

M.C. SAJUMON M.Com., ACMA, ACS, ACIS
PRACTISING COMPANY SECRETARY

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FORM No. MGT-13
Report of Scrutinizer

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman,
of 77th Annual General Meeting of Equity shareholders of The Fertilisers and Chemicals
Travancore Limited (CIN: L24129KL1943GOI000371), held on Wednesday, the 22nd day of
September 2021, at 11.00 A.M through Video Conferencing (VC)

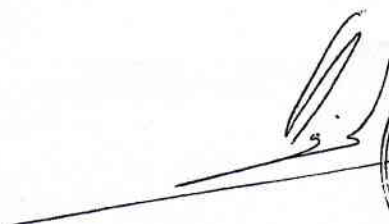

Dear Sir,

I, MYLADOOR CHERIAN SAJUMON, Practising Company Secretary was appointed as Scrutinizer
pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

(i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies
Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014
and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015.

(ii) Voting through electronic voting system at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of
the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting
of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the
Notice of the 77th Annual General Meeting (held for the financial year ending on 31.03.2021) of
the Equity Shareholders dated August 30, 2021. My responsibility as a Scrutinizer for the voting
process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report
of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based
on the report generated from the e-voting system provided by, CDSL the Agency Authorized
under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting
facilities to vote at the AGM.

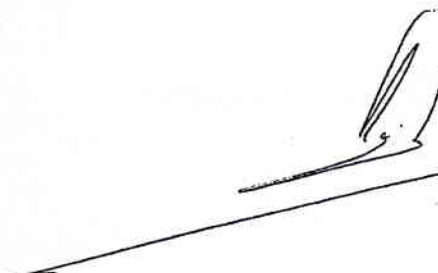









I submit our report as under:

1. The remote E-Voting period remained open from 9.00 a.m. on Sunday, September 19, 2021 up to 5.00 p.m. on Tuesday 21.09.2021.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose e-mail addresses were registered with the Company / Depository Participants / Depositories pursuant to MCA Circular Nos.14/2020 dated April 08,2020, 17/2020 dated April 13,2020, 20/2020 dated May 05,2020 and 02/2021dated January 13, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12,2020 and SEBI/HO/CFD/CMD2/CIR/ P/2021/11 dated January 15,2021.
3. The voting rights were reckoned as on Wednesday, September 15, 2021 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. At the end of the voting period on September 21, 2021 at 5.00 P.M., the voting platform of the Service Provider was blocked forthwith.
5. The Chairman, at the end of the discussion on the resolutions allowed to vote electronically through e-voting system provided on the CDSL platform to all those members who attended the AGM through VC / OAVM but could not cast their votes through remote e-voting facility.
6. After declaration of voting by the Chairman, the shareholders present at the AGM through VC, who could not cast their votes through remote e-voting facility, voted through e-voting facility provided by CDSL e-voting System.
7. After the conclusion of the Annual General Meeting, the votes cast electronically through the e-voting system provided by the Service Provider and the votes cast through Remote e-voting facility were simultaneously unblocked by me as a Scrutinizer on September 22, 2021 at 11.57 AM in the presence of Mrs. Febsy Jacob and Mr. Jeffin P J who acted as the witnesses, as prescribed in sub rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.
8. Based on the data provided by CDSL e-voting System, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



(a) RESOLUTION -1

To receive, consider and adopt the Audited Stand alone and Audited Consolidated financial statements of the company for the financial year ended 31st March 2021 and reports of Directors and Auditors thereon.

(i) Voted in favor of the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	86	2	88
Number of votes cast by them	5823776199	21	582376220
% of total number of valid votes cast	100%	100%	100%

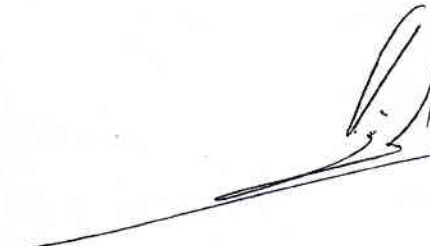

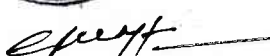
(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	Nil	Nil	Nil
Number of votes cast by them	Nil	Nil	Nil
% of total number of valid votes cast	NA	NA	NA

(iii) In valid Votes-NIL

(b) RESOLUTION -2

To fix remuneration of Statutory Auditors and Branch Auditors for the Financial Year 2021-22

(i) Voted in favor of the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	84	2	86
Number of votes cast by them	582376151	21	582376172
% of total number of valid votes cast	99.9999%	100%	100%

(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	1	Nil	1
Number of votes cast by them	8	Nil	8
% of total number of valid votes cast	0.0001%	NA	0.0001%

(iii) In valid Votes-NIL

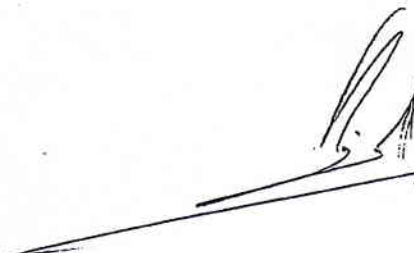


RESOLUTION --3

To elect Ms Aparna S Sharma (DIN:07798544) as Director of the Company.:

(i) Voted in favor of the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	81	2	83
Number of votes cast by them	582374038	21	582374059
% of total number of valid votes cast	99.9996%	100%	99.9996%

(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	4	Nil	4
Number of votes cast by them	2121	Nil	2121
% of total number of valid votes cast	0.0004%	NA	0.0004%

(iii) In valid Votes-NIL

RESOLUTION --4

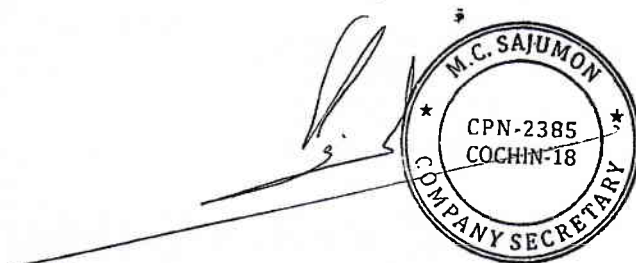
To pay a Remuneration of Rs. 85,000/- plus out of pocket expenses (Subject to a maximum of Rs. 10,000/-) to the Cost Auditors appointed by the Board of Directors of the company to conduct the audit of the Cost records of the company for the Financial year 2021-22

(i) Voted in favor of the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	81	2	83
Number of votes cast by them	582375740	21	582375761
% of total number of valid votes cast	99.9999%	100%	99.9999%

(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	4	Nil	4
Number of votes cast by them	419	Nil	419
% of total number of valid votes cast	0.0001%	NA	0.0001%

(iii) In valid Votes-NIL

9. All the Resolutions mentioned in the Notice of the AGM as per details given above stand passed under Remote e-voting and e-voting done by the members of the Company at the Annual General Meeting with the requisite majority and hence deemed to have been passed at the AGM.
10. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.




[Handwritten signature]

[Handwritten signature]

11. I hereby confirm that, I have maintained the electronic voting data downloaded and made available by the Service Provider, in respect of the votes cast through Remote e-voting and e-voting done by the members of the company at the Annual General Meeting. All the relevant records relating to remote e-voting and e-voting at the AGM will remain in my custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

UDIN: A009868C000985733
Place: Kochi-18
Date: 22.09.2021


Signature:
Name of Company Secretary in practice: M C SAJUMON
MN: A9868; C.P. No.: 2385
ICSI Unique Code: I1995KE067800
Per Review Cert. No. 713/2020





