



CHAMBAL FERTILISERS AND CHEMICALS LIMITED

Announcement of Result of voting conducted by Postal Ballot

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and listing agreement with the Stock Exchanges, approval of the members of the Company was sought by way of Postal Ballot including e-Voting on the special resolution proposed in Postal Ballot Notice dated August 08, 2014, as described below:

Special Resolution to mortgage, hypothecate, otherwise charge, alienate or dispose off any and all immovable and movable properties of the Company pursuant to Section 180 (1) (a) of the Companies Act, 2013 and authorizing the Board of Directors to perform all such acts, deeds and things as may be necessary, desirable or expedient in connection therewith.

Mr. M.L. Patodi, Advocate was appointed as Scrutinizer for conducting the Postal Ballot Process in fair and transparent manner.

As per Scrutinizer's Report dated September 17, 2014, the following result of Postal Ballot is announced:

Particulars	Voting Details
Total Postal Ballot Forms/ e-Voting received	2409
Less : Invalid Postal Ballot Forms/ e-Voting	354
Total Valid Postal Ballot Forms/ e-Voting	2055
Total No. of Valid Votes	280510850
No. of Votes with Assent for the Resolution	271634392
No. of Votes with Dissent for the Resolution	8876458
Percentage of Votes in favour to Total valid Votes Polled	96.84
Percentage of Votes Against to Total valid Votes Polled	3.16

I declare that the Special Resolution set out in the Postal Ballot Notice dated August 8, 2014 have been passed with requisite majority.

for Chambal Fertilisers and Chemicals Limited

Anil Kapoor
Managing Director
(Chairman of 29th Annual General Meeting of the Company)

Place: Gadepan

Date: September 18, 2014

Report of Scrutinizer

To,
The Managing Director
M/s. Chambal Fertilisers and Chemicals Limited
Gadepan Distt. Kota, Rajasthan - 325208

Dear Sir,

The Board of Directors of the Company at its meeting held on May 9, 2014 has appointed me as Scrutinizer to conduct the Postal Ballot voting process in respect of the Special Resolution proposed in the Postal Ballot Notice dated August 8, 2014 (hereinafter referred to as "Postal Ballot Notice"), as described below:

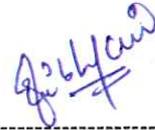
Type and description of the Special Resolution
Special Resolution to mortgage, hypothecate, otherwise charge, alienate or dispose off any and all immovable and movable properties of the Company pursuant to Section 180 (1) (a) of the Companies Act, 2013 and authorizing the Board of Directors to perform all such acts, deeds and things as may be necessary, desirable or expedient in connection therewith.

I hereby submit my report on the voting on the Special Resolution proposed in the Postal Ballot Notice, as under:

1. In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and the Listing Agreement with the Stock Exchanges, the Company has made arrangement with National Securities Depository Limited for providing electronic voting facility to its members. The members of the Company had option to vote either through the postal ballot forms or through electronic voting (e-voting) facility.
2. In pursuance of Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has published on August 14, 2014 an advertisement about the despatch of Postal Ballot Notice in The Economic Times (English Newspaper - Jaipur Edition) and Rajasthan Patrika (Hindi Newspaper - Kota Edition).
3. The members of the Company as on the "cut off" date i.e. August 1, 2014 were entitled to vote on the resolution as set out in the Postal Ballot Notice.
4. The votes were unblocked on September 13, 2014 in the presence of two witnesses, Ms. Ritu GP Das r/o 5, Ext. Vallabh Nagar, Kota 324 007 and Ms. Ribha Jain, 892 Mahaveer Nagar, II, Kota 324 005 who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Witness 1: Ritu G. P. Das



Witness 2: Ribha Jain

5. The votes exercised through e-voting at NSDL platform from Thursday, August 14, 2014 (0900 Hours) to Friday, September 12, 2014 (upto 1800 Hours) and all physical Postal Ballot Forms received upto Friday, September 12, 2014 (upto 1800 Hours), being the last date for receipt of Postal Ballot Forms / e-Voting, were considered for my scrutiny.
6. The particulars of voting and other requisite details have been entered in a separate Register maintained for the purpose.
7. The envelopes containing Postal Ballot Forms received after Friday, September 12, 2014 (upto 1800 Hours), were not considered for my scrutiny.



8. I did not find any defaced or mutilated ballot papers.
9. One member holding 100 equity shares has voted through e-Voting as well as physical postal ballot. The voting cast by such member through e-voting has been considered as invalid.
10. The details of the voting are as under:

a) Voting through Postal Ballot Forms:

Particulars	No. of postal ballot forms	No. of equity shares
Total Postal Ballot Forms received	1894	1159131
Less : Invalid Postal Ballot Forms	335	117610
Total Valid Postal Ballot Forms	1559	1041521
Votes with Assent for the Resolution	1472	1011901
Votes with Dissent for the Resolution	87	29620

b) Voting through Electronic Mode (e-voting):

Particulars	No. of members	No. of equity shares
Votes cast through e-Voting	515	294383330
Less : Invalid votes	19	14914001
Total Number of Valid Votes	496	279469329
Votes with Assent for the Resolution	416	270622491
Votes with Dissent for the Resolution	80	8846838

11. The consolidated summary of valid Votes (voting through Physical Postal Ballot Forms and electronic mode) is as under:

Particulars	No. of members	No. of equity shares	% of valid votes received
Total Valid Votes	2055	280510850	100
Votes with Assent for the Resolution	1888	271634392	96.84
Votes with Dissent for the Resolution	167	8876458	3.16

12. Details of voting (through Physical Postal Ballot Forms and e-Voting) as per Clause 35A of the Listing Agreement are as under:

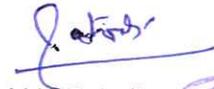
Category of shareholders	No. of Shares held (1)	No. of valid votes polled			% of Votes polled on outstanding shares (3) = [2/1] *100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6) = [4/2] *100	% of votes against on votes polled (7) = [5/2] *100
		E-voting (2a)	Physical (2b)	Total (a+b) (2)					
Promoter and Promoter Group	236262803	232680382	0	232680382	98.48	232680382	0	100.00	0.00
Public – Institutional Shareholders	76898133	46483608	440000	46923608	61.02	38109651	8813957	81.22	18.78
Public – others	103046916	305339	601521	906860	0.88	844359	62501	93.11	6.89
TOTAL	416207852	279469329	1041521	280510850	67.40	271634392	8876458	96.84	3.16



13. I will hand over the Postal Ballot Forms and other related documents, registers and records for safe custody of the Company after the Chairman of the meeting considers, approves and signs the minutes.
14. You may kindly declare the result of voting by Postal Ballot in respect of the Special Resolution mentioned in the Postal Ballot Notice.

Thanking You,

Yours Truly,



M.L. Patodi
Advocate

M. L. Patodi
Advocate
PATODI BHAWAN
23, Ballabh Nagar E...
Kota-324007 (raj.)

Place: Gadepan

Date: September 17, 2014