



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	17 th Annual General Meeting
Day, Date and Time of Meeting	Friday, September 15, 2023 at 10:05 A.M.
Venue of Meeting	D.No 8-2-248, Nagarjuna Hills, Punjagutta Hyderabad, Telangana, India – 500082

To
The Chairman
Nagarjuna Fertilizers and Chemicals Limited
D.No.8-2-248, Nagarjuna Hills Punjagutta
Hyderabad, Telangana, India - 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 02/2022, dated 05/05/2022, 02/2021 dated January 13, 2021 read with 14/2020 dated April 08, 2020

- 1) The Board of Directors of the Company, vide Resolution dated 14th August 2023, 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 17th Annual General Meeting (AGM), in relation to matters set out in the Notice convening AGM of the Company held on Friday, 15th September 2023 at 10:05 A.M 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 17th AGM on 24th August 2023, 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 17th 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 9:00 A.M. on Tuesday, 12th September 2023 and ended on Thursday, 14th September 2023 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., 8th September 2023, were entitled to vote on the Resolutions (Item No.1 to Item 8 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.
 - e) The votes on remote e-voting were unblocked at around 12.03 P.M., after the conclusion of voting at the AGM on Friday, 15th September 2023, in the presence of two witnesses Mr. C Jayashankar and Ms. K Sujyoshna 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 Mr. C Jayashankar and Ms. K Sujyoshna who witnessed the unblocking of votes are as under





Signature :	Signature :
Name: Mr. C Jayashankar	Name : Ms. K Sujyoshna

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:

- 1 member had casted his vote through e-voting at the Venue of the Annual General Meeting held on 15th Sep, 2023
- 254 Members had casted their votes through remote e-voting

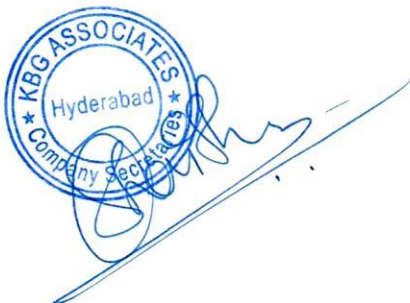
The consolidated result with respect to each item on the agenda as set out in the notice of the 17th AGM dated 15th September, 2023, is enclosed herewith. Based on the aforesaid results, we report that 4 (four) Ordinary Resolutions (as contained in Agenda Item 1, 2, 3 and 6) and 4 (four) Special Resolutions (as contained in Agenda Item 4, 5, 7 and 8) in the notice of AGM dated 14th August 2023, 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 17th Annual Report of the Company, the Standalone and Consolidated Financial Statements for the Financial Year ended 31st March 2023, 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	238	301446880	1	40	239	301446920	99.94
Dissent	15	168122	0	0	15	168122	0.06
Total	253	301615002	1	40	254	301615042	100.000

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the Seventeenth Annual General Meeting dated 15th September 2023, has been passed with requisite majority.



Item No: 2 (Ordinary Resolution)

To approve appointment of 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	229	300942807	1	40	230	300942847	99.78
Dissent	24	672195	0	0	24	672195	0.22
Total	253	301615002	1	40	254	301615042	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of the Seventeenth Annual General Meeting date 15th September 2023, 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	228	301441871	1	40	229	301441911	99.94
Dissent	25	173131	0	0	25	173131	0.06
Total	253	301615002	1	40	254	301615042	100.00

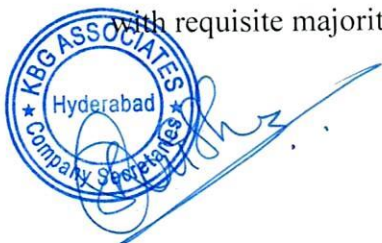
Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 3 of the Notice of the Seventeenth Annual General Meeting dated 15th Sept 2023, has been passed with requisite majority.

Item No: 4 (Special Resolution)

To approve appointment of Mr. Sudhakar Kudva (DIN:02410695) as an Independent Director

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	231	301476967	1	40	232	301477007	99.95
Dissent	20	137565	0	0	20	137565	0.05
Total	251	301614532	1	40	252	301614572	100.00

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 4 of the Notice of the Seventeenth Annual General Meeting dated 15th September 2023, has been passed with requisite majority.





Item No: 5 (Special Resolution)

To approve appointment of Mr. K Rahul Raju,(DIN:00015990) as Managing Director for a term of 3 (three) years.

