



## CHAMBAL FERTILISERS AND CHEMICALS LIMITED

### Declaration of Results of Remote E-voting and voting at Thirty-fifth Annual General Meeting held on September 10, 2020

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of casting the votes by the members through voting by electronic means ("E-voting") on all the items / resolutions mentioned in the Notice dated August 12, 2020 of Thirty-fifth Annual General Meeting ("AGM") of the Company held at 1030 Hours Indian Standard Time on Thursday, September 10, 2020, through video conferencing ("VC") / other audio visual means ("OAVM").

The members participating in the AGM through VC / OAVM and who did not cast their vote by remote E -voting were also provided with the facility to cast their vote(s) through E-voting in the AGM.

The Board of Directors of the Company had appointed Mr. Manish Gupta, Partner, RMG & Associates, Company Secretaries in whole time practice (Membership No. FCS 5123, Certificate of Practice No. 4095) to scrutinise the remote E-voting process and voting in the AGM in a fair and transparent manner. Based on the Scrutiniser's Report dated September 10, 2020, the results of the voting are as follows:-

S. No	Particulars & Type of Resolution	Votes in Favour		Votes Against		Invalid Votes	Result Declared
		No. of valid votes (Remote E-voting and E-voting in AGM)	% of total no. of valid votes (Remote E-voting and E-voting in AGM)	No. of valid Votes (Remote E-voting and E-voting in AGM)	% of total no. of valid votes (Remote E-voting and E-voting in AGM)	No. of Invalid votes	
1.	<b>ITEM No. 1</b> Receive, consider and adopt: a) the audited standalone financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2020 and report of the Auditors thereon. <b>(ORDINARY RESOLUTION)</b>	321824504	99.9998	580	0.0002	0	Passed by Majority
2.	<b>ITEM No. 2</b> Appointment of Mr. Chandra Shekhar Nopany (DIN: 00014587), who retires by rotation and, being eligible, offers himself for re-appointment, as a Director. <b>(ORDINARY RESOLUTION)</b>	305594376	99.3915	1871047	0.6085	2468729	Passed by Majority
3.	<b>ITEM No. 3</b> Ratification of remuneration payable to M/s. K.G. Goyal & Associates, Cost Auditor (Firm Registration No.000024). <b>(ORDINARY RESOLUTION)</b>	322033607	99.9992	2691	0.0008	2468729	Passed by Majority
4.	<b>ITEM No. 4</b> Approval of appointment of Mr. Gaurav Mathur (DIN: 07610237) as Whole-time Director designated as Joint Managing Director of the Company, for a period of 5 (five) years with effect from January 06, 2020. <b>(ORDINARY RESOLUTION)</b>	320851580	99.6321	1184717	0.3679	2468729	Passed by Majority

*Manish*

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5.	<b>ITEM No. 5</b> Appointment of Mr. Pradeep Jyoti Banerjee (DIN: 02985965) as an Independent Director of the Company, for a term of 5 (five) consecutive years from December 01, 2019 to November 30, 2024. <b>(ORDINARY RESOLUTION)</b>	321768628	99.9169	267669	0.0831	2468729	Passed by Majority
6.	<b>ITEM No. 6</b> Appointment of Mrs. Rita Menon (DIN: 00064714) as an Independent Director of the Company, for a term of 5 (five) consecutive years from September 10, 2020 to September 09, 2025. <b>(ORDINARY RESOLUTION)</b>	322034532	99.9995	1690	0.0005	2468729	Passed by Majority
7.	<b>ITEM No. 7</b> Approval for payment, by way of commission, to the Non-Executive Directors of the Company during the period of 5 (five) financial years commencing from April 01, 2020. <b>(ORDINARY RESOLUTION)</b>	300417719	99.9789	63412	0.0211	2468729	Passed by Majority
8.	<b>ITEM No. 8</b> Approval for continuation of Mr. Saroj Kumar Poddar (DIN: 00008654) as a Director of the Company, after he attains the age of seventy-five (75) years. <b>(SPECIAL RESOLUTION)</b>	312431815	99.3911	1914088	0.6089	2468729	Passed by Requisite Majority

All the resolutions pertaining to the aforesaid items of business set out in the Notice dated August 12, 2020 of the Thirty-fifth Annual General Meeting of members of the Company have been passed with requisite majority.

for Chambal Fertilisers and Chemicals Limited



**Rajveer Singh**  
Vice President - Legal & Company Secretary

Date: September 10, 2020