

राष्ट्रीय केमिकल्स एण्ड
फर्टिलाइजर्स लिमिटेड
(भारत सरकार का उपक्रम)
साथ बढ़ें समृद्धि की ओर



**Rashtriya Chemicals and
Fertilizers Limited**

(A Government of India Undertaking)
Let us grow together

जय भगवान शर्मा
कंपनी सचिव

JAI BHAGWAN SHARMA
COMPANY SECRETARY

"प्रियदर्शिनी",
ईस्टर्न एक्सप्रेस हाइवे,
सायन, मुंबई - 400 022.

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

दूरभाष / Tel. (Off.) : (022) 24045024 फैक्स / Fax : (022) 24045022 • ई-मेल / E-mail : jbsharma@rcfltd.com वेबसाईट / Web : www.rcfltd.com
CIN: L24110MH1978GOI020185

RCF/CS/Stock Exchanges /2019

25th September, 2019

The Corporate Relations Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.	The Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra(East), Mumbai- 400 051.
Script Code: 524230	Script Code: RCF EQ

Dear Sir/Madam,

Sub: Voting Results of 41st Annual General Meeting(AGM) held on 24th September, 2019

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith results of voting (both remote e-voting as well as physical voting at AGM venue) in the prescribed format for the resolutions proposed at the 41st AGM held on 24th September, 2019.

The resolutions have been passed by the shareholders with requisite majority. The result of the voting is also being hosted on the website of the Company, i.e. www.rcfltd.com and website of the agency i.e. www.evotingindia.com.

This is for kind your information and record

**Yours faithfully,
For Rashtriya Chemicals and Fertilizers Limited**

**(J. B. Sharma)
Company Secretary**

Encl: a./a.

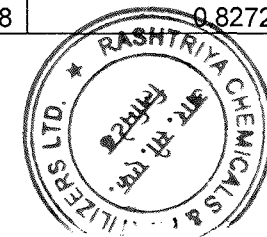
SUBMISSION OF VOTING RESULTS IN RELATION TO 41st ANNUAL GENERAL MEETING OF THE COMPANY AS PER REGULATION 44(3) OF SEBI(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

1.	Date of the AGM	24 th September, 2019
2.	Total Number of Shareholders on record date	1,74,302
3.	No. of Shareholders present in the meeting either in person or proxy	
	Promoter and Promoters Group	1
	Public	131
4.	No. of Shareholders attended the meeting through Video Conferencing :	
	Promoter and Promoter Group	Not Applicable
	Public	Not Applicable

Agenda wise disclosure

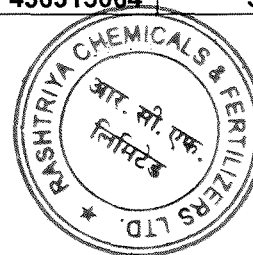
Resolution Required : (Ordinary)			Resolution No.1 - To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2019, including Profit & Loss Statement for the year ended 31st March, 2019 and Balance Sheet as at that date together with the Reports of Directors and Independent Statutory Auditors and comments thereon of the Comptroller and Auditor General of India.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% 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
Promoter and Promoter Group	E-Voting	413769483	413769483	100.0000	413769483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		413769483	100.0000	413769483	0	100.0000	0.0000
Public Institutions	E-Voting	28109126	22157795	78.8278	22157795	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22157795	78.8278	22157795	0	100.0000	0.0000
Public Non Institutions	E-Voting	109809491	138900	0.1265	137751	1149	99.1728	0.8272

Signature



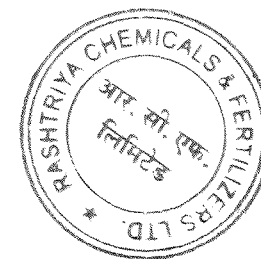
	Poll		3987	0.0036	3987	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142887	0.1301	141738	1149	99.1959	0.8041
Total		551688100	436070165	79.0429	436069016	1149	99.9997	0.0003

Resolution Required : (Ordinary)			Resolution No. 2 - To declare dividend on equity share capital for the financial year 2018-19.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of 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
			[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	413769483	413769483	100.0000	413769483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		413769483	100.0000	413769483	0	100.0000	0.0000
Public Institutions	E-Voting	28109126	22403849	79.7031	22403849	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22403849	79.7031	22403849	0	100.0000	0.0000
Public Non Institutions	E-Voting	109809491	138900	0.1265	138345	555	99.6004	0.3996
	Poll		3987	0.0036	3987	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142887	0.1301	142332	555	99.6116	0.3884
Total		551688100	436316219	79.0875	436315664	555	99.9999	0.0001



