



GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

Fertilizernagar - 391 750. Vadodara, Gujarat, INDIA.

CIN : L99999GJ1962PLC001121

NO.SEC/CLAUSE-31(d)/2018

28th September, 2018

The Corporate Relationship Department BSE Limited 1st 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 - 400 051
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SCRIP CODE : **500690**

SYMBOL : **GSFC**

Sub : Proceedings of the 56th Annual General Meeting of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Dear Sirs,

Enclosed herewith the proceedings of the 56th Annual General Meeting of the Company held on 28th September, 2018 as required under Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Thanking you,

Yours faithfully,

For Gujarat State Fertilizers & Chemicals Limited

CS V.V.Vachhrajani
Company Secretary &
Sr. Vice President (Legal & GST)
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Encl : As above

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ISO 9001, ISO 14001, OHSAS 18001 & ISO 50001 Certified Company

GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

Proceedings of the Fifty-Sixth Annual General Meeting of the members of the Company held at 15.30 hrs on Friday, the 28th September, 2018 at the Cultural Centre Auditorium situated at the Registered Office of the Company at Fertilizernagar – 391 750, Dist. Vadodara.

- 1 Dr. J. N. Singh - Chairman
- 2 Shri D. C. Anjaria - Director & Chairman of Finance-cum-Audit Committee
Chairman of Nomination & Remuneration Committee
- 3 Prof. Vasant P. Gandhi - Director & Chairman of Stakeholders Relationship Committee
- 4 Shri Sujit Gulati - Managing Director

A IN ATTENDANCE:

- Shri V. D. Nanavaty, Executive Director (Finance, MS & MSD) & CFO
- Shri V. V. Vachhrajani, Company Secretary & Sr. Vice President (Legal & GST)

MEMBERS PRESENT:

- Members Present (in Person) - 352
- Members Present (through Proxy) - 01

The Chairman confirmed the presence of requisite quorum for the meeting and called the meeting in order.

The Chairman informed the members that the Directors viz. Shri Arvind Agarwal, Shri Raj Gopal, Shri Ajay Shah, Smt. Geeta Goradia & Shri Vijai Kapoor could not remain present at the meeting due to their preoccupancy.

The Chairman welcomed all the members present at the Fifty Sixth Annual General Meeting of the Company. The Chairman also welcomed the Statutory Auditor and Secretarial Auditor present at the meeting.

V. V. Vachhrajani
28/09/18

Thereafter, the Notice convening the Fifty Sixth Annual General Meeting alongwith the Explanatory Statement and the Directors' Report, Report on Corporate Governance and Management Discussion & Analysis Report having been with the members for sometime, were taken as read with the permission of the members present and as called upon by the Chairman. Further, since there were clean reports from Statutory as well as Secretarial Auditors of the Company, their reports were taken as read.

The Chairman then delivered his speech to the shareholders wherein he touched in brief the economic scenario, overall performance, expansion and diversification, GSFC University etc. of the Company.

The Chairman then invited the Members to ask questions, comments & observations on the accounts.

One Member raised the question regarding shortage in supply of urea fertilizer which was subsequently replied.

Thereafter, the Chairman stated that the Company has provided the e-voting facility to its members for passing the Ordinary Special Resolutions as contained in the Notice. The Chairman then stated that the facility of e-voting commenced on 25th September, 2018 at 9.00 AM and concluded on 27th September, 2018 at 5.00 PM.

It was also stated that, the facility of e-poll through tablet voting at the venue of AGM has also been provided by the Company during the General Meeting to the members who are present and who have not casted their votes by e-voting.

The members were informed that the votes cast by e-voting and votes cast by e-poll shall be counted by the Scrutinizer and the result shall be declared within 48 hours of the conclusion of the Annual General Meeting. The members were further informed that the report of Scrutinizer shall be placed on the company's website as well as CDSL's website. These resolutions shall be deemed to have been passed at this Annual General Meeting.

W. Subramanian
28/08/18


The Company Secretary informed to the members that the following resolutions were put to vote by e-voting and e-poll.

Item No.	Resolutions
Ordinary Business	
1.	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 and the Reports of the Board of Directors and the Auditors thereon.(Ordinary Resolution)
2.	Declaration of Dividend on equity shares for the Financial Year ended on 31 st March, 2018. (Ordinary Resolution)
3.	Re-appointment of Shri Arvind Agarwal (DIN 00122921), who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)
Special Business	
4.	Ratification of Remuneration of Cost Auditors for the Financial Year 2018-19.(Ordinary Resolution)
5.	To appoint Shri Sujit Gulati, IAS as Managing Director of the Company and to approve terms & conditions of remuneration & perquisites. (Ordinary Resolution)

Post completion of voting through e-poll the meeting shall be taken as concluded.

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair.

For Gujarat State Fertilizers & Chemicals Limited


CS V V Vachhrajani
Company Secretary &
Sr. Vice President (Legal & GST) 28/03/18