



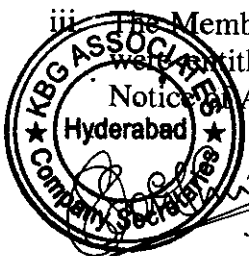
SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the companies Act 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
Nagarjuna Fertilizers and Chemicals Limited
D.No.8-2-248, Nagarjuna Hills,
Punjagutta,
Hyderabad - 500082

Dear Sir,

1. The Board of Directors of the Company, vide Resolution dated July 23, 2015 had, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014, appointed me as Scrutinizer for the e-Voting process in relation to matters set out in the Notice convening 9th Annual General Meeting (AGM) of the company scheduled to be held on September 29, 2015 at 10.00 AM at Sri Satya Sai Nigamagamam, Sri Nagar Colony, Hyderabad – 500082.
2. The Management of the company is responsible to ensure compliance with the requirements of the Companies Act 2013 and Rules relating to E-Voting and Poll on Resolutions contained in the Notice of the AGM of the Company. My responsibility as a scrutinizer for the e-voting process and Poll at the AGM is restricted to make a scrutinizer report of the votes casted in favour or against resolutions as mentioned as above, based on the reports generated from the e-Voting System provided by Central depository Services (India) Limited (“CDSL”) the authorised agency engaged to provide e-voting facilities and Votes casted at the Poll through Physical means at the AGM.
3. Further to the above, I Submit my report as under:
 - i. The E-Voting period remained open from Friday September 25, 2015 (9.00 A.M.) to Monday September 28, 2015 (5.00 P.M.)
 - ii. All the Ballot Forms received till the end of the AGM held on 29th September, 2015 were scrutinized.
 - iii. The Members of the company as on the “cut-off” date i.e. September 22, 2015 were entitled to vote on the Resolutions (Item No.1 to Item 9 as set out in Notice of AGM of the Company)





- iv. The votes cast were unblocked after the completion of e-voting process at 5.00 P.M. on Monday, September 28, 2014 in the presence of 2 witnesses Mr. Amit K Nagda and Mr. Rahul Joshi who are not in the employment of Company.
- v. The details containing, *inter-alia*, list of shareholders, who voted "For" and "Against", were downloaded from the e-Voting website of Central Depository Services (India) Limited (CDSL) and also the Ballot Forms were sorted.

Item No: 1

(Ordinary Resolution)

Adoption of Financial Statements for the year ended March 31, 2015 and the Directors Report and Auditors Report thereon:

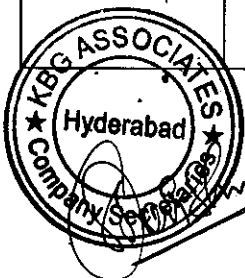
Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
34,39,83,480	0	34,33,71,358	99.82%	6,12,122	0.18%	Passed with requisite majority as ordinary Resolution

Item No: 2 –

(Ordinary Resolution)

Appointment of Mr. Chandra Pal Singh Yadav, who retires by rotation:

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
34,39,83,480	401	33,77,17,575	98.17	62,65,504	1.83%	Passed with requisite majority as Ordinary Resolution





Item No: 3 –

(Ordinary Resolution)

Ratification of the Appointment of M/s Bhaskara Rao & Co. as Statutory Auditor of the company

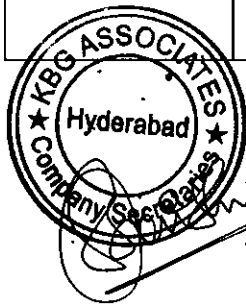
Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
34,39,83,480	181	34,25,48,622	99.58%	14,34,677	0.42%	Passed with requisite majority as Ordinary Resolution

Item No: 4 –

(Ordinary Resolution)

Appointment of Ms. Lalitha Raghuram as an Independent Director:

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
34,39,83,480	401	34,33,70,495	99.82%	6,12,584	0.18%	Passed with requisite majority as Ordinary Resolution





Item No: 5 –

(Ordinary Resolution)

Appointment of Mr. D Ranga Raju as an Independent Director:

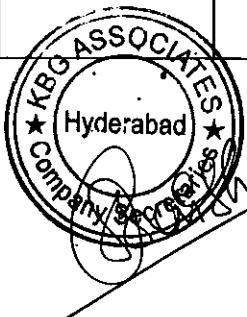
Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
34,39,83,480	401	34,33,70,495	99.82%	6,12,584	0.18%	Passed with requisite majority as Ordinary Resolution

Item No: 6

(Special Resolution)

Approval of Remuneration payable to Cost Auditor, Mr. Dantu Mitra, for the Financial Year 2015-2016:

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
34,39,83,480	0	34,33,69,246	99.82%	6,14,234	0.18%	Passed with requisite majority as Special Resolution





Item No: 7 –

(Special Resolution)

Approval for making Contribution to Nagarjuna Foundation for an amount not exceeding Rs. 2 Crores during the Financial Year 2015-2016. (Related Party Transactions)

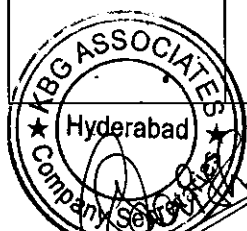
Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
34,39,83,480	434	33,96,58,810	98.74%	43,24,236	1.26%	Passed with requisite majority as Special Resolution

Item No: 8 –

(Special Resolution)

Approval to Borrow from time to time upto a sum not exceeding Rs. 7500 Crores:

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
34,39,83,480	286	34,31,92,510	99.77%	7,90,684	0.23%	Passed with requisite majority as Special Resolution





Item No: 9 –

(Special Resolution)

Approval to Mortgage and/or create charge on all Immovable or Movable properties or such other assets of the company to create security:

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
34,39,83,480	467	34,31,92,593	99.77%	7,90,420	0.23%	Passed with requisite majority as Special Resolution

All the relevant records of e-voting and Ballot Forms will remain in our custody until the Chairman considers, approves and signs the minutes of the 9th AGM and the same shall be thereafter handed over to the Company Secretary of the company for safe custody.

Place: Hyderabad
Date: 30-09-2015



(Srikrishna S Chintalapati)
CP # 6262
Company Secretary in Practice
KBG Associates, Company Secretaries