



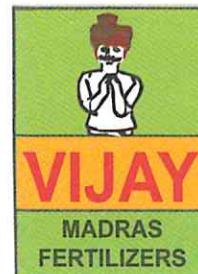
मद्रास फर्टिलाइज़र्स लिमिटेड Madras Fertilizers Limited

(भारत सरकार का उपक्रम / A Government of India Undertaking)

पोस्ट बैग सं. 2, मणालि, चेन्नै - 600 068. भारत दूर : 2594 1001 / फ़ैक्स सं. 044-25941010
Post Bag No. 2, Manali, Chennai - 600 068. INDIA. Tel: 2594 1001 / Fax No. 044-25941010
कामिक / Per 25945210 संयंत्र / Plant 25941133 विप. / Mktg 25941285 वित्त/Fin 25941072
Website : www.madrasfert.nic.in email : gmpasec@madrasfert.co.in

CIN : L3220 1TN 1966 GO1005469

GSTIN - 33AAACM5198E1ZK



CS/NSE/2021/915

October 01, 2021

M/s. National Stock Exchange of India Ltd
Listing Department
Exchange Plaza, 5th Floor
Plot No.C/I "G" Block, Bandara Kurla Complex
Bandra (E), Mumbai – 400 051

Dear Sir,

Sub: Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – 55th AGM of MFL

We wish to inform that the 55th Annual General Meeting (AGM) of the Company was held on September 30, 2021 at 11.00 a.m. thru Video Conferencing (VC). Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the Members of the Company were given an opportunity to exercise their right to vote on all the resolutions set out in the Notice of the AGM thru remote e-voting during the period commencing from September 27, 2021 (09.00 a.m. IST) to September 29, 2021 (05.00 p.m. IST).

Further, the Company provided e-voting facility during the AGM thru NSDL platform for those Members who had not exercised the remote e-voting. All the resolutions contained in the Notice of the AGM were approved by requisite majority through remote e-voting and e-voting during the AGM. Accordingly, all the resolutions were declared to be passed on September 30, 2021 which is the date of the Annual General Meeting.

In accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the consolidated voting results in the prescribed format **(Annexure-1)** along with the combined Scrutinizer's Report **(Annexure-2)** for the remote e-voting and e-voting during the AGM. The voting details are also uploaded on the Company's website.

Kindly take the above information on record and acknowledge receipt.

Thanking you,

Very truly yours,


Priya Ranjan Panda
Company Secretary

Encl : a/a

cc: M/s National Securities Depository Ltd., Mumbai

MADRAS FERTILIZERS LIMITED - E-VOTING RESULTS

DATE OF AGM / EGM/POSTAL BALLOT/EVOTING	AGM - SEPTEMBER 30, 2021
TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE	40506
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and Promoter Group	0
Public	0
No. of shareholders attended the meeting through Video Conferencing:	54
Promoters and Promoter Group	2
Public	52

Agenda-wise disclosure		Item No.1. To receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2021, Statement of Profit & Loss (including other comprehensive income), Statement of Cash Flow, Statement of Changes in Equity, Notes comprising Significant Accounting Policies and other Explanatory Information forming part of Financial Statements for the year ended on that date together with the Directors' Report and the Auditors Report thereon.									
Resolutions required : (Ordinary / Special)		ORDINARY RESOLUTION									
Category	Made of voting	No. of shares held	No. of votes polled	% of votes polled	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes in 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	137368200	137368200	100.00	137368200	0	100.00	0.00			
	Venue	137368200	0	0	0	0	0	0.00			
	Physical	0	0	0	0	0	0	0.00			
	Postal Ballot (Not applicable)	0	0	0	0	0	0	0.00			
Public - Institutions	Sub Total (A)	137368200	137368200	100.00	137368200	0	100.00	0.00			
	E-voting	38716	0	0	0	0	0	0.00			
	Venue	38716	0	0	0	0	0	0.00			
	Physical	0	0	0	0	0	0	0.00			
	Postal Ballot (Not applicable)	0	0	0	0	0	0	0.00			
Public - Non Institutions	Sub Total (B)	38716	0	0	0	0	0	0.00			
	E-voting	23694384	49461	0.21	47381	2080	95.79	4.21			
	Venue	23694384	2203	0.01	2203	0	100.00	0.00			
	Physical	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot (Not applicable)	0	0	0.00	0	0	0.00	0.00			
Total	Sub Total (C)	23694384	51664	0.22	49584	2080	95.97	4.03			
	E-voting	161101300	137419864	85.30	137417784	2080	100.00	0.00			
	Venue	161101300	2203	0.01	2203	0	100.00	0.00			
	Physical	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot (Not applicable)	0	0	0.00	0	0	0.00	0.00			
		161101300	137422067	85.30	137417784	0	100.00	0.00			


