



## SHREE PUSHKAR CHEMICALS & FERTILISERS LTD.

CIN: L24100MH1993PLC071376

(A Government of India Recognised Export House)

An ISO 9001:2008 & 14001:2004 Certified Company

Office No. 301/302, 3rd Floor, Atlanta Center, Near Udyog Bhavan,  
Sonawala Road, Goregaon (East), Mumbai - 400063, India.

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**Date: 26<sup>th</sup> September, 2018.**

To,  
**National Stock Exchange of India Limited,**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (East),  
Mumbai - 400 051.

**BSE Limited,**  
P. J. Towers, Dalal Street,  
Mumbai - 400 001.

Respected Sir/ Madam,

**Subject: Voting Result of Annual General Meeting of the Company- Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015**

**Ref : Shree Pushkar Chemicals & Fertilisers Limited  
Scrip Code: 539334 Scrip Id: SHREEPUSHK**

With reference to above captioned subject matter and pursuant to Reg.44 of SEBI (Listing obligation and Disclosure Requirements), Regulations, 2015, we would like to inform and disclose you that Combined Voting Result for the Annual General Meeting of Shree Pushkar Chemicals & Fertilisers Ltd held on 25<sup>th</sup> September, 2018 at Mumbai in the Scrutinizers Report.

You are requested to take note of the above and arrange to bring this to notice of all concerned, if necessary.

Kindly acknowledge the receipt, and please take the same on record.

Thanking you.

On behalf of the Board of Directors of;  
**For Shree Pushkar Chemicals & Fertilisers Limited**

  
**Satish Chavan**  
Company Secretary  
M. No: A 40764



Place: Mumbai



Unit I : B -102/103, MIDC Lote Parshuram, Taluka Khed, Dist. Ratnagiri, Maharashtra, India.

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**SCRUTINIZER'S REPORT - COMBINED**

*[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]*

To,  
**Mr. Punit Makharia**  
**Chairman & Managing Director**

**25<sup>th</sup> Annual General Meeting** of the Equity Shareholders of **Shree Pushkar Chemicals & Fertilisers Limited** held on **Tuesday the 25<sup>th</sup> September, 2018**, at **3.00 p.m.** at **Brijwasi Palace Hall, Brijwasi Estate, Sonawala Road, Goregaon (East), Mumbai - 400 063.**

Dear Sir,

I, CS Sanam Umbargikar, Partner of M/s. DSM & Associates, Company Secretaries, having been appointed by the Board of Directors of the **Shree Pushkar Chemicals & Fertilisers Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process, poll process carried out at 25<sup>th</sup> Annual General Meeting pursuant to provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015 and on scrutiny of the same, I submit my Combined Report on the results of the e-voting together with the voting by physical ballot forms at the 25<sup>th</sup> Annual General Meeting.

**Report on Scrutiny**

- The Company had appointed National Securities Depository Limited ("NSDL") as the Service provider, for the purpose of extending the facility of Remote E-Voting to the members of the Company. Bigshare Services Private Limited is Registrar and Share Transfer Agents ("RTA") of the Company
- Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM along with Annual Report of 2017-18 as under :-





- On 1<sup>st</sup> September, 2018 by email to 15,151 Members, who had registered their email-ids with the Company/RTA;
- On 3<sup>rd</sup> September, 2018 by Courier / Registered post to 2,172 Members, whose email ids are not registered with the Company/RTA;
- The Voting rights were reckoned as on Tuesday, 18<sup>th</sup> September, 2018 being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-Voting and voting at the AGM.
- Remote E-Voting process was open from 9.00 a.m. on Friday, 22<sup>nd</sup> September, 2018 till 5.00 p.m. on Monday, 24<sup>th</sup> September, 2018 and members were required to cast their votes electronically conveying their assent or dissent in respect of Resolutions, on the Remote E-Voting platform provided by NSDL.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of AGM in English in "Business Standard" newspaper dated 5<sup>th</sup> September, 2018 and in Marathi in "Mumbai Mitra" newspaper dated 5<sup>th</sup> September, 2018.
- At the end of the voting period on 24<sup>th</sup> September, 2018 at 5.00 p.m., the voting portal of Service Provider was blocked forthwith.
- At the venue of the 25<sup>th</sup> AGM of the Company, held on Tuesday, 25<sup>th</sup> September, 2018, the facility to cast vote physically was provided to those members who were present in the meeting but could not earlier participate in the Remote E-Voting to record their votes.
- On completion of voting at the AGM, NSDL provided us with the list of members who had cast their votes, their holding details and details of votes cast on the resolutions.
- The votes were reconciled with the records maintained by the Company and RTA with respect to authorization / proxies lodged with the Company.
- I unblocked the Remote E-Voting result on the NSDL E-voting platform in the presence of Mr. Akshay Kamath and Mrs. Maheshwari Vyas, who acted as the witnesses, as prescribed in Sub Rule 4 (xii) of the said Rule 20 and downloaded the remote E-Voting results.



