

BHARAT AGRI FERT & REALTY LTD.

(Formerly Known as Bharat Fertiliser Industries Ltd.)



Manufacturers : Single Superphosphate (Powder & Granulated)
Registered Off. : Bharat Fertiliser House, 12, Nanabhai Lane, Fort, Mumbai - 400 023.
Corporate Off. : 301, Hubtown Solaris, N.S. Phadke Marg, Andheri (E), Mumbai - 400 069.
Tel. : 61980100 / 26820489 / 90 / 91 Fax : 26820498 E-mail : bfilshivsa@gmail.com
Factory : Kharivali Village, Tal.: Wada, Dist.: Palghar, Maharashtra Pin. 421303.
E-mail : bfil1318@yahoo.in / bfil1318@gmail.com
CIN - L24100MH1985PLC036547

28th September, 2016

To,
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400 001.

Reg: Security Code No: 531862

Script ID: BHARATAGRI

Dear Sir/Madam,

Sub: 31stAnnual General Meeting

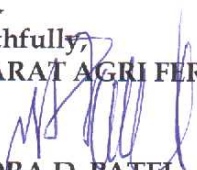
We submit herewith the following with respect to 31stAnnual General Meeting of the Company held on Tuesday, 27th September, 2016 at Sardar Patel Baug, Shri Vile Parle Patidar Mandal, Parleshwar Road, Vile Parle (East), Mumbai - 400057:

1. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizers Report (Combined - on remote E-voting and poll taken at the Annual General Meeting dated 27th September, 2016) pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended. All the resolutions for approval at the 31stAnnual General Meeting as set out in the Notice dated 30th May, 2016 have been passed by the Members with requisite majority.
3. Annual Report for the Financial Year 2015-16 pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approved and adopted at the aforesaid Annual General Meeting as per the provisions of the Companies Act, 2013.

Kindly take the above on record.

Thanking you,

Yours faithfully,
FOR BHARAT AGRI FERT & REALTY LIMITED


YOGENDRA D. PATEL
CHAIRMAN & MG. DIRECTOR
(DIN: 00106864)

Encl: As above.

Format for Voting Results

Date of the AGM/EGM	27th September, 2016
Total number of shareholders on record Date i.e. 16th September, 2016	4906
No. of Shareholders present in the meeting either in person or through proxy:	52 shareholders were present out of which 16 were present through proxy
Promoters and Promoter Group:	9
Public:	43
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	

Resolution 1(a): Adoption of Standalone Financial Statements of the Company including Audited Balancesheet, the Statement of Profit & Loss and Cash Flow Statement together with Directors' Report and Auditors' Report thereon for the financial year ended on 31st March, 2016.

Resolution 1(b): Adoption of Consolidated Financial Statements of the Company including Audited Balancesheet, the Statement of Profit & Loss and Cash Flow Statement together with Auditors' Report thereon for the financial year ended on 31st March, 2016.

Resolution required: (Ordinary/ Special)	Ordinary Resolution							
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		3591374	100	3591374	0	100	0
	Poll/Ballot voting	3591374	0	0	0	0	0	0
	Sub-Total		3591374	100	3591374	0	100	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Poll/Ballot voting	100	0	0	0	0	0	0
	Sub-Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting		1114	0.0658	4	1110	0.3591	99.6409
	Poll/Ballot voting	1694037	8378	0.4946	8378	0	100.0000	0.0000
	Sub-Total		9492	0.5604	8382	1110	88.3059	11.6941
	Total		5285511	3600866	68.1271	3599756	1110	99.9692

Resolution 2: Re-appointment of Ms. Chandni Yogendra Patel who retires by rotation and being eligible offers herself for re-appointment.

Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda / resolution?	Yes							
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		1924101	53.5756	1924101	0	100	0.0000
	Poll/Ballot voting	3591374	0	0	0	0	0	0
	Sub-Total		1924101	53.5756	1924101	0	100	0.0000
Public Institutions	E-Voting		0	0	0	0	0	0
	Poll/Ballot voting	100	0	0	0	0	0	0
	Sub-Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting		1114	0.0658	4	1110	0.3591	99.6409
	Poll/Ballot voting	1694037	8378	0.4946	8378	0	100.0000	0.0000
	Sub-Total		9492	0.5604	8382	1110	88.3059	11.6941
	Total		5285511	1933593	36.5829	1932483	1110	99.9426

Resolution 3: Ratification of appointment of M/s. Desai Saksena & Associates, Chartered Accountants, as Statutory Auditors of the Company.



Resolution required: (Ordinary/ Special)	Ordinary Resolution							
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	3591374	3591374	100	3591374	0	100	0
	Poll/Ballot voting		0	0	0	0	0	0
	Sub-Total		3591374	100	3591374	0	100	0
Public Institutions	E-Voting	100	0	0	0	0	0	0
	Poll/Ballot voting		0	0	0	0	0	0
	Sub-Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	1694037	1114	0.0658	4	1110	0.3591	99.6409
	Poll/Ballot voting		8378	0.4946	8377	1	99.9881	0.0119
	Sub-Total		9492	0.5604	8381	1111	88.2954	11.7046
	Total		5285511	3600866	68.1271	3599755	1111	99.9691

Resolution 4: Payment of Remuneration to M/s. S. R. Singh, Cost Accountants as the Cost Auditors of the Company.

