



GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

Fertilizernagar - 391 750. Vadodara, Gujarat, INDIA.

CIN : L99999GJ1962PLC001121

NO.SEC/CLAUSE-44(3)/2017

16th September, 2017

The Corporate Relationship Department BSE Limited Dept. of Corporate Services 1st Floor, New Trading Ring Rotunda Bldg., P.J.Towers, Dalal Street Fort, MUMBAI - 400 001	The Manager, Listing Department National Stock Exchange of India Ltd. 'Exchange Plaza', C/1, Block G Bandra-Kurla Complex Bandra (East), MUMBAI - 400 051
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SCRIP CODE : **500690**

SYMBOL : **GSFC**

Sub : Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 – Details of voting results of the 55th Annual General Meeting of the Company.

Dear Sirs,

The 55th Annual General Meeting (AGM) of Gujarat State Fertilizers & Chemicals Limited was held on Saturday, 16th September, 2017 at 3.30 p.m. at Cultural Centre Auditorium situated at Fertilizernagar Township, Fertilizernagar – 391 750, Dist. Vadodara.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the companies (Management and Administration) Rules, 2014, all the shareholders of the Company were given the opportunity to exercise their right to vote on the Resolutions set out in the Notice of AGM through electronic voting (e-voting) services provided by Central Depository Services Limited (CDSL) during the period commencing from 13th September, 2017 (9.00 AM) to 15th September, 2017 (5.00 PM) and Tablet voting at the venue of the AGM.

All the Resolutions contained in the Notice of the above AGM was approved by requisite majority of shareholder through e-voting and Tablet voting. Accordingly, all the Resolutions are declared to be passed on 16th September, 2017 which is the date of the AGM. In accordance with Clause 44(3), please find herewith the voting results of the 55th Annual General Meeting of the Company held on 16th September, 2017 in the prescribed format alongwith the Scrutinizer's Report for e-voting.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Gujarat State Fertilizers & Chemicals Limited

CS V.V. Vachhrajani
Company Secretary &
Vice President (Legal)

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ISO 9001, ISO 14001, OHSAS 18001 & ISO 50001 Certified Company

Gujarat State Fertilizers & Chemicals Limited

1 - To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and the Auditors thereon.

Resolution Required : (Ordinary)		NO						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	E-Voting	150799905	150799905	100.0000	150799905	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	
	Postal Ballot		0	0.0000	0	0.0000	0.0000	
	Total		150799905	100.0000	150799905	0	100.0000	0.0000
Public Institutions	E-Voting	136380341	74553360	54.6658	74553360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	
	Postal Ballot		0	0.0000	0	0.0000	0.0000	
	Total		74553360	54.6658	74553360	0	100.0000	0.0000
Public Non Institutions	E-Voting	111297284	22561088	20.2710	22560338	750	99.9967	0.0033
	Poll		23753	0.0213	23751	2	99.9916	0.0084
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22584841	20.2923	22584089	752	99.9967	0.0033
Total		398477530	247938106	62.2214	247937354	752	99.9997	0.0003



Gujarat State Fertilizers & Chemicals Limited										
Resolution Required : (Ordinary)		2 - Declaration of Dividend on equity shares for the Financial Year ended on 31st March, 2017.								
Whether promoter/ promoter group are interested in the agenda/resolution?		NO								
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	E-Voting	150799905	150799905	100.0000	150799905	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot									
	Total									
Public Institutions	E-Voting	136380341	74553360	54.6658	74553360	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot									
	Total									
Public Non Institutions	E-Voting	111297284	22561088	20.2710	22561088	0	100.0000	0.0000		
	Poll		23753	0.0213	23753	0	100.0000	0.0000		
	Postal Ballot									
	Total									
Total		398477530	247938106	62.2214	247938106	0	100.0000	0.0000		



Gujarat State Fertilizers & Chemicals Limited

3 - Re-appointment of Shri Anil Mukim, who retires by rotation and being eligible, offers himself for reappointment.

Resolution Required : (Ordinary)		NO						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	E-Voting		150799905	100.0000	150799905	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	150799905	0	0.0000	0	0	0.0000	0.0000
	Total		150799905	100.0000	150799905	0	100.0000	0.0000
Public Institutions	E-Voting		71637360	52.5276	69274697	2362663	96.7019	3.2981
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	136380341	0	0.0000	0	0	0.0000	0.0000
	Total		71637360	52.5276	69274697	2362663	96.7019	3.2981
Public Non Institutions	E-Voting		22561088	20.2710	22560314	774	99.9966	0.0034
	Poll		23573	0.0212	23573	0	100.0000	0.0000
	Postal Ballot	111297284	0	0.0000	0	0	0.0000	0.0000
	Total		22584661	20.2922	22583887	774	99.9966	0.0034
Total		398477530	245021926	61.4895	242658489	2363437	99.0354	0.9646



Gujarat State Fertilizers & Chemicals Limited

4 - Appointment and remuneration of statutory auditors.

