

VBC FERRO ALLOYS LIMITED



(An ISO 9001 - 2000 Company)

Date:01.10.2019

To

The Bombay Stock Exchange Limited

PJ Towers

Dalal Street

Mumbai-400 001.

Dear Sir,

Sub: Voting Results for the 37th Annual General Meeting –reg

We wish to bring to the notice of the Exchange that the 37th Annual General Meeting of the Company was held on Monday 30th September, 2019 at 11.30 A.M. at Surana Udyog Auditorium of The Federation of Andhra Pradesh & Telangana Chambers of Commerce & Industry, situated at 11-6-841, Red Hills, Hyderabad - 500 004.

Pursuant to regulation 44 of SEBI (LODR) Regulations, 2015, please find enclosed the voting results of the 37th Annual General Meeting of the company, held on 30th September, 2019 along with the Scrutinizer's Report.

This is for your records.

Yours sincerely,

VBC FERRO ALLOYS LIMITED

M.V. Ananthakrishna

Whole-Time Director

Corporate Office: 3rd Floor, Progressive Towers, 6-2-913/914, Khairatabad, Hyderabad - 500 004. TS, India. Tel# +91 40 23301200/1230, Fax: +91 40 23301160/61, E-mail: vbcsolar@gmail.com / info@vbcfal.in

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Web: www.vbcfal.in CIN: L27101TG1981PLC003223

VBC FERRO ALLOYS LIMITED

No. of shareholders present in the meeting either in person or through proxy: Total number of shareholders on record date Date of the AGM/EGM 30.09.2019

6914

No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:

10 31 NA NA

Promoters and Promoter Group:

Agenda- wise disclosure -Annexed-1,2,3,4,5&6

Annexure-1

ORDINARY: To receive, consider and adopt the Audited Financial Statements for Finanical Year ended 31st March 2019

including Auditors and Directors Report thereon

(Ordinary

Special)

Resolution required:

| Whether promoter/ promote | Whether promoter/ promoter group are interested in the agenda/resolution? | genda/resolution? | | No | | | | |
|---------------------------|---|-------------------|--------------|-------------------|--------------|-----------|---------------|------------|
| | | 2 | NI - 6 | % of Votes Polled | No. of Votes | No. of | % of Votes in | % of Votes |
| Category | Mode of Voting | No. Of | No. of votes | on outstanding | 1 | Votes | favour on | against |
| carcBory | 40000 | shares held | polled | shares | in favour | – against | votes polled | on votes |
| | | | | | | , | - | polled |
| | E-Voting | 6094442 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | 6094442 | 1280590 | 9.02 | 1280590 | 0 | 100 | 0 |
| Promoter Group | Postal Ballot | 1 | r. | , | | r | i | |
| | (if applicable) | | | | | | | |
| | Total | 6094442 | 1280590 | 9.02 | 1280590 | 0 | 100 | 0 |
| | E-Voting | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| | Poll | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| Public-Institutions | Postal Ballot | | - | | | _ | | |
| | (if applicable) | | | 7.74 | | | - | 1 |
| | Total | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| | | | | | | | | i i |
| | E-Voting | 8088488 | 5492 | 0.04 | 5442 | 50 | 99.99 | 0.01 |
| Public- | Poll | 8088488 | 5223918 | 36.81 | 5223918 | 0 | 99.99 | 0.01 |
| Non Institutions | Postal Ballot | | 8 | | | | | |
| | (if applicable) | | | | | | | ı |
| | Total | 8088488 | 5229410 | 36.85 | 5229360 | 50 | 99.99 | 0.01 |
| TOTAL | | | | | | | | |
| | | 14190240 | 6510000 | 45.89 | 6509950 | 50 | 99.99 | 0.0 |



