



# नेशनल फर्टिलाइजर्स लिमिटेड

(भारत सरकार का उपक्रम)

कॉर्पोरेट कार्यालय : ए-11, सेक्टर-24, नोएडा - 201301

जिला गौतम बुद्ध नगर (उ.प्र.),

दूरभाष : 0120 2012294, 2412445, फ़ैक्स : 0120-2412397



## NATIONAL FERTILIZERS LIMITED

(A Govt. Of India Undertaking)

Corporatate Office : A-11, Sector-24, Noida-201301,

Distt. Gautam Budh Nagar ( U.P.)

Ph.: 0120-2412294, 2412445, Fax : 0120-2412397

No. NFL/SEC/SE/60

Dated: 17.12.2020

Asstt. Vice President (Listing), National Stock Exchange of India Limited, Registered Office (Exchange Plaza), C-1, Block-G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051	Dy. General Manager (Corp. Relations), BSE Limited, Floor 25, Phiroze - jeejeebhoy Towers, Dalal Street, Mumbai – 400001.
NSE Symbol: NFL	BSE Script Code: 523630

**Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

In Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the voting results (in specified format) in respect of items of business transacted at the 46<sup>th</sup> Annual General Meeting of the Company held on Thursday, 17<sup>th</sup> December, 2020 at 2:30 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM), along with the report of Scrutinizer.

This is submitted for your intimation and records.

Thanking you,

Yours faithfully  
For National Fertilizers Limited

  
17/12/2020

(Ashok Jha)  
Company Secretary

Encl: As above.

<b>NATIONAL FERTILIZERS LIMITED</b>	
<b>DATE OF AGM</b>	17/12/2020
<b>Total number of shareholders on record date</b>	78615
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	NA
<b>Public:</b>	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	74
<b>Promoters and Promoter Group:</b>	1
<b>Public:</b>	73

Resolution No.	1							
Resolution required: (Ordinary/ Special)	Ordinary (To receive, consider and adopt the Audited Financial Statements for the F.Y. ended 31.03.2020)							
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	366529532	366529532	100.00	366529532	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>366529532</b>	<b>100.00</b>	<b>366529532</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	11159975	438314	3.93	438314	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>438314</b>	<b>3.93</b>	<b>438314</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	11288893	55602714	49.25	55600781	1933	100.00	0.00
	Poll		170	0.00	170	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0.00	0	0.00	0.00
	<b>Total</b>		<b>55602884</b>	<b>49.25</b>	<b>55600951</b>	<b>1933</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>490578400</b>	<b>422570730</b>	<b>86.1372</b>	<b>422568797</b>	<b>1933</b>	<b>100.00</b>	<b>0.00</b>



<b>NATIONAL FERTILIZERS LIMITED</b>	
<b>DATE OF AGM</b>	17/12/2020
<b>Total number of shareholders on record date</b>	78615
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	NA
<b>Public:</b>	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	74
<b>Promoters and Promoter Group:</b>	1
<b>Public:</b>	73

Resolution No.	2							
Resolution required: (Ordinary/ Special)	Ordinary (To confirm the interim dividend of Rs. 0.95 per equity share, already paid in the month of March, 2020)							
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	366529532	366529532	100.00	366529532	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		366529532	100.00	366529532	0	100.00	0.00
Public- Institutions	E-Voting	11159975	438314	3.93	438314	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		438314	3.93	438314	0	100.00	0.00
Public- Non Institutions	E-Voting	11288893	55602714	49.25	55599650	3064	99.99	0.01
	Poll		170	0.00	170	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0.00	0	0.00	0.00
	<b>Total</b>		55602884	49.25	55599820	3064	99.99	0.01
<b>Total</b>		490578400	422570730	86.1372	422567666	3064	100.00	0.00



<b>NATIONAL FERTILIZERS LIMITED</b>	
<b>DATE OF AGM</b>	17/12/2020
<b>Total number of shareholders on record date</b>	78615
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	NA
<b>Public:</b>	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	74
<b>Promoters and Promoter Group:</b>	1
<b>Public:</b>	73

Resolution No.	3							
Resolution required: (Ordinary/ Special)	Ordinary (To re-appoint Shri Partha Sarthi Sen Sharma (DIN 03210350), as Director who retires by rotation)							
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	366529532	366529532	100.00	366529532	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>366529532</b>	<b>100.00</b>	<b>366529532</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	11159975	438314	3.93	0	438314	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>438314</b>	<b>3.93</b>	<b>0</b>	<b>438314</b>	<b>0.00</b>	<b>100.00</b>
Public- Non Institutions	E-Voting	112888893	55602714	49.25	55597342	5372	99.99	0.01
	Poll		170	0.00	170	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0.00	0	0.00	0.00
	<b>Total</b>		<b>55602884</b>	<b>49.25</b>	<b>55597512</b>	<b>5372</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>490578400</b>	<b>422570730</b>	<b>86.1372</b>	<b>422127044</b>	<b>443686</b>	<b>99.90</b>	<b>0.10</b>



<b>NATIONAL FERTILIZERS LIMITED</b>	
<b>DATE OF AGM</b>	17/12/2020
<b>Total number of shareholders on record date</b>	78615
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	NA
<b>Public:</b>	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	74
<b>Promoters and Promoter Group:</b>	1
<b>Public:</b>	73

Resolution No.	4							
Resolution required: (Ordinary/ Special)	Ordinary (To re-appoint Shri Yash Paul Bhola (DIN: 08551454), as Director (Finance) who retires by rotation)							
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	366529532	366529532	100.00	366529532	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>366529532</b>	<b>100.00</b>	<b>366529532</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	11159975	438314	3.93	438314	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>438314</b>	<b>3.93</b>	<b>438314</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	112888893	55602714	49.25	55597243	5471	99.99	0.01
	Poll		170	0.00	170	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0.00	0	0.00	0.00
	<b>Total</b>		<b>55602884</b>	<b>49.25</b>	<b>55597413</b>	<b>5471</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>490578400</b>	<b>422570730</b>	<b>86.1372</b>	<b>422565259</b>	<b>5471</b>	<b>100.00</b>	<b>0.00</b>





<b>NATIONAL FERTILIZERS LIMITED</b>	
<b>DATE OF AGM</b>	17/12/2020
<b>Total number of shareholders on record date</b>	78615
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	NA
<b>Public:</b>	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	74
<b>Promoters and Promoter Group:</b>	1
<b>Public:</b>	73

Resolution No.	5							
Resolution required: (Ordinary/ Special)	Ordinary (To authorize Board of the Company to fix the remuneration of the Statutory Auditor(s) for FY 2020-21)							
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	366529532	366529532	100.00	366529532	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>366529532</b>	<b>100.00</b>	<b>366529532</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	11159975	438314	3.93	438314	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>438314</b>	<b>3.93</b>	<b>438314</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	112888893	55602714	49.25	55598162	4552	99.99	0.01
	Poll		170	0.00	170	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0.00	0	0.00	0.00
	<b>Total</b>		<b>55602884</b>	<b>49.25</b>	<b>55598332</b>	<b>4552</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>490578400</b>	<b>422570730</b>	<b>86.1372</b>	<b>422566178</b>	<b>4552</b>	<b>100.00</b>	<b>0.00</b>



NATIONAL FERTILIZERS LIMITED	
DATE OF AGM	17/12/2020
Total number of shareholders on record date	78615
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	74
Promoters and Promoter Group:	1
Public:	73

Resolution No.	6							
Resolution required: (Ordinary/ Special)	Ordinary (To appoint Shri Nirlep Singh Rai (DIN: 08725698), as Director (Technical) 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	366529532	366529532	100.00	366529532	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		366529532	100.00	366529532	0	100.00	0.00
Public- Institutions	E-Voting	11159975	438314	3.93	0	438314	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		438314	3.93	0	438314	0.00	100.00
Public- Non Institutions	E-Voting	112888893	55602643	49.25	55600031	2612	100.00	0.00
	Poll		170	0.00	170	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0.00	0	0.00	0.00
	Total		55602813	49.25	55600201	2612	100.00	0.00
Total		490578400	422570659	86.1372	422129733	440926	99.90	0.10



<b>NATIONAL FERTILIZERS LIMITED</b>	
<b>DATE OF AGM</b>	17/12/2020
<b>Total number of shareholders on record date</b>	78615
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	NA
<b>Public:</b>	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	74
<b>Promoters and Promoter Group:</b>	1
<b>Public:</b>	73