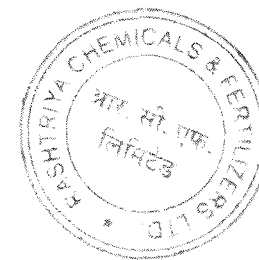
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Resolution Required : (Ordinary)		Resolution No.3 - To appoint a Director in place of Shri Sudhir D. Panadare (DIN: 07933191), who retires by rotation and being eligible, offers himself for reappointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% 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
Promoter and Promoter Group	E-Voting	413769483	413769483	100.0000	413769483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		413769483	100.0000	413769483	0	100.0000	0.0000
Public Institutions	E-Voting	28109126	22403849	79.7031	16803804	5600045	75.0041	24.9959
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22403849	79.7031	16803804	5600045	75.0041	24.9959
Public Non Institutions	E-Voting	109809491	138900	0.1265	134605	4295	96.9078	3.0922
	Poll		3987	0.0036	3987	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142887	0.1301	138592	4295	96.9941	3.0059
Total		551688100	436316219	79.0875	430711879	5604340	98.7155	1.2845



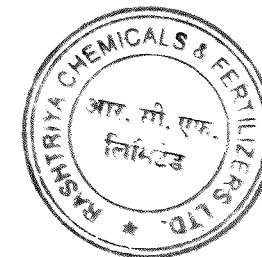
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Resolution Required : (Ordinary)		Resolution No.4 - To appoint a Director in place of Shri Umesh Dongre (DIN: 08039073), who retires by rotation and being eligible, offers himself for reappointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% 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
Promoter and Promoter Group	E-Voting	413769483	413769483	100.0000	413769483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		413769483	100.0000	413769483	0	100.0000	0.0000
Public Institutions	E-Voting	28109126	22403849	79.7031	17624406	4779443	78.6669	21.3331
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22403849	79.7031	17624406	4779443	78.6669	21.3331
Public Non Institutions	E-Voting	109809491	138900	0.1265	134605	4295	96.9078	3.0922
	Poll		3987	0.0036	3987	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142887	0.1301	138592	4295	96.9941	3.0059
Total		551688100	436316219	79.0875	431532481	4783738	98.9036	1.0964



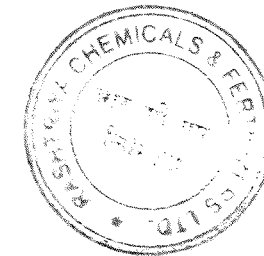
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Resolution Required : (Ordinary)		Resolution No. 5 - To fix remuneration of Statutory Auditors for the Financial Year 2019-20.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% 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
	Poll	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	0	0.0000	0	0	0.0000	0.0000	
	Total	413769483	100.0000	413769483	0	100.0000	0.0000	
Public Institutions	E-Voting	28109126	22403849	79.7031	22403849	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22403849	79.7031	22403849	0	100.0000	0.0000
Public Non Institutions	E-Voting	109809491	138900	0.1265	136594	2306	98.3398	1.6602
	Poll		3987	0.0036	3987	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142887	0.1301	140581	2306	98.3861	1.6139
Total		551688100	436316219	79.0875	436313913	2306	99.9995	0.0005



Jain

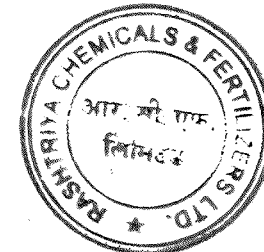
Resolution Required : (Ordinary)		Resolution No.6 - To appoint Shri K. U. Thankachen (DIN: 06946476) as a Director (Marketing) of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% 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
Promoter and Promoter Group	E-Voting	413769483	413769483	100.0000	413769483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		413769483	100.0000	413769483	0	100.0000	0.0000
Public Institutions	E-Voting	28109126	22403849	79.7031	15474382	6929467	69.0702	30.9298
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22403849	79.7031	15474382	6929467	69.0702	30.9298
Public Non Institutions	E-Voting	109809491	138900	0.1265	136386	2514	98.1901	1.8099
	Poll		3987	0.0036	3987	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142887	0.1301	140373	2514	98.2406	1.7594
Total		551688100	436316219	79.0875	429384238	6931981	98.4112	1.5888



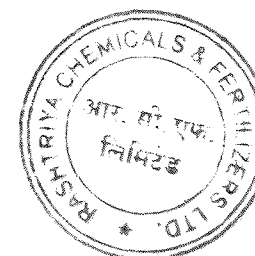
Signature

Resolution Required : (Ordinary)		Resolution No. 7 - To appoint Prof. Anil Kumar Singh (DIN: 08382601) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of 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	E-Voting	413769483	413769483	100.0000	413769483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		413769483	100.0000	413769483	0	100.0000	0.0000
Public Institutions	E-Voting	28109126	22403849	79.7031	22403849	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22403849	79.7031	22403849	0	100.0000	0.0000
Public Non Institutions	E-Voting	109809491	138900	0.1265	136663	2237	98.3895	1.6105
	Poll		3987	0.0036	3987	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142887	0.1301	140650	2237	98.4344	1.5656
Total		551688100	436316219	79.0875	436313982	2237	99.9995	0.0005