Combined Results of E-Voting and Ballot at the AGM are as under:

**(a) Resolution No.1:- Ordinary Resolution -**

Adoption of the audited financial statements of the Company for the financial year ended on 31<sup>st</sup> March, 2018, and the reports of the Auditors' and Directors' thereon:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	32	17,21,766	7.97%
Less: Invalid Electronic votes	NIL	NIL	0.00%
<b>Net Valid Electronic Votes (A)</b>	<b>32</b>	<b>17,21,766</b>	<b>7.97%</b>
Total Poll Forms received	39	1,98,85,676	92.03%
Less: Invalid/ Rejected Poll Forms	NIL	NIL	0.00%
<b>Net Valid Poll Forms received (B)</b>	<b>39</b>	<b>1,98,85,676</b>	<b>92.03%</b>
<b>Total Votes - (A+B)</b>	<b>71</b>	<b>2,16,07,442</b>	<b>100.00%</b>
Assenting	70	2,16,07,441	100.00%
Dissenting	1	1	0.00%

Accordingly, out of 2,16,07,442 votes cast (e-voting and ballot), 2,16,07,441 votes were cast ASSENTING to the Ordinary Resolution constituting 100% of the total votes cast; 1 vote were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.1 is passed with requisite majority.

**(b) Resolution No.2:- Ordinary Resolution -**

Appointment of Director in place of Mr. Punit Gopikishan Makharia (DIN: 01430764) Managing Director, who retires by rotation and being eligible, offers himself for re -appointment:





Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	32	17,21,766	67.50%
Less: Invalid Electronic votes	NIL	NIL	0.00%
<b>Net Valid Electronic Votes (A)</b>	<b>32</b>	<b>17,21,766</b>	<b>67.50%</b>
Total Poll Forms received	32	8,29,152	32.50%
Less: Invalid Poll Forms	NIL	NIL	0.00%
<b>Net Valid Poll Forms received (B)</b>	<b>32</b>	<b>8,29,151</b>	<b>32.50%</b>
<b>Total Votes - (A+B)</b>	<b>64</b>	<b>25,50,917</b>	<b>100.00%</b>
Assenting	61	25,50,751	100%
Dissenting	3	166	0.00%

Accordingly, out of 25,50,917 votes cast (e-voting and ballot), 25,50,751 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; 166 votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.2 is passed with requisite majority.

\* Promoters and Promoters groups, being Directors and relatives of Directors, are interested their voting is not considered while calculating the same.

**(c) Resolution No.3:- Ordinary Resolution -**

Appointment of Mr. Gautam Gopikishan Makharia (DIN: 01354843), who retires by rotation and being eligible, offers himself for re appointment:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	32	17,21,766	67.50%
Less: Invalid Electronic votes	NIL	NIL	0.00%
<b>Net Valid Electronic Votes (A)</b>	<b>32</b>	<b>17,21,766</b>	<b>67.50%</b>
Total Poll Forms received	33	8,29,152	32.50%
Less: Invalid/ Rejected Poll Forms	NIL	NIL	0.00%
<b>Net Valid Poll Forms received (B)</b>	<b>32</b>	<b>8,29,151</b>	<b>32.50%</b>
<b>Total Votes - (A+B)</b>	<b>64</b>	<b>25,50,917</b>	<b>100.00%</b>
Assenting	61	25,50,751	100.00%
Dissenting	3	166	0.00%

Accordingly, out of 25,50,917 votes cast (e-voting and ballot), 25,50,751 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; 166 votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.3 is passed with requisite majority.

