



प्रगति के पथप्रदर्शक  
PIONEERS IN PROGRESS

दि फ़र्टिलाइज़र्स एण्ड केमिकल्स ट्रावन्कोर लिमिटेड  
THE FERTILISERS AND CHEMICALS TRAVANCORE LTD.

(भारत सरकार का उद्यम) (A Government of India Enterprise)

पंजीकृत कार्यालय: एलूर, उद्योगमंडल, कोच्ची - 683 501, केरल राज्य, भारत  
Regd. Office: Eloor, Udyogamandal, Kochi-683501, Kerala State, India. Website: www.fact.co.in CIN: L24129KL1943GOI000371

CS-HO-RO-212

26<sup>th</sup> September, 2025

The Manager (Listing Department),  
National Stock Exchange of India Ltd.,  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (E), MUMBAI – 400 051

Dear Sir,

**Sub: Announcement of Results of E-Voting**

Further to our letter No CS-HO-RO-209 dated 26<sup>th</sup> September, 2025 informing the Proceedings of 81<sup>st</sup> Annual General Meeting of the Company held on 26<sup>th</sup> September, 2025, we submit herewith results of the votes cast through remote e-voting and e-voting at the Annual General Meeting on all resolutions along with the copy of the Report of Scrutinizer which will also be available on the website of the Company.

Kindly take the above on record.

Thanking You

Yours faithfully,  
For The Fertilisers and Chemicals Travancore Limited

**Susan Abraham**  
**Company Secretary**



CS Vivek Kumar M.Com, LL.B, FCS

CS Dhanya Paul M.Com, FCS

**Head Office :**

2nd Floor | Tharayath | LM Paily Road Jn. | Vyttila | Ernakulam | Kerala | India | PIN: 682019  
Email: csvivekkumartg@gmail.com Mob: +91 98477 25152 Office: +91 77362 71201

**Branch Office :**

TalkUs Building | Airport Avenue Road | Paliekara | Angamaly | Kerala | PIN: 683572|  
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**SCRUTINISER'S REPORT**

(Pursuant to section 108 of the companies Act, 2013 read with and Rule 20 of the Companies (Management and Administration) Rules, 2014.

To,  
The Chairman,  
Fertilisers And Chemicals Travancore Ltd  
CIN: L24129KL1943GOI000371  
Eloor P Oudyogmandal Alwaye, Ernakulam, Kerala, India, 683501

Dear Sir.

Sub: Consolidated Scrutinizer's Report on the Remote E-Voting conducted pursuant to section 108 of the companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) amended, Rules, 2015 and Venue E-Voting at the 81<sup>st</sup> Annual General Meeting of Fertilisers and Chemicals Travancore Limited (CIN: L24129KL1943GOI000371), held on Friday, 26<sup>th</sup> September, 2025 at 11.00 am through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

1. I, Vivek Kumar, Company Secretary in practice (M.No. F9353, CoP No.11036), have been appointed as scrutinizer by the Board of Directors of The Fertilisers and Chemicals Travancore Limited ("the Company") to scrutinize the remote e-voting process of the Annual General Meeting ("AGM") and e-voting process at the AGM in accordance with section 108 of the companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) amended, Rules, 2015 and Venue E-Voting at the 81<sup>st</sup> Annual General Meeting of Fertilisers and Chemicals Travancore Ltd held on Friday, September 26, 2025 at 11.00 am through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").



2. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility for the Remote e voting to the Shareholders of the Company from 23<sup>rd</sup> September, 2025 09:00 a.m to 25<sup>th</sup> September, 2025, 05:00 p.m and Venue E-Voting during the AGM.

3. As Scrutinizer, my responsibility is to ensure that voting process through remote E-Voting and Venue E-Voting conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast in favour or against the resolutions, based on the report generated from the e voting system provided by Central Depository Services (India) Limited (CDSL) after scrutiny and recording the votes received through e voting system.

4. The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and Rules made thereunder (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standards on General meeting (SS-2) relating voting by electronic means.

