



SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

Name of the Company	Nagarjuna Fertilizers and Chemicals Limited
Nature of meeting	Annual General Meeting
Number of Meeting	14 th Annual General Meeting
Day, Date and Time of Meeting	Wednesday, December 30, 2020 at 10:00 A.M.
Venue of Meeting	D. No 8-2-248, Nagarjuna Hills, Punjagutta, Hyderabad - 500082

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

Dear Sir,

Sub: Consolidated Scrutinizers Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule made there under and e voting during the AGM pursuant to MCA General circular number 14/2020 dated April 08, 2020

- 1) The Board of Directors of the Company, vide Resolution dated November 30, 2020 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 remote e-voting process as well as e-voting facility during the 14th Annual General Meeting (AGM), in relation to matters set out in the Notice convening AGM of the Company held on Wednesday, December 30, 2020 at 10.00 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM).
- 2) The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means by the Members on Resolutions contained in the Notice of the AGM of the Company.
- 3) My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer Report of the total votes cast in favour or against, if any, to the Chairman on the Resolutions passed, based on reports generated from the e-voting System provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency engaged to provide e-voting facilities at the AGM.



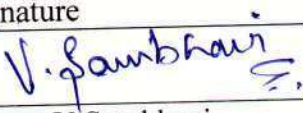
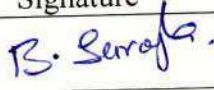


- 4) Pursuant to Regulation 44(1) and (2) of SEBI (Listing Obligations and Disclosure requirements regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the Annual General Meeting, the scrutinizer shall have to access after closure of period of remote e-voting and before the start of Annual General Meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID and Client ID / Folios numbers of shares held, but not the manner they have voted. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID and Client ID / Folios numbers and shareholding of the Members who had cast their votes through remote e-voting.
- 5) The Company has provided the facility of e-voting during the AGM to the Members who attended the AGM and had not casted their votes through remote e-voting facility.
- 6) The Company has informed that, on the basis of the Register of Members, and the List of Beneficial Owners made available by the depository viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the 14th AGM on December 08, 2020 to Members who had registered their e-mail addresses with the Company / Depositories.
- 7) Further to the above, I Submit my report as under:
 - a) The Company has appointed Central Depository Services (India) Limited (CDSL) as the agency for providing e-voting platform.
 - b) In accordance with the notice of 14th Annual General Meeting sent to the shareholders and the "Advertisement" published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as modified from time to time, the remote e-voting period remained open from 10:00 A.M. on Sunday, December 27, 2020 and ended on Tuesday, December 29, 2020 at 5.00 P.M. and the Members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-voting platform provided by CDSL.
 - c) The Members of the Company as on the "cut-off" date i.e. December 23, 2020 were entitled to vote on the Resolutions (Item No.1 to Item 9 as set out in Notice of AGM of the Company).
 - d) The votes were reconciled with the records maintained by the Company (Investors Service Cell) and CDSL with respect to authorization. ~~Proxies lodged with the company. The votes were also scrutinized for the purpose of eliminating duplicate voting i.e., on remote e-voting as well as e-voting during the Meeting.~~





- e) The votes on remote e-voting were unblocked at around 11.52 A.M., after the conclusion of voting at the AGM on Wednesday, December 30, 2020 in the presence of two witnesses Ms. V Sambhavi and Mrs. B. Saroja who are not in the employment of Company and the e-voting results / list of equity shareholders who have voted for and against were downloaded from the e-voting website of CDSL.
- f) The names and signatures of the Ms. V Sambhavi and Mrs. B. Saroja who witnessed the unblocking of votes are as under

Signature	Signature
	
Name: V Sambhavi	Name B. Saroja

The details containing, *inter-alia*, list of shareholders, who voted "For" and "Against", as downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL) were sorted and it is noted that:

- a) 170 Members had casted their votes at the meeting
- b) 166 Members had casted their votes through remote e-voting
- c) 4 Members had casted their votes through e-voting during the Annual General Meeting.

The consolidated result with respect to each item on the agenda as set out in the notice of the 14th AGM dated December 30, 2020 is enclosed herewith.

Based on the aforesaid results, we report that Five (5) Ordinary Resolutions and Four (4) Special Resolutions as contained from Item No. 1 to Item No. 9 in the notice of AGM dated December 30, 2020 have been passed with the requisite majority, the details of which are as under:





Item No: 1
(Ordinary Resolution)

To receive, consider and adopt the 14th Annual Report of the Company, Balance Sheet as at March 31, 2020, Statement of Profit and Loss for the Financial Year ended March 31, 2020, Cash Flow Statement for the Financial Year ended March 31, 2020, Statement of Change in Equity for the year ended March 31, 2020 and the Reports of the Directors and Auditors thereon.