Resolution required: (Ordinary/ Special)	Ordinary Resolution							
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	3591374	3591374	100	3591374	0	100	0
	Poll/Ballot voting		0	0	0	0	0	0
	Sub-Total		3591374	100	3591374	0	100	0
Public Institutions	E-Voting	100	0	0	0	0	0	0
	Poll/Ballot voting		0	0	0	0	0	0
	Sub-Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	1694037	1114	0.0658	4	1110	0.3591	99.6409
	Poll/Ballot voting		8378	0.4946	8377	1	99.9881	0.0119
	Sub-Total		9492	0.5604	8381	1111	88.2954	11.7046
	Total		5285511	3600866	68.1271	3599755	1111	99.9691



FORM No. MGT-13**Combined Report of Scrutinizer for e-voting & voting through ballot process**

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Bharat Agri Fert & Realty Limited
Bharat Fertilizer House,
12, Nanabhai Lane Fort,
Mumbai – 400 023.

Subject: Annual General Meeting of the Shareholders of Bharat Agri Fert & Realty Limited held on 27th September, 2016 at 3.30 P.M. at Sardar Patel Baug, Shri Vile Parle Patidar Mandal, Parleshwar Road, Vile Parle (East), Mumbai – 400 057.

Dear Sir,

I, CS Prabhat Maheshwari, Company Secretary in Practice (FCS: 2405, CP No. 1432), Partner of M/s. GMJ & Associates, Company Secretaries, was duly appointed by the Board of Directors for the purpose of 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 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 31st AGM of Equity Shareholders of Bharat Agri Fert & Realty Limited at their Meeting held on Tuesday, 27th September, 2016, at Sardar Patel Baug, Shri Vile Parle Patidar Mandal, Parleshwar Road, Vile Parle (East), Mumbai - 400 057.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules framed there under relating to voting through electronic means (Remote e-voting) and voting by Poll at the venue of AGM on the resolutions contained in the Notice of the 31st AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the Poll at the 31st AGM is restricted to make a Scrutinizer's Report of the Votes Cast "in favour" or "against" the resolutions as stated below on the report generated from the remote e-voting system provided



by Central Depository Services (India) Limited (CDSL) the authorised agency engaged by Company to provide remote e-voting facilities and the report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairperson, Ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked Ballot box was subsequently opened by us in the presence of two witnesses, who are not in employment of the Company, thereafter; the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents, the Company and the authorizations/ proxies lodged with the Company.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the AGM with respect to Remote e-voting and Poll Process is as under;

ITEM NO. 1: ORDINARY RESOLUTION:

- (a) Adoption of the Audited Standalone Financial Statements for the financial year ended 31st March, 2016 including Audited Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss for the year ended on that date and Cash Flow statement together with the Reports of the Board of Directors and Auditors thereon.
- (b) Adoption of the Audited Consolidated Financial Statements for the financial year ended 31st March, 2016 including Audited Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss for the year ended on that date and Cash Flow statement together with the Report of the Statutory Auditors thereon.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	3592488	12	3591378	99.97	1	1110	0.03	-
Poll/Ballot voting	8378	18	8378	100	-	-	-	-
Total	3600866	30	3599756	99.97	1	1110	0.03	-



ITEM NO. 2: ORDINARY RESOLUTION:

Re-appointment of Ms. Chandni Yogendra Patel (DIN: 02032483), who retires by rotation and being eligible offers herself for re-appointment.

Mode of Voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	1925215	8	1924105	99.94	1	1110	0.06	-
Poll/Ballot voting	8378	18	8378	100	-	-	-	-
Total	1933593	26	1932483	99.94	1	1110	0.06	-

ITEM NO. 3: ORDINARY RESOLUTION:

Ratification of Appointment of M/s. Desai Saksena & Associates, Chartered Accountants as the Statutory Auditors.

Mode of Voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	3592488	12	3591378	99.97	1	1110	0.03	-
Poll/Ballot voting	8378	17	8377	99.99	1	1	0.01	-
Total	3600866	29	3599755	99.97	2	1111	0.03	-



ITEM NO. 4: ORDINARY RESOLUTION:

Payment of Remuneration to M/s. S. R. Singh, Cost Accountants as the Cost Auditors of the Company.

Mode of Voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/ e-voting entry	Nos.	% to total valid	No of ballot/ e-voting entry	Nos.	% to total valid	
E-voting	3592488	12	3591378	99.97	1	1110	0.03	-
Poll/Ballot voting	8378	17	8377	99.99	1	1	0.01	-
Total	3600866	29	3599755	99.97	2	1111	0.03	-

All the resolutions voted through Remote e-voting and Poll were passed with requisite majority.

The Poll papers and all other relevant records were sealed and handed over to the Chairman authorised by the Board for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries

haheshwari

[CS PRABHAT MAHESHWARI]
PARTNER
C.P. NO. 1432
M. No: 2405



PLACE: MUMBAI
DATE: 28th September, 2016