



FACOR STEELS LIMITED

FSL/NGP/STX/01

September 29, 2016

To,
The Secretary
The Department of Corporate Services,
Bombay Stock Exchange Limited,
Floor 25, P. J. Towers, Dalai Street,
Mumbai - 400 001

Dear Sirs,

Sub. Furnishing of e-voting results of 13th Annual General Meeting held on 23rd September, 2016

Ref. Scrip Code 532657

The 13th Annual General Meeting of the Company was held on 23rd September, 2016 at 11.30 a.m. at the Registered Office of the Company i.e. 46 A & B, MIDC Industrial Estate, Hingna Road, Nagpur-440028 (M.S.) India, to transact the business as stated in the Notice dated 5th August, 2016, convening the AGM.

In this regard, please find enclosed the following:

- 1) Voting Results of the business transacted at the AGM, as required under Regulation 44 of the Listing Regulation – **Annexure I**
- 2) Report of the Scrutinizer dated 24th September, 2016, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure II**

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For Facor Steels Ltd.

Vinod Saraf
Managing Director

FACOR STEELS LIMITED

13TH ANNUAL GENERAL MEETING (AGM) VOTING RESULTS

Date of the Annual General Meeting	23rd September, 2016
Total number of Shareholders on record date	52147
Number of Shareholders present in the meeting either in person or through proxy:	35
Promoters and Promoter Group	10
Public	25
Number of Shareholders attended the meeting through Video Conferencing	None
Promoters and Promoter Group	None
Public	None



Item no. 1 - Ordinary resolution for adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2016

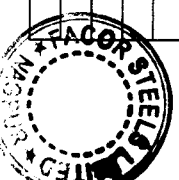
Resolution required:	Ordinary										
Whether promoter/Promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes polled on outstanding shares	[3] = [2]/[1]*100	No. of votes - in favour	No. of votes - in against	% of votes in favour on votes polled	[6] = [4]/[2]*100	% of votes against on votes polled	[7] = [5]/[2]*100
Promoter and Promoters Group	E-Voting	136677098	0	0.00		0	0	0.00		0.00	
	Poll		81971909	59.97		81971909	0	100.00		0.00	
	Postal Ballot (if applicable)		0	0.00		0	0	0.00		0.00	
	Total		81971909	59.97		81971909	0	100.00		0.00	
Public - Institutions	E-Voting	4706311	0	0.00		0	0	0.00		0.00	
	Poll		0	0.00		0	0	0.00		0.00	
	Postal Ballot (if applicable)		0	0.00		0	0	0.00		0.00	
	Total		0	0.00		0	0	0.00		0.00	
Public - Non Institutions	E-Voting	65140270	18448	0.03		18448	100	100.00		0.54	
	Poll		10576	0.02		10576	0	100.00		0.00	
	Postal Ballot (if applicable)		0	0.00		0	0	0.00		0.00	
	Total		29024	0.04		29024	100	100.00		0.34	
Total	E-Voting	206523679	18448	0.01		18448	100	100.00		0.54	
	Poll		81982485	39.70		81982485	0	100.00		0.00	
	Postal Ballot (if applicable)		0	0.00		0	0	0.00		0.00	
	Total		206523679	39.71		82000933	100	100.00		0.00	

Item no.2 - Ordinary resolution for Re-appointment of Mr. Muridhar D. Saraf (DIN:00011966), as Director who retires by rotation and, being eligible, offers himself for re-appointment

