-Voting	3975772	10649	0.27	10609	40	99.62	0.38
	Poll		100	0.00	100	-	100.00	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		3975772	10749	0.27	10709	40	99.63
Total		36039312	32069654	88.98	29472704	2596950	91.90	8.10



Resolution 8: To pass an Ordinary Resolution pursuant to Section 188 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 for entering into transactions with related parties for FY 2019-2020.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	26104774	5590156	21.41	5590156	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		5590156	21.41	5590156	-	100.00	-
Public – Institutional	E-Voting	5958766	5954131	99.92	5954131	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		5954131	99.92	5954131	-	100.00	-
Public - Non Institutional	E-Voting	3975772	4363	0.11	4323	40	99.08	0.92
	Poll		100	0.00	100	-	100.00	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		4463	0.11	4423	40	99.10	0.90
Total		36039312	11548750	32.04	11548710	40	99.99	0.01



Resolution 9: To pass an Ordinary Resolution for ratification of Cost Auditors' remuneration for FY 2019-2020.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	26104774	26104774	100.00	26104774	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		26104774	26104774	100.00	26104774	-	100.00
Public -- Institutional	E-Voting	5958766	5954131	99.92	5954131	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		5958766	5954131	99.92	5954131	-	100.00
Public - Non Institutional	E-Voting	3975772	169419	4.26	169419	-	100.00	-
	Poll		100	0.00	100	-	100.00	-
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		3975772	169519	4.26	169519	-	100.00
Total		36039312	32228424	89.43	32228424	-	100.00	-



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Resi. : 2534 8148
Mobile : 98300 57568

S. M. GUPTA & CO.
COMPANY SECRETARIES
P-15, BENTINCK STREET, CALCUTTA-700 001

Ref. No.....

Dated

Scrutinizer's Report

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

The Chairman
IFGL Refractories Limited
Sector B Kalunga Industrial Estate
P.O. -Kalunga
District -Sundergarh
Odisha-770 031

Dear Sir,

I, S. M. Gupta, Partner of M/s. S. M. Gupta & Co., Company Secretaries having its office at P-15, Bentinck Street, Kolkata - 700 001 was appointed as a Scrutinizer by IFGL REFRACTORIES LIMITED ("the Company") for the purpose of scrutinizing the voting process (electronically or otherwise) at the 12th Annual General Meeting of the Shareholders of the Company, to be held on Saturday, 27th day of July, 2019 at 11 a.m. at its Registered Office situated at Sector B, Kalunga Industrial Estate, P.O. Kalunga , Dist. Sundergarh, Odisha -770031 in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time on the below mentioned resolution(s). The Company had provided to the Members facility of remote e-voting and voting at the Annual General Meeting by Physical Ballot. We submit our report as under:

- 1. The remote e-voting period started on Wednesday 24th July, 2019 (9:00A.M.) and ended on Friday, 26th July, 2019 (5:00 P.M.) and the members were required to cast their vote electronically conveying their yes/no/abstain in respect of the Ordinary/Special Resolutions on e-voting platform provided by NSDL.**
2. The members who attended the meeting were provided with the facility of voting through Physical Ballot.



3. The shareholders holding shares as on the "cut off" date i.e. 20.07.2019 were entitled to vote on the proposed resolutions (item no. 1 to 9 as set out in the notice of the 12th Annual General Meeting of the Company)
4. The votes were unblocked on 27.07.2019 at around 12:10 p.m. in the presence of two witnesses, Ms. Mahua Singha and Ms. Puja Purohit both working for gain at P-15, Bentinck Street, Kolkata- 700 001 who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Mahua Singha

Name: Mahua Singha

Puja Purohit

Name: Puja Purohit

- Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" and "AGAINST", were downloaded from the e-voting website of the National Securities Depository Limited (NSDL). (www.evoting.nsdl.com) –
5. The result of the e-voting and ballot are annexed herewith and marked as - **Annexure "A"**.
 6. The Register, all other papers and relevant records relating to electronic voting / voting by ballots shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting where after the same will be handed over to the Company Secretary for safe keeping.

Place: Kolkata
Date : 27.07.2019
Enco: Annexure 'A'



Thanking you,
Yours faithfully,

S.M. Gupta

(S.M. Gupta)
Partner
S. M. Gupta & Co.
Company Secretaries
Firm Registration No.
P1993WB046600
Membership No.: FCS-
896
C P No.:2053

REPORT OF SCRUTINIZER SHOWING RESULT OF VOTING DONE FOR 12th ANNUAL GENERAL MEETING OF IFGL REFRACTORIES LIMITED HELD ON 27.07.2019																
S.No	Resolution	Class of Resolution	Remote E-voting				Physical ballot				Total					
			No. of shareholders		No. of shares		No. of shareholders		No. of Shares		For		Against		Percent	
			For	Against	For	Against	For	Against	For	Against	No of share holders	No of shares	Percent	No of share holders	No of shares	Percent
1	Adoption of both Standalone and Consolidated Audited Financial Statements for F.Y.E.31.03.2019 and Reports of the Board of	Ordinary Resolution	54	0	31601800	0	1	0	100	0	55	31601900	100	0	0	0
2	Declaration of Final dividend of 25% i.e Rs 2.50 per Equity Share for FY 2018-19	Ordinary Resolution	55	0	32228324	0	1	0	100	0	56	32228424	100	0	0	0
3	Re-appointment of Mr. Pradeep Bajoria(DIN : 00084031) to the extent he is required to retire by rotation and offered himself for re-appointment.	Ordinary Resolution	50	1	32069514	40	1	0	100	0	51	32069614	99.99	1	40	0.01
4	Re-appointment of Mr. Kamal Sarda(DIN : 03151258) to the extent he is required to retire by rotation and offered himself for re-appointment.	Ordinary Resolution	53	1	32226284	40	1	0	100	0	54	32226384	99.99	1	40	0.01
5	Appointment of M/s. S. R. Batliboi and Co LLP, Chartered Accountants as Statutory Auditors for a term of five years from FY 2019-2020.	Ordinary Resolution	53	1	30151333	40	1	0	100	0	54	30151433	99.99	1	40	0.01



6	Approval for Payment of minimum remuneration to the Chairman, Mr Shishir Kumar Bajoria (DIN: 00084004) for FY 2019-2020.	Special Resolution	47	2	9116756	2596950	1	0	100	0.48	9116856	77.83	2	2596950	22.17
7	Approval for Payment of minimum remuneration to the Managing Director, Mr Pradeep Bajoria (00084031) for FY 2019-2020.	Special Resolution	49	2	29472604	2596950	1	0	100	0.50	29472704	91.9	2	2596950	8.1
8	Approval for entering into Related Parties Transactions pursuant to Section 188 read with Companies (Meetings of Board and its Powers) Rules, 2014 for FY 2019-20	Ordinary Resolution	38	1	11548610	40	1	0	100	0.39	11548710	99.99	1	40	0.01
9	Ratification of remuneration of Cost Auditors for FY 2019-20.	Ordinary Resolution	55	0	32228324	0	1	0	100	0.56	32228424	100	0	0	0
NOTES:															
1. Remote e- Voting was done by 55 shareholders holding 32228324 shares.															
2. Votes cast by Related Parties for Resolution Nos.3, 4, 6, 7 and 8 have not been taken into account as none of them have voted on these resolutions.															
3. Voting by Physical Ballot was done by one shareholder holding 100 shares at the venue of Annual General Meeting.															
4. Accordingly, all resolutions were passed with requisite majority															
											S.M. GUPTA - SCRUTINIZER				
											Date: 27.07.2019				

