



FACOR ALLOYS LIMITED

Registered Office & Works: SHREERAMNAGAR-535 101, Dist. Vizianagaram, A.P., India CIN L27101AP2004PLC043252
Phones: +91 8952 282029, 282038, 282456 Fax: +91 8952 282188 E-Mail: facoralloys@facorgroup.in Website: www.facoralloys.com

Date 1st January, 2018

To
The Manager,
The Department of Corporate Services,
BSE Limited,
Floor 25, P. J. Towers, Dalai Street,
Mumbai - 400 001

Dear Sir,

Sub. Declaration of Results of e-voting

Ref. Scrip Code 532656

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company had provided remote e-voting facility to the Members to enable them to cast their vote electronically on the resolution proposed in the Postal Ballot Notice dated 29th November, 2017. The remote e-voting was open from 09.00 a.m. on 30th November, 2017 up to 5.00 p.m. on 29th December, 2017.

The Board of Directors had appointed Mr. Prem Shankar Rathi, practicing Chartered Accountant as the Scrutinizer for remote e-voting. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5.00 p.m. on 29th December, 2017 and submitted his Report on 01st January, 2018. The Report of Scrutinizer is attached herewith.

The Result as per the Scrutinizer's above mentioned Report is as follows:

Date of Postal Ballot Paper Notice : 29th November, 2017

Total number of shareholders as on cut off date : 52646
i.e 24th November, 2017

No. of Shareholders present in the meeting
either in person or through proxy :

Promoters and Promoter Group : N.A.

Public : N.A.

RESOLUTION NO. 1 - SPECIAL RESOLUTION

APPROVAL/RATIFICATION OF PAYMENT OF ONE TIME MEDICAL EXPENSES OF RS.12.00 LACS TO MR. M. D. SARAF, PRESIDENT HOLDING OFFICE OR PLACE OF PROFIT OVER AND ABOVE HIS ANNUAL CEILING LIMIT OF RS.18.00 LACS SANCTIONED BY THE SHAREHOLDERS UNDER SECTION 188 OF THE COMPANIES ACT, 2013

Resolution required : (Ordinary/Special)			Special Resolution					
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 against	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes against on votes polled (7)=[(5)/(2)]* 100
		(1)	(2)		(4)	(5)		

Contd...2/p...

Corp. Office : FACOR HOUSE, A-45-50, Sector-16, Noida, Dist. Gautam Buddh Nagar, Uttar Pradesh-201 301 India
Phones: +91-120417 1000 Fax: +91-120425 6700, E-Mail: facordelhi@facorgroup.in

Head Office: Shreeram Bhawan, Tumsar - 441 912, Dist. Bhandara, Maharashtra, India, Phones: +91 7183 232233, 232251, 232028 Fax: +91 7183 232271, E-Mail: facorho@facorgroup.in



FACOR ALLOYS LIMITED

Registered Office & Works: SHREERAMNAGAR-535 101, Dist. Vizianagaram, A.P., India CIN L27101AP2004PLC043252
Phones: +91 8952 282029, 282038, 282456 Fax: +91 8952 282188 E-Mail: facoralloys@facorgroup.in Website: www.facoralloys.com

:: 2 ::

Promoter and Promoter Group	E-Voting	86608728	74584084	86.12	74584084	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	86608728	74584084	86.12	74584084	-	100.00	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-Voting	108938627	3934037	3.61	3824229	109808	97.21	2.79
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	108938627	3934037	3.61	3824229	109808	97.21	2.79
Total	195547355	78518121	40.15	78408313	109808	97.21	2.79	

Accordingly, the single resolution proposed in the Postal Ballot Notice dated 29th November, 2017 is passed with requisite majority. The minutes of the aforesaid Postal Ballot Notice in compliance of SEBI (LODR) Regulations, 2015 are being sent separately. Kindly upload this information on your website for information of investors.

Thanking you,

Yours faithfully,
For FACOR ALLOYS LTD.,

(S.S. SHARMA)
SECRETARY

Encl: As above.

CC CDSL, Mumbai

SCRUTINIZER'S REPORT

1st January, 2018

To
The Chairman,
Board of Directors,
Facor Alloys Limited,
Shreeramnagar-535101,
Garividi, Dist.Vizianagaram,
Andhra Pradesh

Dear Sir,

Sub: Report of the Scrutinizer for the Postal Ballot and E-voting Process vide Notice Dated 29th November, 2017 under Section 110 of the Companies Act, 2013 (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, (the "Rules") (including any statutory modification or re-enactment thereof for the time being in force), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations

1. The Board of Directors of the Company at its meeting held on 14th September, 2017 had appointed me as Scrutinizer for conducting the postal ballot and e-voting process as per Section 110 of the Companies Act, 2013 for seeking the approval of the shareholders of Facor Alloys Limited (the "Company") for approval/ratification of the following resolution under Section 188 of the Companies Act, 2013 :-

