

**DEEPAK FERTILISERS AND PETROCHEMICALS CORPN LTD. (CIN : L24121MH1979PLC021360)**  
 Clause 35A (Physical, E-Voting and Ballot)

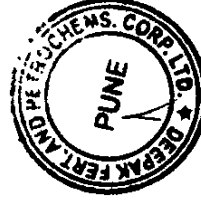
**RESOLUTION NO 1: RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 MARCH 2015, DIRECTORS' REPORT AND THE AUDITORS' REPORT THEREON AND THE AUDITED CONSOLIDATED FINANCIAL STATEMENT OF THE COMPANY FOR THE YEAR ENDED 31 MARCH 2015**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	44760073	44760073	100.000000	44760073	0	100.000000	0.000000
Public - Institutional holders	16902375	14769539	87.381442	14769539	0	100.000000	0.000000
Public-Others	26542495	210415	0.792748	210415	0	100.000000	0.000000
<b>Total</b>	<b>88204943</b>	<b>59740027</b>	<b>67.728661</b>	<b>59740027</b>	<b>0</b>	<b>100.000000</b>	<b>0.000000</b>

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**RESOLUTION NO 2: DECLARE A DIVIDEND FOR THE FINANCIAL YEAR ENDED 31 MARCH 2015**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	44760073	44760073	100.000000	44760073	0	100.000000	0.000000
Public - Institutional holders	16902375	14769539	87.381442	14769539	0	100.000000	0.000000
Public-Others	26542495	210415	0.792748	210415	0	100.000000	0.000000
<b>Total</b>	<b>88204943</b>	<b>59740027</b>	<b>67.728661</b>	<b>59740027</b>	<b>0</b>	<b>100.000000</b>	<b>0.000000</b>



**DEEPAK FERTILISERS AND PETROCHEMICALS CORPN LTD (CIN : L24121MH1979PLC021360)**

Clause 35A (Physical, E-Voting and Ballot)

**RESOLUTION NO 3: APPOINT A DIRECTOR IN PLACE OF SHRI PARTHA BHATTACHARYA, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

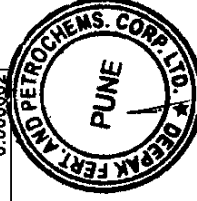
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	44760073	44760073	100.000000	44760073	0	100.000000	0.000000
Public - Institutional holders	16902375	14769539	87.381442	14769539	0	100.000000	0.000000
Public-Others	26542495	210415	0.792748	210415	0	100.000000	0.000000
<b>Total</b>	<b>88204943</b>	<b>59740027</b>	<b>67.728661</b>	<b>59740027</b>	<b>0</b>	<b>100.000000</b>	<b>0.000000</b>

**DEEPAK FERTILISERS AND PETROCHEMICALS CORPN LTD (CIN : L24121MH1979PLC021360)**

Clause 35A (Physical, E-Voting and Ballot)

**RESOLUTION NO 4: RATIFY APPOINTMENT OF STATUTORY AUDITORS TO HOLD OFFICE FROM THE CONCLUSION OF THIS MEETING UNTIL THE CONCLUSION OF THIRTY SIXTH ANNUAL GENERAL MEETING AND TO FIX THEIR REMUNERATION**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	44760073	44760073	100.000000	44760073	0	100.000000	0.000000
Public - Institutional holders	16902375	14769539	87.381442	14769539	0	100.000000	0.000000
Public-Others	26542495	210415	0.792748	210414	1	99.999525	0.000475
<b>Total</b>	<b>88204943</b>	<b>59740027</b>	<b>67.728661</b>	<b>59740026</b>	<b>1</b>	<b>99.999998</b>	<b>0.000002</b>



**DEEPAK FERTILISERS AND PETROCHEMICALS CORPN LTD (CIN : L24121MH1979PLC021360)**

Clause 35A (Physical, E-Voting and Ballot)

**RESOLUTION NO 5: RATIFICATION AND CONFIRMATION FOR PAYMENT OF REMUNERATION TO M/S Y.R. DOSHI & COMPANY, COST ACCOUNTANTS**

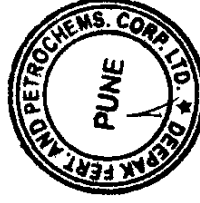
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	44760073	44760073	100.000000	44760073	0	100.000000	0.000000
Public – Institutional holders	16902375	14769539	87.381442	14769539	0	100.000000	0.000000
Public-Others	26542495	210415	0.792748	210265	150	99.928712	0.071288
<b>Total</b>	<b>88204943</b>	<b>59740027</b>	<b>67.728661</b>	<b>59739877</b>	<b>150</b>	<b>99.999749</b>	<b>0.000251</b>

**DEEPAK FERTILISERS AND PETROCHEMICALS CORPN LTD (CIN : L24121MH1979PLC021360)**

Clause 35A (Physical, E-Voting and Ballot)

**RESOLUTION NO 6: APPOINTMENT OF SHRI R. A. SHAH AS NON- INDEPENDENT AND NON- EXECUTIVE DIRECTOR OF THE COMPANY**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	44760073	44760073	100.000000	44760073	0	100.000000	0.000000
Public – Institutional holders	16902375	14769539	87.381442	1590674	13178865	10.769964	89.230036
Public-Others	26542495	210415	0.792748	209839	576	99.726255	0.273745
<b>Total</b>	<b>88204943</b>	<b>59740027</b>	<b>67.728661</b>	<b>46560586</b>	<b>13179441</b>	<b>77.938676</b>	<b>22.061324</b>



