CHAMBAL FERTILISERS AND CHEMICALS LIMITED

September 29, 2019

BSE Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai – 400 001

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

Dear Sir,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith summary of proceedings of the Thirty-fourth Annual General Meeting of the Company held on Saturday, September 28, 2019 in the Multi-purpose Hall at the Registered Office of the Company at Gadepan, District Kota, Rajasthan, PIN-325 208.

You are requested to notify your constituents accordingly.

Thanking You,

Yours sincerely,
for **Chambal Fertilisers and Chemicals Limited**

Rajveer Singh
Vice President- Legal & Secretary

Summary of proceedings of the Thirty-fourth Annual General Meeting of Chambal Fertilisers and Chemicals Limited held on September 28, 2019

Thirty-fourth Annual General Meeting ("AGM") of the members of the Company was held at 1030 Hours on Saturday, September 28, 2019 in the Multi-purpose Hall at the Registered Office of the Company at Gadepan, District Kota, Rajasthan, PIN-325 208.

Mr. Anil Kapoor, Managing Director chaired the meeting. Mr. Marco Philippus Ardeshir Wadia, Chairman of the Audit Committee and Ms. Radha Singh, Chairperson of the Nomination and Remuneration Committee and Stakeholders Relationship Committee were present at the meeting. The representatives of M/s. Price Waterhouse Chartered Accountants LLP, Auditors and M/s. RMG & Associates, Secretarial Auditors of the Company, were also present at the meeting.

The Chairman ascertained the quorum and called the meeting to order. He welcomed the members at the AGM and introduced the persons on the dais.

The Chairman addressed the members and apprised them about the macro economic scenario, performance of the Company including operation of new urea plant and Corporate Social Responsibility initiatives/ programmes of the Company.

He drew the attention of members to the records/ registers/other documents made available for inspection of the members.

The members were informed that in accordance with the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided the facility of casting the votes by the members using an electronic voting system from a place other than the venue of AGM ("Remote E-voting"), on all items set out in the notice of AGM dated August 26, 2019 ("AGM Notice"). The Remote E-voting commenced at 0900 Hours on Tuesday, September 24, 2019 and ended on 1700 Hours on Friday, September 27, 2019. The facility of voting through ballot paper on all items set out in the AGM Notice was also made available at the AGM for those members who were present at the AGM and did not cast their vote(s) by Remote E-voting. Mr. Manish Gupta, Partner, M/s. RMG & Associates, Company Secretaries in whole time practice, was appointed by the Board of Directors of the Company, to scrutinise the voting at AGM and Remote E- voting process.

The following items of business as stated in the AGM Notice were transacted at the meeting:

Ordinary Business		
1.	Receive, consider and adopt: a) the audited standalone financial statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon; and	Ordinary Resolution

Chambal Fertilisers and Chemicals Ltd.

	b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 and report of the Auditors thereon.	
2.	Declaration of dividend @ Rs. 2.00 per Equity Share of Rs. 10 each, for the financial year ended March 31, 2019.	Ordinary Resolution
3.	Appointment of Mr. Shyam Sunder Bhartia (DIN: 00010484), who retires by rotation and, being eligible, offers himself for re-appointment, as a Director.	Ordinary Resolution
Special Business		
4.	Re-appointment of Mr. Anil Kapoor (DIN: 00032299) as Managing Director of the Company for a period from February 16, 2020 to April 15, 2021.	Ordinary Resolution
5.	Ratification of remuneration payable to M/s. K.G. Goyal & Associates, Cost Auditor (Firm Registration No. 000024).	Ordinary Resolution

The Chairman informed that the consolidated results of the Remote E-voting and voting at AGM would be made available together with the scrutiniser's report at the websites of the Company and National Securities Depository Limited, within 48 Hours of conclusion of the AGM. The results would also be displayed at the Notice Board of the Company at its Registered Office and Corporate Office. The Chairman thereafter handed over the process of voting through ballot paper to Mr. Manish Gupta, Scrutiniser.

The scrutiniser's report dated September 29, 2019 was received. All the resolutions pertaining to the items of business mentioned above were declared as passed with majority.

for **Chambal Fertilisers and Chemicals Limited**

Rajveer Singh
Vice President - Legal & Secretary

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