



16<sup>th</sup> August, 2019

**The National Stock Exchange  
of India Limited**  
Listing Department  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
Mumbai 400 051

**BSE Limited**  
Department of Corporate Services  
Floor 25, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

Dear Sir,

**Sub: Details of Voting Results pursuant to Regulations 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and Scrutinizer's Report on voting on the Resolutions of the 39<sup>th</sup> Annual General Meeting:**

The 39<sup>th</sup> Annual General Meeting of the members of the Company was held on Wednesday, 14<sup>th</sup> August, 2019, at 11:30 a.m. at Opus 1, The Cove, Level 1, Creativity, Opp. Golf Course, Off Airport Road, Yerawada, Pune - 411006

<b>Date of the 38<sup>th</sup> Annual General Meeting</b>	<b>14<sup>th</sup> August, 2019</b>
<b>Total Number of Shareholders on Cut off</b> (Cut Date: 7 <sup>th</sup> August, 2019)	<b>105539</b>
<b>Total Number of shareholders present in the meeting either in person or through proxy</b>	<b>64</b>
<b>Promoter &amp; Promoter Group</b>	<b>2</b>
<b>Public</b>	<b>62</b>
<b>*No of Shareholders who attended the meeting through Video Conferencing</b>	
<b>Promoter &amp; Promoter Group</b>	<b>NA</b>
<b>Public</b>	<b>NA</b>



Please find the enclosed herewith the details regarding the voting results pursuant the Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015,as under:

\*The Company has not provided video conferencing facility to the shareholders.

The mode of the voting on the resolutions was through remote e- voting and poll (insta poll) at the venue of the Annual General Meeting .The agenda wise voting results are attached to this letter.

We have also enclosed herewith Scrutinizer's report pursuant to Section 108 of the Companies Act, 2013 read with Rule no. 20 of the Companies (Management and Administration) Rules, 2014, on remote e- voting and voting through poll (insta poll) at 39<sup>th</sup> Annual General Meeting.

Based on the Scrutinizer's report the following resolutions from Item no. 1 to Item no.9 of the Notice of the Annual General Meeting were passed with requisite majority.

S.No	Resolution(s) Description
	<b>Ordinary Business :</b>
1	Receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended 31 <sup>st</sup> March, 2019 and the Reports of the Board of Directors and Auditors thereon. - Ordinary Resolution
2	Declare a dividend on equity shares for the financial year ended 31 <sup>st</sup> March, 2019. - Ordinary Resolution
3	To appoint a Director in place of Smt. Parul Mehta (DIN 00196410), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment. -Ordinary Resolution
	<b>Special Business</b>
4	Ratification and confirmation for payment of remuneration to M/s Y. R. Doshi & Company, Cost Accountants.- Ordinary Resolution
5	Appointment of Shri Partha Bhattacharyya (DIN 00329479) as an independent director of the Company. -Ordinary Resolution
6	Appointment of Shri Alok Perti (DIN 00475747) as an independent director of the Company.- Ordinary Resolution
7	Appointment of Dr. Amit Biswas (DIN 08173442) as an independent director of the Company. -Ordinary Resolution



8	Approval of the members for waiver of excess remuneration paid to Shri S. C. Mehta (DIN 00128204), Chairman & Managing Director. -Special Resolution
9	Approval of the members to the rollover of the Special Resolution passed in the 38 <sup>th</sup> Annual General Meeting for raising of funds aggregating to ` 600 Crore through one or more of the various options of securities such as Equity Shares, GDRs, ADRs, FCCBs or Partly Convertible Debentures or by way of qualified institutions placement to QIB (Qualified Institutional Buyers) in terms of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 to enable subscription of Foreign Currency Convertible Bonds on or after 17 <sup>th</sup> September, 2019 and to take such other corporate actions as and when necessary within the same threshold limit of ` 600 Crore. – Special Resolution

