

Ref: FFPL/AGM/BSE/2017-18

Dated: 01.10.2018

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 54<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 29<sup>th</sup>, 2018.**

At the 54<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 29<sup>th</sup>, 2018 at 10:00 a.m at "SURYA SEN MANCHA",432, Prince Anwar Shah Road, Kolkata-700 068, all items of business contained in Notice of the AGM dated August 14<sup>th</sup>, 2018 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	Saturday, 29 <sup>th</sup> September, 2018
Total number of shareholders on record date	6621
<b>No. of shareholders present in the meeting either in person or through proxy :</b>	
Promoters and Promoter Group :	7
Public :	26
<b>No. of shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	N.A.
Public :	N.A.

**Agenda No 1:** Adoption of Audited Financial Statements of the Company including Balance Sheets as at 31<sup>st</sup> March, 2018, Profit & Loss Accounts and the Cash Flow Statements for the year ended as on that date together with Report of Board 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	5628736	5628736	100.00	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>100.00</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	155	0.01	150	5	96.77	3.23
	Poll		325	0.01	325	0	100.00	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2389864</b>	<b>480</b>	<b>0.02</b>	<b>475</b>	<b>5</b>	<b>98.96</b>
<b>Total</b>		<b>8018750</b>	<b>5629216</b>	<b>70.20</b>	<b>5629211</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

**Result: Passed with Majority.**



**Agenda No 2:** Approval for re-appointment of Mr. Devendra Kumar Agarwalla, (DIN: 00451072), Director who retires by rotation.

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	5628736	5628736	100.00	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>100.00</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	155	0.01	150	5	96.77	3.23
	Poll		325	0.01	325	0	100.00	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2389864</b>	<b>480</b>	<b>0.02</b>	<b>475</b>	<b>5</b>	<b>98.96</b>
<b>Total</b>		<b>8018750</b>	<b>5629216</b>	<b>70.20</b>	<b>5629211</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

Result: Passed with Majority.



**Agenda No 3:** To ratify the appointment of M/s. N. A. Shah Associates LLP, Chartered Accountants, (ICAI Firm Registration Number 116560W/ W100149) as Statutory Auditors of the Company from the conclusion of this Annual General Meeting (AGM) until the conclusion of the next AGM and to fix their remuneration.

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	0	0	0	0	0	0
	Poll		4296535	76.33	4296535	0	100.00	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>5628836</b>	<b>4296535</b>	<b>76.33</b>	<b>4296535</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	0	0	0	0	0	0
	Poll		325	0.01	325	0	100.00	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2389864</b>	<b>325</b>	<b>0.01</b>	<b>325</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>8018750</b>	<b>4296860</b>	<b>53.59</b>	<b>4296860</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

Result: Passed with Majority.



**Agenda No 4:** Approval for the re-appointment of Mr. Sunil Vishwambharan as an Independent Director w.e.f. 1-4-2019.

Resolution required : (Ordinary/Special) :							Special	
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	5628736	5628736	100.00	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>100.00</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	155	0.01	150	5	96.77	3.23
	Poll		325	0.01	325	0	100.00	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2389864</b>	<b>480</b>	<b>0.02</b>	<b>475</b>	<b>5</b>	<b>98.96</b>
<b>Total</b>		<b>8018750</b>	<b>5629216</b>	<b>70.20</b>	<b>5629211</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

**Result: Passed with Majority.**

Please acknowledge the receipt.

Yours faithfully,  
For Foundry Fuel Products Ltd.



(Sunil Vishwambharan)  
Director  
DIN: 02831247

# Sudhansu Shekhar Panigrahi

(Practicing Company Secretary)

75, Metcalf Street, 2<sup>nd</sup> Floor, Kolkata - 700 013

E-Mail : [panigrahis7@gmail.com](mailto:panigrahis7@gmail.com), [sudhansuspanigrahi@yahoo.co.in](mailto:sudhansuspanigrahi@yahoo.co.in)

## Scrutinizer's Report

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014

To  
The Board of Directors  
Foundry Fuel Products Ltd  
7C AJC Bose Road, Shakespeare Sarani  
Kolkata - 700 017, West Bengal

Dear Sirs/Madams

- (1) I, Sudhansu Sekhar Panigrahi, Practicing Company Secretary (ACS 23187 /CP 19649) was appointed as Scrutinizer by the Company in connection with the 54<sup>th</sup> Annual General Meeting of the members of Foundry Fuel Products Ltd (herein after called "Company") held on 29<sup>th</sup> September, 2018 at Surya Sen Mancha, 432 Prince Anwar Shah Road, Kolkata - 700 068 at 10.00 A.M. for the purpose of scrutinizing the e-voting and voting through physical ballots process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (management and Administrations) Rule, 2014 as amended on the resolutions referred to in this report.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to E-Voting and voting through physical ballot process on the resolutions contained in the Notice of Annual General Meeting dated 14<sup>th</sup> August, 2018. My responsibility as a scrutinizer for the voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the report generated from the e-voting system of Central Depository Services Ltd (CDSL) and of voting through physical ballots as provided by M/s Niche Technologies Private Limited, Kolkata the agencies engaged by the Company to provide e-voting and physical ballot facilities.
- (3) I submit the report as under:
  - i. The e-voting period remained open from 10 a.m. IST on Wednesday the 26<sup>th</sup> day of September, 2018 up to 5 p.m. IST on Friday the 28<sup>th</sup> day of September, 2018.
  - ii. The share holders holding shares as on the "cut off" date i.e. 22<sup>nd</sup> day of September, 2018 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice dated 14<sup>th</sup> August, 2018 of the Annual General Meeting of the Company.





