



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

4th January, 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 – Results of Postal Ballot (including E-voting)

Further to our letters dated 10th November, 2018 and 27th November, 2018, please find attached

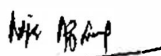
1. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer, Mr S M Gupta dated 4th January, 2019.

All Special Resolutions mentioned in the Postal Ballot Notice dated 10th November, 2018 have got passed with requisite majority on 4th January, 2019, being the date of declaration of the results of Postal Ballot.

Results of the Postal Ballot along with Scrutinizer's Report have also been hosted on Company's website viz www.ifglref.com and website of E-voting Agency (NSDL) viz <https://www.evoting.nsdl.com/>

Thanking you,

Yours faithfully,
For IFGL Refractories Ltd.,


(R Agarwal)
Company Secretary

Encl : as above

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 Postal Ballot	: Postal Ballot Notice : 10 th November, 2018. : Voting Start date: 4 th December ,2018(9:00 hours IST) : Voting End date: 2 nd January, 2019 (17:00 hours IST) : Date of declaration of Results :4 th January, 2019
2.	Total number of shareholders on Record Date/ Cut off date	: 13219 (Record Date/ Cut off date : 23 rd November, 2018)
3.	No. of Shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group Public	N.A : :
4.	No. of Shareholders attended the meeting through Video Conferencing : Promoters and Promoter Group Public	N.A

Agenda Wise Disclosure

In case of Poll/Postal Ballot/E-voting

The Members holding equity shares of the Company as on the Cut-off date had options of voting, both by E-voting or through Postal Ballot Form.



Resolution 1: Approval for continuation of Directorship of Mr D G Rajan (DIN : 00303060) as a Non-executive Independent Director till completion of his present term i.e. upto conclusion of 15th Annual General Meeting of the Company.

Resolution required: (Ordinary/ Special)			Special Resolution					
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	20514618	78.59	20514618	0	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		5590156	21.41	5590156	0	100.00	0.00
	Total		26104774	26104774	100.00	26104774	0	100.00
Public – Institutional	E-Voting	4641215	4636418	99.90	4094483	541935	88.31	11.69
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		4641215	4636418	99.90	4094483	541935	88.31
Public - Non Institutional	E-Voting	5293323	841681	15.90	840831	850	99.90	0.10
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		7205	0.14	7030	175	97.57	2.43
	Total		5293323	848886	16.04	847861	1025	99.88
Total		36039312	31590078	87.65	31047118	542960	98.28	1.72



Resolution 2: Approval for continuation of Directorship of Mr. K S B Sanyal (DIN : 00009497) as a Non- executive Independent Director till completion of his present term i.e. upto conclusion of 15th Annual General Meeting of the Company.

Resolution required: (Ordinary/ Special)			Special Resolution					
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	20514618	78.59	20514618	0	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		5590156	21.41	5590156	0	100.00	0.00
	Total	26104774	26104774	100.00	26104774	0	100.00	0.00
Public – Institutional	E-Voting	4641215	4636418	99.90	4094483	541935	88.31	11.69
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	4641215	4636418	99.90	4094483	541935	88.31	11.69
Public - Non Institutional	E-Voting	5293323	841281	15.89	840431	850	99.90	0.10
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		7155	0.14	6980	175	97.55	2.45
	Total	5293323	848436	16.03	847411	1025	99.88	0.12
Total		36039312	31589628	87.65	31046668	542960	98.28	1.72



Resolution 3: Approval for continuation of Directorship of Prof Bharati Ray (DIN : 06965340) as a Non- executive Independent Director till completion of her present term i.e. upto conclusion of 15th Annual General Meeting of the Company.

Resolution required: (Ordinary/ Special)			Special Resolution					
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	20514618	78.59	20514618	0	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		5590156	21.41	5590156	0	100.00	0.00
	Total	26104774	26104774	100.00	26104774	0	100.00	0.00
Public – Institutional	E-Voting	4641215	4636418	99.90	4636418	0	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	4641215	4636418	99.90	4636418	0	100.00	0.00
Public - Non Institutional	E-Voting	5293323	841281	15.89	840731	550	99.93	0.07
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		7120	0.14	6945	175	97.54	2.46
	Total	5293323	848401	16.03	847676	725	99.91	0.09
Total		36039312	31589593	87.65	31588868	725	100.00	0.00



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Resolution 4: Approval for continuation of Directorship of Prof Surendra Munshi (DIN :03558948) as a Non- executive Independent Director till completion of his present term i.e. upto conclusion of 15th Annual General Meeting of the Company.