Thanking you,

Yours faithfully,

For Deepak Fertilisers

And Petrochemicals Corporation Limited

  
K. Subharaman

Executive Vice President (Legal) & Company Secretary

	DEEPAK FERTILISERS & PETROCHEMICALS CORPORATION LTD
Date of the AGM/EGM	14-08-2019
Total number of shareholders on record date	105539
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	62
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
	Poll	4,54,23,039	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		34,66,510	56.6303	34,66,510	0	100.0000	0.0000	5,59,371	54,917
	Poll	61,21,297	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		34,66,510	56.6303	34,66,510	0	100.0000	0.0000	5,59,371	54,917
Public- Non Institutions	E-Voting		31,805	0.0868	31,605	200	99.3711	0.6288	10,194	8,36,615
	Poll	3,66,60,607	1,10,828	0.3023	1,10,828	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,42,633	0.3891	1,42,433	200	99.8598	0.1402	10,194	836615
Total		8,81,04,943	4,60,32,182	55.5849	4,40,31,982	200	99.9996	0.0004	5,69,565	9,15,932

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare a dividend on equity shares for the financial year ended 31st March, 2019									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
	Poll	4,54,23,039	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		35,21,427	57.5275	35,21,427	0	100.0000	0.0000	5,59,371	0
	Poll	61,21,297	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		35,21,427	57.5275	35,21,427	0	100.0000	0.0000	5,59,371	0
Public- Non Institutions	E-Voting		31,805	0.0868	31,555	250	99.2139	0.7860	10,194	8,36,615
	Poll	3,66,60,607	1,10,828	0.3023	1,10,828	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,42,633	0.3891	1,42,383	250	99.8247	0.1753	10,194	836615
Total		8,82,04,943	4,60,87,099	56.6512	4,30,86,849	250	99.9995	0.0005	5,69,565	836615





Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Smt. Parul Mehta DIN 00196410, who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,54,23,039	4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	61,21,297	35,21,427	57.5275	35,21,427	0	100.0000	0.0000	5,59,371	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		35,21,427	57.5275	35,21,427	0	100.0000	0.0000	5,59,371	0
Public- Non institutions	E-Voting	3,66,60,607	31,805	0.0868	30,380	1,425	95.5195	4.4804	10,194	8,36,615
	Poll		1,10,828	0.3023	1,10,828	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,42,633	0.3891	1,41,208	1,425	99.0009	0.9991	10,194	836615
<b>Total</b>		<b>8,82,04,943</b>	<b>4,90,87,099</b>	<b>55.6512</b>	<b>4,90,85,674</b>	<b>1,425</b>	<b>99.9971</b>	<b>0.0029</b>	<b>5,69,565</b>	<b>836615</b>

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification and confirmation for payment of remuneration to Ms Y. R .Doshi Co . Cost Accountants									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,54,23,039	4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	61,21,297	35,21,427	57.5275	35,21,427	0	100.0000	0.0000	5,59,371	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		35,21,427	57.5275	35,21,427	0	100.0000	0.0000	5,59,371	0
Public- Non Institutions	E-Voting	3,66,60,607	31,805	0.0868	30,510	1,295	95.9283	4.0716	10,194	8,36,615
	Poll		1,10,828	0.3023	1,10,828	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,42,633	0.3891	1,41,338	1,295	99.0921	0.9079	10,194	836615
<b>Total</b>		<b>8,82,04,943</b>	<b>4,90,87,099</b>	<b>55.6512</b>	<b>4,90,85,604</b>	<b>1,295</b>	<b>99.9974</b>	<b>0.0026</b>	<b>5,69,565</b>	<b>836615</b>



