

Star Ferro and Cement Limited

Regd. Office : VIII : Lumshnong, P.O. Khaliehriat, Dist. East Jaintia Hills, Meghalaya-793 210 Phone : 03655-278215/16/18, Fax : 03655-278217
Email : info@starferrocement.co.in, Website : www.starferrocement.co.in. CIN : L27310ML2011PLC008564

12th December, 2016

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex, Bandra (E)
Mumbai-400 051
Stock code: Stock code: SFCL

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001
Stock code: 536666

Subject: Intimation of Result of e-voting / Postal Ballot by the public shareholders as per Regulation 30 and 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sirs,

Pursuant to the Regulation 30 read with Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are pleased to inform you that Court Convened Meeting of the members of the Company was duly convened and held on 5th December, 2016 at Vill.: Lumshnong, P.O.: Khaliehriat, Dist.: East Jaintia Hills, Meghalaya-793 210 at 11.00 a.m.

The Company had extended e-voting / Postal Ballot facility to the public shareholders of the Company in respect of item of business as contained in the notice dated 3rd November, 2016. The e-voting/postal ballot commenced on 12th November, 2016 from 09:00 a.m. and ended at 05.00 p.m. on 11th December, 2016. Mr. Sourav Kedia, Practising Company Secretary was appointed as Scrutinizer for this purpose.

A copy of the report as submitted by the Scrutinizer on e-voting/ Postal Ballot by the public shareholders is enclosed.

In terms of Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the result of e-voting and Postal Ballot by public shareholders is detailed below in the prescribed format:

Details of Agenda:

Item no.1. "Resolved that the Scheme of Amalgamation of Star Ferro and Cement Limited with Star Cement Limited, being Annexure "A" in Company Application No.1 of 2016, a copy whereof is included in the notice dated the 3rd day of November, 2016 convening this Meeting, be and is hereby approved."



Pg.no.1

Star Ferro and Cement Limited

Regd. Office : VIII : Lumshnong, P.O. Khaliehriat, Dist. East Jaintia Hills, Meghalaya-793 210 Phone : 03655-278215/16/18, Fax : 03655-278217
Email : info@starferrocement.co.in, Website : www.starferrocement.co.in. CIN : L27310ML2011PLC008564

Resolution Required: Special								
Whether promoter/promoter group are interested in the agenda/resolution? : No								
Category	Mode of voting	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 & Promoter Group	E-voting	143120748	NA	NA	NA	NA	NA	NA
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		NA	NA	NA	NA	NA	NA
Public-Institutional Holders	E-voting	4186006	4141657	98.94	4141657	NIL	100.00	NIL
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total		4141657	98.94	4141657	NIL	100.00	NIL
Public-Non Institutions	E-voting	74866236	59552661	79.54	59552349	312	99.99	0.01
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		2910	0.01	2896	14	99.52	0.48
	Total		59555571	79.55	59555245	326	99.99	0.01
Total		222172990	63697228	28.67	63696902	326	99.99	0.01

The resolution has been approved by the public shareholders by requisite majority through e-voting/Postal Ballot. In addition to the approval by e-voting/Postal Ballot, as aforesaid, the Scheme has also been approved unanimously at the Court Convened Meeting of Equity Shareholders held on 5th December, 2016. The voting results alongwith Scrutinizer's Report are available on the web site of the Company and also placed on the notice board of its Registered Office.

Please take the information on record.