U. SARAVANAN
 Chairman & Managing Director
 Madras Fertilizers Limited
 Marali, Chennai - 600 068

Agenda-wise disclosure		Item No.2 - To fix Remuneration of Statutory Auditors for the Financial year 2021-22									
Resolutions required : (Ordinary / Special)		ORDINARY RESOLUTION									
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 in against on votes polled			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter and Promoter Group	Evolving	137368200	137368200	100.00	137368200	0	100.00	0.00			
	Venue	137368200	0	0	0	0	0.00	0.00			
	Physical	0	0	0	0	0	0.00	0.00			
	Postal Ballot (Not applicable)	0	0	0	0	0	0.00	0.00			
Public - Institutions	Sub Total (A)	137368200	137368200	137368200	137368200	0	100.00	0.00			
	Evolving	38716	0	0.00	0	0	0.00	0.00			
	Venue	38716	0	0	0	0	0.00	0.00			
	Physical	0	0	0	0	0	0.00	0.00			
Public - Non Institutions	Postal Ballot (Not applicable)	0	0	0	0	0	0.00	0.00			
	Sub Total (B)	38716	0	0	0	0	0.00	0.00			
	Evolving	23694384	49461	0.21	42500	6961	85.93	14.07			
	Venue	23694384	2203	0.01	2203	0	100.00	0.00			
Total	Physical	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot (Not applicable)	0	0	0.00	0	0	0.00	0.00			
	Sub Total (C)	23694384	51664	0.22	44703	6961	86.53	13.47			
	Evolving	161101300	137419864	85.30	137412903	6961	99.99	0.01			
	Venue	161101300	2203	0.01	2203	0	100.00	0.00			
	Physical	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot (Not applicable)	0	0	0.00	0	0	0.00	0.00			
	Sub Total (D)	161101300	137422067	85.30	137412903	0	99.99	0.00			


U. SARAVANAN
 Chairman & Managing Director
 Madras Fertilizers Limited
 Manali, Chennai - 600 068

Agenda-wise disclosure									
Item No.3 - To appoint Mrs Aruna Prasad (M No.11816), Cost Accountant, appointed by the Board as Cost Auditor to consider the cost audit of the Company for fertilizers for the financial year 2021-22 as per the directions issued by the Central Government at a fee of ₹1,10,000/- plus taxes besides reimbursement of travelling and out of pocket expenses at actuals be and is hereby ratified.									
ORDINARY RESOLUTION									
No									
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes in against on votes polled	
$(3)=\frac{(2)}{(1)} \times 100$									
$(6)=\frac{(4)}{(2)} \times 100$									
$(7)=\frac{(5)}{(2)} \times 100$									
Promoter and Promoter Group	Evolting	137368200	137368200	100.00	137368200	0	100.00	0.00	
	Venue	137368200	0	0	0	0	0.00	0.00	
	Physical	0	0	0	0	0	0.00	0.00	
	Postal Ballot (Not applicable)	0	0	0	0	0	0.00	0.00	
Public - Institutions	Sub Total (A)	137368200	137368200	137368200	137368200	0	100.00	0.00	
	Evolting	38716	0	0.00	0	0	0.00	0.00	
	Venue	38716	0	0	0	0	0	0.00	
	Physical	0	0	0	0	0	0	0.00	
Public - Non Institutions	Postal Ballot (Not applicable)	0	0	0	0	0	0	0.00	
	Sub Total (B)	38716	0	0	0	0	0	0.00	
	Evolting	23694384	49906	0.21	47325	2661	94.68	5.32	
	Venue	23694384	2203	0.01	2203	0	100.00	0.00	
Total	Physical	0	0	0.00	0	0	0.00	0.00	
	Postal Ballot (Not applicable)	0	0	0.00	0	0	0.00	0.00	
	Sub Total (C)	23694384	52189	0.22	49528	2661	94.90	5.10	
	Evolting	161101300	137420389	85.30	137417728	2661	100.00	0.00	
	Venue	161101300	2203	0.01	2203	0	100.00	0.00	
	Physical	0	0	0.00	0	0	0.00	0.00	
	Postal Ballot (Not applicable)	0	0	0.00	0	0	0.00	0.00	
	Sub Total (D)	161101300	137422592	85.30	137417728	0	100.00	0.00	


U. SARAVANAN
 Chairman & Managing Director
 Madras Fertilizers Limited
 Marali, Chennai - 600 068

V.ESAKI & ASSOCIATES
COMPANY SECRETARIES

GSTIN : 33AAWPE9242Q1ZX
Phone : 044 - 26194692
Email : esakics@gmail.com
Mobile : +91 9789804692

SCRUTINIZER'S REPORT

Name of the Company	MADRAS FERTILIZERS LIMITED
Meeting	55th Annual General Meeting
Day, Date & Time	Thursday, 30/09/2021, 11.00 A.M
Deemed Venue	No.5, chitaranjan Road (Opp Apollo cancer institute) Teynampet, Chennai - 600 018.
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 55th Annual General Meeting ("AGM") of "MADRAS FERTILIZERS LIMITED" having CIN: L32201TN1966GOI005469 (hereinafter referred to as "the Company") scheduled on Thursday, the 30th September, 2021 at 11:00.A.M. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the New No. 47, Old No. 52/A, VOC Nagar, Nehru Street, Anna Nagar East, Chennai - 600 102.