Resolution No.	5										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri Partha Bhattacharyya DIN 00329479 as an independent 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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	4,54,23,039	4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>4,54,23,039</b>	<b>100.0000</b>	<b>4,54,23,039</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	61,21,297	35,21,427	57.5275	25,33,156	9,88,271	71.9354	28.0645	5,59,371	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>35,21,427</b>	<b>57.5275</b>	<b>25,33,156</b>	<b>9,88,271</b>	<b>71.9355</b>	<b>28.0645</b>	<b>5,59,371</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	3,66,60,607	8,68,420	2.3688	30,360	8,38,060	3.4960	96.5039	10,194	0	
	Poll		1,10,828	0.3023	1,10,828	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>9,79,248</b>	<b>2.6711</b>	<b>1,41,188</b>	<b>8,38,060</b>	<b>14,4180</b>	<b>85.5820</b>	<b>10,194</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>8,82,04,943</b>	<b>4,99,23,714</b>	<b>56.5997</b>	<b>4,80,97,383</b>	<b>18,26,331</b>	<b>96.3418</b>	<b>3.6582</b>	<b>5,69,565</b>	<b>0</b>		

Resolution No.	6										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri Alok Perti DIN 00475747 as an independent 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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	4,54,23,039	4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>4,54,23,039</b>	<b>100.0000</b>	<b>4,54,23,039</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	61,21,297	35,21,427	57.5275	35,21,427	0	100.0000	0.0000	5,59,371	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>35,21,427</b>	<b>57.5275</b>	<b>35,21,427</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>5,59,371</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	3,66,60,607	31,755	0.0866	30,110	1,645	94.8197	5.1802	10,194	8,36,665	
	Poll		1,10,828	0.3023	1,10,828	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>1,42,583</b>	<b>0.3889</b>	<b>1,40,938</b>	<b>1,645</b>	<b>98.8463</b>	<b>1.1537</b>	<b>10,194</b>	<b>836665</b>	<b>0</b>
<b>Total</b>	<b>8,82,04,943</b>	<b>4,90,87,049</b>	<b>55.6511</b>	<b>4,90,85,404</b>	<b>1,645</b>	<b>99.9966</b>	<b>0.0034</b>	<b>5,69,565</b>	<b>836665</b>		



Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Dr. Amit Biswas DIN 08173442 as an independent 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,54,23,039	4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	61,21,297	35,21,427	57.5275	35,21,427	0	100.0000	0.0000	5,59,371	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		35,21,427	57.5275	35,21,427	0	100.0000	0.0000	5,59,371	0
Public- Non Institutions	E-Voting	3,66,60,607	31,805	0.0868	30,360	1,445	95.4566	4.5433	10,194	8,36,615
	Poll		1,10,828	0.3023	1,10,828	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,42,633	0.3891	1,41,188	1,445	98.9869	1.0131	10,194	836615
<b>Total</b>		<b>8,82,04,943</b>	<b>4,90,87,099</b>	<b>55.6512</b>	<b>4,90,85,654</b>	<b>1,445</b>	<b>99.9971</b>	<b>0.0029</b>	<b>5,69,565</b>	<b>836615</b>

Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of the members for waiver of excess remuneration paid to Shri S. C. Mehta DIN 00128204, Chairman Managing Director									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,54,23,039	4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	61,21,297	35,21,427	57.5275	26,26,942	8,94,485	74.5987	25.4012	5,59,371	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		35,21,427	57.5275	26,26,942	8,94,485	74.5988	25.4012	5,59,371	0
Public- Non Institutions	E-Voting	3,66,60,607	8,68,420	2.3688	22,344	8,46,076	2.5729	97.4270	10,194	0
	Poll		1,10,828	0.3023	1,10,828	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,79,248	2.6711	1,33,172	8,46,076	13.5994	86.4006	10,194	0
<b>Total</b>		<b>8,82,04,943</b>	<b>4,99,23,714</b>	<b>56.5997</b>	<b>4,81,83,153</b>	<b>17,40,561</b>	<b>96.5136</b>	<b>3.4864</b>	<b>5,69,565</b>	<b>0</b>





