IFCI LIMITED
आई एफ सी आई लिमिटेड
(A Government of India Undertaking)
(भारत सरकार का उपक्रम)

September 25, 2026

No. IFCI/CS/61/2026- 736	No. IFCI/CS/62/2026- 737
1.National Stock Exchange of India Limited Exchange Plaza Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051 **CODE:IFCI**	**2. BSE Limited** Department of Corporate Service Phiroze JeeJeebhoy Tower Dalal Street Mumbai – 400 001 **CODE:500106**

Dear Sir/Madam,

Re: Disclosure of Scrutinizers' Report and Voting Results of the Annual General Meeting (AGM) of the Members of IFCI Ltd.

Please find enclosed herewith the Scrutinizers' Report and the Voting Results in connection with the 33rd Annual General Meeting of the Company held on September 25, 2026.

Kindly acknowledge receipt.

Thanking you

For **IFCI Limited**

PRIYANKA SHARMA
Digitally signed by PRIYANKA SHARMA
Date: 2026.09.25 19:18:32 +05'30'

(Priyanka Sharma)
Company Secretary & Compliance Officer

Encl.: As above

आई एफ सी आई लिमिटेड
पंजीकृत कार्यालय:
आईएफसीआई टावर, 61 नेहरु प्लेस, नई दिल्ली – 110 019
दूरभाष: +91–11–4173 2000, 4179 2800
फैक्स: +91–11–2623 0201, 2648 8471
वेबसाइट: www.ifciltd.com
सीआईएन: L74899DL1993GOI053677

1948 से राष्ट्र के विकास में

IFCI Limited
Regd. Office:
IFCI Tower, 61 Nehru Place, New Delhi - 110 019
Phone: +91-4173 2000, 4179 2800
Fax: +91-11-2623 0201, 2648 8471
Website: www.ifciltd.com
CIN: L74899DL1993GOI053677

In Development of the Nation since 1948

Consolidated Scrutinizer's Report

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

To,
The Chairman
IFCI LIMITED
(CIN: L74899DL1993GOI053677)
IFCI Tower 61, Nehru Place,
New Delhi- 110019

Dear Sir,

I, Devesh Kumar Vasisht, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, bearing firm registration number L2021HR009500, having office at B-285, First Floor, Green Fields, Sector-43, Faridabad-121010, was appointed as Scrutinizer by the Board of Directors of IFCI Limited ('**the Company**') on August 11, 2026, for the purpose of scrutinizing voting process i.e. remote e-voting and e-voting during the 33rd Annual General Meeting ('AGM'), in a fair and transparent manner under the provisions of Sections 108 of the Act read with the Rules and read with General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020,10/2021, 20/2021, 3/2022, 11/2022, 09/2023, 09/2024 and 03/2025 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 respectively ('**MCA Circulars**'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), Secretarial Standard–2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolutions as mentioned in the Notice of the AGM dated August 11, 2026 (Notice) and Addendum dated September 15, 2026 to Notice ('both referred as 'AGM Notice') for the 33rd AGM of the Company held on Friday, September 25, 2026 at 11:30 A.M. (IST) through Video Conference (VC)/ Other Audio-Visual Means (OAVM).

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; and (iii) the Listing Regulations related to e-voting in respect of the resolutions contained in the AGM Notice including the dispatch of notice to the shareholders and also to ensure a secured framework for e-voting.

2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL).

3. The remote e-Voting period commenced on Tuesday, September 22, 2026 at 09:00 A.M. (IST) and ended on Thursday, September 24, 2026 at 05:00 P.M. (IST) via e-voting platform on the designated website of CDSL, being e-Voting Service Provider viz: www.evotingindia.com. The Company also provided e-Voting facility to the Members who participated/ attended the AGM through VC/OAVM to enable such Members to cast their vote, if they had not cast their vote earlier through remote e-voting.

4. The Members of the Company as on the 'cut off' date i.e. Friday, September 18, 2026 were entitled to avail the facility of remote e-voting as well as e-voting at AGM (herein collectively referred as "e-votes/ e-voting") on the proposed resolutions as set out in AGM Notice.