DEEPAK FERTILISERS AND PETROCHEMICALS CORPN LTD (CIN : L24121MH1979PLC021360)

Clause 35A (Physical, E-Voting and Ballot)

RESOLUTION NO 7: CONSENT TO OFFER OR INVITE SUBSCRIPTION FOR SECURED REDEEMABLE NON-CONVERTIBLE BONDS/DEBENTURES, AGGREGATING UPTO Rs. 1000/- CRORE, ON PRIVATE PLACEMENT

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	44760073	44760073	100.000000	44760073	0	100.000000	0.000000
Public - Institutional holders	16902375	14769539	87.381442	14769539	0	100.000000	0.000000
Public-Others	28542495	210415	0.792748	210156	259	99.878910	0.123090
<b>Total</b>	<b>88204943</b>	<b>59740027</b>	<b>67.728661</b>	<b>59739768</b>	<b>259</b>	<b>99.999566</b>	<b>0.000434</b>






# SVD & Associates

Company Secretaries

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4th Floor, Vedwati Apartments, Shivajinagar, Pune - 411005  
Ph. : 020 69000666, E-mail: deulkarcs@gmail.com

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To  
The Chairman,  
Deepak Fertilisers and Petrochemicals Corporation Limited,  
Opp Golf Course, Shastri Nagar, Yerawada,  
Pune - 411006

**Sub: Results of voting by Poll, E-voting and Ballot in lieu of E-voting**

Dear Sir,

I undersigned, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Deepak Fertilisers and Petrochemicals Corporation Limited ("the Company") for scrutinizing the ballots received by post/courier/hand delivery ("Ballots received in lieu of e-voting"), e-voting process (during August 2, 2015 to August 4, 2015) and voting by poll (at 35<sup>th</sup> Annual General Meeting (AGM) held on August 5, 2015) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and Listing Agreement entered into by the Company with the Stock exchanges on which the shares of the Company are listed relating to voting through electronic means (by remote e-voting), by ballot in lieu of e voting and voting by poll by the shareholders on the resolutions proposed in the Notice of the 35<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through ballots received in lieu of e-voting, by remote e-voting and by poll at AGM are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services Limited ("CDSL"), report on ballot received in lieu of e-voting and the report of poll at the meeting:

I hereby enclose below reports relating to the voting on the resolutions proposed at the 35<sup>th</sup> Annual General Meeting of the Company held on August 5, 2015:

- a) Report on Ballots received in lieu of e-voting;
- b) Report on E-voting; and



- c) Report on Poll; and
- d) Combined report of ballots received in lieu of e-voting, e-voting and Poll

I hereby declare that all the 7 (Seven) resolutions as per the aforesaid Notice of the Annual General Meeting the Company have been passed by requisite majority.

Thanking you,  
Yours faithfully,

For SVD & Associates



S. V. Deulkar  
Partner  
C. P. No. 965

Place: Pune

Date: August 6, 2015

**S. V. Deulkar**  
**Practicing Company Secretary**  
**63, Ashok Nagar, Pune 411007**

**Combined Report**  
**Deepak Fertilisers and Petrochemicals Corporation Limited**  
**Annual General Meeting held on August 5, 2015**

Sr. No	Resolutions	Ballot in lieu of e-voting		E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	For	Against	
1	Adoption of the Audited financial statement for the year ended 31st March, 2015 and the Reports of the Board of Directors and Auditors thereon; and Audited consolidated financial statement for the year ended 31st March, 2015	270	0	59536868	0	202889	0	59740027	0	Resolution passed Unanimously
2	Declare a dividend for the Financial Year ended 31st March, 2015.	270	0	59536868	0	202889	0	59740027	0	Resolution passed Unanimously
3	Appoint a Director in place of Shri Partha Bhattacharya, who retires by rotation and being eligible, offers himself for re-appointment.	270	0	59536868	0	202889	0	59740027	0	Resolution passed Unanimously
4	Ratify appointment of Statutory Auditors to hold office from conclusion of this Meeting until the conclusion of Thirty Sixth Annual General Meeting and to fix their remuneration.	270	0	59536867	1	202889	0	59740026	1	Resolution passed with requisite majority
5	Ratification and confirmation for payment of remuneration to M/s. Y. R. Doshi & Company, Cost Accountants.	270	0	59536718	150	202889	0	59739877	150	Resolution passed with requisite majority



Sr. No	Resolutions	Ballot in lieu of e-voting		E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	For	Against	
6	Appointment of Shri R. A. Shah as Non-Independent and Non- Executive Director of the Company.	270	0	46357502	13179366	202814	75	46560586	13179441	Resolution passed with requisite majority
7	Consent to offer or invite subscriptions for secured redeemable non-convertible bonds /debentures, aggregating upto Rs. 1,000/- Crore, on private placement.	270	0	59536609	259	202889	0	59739768	259	Resolution passed with requisite majority



50/2/8/2015

S.V. DEULKAR  
 COMPANY SECRETARY  
 FCS 1321 CP 965  
 63 Ashok Nagar-Pune-411007