

Annexure

<b>IFCI LIMITED</b>	
<b>CIN:L74899DL1993PLC053677</b>	
<b>Date of AGM : Wednesday, 27th AUGUST, 2014</b>	
<b>Total Number of Shareholders as on record Date: 11th July, 2014</b>	<b>699,688</b>
<b>No. of Shareholders present in the meeting either personally or through Proxy*</b>	
<b>(*Based on shareholders registering Attendance )</b>	
<b>Promoter and Promoter Group(President of India -Nominee):</b>	<b>1</b>
<b>Public Shareholders</b>	<b>4,049</b>
<b>No. of Shareholders who attended through Video Conferencing</b>	<b>N/A</b>
<b>Promoter and Promoter Group</b>	<b>N/A</b>
<b>Public Shareholders</b>	<b>N/A</b>
<b>Details of Agenda</b>	



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Resolution 1: To Consider and adopt the Audited Financial statements of the company including Balance Sheet as at March 31, 2014 and statement of Profit and Loss Account for the year ended March 31, 2014 and the reports of the Board of Directors and Auditors' thereon.

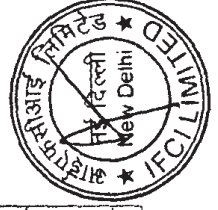
Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	$(3)=(2)/(1)*10$	(4)	(5)	$(6)=(4)/(2)*10$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	161,761,396 2,533,312 164,294,708	1,245,337	99.24 100.00 99.25	0.76
Public-Others	393887084	e-voting Poll Sub-total	100740 61547 162287	0.03 0.02 0.04	96,543 61,547 159,091	3,200	95.83 100.00 98.03	3.18
Total	1662037235		1088702332	65.50	1087453799	1,248,537	99.89	0.11

Resolution 2: To confirm the interim dividend already paid on Preference Shares as Final dividend.

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	$(3)=(2)/(1)*10$	(4)	(5)	$(6)=(4)/(2)*10$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045	-	100.00 100.00 100.00	-
Public O:	393887084	e-voting Poll Sub-total	100540 61547 162087	0.03 0.02 0.04	99,290 61,547 160,837	1,250	98.76 100.00 99.23	1.24
Total	1662037235		1088702132	65.50	1,088,700,882	1,250	100.00	0.00





**Resolution 3: To declare dividend on Equity Shares.**  
**Ordinary Resolution**

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045	-	100.00 100.00 100.00	-
Public-Others	393887084	e-voting Poll Sub-total	100540 61587 162127	0.03 0.02 0.04	100,240 61,587 161,827	300	99.70 100.00 99.81	0.30 - 0.19
<b>Total</b>	<b>1662037235</b>		<b>1088702172</b>	<b>65.50</b>	<b>1,088,701,872</b>	<b>300</b>	<b>100.00</b>	<b>0.00</b>

**Resolution 4: To Appoint a Director in place of Shri P G Muralidharan (DIN:00960475) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.**  
**Ordinary Resolution**

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	143,045,269 2,533,312 145,578,581	19,961,464	87.75 100.00 87.94	12.25 - 12.06
Public-Others	393887084	e-voting Poll Sub-total	100540 61632 162172	0.03 0.02 0.04	73,505 61,632 135,137	27,035	73.11 100.00 83.33	26.89 - 16.67
<b>Total</b>	<b>1662037235</b>		<b>1088702172</b>	<b>65.50</b>	<b>1,068,713,718</b>	<b>19,988,499</b>	<b>98.16</b>	<b>1.84</b>



**Resolution 5: To Authorise Board/Audit Committee of Directors to fix remuneration of the Statutory Auditor(s).**  
Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	0 923000000 923000000	0 100.00 100.00	923,000,000 923,000,000		0 100.00 100.00	
Public-Institutional	345150151	e-voting Poll Sub-total	143929273 2533312 146462585	41.70 0.73 42.43	143,045,269 2,533,312 145,578,581	884,004 884,004	99.39 100.00 99.40	0.61 0.60
Public-Others	393887084	e-voting Poll Sub-total	100480 61547 162027	0.03 0.02 0.00	82,930 61,547 144,477	17,550 17,550	82.53 100.00 89.17	17.47 10.83
<b>Total</b>	<b>1662037235</b>		<b>1069624612</b>	<b>64.36</b>	<b>1,068,723,058</b>	<b>901,554</b>	<b>99.92</b>	<b>0.08</b>

**Resolution 6: To Appoint Prof. Omprakash Mishra (DIN:03068103) as an Independent Director of the Company for a term upto three consecutive years commencing from April 1, 2014.**  
Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	0 923000000 923000000	0 100.00 100.00		923,000,000 923,000,000	0 100.00 100.00	
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045		100.00 100.00	
Public-Others	1662037235	e-voting Poll Sub-total	100440 61547 161987	0.03 0.02 0.04	72,530 61,547 134,077	27,910 27,910	72.21 100.00 82.77	27.79 17.23 84.78
<b>Total</b>	<b>1662037235</b>		<b>1088702032</b>	<b>65.50</b>	<b>165,674,122</b>	<b>923,027,910</b>	<b>15.22</b>	



Resolution 7: To Appoint Smt. Savita Mahajan, (DIN:06492679) as an Independent Director of the Company for a term upto three consecutive years commencing from April 1, 2014.

