



मद्रास फ़र्टिलाइज़र्स लिमिटेड Madras Fertilizers Limited

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

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CIN : L3220 1TN 1966 GO1005469

GSTIN - 33AAACM5198E1ZK



CS/NSE/2022/993
September 21, 2022

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

Dear Sirs,

Sub: AGM Outcome - Proceedings of the 56th Annual General Meeting (AGM) of the Company held on September 21, 2022

We enclose herewith gist of the Proceedings of the 56th Annual General Meeting (AGM) of Madras Fertilizers Limited held on Wednesday, September 21, 2022 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 56th Annual General Meeting of Madras Fertilizers Limited (MFL) held on September 21, 2022 thru Video Conference (VC) / Other Audio Visual Means (OAVM)

The 56th Annual General Meeting of the Members of the Company was held on September 21, 2022 at Chennai thru Video Conference (VC) / Other Audio Visual Means (OAVM), as scheduled. The AGM was commenced at 1100 hrs and concluded at 1205 hrs thru VC / OAVM.

Shri R Ram Ganesh, Company Secretary welcomed Shri U Saravanan, Chairman & Managing Director, Shri Harsh Malhotra, Director (Technical), Shri K Gurumurthy, GOI Nominee Director, Shri M S Subramanian, President Nominee, Shri Babak Bagherpour, NICO Nominee Director, Shri Nalabothu Venkata Rao, Dr C R Jayanthi & Shri Sanjay Vishnu Shetye, Non-Official Independent Directors and Shri P R Panda, General Manager - F&A and P&A (Additional Charge) who attended the AGM.

Totally 62 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 U Saravanan, 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 18, 2022 and ended at 5.00 p.m. on September 20, 2022. 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 15 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 Company Secretary mentioned that the comments of the C&AG on the Financials of the Company and reply by the Management to the observations made thereto have been circulated to the Members separately as Addendum to the Annual Report and the same can be noted as read by the Members.

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, 2022 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 2022-23.

Special Business:

3. Electing Shri Gurumurthy Kyathari (DIN 08741900) as Director on the Board of Directors of the Company.
4. Appointment of Shri Nalabothu Venkata Rao (DIN 00310724) as Director of the Company.
5. Appointment of Dr. C R Jayanthi (DIN 09450350) as Director of the Company.
6. Appointment of Shri Sanjay Vishnu Shetye (DIN 01089380) as Director of the Company
7. Appointment of Cost Auditor for the year 2022-23.


R RAM GANESH
Company Secretary &
Compliance Officer