Item 1: Approval/ratification of payment of one time medical expenses of Rs.12.00 lacs to Mr. M. D. Saraf, President holding office or place of profit over and above his annual ceiling limit of Rs.18.00 lacs sanctioned by the shareholders under section 188 of the Companies Act, 2013

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent and approval/ratification of the Shareholders of the Company be and is hereby accorded to the one time medical payment of Rs.12.00 lacs over and above his remuneration ceiling of Rs.18.00 lacs per annum made to the Apollo Hospitals Enterprise Ltd. through Mr. M. D. Saraf, President brother/father of Mr. R. K. Saraf (DIN:00006102), Chairman & Managing Director & Mr. Anurag Saraf (DIN:00009631), Joint Managing Director of the Company respectively on account of his wife's treatment.

RESOLVED FURTHER THAT the consent and approval/ratification of the Shareholders of the Company be and is hereby also accorded to vest power with the Board to increase the amount of aforesaid one time medical payment of Rs.12.00 lacs over and above his remuneration ceiling of Rs.18.00 lacs per annum, if required. Further except the above, there will not be any change in terms of appointment/remuneration of Mr. M. D. Saraf.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing Resolution, any director or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable in this regard including filing of returns with any authority."

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules as amended from time to time relating to voting through electronic means on the resolution contained in the Postal Ballot Notice dated 29th November, 2017. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinized Report of the votes cast "in favour" or "against" the resolutions and "invalid" votes stated above, based on the



report generated from the e-voting system in respect of EVSN-171125003 provided by Central Depository Services (India) Limited (CDSL), the authorised agency to provide remote e-voting facilities, engaged by the Company.

2. I submit my report as under:

- a) The company has completed on 01st December, 2017, the dispatch of Postal Ballot forms along with postage prepaid business reply envelope to its members whose names appeared on the Register of members/list of beneficial owners as on 24th November, 2017. An advertisement of the Notice was published in Financial Express (All India edition) and Telugu news paper Prajashakti (Vizianagaram edition) both dated on 2nd December, 2017.
- b) Particulars of all the Postal Ballot Forms received from the members have been entered in the register separately maintained for the purpose.
- c) Postal ballot forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot Forms.
- d) The Postal Ballot Forms were opened and scrutinized on 15th December, 2017 and details were thereafter duly entered in the register separately maintained for the purpose.
- e) The Postal Ballot Forms were duly opened and shareholding was matched/confirmed with the register of members of the company/list of beneficial owners as on 24th November, 2017.
- f) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by CDSL e-voting system (www.evotingindia.com).
- g) The e-voting period remained open from 9.00 A.M. (IST) on Thursday, the 30th day of November, 2017 up to 5:00 P.M. (IST) on Friday, the 29th day of December, 2017.
- h) All electronic votes and Postal Ballot Forms received upto the close of working hour on 29th December, 2017, the last date and time fixed by the Company for receipt of the votes/forms were considered for my scrutiny.
- i) The votes were unblocked on 29th December, 2017 after 5.00 p.m. in the presence of two witnesses, (Baki Ravi Kumar) and (Mutyala Nageswara Rao) who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

Signature *B. Ravi Kumar*

Name Baki Ravi Kumar

Signature *M. Nageswara Rao*

Name Mutyala Nageswara Rao

- j) The votes cast by the shareholders through e-voting system was downloaded and collated. On scrutiny it was found that all 27 members casted their votes by physical ballot also casted their votes by remote e-voting. Hence voting done by them through remote e-voting will prevail and voting done through physical ballot will be treated as invalid.
 - k) Postal Ballot Forms received after 5.00 P.M. on 29th December, 2017 were not considered for my scrutiny.
 - l) No defaced or mutilated ballot paper was found.
3. I have maintained a Computerized Register wherein the consent or otherwise exercised through postal ballot by the Shareholders of the company have been recorded after carefully scrutinizing the postal ballots received by me from shareholders.



4. Based on the above mentioned process, the scrutiny was completed and a summary of the votes casted through e-votes in respect of Item No. 1 of the Postal Ballot Notice is given below:

Item No.1 Special Resolution

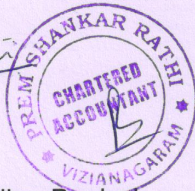
Approval/ratification of payment of one time medical expenses of Rs.12.00 lacs to Mr. M. D. Saraf, President holding office or place of profit over and above his annual ceiling limit of Rs.18.00 lacs sanctioned by the shareholders under section 188 of the Companies Act, 2013

Particulars	No. of Votes			% of total valid Votes	% to total paid up equity capital
	Postal Ballot	E- Voting	Total		
Votes cast in favour	-	78408313	78408313	99.86	40.10
Votes cast against	-	109808	109808	0.14	0.06
Total valid votes	-	78518121	78518121	100.00	40.16
Total invalid votes	25,68,658	-	25,68,658		

Since the votes cast in favour of the Special Resolution are more than the votes cast against the same, the Resolution in Item No.1 of the Postal Ballot Notice may be declared passed by requisite majority.

