

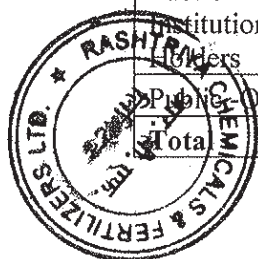
SUBMISSION OF VOTING RESULTS IN RELATION TO 36TH ANNUAL GENERAL MEETING OF THE COMPANY AS PER CLAUSE 35A OF THE LISTING AGREEMENT

1.	Date of the AGM	19th September, 2014
2.	Total Number of Shareholders on record date	80069
3.	No. of Shareholders present in the meeting either in person or proxy	
	Promoter and Promoters Group	1
	Public	142
4.	No. of Shareholders attended the meeting through Video Conferencing :	Not Applicable
	Promoter and Promoter Group	
	Public	
5.	Mode of Voting (for all resolutions)	E-voting and Physical Ballot Paper

Agenda wise results of all resolutions of AGM Notice

ITEM NO.1 : ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH, 2014, INCLUDING PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014 AND BALANCE SHEET AS AT THAT DATE TOGETHER WITH THE REPORTS OF DIRECTORS AND AUDITORS THEREON.

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)	% of Votes Against on Votes polled (7)
Mode of Voting: (E-voting)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.00
Public Institutional Holders	57013566	871211	1.5381	871211	0	100.00	0.00
Public-Others	53320646	10412	0.0195	9212	1200	88.4748	11.5252
Total	551688100	442235511	80.1604	442234311	1200	99.9997	0.0003
Mode of Voting: (Poll)							
Promoter and Promoter Group	441353888	0	0.00	0	0	0.00	0.00
Public Institutional Holders	57013566	36403766	63.8511	36403766	0	100.00	0.00
Public-Others	53320646	26422	0.0496	26422	0	100.00	0.00
Total	551688100	36430188	6.6034	36430188	0	100.00	0.00
Mode of Voting: (Combined)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.00
Public Institutional Holders	57013566	37274977	65.3791	37274977	0	100.00	0.00
Public-Others	53320646	36834	0.0691	35634	1200	96.7421	3.2579
Total	551688100	478665699	86.7638	478664499	1200	99.9997	0.0003



ITEM NO. 2: DECLARATION OF DIVIDEND

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)	% of Votes Against on Votes polled (7)
Mode of Voting: (E-voting)							
Promoter and Promoter Group	441353888	441353888	100.0000	441353888	0	100.00	0.00
Public Institutional Holders	57013566	871211	1.5281	871211	0	100.00	0.00
Public-Others	53320646	10412	0.0195	10412	0	100.00	0.00
Total	551688100	442235511	80.1604	442235511	0	100.00	0.00
Mode of Voting: (Poll)							
Promoter and Promoter Group	441353888	0	0.0000	0	0	0.00	0.00
Public Institutional Holders	57013566	36403766	63.8511	36403766	0	100.00	0.00
Public-Others	53320646	40159	0.0753	40159	0	100.00	0.00
Total	551688100	36443925	6.6059	36443925	0	100.00	0.00
Mode of Voting: (Combined)							
Promoter and Promoter Group	441353888	441353888	100.0000	441353888	0	100.00	0.00
Public Institutional Holders	57013566	37274977	65.3791	37274977	0	100.00	0.00
Public-Others	53320646	50571	0.0948	50571	0	100.00	0.00
Total	551688100	478679436	86.7663	478679436	0	100.00	0.00



ITEM NO.3 : FIXATION OF THE REMUNERATIONS OF THE STATUTORY AUDITORS

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)	% of Votes Against on Votes polled (7)
Mode of Voting: (E-voting)							
Promoter and Promoter Group	441353888	441353888	100.0000	441353888	0	100.00	0.00
Public Institutional Holders	57013566	871211	1.5281	871211	0	100.00	0.00
Public-Others	53320646	10387	0.0195	9087	1300	87.48	12.52
Total	551688100	442235486	80.1604	442234186	1300	99.9997	0.0003
Mode of Voting: (Poll)							
Promoter and Promoter Group	441353888	0	0.0000	0	0	0.00	0.00
Public Institutional Holders	57013566	36403766	63.8511	36403766	0	100.00	0.00
Public-Others	53320646	40159	0.0753	40159	0	100.00	0.00
Total	551688100	36443925	6.6059	36443925	0	100.00	0.00
Mode of Voting: (Combined)							
Promoter and Promoter Group	441353888	441353888	100.0000	441353888	0	100.00	0.00
Public Institutional Holders	57013566	37274977	65.3791	37274977	0	100.00	0.00
Public-Others	53320646	50546	0.0948	49246	0	97.4281	2.5719
Total	551688100	478679411	86.7663	478678111	1300	99.9997	0.0003



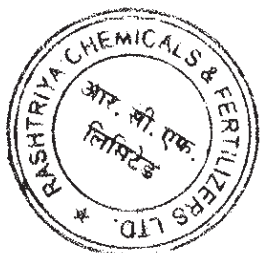
ITEM NO.4 : APPOINTMENT OF SHRI ASHOK GHASGHASE (DIN: 06378677) AS DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)	% of Votes Against on Votes polled (7)
Mode of Voting: (E-voting)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.0000
Public Institutional Holders	57013566	871211	1.5281	871211	0	100.00	0.0000
Public-Others	53320646	10412	0.0195	8906	1506	85.5359	14.4641
Total	551688100	442235511	80.1604	442234005	1506	99.9997	0.0003
Mode of Voting: (Poll)							
Promoter and Promoter Group	441353888	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	57013566	36403766	63.8511	36403766	0	100.00	0.0000
Public-Others	53320646	40159	0.0753	39959	200	99.5020	0.4980
Total	551688100	36443925	6.6059	36443725	200	99.9995	0.0005
Mode of Voting: (Combined)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.0000
Public Institutional Holders	57013566	37274977	65.3791	37274977	0	100.00	0.0000
Public-Others	53320646	50571	0.0948	48865	1706	96.6265	3.3735
Total	551688100	478679436	86.7663	478677730	1706	99.9996	0.0004



