



Nagarjuna Oil Refinery Limited

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

October 01, 2015

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 5th Annual General Meeting of the Company held on September 29, 2015 as per the requirement of Clause 35A of the Equity Listing Agreement

As per the requirement of Clause 35A of the Equity Listing Agreement, given below are the details of the voting results at the Annual General Meeting of the Company as per the format prescribed under the said clause.

Details of Voting Results

Date of the AGM	September 29, 2015
Cut-off date for E-Voting	September 22, 2015
Total number of shareholders on record date	4,25,984
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	3
- Public	1105

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	To receive, consider and adopt the 5 th Annual Report of the company, Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the financial year ended March 31, 2015, the Cash Flow Statement for the financial year ended March 31, 2015 and the Reports of the Directors and Auditors thereon.	Ordinary	Remote E-voting and Ballot Form	Passed with requisite majority

2	To appoint a Director in place of Mr. Chandra Pal Singh Yadav with DIN No.00023382 who retires by rotation and is eligible for re-appointment	Ordinary	Remote E-voting and Ballot Form	Passed with requisite majority
3	To approve ratification of appointment of M/s. Bhaskara Rao & Co as Statutory Auditors of the company for the Financial Year 2015-16.	Ordinary	Remote E-voting and Ballot Form	Passed with requisite majority
4	To approve appointment of Ms. Lalitha Raghuram as an Independent Director.	Ordinary	Remote E-voting and Ballot Form	Passed with requisite majority
5	To approve borrowing limits in excess of the limits prescribed under Section 180(1)(c) of the Companies Act, 2013.	Special	Remote E-voting and Ballot Form	Passed with requisite majority
6	To authorized the Board of Directors to charge or mortgage the properties of the company under Section 180(1)(a) of the Companies Act, 2013.	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**

This may also be considered as compliance of clause 31(d) of the Listing Agreement.

Yours faithfully,
For Nagarjuna Oil Refinery Limited


Ankita Mathur
Company Secretary

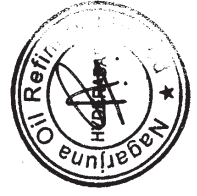
NAGARJUNA OIL REFINERY LIMITED

ANNEXURE - I

Details for reporting as per Clause 35A of listing agreement based on result of Voting at the 5th Annual General Meeting held on September 29, 2015.

Item No: 1; Ordinary Resolution - To receive, consider and adopt the 5th Annual Report of the company, Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the financial year ended March 31, 2015, the Cash Flow Statement for the financial year ended March 31, 2015 and the Reports of the Directors and Auditors thereon.										
Sl. No	Promoter/Public	Total No. of Shares Held	No. of Votes Polled	No. of Votes Not Polled/ Abstained	% 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	
		(1)	(2)		[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100	
1	Promoter and Promoter Group	17,17,19,642	14,82,39,652	0	86.33%	14,82,39,652	0	100.00%	0.00%	
2	Public – Institutional Holders	8,14,94,095	2,43,86,102	0	29.92%	2,43,86,102	0	100.00%	0.00%	
3	Public Others	17,49,68,084	1,41,017	0	0.08%	1,33,717	7,300	94.82%	5.18%	
	Grand Totals	42,81,81,821	17,27,66,771	0	40.35%	17,27,59,471	7,300	99.99%	0.01%	

Item No: 2; Ordinary Resolution – To appoint a Director in place of Mr. Chandra Pal Singh Yadav with DIN No. 00023382 who retires by rotation and is eligible for re-appointment.										
Sl. No.	Promoter/Public	Total No. of Shares Held	No. of Votes Polled	No. of Votes Not Polled/ Abstained	% 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	
		(1)	(2)		[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100	
1	Promoter and Promoter Group	17,17,19,642	14,82,39,652	0	86.33%	14,82,39,652	0	100.00%	0.00%	
2	Public – Institutional Holders	8,14,94,095	2,43,86,102	0	29.92%	2,43,85,352	750	100.00%	0.00%	
3	Public Others	17,49,68,084	1,41,017	200	0.08%	1,31,622	9,195	93.33%	6.52%	
	Grand Totals	42,81,81,821	17,27,66,771	200	40.35%	17,27,56,626	9,945	99.99%	0.01%	



Item No: 3; Ordinary Resolution – Ratification of the appointment of M/s M Bhaskara Rao & Co as Statutory Auditors of the Company for the Financial Year 2015 – 2016.

