



**SCRUTINIZER'S REPORT**

**Chairman**  
**Nagarjuna Oil Refinery Limited**  
**D.No.8-2-248, Nagarjuna Hills,**  
**Punjagutta,**  
**Hyderabad - 500082**

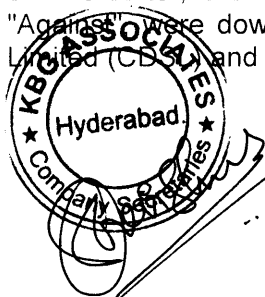
Dear Sir

The Board of Directors of the Company, vide Resolution dated July 30, 2014, had, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014, appointed me as Scrutinizer for the e-Voting process in relation to matters set out in the Notice convening 4<sup>th</sup> Annual General Meeting (AGM) of the company scheduled to be held on September 26, 2014 at 12.00 Noon at Sri Satya Sai Nigamagamam, Sri Nagar Colony, Hyderabad – 500082.

The Company has also provided a Ballot Form along with the Annual Report 2013-14 to enable the shareholders who do not have access to the e-voting, to cast their vote.

In this connection, I hereby submit my report as under:

1. The members of the Company as on the "cut-off" date i.e. August 16, 2014 who were entitled to vote on all the resolutions set out in the Notice of the AGM consisted of 4,41,280 shareholders.
2. a) The period for e-Voting remained open from Sunday, September 21, 2014 at 9.00 A.M to Tuesday, September 23, 2014 till 5.00 P.M as mentioned in the Notice convening AGM.  
b) All the Ballot Forms received till 5.00 PM on September 22, 2014 were scrutinized.
3. The e-voting system was thereafter disabled by CDSL for voting.
4. The votes cast were unblocked after the completion of e-voting process at 5.30 P.M. on Tuesday, September 23, 2014 in the presence of two witnesses Mr. Amit K Nagda, S/o. Kirti S Nagda residing at Gandhi Nagar, Hyderabad - 500029 and Mr. Amar Balla, S/o. B Subramanyam, residing at Khairatabad, Hyderabad - 500004 who are not in the employment of Company.
5. Thereafter, the details containing, *inter-alia*, list of shareholders, who voted "For" and "Against" were downloaded from the e-Voting website of Central Depository Services (India) Limited (CDSL) and also the Ballot Forms were sorted.





6. The consolidated results of e-voting and ballot form are as under:

**Item No: 1**

**(Ordinary Resolution)**

**Adoption of Financial Statements for the year ended March 31, 2014 and the Directors Report and Auditors Report thereon:**

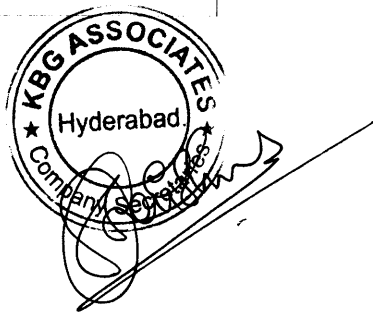
Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
16,98,22,097	16,98,08,447	13,650	0	99.992	0.008	Passed with requisite majority as Ordinary Resolution

**Item No: 2**

**(Ordinary Resolution)**

**Appointment of Shri K S Raju, who retires by rotation:**

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
16,98,21,597	16,98,07,518	14,079	0	99.992	0.008	Passed with requisite majority as Ordinary Resolution





**Item No: 3**

(Ordinary Resolution)

**Appointment of Shri K Rahul Raju, who retires by rotation:**

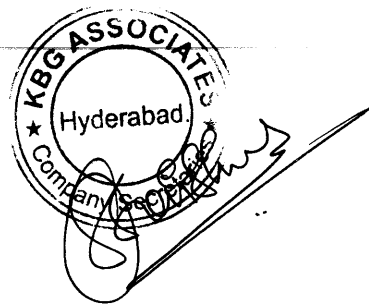
Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
16,98,21,597	16,98,07,518	14,079	0	99.992	0.008	Passed with requisite majority as Ordinary Resolution

**Item No: 4**

(Ordinary Resolution)

**Appointment of M/s M Bhaskara Rao & Co as statutory Auditors of the company**

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
16,98,21,597	16,98,07,878	13,719	0	99.992	0.008	Passed with requisite majority as Ordinary Resolution





**Item No: 5**

**(Special Resolution)**

**Re-appointment of Shri K Soma Raju as Manager for a period of 3 years with effect from August 31, 2014 and payment of his remuneration:**

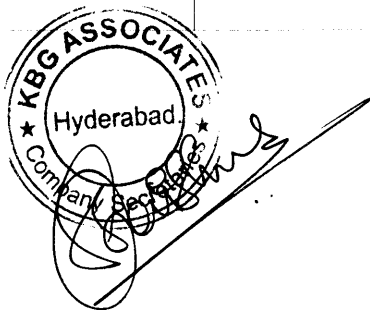
Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
16,98,21,597	16,96,57,678	1,63,919	0	99.903	0.097	Passed with requisite majority as Special Resolution

**Item No: 6**

**(Ordinary Resolution)**

**Appointment of Dr. N C B Nath as an Independent Director:**

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
16,98,21,597	16,98,00,728	20,869	0	99.988	0.012	Passed with requisite majority as Ordinary Resolution





**Item No: 7**

**(Ordinary Resolution)**

**Appointment of Shri S R Ramakrishnan as an Independent Director:**

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
16,98,21,597	16,98,00,878	20,719	0	99.988	0.012	Passed with requisite majority as Ordinary Resolution

**Item No: 8**

**(Ordinary Resolution)**

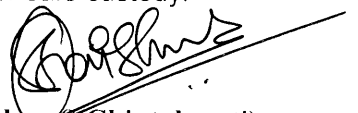
**Appointment of Shri D Ranga Raju as an Independent Director:**

Total votes polled	Votes in favour	Votes against	No of invalid/ rejected votes	% in favour to the total votes polled	% against to the total votes polled	Remarks
16,98,21,597	16,79,32,289	18,89,308	0	98.887	1.113	Passed with requisite majority as Ordinary Resolution

All the relevant records of e-voting and Ballot Forms will remain in our custody until the Chairman considers, approves and signs the minutes of the 4<sup>th</sup> AGM and the same shall be thereafter handed over to the Company Secretary of the company for safe custody.

Place: Hyderabad  
Date: 25-09-2014



  
(Srikrishna S Chintalapati)  
CP # 6262  
Company Secretary in Practice  
KBG Associates, Company Secretaries