Signature

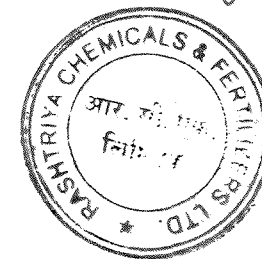


Resolution Required : (Ordinary)		Resolution No. 8 - To appoint Dr. Shambhu Kumar (DIN: 07368172) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes 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	E-Voting	413769483	413769483	100.0000	413769483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		413769483	100.0000	413769483	0	100.0000	0.0000
Public Institutions	E-Voting	28109126	22403849	79.7031	22403849	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22403849	79.7031	22403849	0	100.0000	0.0000
Public Non Institutions	E-Voting	109809491	138900	0.1265	135961	2939	97.8841	2.1159
	Poll		3987	0.0036	3987	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142887	0.1301	139948	2939	97.9431	2.0569
Total		551688100	436316219	79.0875	436313280	2939	99.9993	0.0007



Sanjay

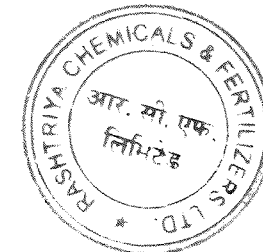
Resolution Required : (Ordinary)			Resolution No. 9 - Approval of Cost Auditors remuneration for the financial year 2019-20.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	E-Voting	413769483	413769483	100.0000	413769483	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		413769483	100.0000	413769483	0	100.0000	0.0000
Public Institutions	E-Voting	28109126	22403849	79.7031	22403849	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22403849	79.7031	22403849	0	100.0000	0.0000
Public Non Institutions	E-Voting	109809491	138900	0.1265	136678	2222	98.4003	1.5997
	Poll		3987	0.0036	3987	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142887	0.1301	140665	2222	98.4449	1.5551
Total		551688100	436316219	79.0875	436313997	2222	99.9995	0.0005



Resolution Required : (Special)		Resolution No.10 - To approve offer or invitation to subscribe to Secured Non-Convertible Debentures on private placement.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% 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
	Poll	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	0	0.0000	0	0	0.0000	0.0000	
	Total	413769483	100.0000	413769483	0	100.0000	0.0000	
Public Institutions	E-Voting	28109126	22403849	79.7031	22403849	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22403849	79.7031	22403849	0	100.0000	0.0000
Public Non Institutions	E-Voting	109809491	138900	0.1265	135629	3271	97.6451	2.3549
	Poll		3988	0.0036	3962	26	99.3480	0.6520
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142888	0.1301	139591	3297	97.6926	2.3074
Total		551688100	436316220	79.0875	436312923	3297	99.9992	0.0008

Based on the above, all resolutions as set out in Notice of 41st Annual General Meeting have been passed by the Members with requisite majority.

For Rashtriya Chemicals and Fertilizers Limited



Jenivan
(J. B. Sharma)
Company Secretary

Date: 25th September, 2019
Place: Mumbai

Combined Report of Scrutinizer for Remote e-Voting and Poll

To,

Mr. Umesh V. Dhattrak

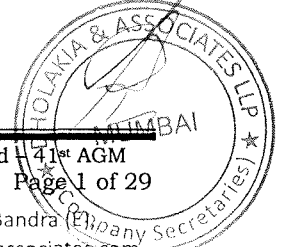
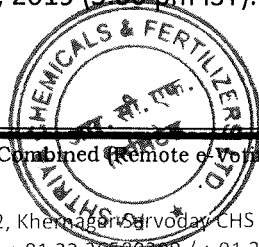
The Chairperson of 41st Annual General Meeting of Rashtriya Chemicals and Fertilizers Limited
Held on Tuesday, 24th September, 2019 at 3.00 p.m. at "Sivaswamy Auditorium", The Fine Arts Society, Fine Arts Chowk, RC Marg, Chembur, Mumbai - 400 071.

Dear Sir,

I, **CS Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Rashtriya Chemicals and Fertilizers Limited ("the Company")** pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-Voting) and the Poll Process for the resolutions contained in the Notice of 41st Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. After the time fixed for the poll by the Chairperson, one (1) empty ballot box kept for polling was locked in my presence and members who were present.
3. The locked ballot box was subsequently opened in my presence and in the presence of Mr. Mahesh Yadav and Mr. Pravin V. Kadam who are not in the employment of the Company (**Declaration attached**). The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
5. The Remote e-Voting commenced on September 20, 2019 (9:00 am IST) and was closed on September 23, 2019 (5.00 pm IST).