Resolution No.	9									
	SPECIAL - Approval of the members to the rollover of the Special Resolution passed in the 38th Annual General Meeting for raising of funds aggregating to Rs.600 Crore through one or more of the various options of securities such as Equity Shares, GDRs, ADRs, FCCBs or Partly Convertible Debentures or by way of qualified institutions placement to QIB Qualified Institutional Buyers in terms of the SEBI Issue of Capital and Disclosure Requirements Regulations, 2018 to enable subscription of Foreign Currency Convertible Bonds on or after 17th September , 2019 and to take such other corporate actions as and when necessary within the same threshold limit of Rs. 600 Crore.									
Resolution required: (Ordinary/ Special)	Special									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,54,23,039	4,54,23,039	100.0000	4,54,23,039	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,54,23,039</b>	<b>100.0000</b>	<b>4,54,23,039</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	61,21,297	35,21,427	57.5275	18,44,127	16,77,300	52.3687	47.6312	5,59,371	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>35,21,427</b>	<b>57.5275</b>	<b>18,44,127</b>	<b>16,77,300</b>	<b>52.3687</b>	<b>47.6313</b>	<b>5,59,371</b>	<b>0</b>
Public- Non Institutions	E-Voting	3,66,60,607	8,68,420	2.3688	30,370	8,38,050	3.4971	96.5028	10,194	0
	Poll		1,10,828	0.3023	1,10,828	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>9,79,248</b>	<b>2.6711</b>	<b>1,41,198</b>	<b>8,38,050</b>	<b>14,4190</b>	<b>85.5810</b>	<b>10,194</b>	<b>0</b>
<b>Total</b>		<b>8,82,04,943</b>	<b>4,99,23,714</b>	<b>56.5997</b>	<b>4,74,08,364</b>	<b>25,15,350</b>	<b>94.9616</b>	<b>5.0384</b>	<b>5,69,565</b>	<b>0</b>





**Scrutinizer's Report**

**[Pursuant to Section 108 of the Companies Act, 2013 and 20(4) (xii) of the Companies  
(Management and Administration) Rules, 2014 (Amendments Rules 2015)]**

To,  
The Chairman,

39th Annual General Meeting of the Equity shareholders of Deepak Fertilisers And Petrochemicals Corporation Limited held on 14th day of August, 2019 at 11.30 a.m. at Opus 1, The Cove, Level 1, Creaticity, Opp. Golf Course, Off Airport Road, Yerawada, Pune - 411 006.

Dear Sir,

I, Sridhar Mudaliar, Partner, SVD & Associates, Company Secretaries, have been appointed as scrutinizer by the Board of Directors of Deepak Fertilisers And Petrochemicals Corporation Limited ("the Company") for the purpose of scrutinizing the e-voting process and voting by Insta poll at the meeting pursuant to Section 108 of the provisions of Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015) in a fair and transparent manner in respect of the below mentioned resolutions proposed, at the 39th Annual General Meeting of the Equity shareholders of the Company held on 14th day of August, 2019 at 11.30 a.m. at the Opus 1, The Cove, Level 1, Creaticity, Opp. Golf Course, Off Airport Road, Yerawada, Pune - 411 006. I submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic voting system (by remote e-voting) and voting by Insta poll by the shareholders on the resolutions proposed in the Notice of the 39<sup>th</sup> AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic voting system and by Insta poll at the 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 Karvy Fintech Private Limited and report on Insta poll at the meeting.
2. In accordance with the notice of the 39<sup>th</sup> AGM dated 30th day of May, 2019 sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules 2014 (Amendment Rules 2015) on 23rd day of July,



2019, the remote e-voting period remained open from 11th day of August, 2019 (9.00 a.m.) to 13th day of August, 2019 (5.00 p.m.).

