

Date: 02.09.2025

To,

National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

Dear Sir / Madam,

Sub: Proceedings of the 28th Annual General Meeting of the Company held on September 02, 2025

Ref: Intimation under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

We refer to our letter dated August 06, 2025, informing you about the 28th Annual General Meeting ('AGM') of the Members of the Company scheduled through Video Conference (VC) / Other Audio-Visual Means (OAVM) on September 02, 2025.

In this regard, we write to inform that the AGM was held on Tuesday, 02nd September, 2025, through VC/OAVM, in compliance with related circulars issued by Ministry of Corporate Affairs, Securities and Exchange Board of India ('SEBI') and other applicable provisions of the Companies Act, 2013.

In accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of proceedings of 28th AGM of the Company held on September 02, 2025.

The meeting commenced at 03:00 P.M and concluded at 03:30 P.M. This is for your information and record.

We kindly request you to take the above submission on record.

Thanking you.

Yours sincerely,

For Madhya Bharat Agro Products Ltd

(Pallavi Sukhwai)
Company Secretary

Summary of Proceeding of 28th Annual General Meeting of **Madhya Bharat Agro Products Limited**

The 28th Annual General Meeting (AGM or Meeting) of the Members of the Madhya Bharat Agro Products Limited ('the Company') was held on Tuesday, 02nd day of September 2025 at 03.00 P.M. IST, through Video Conferencing (VC), in compliance with the circulars issued by Ministry of Corporate Affairs under the applicable provisions of the Companies Act, as well as SEBI Regulations.

Ms. Pallavi Sukhwai, Company Secretary, welcomed the members to the 28th Annual General Meeting of the Company on virtual platform and introduce the Directors and briefed them on details relating to their participation at the Meeting through audio-visual means and Evoting.

The Company has also provided the facility of "E-Voting" on all the resolutions during AGM only for the shareholders who have joined the meeting through Video Conference/Other Audio-Visual Means and not casted vote through "Remote e-voting".

All the Directors of the Company were present in the Meeting.

She then requested, Mr. Mahendra Kumar Ostwal, Chairman to conduct the proceedings.

Mr. Mahendra Kumar Ostwal, Chairman of the Board, chaired the AGM. The Chairman welcomed the Members to the AGM and on requisite quorum being present, called the AGM to order.

The Chairman informed the Members that, the proceedings of the AGM were also being webcast and could be viewed live by Members by logging on to the website of the National Securities Depository Limited ('NSDL'). The Company had taken requisite steps to enable Members to participate and vote on the business to be transacted at the AGM.

With the consent of members present, the Notice of the Meeting, Annual Report and the Auditor's Report for the financial year ended March 31, 2025 were taken as read. There were no qualifications, observations or adverse remarks in the Report of the Statutory Auditors.

He then addressed the Members wherein he has briefed about the performance of the Company during FY 2024-25 and future growth/strategic plans of the Company.

Subsequently the following businesses were taken at the Meeting as set out in the Notice of 28th Annual General Meeting:

S. No.	Type of Resolution	Resolutions
ORDINARY BUSINESS:		
1.	Ordinary	To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2025
2.	Ordinary	To declare dividend on equity shares for the Financial Year 2024-25.
3.	Ordinary	To appoint a director in place of Sourabh Gupta (DIN 07177647), who retires by rotation and being eligible, offers himself for re-appointment.
SPECIAL BUSINESS:		
4.	Ordinary	To approve the Ratification of Remuneration of M/s K.C. Moondra & Associates, Cost Accountant of the Company.
5.	Ordinary	M/s Sourabh Bapna and Associates, Company Secretaries, (Firm No. S2018RJ569600) is appointed as the Secretarial Auditor of the Company, for term of five consecutive years.
6.	Special	To Approve the payment of remuneration as per terms currently in force to Mr. Pankaj Ostwal, in his capacity as Managing Director of the Company in excess of limits prescribed under of Regulation 17(6)(e)(i) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015.
7.	Special	To Re-appoint Mrs. Shruti Babel as an Independent Director of the Company for the second term consisting five (5) consecutive years.
8.	Special	To approve and Re appointment of Mr. Sourabh Gupta, the Chief Financial Officer of the company as Whole Time Director.
9.	Special	To approve conversion of loan into equity.
10.	Ordinary	To approve material related party transactions between the Company and Ostwal Phoschem (India) Limited.

11.	Ordinary	To approve material related party transactions between the Company and Krishana Phoschem Limited.
12.	Ordinary	To approve material Related Party Transactions between the Company and Shri Ganpati Fertilizers Limited.
13.	Special	To approve raising of funds through issuance of securities or any other instruments or securities representing either equity shares and/or convertible securities linked to equity shares by way of private placement or preferential issue or public issue or rights issue or Qualified Institutions Placement or such other permissible mode or combinations thereof.

Thereafter an opportunity was provided to the pre-registered speaker members to answer their questions.

The Members were informed that a consolidated report on total votes cast in favour and against above resolutions would be submitted by the Scrutinizer within two working days and the same would be forthwith declared by the Company by notifying to the Stock Exchange and publishing it on its website www.mbapl.com and the website of NSDL www.evoting.nsdl.com.

The Chairman then concluded the meeting and informed the Members that the e-voting facility would be available for 15 minutes after closure of the meeting. He also thanked all the Members, Directors and stakeholders for their participation in the meeting.

The meeting concluded at 03:30 P.M (including time allowed for e-voting at AGM) after the members present at the meeting cast their votes.

For Madhya Bharat Agro Products Ltd

(Pallavi Sukhwai)
Company Secretary