

Ref: FFPL/AGM/BSE/2022-2023

Dated: 29.09.2023

To  
**The Dy. General Manager**  
**BSE Limited,**  
P.J. Towers,  
Floor No. 25,  
Dalal Street,  
Mumbai – 400 001.

**Ref: Regulation 44(3) of the SEBI (LODR) Regulations, 2015**

Dear Sir,

**Sub:-Disclosure of voting result of 59<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 27<sup>th</sup>, 2023.**

At the 59<sup>th</sup> Annual General Meeting (AGM) of the Company held on Wednesday, September 27<sup>th</sup>, 2023 at 03:30 p.m through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”), all items of business contained in Notice of the AGM dated August 11<sup>th</sup>, 2023 were transacted and approved by the shareholders with requisite majority.

The details of the combined voting results alongwith Scrutinizers Report as per Regulation 44(3) of the SEBI (LODR) Regulations, 2015 are enclosed herewith.

You are requested to kindly take the same on your records.

Thanking you.  
Yours faithfully  
**For Foundry Fuel Products Ltd.**

  
(Sunil Vishwambharan)  
Director  
DIN: 02831247



Encl: as above

## OUTCOME OF ANNUAL GENERAL MEETING

Date of the AGM	Wednesday, 27 <sup>th</sup> September, 2023
Total number of shareholders on record date	6501
<b>No. of shareholders present in the meeting either in person or through proxy :</b> Promoters and Promoter Group : Public :	N.A N.A
<b>No. of shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public :	4 39

**Agenda No 1: To receive, consider and adopt Audited Financial Statements of the Company including Audited Balance Sheet as at 31st March, 2023, Audited Profit & Loss Account and the Cash Flow Statement for the year ended as on that date together with the Report of Directors' and Auditors' thereon.**

Resolution required : (Ordinary/Special) :							Ordinary		
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 of votes polled (6)= [(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100	
Promoter and Promoter Group	E-Voting	5628836	5628736	99.99	5628736	0	100.00	0.00	
	Poll		0	0	0	0	0	0	
	Postal Ballot (If applicable)		0	0	0	0	0	0	
	<b>Total</b>		<b>5628836</b>	<b>5628736</b>	<b>99.99</b>	<b>5628736</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institution	E-Voting	50	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (If applicable)		0	0	0	0	0	0	
	<b>Total</b>		<b>50</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non-Institution	E-Voting	2389864	1070	0.044	1033	37	96.54	3.46	
	Poll		0	0	0	0	0	0	
	Postal Ballot (If applicable)		0	0	0	0	0	0	
	<b>Total</b>		<b>2389864</b>	<b>1070</b>	<b>0.044</b>	<b>1033</b>	<b>37</b>	<b>96.54</b>	<b>3.46</b>
<b>Total</b>		<b>8018750</b>	<b>5629806</b>	<b>70.21</b>	<b>5629769</b>	<b>37</b>	<b>99.999</b>	<b>0.001</b>	

**Result: Passed with Majority.**

**Agenda No 2: To appoint a Director in place of Mr. Devendra Kumar Agarwalla (DIN: 00451072), Director who retires by rotation and being eligible offers himself for re-appointment.**

Resolution required : (Ordinary/Special) :							Ordinary	
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 of votes polled (6)= [(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	5628836	5628736	99.99	5628736	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>5628836</b>	<b>5628736</b>	<b>99.99</b>	<b>5628736</b>	<b>0</b>	<b>100.00</b>
Public Institution	E-Voting	50	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>50</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non-Institution	E-Voting	2389864	1070	0.044	1033	37	96.54	3.46
	Poll		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2389864</b>	<b>1070</b>	<b>0.044</b>	<b>1033</b>	<b>37</b>	<b>96.54</b>
<b>Total</b>		<b>8018750</b>	<b>5629806</b>	<b>70.21</b>	<b>5629769</b>	<b>37</b>	<b>99.999</b>	<b>0.001</b>

**Result: Passed with Majority.**

Please acknowledge the receipt.

Yours faithfully,  
For Foundry Fuel Products Ltd.