Jainwan



Scrutinizer's Report – Combined (Remote e-Voting and Poll) – Rashtriya Chemicals and Fertilizers Limited | 41st AGM
Page 1 of 29

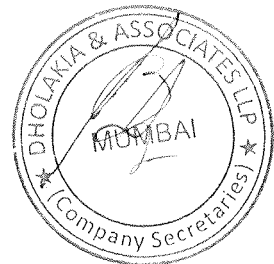
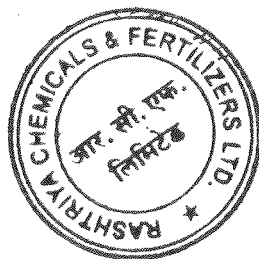
6. The Remote e-Voting Result was unblocked at Mumbai from the website of Central Depository Services (India) Limited i.e. www.evotingindia.com after votes cast by Poll at the Meeting was counted by me and the Excel File containing the Result was opened in the presence of Mr. Mahesh Yadav and Mr. Pravin V. Kadam who are not in the employment of the Company. **(Declaration attached)**

7. The Combined Result (Remote e-Voting + Poll) is as under :

(a) **Item No 1: To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended 31st March, 2019, including Profit & Loss Statement for the year ended 31st March, 2019 and Balance Sheet as at that date together with the Reports of Directors and Auditors thereon.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	117	43,60,66,178
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	117	43,60,66,178
B. Poll		
Total Votes received by Poll	29	9,668
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	20	3,987
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	146	43,60,75,846
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	137	43,60,70,165

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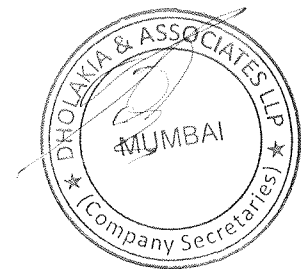
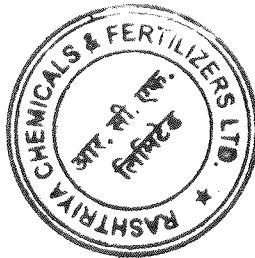
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
111	43,60,65,029	99.9997
B. Poll		
20	3,987	100.00
C. Combined (A+B)		
131	43,60,69,016	99.9997

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
6	1,149	0.0003
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
6	1,149	0.0003

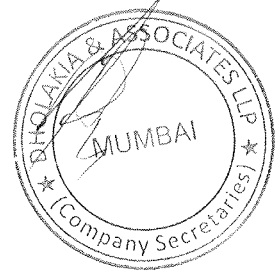
Sarwam



(b) Item No 2: To declare dividend on equity share capital for the financial year 2018-19.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	118	43,63,12,232
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	118	43,63,12,232
B. Poll		
Total Votes received by Poll	29	9,668
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	20	3,987
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	147	43,63,21,900
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	138	43,63,16,219

Jeniram



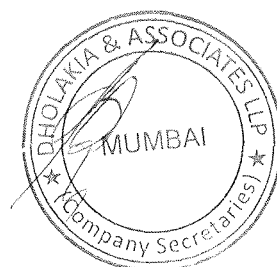
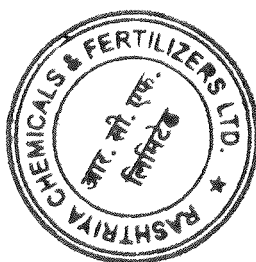
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
115	43,63,11,677	99.9999
B. Poll		
20	3,987	100.00
C. Combined (A+B)		
135	43,63,15,664	99.9999

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
3	555	0.0001
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
3	555	0.0001

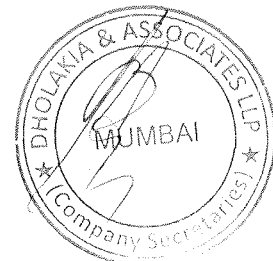
Sanjivani



- (c) Item No 3: To appoint a Director in place of Shri. Sudhir D. Panadare (DIN: 07933191), who retires by rotation and being eligible, offers himself for reappointment.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	118	43,63,12,232
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	118	43,63,12,232
B. Poll		
Total Votes received by Poll	29	9,668
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	20	3,987
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	147	43,63,21,900
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	138	43,63,16,219

Sarivan



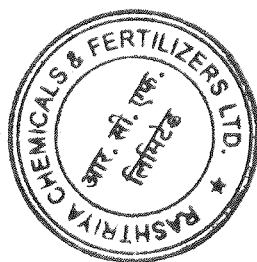
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
90	43,07,07,892	98.7155
B. Poll		
20	3,987	100.00
C. Combined (A+B)		
110	43,07,11,879	98.7155

