

Registered Office :
Nagarjuna Hills,
Hyderabad - 500 082, INDIA
Phones : 23357200, 23357204
23357589, 23356859
Fax : (91-40)23354788
Website: www.nagarjunafertilizers.com
CIN - L24129AP2006PLC076238



October 1, 2016

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange plaza, 5th Floor
Plot No.C/1, G Block
Bandra – Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sir/ Madam,

Sub: Disclosure of Voting Results of the 10th Annual General Meeting of the Company held on September 30, 2016 as per the requirement of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As per Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below are the details of the voting results at the Annual General Meeting of the Company as per the format prescribed under the said clause.

Details of Voting Results

Date of the AGM	September 30, 2016
Cut-off date for E-Voting	September 23, 2016
Total number of shareholders on record date	468275
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	2
- Public	1406

MR

Agenda wise

Item No.	Details of the Agenda	Resolution required (Ordinary/ Special)	Mode of Voting (Show of hands/ Poll/Postal ballot/ E Voting)	Remarks
1	To receive, consider and adopt the 10 th Annual Report of the company, Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the financial year ended March 31, 2016, the Cash Flow Statement for the financial year ended March 31, 2016 and the Reports of the Directors and Auditors thereon.	Ordinary	E-voting and Ballot Form	Passed with requisite majority
2	Appointment a Director in place of Mr. Chandra Pal Singh Yadav who retires by rotation and is eligible for re-appointment	Ordinary	E-voting and Ballot Form	Passed with requisite majority
3	Ratification of the appointment of M/s. M Bhaskara Rao & Co., as Statutory Auditors of the company	Ordinary	E-voting and Ballot Form	Passed with requisite majority
4	Approval of remuneration payable to Cost Auditor, Mr. Dantu Mitra, for the financial year 2016-2017.	Ordinary	E-voting and Ballot Form	Passed with requisite majority
5	Appointment of Mr. Uday Shankar Jha as an Independent Director	Ordinary	E-voting and Ballot Form	Passed with requisite majority
6	Appointment of Mr. C B Mouli as an Independent Director	Ordinary	E-voting and Ballot Form	Passed with requisite majority
7	Transfer of net proceeds from sale of Fractional entitlements arising out of the Composite Scheme to Investor Education and Protection Fund (IEPF).	Special	E-voting and Ballot Form	Passed with requisite majority





The voting details are enclosed in the prescribed format as **Annexure - I**.

A copy of the Scrutinizer Report is enclosed as **Annexure – II**.

Thanking you,

Yours faithfully,
for Nagarjuna Fertilizers and Chemicals Limited

A handwritten signature in black ink, appearing to read "M Ramakanth".

M Ramakanth
Sr. Vice President - Legal & Company Secretary

Details for reporting as per Regulation 44(3) of the Listing Obligations and Disclosure Requirements (LODR) Regulations, 2015, based on result of Voting at the 10th Annual General Meeting held on September 30, 2016

Item No: 1; Ordinary Resolution - To receive, consider and adopt the 10th Annual Report of the company, Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the financial year ended March 31, 2016, the Cash Flow Statement for the financial year ended March 31, 2016 and the Reports of the Directors and Auditors thereon.

Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1	Promoter and Promoter Group	341700129	315872140	92.44%	315872140	0	100%	0
2	Public – Institutional Holders	72012231	7221666	10.03%	7221666	0	100%	0
3	Public Others	184352643	102455	0.06%	96965	5490	94.64%	5.36%
	Grand Totals	598065003	323196261	54.04%	323190771	5490	100%	0.0

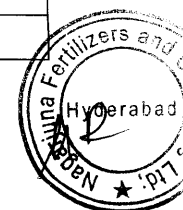
Item No: 2; Ordinary Resolution - Appointment of Mr. Chandra Pal Singh Yadav who retires by rotation and is eligible for re-appointment.

Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1	Promoter and Promoter Group	341700129	315872140	92.44%	315872140	0	100%	0
2	Public – Institutional Holders	72012231	7221666	10.03%	1707814	5513852	23.65%	76.35
3	Public Others	184352643	102455	0.06%	96745	5710	94.43%	5.57%
	Grand Totals	598065003	323196261	54.04%	317676699	5519562	98.29%	1.71%

Item No: 3; Ordinary Resolution - Ratification of the appointment of M/s. Bhaskara Rao & Co as Statutory Auditors of the company.