5. The Company has completed the dispatch of notice on 02<sup>nd</sup> September, 2025 to all the shareholders containing the resolutions setting out the material facts along with detailed e-voting procedure to enable the shareholders to cast their vote as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.

6. The shareholders of the Company holding shares on the "cut-off date" i.e. 19<sup>th</sup> September, 2025 were entitled to vote on the proposed resolution as stated in the Item no 1 to 10 in the notice dated 02<sup>nd</sup> September, 2025.

7. The voting by remote e-voting commenced from 23<sup>rd</sup> September, 2025 at 09:00 am to 25<sup>th</sup> September, 2025 at 05:00 pm and Venue E-Voting during the AGM. The E voting platform of the CDSL was blocked thereafter.

8. After the time fixed for closure of e-voting on 25<sup>th</sup> September, 2025 at 05.00 pm, an electronic report of the e voting was generated by me after accessing the e voting platform i.e. [www.evotingindia.com](http://www.evotingindia.com). Shareholders have casted their votes through Remote e-voting and the data was digitally scrutinized.

9. Thereafter, in compliance of the Rules. I have unblocked the votes on 26<sup>th</sup> September, 2025 at 12.01 pm in the presence of two witnesses Ms. Chandini C C and Mr. Anjana Pramod who are not in the employment of the company. They have signed below in confirmation of the same.



Witness 1: Ms. Chandini C C

2<sup>nd</sup> Floor, Tharayath, Major Road, Vytilla, Ernakulam, Kerala - 682019

Witness 2: Ms. Anjana Pramod

2<sup>nd</sup> Floor, Tharayath, Major Road, Vytilla, Ernakulam, Kerala - 682019

10. The details containing, *inter alia*, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from website of CDSL e-voting platform i.e. <https://www.evotingindia.com> and based on such reports generated, the result of the consolidated e-voting is as under:

Resolution No. 1 (Ordinary Resolution): Approval of Financial statements the Financial Year ended 31 March, 2025:

"(a) RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March, 2025 and the reports of the Board of Directors and Auditors thereon be and are hereby considered, approved and adopted.

(b) FURTHER RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 and the report of the Auditors thereon be and are hereby considered, approved and adopted."

Voting Result						
Total Votes polled	No of invalid voles/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
0	0	0	0	0.00	0	0.00
Remote e-Voting						
583947093	0	583947093	583885955	99.99	61138	0.01
Total						
583947093	0	583947093	583885955	99.99	61138	0.01
<b>Result: Passed with requisite majority as Ordinary Resolution.</b>						



Resolution No. 2 (Ordinary Resolution): To declare the Final Dividend of Re. 0.39 per equity share for the Financial Year 2024-25.

“RESOLVED THAT a final dividend of Re. 0.39 (Thirty-Nine paise) per share aggregating to Rs. 25,23,58,070 (Rupees Twenty Five Crore Twenty Three Lakh Fifty Eight Thousand Seventy Only) on equity share capital of the Company for the year ended on 31 March 2025, as recommended by the Board, be and is hereby declared.”

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
0	0	0	0	0	0	0
Remote e-Voting						
583947093	0	583947093	583885955	99.99	61138	0.01
Total						
583947093	0	583947093	583885955	99.99	61138	0.01
<b>Result: Passed with requisite majority as Ordinary Resolution.</b>						



Resolution No. 3 (Ordinary Resolution): To fix the remuneration of Statutory Auditors and Branch Auditors for the Financial Year 2025-26:

RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to fix remuneration of the Statutory Auditors and Branch Auditors appointed by the Comptroller and Auditor General of India (C&AG) for the Financial Year 2025-26.