3. The shareholders holding shares as on the "cut off" date i.e. 7th day of August, 2019 were entitled to vote on the proposed resolutions (item nos. 1 to 9 as set out in the Notice of the 39th AGM of the Company.)
4. After declaration of voting by use of electronic means (Insta Poll) by the Chairman at the meeting, the electronic devices namely tablets, were activated and circulated to the Shareholders for recording their votes. The electronic voting facility / devices were provided by Karvy Fintech Private Limited.
5. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting through the facility provided by Karvy had been blocked and numerical One Time Password (OTP) was issued by Karvy only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting. The OTP was issued on registration of the attendance after verifying shareholder's folio, DPID, specimen signature and number of shares held by the member, comparing with Register of Members / Register of Beneficial owner as on cut-off date.
6. After declaration of voting by poll by the Chairman at the AGM, an empty ballot box was kept for polling and the same was locked in my presence. In view of the arrangement made for voting through Insta poll at the venue, none of the shareholders voted by poll.
7. The votes on remote e-voting were unblocked on 14th day of August, 2019 at around 01.15 p.m. after conclusion of the AGM in the presence of two witnesses (Mr. Ashish Bhat residing at Kothrud, Pune and Ms. Manushree Das residing at Khadki, Pune) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Karvy Fintech Private Limited (URL: <https://www.evoting.Karvy.com>.) and the same are being handed over to the Chairman.



Ashish Bhat



Manushree Das

8. The votes on Insta Poll were unblocked at 02.12 p.m. after the close of voting hours and the summary of votes polled on all resolutions was received from Karvy Fintech Private Limited.



9. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) **Ordinary Resolution No. 1** – To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Insta Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	102	56	158	
Number of votes cast by them	48921154	110828	49031982	99.9996%
<b>(ii) Voted against</b>				
Number of members voted	1	0	1	-
Number of votes cast by them	200	0	200	0.0004%
<b>(iii) Total</b>				
Total number of members voted	103	56	159	-
Total number of votes cast by them	48921354	110828	49032182	100%

(ii) Not voted/invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	~^604	0	604
Total Number of shares involved	1461097	0	1461097

~ votes of four shareholders for 569565 shares are declared invalid

^ six hundred shareholders have not voted for 891532 shares



- b) **Ordinary Resolution No. 2** – To declare a dividend on equity shares for the financial year ended 31st March, 2019

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	102	56	158	-
Number of votes cast by them	48976021	110828	49086849	99.9995%
<b>(ii) Voted against</b>				
Number of members voted	2	0	2	-
Number of votes cast by them	250	0	250	0.0005%
<b>(iii) Total</b>				
Total number of members voted	104	56	160	-
Total number of votes cast by them	48976271	110828	49087099	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	~^603	0	603
Total Number of shares involved	1406180	0	1406180

~ votes of four shareholders for 569565 shares are declared invalid

^ five hundred and ninety-nine shareholders have not voted for 836615 shares

- c) **Ordinary Resolution No. 3** – To appoint a Director in place of Smt. Parul S. Mehta (DIN: 00196410), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	97	56	153	-
Number of votes cast by them	48974846	110828	49085674	99.9971%





<b>(ii) Voted against</b>				
Number of members voted	7	0	7	
Number of votes cast by them	1425	0	1425	0.0029%
<b>(iii) Total</b>				
Total number of members voted	104	56	160	
Total number of votes cast by them	48976271	110828	49087099	100%

**(ii) Not voted/Invalid votes:**

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	~^603	0	603
Total Number of shares involved	1406180	0	1406180

~ votes of four shareholders for 569565 shares are declared invalid

^ five hundred and ninety-nine shareholders have not voted for 836615 shares

- d) **Ordinary Resolution No. 4** – Ratification and confirmation for payment of remuneration to M/s Y. R. Doshi & Company, Cost Accountants.

**(i) Voted in favour of or against the resolution:**

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	96	56	152	
Number of votes cast by them	48974976	110828	49085804	99.9974%
<b>(ii) Voted against</b>				
Number of members voted	8	0	8	-
Number of votes cast by them	1295	0	1295	0.0026%
<b>(iii) Total</b>				
Total number of members voted	104	56	160	
Total number of votes cast by them	48976271	110828	49087099	100%



(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	~^603	0	603
Total Number of shares involved	1406180	0	1406180