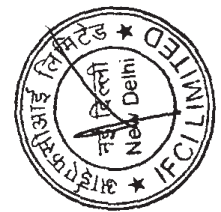
Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll	923000000	100.00	923,000,000	-	100.00	-
		Sub-total	923000000	100.00	923,000,000	-	100.00	-
Public-Institutional	345150151	e-voting Poll	163006733	47.23	139,410,676	23,596,057	85.52	14.48
		Sub-total	2533312	0.73	2,533,312	-	100.00	-
		Sub-total	165540045	47.96	141,943,988	23,596,057	85.75	14.25
Public-Others	393887084	e-voting Poll	100540	0.03	71,980	28,560	71.59	28.41
		Sub-total	61547	0.02	61,547	-	100.00	-
		Sub-total	162087	0.04	133,527	28,560	82.38	17.62
Total	1662037235		1088702132	65.50	1,065,077,515	23,624,617	97.83	2.17

Resolution 8: To Appoint Shri S V Ranganath, (DIN:00323799) as an Independent Director of the Company for a term upto three consecutive years commencing from April 1, 2014.

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll	923000000	100.00	923,000,000	-	100.00	-
		Sub-total	923000000	100.00	923,000,000	-	100.00	-
Public-Institutional	345150151	e-voting Poll	163006733	47.23	143,045,269	19,961,464	87.75	12.25
		Sub-total	2533312	0.73	2,533,312	-	100.00	-
		Sub-total	165540045	47.96	145,578,581	19,961,464	87.94	12.06
Public-Other	393887084	e-voting Poll	100140	0.03	72,130	28,010	72.03	27.97
		Sub-total	61547	0.02	61,547	-	100.00	-
		Sub-total	161687	0.04	133,677	28,010	82.68	17.32
Total	1662037235		1088701732	65.50	1,068,712,258	19,989,474	98.16	1.84

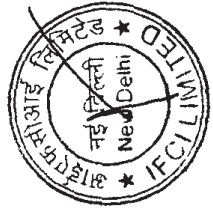


Resolution 9: To Appoint Shri K S Sreenivasan (DIN:05273535) as an Independent Director of the Company for a term upto three consecutive years commencing from April 1, 2014.

Ordinary Resolution									
Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled	
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-	
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045	-	100.00 100.00 100.00	-	
Public-Others	393887084	e-voting Poll Sub-total	100540 61595 162135	0.03 0.02 0.04	72,990 61,595 134,525	27,610	72.54 100.00 82.97	27.46	
<b>Total</b>	<b>1662037235</b>		<b>1088702180</b>	<b>65.50</b>	<b>1,088,674,570</b>	<b>27,610</b>	<b>100.00</b>	<b>0.00</b>	

Resolution 10: To Appoint Shri Malay Mukherjee (DIN:02272425) as Chief Executive Officer & Managing Director of the Company for a period of three years w.e.f. December 12, 2013.

Ordinary Resolution									
Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled	
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-	
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045	-	100.00 100.00 100.00	-	
Public-Others	393887084	e-voting Poll Sub-total	100540 61547 162087	0.03 0.02 0.04	74,130 61,547 135,677	26,410	73.73 100.00 83.71	26.27	
<b>Total</b>	<b>1662037235</b>		<b>1088702132</b>	<b>65.50</b>	<b>1,088,675,722</b>	<b>26,410</b>	<b>100.00</b>	<b>0.00</b>	



**Resolution 11: To Appoint Shri Achal Kumar Gupta (DIN:02192183) as Deputy Managing Director of the Company for a period of three years w.e.f. December 12, 2013.**  
Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045	-	100.00 100.00 100.00	-
Public-Others	393887084	e-voting Poll Sub-total	100480 61547 162027	0.03 0.02 0.04	73,830 61,547 135,377	26,650	73.48 100.00 83.55	26.52
<b>Total</b>	<b>1662037235</b>		<b>1088702072</b>	<b>65.50</b>	<b>1,088,675,422</b>	<b>26,650</b>	<b>100.00</b>	<b>0.00</b>

**Resolution 12: To Appoint Ms. Kiran Sahdev (DIN:06718968) as Director liable to retire by rotation.**  
Ordinary Resolution

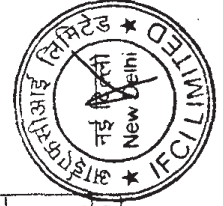
Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045	-	100.00 100.00 100.00	-
Public-Others	393887084	e-voting Poll Sub-total	100440 61547 161987	0.03 0.02 0.04	73,730 61,547 135,277	26,710	73.41 100.00 83.51	26.59
<b>Total</b>	<b>1662037235</b>		<b>1088702032</b>	<b>65.50</b>	<b>1,088,675,322</b>	<b>26,710</b>	<b>100.00</b>	<b>0.00</b>

