



AN ISO 9001 : 2008 COMPANY

Dhanuka Agritech Limited

By Courier

Ref.No.: DAL:SD:2011:

29.07.2011

Mr. Rajesh Modani,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.

Kind Attn : Mr. Rajesh Modani/ Mr. Kamlesh Patel/ Ms. Tanvi

Dear Sir/Madam,

Please note that the following was the outcome of Annual General Meeting of Dhanuka Agritech Limited held today i.e. 29.07.2011 at 11 A.M. at Shri Purushottam Hindi Bhawan, 11, Vishnu Digambar Marg (Rouse Avenue), New Delhi - 110002:

Items transacted as Ordinary business:

1. The Audited Balance Sheet of the Company as at 31st March, 2011 and the Profit and Loss Account for the year ended on that date together with the Reports of the Auditors and Directors thereon was considered and adopted by the members who were present;
2. The members declared a Dividend of 100% (Rs. 2 per equity share of Rs. 2 each) on the paid up Share Capital of the Company for the Financial Year 2010-11, as recommended by the Board of Directors in their meeting held on 23.05.2011;
3. Shri Rahul Dhanuka, who retired by rotation and offered himself for reappointment, was reappointed as the Director of the Company, liable to retire by rotation;
4. Shri Indresh Narain, who retired by rotation and offered himself for reappointment, was reappointed as the Director of the Company, liable to retire by rotation;
5. Shri Vinod Jain, who retired by rotation and offered himself for reappointment, was reappointed as the Director of the Company, liable to retire by rotation;

For Dhanuka Agritech Ltd.

Company Secretary



AN ISO 9001 : 2008 COMPANY

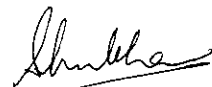
Dhanuka Agritech Limited

6. The retiring Statutory Auditors, M/s Dinesh Mehta & Co., Chartered Accountants, being eligible, offered themselves for reappointment, were reappointed by the members of the Company until the conclusion of the next Annual General Meeting of the Company.

Items transacted as Special Business:

7. Shri Sachin Bhartiya who was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 13.09.2010, was appointed by the members with requisite majority, as the Director of the Company, liable to retire by rotation;
8. Shri Subash Chander Gupta who was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 22.06.2011, was appointed by the members with requisite majority, as the Director of the Company, liable to retire by rotation;
9. Pursuant to the provisions of Section 198, 269, 309, 310 read with Schedule XIII of the Companies Act, 1956, Shri Mridul Dhanuka was unanimously appointed by the Members as a Director of the Company, liable to retire by rotation, at a remuneration of Rs.2,00,000p.m. in the salary range of Rs.2,00,000-50,000-4,00,000 p.m. and Commission at 1% of the Net Profits of the Company under Section 349 and 350 of the Companies Act, 1956 for a period of 5 years from 23.05.2011 to 22.05.2016 alongwith perquisites, allowances as mentioned in the draft agreement;
10. The members accorded their unanimous consent for increasing remuneration of Shri R.G. Agarwal, re-designated as the Chairman of the Company, from Rs. 2,50,000p.m. to Rs.4,00,000 p.m. w.e.f. 1.06.2011, for the remaining tenure of his appointment upto 31.10.2012 and the other things as mentioned in the Main Agreement shall remain same.
11. The members accorded their unanimous consent for increasing remuneration of Shri M.K. Dhanuka, Managing Director of the Company, from Rs. 2,25,000 p.m. to Rs.3,50,000p.m. in the salary range of Rs.3,50,000-1,00,000- 5,50,000 w.e.f. 1.06.2011, and the other things as mentioned in the Main Agreement shall remain same.

For Dhanuka Agritech Ltd.


Managing Director



Dhanuka Agritech Limited

AN ISO 9001 : 2008 COMPANY

12. The members accorded their unanimous consent for increasing remuneration of Shri Arun Kumar Dhanuka, Whole-time Director of the Company, from Rs. 1,50,000p.m. to Rs.2,50,000 p.m. in the salary range of Rs.2,50,000-75,000-4,00,000 p.m. and increase in Commission from 1% to 1.5% of the Net Profits of the Company under Section 349 and 350 of the Companies Act, 1956, w.e.f. 1.06.2011, for the remaining tenure of his appointment upto 31.07.2013 and the other things as mentioned in the Main Agreement shall remain same.
13. The members accorded their unanimous consent for increasing remuneration of Shri Rahul Dhanuka, Whole-time Director of the Company, from Rs. 1,50,000p.m. to Rs.2,50,000 p.m. and increase in Commission from 1% to 1.5% of the Net Profits of the Company under Section 349 and 350 of the Companies Act, 1956, w.e.f. 1.06.2011, for the remaining tenure of his appointment upto 30.04.2012 and the other things as mentioned in the Main Agreement shall remain same.

This is for your kind information and records please.

Thanking you,

Yours faithfully,

For Dhanuka Agritech Ltd.

For Dhanuka Agritech Ltd.

Shubha Singh

Company Secretary