Sl. No.	Promoter/Public	Total No. of Shares Held	No. of Votes Polled	No. of Votes Not Polled/ Abstained	% 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
		(1)	(2)		$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1	Promoter and Promoter Group	17,17,19,642	14,82,39,652	0	86.33%	14,82,39,652	0	100.00%	0.00%
2	Public – Institutional Holders	8,14,94,095	2,43,86,102	0	29.92%	2,43,85,352	750	100.00%	0.00%
3	Public Others	17,49,68,084	1,41,017	150	0.08%	1,32,772	8,095	94.15%	5.74%
	Grand Totals	42,81,81,821	17,27,66,771	150	40.35%	17,27,57,776	8,845	99.99%	0.01%

Item No: 4; Ordinary Resolution – Appointment of Ms.Lalitha Raghuram as an Independent Director.

Sl. No.	Promoter/Public	Total No. of Shares Held	No. of Votes Polled	No. of Votes Not Polled/ Abstained	% 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
		(1)	(2)		$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1	Promoter and Promoter Group	17,17,19,642	14,82,39,652	0	86.33%	14,82,39,652	0	100.00%	0.00%
2	Public – Institutional Holders	8,14,94,095	2,43,86,102	0	29.92%	2,43,85,352	750	100.00%	0.00%
3	Public Others	17,49,68,084	1,41,017	350	0.08%	1,32,572	8,095	94.01%	5.74%
	Grand Totals	42,81,81,821	17,27,66,771	350	40.35%	17,27,57,576	8,845	99.99%	0.01%



Item No: 5; Special Resolution – To approve borrowing limits in excess of the limits prescribed under Section 180(1)(c)										
Sl. No.	Promoter/Public	Total No. of Shares Held	No. of Votes Polled	No. of Votes Not Polled/ Abstained	% 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	
		(1)	(2)		$[3]=\frac{(2)}{(1)} \times 100$	[4]	[5]	$[6]=\frac{(4)}{(2)} \times 100$	$[7]=\frac{(5)}{(2)} \times 100$	
1	Promoter and Promoter Group	17,17,19,642	14,82,39,652	0	86.33%	14,82,39,652	0	100.00%	0.00%	
2	Public – Institutional Holders	8,14,94,095	2,43,86,102	0	29.92%	2,43,85,352	750	100.00%	0.00%	
3	Public Others	17,49,68,084	1,41,017	480	0.08%	1,30,232	10,305	92.35%	7.30%	
	Grand Totals	42,81,81,821	17,27,66,771	480	40.35%	17,27,55,236	11,055	99.99%	0.01%	

Item No: 6; Special Resolution – To authorize the board to charge or mortgage the properties of the company under Section 180(1)(a).										
Sl. No.	Promoter/Public	Total No. of Shares Held	No. of Votes Polled	No. of Votes Not Polled/ Abstained	% 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	
		(1)	(2)		$[3]=\frac{(2)}{(1)} \times 100$	[4]	[5]	$[6]=\frac{(4)}{(2)} \times 100$	$[7]=\frac{(5)}{(2)} \times 100$	
1	Promoter and Promoter Group	17,17,19,642	14,82,39,652	0	86.33%	14,82,39,652	0	100.00%	0.00%	
2	Public – Institutional Holders	8,14,94,095	2,43,86,102	0	29.92%	2,43,85,352	750	100.00%	0.00%	
3	Public Others	17,49,68,084	1,41,017	330	0.08%	1,29,482	11,205	91.82%	7.94%	
	Grand Totals	42,81,81,821	17,27,66,771	330	40.35%	17,27,54,486	11,955	99.99%	0.01%	