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
28	56,04,340	1.2845
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
28	56,04,340	1.2845

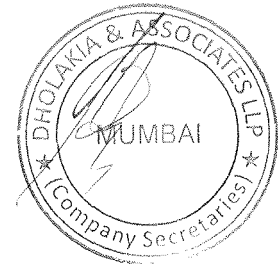
Sanjay



- (d) Item No 4: To appoint a Director in place of Shri. Umesh Dongre (DIN: 08039073), who retires by rotation and being eligible, offers himself for reappointment.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	118	43,63,12,232
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	118	43,63,12,232
B. Poll		
Total Votes received by Poll	29	9,668
<u>Less:</u> Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	20	3,987
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	147	43,63,21,900
<u>Less:</u> Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	138	43,63,16,219

Umesh Dongre



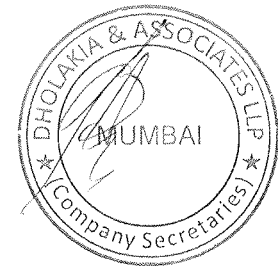
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
93	43,15,28,494	98.9036
B. Poll		
20	3,987	100.00
C. Combined (A+B)		
113	43,15,32,481	98.9036

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
25	47,83,738	1.0964
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
25	47,83,738	1.0964

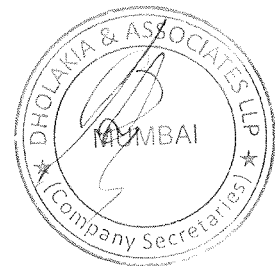
Jenison



(e) Item No 5: To fix the remuneration of Statutory Auditors for the Financial year 2019-2020.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	118	43,63,12,232
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	118	43,63,12,232
B. Poll		
Total Votes received by Poll	29	9,668
<u>Less:</u> Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	20	3,987
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	147	43,63,21,900
<u>Less:</u> Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	138	43,63,16,219

Sanjiv

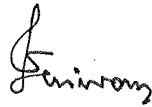
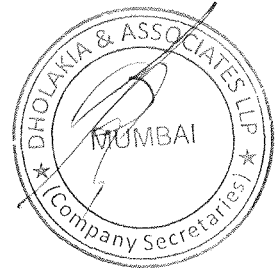
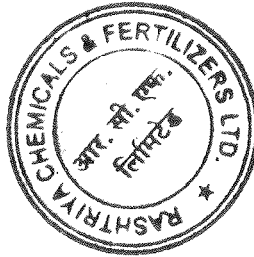


(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
109	43,63,09,926	99.9995
B. Poll		
20	3,987	100.00
C. Combined (A+B)		
129	43,63,13,913	99.9995

(ii) Voted against the resolution:

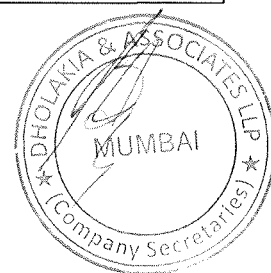
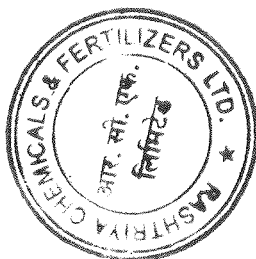
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
9	2,306	0.0005
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
9	2,306	0.0005

(f) Item No 6: To appoint Shri K.U. Thankachen, (DIN: 06946476) as Director (Marketing) of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	118	43,63,12,232
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	118	43,63,12,232
B. Poll		
Total Votes received by Poll	29	9,668
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	20	3,987
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	147	43,63,21,900
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	138	43,63,16,219

Sanjay

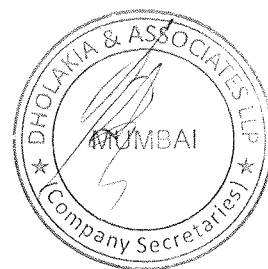


(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
90	42,93,80,251	98.4112
B. Poll		
20	3,987	100.00
C. Combined (A+B)		
110	42,93,84,238	98.4112

(ii) Voted against the resolution:

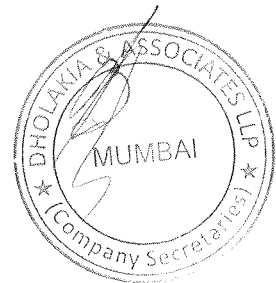
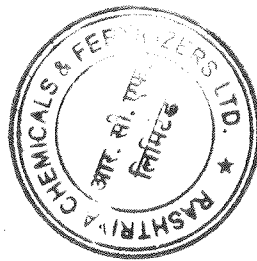
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
28	69,31,981	1.5888
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
28	69,31,981	1.5888