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
0	0	0	0	0	0	0
Remote e-Voting						
583947093	0	583947093	583837456	99.98	109637	0.02
Total						
583947093	0	583947093	583837456	99.98	109637	0.02
<b>Result: Passed with requisite majority as Ordinary Resolution.</b>						



Resolution No.4 (Ordinary resolution): To appoint Shri. Manoj Sethi, Director (DIN: 00301439) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

**RESOLVED THAT** pursuant to the provisions of section 152 (6) (e) of the Companies Act, 2013, Shri. Manoj Sethi, Director (DIN: 00301439), Joint Secretary and Financial Advisor, Department of Fertilizers, Ministry of Chemicals and Fertilizers, New Delhi, be and is hereby reappointed as a Director of the Company.

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
0	0	0	0	0	0	0
Remote e-Voting						
583947093	0	583947093	582515251	99.75	1431842	0.25
Total						
583947093	0	583947093	582515251	99.75	1431842	0.25
<b>Result: Passed with requisite majority as Ordinary Resolution.</b>						



Resolution No.5 (Special Resolution): To appoint Shri. Billeswar Sinha (DIN: 09393543), as an Independent Director of the Company.

**RESOLVED THAT** pursuant to the provisions of section 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under read with Schedule IV of the Act, and Articles of Association of the Company, Shri. Billeswar Sinha (DIN: 09393543) residing at VIII - Bhairabpur PO, Amarkanan Dist, Bankura, West Bengal - 722133, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of one year with effect from 5<sup>th</sup> May 2025, or until further orders, whichever is earlier, in terms of Letter No. 95/01/2025-HR-PSU (e-38792) dated 16<sup>th</sup> May 2025 issued by Ministry of Chemicals and Fertilizers.

Voting Result						
Total Votes polled	No of invalid voles/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
0	0	0	0	0	0	0
Remote e-Voting						
583947093	0	583947093	583791245	99.97	155848	0.03
Total						
583947093	0	583947093	583791245	99.97	155848	0.03
<b>Result: Passed with requisite majority as Special Resolution.</b>						



Resolution No.6 (Special Resolution): To appoint Dr. Aruna Kamineni (DIN: 09591742), as an Independent Director of the Company.

**RESOLVED THAT** pursuant to the provisions of section 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under read with Schedule IV of the Act, and Articles of Association of the Company, Dr. Aruna Kamineni (DIN: 09591742) residing at Venkat Kamineni Hospital, Besides Fisheries Department, Hospet Road, Bellary, Karnataka - 583104, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act, be and is hereby elected as an Independent Director of the Company for a period of one year with effect from 5<sup>th</sup> May 2025, or until further orders, whichever is earlier, in terms of Letter No. 95/01/2025-HR-PSU (e-38759) dated 16<sup>th</sup> May 2025 issued by Ministry of Chemicals and Fertilizers.

Voting Result						
Total Votes polled	No of invalid voles/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
0	0	0	0	0	0	0
Remote e-Voting						
583947093	0	583947093	583888205	99.99	58888	0.01
Total						
583947093	0	583947093	583888205	99.99	58888	0.01
<b>Result: Passed with requisite majority as Special Resolution.</b>						



Resolution No.7 (Ordinary Resolution): To appoint Shri. Santosh Kumar (DIN:11228100), as a Director on the Board of Directors of the Company.

**RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with Articles of Association of the Company, Shri. Santosh Kumar (DIN: 11228100), Chief Controller of Accounts, Department of Fertilizers, Ministry of Chemicals and Fertilizers, New Delhi, be and is hereby appointed as a Director of the Company.

Voting Result						
Total Votes polled	No of invalid voles/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
<b>e-Voting at the AGM</b>						
0	0	0	0	0	0	0
<b>Remote e-Voting</b>						
583947093	0	583947093	582529900	99.76	1417193	0.24
Total						
583947093	0	583947093	582529900	99.76	1417193	0.24
<b>Result: Passed with requisite majority as Ordinary Resolution.</b>						



Resolution No.8 (Ordinary Resolution): Appointment of M/s. SVJS & Associates, Practicing Company Secretaries (ICSI Unique Code: P2008KE017900) as Secretarial Auditors of the Company.

