



**मद्रास फर्टिलाइज़र्स 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 / फैक्स सं.: 044-25941010  
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CIN: L32201TN1966GO1005469 GSTIN - 33AAACM5198E1ZK



CS/NSE/2025/1312  
September 24, 2025

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 Sir,

**Sub: AGM Outcome - Proceedings of the 59<sup>th</sup> Annual General Meeting  
(AGM) of the Company held on September 24, 2025**

We enclose herewith gist of the Proceedings of the 59<sup>th</sup> Annual General Meeting (AGM) of Madras Fertilizers Limited held on Wednesday, September 24, 2025 at 11:00 am thru Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Thanking you,

Very truly yours,

**J Srinivasa Saravanan**  
**Company Secretary &**  
**Compliance Officer**

Encl : a/a

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

**Gist of the Proceedings of the 59<sup>th</sup> Annual General Meeting of Madras Fertilizers Limited (MFL) held on September 24, 2025 thru Video Conference (VC) / Other Audio Visual Means (OAVM)**

The 59<sup>th</sup> Annual General Meeting of the Members of the Company was held on September 24, 2025 at Chennai thru Video Conference (VC) / Other Audio Visual Means (OAVM), as scheduled. **The AGM commenced at 11.00 hrs and concluded at 11.23 hrs.**

Shri J Srinivasa Saravanan-Company Secretary & Compliance Officer welcomed Shri Manoj Kumar Jain-Chairman & Managing Director, Dr K Jayachandran-Director Technical (Additional Charge), Mr Amar Kushawha-GOI Nominee Director, Smt Sameih Kokabi-NICO Nominee Director, and CA Alok Kumar Agrawal-Non Official Independent Director and Shri Manoj Kumar-President's Nominee.

Shri P R Panda-Advisor to CMD, Shri A Madhan Mohan-Chief Financial Officer, who attended the AGM.

**Totally 66 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 requested Chairman and Managing Director to commence the proceedings of the meeting.

Shri Manoj Kumar Jain, Chairman and Managing Director chaired the proceedings of the meeting, welcomed the President Nominee, Directors, & shareholders present in 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 21, 2025 and ended at 5.00 p.m. on September 23, 2025. It was also informed that M/s. Chitra Lalitha & Associates, 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 up to 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.

Since this meeting is being held through video conference, the resolutions, forming part of the Notice convening this meeting have already been put to vote through electronic voting, the practice of proposing and seconding of resolutions are not required and will not be followed in the meeting.

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 e-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, 2025 along with the Reports of the Board of Directors including all the necessary Annexures thereto, 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 2025-26.

**Special Business:**

3. Appointment of Shri Amar Kushawha (DIN 11211580) as the Board of Director of the Company.
4. Appointment of Shri Sanjay Vishnu Shetye (DIN 01089380) as Non-Executive Independent Director of the Company.
5. Appointment of CA Alok Kumar Agrawal (DIN 09395495) as Non-Executive Independent Director of the Company.
6. Ratification of Remuneration of Cost Auditor for the year 2025-26
7. Appointment of M/s SVJS & Associates as Secretarial Auditors of the company for a term of five consecutive years from 2025-26 to 2029-30.

Very truly yours

**J Srinivasa Saravanan**  
**Company Secretary &**  
**Compliance Officer**