5. The Postal Ballots and all other papers relating to Postal Ballots have been kept under my safe custody and the same will be produced as and when required by you and the same shall be handed over to you after the minutes of the Postal Ballot are considered, approved and signed by you and intimation about the same is received by me from the Company.
6. You may accordingly declare the result of the voting by Postal Ballot.

Prem Shankar Rathi
(Prem Shankar Rathi)
Chartered Accountant
Membership No. 207457



Place: Vizianagaram, Andhra Pradesh



FACOR ALLOYS LIMITED

Regd. Office & Works: SHREERAMNAGAR-535 101, Dist. Vizianagaram, A.P., India CIN L27101AP2004PLC043252
Phones: +91 8952 282029, 282038, 282456 Fax: +91 8952 282188 E-Mail: facoralloys@facorgroup.in Website: WWW.facoralloys.com

FSEC/198Q/C/

7th December, 2017

Department of Corporate Services,
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P J Towers,
Dalal Street, Fort
MUMBAI – 400 001

FAX NO. 22722082/3132
Email ID : corp.relations@bseindia.com

Kind Attn.: Mr S Subramanian, DCS-CRD

Dear Sir,

Sub: Completion of dispatch of Postal Ballot Notice and Form
Ref: Regulation 47 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Further to the earlier letter No. FSEC/198Q/C/ dated 25th November, 2017 regarding Postal Ballot and pursuant to Regulation 47 and any other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the copies of Newspaper advertisements published in all India editions of "Financial Express" (in English) and in "Praja Sakhti" (in Telugu) on 2nd November, 2017 confirming completion of dispatch of Postal Ballot Notice and Form to eligible shareholders.

Kindly take the same on record under intimation to us.

Thanking you,

Yours faithfully,
For FACOR ALLOYS LIMITED,

(S.S. Sharma)
SECRETARY

Encl.: - As Above.

Corp. Office : FACOR HOUSE, A-45-50, Sector-16, Noida, Dist. Gautam Buddh Nagar, Uttar Pradesh-201 301 India
Phones: +91-120417 1000 Fax: +91-120425 6700, E-Mail: facordelhi@facorgroup.in
Head Office: Shreeram Bhawan, Tumsar - 441 912, Dist. Bhandara, Maharashtra, India, Phones: +91 7183 232233,
232251, 232028 Fax: +91 7183 232271, E-Mail: facorho@facorgroup.in



FACOR ALLOYS LIMITED

Regd. Office : Shreeramnagar-535101, Garividi, Dist. Vizianagaram (A.P.)
CIN L27101AP2004PLC043252 WEBSITE : www.facoralloys.com
PHONE : +91 8952 282029 FAX : +91 8952 282183 E-MAIL : facoralloys@facorgroup.in

NOTICE

Members of the Company are hereby informed that a Postal Ballot Notice together with Postal Ballot Form (collectively 'Postal Ballot Papers'), seeking members' consent on the resolution set out in the said Postal Ballot Notice has been dispatched to them. The Company has completed dispatch of the Postal Ballot Papers on 30th November, 2017.

The Company is pleased to provide e-voting facility to all its members, to enable them to cast their votes electronically (e-voting) on the resolution set out in the said Postal Ballot Notice and has engaged the services of Central Depository Services (India) Limited (CDSL) as the agency to provide e-voting facility.

Detailed instructions and information relating to voting including e-voting, are set out in the Postal Ballot Papers dispatched to the members.

Facility to exercise vote(s) by means of Postal Ballot including through e-voting, will be available during the following period:

Commencement of voting : From 9.00 a.m. (IST) on Thursday,
30th November, 2017

End of voting : Up to 5.00 p.m. (IST) on Friday, 29th December, 2017

The e-voting module shall be disabled by CDSL after 5.00 p.m. (IST) on Friday, 29th December, 2017. Any Postal Ballots received after the aforesaid date and time would be strictly treated as if replies have not been received.

Members who have not received the Postal Ballot Papers or wish to vote through physical Postal Ballot, may download the Postal Ballot Form from the web-link: <http://www.evoting.cdsl.com> or from the 'Investor Relations' section on the Company's website : www.facoralloys.com where the Postal Ballot Papers are displayed or they may request for a duplicate Postal Ballot Form to the Company Secretary of the Company on facoralloys@facorgroup.in.

