



प्रगति के पथप्रदर्शक
PIONEERS IN PROGRESS

दि फ़र्टिलाइज़र्स एण्ड केमिकल्स ट्रावन्कोर लिमिटेड
THE FERTILISERS AND CHEMICALS TRAVANCORE LTD.

(भारत सरकार का उद्यम) (A Government of India Enterprise)

पंजीकृत कार्यालय: एलूर, उद्योगमंडल, कोच्ची - 683 501, केरल राज्य, भारत
Regd. Office: Eloor, Udyogamandal, Kochi-683501, Kerala State, India. Website: www.fact.co.in CIN: L24129KL1943GOI000371

CS-CO-8399

27th September, 2024

The Manager (Listing Department),
National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), MUMBAI – 400 051

Dear Sir,

Sub: Announcement of Results of E-Voting

Further to our letter No CS-CO-8397 dated 27th September, 2024 informing the Proceedings of 80th Annual General Meeting of the Company held on 27th September, 2024, we submit herewith results of the votes cast through remote e-voting and e-voting at the Annual General Meeting on all resolutions along with the copy of the Report of Scrutinizer which will also be available on the website of the Company.

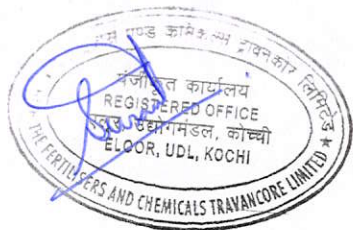
Kindly take the above on record.

Thanking You

Yours faithfully,
For The Fertilisers and Chemicals Travancore Limited

Susan Abraham
Company Secretary

Date of the e-voting	80th Annual General Meeting notice dated 04th September, 2024 (24th September, 2024 09:00 a.m to 26th September, 2024, 05:00 p.m and Venue E-Voting during the AGM).							
Record date	30th September, 2024							
Total number of shareholders on record date	112009							
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable							
Promoters and Promoter Group:	Not Applicable							
Public:	Not Applicable							
No. of Shareholders attended the meeting through Video Conferencing	39							
Promoters and Promoter Group:	1							
Public:	38							
Resolution No.1:	<p>“(a) RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March, 2024 and the reports of the Board of Directors and Auditors thereon be and are hereby considered, approved and adopted.</p> <p>(b) FURTHER RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 March, 2024 and the report of the Auditors thereon be and are hereby considered, approved and adopted.”</p>							
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	Remote E-voting/E-voting at the AGM	582364776	582364776	100.00	582364776	0	100.00	0.00
Public- Institutions	Remote E-voting/E-voting at the AGM	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-voting/E-voting at the AGM	64707198	642489	0.99	508278	134211	79.11	20.89
Total		647071974	583007265	90.10	582873054	134211	99.98	0.02



Resolution No.2:								
"RESOLVED THAT a final dividend of Re. 0.97 (Ninety-seven paise) per share aggregating to Rs. 62,76,59,815 (Rupees Sixty Two Crore Seventy Six Lakh Fifty Nine Thousand Eight Hundred and Fifteen Only) on equity share capital of the Company for the year ended on 31 March 2024, as recommended by the Board, be and is hereby declared."								
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	Remote E-voting/E-voting at the AGM	582364776	582364776	100.00	582364776	0	100.00	0.00
Public- Institutions	Remote E-voting/E-voting at the AGM	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-voting/E-voting at the AGM	64707198	644479	1.00	510206	134273	79.17	20.83
Total		647071974	583009255	90.10	582874982	134273	99.98	0.02
Resolution No.3:								
RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to fix remuneration of the Statutory Auditors and Branch Auditors appointed by the Comptroller and Auditor General of India for the Financial Year 2024-25.								
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	Remote E-voting/E-voting at the AGM	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E-voting at the AGM	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E-voting at the AGM	64707198	642489	0.99	642290	199	99.97	0.031
Total		647071974	583007265	90.10	583007066	199	100.00	0.000



Resolution No.4:								
RESOLVED THAT pursuant to the provisions of section 152 (6) (e) of the Companies Act, 2013, Ms. Aparna S Sharma, Director (DIN: 07798544), Joint Secretary, Department of Fertilizers, Ministry of Chemicals and Fertilizers, New Delhi, be and is hereby reappointed as a Director of the Company.								
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	Remote E-voting/E-voting at the AGM	582364776	582364776	100.00	582364776	0	100.00	0
Public- Institutions	Remote E-voting/E-voting at the AGM	0	0	0.00	0	0	0.00	0
Public- Non Institutions	Remote E-voting/E-voting at the AGM	64707198	642439	0.99	81841	560598	12.74	87.26
Total		647071974	583007215	90.10	582446617	560598	99.90	0.10

Resolution No.5:								
RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with Articles of Association of the Company, Shri. Manoj Sethi (DIN: 00301439), Joint Secretary and Financial Advisor, Department of Fertilizers, Ministry of Chemicals and Fertilizers, New Delhi, be and is hereby appointed as a Director of the Company.								
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	Remote E-voting/E-voting at the AGM	582364776	582364776	100.00	582364776	0	100.00	0.00
Public- Institutions	Remote E-voting/E-voting at the AGM	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-voting/E-voting at the AGM	64707198	642439	0.99	95353	547086	14.84	85.16
Total		647071974	583007215	90.10	582460129	547086	99.91	0.09