Resolution No.	7							
Resolution required: (Ordinary/ Special)	Ordinary (To appoint Shri Pandya Ashwin Kumar Balvantray (DIN: 03068985) as Non-official Independent Director)							
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	366529532	366529532	100.00	366529532	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>366529532</b>	<b>100.00</b>	<b>366529532</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	11159975	438314	3.93	0	438314	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>438314</b>	<b>3.93</b>	<b>0</b>	<b>438314</b>	<b>0.00</b>	<b>100.00</b>
Public- Non Institutions	E-Voting	11288893	55602593	49.25	55597357	5236	99.99	0.01
	Poll		170	0.00	170	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0.00	0	0.00	0.00
	<b>Total</b>		<b>55602763</b>	<b>49.25</b>	<b>55597527</b>	<b>5236</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>490578400</b>	<b>422570609</b>	<b>86.1372</b>	<b>422127059</b>	<b>443550</b>	<b>99.90</b>	<b>0.10</b>





<b>NATIONAL FERTILIZERS LIMITED</b>	
<b>DATE OF AGM</b>	17/12/2020
<b>Total number of shareholders on record date</b>	78615
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	NA
<b>Public:</b>	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	74
<b>Promoters and Promoter Group:</b>	1
<b>Public:</b>	73

Resolution No.	8							
Resolution required: (Ordinary/ Special)	Ordinary (To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2021)							
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	366529532	366529532	100.00	366529532	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>366529532</b>	<b>100.00</b>	<b>366529532</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	11159975	438314	3.93	438314	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>438314</b>	<b>3.93</b>	<b>438314</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	112888893	55602643	49.25	55598163	4480	99.99	0.01
	Poll		170	0.00	170	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0.00	0	0.00	0.00
	<b>Total</b>		<b>55602813</b>	<b>49.25</b>	<b>55598333</b>	<b>4480</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>490578400</b>	<b>422570659</b>	<b>86.1372</b>	<b>422566179</b>	<b>4480</b>	<b>100.00</b>	<b>0.00</b>



**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,  
National Fertilizers Limited (NFL),  
CIN: L74899DL1974GOI007417

Dear Sir,

**Ref. : 46<sup>th</sup> Annual General Meeting of NFL held on Thursday, 17<sup>th</sup> December, 2020 at 2:30 PM through Video Conferencing (VC) or Other Audio Visual Means (OAVM)**

**Sub. : Scrutinizer's Report on e-voting conducted pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

I, Naresh Kumar Sinha, Practicing Company Secretary and proprietor of Kumar Naresh Sinha & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of National Fertilizers Limited vide letter no. NFL/SEC/AGM 2019-20/21 dated 10-11-2020 pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote electronic voting process held between Monday 14<sup>th</sup> December, 2020 (9:00AM) to Wednesday 16<sup>th</sup> December, 2020 (5:00PM) IST and e-voting at the 46<sup>th</sup> AGM of the Company.

In compliance with Ministry of Corporate Affairs ("MCA") General Circular no. 20/2020 dated May 5, 2020 read with General Circular no. 14/2020 dated April 8, 2020 and General Circular no. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, the Notice dated 11-11-2020 convening 46<sup>th</sup> Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories, in respect of the below mentioned resolution(s) to be passed at the 46<sup>th</sup> Annual General Meeting of the Company to be held on Thursday, 17<sup>th</sup> December, 2020 at 2:30 PM through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

The Company has availed the e-voting facility offered by National Securities Depository Services (India) Limited (NSDL) for conducting e-voting by the Shareholders of the Company.



The Shareholders of the Company holding shares as on the "cut-off" date of Thursday, 10<sup>th</sup> December, 2020, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 8 in the Notice of the 46<sup>th</sup> AGM of National Fertilizers Limited.

The Company had also provided the facility of E-voting at the 46<sup>th</sup> AGM only to such members who have participated in the AGM through VC/OVAM and who had not cast their vote through Remote E-voting period.

The voting period for remote e-voting commenced on Monday 14<sup>th</sup> December, 2020 (9:00AM) and ended on Wednesday 16<sup>th</sup> December, 2020 (5:00PM) IST and after the conclusion of e-voting cast during the AGM, the NSDL e-voting platform was blocked thereafter votes cast through remote e-voting and e-voting conducted during the 46<sup>th</sup> Annual General Meeting of the Company, were then unblocked in the presence of following two witnesses not being in the employment of the Company:



(Shri Mukesh Mishra)



(Smt. Vibha Sinha)

We have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the NSDL e-voting system.

Based on the report furnished by M/s Mas Services Limited on the remote e-voting and e-voting conducted during the 46<sup>th</sup> Annual General Meeting of the Company the consolidated results of Remote e-voting and e-voting at the 46<sup>th</sup> AGM are as under:

<b>Item No.</b>	1
<b>Subject Matter of Resolution</b>	To receive, consider and adopt the Audited Financial Statements for the F.Y. ended 31.03.2020.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	
Assent	190	422568627	5	170	195	422568797	100
Dissent	18	1933	0	0	18	1933	0
Abstain	0	0	0	0	0	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Notice dated November 11, 2020 has been passed with requisite majority.



<b>Item No.</b>	2
<b>Subject Matter of Resolution</b>	To confirm the interim dividend of Rs. 0.95 per equity share, already paid in the month of March,2020.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	
Assent	187	422567496	5	170	192	422567666	100
Dissent	21	3064	0	0	21	3064	0
Abstain	0	0	0	0	0	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 2 of the Notice dated November 11, 2020 has been passed with requisite majority.

<b>Item No.</b>	3
<b>Subject Matter of Resolution</b>	To re-appoint Shri Partha Sarthi Sen Sharma (DIN 03210350), as Director who retires by rotation.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	
Assent	179	422126874	5	170	184	422127044	99.90
Dissent	29	443686	0	0	29	443686	0.10
Abstain	0	0	0	0	0	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 3 of the Notice dated November 11, 2020 has been passed with requisite majority.



<b>Item No.</b>	4
<b>Subject Matter of Resolution</b>	To re-appoint Shri Yash Paul Bhola (DIN: 08551454), as Director (Finance) who retires by rotation.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	
Assent	180	422565089	5	170	185	422565259	100
Dissent	28	5471	0	0	28	5471	0
Abstain	0	0	0	0	0	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 4 of the Notice dated November 11, 2020 has been passed with requisite majority.

<b>Item No.</b>	5
<b>Subject Matter of Resolution</b>	To authorize Board of the Company to fix the remuneration of the Statutory Auditor(s) for FY 2020-21.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	
Assent	184	422566008	5	170	189	422566178	100
Dissent	24	4552	0	0	24	4552	0
Abstain	0	0	0	0	0	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 5 of the Notice dated November 11, 2020 has been passed with requisite majority.



<b>Item No.</b>	6
<b>Subject Matter of Resolution</b>	To appoint Shri Nirlep Singh Rai (DIN: 08725698), as Director (Technical) of the Company.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	
Assent	180	422129563	5	170	185	422129733	99.90
Dissent	27	440926	0	0	27	440926	0.10
Abstain	1	71	0	0	1	71	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 6 of the Notice dated November 11, 2020 has been passed with requisite majority.

<b>Item No.</b>	7
<b>Subject Matter of Resolution</b>	To appoint Shri Pandya Ashwin Kumar Balvantray (DIN: 03068985) as Non-official Independent Director.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	
Assent	179	422126889	5	170	184	422127059	99.90
Dissent	27	443550	0	0	27	443550	0.10
Abstain	2	121	0	0	2	121	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 7 of the Notice dated November 11, 2020 has been passed with requisite majority.



<b>Item No.</b>	8
<b>Subject Matter of Resolution</b>	To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2021.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	Number of Voters	Number of Equity Shares	
Assent	185	422566009	5	170	190	422566179	100
Dissent	22	4480	0	0	22	4480	0
Abstain	1	71	0	0	1	71	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 8 of the Notice dated November 11, 2020 has been passed with requisite majority.

The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Chairman/Company Secretary, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

The Company may accordingly declare the results of voting, as required.