5. The total paid up Equity Share Capital of the Company as on "cut off' date was Rs. 2694,31,43,310/- (Rupees Two Thousand Six Hundred Ninety Four Crore Thirty One Lakh Forty Three Thousand Three Hundred and Ten only) divided into 269,43,14,331 (Two Hundred Sixty Nine Crore Forty Three Lakh Fourteen Thousand Three Hundred and Thirty One) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

6. After completion of e-voting at the AGM, the e-votes cast by the Shareholders were unblocked in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar who were not in the employment of the Company who have signed below:

Mukesh Sharma　　　　Parveen Kumar

7. The data of e-votes was diligently scrutinized and reconciled with the records maintained by MCS Share Transfer Agent Limited, Registrar and Share Transfer Agent ("R&STA") of the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at AGM. There was no shareholder who opted for both the facilities.

8. The consolidated summary of results of e-voting are as under:

   I. To receive, consider and adopt -
      a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Auditors' thereon and comments of the Comptroller and Auditor General of India; and
      b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the report of the Auditors' thereon and comments of the Comptroller and Auditor General of India

Ordinary Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	E-votes during AGM	**Remote E-votes**	**Total**	
Assent	37,91,455	2,07,05,19,856	2,07,43,11,311	99.8355
Dissent	0	34,17,143	34,17,143	0.1645
Total	**37,91,455**	**2,07,39,36,999**	**2,07,77,28,454**	**100**

Therefore, the above-mentioned Resolution No. 1 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as '**Annexure A**'.

II. **To resolve not to fill up the vacancy caused by retirement of Prof. Narayanaswamy Balakrishnan (DIN: 00181842) by rotation.**

Ordinary Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	E-votes during AGM	**Remote E-votes**	**Total**	
Assent	37,91,455	2,07,38,64,377	2,07,76,55,832	99.9951
Dissent	0	1,02,453	1,02,453	0.0049
Total	**37,91,455**	**2,07,39,66,830**	**2,07,77,58,285**	**100**

Therefore, the above-mentioned Resolution No. 2 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as '**Annexure B**'.

III. **To fix remuneration of the Statutory Auditor(s) of the Company in terms of the provisions of Section(s) 139(5) and 142 of the Companies Act, 2013.**

Ordinary Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	E-votes during AGM	**Remote E-votes**	**Total**	
Assent	37,91,455	2,07,37,21,611	2,07,75,13,066	99.9881
Dissent	0	2,46,719	2,46,719	0.0119
Total	**37,91,455**	**2,07,39,68,330**	**2,07,77,59,785**	**100**

Therefore, the above-mentioned Resolution No. 3 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as '**Annexure C**'.

IV. **Appointment of Shri Manikumar Sivaramakrishnan (DIN: 08956660) as Deputy Managing Director (DMD).**

Ordinary Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	E-votes during AGM	**Remote E-votes**	**Total**	
Assent	37,91,455	2,03,14,20,441	2,03,52,11,896	97.9523
Dissent	0	4,25,46,189	4,25,46,189	2.0477
Total	**37,91,455**	**2,07,39,66,630**	**2,07,77,58,085**	**100**

Therefore, the above-mentioned Resolution No. 4 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as '**Annexure D**'.

V. **Appointment of Shri Dilip Singh Punia (DIN:11943788) as an Independent Director.**

Special Resolution				
Particulars	**Number of Valid Votes**			**Percentage**
	E-votes during AGM	**Remote E-votes**	**Total**	
Assent	37,91,455	2,03,49,18,472	2,03,87,09,927	98.4867
Dissent	0	3,13,25,852	3,13,25,852	1.5133
Total	**37,91,455**	**2,06,62,44,324**	**2,07,00,35,779**	**100**

Therefore, the above-mentioned Resolution No. 5 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as '**Annexure E**'.