Resolution No.6:								
RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act 2013 and the Companies (Audit and Auditors) Rules 2014, the Cost Auditors appointed by the Board of Directors of the Company to conduct the Audit of the cost records of the Company for the Financial Year 2024-25 be paid the remuneration of Rs. 85,000/- plus out of pocket expenses (subject to a maximum of Rs. 10,000/-).								
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	Remote E-voting/E-voting at the AGM	582364776	582364776	100.00	582364776	0	100.00	0.000
Public- Institutions	Remote E-voting/E-voting at the AGM	0	0	0.00	0	0	0.00	0.000
Public- Non Institutions	Remote E-voting/E-voting at the AGM	64707198	642439	0.99	642197	242	99.96	0.038
Total		647071974	583007215	90.10	583006973	242	100.00	0.000





CS Dhanya Paul M.Com, FCS

DV & Associates
Company Secretaries

CS Vivek Kumar M.Com, LL.B, FCS

SCRUTINISER'S REPORT

(Pursuant to section 108 of the companies Act, 2013 read with and Rule 20 of the Companies (Management and Administration) Rules, 2014.

To,
The Chairman,
The Fertilisers and Chemicals Travancore Limited
CIN: L24129KL1943GOI000371
Udyogamandal PO, Eloor, Ernakulam, Kerala, India - 683501

Dear Sir.

Sub: Consolidated Scrutinizer's Report on the Remote E-Voting conducted pursuant to section 108 of the companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) amended, Rules, 2015 and Venue E-Voting at the 80th Annual General Meeting of The Fertilisers and Chemicals Travancore Limited (CIN: L24129KL1943GOI000371), held on Friday, 27th September, 2024 at 11.00 am through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

1. I, Vivek Kumar, Company Secretary in practice (M.No. F9353, CoP No.11036), have been appointed as scrutinizer by the Board of Directors of The Fertilisers and Chemicals Travancore Limited ("the Company") to scrutinize the remote e-voting process of the Annual General Meeting ("AGM") and e-voting process at the AGM in accordance with section 108 of the companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) amended, Rules, 2015 and Venue E-Voting at the 80th Annual General Meeting of The Fertilisers And Chemicals Travancore Ltd held on Friday, September 27, 2024 at 11.00 am through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

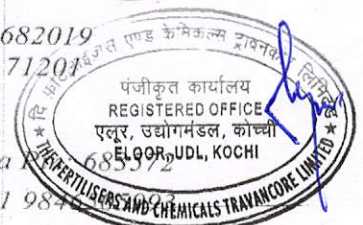
2. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility for the Remote e voting to the Shareholders of the Company from 24th September, 2024 09:00 a.m to 26th September, 2024, 05:00 p.m and Venue E-Voting during the AGM.

Head Office:

2nd Floor, Tharayathu, LM Paily Road Jn. Vyttila, Ernakulam, Kerala, India, PIN: 682019
Email: csvivekkumartg@gmail.com Mob: +91 98477 25152 Office: +91 77362 71207

Branch Office:

1st Floor, St George Complex, East Church Road, Bank Jn., Angamaly, Kerala, India
Email: talkuscs@gmail.com Mobile: +91 98465 05914 Office: +91 984



Resolution No.1 (Ordinary Resolution):

“(a) RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March, 2024 and the reports of the Board of Directors and Auditors thereon be and are hereby considered, approved and adopted.

(b) FURTHER RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 March, 2024 and the report of the Auditors thereon be and are hereby considered, approved and adopted.”

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
6170	0	6170	6170	100.00	0	0.00
Remote e-Voting						
583001095	0	583001095	582866884	99.98	134211	0.02
Total						
583007265	0	583007265	582873054	99.98	134211	0.02
Result: Passed with requisite majority as Ordinary Resolution.						

Resolution No.2 (Ordinary Resolution):

“RESOLVED THAT a final dividend of Re. 0.97 (Ninety-seven paise) per share aggregating to Rs. 62,76,59,815 (Rupees Sixty Two Crore Seventy Six Lakh Fifty Nine Thousand Eight Hundred and Fifteen Only) on equity share capital of the Company for the year ended on 31 March 2024, as recommended by the Board, be and is hereby declared.”

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
6170	0	6170	6170	100.00	0	0.00
Remote e-Voting						
583003085	0	583003085	582868812	99.98	134273	0.02
Total						
583009255	0	583009255	582874982	99.98	134273	0.02
Result: Passed with requisite majority as Ordinary Resolution.						



Resolution No. 3 (Ordinary Resolution):

RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to fix remuneration of the Statutory Auditors and Branch Auditors appointed by the Comptroller and Auditor General of India for the Financial Year 2024-25.

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
6170	0	6170	6170	100.00	0	0.00
Remote e-Voting						
583001095	0	583001095	583000896	100.00	199	0.00
Total						
583007265	0	583007265	583007066	100.00	199	0.00
Result: Passed with requisite majority as Ordinary Resolution.						

