



IFGL EXPORTS LIMITED

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ANNEXURE B

Hon'ble National Company Law Tribunal, Kolkata Bench by passing combined Order dated on 3rd August, 2017 in CP (CAA) No. 216/KB of 2017 and CP (CAA) No. 217/KB has sanctioned merger/amalgamation of IFGL Refractories Ltd (Transferor/Amalgamating Company) with IFGL Exports Ltd (Transferee/Resultant Company) on and from 1st April, 2016.

Transferor Company is engaged in manufacture of specialized Refractories having facilities in India and abroad in China, Germany, UK and USA. By virtue of the merger, all assets, rights, entitlements, interests, liabilities etc of the Transferor Company stand transferred and/or vested, without any further act or deed, to the Transferee/Resultant Company, which is also engaged in manufacture of specialized Refractories at new area of Kandla Special Economic Zone, Gujarat. Whole of operations and results thereof of the Transferor Company as on 1st April, 2016 and thereafter get combined and consolidated with those of the Transferee Company.

Both the Transferor and Transferee Companies have filed Form INC 28 with the Ministry of Corporate Affairs on 5th August, 2017 and hence, Scheme of Amalgamation sanctioned by Hon'ble Tribunal has become effective on and from that date.

As per the Scheme sanctioned by Hon'ble Tribunal, shareholders of the Transferor Company are entitled to one equity share of Rs. 10/- each of the Transferee Company for every one equity share of Rs. 10/- each held in the Transferor Company on the Record Date, being 1st September, 2017. Equity Shares held by the Transferor Company in Transferee Company will get cancelled.

Authorised Share Capital of Transferor Company of Rs. 6000 lacs also stand added with Authorised Share Capital of the Transferee/Amalgamated Company and combined Authorised Share Capital of the Transferee Company/Amalgamated Company will be Rs. 6,300 lacs divided into 43,00,000 Equity Shares of Rs. 10/- each and 200,000 5% Redeemable Non-cumulative Preference Shares of Rs. 100/- each.

IFGL EXPORTS LTD.



COMPANY SECRETARY



Group Company

Websites : www.bajoria.in
www.ifglref.com

Works :

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