U. SARAVANAN
Chairman & Managing Director
Madras Fertilizers Limited
Manali, Chennai - 600 066

Ministry of Corporate Affairs, an advertisement was published in Financial Express (English) and Malai Malar (Tamil), Chennai, having electronic editions on 06.09.2021, respectively specifying the date & time of the AGM, the Annual Report copy was made available to the public also at the Company website at www.madrasfert.co.in, and at the website of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com, and on the website of NSDL <https://www.evoting.nsdl.com>, respectively specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (Demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to National Stock Exchange on 06/09/2021.

2.3 The Company informed that on the basis of the Register of Members made available by "Integrated Registry Management Services Private Limited" the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL"), the Company completed dispatch of Notice of AGM:

a) On 06/09/2021 by E-mail to 27520 Members who had already registered their E-mail IDs with the Company / Depositories;

3. Cut-off date

Voting rights were reckoned as on Thursday, 23rd September 2021, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

4. Remote e-voting process

4.1 Agency

The Company appointed NSDL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from 9:00 A.M. (IST) on Monday, September 27th 2021 till 5:00 P.M. (IST) on Wednesday, September 29th, 2021 and New No. 47, Old No. 52/A, VOC Nagar, Nehru Street, Anna Nagar East, Chennai - 600 002.


U. SARAVANAN
Chairman & Managing Director
Madras Fertilizers Limited
Manali, Chennai - 600 068

members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL

5. Voting at the AGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

6. Counting Process

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

7. Results

7.1 We observe that:

- a) 04 Members had cast their votes through e-voting at the AGM;
- b) 137 Members had cast their votes through remote e-voting

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 06th September, 2021 is enclosed herewith.

7.3 Based on the aforesaid results, we report that 03 Ordinary Resolutions as set out in Item Nos. 1 to 3 being set out in the Notice of the AGM dated 06th September, 2021 have been passed with the requisite majority.

New No. 47, Old No. 52/A, VOC Nagar, Nehru Street, Anna Nagar East, Chennai - 600 102.


U. SARAVANAN
Chairman & Managing Director
Madras Fertilizers Limited
Manali, Chennai - 600 068

CONSOLIDATED RESULTS

Item No. 1: To Receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2021, Statement of Profit & Loss (Including other comprehensive income), Statement of Cash Flow, Statement of Changes in Equity, Notes comprising Significant Accounting Policies and other Explanatory information forming part of Financial Statements for the year ended on that date together with the Directors' Report and the Auditors Report thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No	Votes	No	Votes	No	Votes	
Assent	133	137417784	-	-		137417784	99.99
Dissent	3	2080	-	-		2080	0.01
Total	136	137419864	-	-		137419864	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated 06th September, 2021 has been passed with requisite majority.

CONSOLIDATED RESULTS

Item No. 2: To fix Remuneration of Statutory Auditors for the Financial Year 2021-22.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No	Votes	Number	Votes	No	Votes	
Assent	130	137412903	-	-	130	137412903	99.99
Dissent	6	6961	-	-	6	6961	0.01
Total	136	137419864	-	-	136	137419864	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated 06th September, 2021 has been passed with requisite majority.

New No. 47, Old No. 52/A, VOC Nagar, Nehru Street, Anna Nagar East, Chennai - 600 102.


U. SARAVANAN
 Chairman & Managing Director
 Madras Fertilizers Limited
 Manali, Chennai - 600 066

Item No. 3: To Appoint Mrs. Aruna Prasad (M No.11816), Cost Accountant, appointed by the Board as Cost Auditor to consider the cost audit of the Company for fertilizers for the financial year 2021-22 as per the directions issued by the Central Government at a fee of Rs.1,10,000/- plus taxes besides reimbursement of travelling and out of pocket expenses at actuals be and is hereby ratified."

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	No	Votes	
Assent	133	137417728	-	-	133	137417728	99.99
Dissent	4	2661	-	-	4	2661	0.01
Total	137	137420389	-	-	137	137420389	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No.3 of the Notice of the AGM dated 06th September, 2021 has been passed with requisite majority.

Yours Faithfully
 For V. Esaki & Associates
 Company Secretaries

VENUGOPAL Digitally signed by
VENUGOPAL ESAKI
Date: 2021.09.30
16:23:01 +05'30'
 AL ESAKI

(V. Esaki)
 Proprietor / Membership No: 30353
 Place: Chennai
 Date : 30/09/2021
 UDIN: A030353C001050009


U. SARAVANAN
 Chairman & Managing Director
 Madras Fertilizers Limited
 Manali, Chennai - 600 068