

DEL/SEC/119
September 23, 2015

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
16th Floor, P.J. Towers
Dalal Street, Fort
MUMBAI – 400 001

Re: Scrip Code: 500141 (Ferro Alloys Corporation Limited)

Sub: Clause no.35A of the Listing Agreement with Bombay Stock Exchange Limited – Voting Results

Dear Sir/Madam,

In accordance with the Clause No: 35A of the Listing Agreement, we write to inform you that the Members of the Company at the 59th Annual General Meeting held on September 21, 2015 transacted the following business:

Sl.No.	Description	Particulars			
A	Date of the AGM	September 21, 2015			
B	Book-Closure Date	September 19, 2015 to September 21, 2015 (both days inclusive)			
C	Total No. of Shareholders on record date/Cut-off date	Total shareholders on Cut-off date of 14 th September, 2015 - 45,690			
D	No. of shareholders present in the meeting either in person or through proxy or Authorised Representatives				
	Shareholders	In Person	Proxy	Authorised Representatives	Total
	Promoters and Group	6	14	5	25
	Public:	31	--	2	33
	Total	37	14	7	58
E	No. of Shareholders attended the meeting through Video Conferencing				
	Shareholders	No video conferencing facility was arranged			
	Promoters and Group				
	Public:				

Outcome of the 59th Annual General Meeting of the Members of the Company

The 59th Annual General Meeting of the Members of the Company was held on Monday, September 21, 2015 at 12.00 Noon (IST) at the Registered office of the Company at D.P. Nagar, Randia – 756135, Distt. Bhadrak, Odisha. The mode of voting was by way of E-voting and Poll.

The Shareholders transacted the business as provided in **Annexure-I**. Based on the report dated 23rd September, 2015 of the Scrutinizer, a copy of which is enclosed as **annexure – II**, the result of the business transacted is, as under:

- a) Resolution at the item no.4 relating to appointment of Mr. Anurag Murlidhar Saraf, as Director of the Company, stands defeated as votes cast in favour of the resolution does not exceed the votes cast against the said resolution.

FERRO ALLOYS CORPORATION LIMITED

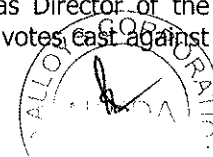
CIN No. L45201OR1955PLC008400

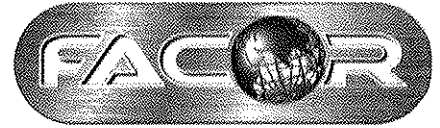
Corp. Office : FACOR HOUSE, A-45-50, Sector-16, Noida, District Gautam Buddh Nagar, Uttar Pradesh-201 301 India • T +91-120-417 1000 • F +91-120-425 6700 • E.: facordelhi@facorgroup.in

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

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

www.facorgroup.in





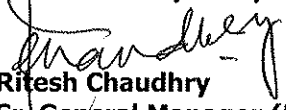
b) All resolutions except resolution mentioned at the item no.4 stand passed under e-voting and poll with the requisite majority.

Kindly take the reports filed on record.

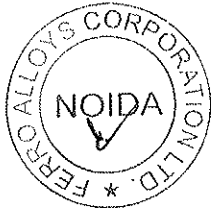
Thanking you,

Yours sincerely,

For Ferro Alloys Corporation Limited


Ritesh Chaudhry
Sr. General Manager (Legal) & Company Secretary

Encl: As above



ANNEXURE - I

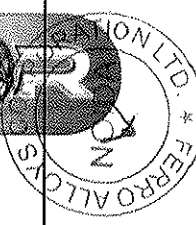
Item no.1 - Ordinary resolution for adoption of Audited Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2015 and the audited consolidated Financial statement of the Company for the Financial year ended 31st March, 2015

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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747496	1.70	746391	1105	99.85	0.15
Total	185268241	90510439	48.85	90509334	1105	100.00	0

Note: In respect of item no.1, the voting of one member holding 100 shares was declared invalid

Item no.2 - Ordinary resolution for Re-appointment of Mr. Vineet Vithaldas 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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	99.99877915	0



Item no.3 - 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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	100.00	0

Item no.4 - Ordinary resolution for appointment of Mr. Anurag Murlidhar Saraf, as Director

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 Promoters Group	138928036	20314060	14.62	2210327	18103733	10.88	89.12
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	70315	677281	9.41	90.59
Total	185268241	21061656	11.37	2280642	18781014	10.83	89.17

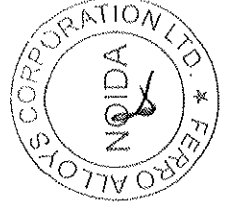


Item no.5 - Ordinary resolution for appointment of Mr. Urmila Gupta, as Independent Women Director

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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747591	1.70	746486	1100	99.85	0.15
Total	185268241	90510534	48.85	90509429	1100	100.00	0

Item no.6 - Ordinary resolution for appointment of Mr. Umesh Khaitan, as Independent Director

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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	100.00	0



Item no.7 - Special Resolution for keeping the Register of Members with the Registrar & Share Transfer Agents of the Company and the Annual Returns at the Corporate Office of the Company