Resolution required: (Ordinary/ Special)			Special Resolution					
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	20514618	78.59	20514618	0	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		5590156	21.41	5590156	0	100.00	0.00
	Total		26104774	26104774	100.00	26104774	0	100.00
Public – Institutional	E-Voting	4641215	3990645	85.98	3990645	0	100.00	0.00
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		4641215	3990645	85.98	3990645	0	100.00
Public - Non Institutional	E-Voting	5293323	841281	15.89	840731	550	99.93	0.07
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (if applicable)		7120	0.14	6945	175	97.54	2.46
	Total		5293323	848401	16.03	847676	725	99.91
Total		36039312	30943820	85.86	30943095	725	100.00	0.00



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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 and 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended

To,
The Chairman
IFGL Refractories Limited
(Formerly known as IFGL Exports Ltd)
CIN: L51909OR2007PLC027954
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 and postal ballot) in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended in respect of Special Resolutions pursuant to Postal Ballot Notice dated 10.11.2018 and the Public Notice published on 01.12.2018, for which the Company had provided to the Members facility of remote e-voting and voting by Postal Ballot. We submit our report as under:

1. The postal ballot and remote e-voting period started on Tuesday, 4th December, 2018 at 9.00 a.m. and ended on Wednesday, 2nd January, 2019 at 5.00 p.m. and the Members were required to cast their vote electronically conveying their assent/dissent in respect of the Special Resolutions on e-voting platform provided by NSDL. The remote e-voting module was disabled by NSDL for voting thereafter.
2. The members were provided with the facility of voting through Postal Ballot and the Postal Ballots received upto 5.00 p.m. of 2nd January, 2019 have been considered in this report.
3. The shareholders holding shares as on the "cut off" date i.e. 23rd November, 2018 were entitled to vote on the proposed resolutions.



4. The votes cast by remote e-voting on the NSDL Platform were unblocked on 2nd January, 2019 at around 5:43 p.m. in the presence of two witnesses, Ms. Puja Purohit and Mr. Rohit Goyal 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.

Puja Purohit

Name: Ms. Puja Purohit

Rohit Goyal

Name: Mr. Rohit Goyal

- Thereafter, the details of equity shareholders, who voted "FOR" and/or "AGAINST", by remote e-voting and Postal Ballot were compiled and the combined report of the voting results are enclosed herewith and marked as Annexure "A".
5. A. 11 (Eleven) ballot papers were found invalid and were not considered while computing the results.
- B. 4 (Four) envelopes were received after the closure of the Postal Ballot and were not opened as the same were treated as "not received".
6. Accordingly, all the four Special Resolutions have been passed with requisite majority as the number of votes cast in favour of the resolutions are not less than three times the number of votes cast against the same.
7. The Register, all other papers and relevant records relating to electronic voting / voting by postal ballots shall remain in our safe custody until the Chairman / Managing Director considers, approves and signs the minutes of the aforesaid Meeting whereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

S. M. Gupta
(S. M. Gupta)
Partner
S. M. Gupta & Co.,
Company Secretaries

Membership Number: FCS-896

C. P. No: 2053

Place: KOLKATA

Dated: 4th January, 2019



(Annexure-A to the Scrutinizer's Report dated 4th January, 2019)

IFGL Refractories Limited – Postal Ballot & E-voting Results

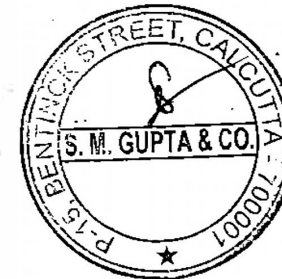
Details of voting results as per Reg. 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

Date of Scrutinizer's Report:	Friday, 4 th January; 2019
Total number of Shareholders on record date: (being the cut-off date for determining shareholders entitled to voting – 23rd November, 2018)	13219
No. of Shareholders who voted in the voting process:	
Promoter and Promoter Group :	7
Public :	102
Total	109
No. of Shareholders attended the meeting through Video Conferencing:	N.A. as it is a Postal Ballot
Promoters and Promoter Group:	
Public:	



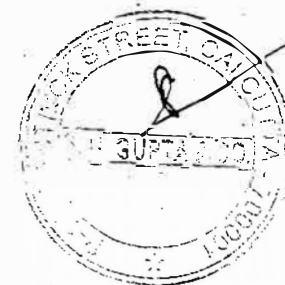
Resolution No. 1: Approval for continuation of directorship of Mr. D. G. Rajan (DIN: 00303060) as a Non-executive Independent Director till completion of his present term (upto conclusion of 15th Annual General Meeting of the Company)