Thanking you,

Yours faithfully,
For Star Ferro and Cement Limited



D. Thakurta
Company Secretary
Encl. as stated



Pg.no.2



Sourav Kedia & Associates

Practising Company Secretary

"Shree Krishna Chambers"

78 Bentinck Street, 4th Floor,

Kolkata – 700 001,

E-mail : souravkedia@gmail.com,

Tele. : 91 93399 58280

SCRUTINIZER'S REPORT

To
The Chairman
Star Ferro and Cement Limited,
Vill : Lumshnong,
P.O. Khaliéhriat,
Dist. East Jaintia hills,
Meghalaya 793 210

Dear Sir,

SUB: SCRUTINIZER'S REPORT ON THE RESULTS OF VOTING THROUGH POSTAL BALLOT /E-VOTING BY EQUITY SHAREHOLDERS OF STAR FERRO AND CEMENT LIMITED FOR APPROVAL OF SCHEME OF AMALGAMATION IN TERMS OF PARAGRAPHS I(A)9(A) AND I(A)9(B) OF ANNEXURE I OF SEBI CIRCULAR DATED 30TH NOVEMBER, 2015.

I, Sourav Kedia, Practicing Company Secretary, have been appointed as a Scrutinizer for the purpose of scrutinizing the voting through Postal Ballot/e-voting pursuant to Rule 22 of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the Notice of Postal Ballot/e-voting dated November 3, 2016 (the Notice) for approving the Scheme of Amalgamation of Star Ferro and Cement Limited (the Company) with Star Cement Limited.

The Company has appointed National Securities Depository Limited (NSDL) to provide e-voting facilities to the Equity Shareholders of the Company. The voting through Postal Ballot / E-voting commenced at 9.00 A.M. on November 12, 2016 and ended at 5:00 P.M. on December 11, 2016.

The management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules relating to voting through Postal Ballot and Remote E-voting on the resolution contained in the said Notice of the Meeting. My responsibility as a scrutinizer is to ensure that the voting process through Postal Ballot / E-voting is conducted in a fair and transparent manner, and to prepare a report on the votes cast "In Favour" or "Against" the resolution as stated in the Notice, based on the Postal Ballots received through Business Reply Envelops from the members and E-voting.

In terms of instructions for postal ballot/e voting attached to the Notice, Public Shareholder(s) can either opt for postal ballot or e voting mode. If an equity shareholder has opted for E-voting, then he/she should not vote by Postal Ballot and vice-versa. However, in case equity shareholders cast their vote both via Postal Ballot and E-voting, then voting through E-voting shall prevail, and voting done by Postal Ballot shall be treated as invalid, notwithstanding whichever is cast first.

I submit my report on the results of voting by Postal Ballot/ E-voting by public shareholders as under:

Resolution: To approve the Scheme of Amalgamation of the Company with Star Cement Limited



“Resolved that the Scheme of Amalgamation of Star Ferro and Cement Limited with Star Cement Limited presented in Company Application No.1 of 2016 filed jointly by Star Ferro and Cement Limited and Star Cement Limited before the Hon’ble High Court of Meghalaya at Shillong be and is hereby approved.”

Voting Results of Postal ballot/e voting by Public shareholders

(i) Voted in **favour** of the resolution:

	Voting by e-voting	Voting by Postal Ballot	Total
Number of Members voted	181	25	206
No. of Votes cast by them	63694006	2896	63696902
% of total no. of valid vote cast	99.99%	99.99%	99.99%

(ii) Voted **against** the resolution:

	Voting by e-voting	Voting by Postal Ballot	Total
Number of Members voted	8	5	13
No. of Votes cast by them	312	14	326
% of total no. of valid vote cast	0.01%	0.01%	0.01%

(iii) **Invalid** Votes:

	Voting by e-voting	Voting by Postal Ballot	Total
Number of Members voted	NIL	NIL	NIL
Total No. of votes cast by them	NIL	NIL	NIL

Based on the aforesaid results of voting, resolution for approving Scheme of Amalgamation of the Company with Star Cement Limited has been approved by the requisite majority of the public shareholders of the Company through Postal Ballot / E-voting.

Electronic data and other relevant records relating to Postal Ballot/E-voting has been kept in my safe custody and shall be retained until the minutes is approved and signed, and shall be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

S. Kedia



.....
Practising Company Secretary
(Sourav Kedia)
C.P. No. 15259
Membership No. 40951

December 12, 2016, Kolkata