Resolution required: Ordinary

Whether promoter/Promoter group are interested in the agenda/resolution? Yes

Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes polled on outstanding shares	[3] = [2]/[1]*100	No. of votes - in favour	No. of votes - in against	% of votes in favour on votes polled	[6] = [4]/[2]*100	% of votes against on votes polled	[7] = [5]/[2]*100
Promoter and Promoters Group	E-Voting	136677098	0	0.00		0	0	0.00		0.00	
	Poll		70589661	51.65		70589661	11382248 ***	100.00		16.12	
	Postal Ballot (if applicable)		0	0.00		0	0	0.00		0.00	
	Total		70589661	51.65		70589661	11382248	100.00		16.12	
Public - Institutions	E-Voting	4706311	0	0.00		0	0	0.00		0.00	
	Poll		0	0.00		0	0	0.00		0.00	
	Postal Ballot (if applicable)		0	0.00		0	0	0.00		0.00	
	Total		0	0.00		0	0	0.00		0.00	



	Total		0	0.00	0	0.00	0.00	0.00
	E-Voting		18328	0.03	18328	220	100.00	1.20
	Poll		10576	0.02	10576	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	65140270	28904	0.04	28904	220	100.00	0.76
	E-Voting		18328	0.01	18328	220	100.00	1.20
	Poll		70600237	34.19	70600237	11382248	100.00	16.12
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	206523679	70618565	34.19	70618565	11382468	100.00	16.12

These shares are held by the Relative of the Director and they are interested in this resolution

Item no. 3 - Ordinary resolution for ratification of Statutory Auditors appointment and fixing their remuneration.

Resolution required:	Ordinary							
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 Promoters Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll		81971909	59.97	81971909	0	100.00	0.00
	Postal Ballot (if applicable)	136677098	0	0.00	0	0	0.00	0.00
	Total		81971909	59.97	81971909	0	100.00	0.00
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	4706311	0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		18448	0.03	18448	100	100.00	0.54
	Poll		10576	0.02	10576	0	100.00	0.00
	Postal Ballot (if applicable)	65140270	0	0.00	0	0	0.00	0.00
	Total		29024	0.04	29024	100	100.00	0.34
Total	E-Voting		18448	0.01	18448	100	100.00	0.54
	Poll		81982485	39.70	81982485	0	100.00	0.00
	Postal Ballot (if applicable)	206523679	0	0.00	0	0	0.00	0.00
	Total	206523679	82000933	39.71	82000933	100	100.00	0.00



Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 13th Annual General Meeting (AGM) of the Members of **Facor Steels Limited** held on Friday, 23rd September, 2016 at 11.30 a.m. at the Registered Office of the Company at 46 A & B , MIDC, Industrial Estate , Hingna Road, Nagpur – 440 028.

Dear Sir,

I, Pradip Sudhakar Rao Channe, Proprietor of M/s. P S Channe & Associates, Company Secretaries having its registered office at Plot No. 131, Shyam Nagar, Bel_Trodi Road, Nagpur 44001544, have been appointed as the Scrutinizer by the Board of Directors of **Facor Steels Limited** (the Company) for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 13th AGM of the Equity Shareholders of the Company held on Friday, 23rd September, 2016 at 11.30 a.m. at the Registered Office of the Company at 46 A & B, MIDC, Industrial Estate, Hingna Road, Nagpur – 440 028.

The Notice dated 5th August, 2016 convening the AGM along with the statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Equity Shareholders of the Company.

The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot at the venue of the AGM to those members who attended the AGM and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the “cut-off” date of 16th September, 2016 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

The period for remote e-voting commenced on Tuesday, 20th September, 2016 at 9.00am and ended on Thursday, 22th September, 2016 at 5.00pm.



Office & Residence :

Plot No 131, Shyam Nagar , L/O No. 3,
Bel-Tarodi Rd., Somalwada Ext.
Wardha Rd., Nagpur-440015
E-mail : pradipt21@rediffmail.com
fcs6265@gmail.com
Cell : 9595447460 & 7620214671

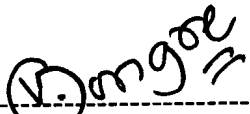


On 22nd September, 2016, after the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members was not available.