Members are requested to note the following contact details for addressing their queries/grievances connected with the voting by means of Postal Ballot including through e-voting:

Shri S.S. Sharma, General Manager (Legal) & Company Secretary, Facor Alloys Limited, Shreeramnagar-535101, Garividi, Dist. Vizianagaram (A.P.), Phone : 08952-282029, E-Mail ID : facoralloys@facorgroup.in

Date : 30.11.2017

Place : Shreeramnagar

By Order of the Board of Directors,

S.S. SHARMA

Gen. Manager (Legal) & Company Secretary



DATED 02.12.2017

యి ద్రిపుల్ ధనాల సురేష్ సాధించాడు. లాంగ్ జంప్ లో టి.విద్యాసాగర్
 డిస్కోట్లో మూడో స్థానం సాధించాడు. జూనియర్ విభాగంలో హేండ్
 వందెంలో బాల్ బ్యాట్మెన్ మొదటి స్థానం సాధించింది. ప్రతిభ
 హస్కరరావు కనబర్చిన విద్యార్థులను మెట్టవల్లి ప్రధానోపాధ్యాయులు
 జూనియర్ బలగ పాపినాయుడు, కర్ణం హెచ్ఎం పి.బాబూరావులతో
 ట్ మొదటి పాటు ఉపాధ్యాయులు అభినందించారు.

ant and he should appear before
 the above Court on that day in per-
 son or through an Advocate and if
 he fails to appear on that day at
 10-30 A.M. the matter will be heard
 and decide exparte.
 As per the orders of the Honoura-
 ble Court.

V.G. Santosh
 Advocate
 Vudacolony, Vizianagaram

గ నేత గురప్పన్న మృతి

నడిచి గిరిజన సంఘం చేసే కార్యక్రమాల్లో
 చురుగ్గా పాల్గొనేవారు. ఆయన మృతికి ఎవీ
 అదివాసీ చైతన్య సేవా సంఘం రాష్ట్ర అధ్యక్షులు
 ఆరిక సూర్యనారాయణ, నాయకులు ఎం.పి.తో,
 ఆరిక సారధి, ఆరిక ఇండియా సంతాపం
 తెలిపారు.

IN THE HONOURABLE COURT OF
 THE SPECIAL JUDGE FOR S.C & S.T
 COURT IV ADDI., DISTRICT JUDGE
 - CUM - M.A.C.T. AT SRIKAKULAM
 M.V.O.P. 26/2014

Between:
 Uurlana Devid Babu ...Petitioner
 And:
 M. Uma and Others ...Respondents
 To
**R-3) Badjipudi Satyanarayana @
 Satti Raju, S/o Gopala Rao @
 Gopala Raju, Driver of Lorry Bearing
 No. AP 02W 2612, Hindu, aged
 62years, Residing at Vaddiveedhi,
 Saluru Town, Vizianagaram District.**

NOTICE

Please take notice that the above
 matter is posted to dt: 07-12-2017 for
 your appearance. You are hereby
 directed to appear before the above
 Honourable Court on dt: **07-12-2017**
at 10-30 A.M. either in person or
 through advocate without fail
 Otherwise the matter will be decided
 in your absence. Hence this notice.

//BY COURT ORDER//

V. HARIPRIYA
 Advocate for the petitioners
 Srikakulam,
 cell: 9290866008



FACOR ALLOYS LIMITED

Regd. Office : Shreeramnagar-535101, Garividi, Dist. Vizianagaram (A.P.)
 CIN L27101AP2004PLC043252 WEBSITE : www.facoralloys.com
 PHONE : +91 8952 282029 FAX : +91 8952 282188 E-MAIL : facoralloys@facorgroup.in

NOTICE

Members of the Company are hereby informed that a Postal Ballot Notice together
 with Postal Ballot Form (collectively 'Postal Ballot Papers'), seeking members'
 consent on the resolution set out in the said Postal Ballot Notice has been dispatched
 to them. The Company has completed dispatch of the Postal Ballot Papers on 30th
 November, 2017.

The Company is pleased to provide e-voting facility to all its members, to enable them
 to cast their votes electronically (e-voting) on the resolution set out in the said Postal
 Ballot Notice and has engaged the services of Central Depository Services (India)
 Limited (CDSL) as the agency to provide e-voting facility.

Detailed instructions and information relating to voting including e-voting, are set out
 in the Postal Ballot Papers dispatched to the members.

Facility to exercise vote(s) by means of Postal Ballot including through e-voting, will
 be available during the following period:

Commencement of voting : From 9.00 a.m. (IST) on Thursday,
 30th November, 2017

End of voting : Up to 5.00 p.m. (IST) on Friday, 29th December, 2017

The e-voting module shall be disabled by CDSL after 5.00 p.m. (IST) on Friday, 29th
 December, 2017. Any Postal Ballots received after the aforesaid date and time would
 be strictly treated as if replies have not been received.

Members who have not received the Postal Ballot Papers or wish to vote through
 physical Postal Ballot, may download the Postal Ballot Form from the web-link:
<http://www.evoting.cdsl.com> or from the 'Investor Relations' section on the
 Company's website : www.facoralloys.com where the Postal Ballot Papers are
 displayed or they may request for a duplicate Postal Ballot Form to the Company
 Secretary of the Company on facoralloys@facorgroup.in.