0.01

| | | איני רויייט איניטיט בוואווירט | טיט רוואווידט | | | | VIIIEVALE-7 | |
|-----------------------|---|-------------------------------|--------------------|---------------------|--------------|-----------|---------------|--------------------|
| Resolution required: | | | | | | M-327.00 | | |
| (Ordinary | ORDINARY: Appointment of Shri. K.V. Anjaneyulu as an Independent Director | ent of Shri. K.V. A | njaneyulu as an lı | ndependent Director | | | | |
| / Special) | | | | | | | | |
| Whether promoter/ pro | Whather promoter/ promoter group are interested in the agenda/resolution? | ted in the agenda | a/resolution? | | No | | | |
| 7 | | No. Of | No. of votes | % of Votes Polled | No. of Votes | No. of | % of Votes in | % of Votes against |
| Category | ואוסמב טו אסנווווצ | shares held | polled | shares | in favour | – against | votes polled | on votes polled |
| | E-Voting | 6094442 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | 6094442 | 1280590 | 9.02 | 1280590 | 0 | 100 | 0 |
| Promoter and | Postal Ballot | | | | • | ' | 1 | • |
| הוסווסנבו טוסמף | (if applicable) | | | | | | | |
| | Total | 6094442 | 1280590 | 9.02 | 1280590 | | 100T | |
| | E-Voting | 7310 | 0 | 0.01 | 0 | 0 | . 0 | 0 |
| | Poll | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| Public-Institutions | Postal Ballot | , | | | | • | | |
| | (if applicable) |) (| | | | | | |
| | Total | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| | E-Voting | 8088488 | 5492 | 0.04 | 5442 | 50 | 99.99 | 0.01 |
| | Poll | 8088488 | 5223918 | 36.81 | 5223918 | 0 | 99.99 | 0.01 |
| Non Institutions | Postal Ballot | | | | | 1 | | |
| | (ii applicable) | | | 35.05 | | 3 | 00 00 | 221 |
| | 10(9) | 000000 |) t + 622 C | 00.00 | 00000 | Ų | 00:00 | 0.0 |
| TOTAL | | 14190240 | 6510000 | 45.89 | 6509950 | 50 | 99.99 | 0.01 |
| | | | | | | | | |





| Resolution required: | | | | | | | The state of | |
|----------------------|---|-----------------------|---------------------|-----------------------|----------------|-----------|---------------|-----------------|
| (Ordinary | ORDINARY: Appointment of Shri I Narsingh Rao as an Independent Director | nent of Shri I Narsii | ngh Rao as an Inc | dependent Director | | | | |
| Whether promoter/ p | Whether promoter/ promoter group are interested in the agenda/resolution? | ested in the agenda | a/resolution? | | No | | | |
| | | | | % of Votes Polled | No. of Votes – | No. of | % of Votes in | % of Votes |
| Category | Mode of Voting | No. Of shares held | No. of votes polled | on outstanding shares | in favour | – against | votes polled | on votes polled |
| Promoter and | | | | | | | | |
| Promoter Group | E-Voting | 6094442 | 0 | 0 | 0 | 0 | | |
| | Poll | 6094442 | 1280590 | 9.02 | 1280590 | 0 | 100 | |
| | Postal Ballot | | | | | | | |
| | (if applicable) | | | | | 1 | | |
| | Total | 6094442 | 1280590 | 9.02 | 1280590 | 0 | 100 | |
| | | | | | | | | |
| Public- Institutions | E-Voting | /310 | C | | | | | Ť |
| | Poll | 7310 | 0 | 0.01 | 0 | 0 | 0 | |
| | Postal Ballot | | | | | | | |
| | (if applicable) | 1 | | 1 | | | | |
| | Total | 7310 | 0 | 0.01 | 0 | 0 | 0 | |
| Public- | | | | | | | | |
| Non Institutions | E-Voting | 8088488 | 5492 | 0.04 | 5442 | 50 | 99.99 | |
| | Poll | 8088488 | 5223918 | 36.81 | 5223918 | 0 | 99.99 | |
| | Postal Ballot | 110 | | | | | | |
| | (if applicable) | • | | | | | - | |
| | Total | 8088488 | 5229410 | 36.85 | 5229360 | 50 | 99.99 | |
| TOTAL | | 14190240 | 6510000 | 45.89 | 6509950 | 50 | 99.99 | |



