



CHAMBAL FERTILISERS AND CHEMICALS LIMITED

September 16, 2021

BSE Limited

Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai – 400 001

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

Dear Sir,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith summary of proceedings of the Thirty-sixth Annual General Meeting of the Company held on Thursday, September 16, 2021 held through video conferencing / other audio visual means.

You are requested to notify your constituents accordingly.

Thanking You,

Yours sincerely,

for **Chambal Fertilisers and Chemicals Limited**

Rajveer Singh
Vice President - Legal & Secretary

Summary of proceedings of the Thirty-sixth Annual General Meeting of

Chambal Fertilisers and Chemicals Limited ("the Company") held on September 16, 2021

Thirty-sixth Annual General Meeting ("AGM") of the members of the Company was held at 10.30 A.M. Indian Standard Time ("IST") on Thursday, September 16, 2021 through video conferencing ("VC") / other audio visual means ("OAVM"), in compliance with the applicable provisions of the Companies Act, 2013 read with General Circular no. 20/2020 dated May 05, 2020, General Circular no. 14/2020 dated April 08, 2020, General Circular no. 17/2020 dated April 13, 2020 and General Circular no. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs, Government of India, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India.

The following Directors attended the AGM:

1. Mr. Saroj Kumar Poddar, Non-executive Chairman
2. Mr. Shyam Sunder Bhartia, Non-executive Director;
3. Ms. Radha Singh, Independent Director and Chairperson of the Stakeholders Relationship Committee and Nomination and Remuneration Committee;
4. Mr. Marco Philippus Ardeshir Wadia, Independent Director and Chairman of the Audit Committee;
5. Mr. Chandra Shekhar Nopany, Non-executive Director;
6. Mr. Vivek Mehra, Independent Director;
7. Mr. Pradeep Jyoti Banerjee, Independent Director;
8. Mr. Gaurav Mathur, Managing Director; and
9. Mrs. Rita Menon, Independent Director.

Mr. Abhay Baijal, Chief Financial Officer and Mr. Rajveer Singh, Company Secretary also attended the AGM.

Mr. Saroj Kumar Poddar, Chairman ascertained the quorum and called the meeting to order. He welcomed the members participating in the AGM through VC/ OAVM.

The Chairman introduced the Directors, Chief Financial Officer and Company Secretary of the Company.

Mr. Pramit Agrawal, Partner of M/s. Price Waterhouse Chartered Accountants LLP, Auditors of the Company and Mr. