



Gujarat Narmada Valley Fertilizers & Chemicals Limited

CIN : L24110GJ1976PLC002903

An ISO 9001, ISO 14001, ISO 45001 & ISO 50001 Certified Company

P.O. Narmadanagar - 392015, Dist. Bharuch, Gujarat, India
Ph. (02642) 247001, 247002 Website : www.gnfc.in

NO. SEC/BD/SE/
8th November, 2023

TELE : 02642 – 247001
E-Mail: acshah@gnfc.in

Dy General Manager
BSE Ltd.
Corporate Relationship Dept
1st Floor, New Trading Ring,
Rotunda Bldg
PJ 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 (E)
Mumbai – 400 051

Co. Code: BSE - "500670"

Co. Code: NSE- "GNFC EQ"

Sub: Voting Results of Postal Ballot along with Scrutinizer's Report pursuant to Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

Dear Sir / Madam,

This is in furtherance to our letter dated 07th October, 2023 enclosing the Postal Ballot Notice dated 30th September, 2023 ("Notice") for seeking approval of the shareholders of the Company on the following resolution:

Sr. No.	Description of Special Resolution
1.	Re-appointment of Smt. Gauri Kumar, IAS (Retd.) (DIN: 01585999) as an Independent Women Director of the Company.

Pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, Guidelines prescribed by the Ministry of Corporate Affairs through various Circular(s) and the Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 ("Listing Regulations"), as amended from time to time, the Postal Ballot was conducted through remote e-voting process commencing from Monday, the 09th October, 2023 at 9:00 a.m. (IST) and concluding on Tuesday, 07th November, 2023 at 5:00 p.m. (IST).



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The Scrutinizer appointed for scrutiny of Postal Ballot process, CS J J Gadhi (FCS No.: 3519, COP: 2515), has submitted his report on the results of the Postal Ballot. Based on the report of Scrutinizer, we hereby inform that the Shareholders of the Company have duly passed the above-mentioned resolution with requisite majority and accordingly the said Resolution is declared to be passed on 07th November, 2023.

In connection with the above, please find enclosed the following:

1. Voting results pursuant to Regulation 44(3) of the Listing Regulations and Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014; and
2. Scrutinizer's Report dated 07th November, 2023 on remote e-voting.

Voting results along with the Scrutinizer's report are also being hosted on the Company's website at www.gnfc.in and on the website of e-voting Agency, Kfin Technologies Limited at <https://evoting.kfintech.com>.

We request you to kindly take the same on your record.

Thanking you,

Yours faithfully,

For GUJARAT NARMADA VALLEY FERTILIZERS & CHEMICALS LIMITED

CS A C SHAH

COMPANY SECRETARY & GM (LEGAL)

ENCL:A:A

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Company Name	GUJARAT NARMADA VALLEY FERTILIZERS & CHEMICALS LTD
Date of the AGM/EGM	
Total number of shareholders on record date.	283942
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Smt. Gauri Kumar, IAS (Retd.) (DIN: 01585999) as an Independent Woman Director of the Company							
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	64006713	64006713	100.0000	64006713	0	100.0000	0.0000
	Poll	64006713	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	64006713	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	38821908	33133068	85.3463	30379074	2753994	91.6880	8.3119
	Poll	38821908	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	38821908	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	52590162	99595	0.1894	91067	8528	91.4373	8.5626
	Poll	52590162	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	52590162	0	0.0000	00	0	0.0000	0.0000
Total		155418783	97239376	62.5660	94476854	2762522	97.1591	2.8409



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J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall

Besides Dinesh Mill

Jetalpur, Vadodara - 390 007

Phone (O) 9375085022

JJ Gandhi : 9374620085

Email : jjgandhics@gmail.com

SCRUTINIZER'S REPORT

To,

The Chairman

Gujarat Narmada Valley Fertilizers & Chemicals Limited

P.O. Narmadanagar

Dist. Bharuch

Gujarat- 392015

Dear Sir,

**Scrutinizer's Report on the Postal Ballot process
Conducted through remote e-voting**

1. I, CS J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, has been appointed as Scrutinizer by the Board of Directors of **Gujarat Narmada Valley Fertilizers & Chemicals Limited (CIN L24110GJ1976PLC002903)** pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules 2014 and in terms of General Circular No. 14, 17, 20, 22, 33 and 39 of 2020 and General Circular 10 and 20 of 2021 and General Circular No. 3 and 10 of 2022 and General Circular No. 9 dated 25/09/2023 extending time limit up to 30st September, 2024 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and Regulation 44 of the SEBI (LODR) Regulations, 2015 (herein after referred to as Rules) for providing report on the Postal Ballot conducted only through e-voting process in respect of the resolution as mentioned in the notice of the Postal Ballot dated **30th September, 2023**.
2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder, including circulars issued by the MCA in view of Covid-19 pandemic, relating to voting on the Resolutions mentioned in the Notice of Postal Ballot. My responsibilities as a scrutinizer for the voting process is restricted to make Scrutinizers' Report of the votes casted "In favour" or "Against" the resolutions based on the scrutiny of the remote e-voting by the shareholders and the reports generated from the e-voting system provided by the **Kfin Technologies Limited (KFinTech/ RTA)** the authorized agency engaged by the Company to provide e-voting facilities.
3. Further, to above, I submit my report as under;



