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CIN - L24129AP2006PLC076238



Summary of the proceedings of the 14th Annual General Meeting

The 14th Annual General Meeting (AGM) of the Company was held today, i.e. Wednesday, December 30, 2020 at 10.00 A.M. IST through Video conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the General Circular nos. 14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs MCA and SEBI circular no SEBI/HO/CFD/CMD1/CIR/P/2020/79. The deemed venue of the AGM was the registered office of the Company situated at D.No. 8-2-248, Nagarjuna Hills, Punjagutta, Hyderabad - 500082, Telangana.

The meeting concluded at 11.34 A.M IST (including 15 minutes allowed for e-voting after the conclusion of the AGM)

Directors present through Video Conferencing (VC):

1. Mr. Uday Shankar Jha, Chairman
2. Mr. K Rahul Raju, Managing Director & CFO
3. Mr. Chandrapal Singh Yadav, Nominee Director
4. Ms. Lalitha Raghuram, Independent Director
5. Mr. Rajendra Mohan Gonela, Independent Director

In Attendance through VC

1. Mr. Vijaya Bhasker M, Company Secretary
2. Mr. Babu Raghavendra D, Statutory Auditors
3. Mr. Srikrishna S Chintalapati, Scrutinizer

Mr. Uday Shankar Jha, Chairman, presided over the meeting and commenced the proceedings of the meeting through VC. The requisite quorum being present, the Chairman called the Meeting to order.

The Chairman informed that the Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements in which Directors are interested, were made available electronically for inspection by the members during the AGM. The Notice convening the Annual General Meeting was taken as read with the consent of the Members.

He further informed that the Mr. Rajendra Mohan Gonela, Chairman of the Audit Committee and Mrs. Lalitha Raghuram, Chairperson of Nomination and Remuneration Committee and Stakeholders Responsibility Committee were present at the Meeting. He also apprised that Mr. Babu Raghavendra D, Partner M/s. M Bhaskara Rao & Co., Statutory Auditor of the Company and Mr. Srikrishna S Chintalapati, Practicing Company Secretary, (the Scrutinizer) Partner, M/s KBG Associates, Company Secretaries, were present by invitation.

Thereupon, the Chairman addressed the members, on overview of the economic scenario of the Company, impact of COVID-19 pandemic on the Company and the financial performance of the Company for the financial year ended March 31, 2020 along with the future outlook.

The Company Secretary read the Auditors' Report and the Annexure thereon in compliance with Section 145 of the Companies Act, 2013 as called upon by the Chairman.

The Chairman thereafter opened the meeting for the shareholders to speak. The Shareholders who had registered as speakers expressed their views and / or raised their queries. The Managing Director responded to the queries with necessary clarifications.

The Chairman requested the Company Secretary to inform the Members of the E-voting process.

The Company Secretary informed that in compliance with the provisions of Section 108 of the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility and e-voting during the meeting, to enable Members to cast their votes electronically on all the resolutions set forth in the Notice to the 14th Annual General Meeting. The Company had engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting platform to the shareholders. The remote e-voting period commenced from Sunday, December 27, 2020 at 10.00 A.M and ended on Tuesday, December 29, 2020 at 5.00 P.M.

He informed that Members who had not casted their votes through remote e-voting can cast their vote through the e-voting facility provided during the meeting. The e-voting facility during the meeting closed 15 minutes after the conclusion of the AGM.

The members were also informed that there would be no voting by show of hands at the meeting.

Mr. Srikrishna S Chintalapati, Partner at M/s KBG Associates, Company Secretaries has been appointed, as the scrutinizer for the entire e-voting process. The results along with scrutinizer report shall be uploaded on the website of the Company, on the e-voting platform of CDSL and also on the stock exchanges, i.e., NSE and BSE.

Thereupon, the following items of business, as per the Notice of the 14th Annual General Meeting, were transacted at the Meeting:

Ordinary Business

1. To receive, consider and adopt Adoption of the Standalone and Consolidated Financial Statements for the year ended March 31, 2020, and the report of the Directors and Auditors thereon.
2. Appointment of Mr. Uday Shankar Jha (DIN: 00056510) as a Director of the Company liable to retire by rotation

3. Appointment of Mr. Chandrapal Singh Yadav (DIN: 00023382) as a Director of the Company liable to retire by rotation

Special Business

4. Ratification of remuneration to the Cost Auditors M/s Sagar and Associates for the Financial Year ending March 31, 2021.
5. Appointment of Mr. Rajendra Mohan Gonela as an Independent Director
6. Reappointment of Mrs. Lalitha Raghuram as an Independent Director for a second term of five years
7. Reappointment of Mr. K Rahul Raju as a Managing Director for a term of three years
8. Contribution to the PM cares relief fund and AP CM relief fund for relief efforts against Covid-19
9. Sell or Dispose off the investment held in Jaiprakash Engineering and Steel Company Limited, subsidiary company.

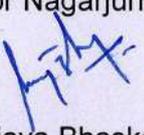
The Chairman informed that the results for each resolution shall be announced within 48 hours of the completion of the Meeting on the website of the Company and on the e-voting platform of CDSL.

Mr. Vijaya Bhasker M, Company Secretary affirmed that the Annual General Meeting has been convened in compliance with the provisions of Companies Act, 2013 and Secretarial Standards on General Meeting issued by Institute of Company Secretary of India.

The Chairman thanked the Members for their support to the Company and declared the Meeting as closed.

Thanking you,

Yours truly,
For Nagarjuna Fertilizers and Chemicals Limited


Vijaya Bhasker M
Company Secretary