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	227	300943896	1	40	228	300943936	99.78
Dissent	26	671106	0	0	26	671106	0.22
Total	253	301615002	1	40	254	301615042	100.00

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 5 of the Notice of the Seventeenth Annual General Meeting dated 15th September 2023 has been passed with requisite majority.

Item No: 6 (Ordinary Resolution)

To approve the remuneration of the Cost Auditors for the Financial Year 2023-24

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	236	301480847	1	40	237	301480887	99.96
Dissent	17	134155	0	0	17	134155	0.04
Total	253	301615002	1	40	254	301615042	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 6 of the Notice of the Seventeenth Annual General Meeting dated 15th September 2023, has been passed with requisite majority.

Item No: 7 (Special Resolution)

To approve Slump Sale of unit (s) whole or substantially the whole of the undertaking (s) of Ammonia / Urea and MI businesses along with related assets and liabilities.

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	224	300933119	1	40	225	300933159	99.77
Dissent	30	689296	0	0	30	689296	0.23
Total	254	301622415	1	40	255	301622455	100.00

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 7 of the Notice of the Seventeenth Annual General Meeting dated 15th September 2023, has been passed with requisite majority.





Further, in line with the requirements of compliance of provisions of Regulation 37A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Voting Results by the Public Shareholders in this Particular Item of Agenda can be summarized as under (removing the Promoters Voting) :

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	223	4860979	1	40	224	4861019	87.58
Dissent	30	689296	0	0	30	689296	12.42
Total	253	5550275	1	40	254	5550315	100.000

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 7 of the Notice of the Seventeenth Annual General Meeting dated 15th September 2023, has been passed with requisite majority and in compliance with Regulation 37A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No: 8 (Special Resolution)

To approve Debt Resolution and Funding :

Particulars	Remote e-votes		Voting at Annual General Meeting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	229	301469901	1	40	230	301469941	99.95
Dissent	25	152514	0	0	25	152514	0.05
Total	254	301622415	1	40	255	301622455	100.000

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 8 of the Notice of the Seventeenth Annual General Meeting dated 15th September 2023, 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 17th AGM and the same shall be thereafter handed over to the Company Secretary of the company for safe custody.

(Srikrishna Chintalapati)

CP # 6262

Company Secretary in Practice

KBG Associates

Company Secretaries

Firm Regn No # P2009AP006100

Peer Review Certificate No :1103/2021

UDIN : F005984E001025189



Place: Hyderabad

Date: 16th September, 2023

1st Floor, 1-9-309/A, Near Red Cross Blood Bank, Atchuta Reddy Marg, Vidya Nagar, Hyderabad
Telangana, India - 500 044 Ph : +91 80084 02731. Email : secretarial.consulting@gmail.com



ANNEXURE- 1

Details for Reporting as per Regulation 44 (3) of the Listing Obligations and Disclosure Requirements (LODR) Regulations, 2015, based on results of Voting at the 17th Annual General Meeting held on 15th September 2023 :

Item No: 1; Ordinary Resolution –

To receive, consider and adopt the 17th Annual Report of the Company, the Financial Statements for the FY ended March 31, 2023 and the Directors Report and Auditors thereon.

Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled	No of abstain votes
		(1)	(2)	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	
1	Promoter and Promoter Group	341700129	296072140	86.65	296072140	0	100	0	0
2	Public – Institutional Holders	513433	0	0	0	0	0	0	0
3	Public Others	255851441	5542902	2.17	5374780	168122	96.97	3.03	7413
	Grand Totals	598065003	301615042	88.81	301446920	168122	99.94	0.06	7413



ANNEXURE- 2
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.

Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled	No of abstain votes
		(1)	(2)	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	
1	Promoter and Promoter Group	341700129	296072140	86.65	296072140	0	100	0	0
2	Public – Institutional Holders	513433	0	0	0	0	0	0	0
3	Public Others	255851441	5542902	2.17	4870707	672195	87.87	12.13	7413
	Grand Totals	598065003	301615042	88.81	300942847	672195	99.78	0.22	7413



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.

Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled	No of abstain votes
		(1)	(2)	$[3]=\frac{(2)}{(1)}*100$	[4]	[5]	$[6]=\frac{(4)}{(2)}*100$	$[7]=\frac{(5)}{(2)}*100$	
1	Promoter and Promoter Group	341700129	296072140	86.65	296072140	0	100	0	0
2	Public – Institutional Holders	513433	0	0	0	0	0	0	0
3	Public Others	255851441	5542902	2.17	5369771	173131	96.88	3.12	7413
	Grand Totals	598065003	301615042	88.81	301441911	173131	99.94	0.06	7413



ANNEXURE- 4

Item No: 4 : Special Resolution – To approve appointment of Mr. Sudhakar Kudva (DIN: 02410695) as an Independent Director.

Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled	No of abstain votes
		(1)	(2)	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100	
1	Promoter and Promoter Group	341700129	296072140	86.65	296072140	0	100	0	0
2	Public – Institutional Holders	513433	0	0	0	0	0	0	0
3	Public Others	255851441	5542432	2.17	5404867	137565	97.52	2.48	7883
	Grand Totals	598065003	301614572	88.81	301477007	137565	99.95	0.05	7883



Item No: 5; Special Resolution- To re-appoint Mr. K Rahul Raju (DIN: 00015990) as a Managing Director for a term of three years.

Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled	No of abstain votes
		(1)	(2)	$[3]=\frac{[(2)/(1)]*100}{00}$	[4]	[5]	$[6]=\frac{[(4)/(2)]*100}{0}$	$[7]=\frac{[(5)/(2)]*100}{0}$	
1	Promoter and Promoter Group	341700129	296072140	86.65	296072140	0	100	0	0
2	Public – Institutional Holders	513433	0	0	0	0	0	0	0
3	Public Others	255851441	5542902	2.17	4871796	671106	87.89	12.11	7413
	Grand Totals	598065003	301615042	88.81	300943936	671106	99.78	0.22	7413



Item No: 6; Ordinary Resolution- To approve the remuneration of Cost Auditors for the Financial Year 2023-24.

Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled	No of abstain votes
		(1)	(2)	$[3]=\frac{(2)}{(1)} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$	
1	Promoter and Promoter Group	341700129	296072140	86.65	296072140	0	100	0	0
2	Public – Institutional Holders	513433	0	0	0	0	0	0	0
3	Public Others	255851441	5542902	2.17	5408747	134155	97.58	2.42	7413
	Grand Totals	598065003	301615042	88.81	301480887	134155	99.96	0.04	7413



Item No: 7; Special Resolution-

To approve the slump sale of unit(s) whole or substantially the whole of undertaking(s) of Ammonia/Urea and MI businesses along with related assets and liabilities.

Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled	No of abstain votes
		(1)	(2)	$[3]=\frac{[(2)/(1)]*100}{}$	[4]	[5]	$[6]=\frac{[(4)/(2)]*100}{}$	$[7]=\frac{[(5)/(2)]*100}{}$	
1	Promoter and Promoter Group	341700129	296072140	86.65	296072140	0	100	0	0
2	Public – Institutional Holders	513433	0	0	0	0	0	0	0
3	Public Others	255851441	5550315	2.17	4861019	689296	87.58	12.42	0
	Grand Totals	598065003	301622455	88.82	300933159	689296	99.77	0.23	0



Please find the Voting Results by the Public Shareholders in compliance with Regulation 37A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sl. No	Public	Total 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 of votes polled	% of votes against on votes polled	No of abstain votes
		(1)	(2)	$[3]=\frac{(2)}{(1)} \times 100$	[4]	[5]	$[6]=\frac{(4)}{(2)} \times 100$	$[7]=\frac{(5)}{(2)} \times 100$	
				0			0		
1	Public	256364874	5550315	2.17	4861019	689296	87.58	12.42	0
	Grand Totals	256364874	5550315	2.17	4861019	689296	87.58	12.42	0



ANNEXURE-8

Item No: 8; Special Resolution- To approve Debt Resolution and Funding.									
Sl. No.	Promoter/Public	Total 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 of votes polled	% of votes against on votes polled	No of abstain votes
		(1)	(2)	$[3]=\frac{[(2)/(1)]*100}{}$	[4]	[5]	$[6]=\frac{[(4)/(2)]*100}{}$	$[7]=\frac{[(5)/(2)]*100}{}$	
1	Promoter and Promoter Group	341700129	296072140	86.65	296072140	0	100		
2	Public – Institutional Holders	513433	0	0	0	0	0	0	0
3	Public Others	255851441	5550315	2.17	5397801	152514	97.25	2.75	0
	Grand Totals	598065003	301622455	88.82	301469941	152514	99.95	0.05	0

