



VBC FERRO ALLOYS LIMITED

(An ISO 9001-2000 Company)



VBCFAL / SEC / 2022/

30th March 2023

The Bombay Stock Exchange Limited
Floor 25, P J Towers
Dalal Street, MUMBAI – 400 001.

Dear Sir/Ma'am,

Subject: Submission of Voting Results of Postal Ballot pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013-reg

With reference to the above subject, we are herewith enclosing the following in connection with the Postal Ballot conducted by the Company:

- a) Voting Results of Postal Ballot through Remote e-voting relating to:
- i) Providing Guarantee /Securities in favor of IREDA/others for the loans availed by Orissa Power Consortium Limited.
 - ii) Providing Guarantee /Securities for the loans availed by Krishna Power Utilities Limited(KPUL)
 - iii) Authorization under Section 186 of the Companies Act, 2013
 - iv) Approval for giving Loan or Guarantee or Providing Security in connection with Loan availed by any of the Company's subsidiary (ies) or Associate or Joint Venture of the Company or any Other Person Specified Under Section 185 of the Companies Act, 2013
- b) Scrutinizer's Report dated March 29, 2023

The Voting Results along with the Scrutinizer's Report are also being uploaded on the website of the Company at www.vbcfal.in.

This is for your information and records.

Thanking You,

Yours faithfully

for VBC Ferro Alloys Limited

ANANTHAKRISHNA M V
RISHNA M V
M.V. Ananthkrishna
Whole-Time Director

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VBC FERRO ALLOYS LIMITED

Date of Notice of Postal Ballot 14.02.2023
 Total number of shareholders on record date 6652
 Mode of Voting E-Voting
 Date of declaration of Postal Ballot 30.03.2023

Annexure-1

Resolution required: (Ordinary / Special) Special

Whether promoter/ promoter group are interested in the agenda/ resolution No

Description of Resolution Providing Guarantee /Securities in favor of IREDA/others for the loans availed by Orissa Power Consortium Limited.

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
Promoter and Promoter Group	E-Voting	6616142	3196815	48.32	3196815	0	100.00	0
	Poll		-	-	-	-	-	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6616142	3196815	48.32	3196815	0	100.00
Public- Institutions	E-Voting	7370	0	0.00	0	0	0	0
	Poll		-	-	-	-	-	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7370	0	0	0	0	0
Public- Non Institutions	E-Voting	9770838	7041768	72.07	7039604	2164	99.98	0.02
	Poll		-	0.00	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9770838	7041768	72.07	7039604	2164	99.98
TOTAL		16394350	10238583	62.45	10236419	2164	99.98	0.02

Resolution required: (Ordinary / Special)

Special

Whether promoter/ promoter group are interested in the agenda/ resolution

No

Description of Resolution

Providing Guarantee /Securities for the loans availed by Krishna Power Utilities Limited(KPUL)

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
Promoter and Promoter Group	E-Voting	6616142	3196815	48.32	3196815	0	100.00	0
	Poll		-	-	-	-	-	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6616142	3196815	48.32	3196815	0	100.00
Public- Institutions	E-Voting	7370	0	0.00	0	0	0	0
	Poll		-	-	-	-	-	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7370	0	0	0	0	0
Public- Non Institutions	E-Voting	9770838	7041768	72.07	7039604	2164	99.98	0.02
	Poll		-	0.00	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9770838	7041768	72.07	7039604	2164	99.98
TOTAL		16394350	10238583	62.45	10236419	2164	99.98	0.02

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Resolution required: (Ordinary / Special)

Special

Whether promoter/ promoter group are interested in the agenda/ resolution

No

Description of Resolution

Authorization under Section 186 of the Companies Act, 2013

Category	Mode of Voting	No. Of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes –	No. of Votes	% of Votes in favour on	% of Votes against
Promoter and Promoter Group	E-Voting	6616142	3196815	48.32	3196815	0	100.00	0
	Poll		-	-	-	-	-	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6616142	3196815	48.32	3196815	0	100.00
Public- Institutions	E-Voting	7370	0	0.00	0	0	0	0
	Poll		-	-	-	-	-	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7370	0	0	0	0	0
Public- Non Institutions	E-Voting	9770838	7041768	72.07	7039604	2164	99.98	0.02
	Poll		-	0.00	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9770838	7041768	72.07	7039604	2164	99.98
TOTAL		16394350	10238583	62.45	10236419	2164	99.98	0.02

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Resolution required: (Ordinary / Special)		Approval for giving Loan or Guarantee or Providing Security in connection with Loan availed by any of the Company's subsidiary (ies) or Associate or Joint Venture of the Company or any Other Person Specified Under Section 185 of the Companies Act, 2013						
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	No. of Votes –	No. of Votes	% of Votes in favour on	% of Votes against
Promoter and Promoter Group	E-Voting	6616142	3196815	48.32	3196815	0	100.00	0
	Poll		-	-	-	-	-	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6616142	3196815	48.32	3196815	0	100.00
Public- Institutions	E-Voting	7370	0	0.00	0	0	0	0
	Poll		-	-	-	-	-	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7370	0	0	0	0	0
Public- Non Institutions	E-Voting	9770838	7041768	72.07	7039604	2164	99.98	0.02
	Poll		-	0.00	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9770838	7041768	72.07	7039604	2164	99.98
TOTAL		16394350	10238583	62.45	10236419	2164	99.98	0.02