ITEM NO.5 : APPOINTMENT OF PROF. DAMODAR ACHARYA (DIN: 06817842), AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)	% of Votes Against on Votes polled (7)
Mode of Voting: (E-voting)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.0000
Public Institutional Holders	57013566	871211	1.5281	871211	0	100.00	0.0000
Public-Others	53320646	10412	0.0195	8912	1500	85.5935	14.4065
Total	551688100	442235511	80.1604	442234011	1500	99.9997	0.0003
Mode of Voting: (Poll)							
Promoter and Promoter Group	441353888	0	0.0000	0	0	0.00	0.00
Public Institutional Holders	57013566	36403766	63.8511	36403766	0	100.00	0.00
Public-Others	53320646	32114	0.0602	32114	0	100.00	0.00
Total	551688100	36435880	6.6044	36435880	0	100.00	0.00
Mode of Voting: (Combined)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.0000
Public Institutional Holders	57013566	37274977	65.3791	37274977	0	100.00	0.0000
Public-Others	53320646	42526	0.0798	41026	1500	96.4727	3.5273
Total	551688100	478671391	86.7649	478669891	1500	99.9997	0.0003



**ITEM NO.6 : APPOINTMENT OF SHRI SUSHIL KUMAR LOHANI (DIN: 06912948) AS
DIRECTOR OF THE COMPANY**

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)	% of Votes Against on Votes polled (7)
Mode of Voting: (E-voting)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.0000
Public Institutional Holders	57013566	871211	1.5281	871211	0	100.00	0.0000
Public-Others	53320646	10412	0.0195	8912	1500	85.5935	14.4065
Total (A)	551688100	442235511	80.1604	442234011	1500	99.9997	0.0003
Mode of Voting: (Poll)							
Promoter and Promoter Group	441353888	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	57013566	36403766	63.8511	36403766	0	100.00	0.0000
Public-Others	53320646	40159	0.0753	40159	0	100.00	0.0000
Total (B)	551688100	36443925	6.6059	36443925	0	100.00	0.0000
Mode of Voting: (Combined)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.00
Public Institutional Holders	57013566	37274977	65.3791	37274977	0	100.00	0.00
Public-Others	53320646	50571	0.0948	49071	1500	97.0339	2.9661
Total	551688100	478679436	86.7663	478677936	1500	99.9997	0.0003



ITEM NO.7 : APPOINTMENT OF SHRI SURESH WARIOR (DIN : 06920261) AS DIRECTOR OF THE COMPANY

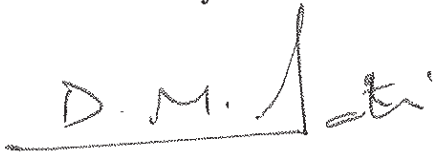
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)	% of Votes Against on Votes polled (7)
Mode of Voting: (E-voting)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.0000
Public Institutional Holders	57013566	871211	1.5281	871211	0	100.00	0.0000
Public-Others	53320646	10412	0.0195	8807	1605	84.5851	15.4149
Total	551688100	442235511	80.1604	442233906	1605	99.9996	0.0004
Mode of Voting: (Poll)							
Promoter and Promoter Group	441353888	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	57013566	36403766	63.8511	36403766	0	100.00	0.0000
Public-Others	53320646	40159	0.0753	39934	225	99.4397	0.5603
Total (B)	551688100	36443925	6.6059	36443700	225	99.9994	0.0006
Mode of Voting: (Combined)							
Promoter and Promoter Group	441353888	441353888	100.00	441353888	0	100.00	0.0000
Public Institutional Holders	57013566	37274977	65.3791	37274977	0	100.00	0.0000
Public-Others	53320646	50571	0.0948	48741	1830	96.3813	3.6187
Total	551688100	478679436	86.7663	478677606	1830	99.9996	0.0004



ITEM NO.8 : FIXATION OF REMUNERATION OF SHRI S. D. SHENOY AND M/S. V. J. TALATI & CO., AS COST AUDITORS OF THE COMPANY

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)	% of Votes Against on Votes polled (7)
Mode of Voting: (E-voting)							
Promoter and Promoter Group	441353888	441353888	100.0000	441353888	0	100.00	0.0000
Public Institutional Holders	57013566	871211	1.5281	871211	0	100.00	0.0000
Public-Others	53320646	10387	0.0195	9087	1300	87.4844	12.5156
Total	551688100	442235486	80.1604	442234186	1300	99.9997	0.0003
Mode of Voting: (Poll)							
Promoter and Promoter Group	441353888	0	0.0000	0	0	0.00	0.00
Public Institutional Holders	57013566	36403766	63.8511	36403766	0	100.00	0.00
Public-Others	53320646	40159	0.0753	40159	0	100.00	0.00
Total	551688100	36443925	6.6059	36443925	0	100.00	0.00
Mode of Voting: (Combined)							
Promoter and Promoter Group	441353888	441353888	100.0000	441353888	0	100.00	0.00
Public Institutional Holders	57013566	37274977	65.3791	37274977	0	100.00	0.00
Public-Others	53320646	50546	0.0948	49246	1300	97.4281	2.57
Total	551688100	478679411	86.7663	478678111	1300	99.9997	0.0003

For Rashtriya Chemicals and Fertilizers Limited


(Divyesh M. Sati)
Company Secretary