*\* Promoters and Promoters groups, being Directors and relatives of Directors, are interested their voting is not considered while calculating the same.*

**(d) Resolution No.4:- Special Resolution –**

Appointment of Mr. Nirmal Kedia, (DIN: 00050769) as an Independent Director:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	31	17,21,746	7.98%
Less: Invalid Electronic votes	NIL	NIL	0.00%
<b>Net Valid Electronic Votes (A)</b>	<b>31</b>	<b>17,21,746</b>	<b>7.98%</b>
Total Poll Forms received	38	1,98,61,282	92.02%
Less: Invalid Poll Forms	NIL	NIL	0.00%
<b>Net Valid Poll Forms received (B)</b>	<b>38</b>	<b>1,98,61,282</b>	<b>92.02%</b>
<b>Total Votes – (A+B)</b>	<b>69</b>	<b>2,15,83,028</b>	<b>100.00%</b>
Assenting	67	2,15,82,862	100.00%
Dissenting	3	166	0.00%

Accordingly, out of 2,15,83,028 votes cast (e-voting and ballot), 2,15,82,862 votes were cast ASSENTING to the Ordinary Resolution constituting 100% of the total votes cast; 166 votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Special Resolution as contained in Item No.4 is passed with requisite majority.

**(e) Resolution No.5:- Ordinary Resolution –**

Ratification of Remuneration of Mr. Dilip Bathija & Co., the Cost Auditors:





Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	31	17,21,746	7.97%
Less: Invalid Electronic votes	NIL	NIL	0.00%
<b>Net Valid Electronic Votes (A)</b>	<b>31</b>	<b>17,21,746</b>	<b>7.97%</b>
Total Poll Forms received	39	1,98,85,676	92.03%
Less: Invalid/ Rejected Poll Forms	NIL	NIL	0.00%
<b>Net Valid Poll Forms received (B)</b>	<b>39</b>	<b>1,98,85,676</b>	<b>92.03%</b>
<b>Total Votes – (A+B)</b>	<b>70</b>	<b>2,16,07,422</b>	<b>100.00%</b>
Assenting	65	2,16,03,606	100.00%
Dissenting	5	3,816	0.00%

Accordingly, out of 2,16,07,422 votes cast (e-voting and ballot), 2,16,03,606 votes were cast ASSENTING to the Ordinary Resolution constituting 100% of the total votes cast; 3,816 votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.5 is passed with requisite majority.

**(f) Resolution No.6: - Special Resolution -**

Issue of Equity Shares on preferential basis:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	29	17,21,645	67.50%
Less: Invalid Electronic votes	NIL	NIL	0.00%
<b>Net Valid Electronic Votes (A)</b>	<b>29</b>	<b>17,21,645</b>	<b>67.50%</b>
Total Poll Forms received	32	8,29,152	32.50%
Less: Invalid Poll Forms	NIL	NIL	0.00%
<b>Net Valid Poll Forms received (B)</b>	<b>32</b>	<b>8,29,151</b>	<b>32.50%</b>
<b>Total Votes – (A+B)</b>	<b>61</b>	<b>25,50,796</b>	<b>100.00%</b>
Assenting	58	25,50,581	100.00%
Dissenting	3	215	0.00%



Accordingly, out of 25,50,796 votes cast (e-voting and ballot), 25,50,581 votes were cast ASSENTING to the Special Resolution constituting 100% of the total votes cast; 215 votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Special Resolution as contained in Item No.6 is passed with requisite majority.

