



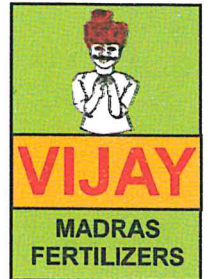
मद्रास फ़र्टिलाइज़र्स लिमिटेड Madras Fertilizers Limited

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

पोस्ट बैग सं., 2, मणलि, 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
कार्मिक / Per 25945210 संयंत्र / Plant 25941133 विप. / Mktg 25941285 वित्त / Fin 25941072
Website : www.madrasfert.nic.in email : gmpasec@madrasfert.co.in

CIN: L32201TN1966GO1005469

GSTIN - 33AAACM5198E1ZK



CS/NSE/2020/873
December 30, 2020

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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that the 54th Annual General Meeting (AGM) of the Company was held on December 29, 2020 at 11.00 a.m. thru Video Conferencing (VC) / Other Audio Visual Means (OAVM). Pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, and as per 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 December 26, 2020 (09.00 a.m. IST) to December 28, 2020 (05.00 p.m. IST).

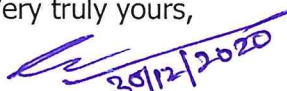
Further, the Company provided e-voting facility during the AGM thru NSDL platform for those members who had not exercised the remote voting. All the resolutions contained in the Notice of the AGM were approved by requisite majority of members through remote e-voting and e-voting during the AGM. Accordingly all the resolutions were declared to be passed on December 29, 2020 which is the date of the Annual General Meeting.

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

Kindly take the above information on record and acknowledge receipt.

Thanking you,

Very truly yours,


Dr. Girish Kumar
Company Secretary

Encl : a/a

MADRAS FERTILIZERS LIMITED - E-VOTING RESULTS

DATE OF AGM / EGM/POSTAL BALLOT/EVOTING		AGM - DECEMBER 29, 2020						
TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		35676						
No. of shareholders present in the meeting either in person or thorough proxy:		0						
Promoters and Promoter Group		0						
Public		0						
No. of shareholders attended the meeting through Video Conferencing:		55						
Promoters and Promoter Group		2						
Public		53						
Agenda-wise disclosure								
Item No.1. To receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2020 and the Statement of Profit & Loss for the year ended on that date together with the Reports of Directors' and the Auditors thereon.								
ORDINARY RESOLUTION								
No								
Whether promoter / Promoter group are interested in the agenda/resolution?								
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes outstanding	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	Evoting	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
	Sub Total (A)	137368200	137368200	137368200	137368200	0	100.00	0.00
Public - Institutions	Evoting	38765	0	0.00	0	0	0.00	0.00
	Venue	38765	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
	Sub Total (B)	38765	0	0	0	0	0	0.00
Public - Non Institutions	Evoting	23694335	31770	0.13	31738	32	99.90	0.10
	Venue	23694335	4887	0.02	4887	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 (C)	23694335	36657	0.15	36625	32	99.91	0.09
Total	Evoting	161101300	137404857	85.29	137404825	32	100.00	0.00
	Venue	161101300	4887	0.02	4887	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	137409744	85.29	137404825	0	100.00	0.00

36/12/2020
 COMPANY SECRETARY LIMITED
 MADRAS FERTILIZERS
 MANALI, CHENNAI-600 068.

Agenda-wise disclosure			Item No.2. To fix Remuneration of Statutory Auditors for the Financial year 2020-21						
Resolutions required : (Ordinary / Special)			ORDINARY RESOLUTION						
Whether promoter / Promoter group are interested in the agenda/resolution?			No						
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes 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	Evoting	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	
	Sub Total (A)	137368200	137368200	137368200	137368200	0	100.00	0.00	
Public - Institutions	Evoting	38765	0	0.00	0	0	0.00	0.00	
	Venue	38765	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	
	Sub Total (B)	38765	0	0	0	0	0	0.00	
Public - Non Institutions	Evoting	23694335	31770	0.13	31738	32	99.90	0.10	
	Venue	23694335	4887	0.02	4887	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 (C)	23694335	36657	0.15	36625	32	99.91	0.09	
Total	Evoting	161101300	137404857	85.29	137404825	32	100.00	0.00	
	Venue	161101300	4887	0.02	4887	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	137409744	85.29	137404825	0	100.00	0.00	

25/12/2020

COMPANY SECRETARY LIMITED
MADRAS FERTILIZERS LIMITED
MANALI, CHENNAI-600 068.

Agenda-wise disclosure		Item No.3 To appoint a Director in place of Shri Lalsanglur (DIN 08118636), Director, who retires by rotation and being eligible offers himself for re-appointment									
Resolutions required : (Ordinary / Special)		ORDINARY RESOLUTION									
Whether promoter / Promoter group are interested in the agenda/resolution?		No									
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes 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	E voting	137368200	137368200	100.00	137368200	0	100.00				
	Venue	137368200	0		0	0	0.00				
	Physical	0	0		0	0	0.00				
	Postal Ballot (Not applicable)	0	0		0	0	0.00				
	Sub Total (A)	137368200	137368200	137368200	137368200	0	100.00				
Public - Institutions	E voting	38765	0	0.00	0	0	0.00				
	Venue	38765	0		0	0	0.00				
	Physical	0	0		0	0	0.00				
	Postal Ballot (Not applicable)	0	0		0	0	0.00				
	Sub Total (B)	38765	0	0	0	0	0.00				
Public - Non Institutions	E voting	23694335	31770	0.13	31703	67	99.79	0.21			
	Venue	23694335	4887	0.02	4887	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 (C)	23694335	36657	0.15	36590	67	99.82	0.18			
Total	E voting	161101300	137404857	85.29	137404790	67	100.00	0.00			
	Venue	161101300	4887	0.02	4887	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	137409744	85.29	137404790	0	100.00	0.00			

[Signature]

COMPANY SECRETARY LIMITED
MADRAS FERTILIZERS-600 068.
MANALI, CHENNAI-600 068.