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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	100.00	0

Item no.8 - Special Resolution regarding ratification/approval of Material Related Party Transactions entered into by the Company

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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	100.00	0

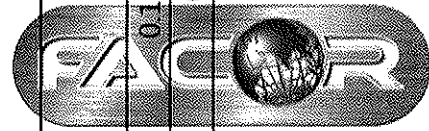


Item no.9 - Special Resolution regarding payment of Commission to the Wholetime Directors and President

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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	100.00	0

Item no.10 - Special resolution for Re-appointment of Mr. Ramkisan Durgaprasad Saraf, as Chairman & Managing Director

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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	100.00	0



Item no.11 - Ordinary resolution for Re-appointment of Mr. Manoj Umashankar Saraf, as Managing Director

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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	100.00	0

Item no.12 - 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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	100.00	0



Item no.13 - Special resolution for Adoption of Articles of Association

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 Promoters Group	138928036	89762943	64.61	89762943	0	100	0
Public - Institutional shareholders	2370698	0	0.00	0	0	0	0
Public - Others	43969507	747596	1.70	746491	1105	99.85	0.15
Total	185268241	90510539	48.85	90509434	1105	100.00	0



Office :
A-32, First Floor,
Nyay Khand-1, Indirapuram,
Ghaziabad-201014

Ashish Saxena & Co
Company Secretaries

+91 120 2691000
+91 9999034495
ashish@asandco.net

COMBINED SCRUTINIZER REPORT FOR E- VOTING & POLL TAKEN IN RESPECT OF 59th AGM OF FERRO ALLOYS CORPORATION LIMITED

Annexure - II

To
The Chairman
59th AGM
Ferro Alloys Corporation Limited
D P Nagar, Randia-756135
Bhadrak, Odisha,

Sub: Passing of Resolution through electronic voting & poll conducted at the 59th Annual General Meeting ("AGM") of Ferro Alloys Corporation Limited held at D P Nagar, Randia-756135, Bhadrak, Odisha, on 21st September, 2015 at 12.00 Noon.

Dear Sir,

The company had appointed me as a Scrutinizer to scrutinize the e- voting process together with voting through the polling paper in physical mode at the Poll held at the 59th AGM of the company held on the September 21st, 2015.

The company had appointed Central Depository Services (India) Limited ("CDSL") as the Service Provider, for providing the facility of electronic voting to the shareholders of the company from September 18, 2015 at 9:00 AM and till September 20, 2015 at 5:00 PM. The e-voting results were unblocked by me on September 21st, 2015 in the presence of two witnesses.

The voting rights were reckoned as on 14th September, 2015, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

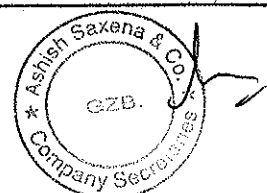
The company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the shareholders of the company.

At the 59th AGM of the company held at September 21, 2015, the Chairman of the company had sue-moto i.e., on his own motion ordered for a Poll under section 109 of the Companies Act, 2013, to facilitate the members present in the AGM who could not participate in the e-voting or who did not opt for e-voting

facility, to record their votes through the poll process. The Chairman had appointed me as a Scrutinizer for the same.

The results of the e-voting together with that of the Poll are as under:

Item No. of the Notice	Particular of business	Votes in favour of the resolution		Votes against of the resolution		Abstained/Invalid Votes	
		No.	%age	No.	%age	No.	%age
Item No. 1 (As Ordinary Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475280	100.000	0	0.000	100	NA
	Total	90509334	99.999	1105	0.001	100	NA
Item No. 2 (As Ordinary Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA
Item No. 3 (As Ordinary Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA
Item No. 4 (As Ordinary Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	2246588	10.685	18779909	89.315	69448883	NA
	Total	2280642	10.828	18781014	89.172	69448883	NA
Item No. 5 (As ordinary Resolution)	Evoting	34054	96.871	1100	3.129	5	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1100	0.001	5	NA
Item No. 6 (As ordinary Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA
Item No. 7 (As special Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA
Item No. 8 (As special Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA
Item No. 9 (As special Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA



Item No. 10 (As special Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA
Item No. 11 (As ordinary Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA
Item No. 12 (As ordinary Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA
Item No. 13 (As special Resolution)	Evoting	34054	96.857	1105	3.143	0	NA
	Poll	90475380	100.000	0	0.000	0	NA
	Total	90509434	99.999	1105	0.001	0	NA

As such, following would be the decision/sense of the voting:

- Resolution at the Item No.4 relating to appointment of Mr. Anurag Murlidhar Saraf, as Director of the company, stands defeated as Votes in favour of the Resolution does not exceed the votes casted against the said resolution
- All resolutions except Resolution mentioned at the Item No. 4 stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and on Poll by the shareholders of the company. I shall be arranging to hand over these records to the Chairman for safe keeping.

Thanking you,

Yours faithfully,

For **Ashish Saxena & Co.**

Company Secretaries


(Ashish Saxena)

Proprietor

Membership No. - F 6560

C.P. No. - 7096

Date: 23/09/2015

Place: Ghaziabad