**SCRUTINIZER'S REPORT**

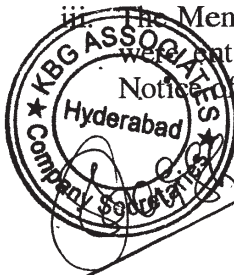
(Pursuant to Section 108 of the companies Act 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014)

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

Dear Sir,

1. The Board of Directors of the Company, vide Resolution dated July 23, 2015 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 5th Annual General Meeting (AGM) of the company scheduled to be held on September 29, 2015 at 12.00 PM at Sri Satya Sai Nigamagaram, Sri Nagar Colony, Hyderabad – 500082.
2. The Management of the company is responsible to ensure compliance with the requirements of the Companies Act 2013 and Rules relating to E-Voting and Poll on Resolutions contained in the Notice of the AGM of the Company. My responsibility as a scrutinizer for the e-voting process and Poll at the AGM is restricted to make a scrutinizer report of the votes casted in favour or against resolutions as mentioned as above, based on the reports generated from the e-Voting System provided by Central depository Services (India) Limited (“CDSL”) the authorised agency engaged to provide e-voting facilities and Votes casted at the Poll through Physical means at the AGM.
3. Further to the above, I Submit my report as under:
 - i. The E-Voting period remained open from Friday September 25, 2015 (9.00 A.M.) to Monday September 28, 2015 (5.00 P.M.)
 - ii. All the Ballot Forms received till the end of the AGM held on 29th September, 2015 were scrutinized.

iii. The Members of the company as on the “cut-off” date i.e. September 22, 2015 were entitled to vote on the Resolutions (Item No.1 to Item 6 as set out in Notice of AGM of the Company)





- iv. The votes cast were unblocked after the completion of e-voting process at 5.00 P.M. on Monday, September 28, 2015 in the presence of 2 witnesses Mr. Amit K Nagda and Mr. Rahul Joshi who are not in the employment of Company.
- v. 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.

Item No: 1

(Ordinary Resolution)

To receive, consider and adopt the 5th Annual Report of the company, Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the financial year ended March 31, 2015, the Cash Flow Statement for the financial year ended March 31, 2015 and the Reports of the Directors and Auditors thereon.

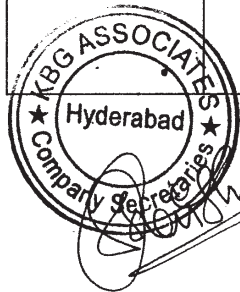
Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
17,27,66,771	0	17,27,59,471	99.99%	7300	0.01%	Passed with requisite majority as ordinary Resolution

Item No: 2

(Ordinary Resolution)

To appoint a Director in place of Shri Chandra Pal Singh Yadav who retires by rotation

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
17,27,66,771	200	17,27,56,626	99.99%	9,945	0.01%	Passed with requisite majority as Ordinary Resolution





Item No: 3

(Ordinary Resolution):

Ratification of the appointment of M/s Bhaskara Rao & Co as Statutory Auditors of the company for the Financial Year 2015-16.

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
17,27,66,771	150	17,27,57,776	99.99%	8845	0.01%	Passed with requisite majority as Special Resolution

Item No: 4

(Ordinary Resolution)

To Appoint Ms. Lalitha Raghuram (DIN: 07161344) as an Independent Director of the company to hold office up to the Conclusion of 10th Annual General Meeting:

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
17,27,66,771	350	17,27,57,576	99.99%	8845	0.01%	Passed with requisite majority as Special Resolution

Item No: 5

(Special Resolution)

To approve borrowing limits in excess of the limits prescribed under Section 180

(1)(a):

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
17,27,66,771	480	17,27,55,236	99.99%	11055	0.01%	Passed with requisite majority as Special Resolution





Item No: 6

(Special Resolution)

To authorize the board to charge or mortgage the properties of the company under Section 180 (1)(a)

Total votes polled	No. of Votes Not Polled	Votes in favour	% to the total votes polled	Votes against	% to the total votes polled	Remarks
17,27,66,771	330	17,27,54,486	99.99%	11955	0.01%	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 5th AGM and the same shall be thereafter handed over to the Company Secretary of the company for safe custody.

Place: Hyderabad
Date: 30-09-2015



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