

30th September, 2016

The Secretary The Department of Corporate Services Bombay Stock Exchange Limited Floor 25, P.J. Towers, Dalal Street Mumbai – 400 001	Central Depository Services (India) Limited E-voting Division 16 th Floor, P.J. Towers Dalal Street, Fort Mumbai – 400 001
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RE: Scrip Code 500 141 / ISIN NO. INE912A01026

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015– Declaration of Results of E-voting and Poll

Dear Sir/Madam,

In connection with the captioned subject, we wish to inform as under:

- 1) Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company had accorded its approval to conduct e-voting to seek consent of the members of the Company for the proposed Ordinary resolutions to be passed through e-voting as specified in the Notice dated 12th August, 2016 ("the said Notice") read with the Explanatory Statement attached thereto.
- 2) The Company had appointed Mr. Ashish Saxena of M/s Ashish Saxena & Co. Practising Company Secretaries as the Scrutinizer for conducting the e-voting and postal ballot in a fair and transparent manner.
- 3) In terms of Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 and Rules framed there under, and other applicable provisions, the Company had provided the facility of e-voting to its shareholders through Central Depository Services (India) Limited (CDSL) which facilitates the e-voting. The e-voting process commenced on 25th September, 2016 at 9 a.m. and ended on 27th September, 2016 at 5 p.m. During this period, the shareholders of the Company holding shares either in physical form and/or in dematerialized form on as on 21st September, 2016, the cut-off date, could cast their votes electronically during the period between 25th September, 2016 and 27th September, 2016 as aforesaid. Once the vote on a resolution was cast, the shareholder was not allowed to change it subsequently.
- 4) Further, at the meeting venue, the Chairman & Managing Director of the Company suo moto ordered a poll under section 109 of the Companies Act, 2013 which was accordingly take up under the supervision of Mr. Ashish Saxena, Scrutinizer appointed for e-voting and poll.
- 5) The Scrutinizer has submitted his report on the E-voting and poll on 30th September, 2016, a copy of which is enclosed as **annexure "A"**. Based on the Scrutinizers' report and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following result is hereby announced to the members on 30th September, 2016.

1.	Date of Declaration of Postal Ballot Results	30 th September, 2016
2.	Total no. of shareholders as on Cut-off date	45,037

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FERRO ALLOYS CORPORATION LIMITED

Corp. Office : FACOR HOUSE, A-45-50, Sector-16, Noida, District Gautam Buddh Nagar, Uttar Pradesh-201 301 India • T +91-120-417 1000 • F +91-120-425 6700 • facordelhi@facorgroup.in

Regd. office & Works : D. P. Nagar, Randia-756 335, Dist. Bhadrak, Orissa, India • T +91-6784-240 230 • F +91-6784-240 626 • facorccp@facorccp.in

Head Office : Shreeram Bhawan, TUMSAR - 441 912, Dist. Bhandara, Maharashtra, India • T+91-7183-232233, & 233090 • F+91-7183-232271 • facorho@facorgroup.in

www.facorgroup.in

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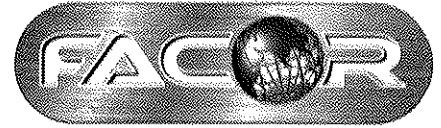


3.	No. of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public	Promoters and Promoter Group - 9 individual members, 5 proxies and 5 Corporate Members acting through their Authorised representatives Public – 29 individual members		
4	No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	Not Applicable		
5	Details of the Agenda	Resolution required (Ordinary / Special)	Mode of Voting (Show of hands/Poll / Postal Ballot / E-voting)	Result
i)	Ordinary resolution for adoption of Audited Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2016 and the audited consolidated Financial statement of the Company for the Financial year ended 31st March, 2016	Ordinary	E-voting & Poll (at the AGM)	Passed
ii)	Ordinary resolution for Re-appointment of Mr. Ashish Ramkisan Saraf, as Director who retires by rotation and, being eligible, offers himself for re-appointment	Ordinary	E-voting & Poll (at the AGM)	Passed
iii)	Ordinary resolution for ratification of Statutory Auditors' appointment made at the 58th AGM and fixing their remuneration.	Ordinary	E-voting & Poll (at the AGM)	Passed
iv)	Ordinary resolution for Ratification of Remuneration of Cost auditor for FY 2016-17	Ordinary	E-voting & Poll (at the AGM)	Passed

Resolution no.1:

Re: Seeking consent/approval of the members of the Company by way of Ordinary resolution for adoption of Audited Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2016 and the audited consolidated Financial statement of the Company for the Financial year ended 31st March, 2016.