Agenda-wise disclosure		Item No.4 - 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 2020-21 as per the directions issued by the Central Government at a fee of ₹ 1,00,000/- plus taxes besides reimbursement of travelling and out of pocket expenses at actuals be and is hereby ratified.									
Resolutions required : (Ordinary / Special)		ORDINARY RESOLUTION									
Whether promoter / Promoter group are interested in the agenda/resolution?		No									
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes outstanding	(3)=[(2)/(1)]*100	No. of shares - in favour	No. of votes against	% of votes in favour on votes polled	% of votes in against on votes polled		
Promoter and Promoter Group		(1)	(2)			(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E voting	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		
	Sub Total (A)	137368200	137368200		137368200	137368200	0	100.00	0.00		
Public - Institutions											
	E voting	38765	0		0.00	0	0	0.00	0.00		
	Venue	38765	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		
	Sub Total (B)	38765	0		0	0	0	0	0.00		
Public - Non Institutions											
	E voting	23694335	31770		0.13	31738	32	99.90	0.10		
	Venue	23694335	4887		0.02	3887	1000	79.54	20.46		
	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)	23694335	36657		0.15	35625	1032	97.18	2.82		
Total											
	E voting	161101300	137404857		85.29	137403825	1032	100.00	0.00		
	Venue	161101300	4887		0.02	3887	0	79.54	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	137409744		85.29	137403825	0	100.00	0.00		

26/12/2020

COMPANY SECRETARY
MADRAS FERTILIZERS LIMITED
MANALI, CHENNAI-600 068.

SCRUTINIZER'S REPORT

Name of the Company	MADRAS FERTILIZERS LIMITED
Meeting	54 th Annual General Meeting
Day, Date & Time	Tuesday, 29/12/2020, 11.00 A.M
Deemed Venue	No.5, Chittaranjan Road, Sri Ram Nagar, Alwarpet, Chennai, Tamil Nadu - 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 54th Annual General Meeting ("AGM") of "MADRAS FERTILIZERS LIMITED" having CIN: L32201TN1966GOI005469 (hereinafter referred to as "the Company") scheduled on Tuesday, the 29th December, 2020 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

U. SARAVANAN

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

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



Ministry of Corporate Affairs, an advertisement was published in Financial Express (English) and Malai Malar (Tamil), Chennai, having electronic editions on 04th December 2020 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 04th December 2020.

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 04th December 2020 by E-mail to 21147 Members who had already registered their E-mail IDs with the Company / Depositories;

3. Cut-off date

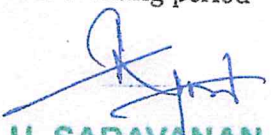
Voting rights were reckoned as on Tuesday, 22nd December 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

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


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



Remote e-voting platform was open from 9:00 A.M. (IST) on Saturday, December 26th 2020 till 5:00 P.M. (IST) on Monday, December 28th, 2020 and 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.

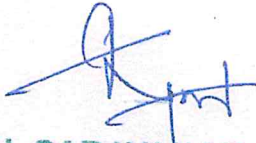
7. Results

7.1 We observe that:

- a) 0 Members had cast their votes through e-voting at the AGM;
- b) 73 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 29th December, 2020 is enclosed herewith.

7.3 Based on the aforesaid results, we report that 04 Ordinary Resolutions as set out in Item Nos. 1 to 4 being set out in the Notice of the AGM dated 04th December, 2020 have been passed with the requisite majority.


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 on 31st March 2020, the Profit and Loss Account for the year ended on that date together with the Reports of the Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No	Votes	No	Votes	No	Votes	
Assent	71	137404825	-	-	71	137404825	99.99
Dissent	2	32	-	-	2	32	0.01
Total	73	137404857	-	-	73	137404857	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 04th December, 2020 has been passed with requisite majority.

CONSOLIDATED RESULTS

Item No. 2: To fix Remuneration of Statutory Auditors for the Financial Year 2020-21.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No	Votes	Number	Votes	No	Votes	
Assent	70	137404815	-	-	70	137404815	99.99
Dissent	3	42	-	-	3	42	0.01
Total	73	137404857	-	-	73	137404857	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 04th December, 2020 has been passed with requisite majority.


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



Item No. 3: To appoint Shri Lalsanglur (DIN: 08118636), director who is retiring by rotation and being eligible offers himself for reappointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No	Votes	Number	Votes	No	Votes	
Assent	69	137404790	-	-	69	137404790	99.99
Dissent	4	67	-	-	4	67	0.01
Total	73	137404857	-	-	73	137404857	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 04th December, 2020 has been passed with requisite majority.

Item No. 4: 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 2020-21 as per the directions issued by the Central Government at a fee of ₹ 1,00,000/- 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	70	137403825	-	-	70	137403825	99.99
Dissent	3	1032	-	-	3	1032	0.01
Total	73	137404857	-	-	73	137404857	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated 04th December, 2020 has been passed with requisite majority.

Yours Faithfully
For V. Esaki & Associates
Company Secretaries

(V. Esaki)
Proprietor / Membership No: 30353
Place: Chennai
Date : 30/12/2020
UDIN: A030353B001737355




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