Resolution Required : (Ordinary)		NO						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	E-Voting		150799905	100.0000	150799905	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	150799905	0	0.0000	0	0	0.0000	0.0000
	Total		150799905	100.0000	150799905	0	100.0000	0.0000
Public Institutions	E-Voting		74367860	54.5298	73463217	904643	98.7836	1.2164
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	136380341	0	0.0000	0	0	0.0000	0.0000
	Total		74367860	54.5298	73463217	904643	98.7836	1.2164
Public Non Institutions	E-Voting		22561088	20.2710	22560338	750	99.9967	0.0033
	Poll		23753	0.0213	23751	2	99.9916	0.0084
	Postal Ballot	111297284	0	0.0000	0	0	0.0000	0.0000
	Total		22584841	20.2923	22584089	752	99.9967	0.0033
Total		398477530	247752606	62.1748	246847211	905395	99.6346	0.3654



Gujarat State Fertilizers & Chemicals Limited

Resolution Required : (Ordinary)									
5 - Ratification of Remuneration of Cost Auditors for the Financial Year 2017-18.									
Whether promoter/ promoter group are interested in the agenda/resolution?									
NO									
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	E-Voting		150799905	100.0000	150799905	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	150799905	0	0.0000	0	0	0.0000	0.0000	
	Total		150799905	100.0000	150799905	0	100.0000	0.0000	
Public Institutions	E-Voting		74553360	54.6658	74553360	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	136380341	0	0.0000	0	0	0.0000	0.0000	
	Total		74553360	54.6658	74553360	0	100.0000	0.0000	
Public Non Institutions	E-Voting		22560988	20.2709	22558418	2570	99.9886	0.0114	
	Poll		23673	0.0213	23671	2	99.9916	0.0084	
	Postal Ballot	111297284	0	0.0000	0	0	0.0000	0.0000	
	Total		22584661	20.2922	22582089	2572	99.9886	0.0114	
Total		398477530	247937926	62.2213	247935354	2572	99.9990	0.0010	



**CONSOLIDATED SCRUTINIZER'S REPORT
(E-Voting & E-Poll)**

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman

Of 55th Annual General Meeting of the Members of
GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED held at
Cultural Center Auditorium,
Fertilizernagar Township,
Fertilizernagar – 391750. Dist. Vadodara
On Saturday, the 16th September, 2017 at 3:30 p.m.

Dear Sir,

1. I, Niraj Trivedi, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of M/s. **Gujarat State Fertilizers & Chemicals Limited** (the Company) at their meeting held on 29th May, 2017, for the purpose of:
 - (i). Scrutinizing the E-Voting process (Remote E-Voting) under the provisions of Section 108 of the Companies Act, 2013 (The 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and
 - (ii). Poll through Polling Papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the said Rules, on the resolutions contained in the Notice to the 55th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on the Saturday, the 16th September, 2017 at 3:30 p.m.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting i.e. by Remote E-Voting and voting by Poll at the AGM for the resolutions contained in the Notice to the 55th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means i.e. through Remote E-Voting and also through tablet voting at the Venue of AGM is restricted to make a consolidated scrutinizer's report of votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by M/s. **Central Depository Services (India) Limited (CDSL)**, the agency authorized under the Rules and on voting by tablet voting at the Venue of the AGM.

19/9/17

CS NIRAJ TRIVEDI

B.Com, FCS, ACIS (U.K.), DLP, LLB (Spl.), PGDCL

Practicing Company Secretary

3. The Company had availed the Remote E-Voting facility provided by **M/s. Central Depository Services (India) Limited (CDSL)** for conducting the Remote E-Voting by the shareholders of the Company. The Remote E-Voting period commenced at 9:00 a.m. on 13th September, 2017 and ended at 5:00 p.m. on 15th September, 2017. The Company had provided facilities of Remote E-Voting and E-poll was also taken at the meeting by members to exercise their right to vote.
4. I, as a Scrutinizer for scrutinizing the entire voting process carried out by electronic means and by e-poll at the Annual General Meeting have issued two separate Scrutinizer's Reports both dated 16th September, 2017.
5. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through electronic mode and voting through e-poll as under:-

Item No. of the Notice	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes
	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.
Item No. 1: Ordinary Business: To receive, consider and adopt: The Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017, the reports of the Board of Directors and Auditors thereon; and The Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2017.	24,79,37,354	100	752	0.00	46,713

CS NIRAJ TRIVEDI

B.Com, FCS, ACIS (U.K.), DLP, LLB (Spl.), PGDCL

Practicing Company Secretary

Item No. 2: Ordinary Business: To declare Dividend on equity shares.	24,79,38,106	100	Nil	0.00	46,713
Item No. 3: Ordinary Business: To appoint a Director in place of Shri Anil Mukim, IAS (DIN 02842064), who retires by rotation and being eligible, offers himself for re-appointment.	24,26,58,489	99.04	23,63,437	0.96	29,62,893
Item No. 4: Ordinary Business: To appoint Auditor and fix their remuneration.	24,68,47,211	99.63	9,05,395	0.37	2,32,213
Item No. 5: Special Business: Ordinary Resolution: To approve the remuneration of the Cost Auditors for the Financial Year ending 31st March, 2018.	24,79,35,354	100	2,572	0.00	46,893

The invalid votes are not considered for the purpose of calculating the percentage.



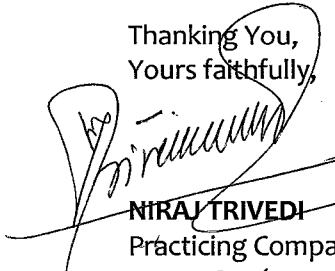
CS NIRAJ TRIVEDI

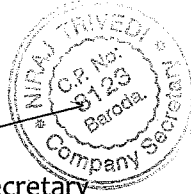
B.Com, FCS, ACIS (U.K.), DLP, LLB (Spl.), PGDCL

Practicing Company Secretary

6. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,
Yours faithfully,


NIRAJ TRIVEDI
Practicing Company Secretary
FCS – 3844(CP No. 3123)



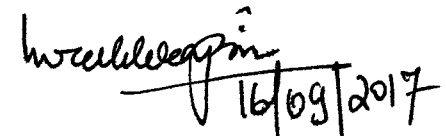
Place: Vadodara

Date: 16th September, 2017

Countersigned by:

FOR GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED




(CS VISHVESH V VACHHRAJANI)
Company Secretary & Vice President (Legal)