| TOTAL | | | | Public- Non Institutions | | | | Public- Institutions | | | | | Promoter and Promoter | Category | | Whether promoter/ pr | Resolution required: (Ordinary / Special) |
|----------|---------|----------------------------|---------|--------------------------|-------|----------------------------|------|----------------------|---------|----------------------------|----------------------------|---------|-----------------------|---|---|---|---|
| | Total | Postal Ballot (if applicab | Poli | s E-Voting | Total | Postal Ballot (if applicab | Poll | E-Voting | otal | Lostal parior (ii applican | Doctal Ballot (if applical | Poll | er E-Voting | Mode of Voting | | Whether promoter/ promoter group are interested in the agenda/resolution? | ORDINARY: Appointment of Shri M.Siddartha as Director |
| 14190240 | 8088488 | , | 8088488 | 8088488 | 7310 | | 7310 | 7310 | 6094442 | | | 6094442 | 6094442 | No. Of shares held | | ed in the agend | nt of Shri M.Sid |
| 6510000 | 5229410 | | 5223918 | 5492 | 0 | 1 | 0 | 0 | 128030 | | 70.70 | 1280590 | 0 | No. of votes polled | | a/resolution? | dartha as Directo |
| 45.89 | 36.85 | | 36.81 | 0.04 | 0.01 | • | 0.01 | 0.01 | 9.02 | | • | 9.02 | 0.00 | % of Votes Polled on outstanding shares | 3 | | or . |
| 6509950 | 5229360 | • | 5223918 | 5442 | 0 | 1 | 0 | 0 | 1280390 | | • | 1280590 | 0 | No. of Votes -in favour | | No | |
| 50 | 50 | | 0 | 50 | 0 | | 0 | 0 | | | • | 0 | 0 | No. of Votes – against | | | |
| 99.99 | 99.99 | 1 | 99.99 | 99.99 | 0 | 1 | 0 | 0 | 100 | | | 100 | 0 | % of Votes in favour on votes polled | | | |
| 0.01 | 0.01 | 0 | 0.01 | 0.01 | 0 | | 0 | 0 | | | 1 | 0 | 0 | % of Votes against on votes polled | | | |



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| | | VBC FERRO ALLOYS LIMITED | OYS LIMITED | | | | Annexure-5 | |
|--|---|--------------------------|-------------------|----------------|------------|-----------|---------------|-----------------|
| Resolution required: | | | | | | | | |
| (Ordinary | ORDINARY: Appointment of Shri Vijay Govind Gejji as Director | nt of Shri Vijay G | ovind Gejji as Di | rector | | | | |
| Whether promoter/ pro | Whather promoter group are interested in the agenda/resolution? | bage adt at be | a/resolution? | | Z | | | |
| | | | | % of Votes | | No. of | % of Votes in | % of Votes |
| Category | Mode of Voting | No. Of | otes/ | Polled | es | Votes | | against |
| | | shares held | polled | on outstanding | -In Tayour | – against | lled | on votes polled |
| Promoter and Promoter | E-Voting | 6094442 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | 6094442 | 1280590 | 9.02 | 1280590 | 0 | 100 | 0 |
| | Postal Ballot (if applicab | | - | - | - | | 1 | • |
| | Total | 6094442 | 1280590 | 9.02 | 1280590 | 0 | 100 | 0 |
| - Control of the Cont | | | | | | | | |
| Public- Institutions | E-Voting | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| | Poll | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicab | - | - | • | - | • | 1 | ' |
| | Total | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| | | | | | T 22 | | 8 | 5 |
| | Poll | 8088488 | 5223918 | . | 5223918 | 0 | | |
| | Postal Ballot (if applicab | - | | | - | • | - | 0 |
| | Total | 8088488 | 5229410 | 36.85 | 5229360 | 50 | 99.99 | 0.01 |
| | | | | | | | | |
| TOTAL | | 14190240 | 6510000 | 45.89 | 6509950 | 50 | 99.99 | 0.01 |
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| | | VBC FERRO ALLOYS LIMITED | OYS LIMITED | | | | Annexure-6 | |
|--------------------------|---|--------------------------|------------------|------------------|--------------|--------------------|---------------|------------------|
| Resolution required: | | | | | | | | |
| (Ordinary | ORDINARY: Appointment of Shri Vijay Govind Gejji as Managing Director | t of Shri Vijay G | ovind Gejji as M | anaging Director | | | | |
| / Special) | | | | | | | | |
| Whether promoter/ pro | Whether promoter/ promoter group are interested in the agenda/resolution? | ed in the agend | a/resolution? | | No | | | |
| | | No Of | No. of votes | % of Votes | No. of Votes | No. of | % of Votes in | % of Votes |
| Category | Mode of Voting | shares held | polled | on outstanding | | Votes = against | votes polled | against |
| | | | | shares | | - against | votes polica | oll votes boiled |
| Promoter and Promoter | E-Voting | 6094442 | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Poll | 6094442 | 1280590 | 9.02 | 1280590 | 0 | 100 | 0 |
| | Postal Ballot (if applicab- | • | • | | • | | 1 | 1 |
| | Total | 6094442 | 1280590 | 9.02 | 1280590 | 0 | 100 | 0 |
| | | | | | | | | |
| Public- Institutions | E-Voting | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| | Poll | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicab- | | • | • | • | 1 | | 1 |
| | Total | 7310 | 0 | 0.01 | 0 | 0 | 0 | 0 |
| | | | | | | | | |
| Public- Non Institutions | E-Voting | 8088488 | 5492 | 0.04 | 5442 | 50 | 99.99 | 0.01 |
| | Poll | 8088488 | 5223918 | 36.81 | 5223918 | 0 | 99.99 | 0.01 |
| | Postal Ballot (if applicab- | | • | | ı | 1 | | 0 |
| | Total | 8088488 | 5229410 | 36.85 | 5229360 | 50 | 99.99 | 0.01 |
| | | | | | | | | |
| TOTAL | | 14190240 | 6510000 | 45.89 | 6509950 | 50 | 99.99 | 0.01 |
| | | | | | | | | |



