

IFB Agro Industries Limited
Plot No. : IND-5, Sector -1
East Kolkata Township, Kolkata - 700 107
Phone : 033-39849675
Website : www.ifbagro.in
E-mail : complianceifbagro@ifbglobal.com
CIN : L01409WB1982PLC034590

24th August, 2024

The Manager,
National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, 5th floor
Plot No. C/1, G. Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051
Symbol: IFBAGRO

The Secretary,
BSE Limited.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001
Scrip Code: 507438

Dear Sir,

Sub: Voting Results and Scrutinizer's Report on Postal Ballot

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of the Companies Act, 2013, we are submitting herewith the Scrutinizer's Report attached herewith on Remote e-Voting by way of postal ballot. We enclose herewith:

1. Voting Results of the Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Annexure-I)
2. Scrutinizer's Report on Postal Ballot. (Annexure-II)

The Resolution as set out in the Postal Ballot Notice, have been approved by the members with requisite majority and deemed to have been passed on 23rd August, 2024 being the last date of receipt of electronic votes. The above documents are also available on the website of the Company at www.ifbagro.in

We request you to take the above information in your records.

For IFB Agro Industries Ltd.

Kuntal Roy
Company Secretary

Encl: As above

Ifb Agro Industries Limited

Resolution Required :Special			1 - To consider re-appointment of Dr. Runu Chakraborty (DIN:-08463092) as an Independent Woman Director for a period of 5 years w.e.f 27th May, 2024. (Special Resolution)						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	6088680	6088680	100.0000	6088680	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		6088680	100.0000	6088680	0	100.0000	0.0000	0
Public Institutions	E-Voting	120004	14654	12.2113	14654	0	12.2113	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		14654	12.2113	14654	0	12.2113	0.0000	0
Public Non Institutions	E-Voting	3158427	7670	41.1789	6365	1305	82.9860	17.0140	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		7667	7.2556	6365	1305	82.9860	17.0140	0
Total		9367111	6111004	65.2389	6109699	1305	99.9786	0.0214	0

SCRUTINIZER'S REPORT

[Pursuant to provision of Section 110 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended till date and to the extent applicable]

To
The Chairman,
IFB Agro Industries Ltd.
Plot No - Ind-5, Sector-1
East Calcutta Township
Kolkata- 700107

Sub: Scrutinizer's Report on postal ballot voting by way of remote voting by electronic means in respect of passing of the resolution set-out in the notice dated 29th March, 2024 through Postal Ballot

Dear Sir,

I, S. K. Patnaik, Partner of Patnaik & Patnaik, Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of IFB Agro Industries Ltd ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner on the resolution contained in the postal ballot notice dated 29.03.2024 (Friday) ("Notice") issued in accordance with General Circular Nos. 14/2020 dated 8 April, 2020 and 17/2020 dated 13 April, 2020 read with other relevant circulars, including General Circular No. 10/2021, 20/2021, 3/2022, 11/2022, 09/2023, dated June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 respectively issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars"), Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

1. The said appointment as Scrutinizer is under the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.
2. **Management's Responsibility**
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. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.




3. **Scrutinizer's Responsibility**

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from NSDL e-voting website <https://www.evoting.nsdl.com>, till the time fixed for closing of the e-voting process i.e. till 5 p.m. on 23rd August, 2024.

4. **Cut-off date**

The Members of the Company as on the "cut-off" date as set out in the Notice, i.e., 19th July, 2024 were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

5. **Remote e-voting process**

- I. The remote e-voting period remained open from Thursday, 25th July, 2024 (9:00 a.m. IST) to Friday, 23rd August, 2024 (5:00 p.m. IST).
- II. The votes cast during the remote e-voting were unblocked on Friday, 23rd August, 2024 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, who are not in the employment of the Company.
- III. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of NSDL, i.e., (<https://www.evoting.nsdl.com>). Based on the report generated and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

6. I submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated, scrutinized on test-check basis, and relied upon by me as under:

Special Business:

(a) **Resolution No. 1: (Special Resolution)**

To consider re-appointment of Dr. Runu Chakraborty (DIN:-08463092) as an Independent Woman Director for her second term of continuous five years with effect from 27.05.2024 and upto 26.05.2029, not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
156	61,09,699	99.98

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	1,305	0.02



(iii) Invalid votes:

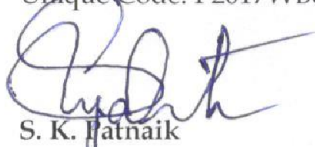
Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

Note:

- I. Based on the aforesaid result, we hereby report that the Special Resolution as set out in Item No. 1 of the Postal Ballot Notice dated 29th March, 2024 has been passed with requisite majority.
 - II. The figures in percentage have been rounded off to 2 decimal points.
7. a. This report is issued in accordance with the terms of the Engagement Letter.
- b. I have conducted my examination in accordance with the Guidance Note on Reports or E-voting (Ready Reckoner) issued by the Institute of Company Secretaries of India (ICSI). The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICSI.

Thanking You,

Yours faithfully,
For Patnaik & Patnaik
Company Secretaries
Unique Code: P2017WB064500


S. K. Patnaik

Partner
FCS No.:5699; C.P. No.:7117
Peer Review Cert. No. 1688/2022
UDIN: F005699F001024761



Place: Kolkata
Date: 24th August, 2024