*\* Promoters and Promoters groups, being Directors and relatives of Directors, are interested their voting is not considered while calculating the same.*

**(g) Resolution No.7 - Special Resolution -**

Issue of Convertible Warrants into Equity Shares on Preferential basis:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	31	17,21,746	67.50%
Less: Invalid Electronic votes	NIL	NIL	0.00%
<b>Net Valid Electronic Votes (A)</b>	<b>31</b>	<b>17,21,746</b>	<b>67.50%</b>
Total Poll Forms received	32	8,29,151	32.50%
Less: Invalid Poll Forms	NIL	NIL	0.00%
<b>Net Valid Poll Forms received (B)</b>	<b>32</b>	<b>8,29,151</b>	<b>32.50%</b>
<b>Total Votes - (A+B)</b>	<b>63</b>	<b>25,50,897</b>	<b>100.00%</b>
Assenting	59	25,50,681	100.00%
Dissenting	4	216	0.00%

Accordingly, out of 25,50,897 votes cast (e-voting and ballot), 25,50,681 votes were cast ASSENTING to the Special Resolution constituting 100% of the total votes cast; 216 votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Special Resolution as contained in Item No.7 is passed with requisite majority.

*\* Promoters and Promoters groups, being Directors and relatives of Directors, are interested their voting is not considered while calculating the same.*

**(h) Resolution No.8 - Special Resolution -**

Revision/Modification in the remuneration of Mr. Punit Makharia, (DIN: 01430764)  
Chairman and Managing Director:





Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	31	17,21,746	67.50%
Less: Invalid Electronic votes	NIL	NIL	0.00%
<b>Net Valid Electronic Votes (A)</b>	<b>31</b>	<b>17,21,746</b>	<b>67.50%</b>
Total Poll Forms received	32	8,29,151	32.50%
Less: Invalid Poll Forms	NIL	NIL	0.00%
<b>Net Valid Poll Forms received (B)</b>	<b>32</b>	<b>8,29,151</b>	<b>32.50%</b>
<b>Total Votes - (A+B)</b>	<b>63</b>	<b>25,50,897</b>	<b>100.00%</b>
Assenting	58	25,47,081	100.00%
Dissenting	5	3,816	0.00%

Accordingly, out of 25,50,897 votes cast (e-voting and ballot), 25,47,081 votes were cast ASSENTING to the Special Resolution constituting 100% of the total votes cast; 3,816 votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Special Resolution as contained in Item No.8 is passed with requisite majority.

*\* Promoters and Promoters groups, being Directors and relatives of Directors, are interested their voting is not considered while calculating the same.*

**(i) Resolution No.9 - Special Resolution -**

Revision/Modification in the remuneration of Mr. Gautam Makharia, (DIN: 01354843) Joint Managing Director:

Particulars	Voting Details		
	No. of Votes	No. of Shares	% of Total valid votes cast
Total Electronic votes received	31	17,21,746	67.50%
Less: Invalid Electronic votes	NIL	NIL	0.00%
<b>Net Valid Electronic Votes (A)</b>	<b>31</b>	<b>17,21,746</b>	<b>67.50%</b>
Total Poll Forms received	32	8,29,151	32.50%
Less: Invalid Poll Forms	NIL	NIL	0.00%
<b>Net Valid Poll Forms received (B)</b>	<b>32</b>	<b>8,29,151</b>	<b>32.50%</b>
<b>Total Votes - (A+B)</b>	<b>63</b>	<b>25,50,897</b>	<b>100.00%</b>
Assenting	58	25,47,081	100.00%
Dissenting	5	3,816	0.00%



Accordingly, out of 25,50,897 votes cast (e-voting and ballot), 25,47,081 votes were cast ASSENTING to the Special Resolution constituting 100% of the total votes cast; 3,816 votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Special Resolution as contained in Item No.9 is passed with requisite majority.

*\* Promoters and Promoters groups, being Directors and relatives of Directors, are interested their voting is not considered while calculating the same.*

Yours Faithfully,

**For DSM & Associates**  
**Company Secretaries**

**CS Sanam Umbargikar**  
**Partner**

**M. No.26141**

**CoP No.9394**



Date: 26<sup>th</sup> September, 2018.

Place: Mumbai.