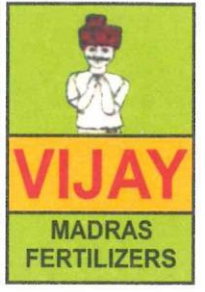




मद्रास फ़र्टिलाइज़र्स लिमिटेड  
**Madras Fertilizers Limited**

(भारत सरकार का उपक्रम / A Government of India Undertaking)

पोस्ट बैग सं. 2, मणालि, चेन्नै - 600 068. भारत दूर : 2594 1001 / फ़ैक्स सं.: 044-25941010  
Post Bag No. 2, Manali, Chennai - 600 068. INDIA. Tel : 2594 1001 / Fax No. 044 25941010  
कार्मिक/ Per 25945210 संयंत्र / Plant 25941133 विप. / Mktg 25941285 वित्त /Fin 25941072  
Website: www.madrasfert.co.in email: gmpasec@madrasfert.co.in  
CIN: L32201TN1966GO1005469 GSTIN - 33AAACM5198E1ZK



CS/NSE/2023/1115  
September 25, 2023

M/s. National Stock Exchange of India Ltd  
Listing Department  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No.C/I "G" Block, Bandara Kurla Complex  
Bandra (E), Mumbai – 400 051

Dear Sirs,

**Sub: AGM Outcome - Proceedings of the 57<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 25, 2023**

We enclose herewith gist of the Proceedings of the 57<sup>th</sup> Annual General Meeting (AGM) of Madras Fertilizers Limited held on Monday, September 25, 2023 at 1100 hrs thru Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Thanking you,

Very truly yours,

**R RAM GANESH**  
**Company Secretary &**  
**Compliance Officer**

Encl : a/a

**MADRAS FERTILIZERS LIMITED**  
**MANALI, CHENNAI 600 068**

**Gist of the Proceedings of the 57<sup>th</sup> Annual General Meeting of Madras Fertilizers Limited (MFL) held on September 25, 2023 thru Video Conference (VC) / Other Audio Visual Means (OAVM)**

The 57<sup>th</sup> Annual General Meeting of the Members of the Company was held on September 25, 2023 at Chennai thru Video Conference (VC) / Other Audio Visual Means (OAVM), as scheduled. The AGM was commenced at 1100 hrs **and concluded at 12.05 p.m thru VC / OAVM.**

Shri R Ram Ganesh, Company Secretary welcomed Shri Kishor Rungta, Chairman & Managing Director, Dr K Jayachandran, Director (Technical), Shri Arvind Kumar, GOI Nominee Director, Shri M S Subramanian, President Nominee, Shri Babak Bagherpour, NICO Nominee Director, Shri Nalabothu Venkata Rao, Shri Sanjay Vishnu Shetye & Dr Jatin Kumar Mohanty, Non-Official Independent Directors and Shri P R Panda, Chief Financial Officer who attended the AGM.

**Totally 51 Members attended** the meeting thru VC / OAVM as per the attendance records.

The Company Secretary, after ascertaining the quorum as per section 103 of the Companies Act, 2013 welcomed the Members and requested Chairman and Managing Director to commence the proceedings of the meeting.

Shri Kishor Rungta, Chairman and Managing Director chaired the proceedings of the meeting. The Chairman addressed the Members and read out the Chairman's Speech.

The Company Secretary informed the Members that in accordance with the provisions of the Companies Act, 2013 and the amendments to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company has provided e-voting facility on the NSDL e-voting platform for the businesses contained in the Notice. The e-voting commenced at 9.00 a.m. on September 22, 2023 and ended at 5.00 p.m. on September 24, 2023. It was also informed that Mr V Esaki, Practicing Company Secretary who was appointed as Scrutinizer for counting both the remote e-voting and e-voting during the AGM will be providing a report thereon.

The Company Secretary announced that those members who had not exercised their votes through remote e-voting could do so during the AGM through e-voting which was made available to them upto 30 minutes from the conclusion of the AGM. After conclusion of the above process, the Company Secretary announced that the final results of the voting (after consolidating the result of remote e-voting and e-voting during the AGM) would be placed on the website of the Company and NSDL, and the same will also be communicated to the Stock Exchange (NSE) within 48 hours of completion of the AGM.

The Company Secretary stated that the ordinary business and special business to be transacted in the meeting are set out in the Notice which the members can take as read.

The Chairman and Managing Director then replied to the queries raised by the shareholders thru email. The Company Secretary invited the registered speakers to raise their queries in the AGM and the Chairman and Managing Director replied to the queries so raised.

The following resolutions were put on vote in the AGM for which the results are to be published within 48 hours of the AGM along with the Scrutinizer's Report:

**Ordinary Business:**

1. Adoption of Financial Statements for the financial year ended March 31, 2023 along with the Reports of the Board of Directors, Statutory Auditors and the comments of the C&AG of India.
2. Authorizing the Board of Directors of the Company to fix remuneration of the Statutory Auditors for the financial year 2023-24.

**Special Business:**

3. Electing Shri Kishor Kumar (DIN 00231106) as Chairman & Managing Director (Additional Charge) of the Company.
4. Appointment of Shri Arvind Kumar (DIN 10117759) as Director of the Company.
5. Appointment of Dr Jatin Kumar Mohanty (DIN 02660442) as Director of the Company.
6. Appointment of Cost Auditor for the year 2023-24.
7. Creation of Security, in respect of borrowings, in terms of provisions of Section 180(1) and other applicable provisions of the Companies Act, 2013

**R RAM GANESH**  
**Company Secretary &**  
**Compliance Officer**