Members are requested to note the following contact details for addressing their
 queries/grievances connected with the voting by means of Postal Ballot including
 through e-voting:

Shri S.S. Sharma, General Manager (Legal) & Company Secretary, Facor Alloys
 Limited, Shreeramnagar-535101, Garividi, Dist. Vizianagaram (A.P.), Phone : 08952-
 282029, E-Mail ID : facoralloys@facorgroup.in

By Order of the Board of Directors,
 S.S. SHARMA

Gen. Manager (Legal) & Company Secretary

Date : 30.11.2017
 Place : Shreeramnagar



FACOR ALLOYS LIMITED

Regd. Office & Works: SHREERAMNAGAR-535 101, Dist. Vizianagaram, A.P., India CIN L27101AP2004PLC043252
Phones: +91 8952 282029, 282038, 282456 Fax: +91 8952 282188 E-Mail: facoralloys@facorgroup.in Website: WWW.facorgroup.in

FSEC/198Q/C

25th November, 2017

The Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

FAX NO.022-22722037/39/ 41/ 61
22723121/3719

Kind Attn.: Mr. S.Subramanian, DCS-CRD

Dear Sirs,

Sub: Passing of Special Resolution by Postal Ballot by the members of the Company

Ref.: Scrip Code 532656

With reference to the above captioned matter and pursuant to the provisions of Section 108, 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014, we are sending herewith soft copies of the Postal Ballot Notice as well as Form which are being sent to the Members of the Company, seeking their approval/ratification for a) one time payment of medical expenses of Rs.12.00 lacs made to Mr. M. D. Saraf, President over and above his annual ceiling limit of Rs.18.00 Lacs sanctioned by the shareholders under Section 188 of the Companies Act, 2013.

The Company is also offering e-voting facility to all the Members of the Company for which it has availed the services of Central Depository Services (India) Limited (CDSL) e-voting platform.

You are therefore requested to take it on record under intimation to us and upload the same on your website for the information of the shareholders.

Thanking you,

Yours faithfully,
For FACOR ALLOYS LTD.,

(S.S. SHARMA)
SECRETARY

Corp. Office : FACOR HOUSE, A-45-50, Sector-16, Noida, Dist. Gautam Buddh Nagar, Uttar Pradesh-201 301 India
Phones: +91-120417 1000 Fax: +91-120425 6700, E-Mail: facordelhi@facorgroup.in

Head Office: Shreeram Bhawan, Tumsar - 441 912, Dist. Bhandara, Maharashtra, India, Phones: +91 7183 232233,
232251, 232028 Fax: +91 7183 232271, E-Mail: facorho@facorgroup.in



FACOR ALLOYS LIMITED

Regd. Office & Works: SHREERAM NAGAR-535 101, Dist. Vizianagaram, A.P., India

CIN L27101AP2004PLC043252

Phones: +91 8952 282029, 282038, 282456, Fax: +91 8952 282188

E-Mail : facoralloys@facorgroup.in, Website: www.facoralloys.com

NOTICE OF POSTAL BALLOT

Dear Shareholder(s),

NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, (the "Rules") (including any statutory modification or re-enactment thereof for the time being in force), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations that the Resolution appended below is proposed to be passed by the Shareholders by way of Postal Ballot/e-Voting. The explanatory statement pertaining to the said resolution setting out the material facts concerning the item and the reasons thereof is annexed hereto alongwith the Postal Ballot Form (the "Form") so as to enable the members for sending their assent or dissent in writing by postal ballot means.

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management And Administration) Amendment Rules, 2016 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to extend 'remote e-voting' facility through Central Depository Services (India) Limited (CDSL) as an alternative, to enable the Shareholders to cast their votes electronically instead of through Form.

Mr. Prem Shankar Rathi, a Practicing Chartered Accountant (FCA No. 207457) has been appointed as the Scrutinizer (the "Scrutinizer") for conducting the Postal Ballot process in a fair and transparent manner.

A member desiring to exercise vote by Postal Ballot may complete the Postal Ballot Form and send it in the enclosed self-addressed Business Reply Envelope to the Scrutinizer. No other form or photo copy of the form will be accepted. The members can opt for only one mode of voting i.e. either by remote e-voting or voting by physical mode. If the members are opting to vote by remote e-voting, then they should not opt for physical Postal Ballot and vice versa. In case the members cast their vote both by physical ballot and remote e-voting, then voting done through remote e-voting will prevail and voting done through physical Ballot will be treated as invalid. Postage cover will be borne and paid by the Company. However, envelope postage cover containing Postal Ballot, if sent by Speed Post or Registered Post or Courier at the expense of the registered member will also be accepted. The envelope may also be deposited personally at the address given thereon. However the envelope postage cover of the Postal Ballot should reach the Company not later than the close of working hours on Friday, the 29th December, 2017. If the physical ballots are received thereafter they shall be deemed to be not received. The Scrutinizer shall submit his report after completion of the scrutiny of Forms including e-Voting.