~ votes of four shareholders for 569565 shares are declared invalid

^ five hundred and ninety-nine shareholders have not voted for 836615 shares

- e) **Ordinary Resolution No. 5** – Appointment of Shri Partha Bhattacharyya (DIN 00329479) as an independent director of the Company.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	88	56	144	-
Number of votes cast by them	47986555	110828	48097383	96.3418%
<b>(ii) Voted against</b>				
Number of members voted	615	0	615	-
Number of votes cast by them	1826331	0	1826331	3.6582%
<b>(iii) Total</b>				
Total number of members voted	703	56	759	-
Total number of votes cast by them	49812886	110828	49923714	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	~4	0	4
Total Number of shares involved	569565	0	569565

~ votes of four shareholders for 569565 shares are declared invalid



- f) **Ordinary Resolution No. 6** – Appointment of Shri Alok Perti (DIN 00475747) as an independent director of the Company.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	94	56	150	-
Number of votes cast by them	48974576	110828	49085404	99.9966%
<b>(ii) Voted against</b>				
Number of members voted	9	0	9	-
Number of votes cast by them	1645	0	1645	0.0034%
<b>(iii) Total</b>				
Total number of members voted	103	56	159	
Total number of votes cast by them	48976221	110828	49087049	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	~^604	0	604
Total Number of shares involved	1406230	0	1406230

~ votes of four shareholders for 569565 shares are declared invalid

^ six hundred shareholders have not voted for 836665 shares

- g) **Ordinary Resolution No. 7** – Appointment of Dr. Amit Biswas (DIN 08173442) as an independent director of the Company.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	96	56	152	-



Number of votes cast by them	48974826	110828	49085654	99.9971%
<b>(ii) Voted against</b>				
Number of members voted	8	0	8	
Number of votes cast by them	1445	0	1445	0.0029%
<b>(iii) Total</b>				
Total number of members voted	104	56	160	
Total number of votes cast by them	48976271	110828	49087099	100%

**(ii) Not voted/Invalid votes:**

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	~^603	0	603
Total Number of shares involved	1406180	0	1406180

~ votes of four shareholders for 569565 shares are declared invalid

^ five hundred and ninety-nine shareholders have not voted for 836615 shares

- h) **Special Resolution No. 8** – Approval of the members for waiver of excess remuneration paid to Shri S. C. Mehta (DIN 00128204), Chairman & Managing Director

**(i) Voted in favour of or against the resolution:**

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	75	56	131	
Number of votes cast by them	48072325	110828	48183153	96.5136%
<b>(ii) Voted against</b>				
Number of members voted	628	0	628	
Number of votes cast by them	1740561	0	1740561	3.4864%
<b>(iii) Total</b>				
Total number of members voted	703	56	759	
Total number of votes cast by them	49812886	110828	49923714	100%





(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	~4	0	4
Total Number of shares involved	569565	0	569565

~ votes of four shareholders for 569565 shares are declared invalid

- i) **Special Resolution No. 9** – Approval of the members to the rollover of the Special Resolution passed in the 38th Annual General Meeting for raising of funds aggregating to Rs. 600 Crore through one or more of the various options of securities such as Equity Shares, GDRs, ADRs, FCCBs or Partly Convertible Debentures or by way of qualified institutions placement to QIB (Qualified Institutional Buyers) in terms of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 to enable subscription of Foreign Currency Convertible Bonds on or after 17th September, 2019 and to take such other corporate actions as and when necessary within the same threshold limit of Rs. 600 Crore.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	79	56	135	
Number of votes cast by them	47297536	110828	47408364	94.9616%
<b>(ii) Voted against</b>				
Number of members voted	624	0	624	-
Number of votes cast by them	2515350	0	2515350	5.0384%
<b>(iii) Total</b>				
Total number of members voted	703	56	759	
Total number of votes cast by them	49812886	110828	49923714	100%



(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	~4	0	4
Total Number of shares involved	569565	0	569565

~ votes of four shareholders for 569565 shares are declared invalid

7. Accordingly, Resolution Nos. 1 to 9 have been passed with requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.
8. All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,  
For SVD and Associates

  


Sridhar Mudaliar  
Partner  
FCS. No. 6156  
C. P. No. 2664

Place: Pune  
Date: 14<sup>th</sup> August, 2019