BS A.J. SHARMA & ASSOCIATES

COMPANY SECRETARIES

Cell: 98490 00744

5-8-352, No 17, 1st Floor, Raghava Ratna Towers, Chirag Ali Lane, Abids.

Hyderabad-500 001.

E-mail: ajsharma7@rediffmail.com

COMBINED SCRUTINIZER REPORT FOR E-VOTING AND POLL VBC FERRO ALLOYS LIMITED

(Pursuant to section 108 /109 of the Companies Act, 2013 and Rule 20/21 of the Companies (Management and Administration) Rules 2014

37th Annual General Meeting of VBC Ferro Alloys Limited,

6-2-913/914, Third Floor, Progressive Towers

Khairatabad, Hyderabad-500004

Dear Sir,

Passing of Resolutions through e-voting and Poll conducted at the 37th Annual Sub: General Meeting of VBC Ferro Alloys Limited held on Monday the 30th September 2019 at 11.30 A.M at Surana Udyog Auditorium, The Federation of Telangana Chambers of Commerce & Industry, situated at 11-6-841, Red Hills, Hyderabad, Telangana - 500 004,

I, A.J. Sharma, Company Secretary in Practice was appointed as Scrutinizer by

- i) The Board of Directors of VBC Ferro Alloys Limited for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out in pursuance of section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules 2014 on the resolutions referred to in this report
- The Chairman of the Annual General Meeting on poll under the provisions of (ii section 109 of the Companies Act, 2013 read with Rule 21(2) of the rules on the resolutions contained in the Notice of the 37th AGM of the members of the Company held on Monday the 30th September 2019 at 11.30 A.M at Surana Udyog Auditorium, The Federation of Telangana Chambers of Commerce & Industry, situated at 11-6-841, Red Hills, Hyderabad, Telangana - 500 004,

The Company has appointed Central Depository Services (India) Limited (CDSL) as the service Provider for extending the facility of e-voting to the members and the voting was kept open for three days from 09.00 A.M on 26th September 2019 and ending at 05.00 P.M on 29th September 2019.

The e-voting was unblocked by me on 01st October 2019 in the presence of two witnesses who are not in the employment of the Company and a scrutinizer's report for the e-voting dated 01st October 2019 was issued



At the 37th Annual General Meeting the Chairman called for Poll to facilitate the members who could not participate in the e-voting to record their votes on all the resolutions contained in the Notice calling the AGM. I have issued a separate scrutinizer report in Form MGT-13 dated 01st October 2019.