**RESOLVED THAT** pursuant to provisions of Sections 204 and 179(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, as amended from time to time, M/s. SVJS & Associates, Practicing Company Secretaries (ICSI Unique Code: P2008KE017900), be and are hereby appointed as the Secretarial Auditors of the Company, for a term of five consecutive years from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes as may be fixed by the Board of Directors of the Company.

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
0	0	0	0	0	0	0
Remote e-Voting						
583947093	0	583947093	583872289	99.99	74804	0.01
Total						
583947093	0	583947093	583872289	99.99	74804	0.01
<b>Result: Passed with requisite majority as Ordinary Resolution.</b>						



Resolution No. 9 (Special Resolution): Increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013 and creation of Charge on movable and immovable properties of the company in respect of borrowing.

**RESOLVED THAT** in supersession of the Special Resolution passed by the shareholders through Postal Ballot on 16.03.2016, and with retrospective effect to cover borrowings made thereafter, the consent of the Members be and is hereby accorded to the Board of Directors of the Company, pursuant to Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with Article 47 of the Articles of Association of the Company, to borrow monies from time to time, as may be deemed requisite and proper for financing working capital requirements, for acquisition of capital assets and / or for any other requirement, provided that the monies so borrowed together with the monies already borrowed (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed Rs. 5,000 Crores (Rupees Five Thousand Crores only).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board or any committee or person(s) authorised by the Board, be and is / are hereby authorised to finalise, settle and execute such documents / deeds / writings/ papers / agreements as may be required and to do all acts, deeds, matters and things as may in its / his / their absolute discretion deem necessary, proper or desirable, including creation of charge through mortgage, hypothecation or by any other mode and to settle any question(s), difficulty(ies) or doubt(s) that may arise in regard to creating security(ies) as aforesaid or other considered to be in the best interest of the Company.

Voting Result						
Total Votes polled	No of invalid voles/ rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
0	0	0	0	0	0	0
Remote e-Voting						
583947093	0	583947093	582599156	99.77	1347937	0.23
Total						
583947093	0	583947093	582599156	99.77	1347937	0.23
<b>Result: Passed with requisite majority as Special Resolution.</b>						



Resolution No.10 (Ordinary Resolution): Ratification of remuneration to Cost Auditors for financial year ending 31st March, 2026.

**RESOLVED THAT** in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s. BBS & Associates, Cost Accountants (Firm Registration No.: 00273), appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026, amounting to ₹1,05,000/- (₹ 85000 for Fertilizers and ₹ 20000 for Caprolactam) plus out of pocket expenses (subject to a maximum of ₹ 10,000/-) incurred in connection with the aforesaid audit, be and is hereby ratified.

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
0	0	0	0	0	0	0
Remote e-Voting						
583947093	0	583947093	583944682	100	2411	0
Total						
583947093	0	583947093	583944682	100	2411	0
<b>Result:</b> Passed with requisite majority as Ordinary Resolution.						

11 The resolutions as stated in the AGM notice stand passed with the requisite majority as specified under the Companies Act, 2013 read with Rules.

12. The register to record the assent or dissent received has been maintained electronically. It contains the particulars of name, address, folio number or client id of the shareholders, number of shares held by them nominal value of such shares, there were no shares with differential voting rights in the company; hence there is no requirement of maintaining of the list of shareholders with differential voting rights.

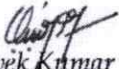


13. The relevant papers and records will be handed over to, CS Susan Abraham, Company Secretary, authorized by the Board for safe keeping the same, after the result is declared by the Chairman.

Thanking You.

Yours faithfully,  
For DV & Associates  
Company Secretaries



  
CS Vivék Kumar  
Partner



M. No. F9353, CoP: 11036  
Peer Review Certificate no. 6353/2025

UDIN: F009353G001352552

Place: Ernakulam  
Date: 26<sup>th</sup> September, 2025

Date of the e-voting	81st Annual General Meeting notice dated 02 September, 2024(23rd September, 2025 09:00 a.m to 25th September, 2025,;500 p.m and Venue E-Voting during the AGM).
Record date	26-09-2025
Total number of shareholders on record date	85224
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	40
Promoters and Promoter Group:	1
Public:	39
<b>Resolution No.1:</b>	

"(a) RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March, 2025 and the reports of the Board of Directors and Auditors thereon be and are hereby considered, approved and adopted.

