



SCRUTINIZER'S REPORT

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

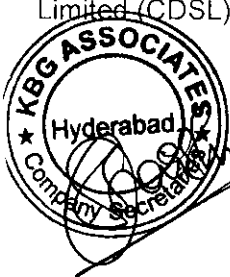
Dear Sir

The Board of Directors of the Company, vide Resolution dated July 30, 2014 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 8th Annual General Meeting (AGM) of the company scheduled to be held on September 26, 2014 at 10.00 AM at Sri Satya Sai Nigamagamam, Sri Nagar Colony, Hyderabad – 500082.

The Company has also provided a Ballot Form along with the Annual Report 2013-14 to enable the shareholders who do not have access to the e-voting, to cast their vote.

In this connection, I hereby submit my report as under:

1. The members of the Company as on the "cut-off" date i.e. August 16, 2014 who were entitled to vote on all the resolutions set out in the Notice of the AGM consisted of 4,73,688 shareholders.
2. a) The period for e-Voting remained open from Sunday, September 21, 2014 at 9.00 A.M to Tuesday, September 23, 2014 till 5.00 P.M as mentioned in the Notice convening AGM.
b) All the Ballot Forms received till 5.00 PM on September 22, 2014 were scrutinized.
3. The e-voting system was thereafter disabled by CDSL for voting.
4. The votes cast were unblocked after the completion of e-voting process at 5.30 P.M. on Tuesday, September 23, 2014 in the presence of two witnesses Mr. Amit K Nagda, S/o. Kirti S Nagda residing at Gandhi Nagar, Hyderabad - 500029 and Mr. Amar Balla, S/o. B Subramanyam, residing at Khairatabad, Hyderabad - 500004 who are not in the employment of Company.
5. Thereafter, 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.





6. The consolidated results of e-voting and ballot form are as under:

Item No: 1

(Ordinary Resolution)

To receive, consider and adopt the 8th Annual Report of the company, Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the financial year ended March 31, 2014, the Cash Flow Statement for the financial year ended March 31, 2014 and the Reports of the Directors and Auditors thereon.

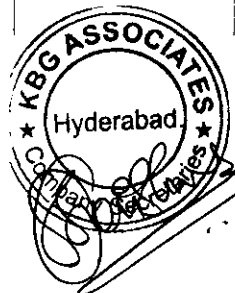
Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,40,11,981	34,40,07,066	4,915	0	99.999	0.001	Passed with requisite majority as Ordinary Resolution

Item No: 2

(Ordinary Resolution)

To appoint a Director in place of Shri Chandra Pal Singh Yadav who retires by rotation and is eligible for re-appointment

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,40,11,871	33,80,14,964	59,96,907	0	98.257	1.743	Passed with requisite majority as Ordinary Resolution





Item No: 3

(Ordinary Resolution)

To appoint M/s. Bhaskara Rao & Co as Statutory Auditors of the company for a term of five years

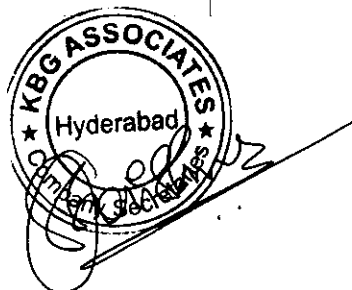
Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,40,11,981	34,31,85,226	8,26,755	0	99.760	0.240	Passed with requisite majority as Ordinary Resolution

Item No: 4

(Special Resolution)

Approval and ratification of remuneration paid to Shri K S Raju during the period April 1, 2013 to March 31, 2014

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,38,65,741	34,25,38,774	13,26,967	0	99.614	0.386	Passed with requisite majority as Special Resolution





Item No: 5

(Special Resolution)

Approval and ratification of remuneration paid to Shri K Rahul Raju during the period April 1, 2013 to March 31, 2014

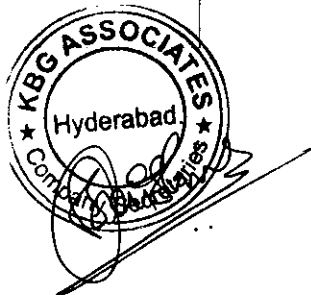
Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,38,65,741	34,25,38,664	13,26,967	110	99.614	0.386	Passed with requisite majority as Special Resolution

Item No: 6

(Special Resolution)

Approval and ratification of remuneration paid to Shri K S Raju during the period April 1, 2014 to July 31, 2014

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,38,65,741	34,25,38,664	13,26,967	110	99.614	0.386	Passed with requisite majority as Special Resolution





Item No: 7

(Special Resolution)

Approval and ratification of remuneration paid to Shri K Rahul Raju during the period April 1, 2014 to July 31, 2014

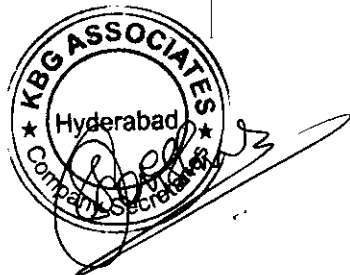
Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,38,65,741	34,25,38,664	13,26,967	110	99.614	0.386	Passed with requisite majority as Special Resolution

Item No: 8

(Special Resolution)

Reappointment of Shri K S Raju as Director and Chairman and payment of remuneration for a period of three years with effect from August 1, 2014

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,40,11,871	34,37,40,535	2,71,336	0	99.921	0.079	Passed with requisite majority as Special Resolution





Item No: 9

(Special Resolution)

Reappointment of Shri K Rahul Raju as Managing Director and payment of remuneration for a period of three years with effect from August 1, 2014

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,40,11,871	34,38,92,798	1,19,073	0	99.965	0.035	Passed with requisite majority as Special Resolution

Item No: 10

(Ordinary Resolution)

Appointment of Dr N C B Nath as Independent Director of the company for a period of five years

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,40,11,871	34,31,84,061	8,27,810	0	99.759	0.241	Passed with requisite majority as Ordinary Resolution





Item No: 11

(Ordinary Resolution)

Appointment of Shri S R Ramakrishnan as Independent Director of the company for a period of five years

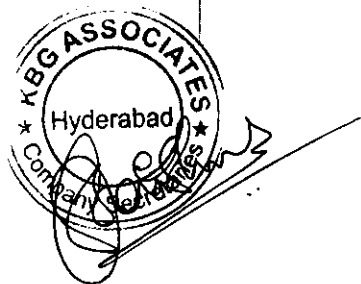
Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,40,11,871	34,31,84,116	8,27,755	0	99.759	0.241	Passed with requisite majority as Ordinary Resolution

Item No: 12

(Ordinary Resolution)

Approval of remuneration payable to Cost Auditor, Shri Dantu Mitra, for the Financial Year 2014-2015

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,40,11,871	34,35,97,229	4,14,642	0	99.879	0.121	Passed with requisite majority as Ordinary Resolution





Item No: 13

(Special Resolution)

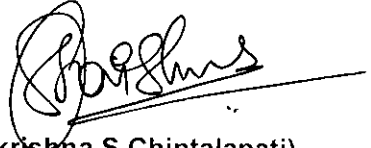
Contribution of Rs.2 Crores to Nagarjuna Foundation – Related Party Transaction

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
34,40,11,871	33,90,64,279	49,47,482	110	98.562	1.438	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 8th AGM and the same shall be thereafter handed over to the Company Secretary of the company for safe custody.

Place: Hyderabad
Date: 25-09-2014




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