**Resolution 13: To Appoint Prof. N Balakrishnan (DIN:00181842) as Director liable to retire by rotation.  
Ordinary Resolution**

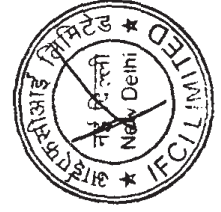
Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	- -	100.00 100.00	- -
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045	- -	100.00 100.00 100.00	- -
Public-Others	393887084	e-voting Poll Sub-total	100540 61547 162087	0.03 0.02 0.04	73,830 61,547 135,377	26,710	73.43 100.00 83.52	26.57 -
<b>Total</b>	<b>1662037235</b>		<b>1088702132</b>	<b>65.50</b>	<b>1,088,675,422</b>	<b>26,710</b>	<b>100.00</b>	<b>0.00</b>

**Resolution 14: To Appoint Shri S N Ananathasubramanian (DIN:00001399) as Director liable to retire by rotation.  
Ordinary Resolution**

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	- -	100.00 100.00	- -
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045	- -	100.00 100.00 100.00	- -
Public-Others	393887084	e-voting Poll Sub-total	100190 61547 161737	0.03 0.02 0.04	73,480 61,547 135,027	26,710	73.34 100.00 83.49	26.66 -
<b>Total</b>	<b>1662037235</b>		<b>1088701782</b>	<b>65.50</b>	<b>1,088,675,072</b>	<b>26,710</b>	<b>100.00</b>	<b>0.00</b>







**Resolution 15: To Approve borrowing limits for the Company.**  
**Special Resolution**

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*10 0	(4)	(5)	(6)=(4)/(2)*10 0	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	111,653,978 2,533,312 114,187,290	51,352,755	68.50 100.00 68.98	31.50
Public-Others	393887084	e-voting Poll Sub-total	100540 61547 162087	0.03 -0.02 0.04	72,339 61,547 133,886	28,201	71.95 100.00 82.60	28.05
Total	1662037235		1088702132	65.50	1,037,321,176	51,380,956	95.28	4.72

**Resolution 16: To Approve creation of security against borrowings of the company.**  
**Special Resolution**

Category	No. of shares Held	Mode of Voting	No. of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*10 0	(4)	(5)	(6)=(4)/(2)*10 0	(7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	-	100.00 100.00	-
Public-Institutional	345150151	e-voting Poll Sub-total	156029002 2533312 158562314	45.21 0.73 45.94	153,084,471 2,533,312 155,617,783	2,944,531	98.11 100.00 98.14	1.89
Public-Others	393887084	e-voting Poll Sub-total	100539 61547 162086	0.03 0.02 0.04	72,739 61,547 134,286	27,800	72.35 100.00 82.85	27.65
Total	1662037235		1081724400	65.08	1,078,752,069	2,972,331	99.73	0.27



**Resolution 17: To Approve private placement of bonds/ debentures/ commercial paper.**  
Special Resolution

Category	No. of shares Held (1)	Mode of Voting	No. of Valid Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	No. of Votes in Favour (4)	No. of Votes in Against (5)	% of votes in favour over Votes Polled (6)=(4)/(2)*100	% of votes in against over Votes Polled (7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	- -	100.00 100.00	- -
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	160,062,202 2,533,312 162,595,514	2,944,531 - 2,944,531	98.19 100.00 98.22	1.81 - 1.78
Public-Others	393887084	e-voting Poll Sub-total	100540 61547 162087	0.03 0.02 0.04	73,140 61,547 134,687	27,400 - 27,400	72.75 100.00 83.10	27.25 - 16.90
<b>Total</b>	<b>1662037235</b>		<b>1088702132</b>	<b>65.50</b>	<b>1,085,730,201</b>	<b>2,971,931</b>	<b>99.73</b>	<b>0.27</b>

**Resolution 18: To withdraw ESOP 2011 Scheme.**  
Special Resolution

Category	No. of shares Held (1)	Mode of Voting	No. of Valid Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	No. of Votes in Favour (4)	No. of Votes in Against (5)	% of votes in favour over Votes Polled (6)=(4)/(2)*100	% of votes in against over Votes Polled (7)=(5)/(2)*100
Promoters and Promoter Group	923000000	e-voting Poll Sub-total	923000000 923000000	100.00 100.00	923,000,000 923,000,000	- -	100.00 100.00	- -
Public-Institutional	345150151	e-voting Poll Sub-total	163006733 2533312 165540045	47.23 0.73 47.96	163,006,733 2,533,312 165,540,045	- - -	100.00 100.00 100.00	- - -
Public-Others	393887084	e-voting Poll Sub-total	100540 61547 162087	0.03 0.02 0.04	88,729 61,547 150,276	11,811 - 11,811	88.25 100.00 92.71	11.75 - 7.29
<b>Total</b>	<b>1662037235</b>		<b>1088702132</b>	<b>65.50</b>	<b>1,088,690,321</b>	<b>11,811</b>	<b>100.00</b>	<b>0.00</b>