(b) FURTHER RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 March, 2025 and the report of the Auditors thereon be and are hereby considered, approved and adopted."

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.00
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	1521179	61138	96.14	3.86
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>583885955</b>	<b>61138</b>	<b>99.99</b>	<b>0.01</b>

**Resolution No.2:**

RESOLVED THAT a final dividend of Re. 0.39 (Thirty-Nine paise) per share aggregating to Rs. 25,23,58,070 (Rupees Twenty Five Crore Twenty Three Lakh Fifty Eight Thousand Seventy Only) on equity share capital of the Company for the year ended on 31 March 2025, as recommended by the Board, be and is hereby declared

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.00
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	1521179	61138	96.14	3.86
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>583885955</b>	<b>61138</b>	<b>99.99</b>	<b>0.01</b>



<b>Resolution No.3:</b>								
RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to fix remuneration of the Statutory Auditors and Branch Auditors appointed by the Comptroller and Auditor General of India (C&AG) for the Financial Year 2025-26								
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	1472680	109637	93.07	6.929
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>583837456</b>	<b>109637</b>	<b>99.98</b>	<b>0.019</b>
<b>Resolution No.4:</b>								
RESOLVED THAT pursuant to the provisions of section 152 (6) (e) of the Companies Act, 2013, Shri. Manoj Sethi, Director (DIN: 00301439), Joint Secretary and Financial Advisor, Department of Fertilizers, Ministry of Chemicals and Fertilizers, New Delhi, be and is hereby reappointed as a Director of the Company								
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	150475	1431842	9.51	90.49
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>582515251</b>	<b>1431842</b>	<b>99.75</b>	<b>0.25</b>
<b>Resolution No.5:</b>								
RESOLVED THAT pursuant to the provisions of section 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under read with Schedule IV of the Act, and Articles of Association of the Company, Shri. Billeswar Sinha (DIN: 09393543) residing at VIII – Bhairabpur PO, Amarkanan Dist, Bankura, West Bengal – 722133, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of one year with effect from 5th May 2025, or until further orders, whichever is earlier, in terms of Letter No. 95/01/2025-HR-PSU (e-38792) dated 16th May 2025 issued by Ministry of Chemicals and Fertilizers.								
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.00
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	1426469	155848	90.15	9.85
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>583791245</b>	<b>155848</b>	<b>99.97</b>	<b>0.03</b>



**Resolution No.6:**  
RESOLVED THAT pursuant to the provisions of section 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under read with Schedule IV of the Act, and Articles of Association of the Company, Dr. Aruna Kamineni (DIN: 09591742) residing at Venkat Kamineni Hospital, Besides Fisheries Department, Hospet Road, Bellary, Karnataka – 583104, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act, be and is hereby elected as an Independent Director of the Company for a period of one year with effect from 5th May 2025, or until further orders, whichever is earlier, in terms of Letter No. 95/01/2025-HR-PSU (e-38759) dated 16th May 2025 issued by Ministry of Chemicals and Fertilizers.

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	1523429	58888	96.28	3.722
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>583888205</b>	<b>58888</b>	<b>99.99</b>	<b>0.010</b>

**Resolution No.7:**  
RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with Articles of Association of the Company, Shri. Santosh Kumar (DIN: 11228100), Chief Controller of Accounts, Department of Fertilizers, Ministry of Chemicals and Fertilizers, New Delhi, be and is hereby appointed as a Director of the Company.

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	165124	1417193	10.44	89.564
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>582529900</b>	<b>1417193</b>	<b>99.76</b>	<b>0.243</b>

**Resolution No.8:**  
RESOLVED THAT pursuant to provisions of Sections 204 and 179(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, as amended from time to time, M/s. SVJS & Associates, Practicing Company Secretaries (ICSI Unique Code: P2008KE017900), be and are hereby appointed as the Secretarial Auditors of the Company, for a term of five consecutive years from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes as may be fixed by the Board of Directors of the Company.