(g) Item No 7: To appoint Prof. Anil Kumar Singh (DIN: 08382601), as an Independent Director of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	118	43,63,12,232
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	118	43,63,12,232
B. Poll		
Total Votes received by Poll	29	9,668
<u>Less:</u> Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	20	3,987
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	147	43,63,21,900
<u>Less:</u> Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	138	43,63,16,219

Sarivan



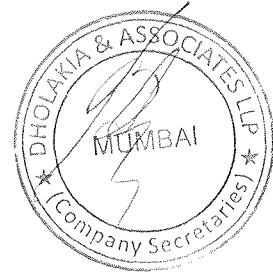
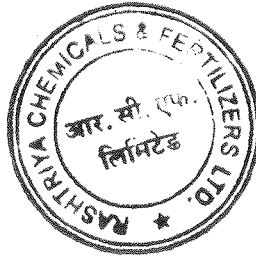
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
108	43,63,09,995	99.9995
B. Poll		
20	3,987	100.00
C. Combined (A+B)		
128	43,63,13,982	99.9995

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
10	2,237	0.0005
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
10	2,237	0.0005

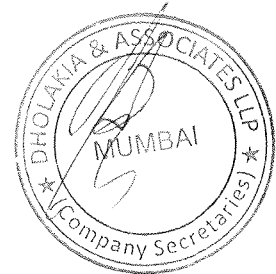
[Handwritten Signature]



(h) Item No 8: To appoint Dr. Shambhu Kumar (DIN: 07368172), as an Independent Director of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	118	43,63,12,232
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	118	43,63,12,232
B. Poll		
Total Votes received by Poll	29	9,668
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	20	3,987
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	147	43,63,21,900
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	138	43,63,16,219

Shambhu Kumar



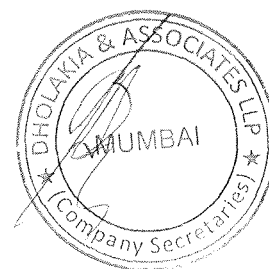
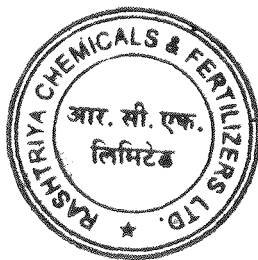
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
106	43,63,09,293	99.9993
B. Poll		
20	3,987	100.00
C. Combined (A+B)		
126	43,63,13,280	99.9993

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
12	2,939	0.0007
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
12	2,939	0.0007

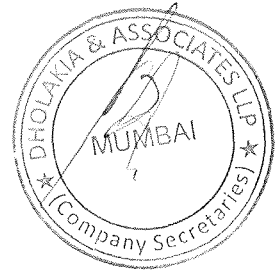
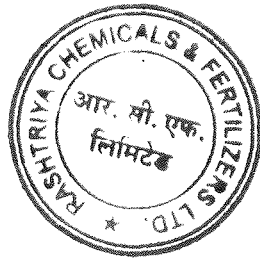
Jainam



(i) Item No 9: Approval of the Cost Auditor's remuneration.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	118	43,63,12,232
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	118	43,63,12,232
B. Poll		
Total Votes received by Poll	29	9,668
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	20	3,987
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	147	43,63,21,900
Less: Total Number of Invalid Votes	9	5,681
Total Number of Valid Votes	138	43,63,16,219

Jainwani



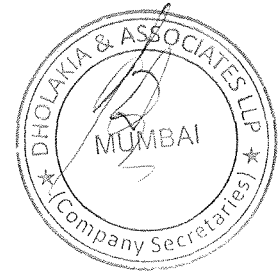
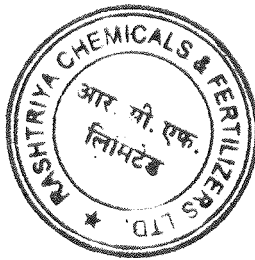
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
108	43,63,10,010	99.9995
B. Poll		
20	3,987	100.00
C. Combined (A+B)		
128	43,63,13,997	99.9995

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
10	2,222	0.0005
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
10	2,222	0.0005

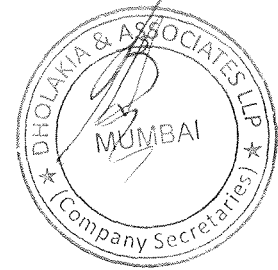
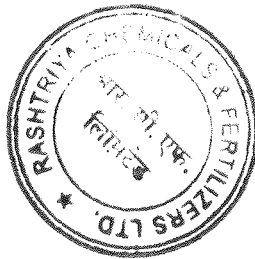
Jainwani



