



Date: 01.12.2023

BSE Limited,  
Department of Corporate Services - CRD  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai-400 001

Dear Sir/Madam,

SUB: VOTING RESULT OF EXTRA ORDINARY GENERAL MEETING ('EGM') HELD ON NOVEMBER 30, 2023 THROUGH VEDIO CONFERENCING ALONG WITH SCRUTINIZER'S REPORT.

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As per Regulation 30, 44 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform the Exchange that the shareholders of the Company at the Extra Ordinary General Meeting ("EGM") held on November 30, 2023 through video conferencing (VC)/ Other Audio Visual Means ("OAVM") **have approved the following items as per the Notice of EGM dated October 28, 2023 by way of requisite majority through remote e-voting and e- voting during the EGM:**

S.L No	Details of the Resolution	Resolution Required
1	To Approve the Change in the Name of the Company and Consequent Amendment in Memorandum and Articles of Association of the Company	Special
2	Appointment of Shri PV Rao as Whole-Time Director for a period of three years	Ordinary

The details of voting results, as per the requirement of Regulation 44 of the Listing Regulations in the prescribed format and Scrutinizer's Report on Remote E-voting & voting during the EGM are enclosed.

This is for your information and records.

Thanking You,

Yours faithfully

for VBC Ferro Alloys Limited

**VENKATESWARA  
P.V. RAO PALADUGU**  
Whole-Time Director

Digitally signed by  
VENKATESWARA RAO  
PALADUGU  
Date: 2023.12.01 18:36:40  
+05'30'

Date of the AGM/EGM 30.11.2023  
Total number of shareholders on record date 6456

No. of shareholders present in the meeting either in person or through proxy: NA  
Promoters and Promoter Group: NA  
Public: NA  
No. of Shareholders attended the meeting through Video Conferencing 54  
Promoters and Promoter Group: 10  
Public 44

Agenda- wise disclosure -Annexed-1 to 2

Annexure-1

Resolution required:

(Ordinary / Special) Special: 1. To Approve the Change in the Name of the Company and Consequent Amendment in Memorandum and Articles of Association of the Company

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
Promoter and Promoter Group	E-Voting	6616142	3196815	48.318	3196815	0	100.000	0.000
	Poll		-	-	-	-	-	0.000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		3196815	48.318	3196815	0	100.000	0.000
Public- Institutions	E-Voting	7370	0	0.000	0	0	0.000	0.000
	Poll		-	-	-	-	-	0.000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		0	0.000	0	0	0.000	0.000
Public- Non Institutions	E-Voting	9770838	7057778	72.233	7056278	1500	99.979	0.021
	Poll		-	0.000	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7057778	72.233	7056278	1500	99.979	0.021
TOTAL		16394350	10254593	62.550	10253093	1500	99.985	0.015

VBC FERRO ALLOYS LIMITED

Annexure-2

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
Promoter and Promoter Group	Remote E-Voting	6616142	3196815	48.318	3196815	0	100.000	0.000
	Venue E Voting		-	-	-	-	-	0.000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		3196815	48.318	3196815	0	100.000	0.000
Public- Institutions	Remote E-Voting	7370	0	0.000	0	0	0.000	0.000
	Venue E Voting		-	-	-	-	-	0.000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		0	0.000	0	0	0.000	0.000
Public- Non Institutions	Remote E-Voting	9770838	7057778	72.233	7056278	1500	99.979	0.021
	Venue E Voting		-	0.000	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7057778	72.233	7056278	1500	99.979	0.021
TOTAL		16394350	10254593	62.550	10253093	1500	99.985	0.015

**VBC FERRO ALLOYS LIMITED**

**SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rules 20 of the  
Companies (Management and Administration) Rules, 2014 as amended**

The Chairman  
VBC Ferro Alloys Limited  
3<sup>rd</sup> Floor, 6-2-913/914, Progressive towers  
Hyderabad-500004

**Sub: Scrutinizer's Report on Passing of Resolutions with e-voting facility-EGM  
Notice dated 28.10.2023 conducted through VC/OAVM**

We, A.J.Sharma & Associates, Practicing Company Secretaries, Hyderabad were appointed as Scrutinizer by the Board of directors of VBC Ferro Alloys Limited by a resolution passed at their meeting held on 28<sup>th</sup> October 2023 for the purpose of scrutinizing the passing of the resolutions by the members at the EGM held through VC/OAVM on 30<sup>th</sup> November 2023 with remote e-voting and e-voting through electronic voting at EGM and for ascertaining the requisite majority on the resolutions passed as contained in the EGM notice dated 28<sup>th</sup> October 2023 with e-voting facility carried out as per the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended.

The management of the Company is responsible to ensure the compliances with the requirements of the Provisions of the Companies Act 2013 and Rules relating to voting through electronic means on the Resolutions as set out in the EGM Notice. My responsibility as a Scrutinizer for the voting process is restricted to ensure that the e-voting is conducted in a fair and transparent manner and make the Scrutinizer's Report of the votes cast "in Favor" or "Against" the resolutions. I have made this report based on the scrutiny of the votes cast ( through e-voting) from the members and on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the Authorized agency to provide e-voting facility appointed by the Company.

