



**Gujarat Narmada Valley  
Fertilizers & Chemicals Limited**

CIN : L24110GJ1976PLC002903



(An ISO 14001 & OHSAS 18001 Company)

P.O. Narmadanagar - 392 015, Dist. Bharuch, Gujarat, India

Ph (02642)247001, 247002

Website www.gnfc.in

NO. SEC/BD/SE/  
September 26, 2019

FAX : 02642 – 247084  
E-Mail : [tj lakhmapurkar@gnfc.in](mailto:tj lakhmapurkar@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 : Details of Voting Results of 43<sup>rd</sup> Annual General Meeting (AGM) held on  
26/9/2019 - Regulations 44(3) of the SEBI (Listing Obligations and  
Disclosure Requirements), Regulations, 2015

Dear Sir,

The 43<sup>rd</sup> Annual General Meeting of the Members of the Company was held at 11:30 AM on Thursday, the 26<sup>th</sup> September, 2019 at the Registered Office of the Company, at Open Air Theatre, Sports Complex, Narmadanagar Township, P.O. Narmadanagar - 392015, District Bharuch.

Pursuant to Section 108 of the Companies Act, 2013 and relevant Rules thereunder and Regulation 44(3) of the SEBI Listing Requirements, 2015, the company had provided to the shareholders the facility for remote e-voting and voting by Ballot Paper at the venue of AGM.

Shri Niraj Trivedi, Practicing Company Secretary, who was appointed as Scrutinizer to scrutinize the Remote e-voting process and voting by poll at the venue of AGM, has now submitted his report to the company.

All the Resolutions contained in the Notice of AGM were approved by the shareholders with requisite majority. Details of Results of Voting are enclosed herewith together with Scrutinizer's Report.

We request you to kindly take note of the above.

Thanking you,

Yours faithfully,  
For GUJARAT NARMADA VALLEY FERTILIZERS & CHEMICALS LTD

T.J. LAKHMAPURKAR  
COMPANY SECRETARY & GM (LEGAL)

ENCL : A : A :

## **CONSOLIDATED SCRUTINIZER'S REPORT**

**(E-Voting & Poll)**

**[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and  
Companies (Management and Administration) Rules, 2014 as amended]**

To,

**The Chairman,**

Of 43<sup>rd</sup> Annual General Meeting of the Equity Shareholders of

**GUJARAT NARMADA VALLEY FERTILIZERS & CHEMICALS LIMITED** held at

Open Air Theatre, Sports Complex,

Narmadanagar Township,

P.O. Narmadanagar – 392 015,

District: Bharuch.

On Thursday, the 26<sup>th</sup> September, 2019, at 11:30 A.M.

Dear Sir,

1. I, Niraj Trivedi, Practicing Company Secretary, having C. P. No. 3123, have been appointed as a Scrutinizer by the Board of Directors of M/s. Gujarat Narmada Valley Fertilizers & Chemicals Limited (“the Company”) at their meeting held on 29<sup>th</sup> May, 2019 for the purpose of:-



**CS NIRAJ TRIVEDI**  
**Practicing Company Secretary**

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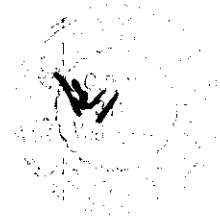
- (i). Scrutinizing the E-Voting process (Remote E-Voting) under the provisions of Section 108 of the Companies Act, 2013 (“The 2013 Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (“Rule”) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (ii). Poll through Polling Papers under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rule, on the resolutions contained in the Notice to the 43<sup>rd</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Thursday, the 26<sup>th</sup> September, 2019, at 11:30 a.m.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and Rule relating to voting i.e. by Remote E-Voting and voting by Poll at the AGM for the resolutions contained in the Notice to the 43<sup>rd</sup> AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means i.e. through Remote E-Voting and also through Poll at AGM is restricted to make a consolidated scrutinizer’s report of votes cast “in favour” or “against” the resolutions stated in the notice, based on the reports generated from the e-voting system provided by **Central Depository Services (India) Limited (CDSL)**, the agency authorized under the Rule and on voting by Poll at the AGM.
3. The Company had availed the Remote E-Voting facility provided by **Central Depository Services (India) Limited (CDSL)**, for conducting the Remote E-Voting by the shareholders of the Company. The Remote E-Voting period commenced at 9:00 a.m. on Monday, 23<sup>rd</sup> September, 2019 and ended on 5:00 p.m. on Wednesday, 25<sup>th</sup> September, 2019. The Company had provided facilities of Remote E-Voting and Poll was also taken at the meeting by members to exercise their right to vote.