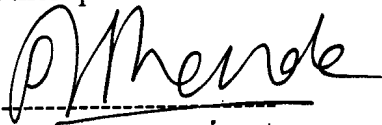
Further, the Chairman announced the poll at the AGM for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, Mr. Vishal Dongre (Residing at S-3, Shri Shiv Apartment, Durga Society, Shyam Nagar, Nagpur-440015) and Mr Shekhar V.Shende. (Residing at Panchdeep Nagar, Near Radison Blu Hotel, Wardha Road, Nagpur-440015) who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.



Name: **VISHAL DONGRE.**

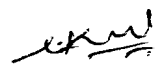


Name: **Shekhar Shende**


The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Link Intime India Pvt. Ltd. Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The votes cast through remote e-voting were unblocked after the AGM in the presence of two witnesses, Mr Harish Dani (Residing at Uma Apartment, Gokulpeth, Nagpur-440010) and Mr Pravin Kolhatkar. (Residing at 24, Shreeram Nagar, Somalwada, Nagpur-440015). They have signed below in confirmation of the votes being unblocked in their presence.

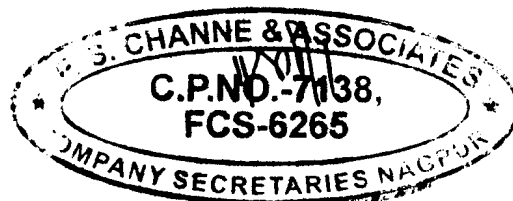


Name: **Harish K. Dani**



Name: **Pravin Kolhatkar**

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the AGM.





The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:

Resolution No. 1: Ordinary: To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March 2016, including Audited Balance Sheet and Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon..

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

Voting	Type of	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting		11	18448	0.02
Physical Ballot		35	81982485	99.98
Total		46	82000933	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	01	100	00
Physical Ballot	00	000	00
Total	01	100	00

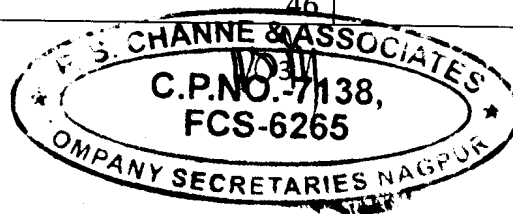
(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	00	00
Physical Ballot	00	00

Resolution No. 2: Ordinary: To appoint a Director in the place of Mr. M D Saraf (DIN: 00011966), who retires from Office by rotation and, being eligible, offers himself for re-appointment.

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	10	18328	0.02
Physical Ballot	33	70600237	99.98
Total	46	70618565	100



(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	220	00
Physical Ballot	0	000	00
Total	2	220	00

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	2	***11382248

*** voting by Shareholders who are relatives of the Director concern.

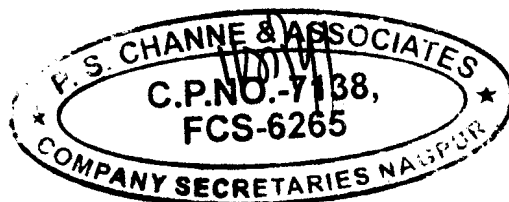
Resolution No. 3: Ordinary: To ratify the appointment of Statutory Auditors and fix their remuneration

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	18448	0.02
Physical Ballot	35	81982485	99.98
Total	46	82000933	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	100	00
Physical Ballot	0	000	00
Total	1	100	00





(iii) **Invalid votes:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	00	00
Physical Ballot	00	00

All the Resolutions at item nos. 1 to 3 have been passed with requisite majority.

The register, all other papers and relevant records relating to remote e-voting/physical ballot forms and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company for safe keeping.

Thanking You,

Place: Nagpur

Date: 24th September, 2016

Countersigned by,

FOR FACOR STEELS LIMITED

**CHAIRMAN OF THE
13TH ANNUAL GENERAL MEETING**

Yours faithfully,

FOR P S CHANNE & ASSOCIATES.

PRADI S CHANEE

(Proprietor)

C.P. Number: 7138

Membership number: FCS 6265

