

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



Saturday, September 29, 2018

To,
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange plaza, 5th Floor
Plot No.C/1, G Block
Bandra – Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sir / Madam,

Scrip Code : NAGAFERT

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Sub: Proceedings of the 12th Annual General Meeting

Pursuant to Regulation 30 and Part A of Schedule III of SEBI (Listing Obligation and Disclosure Requirements) 2015, please find enclosed the Summary of proceedings of the 12th Annual General Meeting of the Company held on Saturday, September 29, 2018 at Sri Satya Sai Nigamagamam, 8-3-987/2, Srinagar Colony, Hyderabad - 500 073.

The proceedings of the AGM are also available on website of the Company.

Thanking you,

Yours faithfully,
for Nagarjuna Fertilizers and Chemicals Limited


K Chandra Sekhar Naidu
Company Secretary

Encl: As above

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Summary of proceedings of the Twelfth Annual General Meeting

The Twelfth Annual General Meeting of the Company was held today, i.e. Saturday, September 29, 2018 at 10.00 A.M (IST) at Sri Satya Sai Nigamagamam, 8-3-987/2, Srinagar Colony, Hyderabad - 500 073, Telangana.

Mr. K Chandra Sekhar Naidu, Company Secretary informed the Members that in compliance with Section 104 of the Companies Act, 2013 and Article 72 of Articles of Association of the company, at the request of Directors Present, Mr. K S Raju will chair the meeting.

Mr. K S Raju, Chairman presided over the meeting and invited the Members to the Twelfth 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 Dr. NCB Nath, Chairman of Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility, Stakeholders Relationship Committee could not attend the Annual General meeting due to ill Health. 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. K S Raju, Chairman.



As advised by Chairman, 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 Twelfth 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 was opened from Wednesday, September 26, 2018 and ended on Friday, September 28, 2018 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 and the closure date for the receipt of Ballot forms was Friday, September 28, 2018. 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 Annual General Meeting dated July 27, 2018, were transacted at the Meeting:

Ordinary Business

- 1) To receive, consider and adopt:
 - a) The Audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and
 - b) The Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2018, together with the Report of the Auditors thereon
- 2) To appoint a Director in place of Mr. Chandra Pal Singh Yadav (DIN 00023382) who retires by rotation and being eligible offers himself for re-appointment.
- 3) To ratify the appointment of M/s. M Bhaskara Rao and Co. (Firm Registration No-000459S), as Auditors for the period from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting.



Special Business

- 4) To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2019.
- 5) To appoint Capt. Hariharan Ramanathan as an Independent Director
- 6) To approve charitable contribution to Nagarjuna Foundation

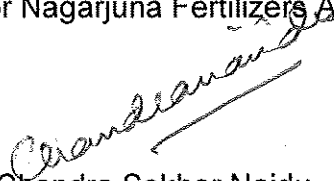
The Chairman informed that the results for each resolution shall be announced within 48 hours of the completion of the Meeting on the website of the company and on the e-voting platform of CDSL. Mr. K Chandra Sekhar Naidu, Company Secretary affirmed that the Annual General Meeting has been convened in 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.

This is for your information and request to take the same on records.

Thanking you,

Yours truly,
For Nagarjuna Fertilizers And Chemicals Limited


K Chandra Sekhar Naidu
Company Secretary