**For Kumar Naresh Sinha & Associates**

For Kumar Naresh Sinha & Associates  
Company Secretaries

(CS Naresh Kumar Sinha)  
Proprietor  
PR: 610/2019  
FCS: 1807; C P No.: 14984  
UDIN: F001807B001539893



*(Signature)*  
Countersigned by: 17/12/2020  
(Shri Virendra Nath Datt)  
Chairman & Managing Director  
National Fertilizers Limited

वीरेन्द्र नाथ दत्त/VIRENDRA NATH DATT  
अध्यक्ष एवं प्रबन्ध निदेशक  
Chairman & Managing Director  
नेशनल फर्टिलाइजर्स लिमिटेड, नोएडा  
National Fertilizers Ltd., NOIDA



नेशनल फर्टिलाइजर्स लिमिटेड

(भारत सरकार का उपक्रम)

कॉरपोरेट कार्यालय : ए-11, सेक्टर-24, नोएडा - 201301

जिला गौतम बुद्ध नगर (उ.प्र.),

दूरभाष : 0120 2012294, 2412445, फ़ैक्स : 0120-2412397



**NATIONAL FERTILIZERS LIMITED**

(A Govt. Of India Undertaking)

Corporate Office : A-11, Sector-24, Noida-201301,

Distt. Gautam Budh Nagar ( U.P.)

Ph.: 0120-2412294, 2412445, Fax : 0120-2412397

**Sub: Declaration of Voting Results of 46<sup>th</sup> Annual General Meeting (AGM).**

46<sup>th</sup> Annual General Meeting of the Members of National Fertilizers Limited was held on Thursday, 17<sup>th</sup> December, 2020 at 2:30 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

In compliance with the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013, the Companies (Management and Administration) Rules, 2014 and relevant circulars issued by MCA and SEBI, Remote e-voting facility was provided to all the Members of the Company in respect of Items to be transacted at the Annual General Meeting. The period of remote e-voting started at 9.00 A.M. on Monday, 14<sup>th</sup> December, 2020 and ended at 5.00 P.M. on Wednesday, 16<sup>th</sup> December, 2020. Further, Members who had not casted their vote through remote e-voting facility earlier, were allowed to cast their vote at the meeting through e-voting facility.

Shri Naresh Kumar Sinha, Proprietor of M/s Kumar Naresh Sinha & Associates (CP:14984), Company Secretaries, was appointed as Scrutinizer for conducting remote e-voting and e-voting at AGM in a true and fair manner. After completion of remote e-voting and e-voting at the AGM, Scrutinizer has handed over his Report. Based on the Report of Scrutinizer, the details of voting on the Resolutions placed before the AGM are as under:-

S.No.	Resolution	No. of votes in favour	% of votes in favour (approx.)	No. of votes against	% of votes against (approx.)	Abstain / Invalid
1.	<b>Resolution No.1 – Ordinary Resolution</b> To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended March 31 <sup>st</sup> 2020, together with the Board's Report and the Auditors' Report thereon and comments of the Comptroller & Auditor General of India, in terms of Section 143(6) of the Companies Act, 2013.	422568797	100.00	1933	0.00	0
2.	<b>Resolution No.2 – Ordinary Resolution</b> To confirm the interim dividend of `0.95 per equity share, already paid in the month of March, 2020.	422567666	100.00	3064	0.00	0

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3.	<b>Resolution No.3 – Ordinary Resolution</b> To appoint a director in place of Shri Partha Sarthi Sen Sharma (DIN: 03210350), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	422127044	99.90	443686	0.10	0
4.	<b>Resolution No.4 – Ordinary Resolution</b> To appoint a director in place of Shri Yash Paul Bhola (DIN: 08551454), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	422565259	100.00	5471	0.00	0
5.	<b>Resolution No.5 – Ordinary Resolution</b> To authorize Board of Directors of the Company to fix the remuneration of the Statutory Auditor(s) of the Company in terms of the provisions of Section 142(1) of the Companies Act, 2013.	422566178	100.00	4552	0.00	0
6.	<b>Resolution No.6 – Ordinary Resolution</b> To appoint Shri Nirlep Singh Rai (DIN: 08725698), as Director (Technical) of the Company.	422129733	99.90	440926	0.10	0
7.	<b>Resolution No.7 – Ordinary Resolution</b> To appoint Shri Pandya Ashwin Kumar Balvantray (DIN: 03068985) as Non-official Independent Director on the Board of the Company.	422127059	99.90	443550	0.10	0
8.	<b>Resolution No.8 – Ordinary Resolution</b> To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2021.	422566179	100.00	4480	0.00	0

Accordingly, as per the above voting results, all the Resolutions proposed at the 46<sup>th</sup> AGM have been approved with the requisite majority.

For National Fertilizers Limited

(Virendra Nath Datt)  
Chairman & Managing Director

Dated: 17.12.2020

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