9. The register containing the details of e-voting will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

For DPV & Associates LLP
Company Secretaries
Firm Reg. No.: L2021HR009500
Peer Review Certificate No. 6189/2024
DEVESH KUMAR VASISHT
Digitally signed by DEVESH KUMAR VASISHT
Date: 2026.09.25 18:59:19 +05'30'
Devesh Kumar Vasisht
Managing Partner
CP No.:13700 / Mem. No. F8488
UDIN: F008488H001611969

Date: September 25, 2026
Place: Faridabad

For IFCI Limited
Countersigned by

(the Chairman of the meeting)

Date: September 25, 2026
Place: New Delhi

Annexure-A

Item No. 1:
Type of Resolution: Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	879	2,07,05,19,856	98	34,17,143	0	0
E-voting during AGM	12	37,91,455	0	0	0	0
Total	**891**	**2,07,43,11,311**	**98**	**34,17,143**	**0**	**0**

Annexure-B

Item No. 2:
Type of Resolution: Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	897	2,07,38,64,377	77	1,02,453	0	0
E-voting during AGM	12	37,91,455	0	0	0	0
Total	**909**	**2,07,76,55,832**	**77**	**1,02,453**	**0**	**0**

Annexure-C

Item No. 3:
Type of Resolution: Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	909	2,07,37,21,611	67	2,46,719	0	0
E-voting during AGM	12	37,91,455	0	0	0	0
Total	**921**	**2,07,75,13,066**	**67**	**2,46,719**	**0**	**0**

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<u>Annexure-D</u>

Item No. 4:
Type of Resolution: Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	822	2,03,14,20,441	152	4,25,46,189	0	0
E-voting during AGM	12	37,91,455	0	0	0	0
Total	**834**	**2,03,52,11,896**	**152**	**4,25,46,189**	**0**	**0**

<u>Annexure-E</u>

Item No. 5:
Type of Resolution: Special Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	800	2,03,49,18,472	153	3,13,25,852	0	0
E-voting during AGM	12	37,91,455	0	0	0	0
Total	**812**	**2,03,87,09,927**	**153**	**3,13,25,852**	**0**	**0**

-------end of report-------

General information about company	
Scrip code	500106
NSE Symbol	IFCI
MSEI Symbol	NOTLISTED
ISIN	INE039A01010
Name of the company	IFCI Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-09-2026
Start time of the meeting	11:30 AM
End time of the meeting	11:46 AM

Scrutinizer Details	
Name of the Scrutinizer	Devesh Kumar Vasisht
Firms Name	DPV & Associates LLP
Qualification	CS
Membership Number	F8488
Date of Board Meeting in which appointed	11-08-2026
Date of Issuance of Report to the company	25-09-2026

आईएफसीआई लि० / IFCI Ltd.
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IFCI Tower
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61, Nehru Place
नई दिल्ली – 19
New Delhi-19
भारत सरकार का उपक्रम / A Govt. Of India Undertaking

Voting results	
Record date	18-09-2026
Total number of shareholders on record date	992796
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	100
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

आईएफसीआई लि० / IFCI Ltd.
आईएफसीआई टावर
IFCI Tower
61 नेहरु प्लेस
61, Nehru Place
नई दिल्ली – 19
New Delhi-19
भारत सरकार का उपक्रम / A Govt. Of India Undertaking

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Auditors' thereon and comments of the Comptroller and Auditor General of India; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the report of the Auditors' thereon and comments of the Comptroller and Auditor General of India				
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
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1955277096	1955277096	100	1955277096	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1955277096	1955277096	100	1955277096	0	100	0
Public- Institutions	E-Voting	188607374	121190229	64.2553	117839515	3350714	97.2352	2.7648
	Poll							
	Postal Ballot (if applicable)							
	Total	188607374	121190229	64.2553	117839515	3350714	97.2352	2.7648
Public- Non Institutions	E-Voting	550429861	1261129	0.2291	1194700	66429	94.7326	5.2674
	Poll							
	Postal Ballot (if applicable)							
	Total	550429861	1261129	0.2291	1194700	66429	94.7326	5.2674
Total		2694314331	2077728454	77.1153	2074311311	3417143	99.8355	0.1645
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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61, Nehru Place
नई दिल्ली–19
New Delhi-19
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Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

