



**CHAMBAL FERTILISERS AND CHEMICALS LIMITED**

September 16, 2015

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
25<sup>th</sup> Floor, Dalal Street  
**Mumbai – 400 001**

**The Secretary**  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
**Mumbai – 400 051**

**Subject: Voting results at Annual General Meeting held on September 15, 2015**

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, we are forwarding herewith the voting results at the 30<sup>th</sup> Annual General Meeting of the Company held on Tuesday, September 15, 2015, at the Registered Office of the Company at Gadepan, Distt. Kota, Rajasthan.

You are requested to take the same on your records.

Thanking you,

Yours sincerely,  
for **Chambal Fertilisers and Chemicals Limited**

**Rajveer Singh**  
Assistant Vice President – Legal & Secretary

**Encl: a/a**



## CHAMBAL FERTILISERS AND CHEMICALS LIMITED

### DETAILS OF VOTING RESULTS

Date of the Annual General Meeting (AGM): September 15, 2015

Total number of shareholders as on record date (cut-off date for Remote E-voting and Voting at AGM through ballot paper- September 8, 2015): 154,352

No. of Shareholders present in the meeting either in person or through proxy:

S No.	Category	In person	Through Proxy
1	Promoters and Promoter Group	0	37
2	Public	203	4
TOTAL		203	41

No. of Shareholders attended the meeting through Video Conferencing:

S No.	Category	In person	Through Proxy
1	Promoters and Promoter Group	NOT ARRANGED	
2	Public		
TOTAL			
Mode of Voting (for all resolutions)		Remote E-Voting and Voting at AGM through ballot paper	

### DETAILS OF THE AGENDA

**Item No. 1:** Receive, consider and adopt:

(a) the audited financial statements of the Company for the financial year ended March 31, 2015 and the reports of Board of Directors and Auditors thereon; and

(b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2015 and report of the Auditors thereon

**Resolution Required:** Ordinary Resolution

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	70,495,072	85.2494	70,495,072	0	100	0
Public-Others	97,202,199	2,131,595	2.1929	2,131,294	301	99.9859	0.0141
<b>Total</b>	<b>416,207,852</b>	<b>307,800,128</b>	<b>73.9535</b>	<b>307,799,827</b>	<b>301</b>	<b>99.9999</b>	<b>0.0001</b>

**Item No. 2:** Declaration of Dividend on Equity Shares

**Resolution Required:** Ordinary Resolution

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	71,013,453	0	100	0
Public-Others	97,202,199	2,134,500	2.1959	2,134,399	101	99.9953	0.0047
<b>Total</b>	<b>416,207,852</b>	<b>308,321,414</b>	<b>74.0787</b>	<b>308,321,313</b>	<b>101</b>	<b>100</b>	<b>0</b>



Registered Office : Gadepan-325 208, District Kota (Rajasthan) India • Tel. : +91- 744- 2782611-22 Fax : +91-7455-274130

• E-mail: corporate@chambal.in • www.chambalfertilisers.com CIN : L24124RJ1985PLC003293

**Item No. 3: Re-appointment of Mr. Saroj Kumar Poddar (DIN 00008654) as Director, who retires by rotation**

**Resolution Required: Ordinary Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	55,689,511	15,323,942	78.4211	21.5789
Public-Others	97,202,199	2,133,918	2.1953	483,008	1,650,910	22.6348	77.3652
<b>Total</b>	<b>416,207,852</b>	<b>308,320,832</b>	<b>74.0786</b>	<b>291,345,980</b>	<b>16,974,852</b>	<b>94.4944</b>	<b>5.5056</b>

**Item No. 4: Ratification of appointment of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, (Registration No. 301003E) as Statutory Auditors of the Company**

**Resolution Required: Ordinary Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	70,613,453	400,000	99.4367	0.5633
Public-Others	97,202,199	2,131,950	2.1933	2,131,308	642	99.9699	0.0301
<b>Total</b>	<b>416,207,852</b>	<b>308,318,864</b>	<b>74.0781</b>	<b>307,918,222</b>	<b>400,642</b>	<b>99.8701</b>	<b>0.1299</b>

**Item No. 5: Ratification of Appointment of M/s. Singhi & Co., Chartered Accountants, (Registration No. 302049E) as Branch Auditors for Shipping Business of the Company**

**Resolution Required: Ordinary Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	71,013,453	0	100	0
Public-Others	97,202,199	2,132,313	2.1937	2,131,772	541	99.9746	0.0254
<b>Total</b>	<b>416,207,852</b>	<b>308,319,227</b>	<b>74.0782</b>	<b>308,318,686</b>	<b>541</b>	<b>99.9998</b>	<b>0.0002</b>



*[Handwritten Signature]*

**Item No. 6: Appointment of Mr. Aditya Narayan (DIN 00012084) as an Independent Director****Resolution Required: Ordinary Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	71,013,453	0	100	0
Public-Others	97,202,199	2,131,641	2.1930	2,130,231	1410	99.9339	0.0661
<b>Total</b>	<b>416,207,852</b>	<b>308,318,555</b>	<b>74.0780</b>	<b>308,317,145</b>	<b>1410</b>	<b>99.9995</b>	<b>0.0005</b>

