नेशनल फर्टिलाइज़र्स लिमिटेड
(भारत सरकार का उपक्रम)
कॉरपोरेट कार्यालय : ए-11, सैक्टर-24, नोएडा - 201301
जिला गौतम बुद्ध नगर (उ.प्र.),
दूरभाष : 0120 2012294, 2412445, फैक्स : 0120-2412397

एन एफ एल
NFL

NATIONAL FERTILIZERS LIMITED
(A Govt. Of India Undertaking)
Corportate Office : A-11, Sector-24, Noida-201301,
Distt. Gautam Budh Nagar (U.P.)
Ph.: 0120-2412294, 2412445, Fax : 0120-2412397

No. NFL/SEC/SE/741 **Dated: 29.09.2022**

National Stock Exchange of India Ltd. **Exchange Plaza,** **C-1, Block-G, Bandra Kurla Complex, Bandra (E),** **Mumbai-400051**	**BSE Limited** **Corporate Relationship Department,** **1st Floor, New Trading Wing, Rotunda Building, Phiroze Jeejeebhoy Towers,** **Dalal Street, Mumbai- 400 001**
NSE Symbol: NFL	**BSE Script Code: 523630**

Sub: Proceedings of 48th Annual General Meeting of the Company held on 29th September, 2022.

Dear Sir,

Pursuant to Regulation 30 read with Part–A of Schedule–III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the proceedings of 48th Annual General Meeting of the Company held on Thursday, 29th September, 2022 at 02:30 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

The above is for information and record.

Thanking you,

Yours faithfully,
For National Fertilizers Limited

ASHOK JHA

Digitally signed by ASHOK JHA
DN: c=IN, st=Uttar Pradesh, 2.5.4.20=2c588e16a752d2ed58ee7425f4f9381611cf2d22a d88fcb324c47b00c3eb3ac36, postalCode=201301, street=A-11 SECTOR-24 NOIDA, serialNumber=f6d7d0d0d0d0d0d0d0d0d0d0d0d0d0, 2.5.4.4=JHA, 2.5.4.42=ASHOK KUMAR, 2.5.4.9=A-11 SECTOR-24 NOIDA NEET, 0SABAAAEL GAA7IMF8UDDNAN NAGARJUTTA0 PRADESH 5URAJPUR, postalAddress=,2.5.4.5=serial:2B6DFBC33cc0ed81b34f4b5f4, telephoneNumber=4b5484e3bd19c754e498028d88bd8e1eaff0eaa6c0f18d54d5cc6f9d5f11e27E, cn=Personal, cn=ASHOK JHA
Date: 2022.09.29 17:24:49 +05'30'

(Ashok Jha)
Company Secretary

Encl: As above.

नेशनल फर्टिलाइज़र्स लिमिटेड
(भारत सरकार का उपक्रम)
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Sub: Proceedings of 48th Annual General Meeting (AGM) of National Fertilizers Limited ("Company").

48th Annual General Meeting of the Company was held on Thursday, 29th September, 2022 at 02:30 P.M. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Shri Atul Baburao Patil, Chairman & Managing Director and Director (Marketing), chaired the proceedings of the Meeting. The Chairman called the meeting to order as the requisite quorum was present in terms of the Companies Act, 2013 read with Circulars issued by Ministry of Corporate Affairs (MCA) and the Securities Exchange Board of India (SEBI).

The Company Secretary informed that in compliance with circulars issued by MCA and SEBI, this meeting was conducted through VC/OAVM without the physical presence of members at a common venue.

The Company had offered Remote e-voting facility to its Members to exercise their right to vote by electronic means from Monday, 26th September, 2022 (9.00 A.M.) to Wednesday, 28th September, 2022 (5:00 P.M.). Further, the facility for e-voting was also made available during the Meeting for Members who had not cast their vote through remote e-voting and were present at the AGM.

The Chairman delivered his address to the Shareholders. He gave an overview of the performance of the Company for the year 2021-22. He informed that the company had taken all requisite steps to enable its members to participate and vote in the items as set out in Notice of AGM.