The results of voting by Postal Ballot will be declared on Monday, the 1st January, 2018 at 5:00 p.m. and the Resolution will be taken as passed effectively on the date of announcement of the result by the Chairman & Managing Director, if the results of the Postal Ballot indicate that the requisite majority of the members had assented to the Resolution. The date of declaration of result of Postal Ballot shall be deemed to be the date of General Meeting and the date of passing the proposed Resolution. The results shall be communicated to the Stock Exchange and the same alongwith the Scrutinizer's report will be displayed on the Company's website www.facoralloys.com as well as on Central Depository Services (India) Limited's website <https://www.evoting.cdsi.com>.

PROPOSED RESOLUTION

APPROVAL/RATIFICATION OF PAYMENT OF ONE TIME MEDICAL EXPENSES OF ₹ 12.00 LACS TO MR. M. D. SARAF, PRESIDENT HOLDING OFFICE OR PLACE OF PROFIT OVER AND ABOVE HIS ANNUAL CEILING LIMIT OF ₹ 18.00 LACS SANCTIONED BY THE SHAREHOLDERS UNDER SECTION 188 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent and approval/ratification of the Shareholders of the Company be and is hereby accorded to the one time medical payment of ₹ 12.00 lacs over and above his remuneration ceiling of ₹ 18.00 lacs per annum made to the Apollo Hospitals Enterprise Ltd. through Mr. M. D. Saraf, President brother/father of Mr. R. K. Saraf (DIN:00006102), Chairman & Managing Director & Mr. Anurag Saraf (DIN:00009631), Joint Managing Director of the Company respectively on account of his wife's treatment.

RESOLVED FURTHER THAT the consent and approval/ratification of the Shareholders of the Company be and is hereby also accorded to vest power with the Board to increase the amount of aforesaid one time medical payment of ₹ 12.00 lacs over and above his remuneration ceiling of ₹ 18.00 lacs per annum, if required. Further except the above, there will not be any change in terms of appointment/remuneration of Mr. M. D. Saraf.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing Resolution, any director or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable in this regard including filing of returns with any authority."

For Facor Alloys Limited

(S. S. Sharma)

General Manager (Legal) &
Company Secretary

Dated 29th November, 2017

NOTES

1. The Explanatory Statement pursuant to Section 102 and Section 110 of the Companies Act, 2013 read with the Rules made there under for the proposed Special Resolution setting out material facts in relation thereto is appended to the Notice.
2. This Postal Ballot Notice is being sent to all the members whose names appear as on the Record Date as on close of working hours on Friday, the 24th November, 2017 in the Register of Members/ Record of Depositories. A person who is not a member as on the Record Date should treat this notice for information purpose only.

3. The voting rights of members shall be in proportion to their share in the paid up equity capital of the Company as on Record Date.
4. The Postal Ballot Notice has been placed on the Company's website: www.facoralloys.com and Central Depository Services (India) Ltd.'s website: www.evotingindia.com and will remain on such websites until the last date of receipt of Postal Ballot from members.
5. In line with the "Green initiative in the Corporate Governance" launched by the Ministry of Corporate Affairs allowing paperless compliances by recognizing e-mails as one of the modes of service of notice / documents on the members, the Company is sending this Notice electronically on the e-mail addresses as provided by the members / as obtained from the Depositories/ other sources to the members. Such members may exercise their voting electronically as per the procedure given below. Members who have not registered their e-mail-IDs with Depositories/ other sources will receive the notice of Postal Ballot along with physical form through Registered Post or Courier.
6. The date of completion of despatch of Notice of Postal Ballot / e-mails will be announced through advertisement in Newspapers.
7. In case, shares are jointly held, the Postal Ballot form should be completed and signed (as per the specimen signature registered with the Company) by the first named member and in his/her absence, by the next named member.
8. In case of shares held by companies, trusts, societies, etc. the duly completed Postal Ballot form should be accompanied by a certified copy of the Board Resolution/ Authority letter together with attested specimen signature(s) of the duly authorized signatory /ies, giving requisite authority to the person voting on the Postal Ballot form.
9. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to provide the members (whether holding shares in physical form or in dematerialized mode) with the facility to exercise their right to vote by electronic means instead of dispatching Postal Ballot form and has engaged the services of Central Depository Services (India) Limited (CDSL) as authorized agency to provide remote e-voting facility.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 30th November, 2017 at 09.00 a.m. (IST) and ends on 29th December, 2017 at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 24th November, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website <https://www.evotingindia.com>.
- (iii) Click on "Shareholders/ Members" tab.
- (iv) Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to Login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the Member ID / Folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant "Facor Alloys Limited" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non-Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- II. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company.
 - III. Mr. P.S. Rathi, Chartered Accountant, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 - IV. The Scrutinizer will submit his report after completion of scrutiny, on Monday, 1st January, 2018. The Chairman and Managing Director or any other person authorized by the board will announce the results of the voting by postal ballot on or before 5.00 PM on Monday, 1st January 2018 at the Registered Office of the Company.
 - V. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.facoralloys.com and on the website of CDSL and communicated to the Stock Exchange, where the shares are listed.
10. In case, the members who have been sent this Notice electronically and who do not want to avail the remote e-voting facility organised through CDSL or requiring a duplicate Postal Ballot form, such members may send a request to the Company on “facoralloys@facorgroup.in” for obtaining the Notice and Postal Ballot Form in physical. On receipt of such requests, the Company will dispatch the same in physical form to enable the members to send back the Postal Ballot by Saturday, the 09th December, 2017.
 11. The vote in this Postal Ballot cannot be exercised through proxy.
 12. The Scrutinizers’ decision on the validity or otherwise of the Postal Ballot / remote e-voting will be final. The Scrutinizer(s) will submit his report to the Chairman and Managing Director or any person authorized by the Chairman and Managing Director after completion of the Scrutiny of the Postal Ballot (physical and remote e-voting process).
 13. A copy each of the documents referred to in the accompanying Statement is open for inspection at the Registered Office of the Company on all working days, except holidays, between 10.00 A.M. and 2.00 P.M. up to the date of declaration of the results of Postal Ballot.
 14. Members voting through Postal Ballot are requested to carefully read the instructions printed on the Postal Ballot form before exercising their vote.

STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As per provisions of Section 188 (1) (f) of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board & its Powers) Rules, 2014, Board has power to appoint a related party in the office/place of profit in the company on a monthly remuneration not exceeding ₹ 2.5 lakhs. Further if the Related Party Transactions exceed the specified ceilings as prescribed under the cited Rule then shareholders’ approval by way of a resolution is also required. Passing shareholders’ resolution in 11th AGM held on 09.09.2014 in respect of appointment of Mr. M.D. Saraf, President on a remuneration ceiling of ₹ 18 Lakhs per annum was for abundant precaution only. Further more, the payment was made to Apollo Hospital through Mr. M D Saraf which could be termed as a transaction in the ordinary course of business / arms length transaction and such transactions are out of the purview of the Section 188 of the Companies Act, 2013.

Further it is mentioned that Mrs. M.D. Saraf’s health condition all of sudden became critical and she was admitted in the hospital at Nagpur. Seeing no improvement in the health condition there, it was decided to shift her to the Apollo Hospital at New Delhi. Mr. M D Saraf approached the company for payment of medical expenses to be incurred at Apollo Hospital at New Delhi.

Board of Directors vide resolution passed at meeting dated 14th September, 2017 has approved the one time medical payment of ₹ 12.00 lacs to Mr. M. D. Saraf over and above his remuneration ceiling of ₹ 18.00 lacs per annum as recommended by the Audit Committee at its meeting held on 14th September, 2017, subject to approval of the shareholders, if any. Further shareholders’ ratification is also required for the Board’s approval within a period of three months.

The other related information as envisaged under Companies (Meetings of Board and its Powers) Rules, 2014 and amendments thereto, and the Company’s Related Party Transaction Policy are furnished hereunder:

Name of the Related Party	Mr. M. D. Saraf
Name of the Director or key managerial personnel who is related, if any	Mr. R. K. Saraf and Mr. Anurag Saraf or any promoter director may be deemed to be concerned in their capacity as directors.
Nature of Relationship	Brother/Father
The nature, material terms, monetary value and particulars of the contract or arrangement	Appointed as an employee of the Company on 01-08-2014 designated as President on terms and conditions as applicable to other employees. The payment of medical exp. of ₹ 12.00 lacs to him has come under the purview of related party transaction.
Any other information relevant or important for the members to take a decision on the proposed resolution	None

The resolution set out at Item No. 1 is recommended for approval of the members as special resolution.

Mr. M. D. Saraf is related to Mr. R. K. Saraf & Mr. Anurag Saraf. Hence Mr. R. K. Saraf, Chairman & Managing Director and Mr. Anurag Saraf, Joint Managing Director of the company are interested in the proposed resolution.

For **Facor Alloys Limited**

(**S. S. Sharma**)

General Manager (Legal) &
Company Secretary

Dated 29th November, 2017



FACOR ALLOYS LIMITED

Regd. Office & Works: SHREERAM NAGAR-535 101, Dist. Vizianagaram, A.P., India

CIN L27101AP2004PLC043252

Phones: +91 8952 282029, 282038, 282456, Fax: +91 8952 282188

E-Mail : facoralloys@facorgroup.in, Website: www.facoralloys.com

POSTAL BALLOT FORM

- Name(s) of Shareholder(s) (In block letters)
(Including Joint holders, if any)
- Registered address of the sole/
first named Shareholder
- Registered Folio No./DP ID No./Client ID No.**
(Applicable to investors holding shares in
dematerialized form)
- No. of Equity Shares held
- I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through postal ballot for the business stated in the notice dated 29th November, 2017 of the Company by sending my /our assent or dissent to the said resolution by placing tick (✓) mark in the appropriate box below:

Item No.	Description	No. of Shares held	I/We assent to the Resolution	I/We dissent to the Resolution
1.	Special Resolution under Section 188 of the Companies Act, 2013 for approval/ratification of payment of one time medical expenses of ₹ 12.00 lacs to Mr. M. D. Saraf, President holding office or place of profit over and above his annual ceiling limit of ₹ 18.00 lacs sanctioned by the shareholders.			