**Item No. 7: Approval for payment of commission to Non-Executive Directors****Resolution Required: Special Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	71,013,453	0	100	0
Public-Others	97,202,199	2,131,760	2.1931	2,127,476	4,284	99.7990	0.2010
<b>Total</b>	<b>416,207,852</b>	<b>308,318,674</b>	<b>74.0781</b>	<b>308,314,390</b>	<b>4,284</b>	<b>99.9986</b>	<b>0.0014</b>

**Item No. 8: Approval for re-appointment of Mr. Anil Kapoor (DIN 00032299) as Managing Director of the Company****Resolution Required: Ordinary Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	71,013,453	0	100	0
Public-Others	97,202,199	2,131,491	2.1928	2,129,411	2,080	99.9024	0.0976
<b>Total</b>	<b>416,207,852</b>	<b>308,318,405</b>	<b>74.0780</b>	<b>308,316,325</b>	<b>2,080</b>	<b>99.9993</b>	<b>0.0007</b>



*Handwritten signature in blue ink.*

**Item No. 9: Approval for remuneration payable to M/s. K. G. Goyal & Associates, Cost Auditors (Registration No. 000024)**

**Resolution Required: Ordinary Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	71,013,453	0	100	0
Public-Others	97,202,199	2,132,070	2.1934	2,131,530	540	99.9747	0.0253
<b>Total</b>	<b>416,207,852</b>	<b>308,318,984</b>	<b>74.0781</b>	<b>308,318,444</b>	<b>540</b>	<b>99.9998</b>	<b>0.0002</b>

**Item No. 10: Approval for sale and transfer of textile business of the Company i.e. Birla Textile Mills to Sutlej Textiles and Industries Limited**

**Resolution Required: Ordinary Resolution**

Promoter/ Public	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	236,312,893	219,363,794	92.8277	219,363,794	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	71,013,453	0	100	0
Public-Others	97,202,199	2,131,841	2.1932	2,129,330	2,511	99.8822	0.1178
<b>Total</b>	<b>416,207,852</b>	<b>292,509,088</b>	<b>70.2796</b>	<b>292,506,577</b>	<b>2,511</b>	<b>99.9991</b>	<b>0.0009</b>

**Item No. 11: Approval for adoption of new Articles of Association of the Company**

**Resolution Required: Special Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	68,923,111	83.3484	68,540,411	382,700	99.4447	0.5553
Public-Others	97,202,199	2,131,670	2.1930	2,004,404	127,266	94.0298	5.9702
<b>Total</b>	<b>416,207,852</b>	<b>306,228,242</b>	<b>73.5758</b>	<b>305,718,276</b>	<b>509,966</b>	<b>99.8335</b>	<b>0.1665</b>



*Amir*

**Item No. 12: Approval of revised CFCL Employees Stock Option Scheme 2010 ("ESOS 2010") and implementation of ESOS 2010 through CFCL Employees Welfare Trust**

**Resolution Required: Special Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	60,743,542	10,269,911	85.5381	14.4619
Public-Others	97,202,199	2,132,270	2.1936	605,790	1,526,480	28.4106	71.5894
<b>Total</b>	<b>416,207,852</b>	<b>308,319,184</b>	<b>74.0782</b>	<b>296,522,793</b>	<b>11,796,391</b>	<b>96.1740</b>	<b>3.8260</b>

**Item No. 13: Approval of acquisition of equity shares of the Company by CFCL Employees Welfare Trust ("Trust") from secondary market and grant loan to the Trust**

**Resolution Required: Special Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	60,743,542	10,269,911	85.5381	14.4619
Public-Others	97,202,199	2,131,788	2.1931	605,408	1,526,380	28.3991	71.6009
<b>Total</b>	<b>416,207,852</b>	<b>308,318,702</b>	<b>74.0781</b>	<b>296,522,411</b>	<b>11,796,291</b>	<b>96.1740</b>	<b>3.8260</b>

**Item No. 14: Approval to make offer or invitation for subscription of Non-Convertible Debentures, on private placement basis**

**Resolution Required: Special Resolution**

Promoter/ Public	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	236,312,893	235,173,461	99.5178	235,173,461	0	100	0
Public – Institutional holders	82,692,760	71,013,453	85.8763	71,013,453	0	100	0
Public-Others	97,202,199	2,132,088	2.1935	2,131,385	703	99.9670	0.0330
<b>Total</b>	<b>416,207,852</b>	<b>308,319,002</b>	<b>74.0781</b>	<b>308,318,299</b>	<b>703</b>	<b>99.9998</b>	<b>0.0002</b>

All the proposals/ resolutions indicated above have been passed with requisite majority.

for Chambal Fertilisers and Chemicals Limited



**Rajveer Singh**  
Assistant Vice President – Legal & Secretary

