GNFC
Gujarat Narmada Valley
Fertilizers & Chemicals Limited
CIN : L24110GJ1976PLC002903
An ISO 9001, ISO 14001, ISO 45001 & ISO 50001 Certified Company
P.O Narmadanagar - 392015, Dist. Bharuch, Gujarat, India
Ph. (02642) 247001, 247002 **Website:** www.gnfc.in

No. GNFC/DSC/LODR
March 1, 2025

Dy. General Manager
BSE Limited
Corporate Relationship Dept.,
1st Floor, New Trading Ring,
Rotunda Bldg.,
PJ Towers, Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: "500670"

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
C-1, Block - "G",
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051
Symbol: "GNFC"

Dear Sir/Madam,

Sub.: Voting Results of Postal Ballot along with Scrutinizer's Report pursuant to Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

This is in furtherance to our letter dated January 27, 2025 for Postal Ballot Notice dated January 17, 2025 ("Notice") seeking approval of the shareholders of the Company on following resolution:

Sr. No.	Description of Special Resolution
1.	Appointment of Shri Ajai Bahadur Khare (DIN: 07416463) as an Independent Non-Executive Director of the Company

Pursuant to provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014, Guidelines prescribed by the Ministry of Corporate Affairs through various Circular(s) and the Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the Postal Ballot was conducted through remote e-voting process for the period commencing from Thursday, January 30, 2025 at 09:00 A.M. (IST) to Friday, February 28 , 2025 upto 5:00 P.M. (IST).

The Scrutinizer appointed for scrutiny of Postal Ballot process, CS J. J. Gandhi (FCS No.: 3519, COP: 2515), has submitted his report on the results of the Postal Ballot. Based on the report of Scrutinizer, we hereby inform that the Shareholders of the Company have duly passed the above mentioned resolution

with requisite majority and accordingly the said resolution is declared to be passed on February 28, 2025.

In connection with the above, please find enclosed the following:

1. Voting results pursuant to Regulation 44(3) of the Listing Regulations and Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014; and

2. Scrutinizer's Report dated February 28, 2025 on remote e-voting.

Voting results along with the Scrutinizer's report are also being hosted on the Company's website at www.gnfc.in and on the website of e-voting Agency, KFin Technologies Limited at https://evoting.kfintech.com.

We request you to kindly take note of the above.

Thanking you.

Yours faithfully,

For Gujarat Narmada Valley Fertilizers & Chemicals Limited

CHETNA PRABHATKUMAR DHARAJIYA
Digitally signed by CHETNA PRABHATKUMAR DHARAJIYA
Date: 2025.03.01 16:13:18 +05'30'

Chetna Dharajiya
Company Secretary & Chief Manager (Legal)

Encl.: As above

Company Name	GUJARAT NARMADA VALLEY FERTILIZERS & CHEMICALS LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	279409
No. of shareholders present in the meeting either in	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/	SPECIAL - Appointment of Shri Ajai Bahadur Khare (DIN: 07416463) as an Independent Non-Executive Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	60693667	60693667	100.0000	60693667	0	100.0000	0.0000
	Poll	60693667	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	60693667	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	38325275	33403976	87.1591	33403976	0	100.0000	0.0000
	Poll	38325275	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	38325275	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	47921741	116972	0.2441	108379	8593	92.6537	7.3462
	Poll	47921741	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	47921741	0	0.0000	00	0	0.0000	0.0000
	Total	146940683	94214615	64.1174	94206022	8593	99.9909	0.0091

Gujarat Narmada Valley Fertilizers & Chemicals Ltd. GNFC

CHETNA PRABHATKUMAR DHARAJIYA

Digitally signed by CHETNA PRABHATKUMAR DHARAJIYA
Date: 2025.03.01 16:13:51 +05'30'

J. J. Gandhi & Co.
Practising Company Secretaries
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall
Besides Dinesh Mill
Jetalpur, Vadodara - 390 007
Phone (O) 9375085022
JJ Gandhi : 9374620085
Email : jjgandhics@gmail.com

Scrutinizer's Report

To,
The Chairman
Gujarat Narmada Valley Fertilizers & Chemicals Limited
P.O. Narmadanagar
Dist. Bharuch
Gujarat- 392015

Dear Sir,

Scrutinizer's Report on the Postal Ballot process
Conducted through remote e-voting

1. I, CS J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, has been appointed as Scrutinizer by the Board of Directors of **Gujarat Narmada Valley Fertilizers & Chemicals Limited** (**CIN L24110GJ1976PLC002903**) pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules 2014 and in terms of General Circular No. 14, 17, 20, 22, 33 and 39 of 2020 and General Circular 10 and 20 of 2021 and General Circular No. 3 and 10 of 2022, General Circular No. 9 of 2023 and General Circular No. 9 of 2024 dated 19/09/2024 extending time limit up to 30st September, 2025 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and Regulation 44 of the SEBI (LODR) Regulations, 2015 (herein after referred to as Rules) for providing report on the Postal Ballot conducted only through e-voting process in respect of the resolution as mentioned in the notice of the Postal Ballot dated **17th January, 2025.**

2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder, including circulars issued by the MCA in view of Covid-19 pandemic, relating to voting on the Resolutions mentioned in the Notice of Postal Ballot. My responsibilities as a scrutinizer for the voting process is restricted to make Scrutinizers' Report of the votes casted "In favour" or "Against" the resolutions based on the scrutiny of the remote e-voting by the shareholders and the reports generated from the e-voting system provided by the **Kfin Technologies Limited (KFinTech/ RTA)** the authorized agency engaged by the Company to provide e-voting facilities.

