

Registered Office :
Nagarjuna Hills,
Hyderabad - 500 082, INDIA
Phones : 23357200, 23357204
23357589, 23356859
Fax : (91-40)23354788
Website: www.nagarjunafertilizers.com
CIN - L24129AP2006PLC076238



December 24, 2019

To
The Manager,
Corporate Filing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400001
Maharashtra, India
Scrip Code: **539917**

To
The Manager,
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051 Maharashtra, India
Symbol: **NAGARFERT**

Dear Madam / Sir,

Sub: Proceedings of the 13th Annual General Meeting ('AGM') of the Shareholders of the Company.

We wish to inform that the 13th Annual General Meeting (AGM) of the shareholders was held on 24th December, 2019 at 10.00 a.m. at KLN Prasad Auditorium, # 11-6-841, FTCCI Building, FTCCI Marg, Red Hills, Lakdikapool, Hyderabad, Telangana - 500 004.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the summary of proceedings of the 13th Annual General Meeting of the Company.

Thanking you,

Yours faithfully,

For Nagarjuna Fertilizers and Chemicals Limited

M Vijaya Bhasker
Company Secretary

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Summary of proceedings of the 13th Annual General Meeting

The 13th Annual General Meeting (AGM) of the Company was held today, i.e. Tuesday December 24, 2019 at 10.00 Hours at KLN Prasad Auditorium, # 11-6-841, FTCCI Building, FTCCI Marg, Red Hills, Lakdikapool, Hyderabad - 500 004

Mr. Uday Shankar Jha, Chairman presided over the meeting and invited the Directors and Members to the 13th Annual General Meeting of the Company.

The requisite quorum being present, the Chairman called the Meeting to order. The Notice convening the Annual General Meeting was taken as read with the consent of the Members.

The Chairman informed that the Register of Directors and key Managerial Personnel and their Shareholding, Secretarial Audit Report, etc., were available for inspection.

He further informed that the Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee, have expressed their inability to attend the Annual General meeting due to pre-occupations. He also apprised that Mr. Anil Kumar Mehta, 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.

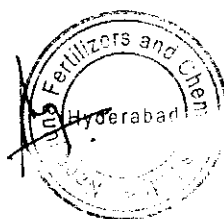
Thereupon, Chairman addressed the Members and apprised them of the operations of the Company, prospects of the Company, etc.

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 invited the Members to seek clarifications, if any, on the Accounts or other Items of the Agenda.

The Members sought clarifications which were answered by Mr. Uday Shankar Jha, Chairman.

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, to enable Members to cast their votes electronically on all the resolutions set forth in the Notice to the 13th 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 voting period for e-voting commenced from Saturday, December 21, 2019 at 9.00 A.M and ended on Monday, December 23, 2019 at 5.00 P.M.

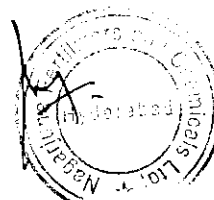
He informed that as a measure of good Corporate Governance, Members who did not have access to remote e-voting facility were also given the option to complete the Ballot form and send the same to the Company on or before Monday, December 23, 2019. If any Member had not exercised their vote in the remote e-voting facility and has not voted through the Ballot form and sent the same to the Company, such Members if present at this Meeting, could exercise their votes by collecting the Ballot form at the registration counter and vote.

Mr. Srikrishna S Chintalapati, Partner, M/s. KBG Associates, Company Secretaries has been appointed as the Scrutinizer for the entire voting process. The combined votes of remote e-voting and votes received through physical ballot form shall be scrutinized by the Scrutinizer and the results will be announced for each resolution within 48 hours from the conclusion of the Annual General Meeting. The results and Scrutinizers' Report shall be uploaded onto the website of the company and on the e-voting platform of CDSL.

Thereupon, the following items of business, as per the Notice of the 13th 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, 2019, 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. Chandra Pal Singh Yadav (DIN: 00023382) as a Director of the Company liable to retire by rotation
4. Appointment of M/s. M Bhaskara Rao and Co. (Firm Registration No-000459S), as Statutory Auditors of the Company for a period of two (2) consecutive years from the conclusion of this Annual General Meeting until the conclusion of the 15th Annual General Meeting.



Special Business

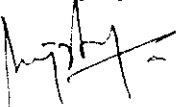
5. Ratification of remuneration to the Cost Auditors M/s Sagar and Associates for the Financial Year ending March 31, 2020.
6. Appointment of Ms. Girija Bhan as an Independent Director
7. Appointment of Hon'ble Shri Justice K C Bhanu (Retd) as an Independent Director
8. Approval of remuneration payable to Mr. K S Raju during his tenure as Director
9. Approval of remuneration payable to Mr. K Rahul Raju, Managing Director

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. M Vijaya Bhasker, 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 the support to the Company and declared the Meeting as closed.

Thanking you,

Yours truly,
For Nagarjuna Fertilizers And Chemicals Limited


M Vijaya Bhasker
Company Secretary