Promoter / Public	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	138928036	88420536	63.64	88420536	0	100	0



Public Institutional Shareholders	-	2065707	0	0	0	0	0	0
Public Others		44274498	38051	0.09	37951	100	99.74	0.26
Total		185268241	88458587	47.75	88458487	100	100.00	0

Note: Total votes polled for Promoters & Promoter Group are 8,84,20,536 out of 13,89,28,036 shares held by them.

Resolution no.2:

Re: Seeking consent of the members of the Company by way of Ordinary resolution for Re-appointment of Mr. Ashish Ramkisan Saraf, as Director who retires by rotation and, being eligible, offers himself for re-appointment.

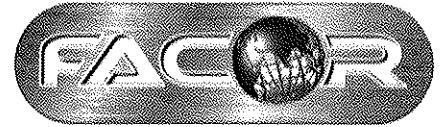
Promoter / Public	No. of shares held	No. of votes polled *	% of votes polled on outstanding shares	No. of votes – in favour *	No. of votes – against *	% of votes in favour on votes polled	% of votes against on votes polled
	[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	138928036	88420536	63.64	88420536	0	100	0
Public Institutional Shareholders	-	2065707	0.00	0	0	0	0
Public Others	44274498	38051	0.09	37931	120	99.68	0.32
Total	185268241	88458587	47.75	88458467	120	100.00	0

Note: Total votes polled for Promoters & Promoter Group are 8,84,20,536 out of 13,89,28,036 shares held by them.

Resolution no.3:

Re: Ordinary resolution for ratification of Auditors' appointment made at the 58th AGM and fixing their remuneration.

Promoter / Public	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	138928036	88420536	63.64	88420536	0	100	0



Public – Institutional Shareholders	2065707	0	0.00	0	0	0	0
Public Others	44274498	38051	0.09	37951	100	99.74	0.26
Total	185268241	88458587	47.75	88458487	100	100.00	0

Note: Total votes polled for Promoters & Promoter Group are 8,84,20,536 out of 13,89,28,036 shares held by them.

Resolution no.4:

Re: Ordinary resolution for Ratification of Remuneration of Cost auditor.

Promoter / Public	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	138928036	88420536	63.64	88420536	0	100	0
Public – Institutional Shareholders	2065707	0	0.00	0	0	0	0
Public Others	44274498	38051	0.09	37931	120	99.68	0.32
Total	185268241	88458587	47.75	88458467	120	100.00	0

Note: Total votes polled for Promoters & Promoter Group are 8,84,20,536 out of 13,89,28,036 shares held by them.

As per provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and based on the report of the Scrutinizer, it is hereby declared that the aforesaid Ordinary Resolutions have been duly passed by requisite majority.

Thanking you,

Yours faithfully,
for **Ferro Alloys Corporation Limited**

Ritesh Chaudhry
Sr. GM (Legal) & Company Secretary

Encl. a.a.

Office:
A - 32, First Floor
Nyay Khand - I, Indrapuram
Ghaziabad - 201014

Ashish Saxena & Co

Company Secretaries

Annexure 'A'

Mob: +91 999034495
Email: ashish@asandco.net

CONSOLIDATED SCRUTINIZERS' REPORT

**The Chairman
FERRO ALLOYS CORPORATION LIMITED
CIN: L45201OR1955PLC008400
D P NAGAR RANDIA
BHADRAK 756135
ORISSA**

Subject: Consolidated Scrutinizer's Report on E-voting and Poll pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 60th Annual General Meeting of the Members of Ferro Alloys Corporation Limited held on Wednesday, the 28th September, 2016 at 12:00 P.M. which concluded at 12:55 P.M.

Dear Sir,

I, Ashish Saxena of M/s Ashish Saxena & Co., Company Secretaries having office at A-32, Nyay Khand - I, Indrapuram, Ghaziabad - 201014, Uttar Pradesh have been appointed as Scrutinizer for scrutinizing the e-voting process, as well as Poll at the 60th Annual General Meeting ("AGM") of the Company.

I hereby furnish the Consolidated Report as under:


1. The Company engaged the services of Central Depository Services Limited (CDSL) to offer the facility of e-voting to the Members of the Company during 25th September, 2016 (9.00 A.M.) to 27th September, 2016 (5.00 P.M.). The shareholders, whose name appeared on the Register of Members list as on the cut-off date of 21st September, 2016 were allowed to participate and vote during the aforesaid period of e-voting.
2. In line with the provisions of the Companies Act, 2013 (as amended) and in terms of the clarification(s) issued by the Ministry of Corporate Affairs, voting by show of hands was not permitted at the AGM where e-voting was offered to the Members. Therefore, the Chairman ordered for Poll at AGM as per Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended). Polling paper for polling process was provided to the members present at the venue of AGM, which was successfully conducted.
3. After completion of the Poll at the AGM, votes casted by the Members were reconciled with the records of the Company and the Authorizations/Proxies lodged with the Company. A register was maintained containing the particulars of the Members, who attended and participated in Poll at AGM.