3. Further, to above, I submit my report as under;

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

J. J. Gandhi & Co.
Practising Company Secretaries
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F46, India Bulls Mega Mall
Besides Dinesh Mill
Jetalpur, Vadodara - 390 007
Phone (O) 9375085022
JJ Gandhi : 9374620085
Email : jjgandhics@gmail.com

A. The Postal Ballot voting was carried in compliance with the direction issued by the Ministry of Corporate Affairs (MCA) through General Circular No. 14, 17, 20, 22, 33 and 39 of 2020 and General Circular 10 and 20 of 2021 and General Circular 3 and 10 of 2022, General Circular No. 9 of 2023 and General Circular No. 9 dated 19/09/2024 extending time limit up to 30st September, 2025. In compliance with the MCA Circulars, hard copies of Notice, Postal Ballot Form and Prepaid Business Reply Envelope have not been sent to the Members.

B. As per direction of the MCA Circulars, the Company has completed the dispatch of the Notice through email on **27th January, 2025**, to all the members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company's Registrar and Transfer Agent i.e. **Kfin Technologies Limited** and whose names appear in the Register of Members/ list of Beneficial Owners received from the National Securities Depository Limited and Central Depository Services (India) Limited as on **Friday, 24th January, 2025** being the Cut-off date.

C. The Company has given the Public Advertisement with respect to email of Postal Ballot Notice in English language in the newspaper **"Business Standard"** dated **28th January, 2025** (Ahmedabad edition) and in Gujarati language in the news paper **"Loksatta Jansatta"** (Vadodara edition) dated **28th January, 2025**.

D. The Company has placed on its website notice of Postal Ballot as per requirement of Rule 22(4) of the Companies (Management and Administration) Rules 2014.

E. The e-voting period remained open from **30th January, 2025** (9.00 A.M.) to **28th February, 2025** (5.00 P.M.).

F. The Members of the Company holding shares in physical form or demat form as on **"Cut-off" date** i.e. **24th January, 2025** were entitled to vote on the resolutions mentioned in the Notice of Postal Ballot. The total number of shareholders of the Company as on cut-off date are **2,79,409**.

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

J. J. Gandhi & Co.
Practising Company Secretaries
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

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Phone (O) 9375085022
JJ Gandhi : 9374620085
Email : jjgandhics@gmail.com

G. At the end of voting period, through my Scrutiniser's login the vote casted through e-voting were unblocked on **28th February, 2025** in the presence of two witnesses not in the employment of the Company.

H. The details of Members who have voted "for" or "against" the Resolution that were put to vote were generated from the E-voting website of **Kfin Technologies Limited**.

Based on the scrutiny of e-voting Reports generated from the website, I submit my report as under;

Resolution No. 1
Appointment of Shri Ajai Bahadur Khare (DIN: 07416463) as an Independent Non-Executive Director of the Company

Type of Resolution	**Special**
Whether promoter/ promoter group interested in the resolution?	No

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled 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 & Promoter Group	Remote E-Voting	60693667	60693667	100.00	60693667	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		60693667	100.00	60693667	0	100.00	0.00
Public Institutions	Remote E-Voting	38325275	33403976	87.16	33403976	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		33403976	87.16	33403976	0	100.00	0.00
Public Non Institutions	Remote E-Voting	47921741	116972	0.24	108379	8593	92.65	7.35
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		116972	0.24	108379	8593	92.65	7.35
Total		**146940683**	**94214615**	**64.12**	**94206022**	**8593**	**99.99**	**0.01**

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

J. J. Gandhi & Co.
Practising Company Secretaries
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

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Email : jjgandhics@gmail.com

The figures in percentage have been rounded off to 2 decimal points.
The votes cast does not include abstained votes.

Based on the aforesaid results, I report that **Special Resolution** contained in the Postal Ballot Notice dated **17th January, 2025** have been passed with the requisite majority by the Members of the Company.

Accordingly, you may declare the voting result of Postal Ballot.

The relevant soft records relating to e-voting of postal ballot is being handed over to the Company Secretary for safe custody.

Restriction on use: This Report has been issued for submission to Stock Exchange and for placing on website of the Company and for placing on website of e-voting service provider. This Report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care for any other purpose to any other party.

For J J Gandhi & Co.
Practising Company Secretaries

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

(J J Gandhi)
Proprietor

Place: Vadodara
Date: 28th February, 2025

FCS No. 3519 and CP No. 2515
P R No. 1174/2021

UDIN number F003519F004024558

CHETNA PRABHATKUMAR DHARAJIYA
Digitally signed by CHETNA PRABHATKUMAR DHARAJIYA
Date: 2025.03.01 13:59:19 +05'30'

Received Report