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10th July, 2017

The Listing Department National Stock Exchange of India Ltd. Exchange Plaza Plot No.C/1, G. Block Bandra-Kurla Complex Bandra (E) Mumbai-400051 Stock Symbol & Series : IMFA, EQ	The Deputy General Manager (Corporate Services) BSE Limited Floor 25, P.J. Towers Dalal Street , Fort Mumbai-400001 Stock Code : 533047
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Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith certified true copy of the Minutes of the Result of Postal Ballot declared on 1st July 2017.

This may kindly be taken on record.

Thanking you

Yours faithfully
For INDIAN METALS & FERRO ALLOYS LTD


(PREM KHANDELWAL)
CFO & COMPANY SECRETARY

Encl: As above

MINUTES OF THE PROCEEDINGS RELATING TO DECLARATION OF RESULT OF POSTAL BALLOT OF INDIAN METALS & FERRO ALLOYS LIMITED HELD ON SATURDAY, THE 1ST JULY 2017 AT 11.00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT IMFA BUILDING, BOMIKHAL, RASULGARH, BHUBANESWAR-751010, ODISHA.

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Background

Pursuant to provisions of Section 110 of the Companies Act, 2013 and Rules made thereunder, the Postal Ballot Notice dated 18th May 2017 was sent to all the shareholders of the Company either in physical or electronic form, for seeking their approval by passing special resolution for special business listed therein. The despatch of the said notice was completed on 31st May 2017 and advertisement in this regard was published on 1st June 2017 in the news papers. The voting period commenced on 1st June 2017 (9.30 AM) and ended on 30th June 2017 (5.00 PM).

CA Sourjya Prakash Mohapatra, an independent practising Chartered Accountant was appointed as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner by the Board of Directors of the Company. The Scrutinizer after carrying out the scrutiny of votes casted electronically or through physical ballot forms upto close of working hours on 30th June 2017 submitted his report on 30th June 2017, a brief summary of which is presented below.

ITEM NO.1 ALTERATION OF OBJECT CLAUSE AND ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION AS PER THE PROVISIONS OF THE COMPANIES ACT, 2013

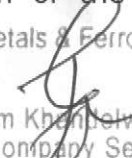
Summary of Scrutinizer's Report:

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=(2)/(1)*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	14148585	14148585	100	14148585	-	100	-
Public Institutions	1744678	1744678	100	15304	1729374	0.88	99.12
Public Non Institutions	5248186	5248186	100	5247361	825	99.98	0.02
Total	21141449	21141449	100	19411250	1730199	91.82	8.18

Mr J K Misra, acting Chairman after receiving the Scrutinizer's Report announced that the following resolution as set out in Postal Ballot Notice dated 18th May 2017 was approved and passed by the members with requisite majority as special resolution in terms of the Scrutinizer's report dated 30th June 2017. The deemed date of passing of Special Resolution is the last date specified for receipt of duly completed postal ballot forms or e-voting i.e. 30th June 2017.

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification or amendment or re-enactment thereof for the time being in force and as may be enacted from time to time), consent of the members of the Company be and is hereby accorded for effecting the alteration of existing Clause III of the Memorandum of Association of the Company by inserting

For Indian Metals & Ferro Alloys Ltd.

(Prem Khanna) 
CFO & Company Secretary

following new sub clauses 45, 46, 47 and 48 after sub-clause 44 of the Memorandum of Association:

- 45 To purchase, acquire or take on lease land for establishment of hotels, holiday resorts, villas, lodgings, stalls, garages, summerhouses, chateaus, castles, inns, hostels, road houses, motels, taverns, rest houses, guest houses.
- 46 To sell, serve & to distribute & to manage & market the manufacture of selling, serving & distribution of comestible, eatables, victuals, meat (except cow meat), bread, bread stuffs, soft drinks, aerated waters, beverages, both natural & artificial fresh & canned vegetables & meats(except cow meat), fresh & canned fruits & to manufacture, grow, produce, develop, process (including canning, cold storage, deep freezing de-hydration, baking, drying, bottling & packing) of all types of vegetables, fruits, meat(except cow meat), fish, spices & condiments & all types of food stuffs & human consumables.
- 47 To carry on the business of travel agents, hirers of motor & other vehicles, caterers for public amusements, hair dressers, perfumes, chemists, proprietors of clubs, bath, dressing rooms, laundries, reading rooms, writing rooms, newspaper & smoking room, libraries, places of amusements, recreation, sports, entertainment & instruction of all kinds, departmental stores, agents for railway, shipping and airplane companies and carriers, theatrical and opera box office, proprietors, insurance agents and to run of taxies, buses, mini buses, trucks and conveyances of all kinds to transport passengers, goods, commodities, livestock, merchandise and to act as transporters, forwarding and transporting agents, stevedore, carmen, what fingers, cargo superintendents, package handlers, carting contractors and Money Changers to provide services that may be necessary for the achievement of the aforesaid objects.
- 48 To produce bio-fuels, biomass, ethanol and other products on land, water or in special chambers and to undertake activities relating to manufacture, refining, treatment, extraction, reduction, distillation, blending, purification, pumping, storage, transporting, using, undertake Research and Development activities, market, distribute, buy, sale, import, export, exchange, trade and generally deal in any kind of bio-fuels, biomass, ethanol and other products, by products, waste, residue etc. and to establish, acquire and maintain laboratories, pilot plants, manufacturing and other works relating to bio-fuels, biomass, ethanol and other products either only for such purposes or as an independent business and for the purpose to purchase or otherwise acquire, plant, grow, cultivate, Jatropha, Ratanjot, Sugarcane, Corn, Pongamia, rice bran, oilcakes and seeds, nuts, deoiled bran or any other plants, crops as a farm forestry, nursery or otherwise.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or amendment or re-enactment thereof for the time being in force and as may be enacted from time to time), consent of the members of of the Company be and is hereby accorded to alter the existing Memorandum of Association of the Company, by replacing it with the new set of Memorandum of Association in accordance with Table 'A' of Schedule I of the Companies Act, 2013 and that the new set of Memorandum of Association be and is hereby approved and adopted as the Memorandum of Association of the Company in exclusion and in substitution of the existing Memorandum of Association of the Company.

RESOLVED FURTHER THAT any of the Directors or Company Secretary be and is hereby severally authorised to obtain necessary registrations, approvals, consents,
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permissions and sanctions, if any, of the Registrar of Companies, Cuttack, Odisha, and/or any other appropriate authority(ies) and accept such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authority(ies), which the Board of Directors is authorised to accept, as it may deem fit.

RESOLVED FURTHER THAT any of the Directors or Company Secretary be and is hereby severally authorised to do and perform all such acts, deeds, matters and things as may be required or deemed necessary or incidental thereto including signing and filing all the e-forms and other documents with the statutory authorities, and to execute all such deeds, documents, agreements and writings as may be necessary for and on behalf of the Company and to settle and finalise all issues that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and to delegate all or any of the powers conferred herein as they may deem fit in the best interest of the Company and its members."

CHAIRMAN

For Indian Metals & Ferro Alloys Ltd.


(Prem Khandelwal)
CFO & Company Secretary