4. Thereafter, the votes casted through e-voting were unblocked after completion of Poll at the AGM in the presence of two witnesses, CS Ratnesh Kumar R/o 475, Guru Ram Das Nagar, Laxmi Nagar, Delhi -110092 and Mr. Nitesh Mishra R/o B - 86, Shalimar Garden, Sahibabad, Ghaziabad, UP, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:



 CS Ratnesh Kumar



 Mr. Nitesh Mishra

5. Based on the reports generated from the e-voting provided by CDSL and votes casted through Poll, I hereby submit the consolidated results of e-voting and Poll as under:

Resolution 1: Adoption of audited financial statements (including the consolidated financial statements) for the financial year ended 31st March, 2016 together with the Reports of Board of Directors and Auditors thereon

Resolution Type: Ordinary

Valid Votes:

Voting Method	Votes in favour of the Resolution			Votes against the Resolution		
	Members Voted	No. of Votes Cast	%	Members Voted	No. of Votes Cast	%
E-voting	05	1182	92.200	02	100	7.800
Poll	48	88457305	100.000	0	0	0.000
Total	53	88458487	100.000	02	100	0.000

Invalid Votes:

Voting Method	Total number of members whose vote declared invalid	Number of Votes Cast
E-voting		
Poll		
Total		

Resolution passed with requisite majority.

Resolution 2: Re-appointment of Mr. Ashish Ramkisan Saraf (DIN: 00004547) who retires by rotation and being eligible offers himself for re appointment.

Resolution Type: Ordinary

Valid Votes:

Voting Method	Votes in favour of the Resolution			Votes against the Resolution		
	Members Voted	No. of Votes Cast	%	Members Voted	No. of Votes Cast	%
E-voting	04	1162	90.640	03	120	9.360
Poll	48	88457305	100.000	0	0	0.000
Total	52	88458467	100.000	03	120	0.000

Invalid Votes:

Voting Method	Total number of members whose vote declared invalid	Number of Votes Cast
E-voting		
Poll		
Total		



Resolution passed with requisite majority.

Resolution 3: Appointment of M/s. Salve & Co., Chartered Accountants (Registration No.109003W), as Statutory Auditors of the Company from the conclusion of this Annual General Meeting (AGM) until the conclusion of next AGM and to fix their remuneration

Resolution Type: Ordinary

Valid Votes:

Voting Method	Votes in favour of the Resolution			Votes against the Resolution		
	Members Voted	No. of Votes Cast	%	Members Voted	No. of Votes Cast	%
E-voting	05	1182	92.200	02	100	7.800
Poll	48	88457305	100.000	0	0	0.000
Total	53	88458487	100.000	02	100	0.000

Invalid Votes:

Voting Method	Total number of members whose vote declared invalid	Number of Votes Cast
E-voting		
Poll		
Total		

Resolution passed with requisite majority.

Resolution 4: Approval/ Ratification of the remuneration payable to M/s. Niran & Co., Cost Accountants (FRN-000113), appointed as Cost Auditors of the Company

Resolution Type: Ordinary

Valid Votes:

Voting Method	Votes in favour of the Resolution			Votes against the Resolution		
	Members Voted	No. of Votes Cast	%	Members Voted	No. of Votes Cast	%
E-voting	04	1162	90.640	03	120	9.360
Poll	48	88457305	100.000	0	0	0.000
Total	52	88458467	100.000	03	120	0.000

Invalid Votes:

Voting Method	Total number of members whose vote declared invalid	Number of Votes Cast
E-voting		
Poll		
Total		

Resolution passed with requisite majority.



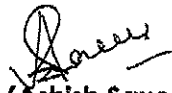
6. Based on the above, all Resolutions mentioned hereinabove were passed with requisite majority on the date of AGM. Accordingly, we request the Chairman of the Company to announce the result of the meeting.
7. All the papers relating to voting by e-voting & Poll shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes of AGM and thereafter, we shall hand over the related papers to the Company.

The Scrutinizer hereby registers his appreciation towards management in carrying out the whole process in fair and transparent manner.

Thanking you,
Yours faithfully,

For Ashish Saxena & Co.

Company Secretaries



(Ashish Saxena)



Proprietor

Membership no.: F6560

C.P. no.: 7096

Date: 30.09.2016

Place: Ghaziabad