

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.bajoria.in, www.ifglref.com

20th August, 2016

BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code No. 532133

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, C1 Block G
Bandra Kurla Complex
Bandra East, Mumbai 400 051
Scrip Code IFGLREFRAC EQ

Dear Sirs,

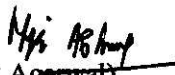
Re: **Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

along with Scrutinizer's Report

Please find attached Results of Voting, in format specified, relating to 27th Annual General Meeting of the shareholders of the Company held on Friday, 19th August, 2016

Thanking you,

Yours faithfully,
For IFGL Refractories Ltd.,


(R Agarwal)
Company Secretary

Registered Office & Works : SECTOR 'B', KALUNGA INDUSTRIAL ESTATE, P.O. KALUNGA - 770 031, DIST. SUNDERGARH, ODISHA, INDIA
PHONE : +91 661 2660195/583/584 • Fax : +91 661 2660173 • E-mail : ifgl.works@ifgl.in
CIN : L27202OR1989PLC002971

A GOVT. OF INDIA RECOGNISED STAR EXPORT HOUSE



Disclosure of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :

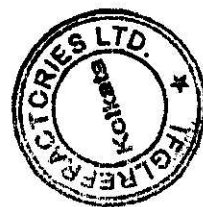
Sl. No.	Particulars	Details
1.	Date of AGM/EGM	: 19th August, 2016
2.	Total number of shareholders on cut off date i.e. 12 th August, 2016 – cut off date for e-voting purpose)	: 19,455
3.	No. of Shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group Public	: 5 : 35
4.	No. of Shareholders attended the meeting through Video Conferencing : Promoters and Promoter Group Public	N.A

The mode of voting for all resolution was E-voting (Tuesday, 16th August, 2016 at 9 AM till 5 PM on Thursday, 18th August, 2016).

Agenda Wise Disclosure

Resolution 1: To adopt audited Financial Statements of the Company for Financial Year ended on 31st March 2016, Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)	Ordinary
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 (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour of votes polled [(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	24676204	19669248	79.71	19669248	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public – Institutional	Total	24676204	19669248	79.71	19669248	0	100.00	0
	E-Voting	691665	239192	34.58	239192	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Public - Non Institutional	Total	691665	239192	34.58	239192	0	100.00	0
	E-Voting	9242603	167392	1.81	167392	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Total	Total	9242603	167392	1.81	167392	0	100.00	0
		34610472	20075832	58.00	20075832	0	100.00	0



Resolution 2: To approve payment of Interim Dividend of 20% i.e. Rs 2/- per Equity Share declared by the Board of Directors on 13th March, 2016 as Final Dividend for FY 2015-2016.

Resolution required: (Ordinary/ Special)			Ordinary						
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	24676204	19669248	79.71	19669248	0	100.00	0	
	Poll	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total	24676204	19669248	79.71	19669248	0	100.00	0	
Public – Institutional	E-Voting	691665	534292	77.25	534292	0	100.00	0	
	Poll	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total	691665	534292	77.25	534292	0	100.00	0	
Public - Non Institutional	E-Voting	9242603	167392	1.81	167392	0	100.00	0	
	Poll	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total	9242603	167392	1.81	167392	0	100.00	0	
Total		34610472	20370932	58.86	20370932	0	100.00	0	



Resolution 3: To re-appoint Mr S K Bajoria (DIN : 00084004) as a Director, who retires by rotation.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	24676204	*	*	*	*	*	*
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	24676204	*	*	*	*	*	*
Public – Institutional	E-Voting	691665	534292	77.25	534292	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	691665	534292	77.25	534292	0	100.00	0
Public - Non Institutional	E-Voting	9242603	167392	1.81	167392	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	9242603	167392	1.81	167392	0	100.00	0
Total		34610472	701684	2.03	701684	0	100.00	0

* Excluding 19669248 votes of related parties



Resolution 4: To ratify appointment of Statutory Auditors of the Company to hold office until conclusion of 30th Annual General Meeting and fix their remuneration, following provisions of Section 139 of the Companies Act, 2013 (Act).

