



# GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

Fertilizernagar - 391 750. Vadodara, Gujarat, INDIA.

CIN : L99999GJ1962PLC001121

**NO.SEC/SE/ 2023**

**16<sup>th</sup> May, 2023**

The Corporate Relationship Department BSE Limited 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Bldg., P J 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 (East), Mumbai
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SCRIP CODE : **500690**

SYMBOL : **GSFC**

Dear Sir/Madam,

**Sub.: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results (remote eVoting) of Postal Ballot Notice of the Members of the Company.**

This is further to our letter dated 12th April, 2023, submitting the Postal Ballot Notice dated March 29, 2023 seeking approval of the Members of the Company on the following item of special business by means of electronic voting (remote e-voting):

- 1) To appoint Shri Raj Kumar, IAS (DIN: 00294527) as a Chairman & Director of the Company, not liable to retire by rotation

Pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) (Amendment) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Members of the Company were given opportunity to exercise their rights to vote on the resolution set out in the Notice dated March 29, 2023 of the Postal Ballot Notice through Electronic Voting (e-Voting) services provided by Central Depository Services (India) Ltd. (CDSL) during the period commenced from Friday, 14<sup>th</sup> April, 2023 (9.00 a.m.) to Saturday, 13<sup>th</sup> May, 2023 (5.00 p.m.) (remote e-Voting)

The Resolution contained in the Notice dated 29<sup>th</sup> March, 2023 of the above Postal Ballot was approved by requisite majority of Members through remote e-Voting. Accordingly, the Resolution is declared to be passed on 13<sup>th</sup> May, 2023. In accordance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith voting results of the Postal Ballot Notice dated 29<sup>th</sup> March, 2023 in the prescribed format along with the Scrutinizer's Report dated 16<sup>th</sup> May, 2023.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

**For Gujarat State Fertilizers & Chemicals Ltd.,**

*V D Nanavaty*

**V D Nanavaty**

**ED (F) & CFO**

**& Company Secretary**

Email : [vdnanavaty@gsfcltd.com](mailto:vdnanavaty@gsfcltd.com)



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**ISO 9001, ISO 14001, ISO 45001, ISO 50001 Certified Company**



**GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED**  
**Fertilizernagar-391750, Vadodara, Gujarat**

**POSTAL BALLOT NOTICE DATED 29<sup>th</sup> MARCH, 2023.**

**Declaration of Results of Postal Ballot by means of electronic voting  
(remote e-voting)**

Pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) (Amendment) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Members of the Company were given opportunity to exercise their rights to vote on the resolution set out in the Notice dated 29<sup>th</sup> March, 2023 of the Postal Ballot through Electronic Voting (e-Voting) services provided by Central Depository Services (India) Ltd. (CDSL) during the period commenced from Friday, 14<sup>th</sup> April, 2023 (9.00 a.m.) to Saturday, 13<sup>th</sup> May, 2023 (5.00 p.m.) (remote e-Voting)

The Board of Directors had appointed Mr. Niraj Trivedi, Practicing Company Secretary, as the Scrutinizer for e-Voting. The Scrutinizer has carried out the scrutiny of electronic votes and submitted report dated 16<sup>th</sup> May, 2023.


The result as per the Scrutinizer's Report dated 16th May, 2023 is as follows:

Reso. No.	Resolution	No. & % votes in favour	No. & % votes against	No. of votes invalid/abstained
<b>SPECIAL BUSINESS :</b>				
1.	To appoint Shri Raj Kumar, IAS (DIN 00294527) as a Chairman & Director of the Company, not liable to retire by rotation ( <b>Ordinary Resolution</b> )	17,43,81,752 (69.24%)	7,74,83,627* (30.76%)	0

\* Note:- 2 Equity Shareholders who have voted against the resolution in total holds 1,81,219 Equity Shares of the Company. However, as per the report they have voted for only 1,77,253 Equity Shares (partial voting) of the Company.

Based on the Report of the Scrutinizer, the Resolution as set out in the Postal Ballot Notice dated 29th March, 2023 have been duly approved by the Members with requisite majority.

**For Gujarat State Fertilizers & Chemicals Ltd.,**

  
**V D Nanavaty**  
**ED (F) & CFO**  
**& Company Secretary**

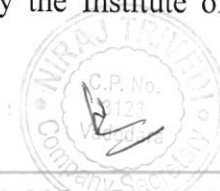
Date : 16<sup>th</sup> May, 2023

## SCRUTINIZER'S REPORT

To,  
The Chairman,  
**GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED**  
(CIN:L99999GJ1962PLC001121)  
Regd. Office: P.O.: Fertilizernagar,  
Vadodara -391750, Gujarat.

