

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

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ST. BENEDICT ROAD (WEST END)
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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,

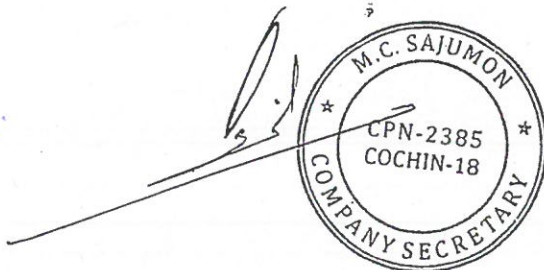
of 79th Annual General Meeting of Equity shareholders of The Fertilisers and Chemicals
Travancore Limited (CIN: L24129KL1943GOI000371), held on Friday the 29th September 2023,
at 11.00 A.M through Video Conferencing (VC)


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 79th Annual General Meeting (held for the financial year ending on 31.03.2023) of
the Equity Shareholders dated September 5th 2023. 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.




किशोर रूंगटा / KISHOR RUNGTA
अध्यक्ष एवं प्रबंध निदेशक Page 1 of 8
Chairman and Managing Director
दि. फर्टिलाइजर्स एण्ड केमिकल्स ट्रावन्कोर लिमिटेड
THE FERTILISERS AND CHEMICALS TRAVANCORE LIMITED
उद्योगमंडल / UDYOGAMANDAL-683 501
कोच्ची / KOCHI, केरल / KERALA, भारत / INDIA

I submit our report as under:

1. The remote E-Voting period remained open from 9.00 a.m. on Tuesday, September 26, 2023 up to 5.00 p.m. on Thursday September 28, 2023
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 Circulars and SEBI Circulars dated May 12, 2020 and January 15, 2021.
3. The voting rights were reckoned as on Friday, September 22, 2023 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 28, 2023 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 29, 2023 at 12.01 pm 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:



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दि फर्टिलाइजर्स एण्ड केमिकल्स ट्रावन्कोर लिमिटेड
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(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 2023 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	90	4	94
Number of votes cast by them	582837598	113	582837711
% of total number of valid votes cast	99.99%	100%	99.99%

(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	5	Nil	5
Number of votes cast by them	62703	Nil	62703
% of total number of valid votes cast	0.01%	NA	0.01%

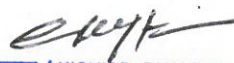
(iii) In valid Votes-NIL

(b) RESOLUTION -2

To declare the Final Dividend of Re. 1 per equity share for the Financial Year 2022-23

(i) Voted in favor of the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	89	4	93
Number of votes cast by them	582837593	113	582837706
% of total number of valid votes cast	99.99%	100%	99.99%




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(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	6	Nil	6
Number of votes cast by them	62708	Nil	62708
% of total number of valid votes cast	0.01%	NA	0.01%

(iii) In valid Votes-NIL

RESOLUTION -3:

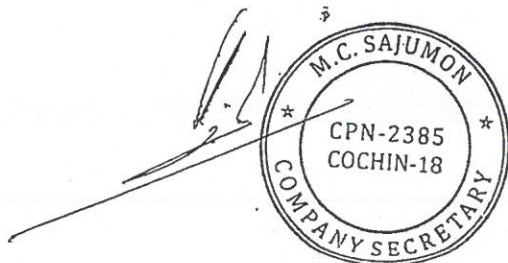
To fix remuneration of Statutory Auditors and Branch Auditors for the Financial Year 2023-24


(i) Voted in favor of the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	92	4	96
Number of votes cast by them	582900226	113	582900339
% 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	3	Nil	3
Number of votes cast by them	75	Nil	75
% of total number of valid votes cast	0%	NA	0%

(iii) In valid Votes-NIL







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RESOLUTION --4

To re-elect Ms Aparna S Sharma, Director (DIN:07798544) who retires by rotation at the AGM, being eligible:

(i) Voted in favor of the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	79	4	83
Number of votes cast by them	582390256	113	582390369
% of total number of valid votes cast	99.91%	100%	99.91%

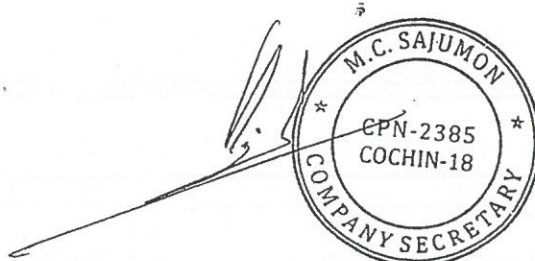
(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	16	Nil	16
Number of votes cast by them	510045	Nil	510045
% of total number of valid votes cast	0.09%	NA	0.09%


(iii) In valid Votes-NIL

RESOLUTION --5

To appoint Shri. Taranjit Singh (DIN: 10278060), as a Director on the Board of Directors 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	4	85
Number of votes cast by them	582491520	113	582491633
% of total number of valid votes cast	99.93%	100%	99.93%




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(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	13	Nil	13
Number of votes cast by them	408731	Nil	408731
% of total number of valid votes cast	0.07%	NA	0.07%

(iii) In valid Votes-NIL

RESOLUTION --6

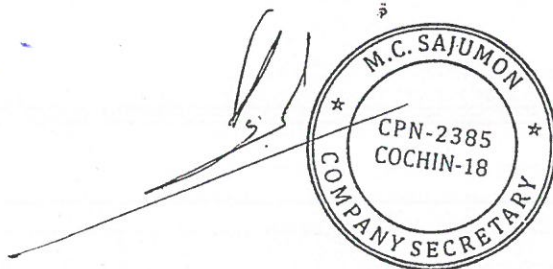
To appoint Shri. M Chandran (DIN: 07817614) as an Independent director of the company.:

(i) Voted in favor of the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	85	4	89
Number of votes cast by them	582824206	113	582824319
% of total number of valid votes cast	99.99%	100%	99.99%

(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	9	Nil	9
Number of votes cast by them	76045	Nil	76045
% of total number of valid votes cast	0.01%	NA	0.01%

(iii) In valid Votes-NIL

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 किशोर रूंगटा / KISHOR RUNGTA
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RESOLUTION --7

To appoint Shri. Keda Tanaji Aher (DIN: 07126654), as an Independent 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	86	4	90
Number of votes cast by them	582824226	113	582824339
% of total number of valid votes cast	99.99%	100%	99.99%

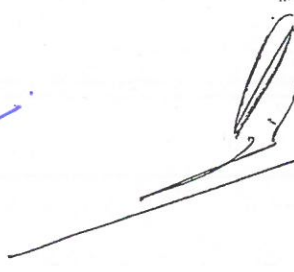
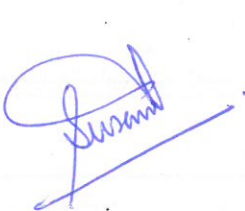


(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	8	Nil	8
Number of votes cast by them	76025	Nil	76025
% of total number of valid votes cast	0.01%	NA	0.01%

(iii) In valid Votes-NIL

RESOLUTION 8

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 2023-24

(i) Voted in favor of the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	90	4	94
Number of votes cast by them	582900156	113	582900269
% of total number of valid votes cast	100%	100%	100%

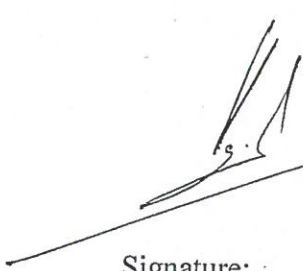


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(ii) Voted against the resolution:			
Particulars	Remote E-voting	E-voting at the AGM	Total
Number of members voting	4	Nil	4
Number of votes cast by them	95	Nil	95
% of total number of valid votes cast	0%	NA	0%


(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.
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: A009868E001124267
Place: Kochi-18
Date 29.09.2023

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




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