



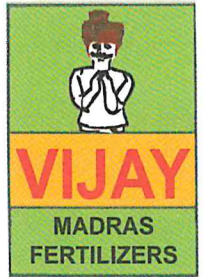
मद्रास फर्टिलाइज़र्स लिमिटेड Madras Fertilizers Limited

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

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CIN : L3220 1TN 1966 GO1005469

GSTIN - 33AAACM5198E1ZK



CS/NSE/2019/800
September 20, 2019

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

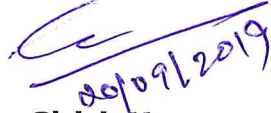
Dear Sirs,

Sub: Proceedings of the 53rd Annual General Meeting (AGM) of the Company held on September 19, 2019 under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we enclose herewith gist of proceedings of the 53rd Annual General Meeting (AGM) of Madras Fertilizers Limited held on September 19, 2019 at 11.30 a.m. Narada Gana Sabha, 314, TTK Road, Alwarpet, Chennai 600 018.

Thanking you,

Very truly yours,


Dr. Girish Kumar
Company Secretary

Encl : a/a

MADRAS FERTILIZERS LIMITED
MANALI, CHENNAI 600 068

Gist of the proceedings of the 53rd Annual General Meeting of Madras Fertilizers Limited (MFL) held on September 19, 2019

The 53rd Annual General Meeting of the members of the Company was held on September 19, 2019 at 11.30 a.m. at Narada Gana Sabha, 314, TTK Road, Alwarpet, Chennai 600 018.

Totally 2405 members (including proxies) attended the meeting as per the records of attendance.

Shri U Saravanan, Chairman and Managing Director chaired the proceedings of the meeting. Dr Girish Kumar, Company Secretary welcomed the members and requested CMD to commence the proceedings of the meeting. The Chairman welcomed the members and introduced the Presidential Nominee and Board of Directors to the members. The Chairman has addressed the members and read out the Chairman's Speech.

The Company Secretary mentioned that adequate quorum was present and commenced the proceedings of the meeting. He 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 had provided e-voting facility on the NSDL e-voting platform for transacting the business contained in the notice. The e-voting commenced at 9.00 a.m. on September 16, 2019 and ended at 5.00 p.m. on September 18, 2019. The Board of Directors had appointed Mr V Esaki, Practicing Company Secretary as Scrutinizer for conducting both the e-voting and physical voting processes.

The Company Secretary announced that those members who had not exercised their votes through e-voting could do so through the physical ballot paper which was made available to them. After conclusion of the poll, the Company Secretary announced that the final results of the voting (after consolidating the result of e-voting and physical voting) 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 given in page 3 of the Annual Report which the members may kindly take note.

The Company Secretary mentioned that the Statutory Auditor's Report and explanation of the Management on that are already available in the Annual Report (pages 44 to 50) and the same may be noted as read by the members. The 'NIL' comments given by the Govt. Auditor (i.e. C&AG of India) is given in the Annual Report at Page 36 and the same may be noted as read by the members.

On the invitation of the Chairman, members addressed the meeting, gave suggestions and raised queries on the Company's accounts and operations. The Chairman gave reply to the queries raised by the members.

The resolutions passed by the members, in brief, related to:

Ordinary Business:

1. Adoption of Financial Statements for the financial year ended March 31, 2019 along with the Reports of the Board of Directors and the Statutory Auditors.
2. Fixing remuneration of Statutory Auditors for the financial year 2019-20.
3. Re-appointment of Shri Lalsanglur (DIN 08118636) as Director of the Company who retires by rotation.

Special Business:

4. Appointment of Cost Auditor for the year 2019-20.

All the above businesses were passed with requisite majority and are deemed to be passed on the date of the Annual General Meeting (i.e. September 19, 2019).



20/09/2019

Dr. Girish Kumar
Company Secretary