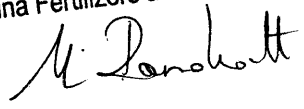
Sl. No.	Promoter/Public	Total No. of Shares Held	No. of Votes Polled	% of Votes Polled on Outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour of votes polled	% of votes against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1	Promoter and Promoter Group	341700129	315872140	92.44%	315872140	0	100%	0
2	Public – Institutional Holders	72012231	7221666	10.03%	6708574	513092	92.90%	7.10%
3	Public Others	184352643	102455	0.06%	96965	5490	94.64%	5.36%
	Grand Totals	598065003	323196261	54.04%	322677679	518582	99.84%	0.16%

Item No: 4; Ordinary Resolution – Approval of remuneration payable to Cost Auditor, Mr. Dantu Mitra, for the financial year 2016-2017								
Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1	Promoter and Promoter Group	341700129	315872140	92.44%	315872140	0	100%	0
2	Public – Institutional Holders	72012231	7221666	10.03%	7221666	0	100%	0
3	Public Others	184352643	95855	0.05%	89815	6040	93.70%	6.30%
	Grand Totals	598065003	323189661	54.04%	323183621	6040	100.00%	0.00%
Item No: 5; Ordinary Resolution – Appointment of Mr. Uday Shankar Jha as an Independent Director.								
Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1	Promoter and Promoter Group	341700129	315872140	92.44%	315872140	0	100%	0
2	Public – Institutional Holders	72012231	7221666	10.03%	7221666	0	100%	0
3	Public Others	184352643	102455	0.06%	96855	5600	94.53%	5.47%
	Grand Totals	598065003	323196261	54.04%	323190661	5600	100.00%	0.00%
Item No: 6; Ordinary Resolution – Appointment of Mr. C B Mouli as an Independent Director.								
Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1	Promoter and Promoter Group	341700129	315872140	92.44%	315872140	0	100%	0
2	Public – Institutional Holders	72012231	7221666	10.03%	7221666	0	100%	0
3	Public Others	184352643	102455	0.06%	96855	5600	94.53%	5.47%
	Grand Totals	598065003	323196261	54.04%	323190661	5600	100.00%	0.00%



Item No: 7; Special Resolution – Transfer of net proceeds from sale of Fractional entitlements arising out of Composite Scheme to Investor Education and Protection Fund (IEPF)								
Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1	Promoter and Promoter Group	341700129	315872140	92.44%	315872140	0	100%	0
2	Public – Institutional Holders	72012231	7221666	10.03%	2766480	4455186	38.31%	61.69%
3	Public Others	184352643	102455	0.06%	95425	7030	93.14%	6.86%
	Grand Totals	598065003	323196261	54.04%	318734045	4462216	98.62%	1.38%

Certified True Copy
For Nagarjuna Fertilizers and Chemicals Ltd;


M. Ramakanth
Vice President Legal & Company Secretary



SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014)

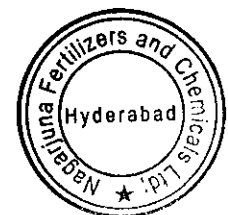
**To,
The Chairman
Nagarjuna Fertilizers and Chemicals Limited
D.No.8-2-248, Nagarjuna Hills
Punjagutta, Hyderabad - 500082**

Dear Sir,

1. The Board of Directors of the Company, vide Resolution dated August 6, 2016 had, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014, appointed me as Scrutinizer for the e-Voting process in relation to matters set out in the Notice convening 10th Annual General Meeting (AGM) of the company scheduled to be held on September 30, 2016 at 10.00 AM at Sri Satya Sai Nigamagaram, Sri Nagar Colony, Hyderabad – 500082.
2. The Management of the company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to E-Voting and Poll on Resolutions contained in the Notice of the AGM of the Company. My responsibility as a Scrutinizer for the e-Voting process and Poll at the AGM is restricted to make a Scrutinizer Report of the votes casted in favour and against resolutions as mentioned above, based on the reports generated from the e-Voting System provided by Central Depository Services (India) Limited ("CDSL") the authorized agency engaged to provide e-voting facilities and votes casted through Ballot Forms received and cast at the AGM.
3. Further to the above, I Submit my report as under:
 - i. The E-Voting period remained open from Tuesday September 27, 2016 (9.00 A.M.) to Thursday September 29, 2016 (5.00 P.M.)
 - ii. All the Ballot Forms received till the end of the AGM held on 30th September, 2016 were scrutinized.
 - iii. The Members of the company as on the "cut-off" date i.e. September 23, 2016 were entitled to vote on the Resolutions (Item No.1 to Item 7 as set out in Notice of AGM of the Company)



