

राष्ट्रीय केमिकल्स एण्ड फर्टिलाइजर्स लिमिटेड

(भारत सरकार का उपक्रम)

साथ बढ़ें समृद्धि की ओर

"प्रियदर्शिनी", दसवी मंजिल, ईस्टर्न एक्सप्रेस हाईवे, सायन, मुंबई . 400022.

ग्राम : राष्ट्रीय • दूरध्वनी : 2404 5024

फैक्स : 2404 5022

ई-मेल : dmsati@rcfltd.com

वेबसाइट : www.rcfltd.com

सीआईएन : L24110MH1978GOI020185



RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED

(A Government of India Undertaking)

Let us grow together

"Priyadarshini", 10th Floor, Eastern Express Highway, Sion, Mumbai - 400 022.

Gram: 'RASHTRIYA' Phone : 2404 5024

Fax : 2404 5022

E-mail : dmsati@rcfltd.com

Website : www.rcfltd.com

CIN : L24110MH1978GOI020185

DIVYESH M. SATI

COMPANY SECRETARY

RCF/CS/Postal Ballot/2014

16th August, 2014

The Corporate Relationship Department

BSE Limited

1st Floor, New Trading Ring,

P. J. Tower, Dalal Street,

Mumbai- 400 001.

Dear Sir,

Sub: Results of the Postal Ballot Process

Pursuant to Section 110 of the Companies Act, 2013, read with the Companies(Management and Administration) Rules, 2014, and the provisions of the Listing Agreement, it is hereby notified that the Company had conducted the process of Postal Ballot, seeking shareholders' approval through Special Resolutions for the following:

1. Giving powers to the Board to borrow upto ₹ 10,000 Crore, apart from temporary loans obtained or to be obtained from the Company's Bankers in the ordinary course of business, as per Section 180(1)(c) of the Companies Act, 2013.
2. Creation of charges on the moveable and immoveable properties of the Company, both present and future, in respect of borrowings made by the Company from time to time, as per Section 180(1)(a) of the Companies Act, 2013.

The Company had appointed Shri B. V. Dholakia, Practising Company Secretary of M/s. Dholakia & Associates, as Scrutinizer for conducting the Postal Ballot process, who has submitted his report and the result was declared on 16th August, 2014 at 11.30 a.m. at the Registered Office of the Company. The result of the voting by Postal Ballot(including e-voting) is as under:

Particulars	Resolution No.1	Resolution No.2
Number of Valid Votes Received	44,15,25,433	44,15,19,292
Votes in Favour	44,15,20,105	44,15,12,259
Votes Against	5,328	7,033
% of Votes in favour	99.99	99.99

All the above resolutions have been passed by the Shareholders with requisite majority. The result of the Postal Ballot, along with Scrutinizer Report, has also been hosted on the website of the Company i.e. www.rcfltd.com.

The result of the Postal Ballot as per format provided under Clause 35A of the Listing Agreement is enclosed herewith.

This is for kind information and record.

For and on behalf of Rashtriya Chemicals and Fertilizers Limited



D. M. Sati

**(Divyesh M. Sati)
Company Secretary**

Encl: As Above

RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED

DETAILS OF VOTING RESULTS BY POSTAL BALLOT (INCLUDING E-VOTING) AS REQUIRED UNDER CLAUSE 35A OF THE LISTING AGREEMENT

Sr. No.	Agenda Item	Resolution type (Ordinary/Special)	Mode of voting (Show of hands/ Poll/ Postal Ballot/ E-voting)	Remarks
1.	INCREASING THE BORROWING POWERS OF THE COMPANY	Special Resolution	Postal Ballot/E-voting	The Special Resolution has been approved i.e. votes cast in favour is Three (3) times votes cast against.

Details of result for the said Resolution:

Promoter/ Public	No. of shares held	No. of valid votes polled	% of Votes Polled on outstanding shares	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 and Promoter Group	44,13,53,888	44,13,53,888	100	44,13,53,888	NIL	100	NIL
Public - Institutional holders	3,64,53,966	NIL	NIL	NIL	NIL	NIL	NIL
Public- Others	2,40,798	1,71,545	71.24	1,66,217	5,328	96.89	3.11
Total	47,80,48,652	44,15,25,433	92.36	44,15,20,105	5,328	99.99	0.01



RASHTRIYA CHEMICALS AND FERTILIZERS LIMITED

DETAILS OF VOTING RESULTS BY POSTAL BALLOT (INCLUDING E-VOTING) AS REQUIRED UNDER CLAUSE 35A OF THE LISTING AGREEMENT

Sr. No.	Agenda Item	Resolution type (Ordinary/Special)	Mode of voting (Show of hands/ Poll/ Postal Ballot/ E-voting)	Remarks
2.	CREATION OF THE SECURITY ON THE PROPERTIES OF THE COMPANY IN FAVOUR OF THE LENDERS	Special Resolution	Postal Ballot/ E-voting	The Special Resolution has been approved i.e. votes cast in favour is Three (3) times votes cast against.

Details of result for the said Resolution:

Promoter/ Public	No. of shares held	No. of valid votes polled	% of Votes Polled on outstanding shares	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)]*	(7)=[(5)/(2)]*
Promoter and Promoter Group	44,13,53,888	44,13,53,888	100	44,13,53,888	NIL	100	NIL
Public Institutional holders	3,64,53,966	NIL	NIL	NIL	NIL	NIL	NIL
Public- Others	2,40,798	1,65,404	68.69	1,58,371	7,033	95.75	4.25
Total	47,80,48,652	44,15,19,292	92.36	44,15,12,259	7,033	99.99	0.01

