

CIN : L74899DLI974GOI007417

Corporate Office :

A-11, Sector-24, NOIDA - 201 301

Distt. : Gautam Budh Nagar (U.P.)

Phone : 0120-2412294, 2412445, 3292201-08

Fax : 0120-2412397

Website : <http://www.nationalfertilizers.com>



नेशनल फर्टिलाइजर्स लिमिटेड
एन.एफ.एल.
NATIONAL FERTILIZERS LIMITED

कारपोरेट कार्यालय :

ए-11, सैक्टर-24, नौएडा - 201 301

जिला गौतम बुद्ध नगर (उ०प्र०)

दूरभाष : 0120-2412294, 2412445, 3292201-08

फैक्स : 0120-2412397



नेशनल फर्टिलाइजर्स लिमिटेड

(भारत सरकार का उपक्रम)

NATIONAL FERTILIZERS LIMITED

(A GOVERNMENT OF INDIA UNDERTAKING)

No.NFL/SEC/SE/AGM/ 6369

Dated: 30.09.2016

Manager, (Listing),
National Stock Exchange of India Limited,
Registered Office (Exchange Plaza),
C-1, Block-G, Bandra Kurla Complex,
Bandra (E),
Mumbai-400051.

General Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited,
Floor 25th, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

This is in continuation to our letter No.NFL/SEC/SE/AGM/6364 dated 27.09.2016 regarding voting results in respect of items of business transacted at 42nd Annual General Meeting held on 27.09.2016. Voting results as enclosed may kindly be taken note of in supersession of the information submitted earlier, due to typographical error in percentage column of votes against of votes polled in the document under subject "Declaration of Results of voting at the 42nd Annual General Meeting (AGM)"

Thanking you,

Yours faithfully,
For National Fertilizers Limited

R. Kumar

(Raj Kumar)
Company Secretary

Encl: As above.

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(भारत सरकार का उपक्रम)

NATIONAL FERTILIZERS LIMITED

(A GOVERNMENT OF INDIA UNDERTAKING)

Sub: Declaration of Results of voting at the 42nd Annual General Meeting (AGM).

42nd Annual General Meeting of the Members of National Fertilizers Limited Company was held on Tuesday, 27th September, 2016 at 10.30 AM at Weight Lifting Hall, Jawaharlal Nehru Stadium, New Delhi – 110 014.

In compliance with provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Remote e-voting facility was provided to all the shareholders of the Company in respect of Items to be transacted at this Annual General Meeting. The period of e-voting started at 9.00 A.M. on Saturday, 24th September, 2016 and ended at 5.00 P.M. Monday, 26th September, 2016.

As per the provisions of the Companies Act, 2013 and clarification issued by MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 42nd AGM, voting was conducted by means of poll.

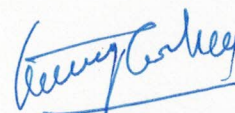
Shri Sachin Agarwal, Practicing Company Secretary of M/s. Agarwal S. & Associates (CP No.5910), Company Secretaries was appointed as Scrutinizer for conducting remote e-voting and voting through polling paper in a true and fair manner. After completion of e-voting and polling at AGM, Scrutinizer has handed over his report on e-voting, voting at AGM and consolidated report on voting. The same is enclosed. The Consolidated Results as per the Scrutinizer's Report dated 27.09.2016 are as follows:

Resolution No.	Resolution	No. of votes in favour	% of votes in favour of votes polled (approx.)	No. of votes against	% of votes against of votes polled (approx.)	Invalid Votes
1.	Resolution No.1 - Ordinary Resolution Adoption of Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended 31st March, 2016, together with the Board's Report and the Auditors' Report thereon and Comments of the Comptroller & Auditor General of India, in terms of Section 143(6) of the Companies Act, 2013.	460570048	100.00	0.00	0.00	0.00

Resolution No.	Resolution	No. of votes in favour	% of votes in favour of votes polled (approx.)	No. of votes against	% of votes against of votes polled (approx.)	Invalid Votes
2.	Resolution No.2 – Ordinary Resolution Declaration of dividend on equity share capital for the financial year 2015-16.	460570048	100.00	0.00	0.00	0.00
3.	Resolution No.3 – Ordinary Resolution Re-appointment of Shri Rajiv Kumar Chandiook (DIN 05146544), as a Director who retires by rotation and being eligible, offers himself for re-appointment.	460569704	100.00	344	0.00	0.00
4.	Resolution No.4 – Ordinary Resolution Approval of remuneration of the Statutory Auditors for the financial year 2016-17.	460569714	100.00	334	0.00	0.00
5.	Resolution No.5 – Ordinary Resolution Appointment of Shri Dharam Pal (DIN 02354549) as a Director	460569718	100.00	330	0.00	0.00
6.	Resolution No.6 – Ordinary Resolution Appointment of Smt. Bhavnaben Kardambhai Dave (DIN 07557056) as an Independent Director	460569518	100.00	530	0.00	0.00
7.	Resolution No.7 – Ordinary Resolution Ratification of remuneration of Cost Auditors for the financial year ending 31st March, 2017.	460569728	100.00	320	0.00	0.00

Based on the Consolidated Report of the Scrutinizer, all the resolutions as set out in the Notice of 42nd Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For National Fertilizers Limited



(Manoj Mishra)

Chairman & Managing Director

Place: New Delhi.

Dated: 27.09.2016