I now submit my consolidated report of the e-voting together with that of the Poll as under

| tem No of AGM Notice | Subject matter of resolution | Method of voting &(valid no voted) | No of valid votes | Votes in resolution | favor of | Votes a resolution | gainst the | Invali Votes | | RESULT |
|----------------------------|---|------------------------------------|--------------------|---------------------|--------------|-----------------------|------------|-----------------|----|--------------------------------|
| 1.0.1 | 4.1 0 | | | No | % | No | % | No | 1% | |
| l.Ordinary esolution | Adoption of accounts for 2018-19 | e-voting (13) Poll (31) | 5,492 65,04,508 | 5,442 65,04,508 | 99.09 100 | 50 | 0.91 | 0 | 0 | Passed with requisite majority |
| | | Total (44) | 65,10,000 | 65,09,950 | 99.99 | 50 | 0.01 | 0 | 0 | Joing |
| .Ordinary | Appointment of | e-voting (13) | 5,492 | 5,442 | 99.09 | 50 | 0.91 | - | 1 | Passed with |
| esolution | Shri. K.V. Anjaneyulu | Poll (31) | 65,04,508 | 65,04,508 | 100 | 0 | 0 | 0 | 0 | requisite majority |
| | (DIN:08311363)a s an Independent Director | Total (44) | 65,10,000 | 65,09,950 | 99.99 | 50 | 0.01 | 0 | 0 | Jorny |
| .Ordinary | Appointment of | e-voting (13) | 5,492 | 5,442 | 99.09 | 50 | 0.91 | | | D. A. |
| Resolution | Shri 1 Narsingh Rao(DIN:018521 | Poll (31) | 65,04,508 | 65,04,508 | 100 | 0 | 0.91 | 0 | 0 | Passed with requisite majority |
| | 12) as an Independent Director | Total (44) | 65,10,000 | 65,09,950 | 99.99 | 50 | 0.01 | 0 | 0 | majority |
| .Ordinary | Appointment of | e-voting (13) | 5,492 | 5,442 | 99.09 | 50 | 0.91 | | | |
| lesolution | Shri M.Siddartha (DIN:07630456) | Poll (31) | 65,04,508 | 65,04,508 | 100 | 0 | 0.91 | 0 | 0 | Passed with requisite majority |
| ld Control | as Director | Total (44) | 65,10,000 | 65,09,950 | 99.99 | 50 | 0.01 | 0 | 0 | majorny |
| .Ordinary | Appointment of | e-voting (13) | 5,492 | 5,442 | 99.09 | 50 | 0.91 | | 0 | Passed with |
| esolution | Gejji(DIN: | Poll (31) | 65,04,508 | 65,04,508 | 100 | 0 | 0 | 0 | 0 | requisite majority |
| | Director | Total (44) | 65,10,000 | 65,09,950 | 99.99 | 50 | 0.01 | 0 | 0 | jorn.j |
| Ordinary | Appointment of | e-voting (13) | 5,492 | 5,442 | 99.09 | 50 | 0.91 | | - | Passed with |
| solution | Gejji as Managing | Poll (31) | 65,04,508 | 65,04,508 | 100 | 0 | 0 | 0 | 0 | Passed with requisite majority |
| | Director for a period of three years. | Total (44) | 65,10,000 | 65,09,950 | 99.99 | 50 | 0.01 | 0 | 0 | |

All the Six Resolutions contained in the notice of the 37th AGM are passed with requisite majority.

I am maintaining the Registers received from the Registrars and share transfer agents, CDSL the service provider both electronically and manual in respect of the casting of votes by e-voting and Poll at the venue of AGM by the shareholders of the Company and all other relevant records and documents and are in my safe custody and the same



will be handed over to the Company after the chairman considers, approves and signs the minutes of the aforesaid 37th Annual General Meeting.

Thanking you, Yours faithfully

Place: Hyderabad Date: 01.10.2019 For A. J SHARMA & ASSOCIATES COMPANY SECRETARIES

A.J.SHARMA FCS-2120, CP-2176