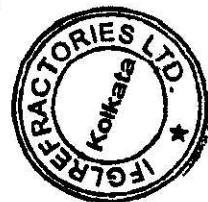
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	24676204	19669248	79.71	19669248	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	24676204	19669248	79.71	19669248	0	100.00	0
Public – Institutional	E-Voting	691665	534292	77.25	534292	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	691665	534292	77.25	534292	0	100.00	0
Public - Non Institutional	E-Voting	9242603	167392	1.81	167392	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	9242603	167392	1.81	167392	0	100.00	0
Total		34610472	20370932	58.86	20370932	0	100.00	0



Resolution 5: To pass Resolution for payment of 'minimum remuneration' for financial year 2016-2017 to the Chairman, Mr S K Bajoria.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	24676204	*	*	*	*	*	*
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	24676204	*	*	*	*	*	*
Public – Institutional	E-Voting	691665	534292	77.25	534292	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	691665	534292	77.25	534292	0	100.00	0
Public - Non Institutional	E-Voting	9242603	167392	1.81	167392	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	9242603	167392	1.81	167392	0	100.00	0
Total		34610472	701684	2.03	701684	0	100.00	0

* Excluding 19669248 votes of related parties



Resolution 6: To pass Resolution for payment of 'minimum remuneration' for financial year 2016-2017 to the Managing Director, Mr P Bajoria.

Resolution required: (Ordinary/ Special)			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	24676204	19669248	79.71	19669248	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	24676204	19669248	79.71	19669248	0	100.00	0
Public – Institutional	E-Voting	691665	534292	77.25	534292	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	691665	534292	77.25	534292	0	100.00	0
Public - Non Institutional	E-Voting	9242603	8292*	0.09*	8292*	0	100*	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	9242603	8292*	0.09*	8292*	0	100*	0
Total		34610472	20211832	58.40	20211832	0	100	0

* Excluding 159100 votes of Mr Pradeep Bajoria and his relatives



Resolution 7: To pass Resolution pursuant to Section 188 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 for entering into contracts/arrangements with related parties.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	24676204	*	*	*	*	*	*
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	24676204	*	*	*	*	*	*
Public – Institutional	E-Voting	691665	239192	34.58	239192	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	691665	239192	34.58	239192	0	100.00	0
Public - Non Institutional	E-Voting	9242603	167392	1.81	167392	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	9242603	167392	1.81	167392	0	100.00	0
Total		34610472	406584	1.17	406584	0	100	0

* Excluding 19669248 votes of related parties



Resolution 8: To pass Resolution for ratification of Cost Auditors' remuneration for FY 2016-2017.

Resolution required: (Ordinary/ Special)			Ordinary						
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 (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(7)=(5)/(2)]* 100	
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100	
	E-Voting	24676204	19669248	79.71	19669248	0	100.00	0	
	Poll	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
Public – Institutional	Total	24676204	19669248	79.71	19669248	0	100.00	0	
	E-Voting	691665	534292	77.25	534292	0	100.00	0	
	Poll	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
Public - Non Institutional	Total	691665	534292	77.25	534292	0	100.00	0	
	E-Voting	9242603	167392	1.81	167392	0	100.00	0	
	Poll	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
Total		9242603	167392	1.81	167392	0	100.00	0	
Total		34610472	20370932	58.86	20370932	0	100.00	0	

Note: All the aforesaid resolutions were passed with requisite majority



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smguptaandco@gmail.com
Website : www.smguptaco.com

Phones : Offi. : 2236 1385, 2236 7135
Resi. : 2534 8148
Mobile : 98300 57568

S. M. GUPTA & CO.
COMPANY SECRETARIES
P-15, BENTINCK STREET, CALCUTTA-700 001

Ref. No.....

Dated 20.08.2016.....