(j) **Item No 10: To approve offer or invitation to subscribe to Secured Non-Convertible Debentures on private placement -Special Resolution**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	118	43,63,12,232
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	118	43,63,12,232
B. Poll		
Total Votes received by Poll	29	9,668
Less: Total Number of Invalid Votes	8	5,680
Total Number of Valid Votes	21	3,988
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	147	43,63,21,900
Less: Total Number of Invalid Votes	8	5,680
Total Number of Valid Votes	139	43,63,16,220

Jainsons



(i) Voted in favour of the resolution:

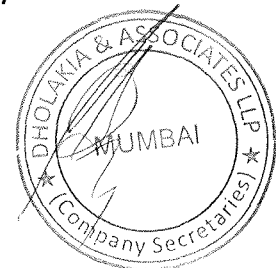
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
107	43,63,08,961	99.9993
B. Poll		
19	3,962	99.3480
C. Combined (A+B)		
126	43,63,12,923	99.9993

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
11	3,271	0.0007
B. Poll		
2	26	0.6520
C. Combined (A+B)		
13	3,297	0.0007

8. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
9. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection and Report on Invalid Remote e-Voting Votes and Poll Papers provided in the Annexure attached herewith which forms an integral part of this Report.
10. The poll papers and all other relevant records were sealed and handed over to Mr. J. B. Sharma, Company Secretary of the Company authorized by the Board for safe keeping.

J. B. Sharma

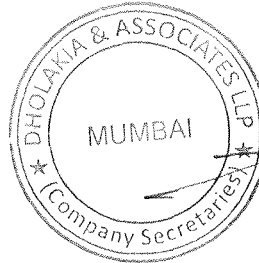


11. You may accordingly declare the result of the Remote e-Voting and Poll.

12. The Register of Remote e-Voting will be e-mailed to the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,

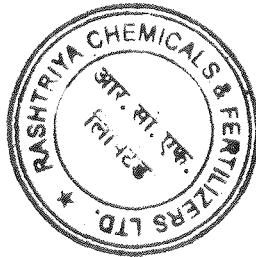


CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place: Mumbai

Date: 25th September, 2019

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ANNEXURE**A. BASIS OF ACCEPTANCE****I. VOTING THROUGH ELECTRONIC MODE:**

1. Member has voted only through Remote e-Voting i.e. electronic mode.

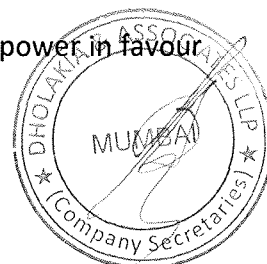
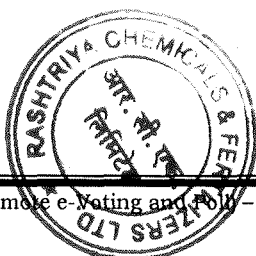
II. PHYSICAL POLL FORM:

2. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
3. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
4. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
5. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
6. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
7. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and Voting done through Poll has been treated as Invalid.

B. BASIS OF REJECTION**I. VOTING THROUGH ELECTRONIC MODE:**

1. Corporate / Institutional Members (other than Individuals, HUF, NRI etc.) who have not uploaded the scanned copy of the relevant Board Resolution / Authority Letter / Power of Attorney, etc. on the website www.evotingindia.com and provided by the Company have been considered invalid.
2. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.

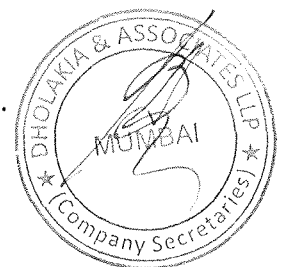
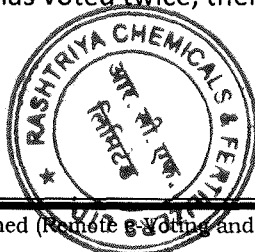
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II. PHYSICAL POLL FORM:

3. Shareholder has not put any mark on either assent or dissent.
4. Poll paper is not signed.
5. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
6. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.
7. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
8. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.
9. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizers to identify either the Member or the number of votes.
10. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
11. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
12. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
13. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and voting done through Poll has been treated as Invalid.
14. If the Shareholder has voted twice, then one poll paper has been considered.