# Sudhansu Shekhar Panigrahi

(Practicing Company Secretary)

75, Metcalf Street, 2<sup>nd</sup> Floor, Kolkata - 700 013

E-Mail : [panigrahis7@gmail.com](mailto:panigrahis7@gmail.com), [sudhansuspanigrahi@yahoo.co.in](mailto:sudhansuspanigrahi@yahoo.co.in)

- iii. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the share holders to cast the votes physically in case the same has not been casted by them through e-voting.
- iv. The votes were unblocked on Saturday, the 29<sup>th</sup> September, 2018 around 12 Noon after the completion of Annual General Meeting in the presence of two witnesses namely Mr Atish Kumar Biswal of 31 Shashi Bhushan Dey Street, Kolkata - 700 012 and Mr Manojit Dash of 61, Nehru Colony, Regent Park, Kolkata - 700 040 who are not in the employment of the Company.
- v. The Ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
- vi. The Combined result of e-voting (EVSN:180824094) and votes casted through physical ballot papers distributed at the AGM venue are as under

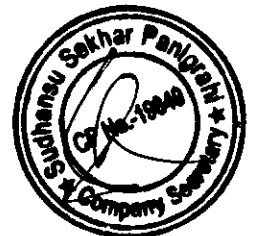
## a) Resolution No. 1 : Ordinary Resolution

To Consider and adopt the audited accounts of the Company for the year ended 31<sup>st</sup> March, 2018 together with the report of the Directors and Auditors.

Final consolidated summary of votes casted (aggregate of Physical and E-Voting system) is as follows

Votes Casted	No of Folios Voted	Votes through Physical ballots	Votes through Electronic Voting	Total no of Votes/ Shares	% of valid Votes received	No of Invalid Votes Received	% of invalid votes received
Favour	13	325	5628886	5629211	99.999	Nil	Nil
Against	1	Nil	5	5	0.001	Nil	Nil
Total	14	325	5628891	5629216	100	Nil	Nil

**Resolution carried by requisite majority.....**



# Sudhansu Shekhar Panigrahi

(Practicing Company Secretary)

75, Metcalf Street, 2<sup>nd</sup> Floor, Kolkata - 700 013

E-Mail :panigrahis7@gmail.com, sudhansuspanigrahi@yahoo.co.in

## b) Resolution No. 2 : Ordinary Resolution

To appoint a director in place of Mr Devendra Kumar Agarwalla (DIN: 0451072), who retires by rotation and being eligible offers himself for re-appointment.

Final consolidated summary of votes casted (aggregate of Physical and E-Voting system) is as follows

Votes Casted	No of Folios Voted	Votes through Physical ballots	Votes through Electronic Voting	Total no of Votes/ Shares	% of valid votes received	No of Invalid Votes Received	% of invalid votes received
Favour	13	325	5628886	5629211	99.999	Nil	Nil
Against	1	Nil	5	5	0.001	Nil	Nil
Total	14	325	5628891	5629216	100	Nil	Nil

**Resolution carried by requisite majority.....**

## c) Resolution No 3 : Ordinary Resolution

To ratify the appointment of N A Shah Associates LLP, the Statutory Auditor of the Company until the conclusion of next AGM and to fix their remuneration

Final consolidated summary of votes casted (aggregate of Physical and E-Voting system) is as follows

Votes Casted	No of Folios Voted	Votes through Physical ballots	Votes through Electronic Voting	Total no of Votes/ Shares	% of valid votes received	No. of invalid votes received	% of invalid votes received
Favour	6	4296860	Nil	4296860	100	Nil	Nil
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	6	4296860		4296860	100	Nil	Nil

**Resolution carried by requisite majority.....**





# Sudhansu Shekhar Panigrahi

(Practicing Company Secretary)

75, Metcalf Street, 2<sup>nd</sup> Floor, Kolkata - 700 013

E-Mail : [panigrahis7@gmail.com](mailto:panigrahis7@gmail.com), [sudhansuspanigrahi@yahoo.co.in](mailto:sudhansuspanigrahi@yahoo.co.in)

## d) Resolution No. 4 : Special Resolution

Re-appointment of Mr Sunil Vishwambharan (DIN: 02831247) as an Independent director for an another period of 5 (Five) years.

Final consolidated summary of votes casted (aggregate of Physical and E-Voting system) is as follows

Votes Casted	No of Folios Voted	Votes through Physical ballots	Votes through Electronic Voting	Total no of Votes/ Shares	% of valid votes received	No of invalid votes received	% of invalid votes received
Favour	13	325	5628886	5629211	99.999	Nil	Nil
Against	1	Nil	5	5	0.001	Nil	Nil
Total	14	325	5628891	5629216	100	Nil	Nil

### Resolution carried by requisite majority.....

- (vii) The ballot forms, e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman considers, approve and signs the minutes of physical ballot and e-voting.
- (viii) The proposed resolutions have been therefore approved by the share holders of the Company with requisite majority.
- (ix) You may declare the result of e-voting and physical ballot accordingly.

Thanking You  
Yours Truly  
Sudhansu Sekhar Panigrahi  
Practicing Company Secretary  
C.P. No 19649



Witnesses

1. *Manojit Dash*  
(Manojit Dash)  
61, Nehru Colony  
Regent Park,  
Kolkata - 700 040

2. *Atish Kumar Biswal*  
(Atish Kumar Biswal)  
31, Shashi Bushan Dey St.  
Kolkata - 700 012

Place: Kolkata  
Date : 29.09.2018