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

The Chairman
IFGL Refractories Limited
Sector B Kalunga Industrial Estate
P.O. -Kalunga
District -Sundargarh
Odisha-770031

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 or otherwise) at the 27th Annual General Meeting of the Shareholders of the Company, to be held on Friday, 19th day of August, 2016 at 11 a.m. at its Registered Office situated at Sector B Kalunga Industrial Estate, Kalunga, Sundargarh, Odisha -770031 in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolution(s). The Company had provided to the Members facility of remote e-voting and voting at the Annual General Meeting by Physical Ballot. We submit our report as under:

1. The remote e-voting period started on Tuesday, 16th August 2016 at 9.00 a.m. and ended on Thursday, 18th August 2016 at 5.00 p.m. and the members were required to cast their vote electronically conveying their assent/dissent in respect of the Ordinary/Special Resolutions on e-voting platform provided by CDSL.



2. The members who attended the meeting were provided with the facility of voting through Ballot.
3. The shareholders holding shares as on the "cut off" date i.e. 12.08.2016 were entitled to vote on the proposed resolutions (item no. 1 to 8 as set out in the notice of the 27th Annual General Meeting of the Company)
4. The votes were unblocked on 19.08.2016 at around 18:11 p.m. in the presence of two witnesses, Ms. Bani Gupta 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.

Bani Gupta

Name: Bani Gupta

Rohit Goyal

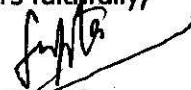
Name: Rohit Goyal

- Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" and "AGAINST", were downloaded from the e-voting website of the Central Depository Services (India) Limited (CDSL). (www.evotingindia.com) – Annexure "A "
5. The result of the e-voting and ballot are annexed.
 6. The Register, all other papers and relevant records relating to electronic voting / voting by ballots shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting whereafter the same will be handed over to the Company Secretary for safe keeping.

Place: Kolkata
Date : 20.08.2016
Enclo: Annexure 'A'



Thanking you,
Yours faithfully,


(S.M. Gupta)
Partner
S. M. Gupta & Co.
Company Secretaries
Firm Registration No.
P1993WB046600
Membership No.: FCS-
896
C P No.:2053

REPORT OF SCRUTINIZER SHOWING RESULT OF VOTING DONE FOR 27th ANNUAL GENERAL MEETING OF FGL REFRACTORIES LIMITED HELD ON 19.08.2016														
S.No	Resolution	Class of	Remote e-voting				Physical ballot				Total			
			No. of shareholders		No. of shares		No. of shareholders		No. of Shares		No. of share holders		No. of share holders	
			For	Against	For	Against	For	Against	For	Against	For	Against	For	Against
1	Adoption of Accounts and Reports	Resolution	28	0	20075832	0	0	0	0	0	28	20075832	100	0
2	Declaration of dividends	Resolution	34	0	20370932	0	0	0	0	0	34	20370932	100	0
3	Reappointment of S. K. Bajoria	Resolution	28	0	701684	0	0	0	0	0	28	701684	100	0
4	Ratification of Appointment of Auditors	Resolution	34	0	20370932	0	0	0	0	0	34	20370932	100	0
5	Remuneration of Mr. S. K. Bajoria	Resolution	28	0	701684	0	0	0	0	0	28	701684	100	0
6	Reappointment of Mr. P. Bajoria	Resolution	28	0	20211832	0	0	0	0	0	28	20211832	100	0
7	Related Party Transaction	Resolution	23	0	406584	0	0	0	0	0	23	406584	100	0
8	Ratification of remuneration of cost auditor	Resolution	34	0	20370932	0	0	0	0	0	34	20370932	100	0

NOTES:

1. Remote e- Voting was done by 34 shareholders holding 20370932 shares.
2. Votes cast by Related parties for resolution Nos. 3,5,6 and 7 have been excluded.
3. Voting by Physical Ballot was not done by any shareholder at the venue of Annual General Meeting.
4. Accordingly all resolutions were passed with requisite majority

S.M. GURBA
S.M. GURBA - SCRUTINIZER