आईएफसीआई लि० / IFCI Ltd.
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IFCI Tower
61 नेहरु प्लेस
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New Delhi-19
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Resolution(2)	
Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To resolve not to fill up the vacancy caused by retirement of Prof. Narayanaswamy Balakrishnan (DIN: 00181842) by rotation

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
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1955277096	1955277096	100	1955277096	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1955277096	1955277096	100	1955277096	0	100	0
Public- Institutions	E-Voting	188607374	121222091	64.2722	121222091	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	188607374	121222091	64.2722	121222091	0	100	0
Public- Non Institutions	E-Voting	550429861	1259098	0.2287	1156645	102453	91.863	8.137
	Poll							
	Postal Ballot (if applicable)							
	Total	550429861	1259098	0.2287	1156645	102453	91.863	8.137
	Total	2694314331	2077758285	77.1164	2077655832	102453	99.9951	0.0049
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution		

IFCI Ltd. IFCI Tower 61, Nehru Place New Delhi-19 A Govt. Of India Undertaking

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

आईएफसीआई लि० / IFCI Ltd.
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IFCI Tower
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New Delhi-19
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Resolution(3)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To fix remuneration of the Statutory Auditor(s) of the Company in terms of the provisions of Section(s) 139(5) and 142 of the Companies Act, 2013

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
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1955277096	1955277096	100	1955277096	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1955277096	1955277096	100	1955277096	0	100	0
Public- Institutions	E-Voting	188607374	121222091	64.2722	121063803	158288	99.8694	0.1306
	Poll							
	Postal Ballot (if applicable)							
	Total	188607374	121222091	64.2722	121063803	158288	99.8694	0.1306
Public- Non Institutions	E-Voting	550429861	1260598	0.229	1172167	88431	92.985	7.015
	Poll							
	Postal Ballot (if applicable)							
	Total	550429861	1260598	0.229	1172167	88431	92.985	7.015
	Total	2694314331	2077759785	77.1165	2077513066	246719	99.9881	0.0119
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution		

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Manikumar Sivaramakrishnan (DIN: 08956660) as Deputy Managing Director (DMD)				
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
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1955277096	1955277096	100	1955277096	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1955277096	1955277096	100	1955277096	0	100	0
Public- Institutions	E-Voting	188607374	121222091	64.2722	78777913	42444178	64.9864	35.0136
	Poll							
	Postal Ballot (if applicable)							
	Total	188607374	121222091	64.2722	78777913	42444178	64.9864	35.0136
Public- Non Institutions	E-Voting	550429861	1258898	0.2287	1156887	102011	91.8968	8.1032
	Poll							
	Postal Ballot (if applicable)							
	Total	550429861	1258898	0.2287	1156887	102011	91.8968	8.1032
Total		2694314331	2077758085	77.1164	2035211896	42546189	97.9523	2.0477
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Dilip Singh Punia (DIN:11943788) as an Independent Director				
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
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1955277096	1955277096	100	1955277096	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1955277096	1955277096	100	1955277096	0	100	0
Public- Institutions	E-Voting	188607374	113499785	60.1778	82273075	31226710	72.4874	27.5126
	Poll							
	Postal Ballot (if applicable)							
	Total	188607374	113499785	60.1778	82273075	31226710	72.4874	27.5126
Public- Non Institutions	E-Voting	550429861	1258898	0.2287	1159756	99142	92.1247	7.8753
	Poll							
	Postal Ballot (if applicable)							
	Total	550429861	1258898	0.2287	1159756	99142	92.1247	7.8753
	Total	2694314331	2070035779	76.8298	2038709927	31325852	98.4867	1.5133
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

IFCI Ltd.
IFCI Tower
61, Nehru Place
New Delhi-19
A Govt. Of India Undertaking