The Company's Registrars and Transfer Agents M/s Venture Capital & Corporate Investments Private Limited with whom the Company has entered into a tripartite agreement for the e-voting along with CDSL has sent the notice of the EGM together with the explanatory statement containing material facts to all the eligible shareholders whose e-mail ID's were available. The members of the Company as on the cut off date of 22<sup>nd</sup> October 2023 were entitled to vote on the resolutions as contained in the Postal Ballot notice.



Further to the above I report that the Company has published a public notice under Rule 22(3) of the Companies ( Management and Administration) Rules 2014 by way of an advertisement on 7<sup>th</sup> November 2023 in Financial Express and Ninadam News Papers ( English and Telugu )

The Chairman at the EGM held on Thursday the 30<sup>th</sup> November 2023 through VC/OAVM announced that members who had not exercised their votes through remote e-voting may exercise their votes through electronic voting system being provided during the meeting.

The e-voting facility remained open from 9.00 A.M on 27<sup>th</sup> November 2023 to 5.00 P.M on 29<sup>th</sup> November 2023. At the end of the voting period on Wednesday the 29<sup>th</sup> November 2023 at 5.00 P.M the voting portal of the service provider was blocked.

After the closure of the remote e-voting the voting platform was kept open during the EGM, the report on the remote e-voting was diligently scrutinized.

After completion of the remote e-voting and e-voting during the EGM by the members the e-voting facility was duly unblocked on 1<sup>st</sup> December 2023 at about 11.30 A.M. by me in presence of two witnesses who are not in the employment of the Company as required under clause 3(xi) of Rule 20.

There after the details containing the list of shareholders who voted “for” or “against” were downloaded from the e-voting web site of CDSL and the report of e-voting was generated and compiled, the details of which are as under.

All the electronic votes received up to the closing hours of 29<sup>th</sup> November 2023 being the last date and time fixed for voting by the Company and also electronic votes cast during EGM were considered for my scrutiny.

#### **E-VOTING DETAILS**

**Number of shareholders participated in e-voting : 64**

**Aggregate Number of votes of participating members: 10254593**

#### **E-VOTING RESULT**

**Resolution No1 (Special Resolution):**

**Subject matter:**

**To approve the change in the name of the company and consequent amendment in Memorandum and Articles of Association of the company.**



**i) Voting in favour of the Resolution**

	Total members exercised their votes	Total number of votes cast by them	% of total number of valid votes cast
Remote e-voting before the EGM	60	10253046	99.985
Remote e-voting at the EGM	3	47	-
<b>TOTAL</b>	<b>63</b>	<b>10253093</b>	<b>99.985</b>

**ii) Voting against the Resolution**

	Total members exercised their votes	Total number of votes cast by them	% of total number of valid votes cast
Remote e-voting before the EGM	1	1500	0.015
Remote e-voting at the EGM	0	0	0
<b>TOTAL</b>	<b>1</b>	<b>1500</b>	<b>0.015</b>

**iii) Invalid Votes**

	Total members exercised their votes	Total number of votes cast by them	% of total number of valid votes cast
Remote e-voting before the EGM	0	0	0
Remote e-voting at the EGM	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Resolution No.2 (Ordinary resolution):**

**Subject matter: Appointment of whole time Director**

**ii) Voting in favour of the Resolution**

	Total members exercised their votes	Total number of votes cast by them	% of total number of valid votes cast
Remote e-voting before the EGM	60	10253046	99.985
Remote e-voting at the EGM	3	47	-
<b>TOTAL</b>	<b>63</b>	<b>10253093</b>	<b>99.985</b>

**ii) Voting against the Resolution**



	Total members exercised their votes	Total number of votes cast by them	% of total number of valid votes cast
Remote e-voting before the EGM	1	1500	0.015
Remote e-voting at the EGM	0	0	0
<b>TOTAL</b>	<b>1</b>	<b>1500</b>	<b>0.015</b>

iii) Invalid Votes

	Total members exercised their votes	Total number of votes cast by them	% of total number of valid votes cast
Remote e-voting before the EGM	0	0	0
Remote e-voting at the EGM	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>

All the two resolutions received the requisite votes in the e-voting. You may accordingly declare the result of voting

The Registers and other relevant records and documents relating to the electronic voting shall remain in our custody until the chairman considers, approves and signs the minutes of the e Voting and thereafter the same will be handed over to the designated person of the Company.

Thanking You,  
Yours faithfully

Place: Hyderabad  
Date: 1<sup>st</sup> December 2023

For A.J.SHARMA & ASSOCIATES  
COMPANY SECRETARIES



*A.J. Sharma*  
A.J.SHARMA  
FCS-2120, CP-2176

Peer Review Certificate No:2411/2022  
UDIN: F002120E002779721