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VBC FERRO ALLOYS LIMITED

SCRUTINIZER'S REPORT (POSTAL BALLOT WITH E-VOTING FACILITY)
[Pursuant to Section 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies
(Management and Administration) Rules, 2014 as amended

The Chairman
VBC Ferro Alloys Limited
3rd Floor, 6-2-913/914, Progressive towers
Hyderabad-500004

Sub: Scrutinizer's Report on Passing of Resolutions through Postal Ballot with e-voting facility

We, A.J.Sharma & Associates, Practicing Company Secretaries, Hyderabad were appointed as Scrutinizer by the Board of directors of VBC Ferro Alloys Limited by a resolution passed at their meeting held on 14th February 2023 for the purpose of scrutinizing the Postal Ballot Process with e-voting facility and for ascertaining the requisite majority on the resolutions passed as contained in the Postal Ballot notice dated 14th February 2023 with e-voting facility carried out as per the provisions of Section 108 and 110 of the Companies Act 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules 2014.

The management of the Company is responsible to ensure the compliances with the requirements of the Provisions of the Companies Act 2013 and Rules relating to voting through electronic means and Postal Ballot on the Resolutions as set out in the Postal Ballot Notice. My responsibility as a Scrutinizer for the voting process is restricted to ensure that the process of Postal Ballot with e-voting is conducted in a fair and transparent manner and make the Scrutinizer's Report of the votes cast "in Favor" or "Against" the resolutions. I have made this report based on the scrutiny of the postal ballots (through e-voting) received from the members and on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the Authorized agency to provide e-voting facility appointed by the Company.

The Company's Registrars and Transfer Agents M/s Venture Capital & Corporate Investments Private Limited with whom the Company has entered into a tripartite agreement for the e-voting along with CDSL has sent the notice of the Postal Ballot together with the explanatory statement containing material facts to all the eligible shareholders whose e-mail ID's were available. The members of the Company as on the cut off date of 25th February 2023 were entitled to vote on the resolutions as contained in the Postal Ballot notice.



Further to the above I report that the Company has published a public notice under Rule 22(3) of the Companies (Management and Administration) Rules 2014 by way of an advertisement on 26th February 2023 in Financial Express and Ninadam News Papers (English and Telugu)

The Postal Ballot with e-voting facility remained open from 27th February 2023 to 28th March 2023. At the end of the voting period on Tuesday the 28th March 2023 at 5.00 P.M the voting portal of the service provider was blocked.

On 29th March 2023 the votes cast through e-voting was duly unblocked by me in presence of two witnesses who are not in the employment of the Company as required under clause 3(xi) of Rule 20.

All the electronic ballot forms received up to the closing hours of 28th March 2023 being the last date and time fixed for voting by the Company were considered for my scrutiny. There after the details containing the list of shareholders who voted “for” or “against” were downloaded from the e-voting web site of CDSL and the report of e-voting was generated and compiled, the details of which are as under.

There was no Postal Ballot Form required to be received physically in view of MCA/SEBI Circulars referred to in the Postal Ballot Notice.

E-VOTING DETAILS

Number of shareholders participated in e-voting :67
Aggregate Number of votes of participating members: 1,02,38,583

E-VOTING RESULT

Resolution No1 (Special Resolution):

Subject matter: Providing Guarantee /Securities in favor of IREDA/others for the loans availed by Orissa Power Consortium Limited.

	No of members voted through e-voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	62	1,02,36,419	99.98
Voted against	5	2164	0.02
Total	67	1,02,38,583	100
Invalid Votes	0	0	0



Resolution No.2 (Special Resolution):

Subject matter: Providing Guarantee /Securities for the loans availed by Krishna Power Utilities Limited(KPUL)

	No of members voted through e-voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	62	1,02,36,419	99.98
Voted against	5	2164	0.02
Total	67	1,02,38,583	100
Invalid Votes	0	0	0

Resolution No 3: (Special Resolution):

Subject matter: Authorization under Section 186 of the Companies Act, 2013

	No of members voted through e-voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	62	1,02,36,419	99.98
Voted against	5	2164	0.02
Total	67	1,02,38,583	100
Invalid Votes	0	0	0

Resolution No4: (Special Resolution):

Subject matter: Approval for giving Loan or Guarantee or Providing Security in connection with Loan availed by any of the Company's subsidiary (ies) or Associate or Joint Venture of the Company or any Other Person Specified Under Section 185 of the Companies Act, 2013

	No of members voted through e-voting	No of votes cast by them	% of total number of valid votes cast
Voted in favor of	62	1,02,36,419	99.98
Voted against	5	2164	0.02
Total	67	1,02,38,583	100
Invalid Votes	0	0	0

All the four resolutions received the requisite votes in the e-voting. You may accordingly declare the result of voting



The Registers and other relevant records and documents relating to the electronic voting shall remain in our custody until the chairman considers, approves and signs the minutes of the Postal Ballot Voting and thereafter the same will be handed over to the designated person of the Company.

Thanking You,
Yours faithfully

Place: Hyderabad
Date: 29th March 2023



For A.J.SHARMA & ASSOCIATES
COMPANY SECRETARIES

A handwritten signature in blue ink, appearing to read "A.J. Sharma".

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

Peer Review Certificate No:2411/2022

UDIN: F002120D003337485