



## Nagarjuna Oil Refinery Limited

Registered Office : Nagarjuna Hills, Punjagutta, Hyderabad - 500 082  
Tel : +91 40 23357200/04 | www.norl.co.in  
CIN : L23200AP2010PLC071242

December 29, 2016

The Bombay Stock Exchange  
Corporate Relationship Department  
1st Floor, Routunda Building  
B S Marg, Fort  
Mumbai - 400 001

Dear Sir/ Madam,

Sub: Disclosure of Voting Results of the Postal Ballot as per the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As per the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below are the details of the voting results of the Postal Ballot undertaken by the Company for the sale of investment by the Company in Nagarjuna Oil Corporation Limited (NOCL) as a Special Resolution as per the format prescribed under the said clause.

### Details of Voting Results

Voting Period	November 28, 2016 to December 28, 2016
Cut-off date for Postal Ballot	November 11, 2016
Total number of shareholders on record date	4,15,519
No. of Shareholders Participated in the Postal Ballot :	
- Promoters and Promoter Group	4
- Public	231

### Agenda wise

Item No.	Details of the Agenda	Resolution required (Ordinary/ Special)	Mode of Voting (Show of hands/ Poll/Postal ballot/ E Voting)	Remarks
1	Sale of 77,62,20,000 equity shares of Rs. 10/- each held by the Company in Nagarjuna Oil Corporation Limited (NOCL) to Allied Machineries and Resources Holdings Inc. (AMR) and/or their associates or their nominees belonging to the AMR Group.	Special	Remote E-voting and Ballot Form	Passed with requisite majority

The voting details are annexed herewith in the prescribed format as **Annexure – I**

The Scrutinizers Report has been annexed as **Annexure - II**

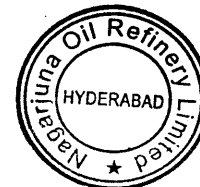
Yours faithfully,  
For Nagarjuna Oil Refinery Limited

A handwritten signature in black ink, appearing to read 'Ankita Mathur', with a horizontal line drawn through the bottom of the signature.

Ankita Mathur  
Company Secretary

**Item No: 1; Special Resolution** –Sale of 77,62,20,000 equity shares of Rs.10/- each held by the Company in Nagarjuna Oil Corporation Limited to Allied Machineries and Resources Holdings Inc.(AMR) and/or their associates or their nominees belonging to the AMR Group.

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 invalid votes
		(1)	(2)	$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$	
1	Promoter and Promoter Group	171719642	167719642	97.67	167719642	0	100.00	0	0
2	Public – Institutional Holders	79590431	24775352	31.13	24775252	100	100.00	0.0	0
3	Public Others	176871748	510684	0.29	99499	409563	19.48	80.20	1622
	Grand Totals	428181821	193005678	45.08	192594393	409663	99.79	0.21	1622





**SCRUTINIZER'S REPORT**

**(Pursuant to Section 110 of the Companies Act 2013 and Rule 22 of the Companies  
(Management and Administration) Rules, 2014)**

To,  
The Chairman  
Nagarjuna Oil Refinery Limited  
D.No.8-2-248, Nagarjuna Hills,  
Punjagutta,  
Hyderabad - 500082

Scrutinizer Report on Postal Ballot Voting including Voting by electronic means in respect of passing of the resolutions contained in the notice dated November 08, 2016 through Postal Ballot.

Dear Sir,

I, Srikrishna S Chintalapati, Partner, KBG Associates, Company Secretaries (having our office at # Flat 101, Sri Sai Krishna Residency, Domalguda, Aravind Nagar, Hyderabad, Telangana, India – 500 029) who has been appointed as the SCRUTINIZER by the Board of Directors of Nagarjuna Oil Refinery Limited (the company) for scrutinizing Postal ballot voting including voting by electronic means in respect of the passing of resolutions contained in the notice dated November 08, 2016 through Postal ballot.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii)

#101, Sri Sai Krishna Residency, Lane adjacent to Herohonda Show Room, 1-2-234/13, Aravindnagar, Domalguda, Hyderabad - 500 029  
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the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to Postal Ballot voting including voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizers report of the votes cast by the members for the resolutions contained in the Notice dated November 08, 2016, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the company to provide e-voting facilities for e-voting and scrutiny of the Physical ballot received till the time fixed for closing of the voting process i.e. till 5.30 p.m. on December 28, 2016.

I submit my report as under:

That the physical postal ballot forms have been received from 28<sup>th</sup> November, 2016 until 28<sup>th</sup> December, 2016 and we have processed each of the postal ballot form as per the rules and regulations mentioned under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the information had been mentioned in the concerned Annexure on the RESOLUTION and the Annexure shall form part of the report.

1. That the e-votes casted by the shareholders; have been observed on a daily basis and the information received from CDSL has been compiled as per the rules and regulations mentioned under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the information had been mentioned in the concerned Annexure on the RESOLUTION and the Annexure shall form part of the report.



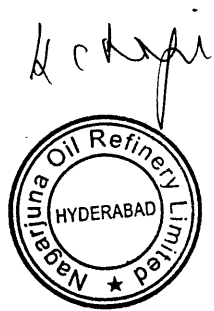
2. That on consolidating the entire data available with us (both physical postal ballot forms votes and e-votes) starting 28<sup>th</sup> November, 2016 until 28<sup>th</sup> December, 2016; we hereby REPORT that:

Particulars of Resolution	Remarks
<b>Resolution # 1</b> (see Annexure I for detailed report) Sale of 77,62,20,000 Equity Shares of Rs.10/- each held by the Company in Nagarjuna Oil Corporation Limited to Allied Machineries and Resources Holding Inc., (AMR) and/or/their associates or their Nominees belonging to the AMR Group	Passed with requisite majority as Special Resolution

Place: Hyderabad  
Date: 28-12-2016



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



#101, Sri Sai Krishna Residency Lane adjacent to Herohonda Show Room, 1-2-234/13, Aravindnagar, Donmalguda, Hyderabad - 500 029  
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**Annexure-I**  
**consolidated result of voting (by E-voting and Voting through Postal ballot papers) for resolution of "NAGARJUNA OIL REFINERY LIMITED"**

Resolut ion Numbe r	Description	Total Valid Votes			Voted in Favour of Resolution				Voted against Resolution				Votes Rejected/Not Casted			Remarks
		E- voting	Ballot Forms	Total	E- voting	Ballot Forms	Total	(%)	E- voting	Ballot Forms	Total	(%)	E- voting	Ballot Forms	Total	
1	Sale of 77,62,20,000 Equity Shares of Rs.10/- each held by the Company in Nagarjuna Oil Corporation Limited to Allier Machineries and Resources Holding Inc., (AMR) and/or/their associates or their Nominees belonging to the AMR Group	491497	192514181	193005678	82034	192512359	192594393	99.79	409463	200	409663	0.21	0	1622	1622	Passed with requisite majority as Special Resolution

A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "Chairman of the Board of Directors" and "Nagarjuna Oil Refinery Limited" around the perimeter. The signature is written in a cursive style.