Resolution required :						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	20514618	78.5857	20514618	0	100.0000	0.0000
	Postal Ballot		5590156	21.4143	5590156	0	100.0000	0.0000
	Sub-total (A)	26104774	26104774	100.0000	26104774	0	100.0000	0.0000
Public-Institutions	E-Voting	4641215	4636418	99.8966	4094483	541935	88.3113	11.6887
	Postal Ballot		0.0000	0.0000	0	0	0.0000	0.0000
	Sub-total (B)	4641215	4636418	99.8966	4094483	541935	88.3113	11.6887
Public - Non Institutions	E-Voting	5293323	841681	15.9008	840831	850	99.8990	0.1010
	Postal Ballot		7205	0.1361	7030	175	97.5711	2.4289
	Sub-total (C)	5293323	848886	16.03690	847861	1025	99.8793	0.1207
Grand Total = A+B+C		36039312	31590078	87.6545	31047118	542960	98.2812	1.7188



Resolution No. 2: Approval for continuation of directorship of Mr. K. S. B. Sanyal (DIN : 00009497) as a Non-executive Independent Director till completion of his present term (upto conclusion of 15th Annual General Meeting of the Company)

Resolution required :						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	20514618	78.5857	20514618	0	100.0000	0.0000
	Postal Ballot		5590156	21.4143	5590156	0	100.0000	0.0000
	Sub-total (A)	26104774	26104774	100.0000	26104774	0	100.0000	0.0000
Public-Institutions	E-Voting	4641215	4636418	99.8966	4094483	541935	88.3113	11.6887
	Postal Ballot		0.0000	0.0000	0	0	0.0000	0.0000
	Sub-total (B)	4641215	4636418	99.8966	4094483	541935	88.3113	11.6887
Public - Non Institutions	E-Voting	5293323	841281	15.8932	840431	850	99.8990	0.1010
	Postal Ballot		7155	0.1352	6980	175	97.5542	2.4458
	Sub-total (C)	5293323	848436	16.0284	847411	1025	99.8792	0.1208
Grand Total = A+B+C		36039312	31589628	87.6532	31046668	542960	98.2812	1.7188



Resolution No. 3: Approval for continuation of directorship of Prof. Bharati Ray (DIN: 06965340) as a Non-executive Independent Director till completion of his present term (upto conclusion of 15th Annual General Meeting of the Company)

Resolution required :						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	20514618	78.5857	20514618	0	100.0000	0.0000
	Postal Ballot		5590156	21.4143	5590156	0	100.0000	0.0000
	Sub-total (A)	26104774	26104774	100.0000	26104774	0	100.0000	0.0000
Public-Institutions	E-Voting	4641215	4636418	99.8966	4636418	0	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0	0	0.0000	0.0000
	Sub-total (B)	4641215	4636418	99.8966	4636418	0	100.0000	0.0000
Public - Non Institutions	E-Voting	5293323	841281	15.8932	840731	550	99.9346	0.0654
	Postal Ballot		7120	0.1345	6945	175	97.5421	2.4579
	Sub-total (C)	5293323	848401	16.0278	847676	725	99.9145	0.0855
Grand Total = A+B+C		36039312	31589593	87.6532	31588868	725	99.9977	0.0023



Resolution No. 4: Approval for continuation of directorship of Prof. Surendra Munshi (DIN: 03558948) as a non-executive independent director till completion of his present term (upto conclusion of 15th Annual General Meeting of the Company)

Resolution required :						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	20514618	78.5857	20514618	0	100.0000	0.0000
	Postal Ballot		5590156	21.4143	5590156	0	100.0000	0.0000
	Sub-total (A)	26104774	26104774	100.0000	26104774	0	100.0000	0.0000
Public-Institutions	E-Voting	4641215	3990645	85.9828	3990645	0	100.0000	0.0000
	Postal Ballot		0.0000	0.0000	0	0	0.0000	0.0000
	Sub-total (B)	4641215	3990645	85.9828	3990645	0	100.0000	0.0000
Public - Non Institutions	E-Voting	5293323	841281	15.8932	840731	550	99.9346	0.0654
	Postal Ballot		7120	0.1345	6945	175	97.5421	2.4579
	Sub-total (C)	5293323	848401	16.0278	847676	725	99.9145	0.0855
Grand Total = A+B+C		36039312	30943820	85.8613	30943095	725	99.9977	0.0023