Dear Sir,

I, Niraj Trivedi, Practicing Company Secretary having C. P. No. 3123, have been appointed as a Scrutinizer by the Board of Directors of **GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED**("the Company") at their meeting held on Wednesday, the 29<sup>th</sup> March, 2023, for the purpose of scrutinizing the Postal Ballot process by way of e-voting i.e. remote e-voting process in respect of Ordinary Resolution for Appointment of Shri Raj Kumar, IAS (DIN: 00294527) as a Chairman & Director of the Company, pursuant to the Postal Ballot Notice ('Notice') dated 29<sup>th</sup> March, 2023, issued under Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time ("Rules"), read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, and 11/2022 dated December 28, 2022 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard issued by the Institute of Company



Secretaries of India (“ICSI”) on General Meetings (“SS-2”) and pursuant to other applicable laws and regulations, if any.

The Notice dated 29<sup>th</sup> March, 2023, along with explanatory statement setting out material facts under section 102 of the Act in respect of above mentioned resolution were sent in electronic form only by e-mail on 12<sup>th</sup> April, 2023 to all the shareholders of the Company who already have their email address registered with the Company/Depositories and whose names appear in the Register of Members / List of Beneficial Owner as received from National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) as on Friday, the 07<sup>th</sup> April, 2023 (cut-off date).

The Company had availed e-voting facilities offered by Central Depository Services India Limited (CDSL) for conducting e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the Cut-off Date i.e. 7<sup>th</sup> April, 2023 were entitled to vote on the resolution as contained in the Notice.

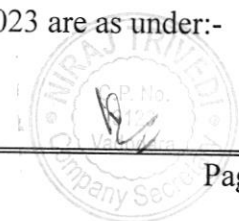
The voting period for remote e-voting on Postal Ballot commenced on Friday, 14<sup>th</sup> April, 2023 at 09:00 a.m. (IST) and ended on Saturday, May 13<sup>th</sup>, 2023 at 05:00 p.m. (IST) and the CDSL e-voting module was disabled by CDSL thereafter.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the CDSL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure the compliance for conducting the Postal Ballot in accordance with the requirements of the Act and the Rules relating to voting through electronic means by remote e-voting for the resolution set out in the Notice to the Equity Shareholders of the Company.

My responsibility as a Scrutinizer for the process of electronic means by remote e-voting is restricted to provide a Scrutinizer’s Report of votes cast “in favour” or “against” the resolution stated in the Notice, based on the reports generated from the e-voting system provided by CDSL, the agency authorized under the Rules.

I submit herewith my Scrutinizer’s Report on the results of voting through remote e-voting, based on the data downloaded from CDSL e-voting system, the total votes cast “in favour” or “against” on the resolution proposed in the Notice dated 29<sup>th</sup> March, 2023 are as under:-



**ITEM NO.01**

Type of Business:- Special Business

Type of Resolution:- Ordinary Resolution

**APPOINTMENT OF SHRI RAJ KUMAR, IAS (DIN: 00294527) AS A CHAIRMAN & DIRECTOR OF THE COMPANY.**

(i) **Voted in favour of the resolution**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
343	17,43,81,752	69.24%

(ii) **Voted against the resolution**

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
184	7,74,83,627*	30.76%

(iii) **Invalid/ Abstain Votes**

Number of members voted	Number of invalid votes cast (Shares)	% of total number of invalid votes cast
-	-	-

*\*Note :- 2 Equity Shareholders who have voted against the resolution in total holds 1,81,219 Equity Shares of the Company. However, as per the report they have voted for only 1,77,253 Equity shares (partial voting) of the Company.*



**CS NIRAJ TRIVEDI**  
**PRACTICING COMPANY SECRETARY**

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- i. It is to be noted:
- a. The members who abstained from voting were not considered; and
  - b. The Members whose share were already transferred to IEPF account were not considered.
- ii. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes.

You may accordingly declare the result of above resolution.

Thanking You,

Yours faithfully,

**DATE: 16<sup>TH</sup> MAY, 2023**  
**PLACE: VADODARA**



A handwritten signature in black ink, appearing to read "Niraj Trivedi", written over a horizontal line.

**NIRAJ TRIVEDI**  
**PRACTICING COMPANY SECRETARY**  
**FCS: 3844 (C. P. No.: 3123)**  
**PEER REVIEW NO:1014/2020**  
**UDIN:F003844E000312361**

COUNTERSIGNED BY:

A handwritten signature in black ink, appearing to read "V D NNAVATY", written over a horizontal line.  
**V D NNAVATY**  
**ED (F) & CFO**  
**&**  
**COMPANY SECRETARY**