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	156	180280763	04	11014303	160	191295066	99.99
Dissent	10	13871	0	0	10	13871	0.01
Total	166	180294364	04	11014303	170	191308937	100

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the Fourteenth Annual General Meeting date December 30, 2020 has been passed with requisite majority.

Item No: 2
(Ordinary Resolution)

To appoint a Director in place of Mr. Uday Shankar Jha (DIN: 00056510) who retires by rotation and being eligible offers himself for re-appointment:

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	152	180276939	04	11014303	156	191291242	99.99
Dissent	14	17695	0	0	14	17695	0.01
Total	166	180294634	04	11014303	170	191308937	100

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of the Fourteenth Annual General Meeting date December 30, 2020 has been passed with requisite majority.



Item No: 3
(Ordinary Resolution)

To appoint a Director in place of Mr. Chandrapal Singh Yadav (DIN 00023382) who retires by rotation and being eligible offers himself for re-appointment:

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	152	180276939	04	11014303	156	191291242	99.99
Dissent	14	17695	0	0	14	17695	0.01
Total	166	180294634	04	11014303	170	191308937	100

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 3 of the Notice of the Fourteenth Annual General Meeting date December 30, 2020 has been passed with requisite majority.

Item No: 4
(Ordinary Resolution)

To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2021

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	155	180280682	04	11014303	159	191294985	99.99
Dissent	11	13952	0	0	11	13952	0.01
Total	166	180294634	04	11014303	170	191308937	100

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 4 of the Notice of the Fourteenth Annual General Meeting date December 30, 2020 has been passed with requisite majority.



Item No: 5
(Ordinary Resolution)

Appointment of Mr. Rajendra Mohan Gonela as an Independent Director of the Company:

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	153	180279579	04	11014303	157	191293882	99.99
Dissent	13	15055	0	0	13	15055	0.01
Total	166	180294634	04	11014303	170	191308937	100

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 5 of the Notice of the Fourteenth Annual General Meeting date December 30, 2020 has been passed with requisite majority.

Item No: 6
(Special Resolution)

Re-appointment of Mrs. Lalitha Raghuram as an Independent Director for a second consecutive term of five years

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	153	180279010	04	11014303	157	191293313	99.99
Dissent	13	15624	0	0	13	15624	0.01
Total	166	180294634	04	11014303	170	191308937	100

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 6 of the Notice of the Fourteenth Annual General Meeting date December 30, 2020 has been passed with requisite majority.





Item No: 7
(Special Resolution)

Re-appointment of Mr. K Rahul Raju as a Managing Director for a term of three years

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	151	180278787	04	11014303	155	191293090	99.99
Dissent	15	15847	0	0	15	15847	0.01
Total	166	180294634	04	11014303	170	191308937	100

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 7 of the Notice of the Fourteenth Annual General Meeting date December 30, 2020 has been passed with requisite majority.

Item No: 8
(Special Resolution)

Contribution to PM CARES and AP CM relief fund for relief efforts against Covid-19

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	155	180279663	04	11014303	159	191293966	99.99
Dissent	11	14971	0	0	11	14971	0.01
Total	166	180294634	04	11014303	170	191308937	100

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 8 of the Notice of the Fourteenth Annual General Meeting date December 30, 2020 has been passed with requisite majority.





Item No: 9
(Special Resolution)

Sell, transfer, lease and/or otherwise dispose off the investment held in Jaiprakash Engineering and Steel Company Limited, subsidiary Company

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	153	180279255	04	11014303	157	191293558	99.99
Dissent	13	15379	0	0	13	15379	0.01
Total	166	180294634	04	11014303	170	191308937	100

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 9 of the Notice of the Fourteenth Annual General Meeting date December 30, 2020 has been passed with requisite majority.

All the relevant records of e-Voting will remain in our custody until the Chairman considers, approves and signs the minutes of the 14th AGM and the same shall be thereafter handed over to the Company Secretary of the company for safe custody.



**For KBG Associates
Company Secretaries**

(Srikrishna S Chintalapati)

Partner

CP#6262

UDIN: F005984B001800568

Date: 31st December, 2020

Place: Hyderabad