**CS NIRAJ TRIVEDI**  
**Practicing Company Secretary**

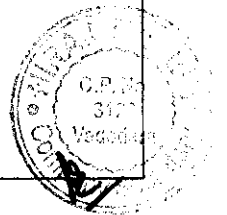
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4. I, as a Scrutinizer for scrutinizing the entire voting process carried out by electronic means and by poll at the Annual General Meeting have issued two separate Scrutinizer's Reports both dated, 26<sup>th</sup> September, 2019.
  
5. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through electronic mode and voting through poll as under:-



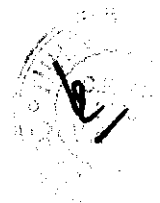
**CS NIRAJ TRIVEDI**  
Practicing Company Secretary

Item No. of the Notice	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid / abstained Votes
	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.
<p><b><u>Item No. 1:</u></b></p> <p><b>Ordinary Business:</b></p> <p><b>To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019 and the Reports of the Board of Directors and Auditors thereon.</b></p>	100494006	100	501	0	89210



**CS NIRAJ TRIVEDI**  
**Practicing Company Secretary**

<p><b><u>Item No. 2:</u></b></p> <p><b>Ordinary Business:</b></p> <p><b>To declare Dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2019.</b></p>	<b>100583316</b>	<b>100</b>	<b>401</b>	<b>0</b>	<b>0</b>
<p><b><u>Item No. 3:</u></b></p> <p><b>Ordinary Business:</b></p> <p><b>To appoint a Director in place of Smt. Mamta Verma, IAS (DIN: 01854315), who retires by rotation and is being eligible offer herself for re-appointment.</b></p>	<b>93008734</b>	<b>92.47</b>	<b>7570258</b>	<b>7.53</b>	<b>4725</b>



**CS NIRAJ TRIVEDI**  
**Practicing Company Secretary**

<b><u>Item No. 4:</u></b>  <b>Special Business:</b>  <b>Ordinary Resolution:</b>  <b>Appointment of Shri Sujit Gulati, IAS (DIN: 00177274) as Director of the Company liable to retire by rotation.</b>	<b>89953319</b>	<b>89.44</b>	<b>10625673</b>	<b>10.56</b>	<b>4725</b>
<b><u>Item No. 5:</u></b>  <b>Special Business:</b>  <b>Ordinary Resolution:</b>  <b>Ratification of remuneration payable to Cost Auditors of the Company for the financial year 2019-20.</b>	<b>100578411</b>	<b>100</b>	<b>581</b>	<b>0</b>	<b>4725</b>

**The invalid votes are not considered for the purpose of calculating the percentage.**



**CS NIRAJ TRIVEDI**  
**Practicing Company Secretary**

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**Note:-**

Voting rights are frozen for the shares:-

- (i) Transferred to Unclaimed Suspense Account pursuant to Regulation 39(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule VI thereto; and
- (ii) Transferred to Investor Education and Protection Fund (IEPF) Authority pursuant to Rule 6(6) of the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended.

6. 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 of the AGM.

Thanking You.

Yours faithfully,

**DATE: 26<sup>TH</sup> SEPTEMBER, 2019**

**PLACE: BHARUCH**


**NIRAJ TRIVEDI**

**PRACTICING COMPANY SECRETARY**

**FCS: 3844 (C. P. No.: 3123)**

**COUNTERSIGNED BY:-**

**FOR, GUJARAT NARMADA VALLEY FERTILIZERS & CHEMICALS LIMITED**



  
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**T. J. LAKHMAPURKAR**

**COMPANY SECRETARY & GENERAL MANAGER (LEGAL)**