With the consent of the Members present, the Notice of 48th AGM along with Board Report, Auditors' Report and other documents were taken as read. Company Secretary read out that Statutory Auditors' Report which was unqualified and C&AG had made Comments on the recoverable amount of insurance claim of Vijaipur Plant and amount of escalation of subsidy not considered based on revised water charges for Vijaipur I & II in the Audited Financial Statements (Standalone & Consolidated) of the Company for financial year ended 31st March, 2022. Management's Reply to C&AG comments were also read out. He further read out the Observations of Secretarial Auditor on Compliance Certificate on Corporate Governance, Secretarial Audit Report and Secretarial Compliance Report and Explanations of Management thereto.

As the meeting was convened through VC / OAVM, resolutions were already been put to vote through remote e-voting and the requirement to propose and second was not applicable, Chairman explained objective and implications, of the resolutions enlisted

in the AGM Notice. The Company Secretary briefed/ read the items of business set out in the Notice of AGM for approval of Members, which were as under:-

Item No.	Business Item	Resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Board's Report and the Auditors' Report thereon and comments of the Comptroller & Auditor General of India, in terms of Section 143(6) of the Companies Act, 2013.	Ordinary
2.	To appoint a Director in place of Ms. Neeraja Adidam (DIN: 09351163), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.	Ordinary
3.	To appoint a Director in place of Shri Atul Baburao Patil (DIN: 09557730), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary
4.	To authorize Board of Directors of the Company to fix the remuneration of the Statutory Auditor(s) of the Company in terms of the provisions of Section 142(1) of the Companies Act, 2013.	Ordinary
Special Business		
5.	To appoint Dr. Prathibha A. (DIN: 09692712), as Government Nominee Director of the Company.	Ordinary
6.	To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2023.	Ordinary
7.	To increase the borrowing limits of the Company.	Special
8.	To approve the creation of charges, mortgages, hypothecation on the immovable and movable properties of the Company under section 180(1)(a) of the Companies Act, 2013.	Special

On the invitation of the Chairman, Members who had registered themselves as speakers, raised their queries, sought clarification and expressed their views on the Company's financials/ operations. The Chairman responded to the queries of the members and provided clarifications in respect of their queries.

Thereafter, the Chairman announced that e-voting facility had been provided during the AGM for members who had not cast their vote through remote e-voting and present at the AGM and the e-voting facility remained open for 15 minutes after the conclusion of AGM. Further, he informed that Shri Pramod Kothari of M/s. Pramod Kothari & Co., Company Secretaries, had been appointed as Scrutinizer to scrutinize the remote e-voting and e-voting at the AGM.

The Chairman also informed that e-voting results would be informed to the Stock Exchange and be posted on website of the Company and NSDL within two working days of conclusion of the AGM.

Thereafter, Director (Finance) offered the vote of thanks to the Chairman & Managing Director, all Directors, President's Nominee Shri M. Subramanian, Members who attended the meeting through VC/OAVM, Statutory Auditors, Cost Auditors, Secretarial Auditors, Scrutinizer, NFL employees and others, who had contributed to make this meeting a success.

The meeting concluded at 4:08 PM and the facility for e-voting remained open for 15 minutes to enable the members to cast their vote.

It is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013 read with various circulars issued by MCA and SEBI, Rules made thereunder and Secretarial Standards issued by the ICSI.

For National Fertilizers Limited,

ASHOK
JHA

Digitally signed by ASHOK JHA
DN: c=IN, st=Uttar Pradesh,
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28c47d03c3eb3ac36, postalCode=201306, street=FLAT NO
C-1203, TOWER-C, FLUDON HOMES, GH-01A, TECH ZONE IV,
GREATER NOIDA WEST, BISAHRAKH, GAUTAM BUDDHA NAGAR
UTTAR PRADESH GURAPUR,
pseudonym=f1f1f32d1aaa206109c33ccbe03163496b6A,
serialNumber=dpf4d8e63b2f1fc7E4e4802328d89d8e1adf8eaab50
f1d054d5ce029c4211ea70, o=Personal, cn=ASHOK JHA
Date: 2022.08.29 17:26:48 +05'30'

(Ashok Jha)
Company Secretary
ACS-14100