[Handwritten signature in blue ink]



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- A. The Postal Ballot voting was carried in compliance with the direction issued by the Ministry of Corporate Affairs (MCA) through General Circular No. 14, 17, 20, 22, 33 and 39 of 2020 and General Circular 10 and 20 of 2021 and General Circular 3 and 10 of 2022 and General Circular No. 9 dated 25/09/2023 extending time limit up to 30st September, 2024. In compliance with the MCA Circulars, hard copies of Notice, Postal Ballot Form and Prepaid Business Reply Envelope have not been sent to the Members.
- B. As per direction of the MCA Circulars, the Company has completed the dispatch of the Notice through email on **7th October, 2023**, to all the members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company's Registrar and Transfer Agent i.e. **Kfin Technologies Limited** and whose names appear in the Register of Members/ list of Beneficial Owners received from the National Securities Depository Limited and Central Depository Services (India) Limited as on **Thursday, 5th October, 2023** being the Cut-off date.
- C. The Company has given the Public Advertisement with respect to email of Postal Ballot Notice in English language in the newspaper "**Financial Express**" dated **8th October, 2023** (Ahmedabad edition) and in Gujarati language in the news paper "**Loksatta Jansatta**" (Vadodara edition) dated **8th October, 2023**.
- D. The Company has placed on its website notice of Postal Ballot as per requirement of Rule 22(4) of the Companies (Management and Administration) Rules 2014.
- E. The e-voting period remained open from **9th October, 2023** (9.00 A.M.) to **7th November, 2023** (5.00 P.M.).
- F. The Members of the Company holding shares in physical form or demat form as on "**Cut-off**" date i.e. **5th October, 2023** were entitled to vote on the resolutions mentioned in the Notice of Postal Ballot. The total number of shareholders of the Company as on cut-off date are **2,83,942**.
- G. At the end of voting period, through my Scrutiniser's login the vote casted through e-voting were unblocked on **7th November, 2023** in





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the presence of two witnesses not in the employment of the Company.

H. The details of Members who have voted "for" or "against" the Resolution that were put to vote were generated from the E-voting website of **Kfin Technologies Limited**.

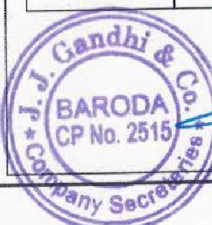
Based on the scrutiny of e-voting Reports generated from the website, I submit my report as under;

Resolution No. 1

Re-appointment of Smt. Gauri Kumar, IAS (Retd.) (DIN: 01585999) as an Independent Woman Director of the Company.

Type of Resolution	Special
Whether promoter/ promoter group interested in the 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 against on votes polled
		1	2	3 = (2/1)*100	4	5	6=(4/2)* 100	7=(5/2)* 100
Promoter & Promoter Group	Remote E-Voting	64006713	64006713	100.00	64006713	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		64006713	100.00	64006713	0	100.00	0.00
Public Institutions	Remote E-Voting	38821908	33133068	85.35	30379074	2753994	91.69	8.31
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		33133068	85.35	30379074	2753994	91.69	8.31
Public Non Institutions	Remote E-Voting	52590162	99595	0.19	91067	8528	91.44	8.56
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		99595	0.19	91067	8528	91.44	8.56
Total		155418783	97239376	62.56	94476854	2762522	97.16	2.84





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The figures in percentage have been rounded off to 2 decimal points.
The votes cast does not include abstained votes.

Based on the aforesaid results, I report that Special Resolution contained in the Postal Ballot Notice dated 30th September, 2023 have been passed with the requisite majority by the Members of the Company.

Accordingly, you may declare the voting result of Postal Ballot.

The relevant soft records relating to e-voting of postal ballot is being handed over to the Company Secretary for safe custody.

Restriction on use: This Report has been issued for submission to Stock Exchange and for placing on website of the Company and for placing on website of e-voting service provider. This Report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care for any other purpose to any other party.

**For J J Gandhi & Co.
Practising Company Secretaries**

(J J Gandhi)

Proprietor



**Place: Vadodara
Date: 7th November, 2023**

**FCS No. 3519 and CP No. 2515
P R No. 1174/2021**

UDIN number F003519E001675871

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Received Report