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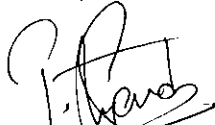




KBG Associates

Company Secretaries

- iv. The votes cast through e-Voting were unblocked by me after the completion of e-voting process at 12.30 P.M. on Friday, September 30, 2016 in the presence of 2 witnesses Mr. Satyendra Teeka and Ms. Surbhi Somani who are not in the employment of Company.


(Satyendra Teeka)


(Surbhi Somani)

- v. The details containing, *inter-alia*, list of shareholders, who voted "For" and "Against", were downloaded from the e-Voting website of Central Depository Services (India) Limited (CDSL) and also the Ballot Forms received and cast at the AGM were sorted.

Item No: 1

(Ordinary Resolution)

Adoption of Financial Statements for the year ended March 31, 2016 and the Directors Report and Auditors Report thereon:

Total votes polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
32,31,96,261	32,31,90,771	100.00	5,490	0.00	Passed with requisite majority as Ordinary Resolution

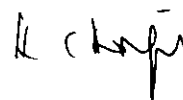
Item No: 2 –

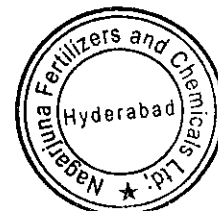
(Ordinary Resolution)

Appointment of Mr. Chandra Pal Singh Yadav, who retires by rotation:

Total votes polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
32,31,96,261	31,76,76,699	98.29	55,19,562	1.71	Passed with requisite majority as Ordinary Resolution


Chandra Pal Singh Yadav


K. Chaghi





Item No: 3 –

(Ordinary Resolution)

Ratification of the Appointment of M/s Bhaskara Rao & Co., as Statutory Auditor of the company

Total votes polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
32,31,96,261	32,26,77,679	99.84	5,18,582	0.16	Passed with requisite majority as Ordinary Resolution

Item No: 4 –

(Ordinary Resolution)

Approval of Remuneration payable to Cost Auditor, Mr. Dantu Mitra, for the Financial Year 2016-2017:

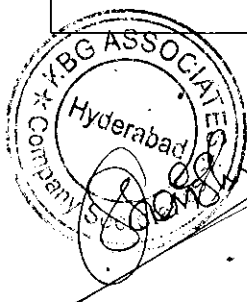
Total votes polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
32,31,89,661	32,31,83,621	100.00	6,040	0.00	Passed with requisite majority as Ordinary Resolution

Item No: 5 –

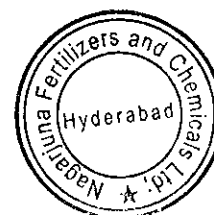
(Ordinary Resolution)

Appointment of Mr. Uday Shankar Jha as an Independent Director:

Total votes polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
32,31,96,261	32,31,90,661	100.00	5,600	0.00	Passed with requisite majority as Ordinary Resolution



K. Shaji





KBG Associates

Company Secretaries

Item No: 6

(Ordinary Resolution)

Appointment of Mr. C B Mouli as an Independent Director:

Total votes polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
32,31,96,261	32,31,90,661	100.00	5,600	0.00	Passed with requisite majority as Ordinary Resolution

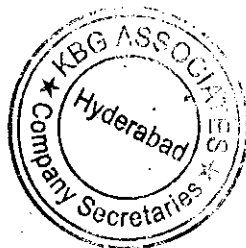
Item No: 7 -

(Special Resolution)

Approval for Transfer of net sale proceeds from sale of Fractional entitlements arising out of Composite Scheme to Investor Education and Protection Fund (IEPF).

Total votes polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
32,31,96,261	31,87,34,045	98.62	44,62,216	1.38	Passed with requisite majority as Special Resolution

All the relevant records of e-Voting and Ballot Forms will remain in our custody until the Chairman considers, approves and signs the minutes of the 10th AGM and the same shall be thereafter handed over to the Company Secretary of the company for safe custody.



Place: Hyderabad
Date: 30-09-2016

(Srikrishna S Chintalapati)
CP # 6262

Company Secretary in Practice
KBG Associates, Company Secretaries

