



To  
BSE Limited,  
Department of Corporate Service,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001  
Script Code 524695

Dear Sir,

**Subject: Outcome of 38th Annual General Meeting**

The 38th Annual General Meeting ("AGM") of the members of the Company was held on Saturday, September 30, 2023 at 03:00 PM through VC/OAVM.

Mr. G.N Gupta, chaired the proceedings of the meeting.

After welcoming all the members present, the Chairman introduced the Board Members, Executive Management Committee members and Company Secretary & Compliance Officer present in the meeting to the members of the Company. The Secretarial Auditors were also present at the AGM.

After ascertaining from the Company Secretary that the requisite quorum was present at the AGM, the chairman called the meeting to order and commenced the proceedings of the meeting.

Then Company Secretary informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of businesses to be transacted at the 38th Annual General Meeting. The remote e-voting commenced at 9:00 A.M. on 27th September, 2023 and ended at 5:00 P.M. on 29th September, 2023.

She has also informed that Members joining the meeting through video conferencing, who have not already cast their vote by means of remote e voting, may vote through insta-poll e-voting facility provided on the AGM portal provided by Skyline Financial Services Pvt. Ltd. The members who have cast their vote by remote e-voting prior to the AGM shall not be entitled to cast their vote again.

The Board of Directors has appointed Mr. Adesh Tandon, Practicing Company Secretary as the Scrutinizer for the e voting process.

Thereafter, Mr. Somil Matanhelia, Whole Time Director of the Company share the general outlook for the fertilizer sector with the performance of the Company.

Then, Mr. Ashok Kumar Matanhelia, Managing Director of the Company gave an overview of the financial performance of the Company for the financial year ended 31<sup>st</sup> March, 2023.

The Chairman informed the members that the Board Report, Accounts of the financial year ended 31<sup>st</sup> March, 2023 and the Notice convening the 38<sup>th</sup> AGM were taken as read as the same had already been circulated to the members.

Thereafter, Chairman discuss the financial results of the Company and all the 7 resolutions required to be passed, were proposed and seconded.

**Regd. Office :**  
Flat No. 202, Preet Garden  
3A/172, Azad Nagar, Kanpur - 208002  
CIN No. L99999 UP1986PLC007621  
Website : www.asianfertilizers.com

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**Factory :**  
Village : Deokahiya,  
Sardar Nagar, Gorakhpur  
PAN No.: AABCA1682L  
GSTIN : AABCA1682L1ZI



Thereafter, the Chairman again gave information about insta-poll e voting facility and also inform that the insta-poll facility will remain active till 15 minutes after the meeting.

The Chairman announced that the e-voting results along with the consolidated scrutinizers' report shall be placed on the website of the Company, BSE and NSDL.

The resolutions passed by the Members with requisite majority as per the details shared by the scrutinizer along with their report, related to the following:-

#### ORDINARY BUSINESSES:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors (**Ordinary Resolution**)
2. To appoint a Director in place of Mr. Shobhit Matanhelia, (DIN: 07110180) Whole Time Director, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment. (**Ordinary Resolution**)
3. To appoint M/s. Kapoor Tandon & Co., Chartered Accountants, Kanpur as Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of the 38th Annual General Meeting of the Company until the conclusion of the 42nd Annual General Meeting of the Company and to authorize the Board of Directors of the Company to fix their remuneration. (**Ordinary Resolution**)

#### SPECIAL BUSINESSES:

4. To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2024. (**Ordinary Resolution**)
5. To approve the Appointment of Mr. Amod Agarwal (DIN: 0044217) as an Independent Director of the Company for the term of 5 Consecutive years. (**Special Resolution**)
6. To approve the appointment of Mr. Dinesh Agarwal, Independent Director of the Company for the term of 5 Consecutive years. (**Special Resolution**)
7. To approve transactions under Section 185 of the Companies Act, 2013. (**Special Resolution**)

Then the Chairman informed that the results of e voting would be declared on receipt of the scrutinizers report and shall be placed on the website of the Company on or before 4<sup>th</sup> October, 2023. The same also be sent to the stock exchange within 2 working days from the conclusion of the AGM.

Then the Managing Director thank to all members and give special thanking note to Shri G. N. Gupta, Chairman of the Company and Shri Anurag Tulsyan, Independent Director, whose term has been completed and retiring from the Company after this meeting.

After the completion of the e voting at the AGM concluded at 04:00 PM.

We request you to take the above on your record and inform the concerned.

For Asian Fertilizers Limited  
Ashok Kumar Matanhelia  
Managing Director  
DIN No. 01763776  
Ashok Kumar Matanhelia  
Managing Director  
DIN: 01763776

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