Place :

Date :

Signature of the Member

Note : Please read carefully the instructions printed below before exercising the vote.

INSTRUCTIONS

- A Member desirous of exercising vote by Postal Ballot should complete the Postal Ballot Form in all respects and send the self addressed postage pre-paid business reply envelope after signature to the scrutinizer. However, Postal Ballot, if sent by courier or by registered post at the expense of the Registered Member will also be accepted. The Postal Ballot may also be deposited personally at the address mentioned therein.
- The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company.
- The Postal Ballot Form should be signed by the Member as per specimen signature registered with the Company. In case, shares are jointly held, this form should be completed and signed by the first named member and in his/her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the registration no. of the POA or enclosing an attested copy of POA. Unsigned Postal Ballot Form will be rejected.
- Members holding shares in dematerialized form are advised, in their own interest, to get their signatures verified by their Banker/Depository Participant (DP). Signatures should be verified by the Manager of the concerned Banker/DP by affixing a rubber stamp/seal mentioning name and address of the Banker/DP and name, stamp and signature of the Manager.
- Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours (1700 hrs) on 29th December, 2017. Postal Ballot Form received after this date will be strictly treated as if reply from such member has not been received. Members are requested to send the duly completed Postal Ballot Form well before 29th December, 2017 providing sufficient time for postal transit.
- The voting shall be reckoned in proportion to a member's share of the paid up equity share capital of the Company as on 24th November, 2017.
- In case of shares held by Companies, Trusts, Societies etc. the duly completed Postal Ballot Form should be accompanied by certified copy of the Board Resolution / Authority and preferably with attested specimen signature(s) of the duly authorized signatory(s) giving requisite authority to the person voting on the Postal Ballot Form.
- Members are requested not to send any paper (other than the resolution/authority as mentioned under item no. 1 above) along with the Postal Ballot Form. They are also requested not to write anything on the Postal Ballot Form except giving their assent or dissent and putting their signature.
- Any query in relation to the resolution proposed to be passed by Postal Ballot may be addressed to Mr. S.S.Sharma, Company Secretary, Facor Alloys Ltd., Shreeramnagar- 535 101, Dist. Vizianagaram (A.P.).



FACOR ALLOYS LIMITED

Regd. Office & Works: SHREERAMNAGAR-535 101, Dist. Vizianagaram, A.P., India CIN L27101AP2004PLC043252
Phones: +91 8952 282029, 282038, 282456 Fax: +91 8952 282188 E-Mail: facoralloys@facorgroup.in Website: WWW.facoralloys.com

FSEC/198Q/C

25th November, 2017

The Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

FAX NO.022-22722037/39/ 41/ 61
22723121/3719

Kind Attn.: Mr. S.Subramanian, DCS-CRD

Dear Sirs,

Sub: Cut off date for Postal Ballot/E-Voting facility
Ref.: Scrip Code 532656

With reference to the above captioned matter and pursuant to the provisions of Section 108, 110 of the Companies Act, 2013 and Rule 20 (3) (vii) of the Companies (Management & Administration) Rules, 2014, the Company has fixed 24th November, 2017 as the cut-off date to record the entitlement of the shareholders to cast their vote through postal ballot/E-voting.

The voting rights for e-voting shall be reckoned on the paid-up value of Shares registered in the name of Members either in physical form or in dematerialised form on the cut-off date i.e. 24th November, 2017.

The Company would be availing e-Voting Services of Central Depository Services (India) Limited (CDSL).

The Company shall be, accordingly, sending the communications for e-voting to those members, whose names appear on the Company's Register of Members on 24th November, 2017.

You are therefore requested to take it on record under intimation to us.

Thanking you,

Yours faithfully,
For FACOR ALLOYS LTD.,

(S.S. SHARMA)
SECRETARY

Corp. Office : FACOR HOUSE, A-45-50, Sector-16, Noida, Dist. Gautam Buddh Nagar, Uttar Pradesh-201 301 India
Phones: +91-120417 1000 Fax: +91-120425 6700, E-Mail: facordelhi@facorgroup.in

Head Office: Shreeram Bhawan, Tumsar - 441 912, Dist. Bhandara, Maharashtra, India, Phones: +91 7183 232233,
232251, 232028 Fax: +91 7183 232271, E-Mail: facorho@facorgroup.in