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	1507513	74804	95.27	4.727
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>583872289</b>	<b>74804</b>	<b>99.99</b>	<b>0.013</b>



**Resolution No.9:**  
 RESOLVED THAT in supersession of the Special Resolution passed by the shareholders through Postal Ballot on 16.03.2016, and with retrospective effect to cover borrowings made thereafter, the consent of the Members be and is hereby accorded to the Board of Directors of the Company, pursuant to Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with Article 47 of the Articles of Association of the Company, to borrow monies from time to time, as may be deemed requisite and proper for financing working capital requirements, for acquisition of capital assets and / or for any other requirement, provided that the monies so borrowed together with the monies already borrowed (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed Rs. 5,000 Crores (Rupees Five Thousand Crores only)  
 RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board or any committee or person(s) authorised by the Board, be and is / are hereby authorised to finalise, settle and execute such documents / deeds / writings/ papers / agreements as may be required and to do all acts, deeds, matters and things as may in its / his / their absolute discretion deem necessary, proper or desirable, including creation of charge through mortgage, hypothecation or by any other mode and to settle any question(s), difficulty(ies) or doubt(s) that may arise in regard to creating security(ies) as aforesaid or other considered to be in the best interest of the Company.

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	234380	1347937	14.81	85.188
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>582599156</b>	<b>1347937</b>	<b>99.77</b>	<b>0.231</b>

**Resolution No.10:**  
 RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s. BBS & Associates, Cost Accountants (Firm Registration No.: 00273), appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026, amounting to ₹1,05,000/- (₹ 85000 for Fertilizers and ₹ 20000 for Caprolactam) plus out of pocket expenses (subject to a maximum of ₹ 10,000/-) incurred in connection with the aforesaid audit, be and is hereby ratified.

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	1579906	2411	99.85	0.152
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>583944682</b>	<b>2411</b>	<b>100.00</b>	<b>0.000</b>



**Resolution No.6:**  
RESOLVED THAT pursuant to the provisions of section 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under read with Schedule IV of the Act, and Articles of Association of the Company, Dr. Aruna Kamineni (DIN: 09591742) residing at Venkat Kamineni Hospital, Besides Fisheries Department, Hospet Road, Bellary, Karnataka – 583104, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act, be and is hereby elected as an Independent Director of the Company for a period of one year with effect from 5th May 2025, or until further orders, whichever is earlier, in terms of Letter No. 95/01/2025-HR-PSU (e-38759) dated 16th May 2025 issued by Ministry of Chemicals and Fertilizers.

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	1523429	58888	96.28	3.722
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>583888205</b>	<b>58888</b>	<b>99.99</b>	<b>0.010</b>

**Resolution No.7:**  
RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with Articles of Association of the Company, Shri. Santosh Kumar (DIN: 11228100), Chief Controller of Accounts, Department of Fertilizers, Ministry of Chemicals and Fertilizers, New Delhi, be and is hereby appointed as a Director of the Company.

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	165124	1417193	10.44	89.564
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>582529900</b>	<b>1417193</b>	<b>99.76</b>	<b>0.243</b>

**Resolution No.8:**  
RESOLVED THAT pursuant to provisions of Sections 204 and 179(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, as amended from time to time, M/s. SVJS & Associates, Practicing Company Secretaries (ICSI Unique Code: P2008KE017900), be and are hereby appointed as the Secretarial Auditors of the Company, for a term of five consecutive years from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes as may be fixed by the Board of Directors of the Company.

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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting/E	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E	64707198	1582317	2.45	1507513	74804	95.27	4.727
<b>Total</b>		<b>647071974</b>	<b>583947093</b>	<b>90.24</b>	<b>583872289</b>	<b>74804</b>	<b>99.99</b>	<b>0.013</b>