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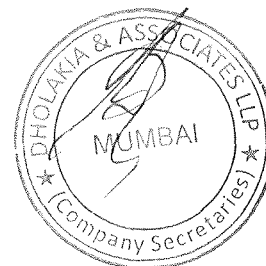
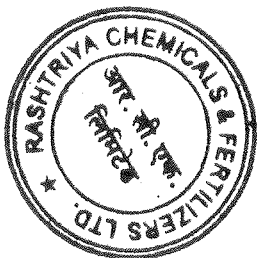
C. REPORT FOR POLL PAPERS.**i. For Item No. 1:**

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not Voted	1	1
4.	Not signed	1	105
TOTAL		9	5,681

ii. For Item No. 2:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not Voted	1	1
4.	Not signed	1	105
TOTAL		9	5,681

Forwards



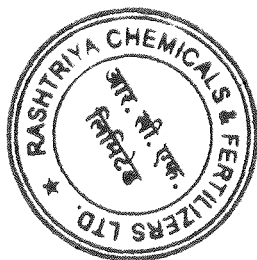
iii. For Item No. 3:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not Voted	1	1
4.	Not signed	1	105
TOTAL		9	5,681

iv. For Item No. 4:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not Voted	1	1
4.	Not signed	1	105
TOTAL		9	5,681

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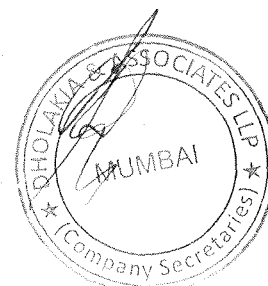
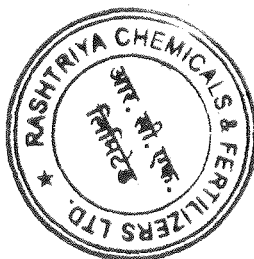
v. For Item No. 5:

Sr. No.	Category	No. of forms	Total number of invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not Voted	1	1
4.	Not signed	1	105
TOTAL		9	5,681

vi. For Item No. 6:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not Voted	1	1
4.	Not signed	1	105
TOTAL		9	5,681

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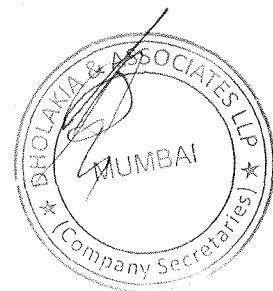
vii. For Item No. 7:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not Voted	1	1
4.	Not signed	1	105
TOTAL		9	5,681

viii. For Item No. 8:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not Voted	1	1
4.	Not signed	1	105
TOTAL		9	5,681

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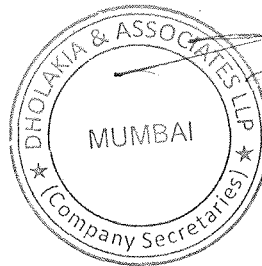


ix. For Item No. 9:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not Voted	1	1
4.	Not signed	1	105
TOTAL		9	5,681

x. For Item No. 10:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Rs. 10/- each)
PHYSICAL POLL FORM:			
1.	Signature mismatch	1	30
2.	Signature not available.	6	5,545
3.	Not signed	1	105
TOTAL		8	5,680

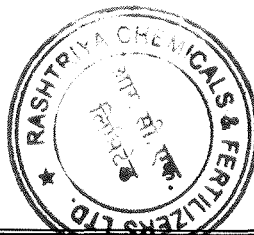


CS Bhumitra V. Dholakia
CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place: Mumbai

Date: 25th September, 2019

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TO WHOMSOEVER IT MAY CONCERN

We, Mahesh Yadav and Pravish Kadam hereby state that the Polling Box, in which Equity Shareholders of **Rashtriya Chemicals and Fertilizers Limited ("the Company")** cast their vote by way of Poll at the 41st Annual General Meeting of the Company held on Tuesday, the 24th September, 2019 at 3.00 p.m. at "Sivaswamy Auditorium", The Fine Arts Society, Fine Arts Chowk, RC Marg, Chembur, Mumbai - 400 071, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same were in sealed condition and without any tampering.

Witness 1

Name: Mahesh Yadav

Address: 247 Park, Home Town, Tower - C-101,
Link Intime india Pvt Ltd. Vikhroli (W.)

Signature: 

Witness 2

Name: Pravish V. Kadam

Address: 247, Park, Home Town, Tower c 101
Link intime india Pvt Ltd. Vikhroli (W)

Signature: 

TO WHOMSOEVER IT MAY CONCERN

We, Maheesh Yadav and Pravish Karlam hereby state that the Excel Sheet containing the Results of Remote e-Voting of **Rashtriya Chemicals and Fertilizers Limited ("the Company")** for the 41st Annual General Meeting of the Company held on Tuesday, the 24th September, 2019 at 3.00 p.m. at "Sivaswamy Auditorium", The Fine Arts Society, Fine Arts Chowk, RC Marg, Chembur, Mumbai - 400 071 was unblocked from the website of Central Depository Services (India) Limited i.e. www.evotingindia.com and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Maheesh Yadav

Address: 247 Park, Home Town, Tower C-101
Link Intime India Pvt Ltd. Vikhroli (W)

Signature: 

Witness 2

Name: Pravish Karlam

Address: 247 Park, Home Town, Tower C 101
Link Intime India Pvt Ltd. Vikhroli (W)

Signature: 