Resolution No.4 (Ordinary resolution):

RESOLVED THAT pursuant to the provisions of section 152 (6) (e) of the Companies Act, 2013, Ms. Aparna S Sharma, Director (DIN: 07798544), Joint Secretary, Department of Fertilizers, Ministry of Chemicals and Fertilizers, New Delhi, be and is hereby reappointed as a Director of the Company.

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
6170	0	6170	6170	100.00	0	0.00
Remote e-Voting						
583001045	0	583001045	582440447	99.90	560598	0.10
Total						
583007215	0	583007215	582446617	99.90	560598	0.10
Result: Passed with requisite majority as Ordinary Resolution.						



Resolution No.5 (Ordinary resolution):

RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with Articles of Association of the Company, Shri. Manoj Sethi (DIN: 00301439), Joint Secretary and Financial Advisor, Department of Fertilizers, Ministry of Chemicals and Fertilizers, New Delhi, be and is hereby appointed as a Director of the Company.

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
6170	0	6170	6170	100.00	0	0.00
Remote e-Voting						
583001045	0	583001045	582453959	99.91	547086	0.09
Total						
583007215	0	583007215	582460129	99.91	547086	0.09
Result: Passed with requisite majority as Ordinary Resolution.						

Resolution No.6 (Ordinary resolution):

RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act 2013 and the Companies (Audit and Auditors) Rules 2014, the Cost Auditors appointed by the Board of Directors of the Company to conduct the Audit of the cost records of the Company for the Financial Year 2024-25 be paid the remuneration of Rs. 85,000/- plus out of pocket expenses (subject to a maximum of Rs. 10,000/-).

Voting Result						
Total Votes polled	No of invalid votes/rejected d/abstained	Total valid votes polled	Votes in Favour	% votes in favour to the total valid votes polled	Votes against	% votes against to the total valid votes polled
e-Voting at the AGM						
6170	0	6170	6170	100.00	0	0.00
Remote e-Voting						
583001045	0	583001045	583000803	100.00	242	0.00
Total						
583007215	0	583007215	583006973	100	242	0.00
Result: Passed with requisite majority as Ordinary Resolution.						



3. As Scrutinizer, my responsibility is to ensure that voting process through remote E-Voting and Venue E-Voting conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast in favour or against the resolutions, based on the report generated from the e voting system provided by Central Depository Services (India) Limited (CDSL) after scrutiny and recording the votes received through e voting system.

4. The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and Rules made thereunder (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standards on General meeting (SS-2) relating voting by electronic means.

5. The Company has completed the dispatch of notice on 04th September, 2024 to all the shareholders containing the resolutions setting out the material facts along with detailed e-voting procedure to enable the shareholders to cast their vote as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.

6. The shareholders of the Company holding shares on the "cut-off date" i.e. 20th September, 2024 were entitled to vote on the proposed resolution as stated in the Item no 1 to 6 in the notice dated 04th September, 2024.

7. The voting by remote e-voting commenced from 24th September, 2024 at 09:00 a.m to 26th September, 2024 at 05:00 p.m and Venue E-Voting during the AGM. The E voting platform of the CDSL was blocked thereafter.

8. After the time fixed for closure of e-voting on 27th September, 2024 at 11.40 am, an electronic report of the e voting was generated by me after accessing the e voting platform i.e. www.evotingindia.com. Shareholders have casted their votes through Remote e-voting and the data was digitally scrutinized.

9. Thereafter, in compliance of the Rules. I have unblocked the votes on 27th September, 2024 at 11.45 am in the presence of two witnesses Ms. Chandini C C and Mr. Anjana Pramod who are not in the employment of the company. They have signed below in confirmation of the same.

Witness 1: Ms. Chandini C C

2nd Floor, Tharayath, Major Road, Vytilla, Ernakulam, Kerala - 682019

Witness 2: Ms. Anjana Pramod

2nd Floor, Tharayath, Major Road, Vytilla, Ernakulam, Kerala - 682019

10. The details containing, *inter alia*, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from website of CDSL e-voting platform i.e. <https://www.evotingindia.com> and based on such reports generated, the result of the consolidated e-voting is as under:



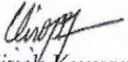
11 The resolutions as stated in the AGM notice stand passed with the requisite majority as specified under the Companies Act, 2013 read with Rules.

12. The register to record the assent or dissent received has been maintained electronically. It contains the particulars of name, address, folio number or client id of the shareholders, number of shares held by them nominal value of such shares, there were no shares with differential voting rights in the company; hence there is no requirement of maintaining of the list of shareholders with differential voting rights.

13. The relevant papers and records will be handed over to, CS Susan Abraham, Company Secretary, authorized by the Board for safe keeping the same, after the result is declared by the Chairman.

Thanking You.

Yours faithfully,
For DV & Associates
Company Secretaries


CS Vivek Kumar
Partner

M. No. F9353, CoP: 11036

Peer Review Certificate no. 2876/2023



UDIN: F009353F001339341

Place: Ernakulam

Date: 27th September, 2024