  
  
 (Sunil Vishwambharan)  
 Director  
 DIN: 02831247



## Scrutinizer's Report

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

To

The Chairman of 59<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of **Foundry Fuel Products Limited** held on 27<sup>th</sup> September 2023 at 03:30 p.m. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Dear Sir,

1. I, Debendra Raut, Company Secretary in practice and proprietor, D Raut & Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors **Foundry Fuel Products Limited ("the Company")** for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 11<sup>th</sup> August 2023 ("**Notice**") issued in accordance with General Circular No. 10/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "**MCA Circulars**"), Government of India, calling the 59<sup>th</sup> Annual General Meeting of its Equity Shareholders ("**the Meeting**" / "**AGM**") through VC / OAVM. The AGM was convened on 27 September 2023 at 03:30 p.m. IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:
  - (i) The e-voting done remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**") and
  - (ii) The e-voting done at the AGM through electronic voting system ("**e-voting**").

### **Management's Responsibility**

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### **Scrutinizer's Responsibility**



4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by CDSL the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company/ Niche Technologies Pvt Ltd., the Registrar and Transfer Agent (RTA) / CDSL for my verification. This is neither a legal opinion nor any advisory opinion binding the Company to consider any votes casted by any member who may or may not be a related party and whose voting may or may not be subject to any restrictions under the relevant provisions of Companies Act, 2013 or SEBI (LODR) or any other act.

**Cut-off date**

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., 20 September 2023 were entitled to vote on the resolutions (item nos. 1 & 2 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.
6. **Remote e-voting process:-**
- The remote e-voting period remained open from 24th September 2023 (10:00 a.m. IST) to 26th September 2023 (5:00 p.m. IST).
  - The votes cast were unblocked after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company and/or RTA.
  - Thereafter the details containing, interalia, the list of equity shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL, i.e., [www.evotingindia.com](http://www.evotingindia.com). Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
7. **E-voting process at the AGM:-**
- After the meeting was concluded, 15 minutes additional time was provided to only those Shareholders who have attended the meeting through VC and had not casted their votes as per the instruction of Chairman read with the relevant rules and circulars for e-voting.
  - The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / RTA/ CDSL on test check basis.
  - The e-votes cast were unblocked after the conclusion of the AGM.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on test check basis and relied upon by me as under:-



**Resolution No.1- To receive, consider and adopt Audited Financial Statements of the Company including Audited Balance Sheet as at 31st March, 2023, Audited Profit & Loss Account and the Cash Flow Statement for the year ended as on that date together with the Report of Directors' and Auditors' thereon as on that date.**

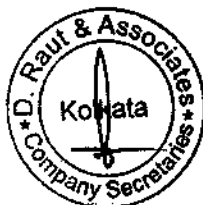
**(as an Ordinary Resolution)**

Particulars	No of members Voted	Total No. of shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of shares	%	No. of members voted	No. of shares	%	No. of members voted	No. of shares	%
Remote E-voting	43	5629806	0	0	0	37	5629769	100	6	37	0
*E-Voting at AGM	0	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	<b>43</b>	<b>5629806</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>37</b>	<b>5629769</b>	<b>100</b>	<b>6</b>	<b>37</b>	<b>0</b>

**Resolution No.2 -To appoint a Director in place of Mr. Devendra Kumar Agarwalla (DIN: 0451072), retiring by rotation and being eligible, offered himself for re- appointment.**

**(as an Ordinary Resolution)**

Particulars	No of members Voted	Total No. of shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of shares	%	No. of members voted	No. of shares	%	No. of members voted	No. of shares	%
Remote E-voting	43	5629806	0	0	0	37	5629769	100	6	37	0
*E-Voting at AGM	0	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	<b>43</b>	<b>5629806</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>37</b>	<b>5629769</b>	<b>100</b>	<b>6</b>	<b>37</b>	<b>0</b>



*\*Physical Ballot was not allowed due to the reason mentioned above and remote E-voting at AGM venue was provided as an alternative to the Shareholders who were present in the meeting through VC and had not casted their votes..*

9. The electronic data and all other relevant records relating to e-voting were handed over to Chairman of AGM, for the safe custody of the Company.
10. The Chairman shall declare the results of each proposed resolution after taking into consideration of the above voting read with all relevant provisions, rules regulations under the Companies Act, 2013 and SEBI (LODR).

#### **Restriction on Use**

11. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of CDSL/RTA. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing. The Liability of the Issuer of this Report is limited to the professional fees that has been received for this assignment.



Thanking you,  
Yours Truly,

A handwritten signature in black ink, appearing to read "D. Raut".

**CS DEBENDRA RAUT**  
D. Raut & Associates  
Company Secretaries, Proprietor  
ACS-16626, CP-5232  
UDIN: A016626E001117011

Place: Kolkata  
Dated: 28/09/2023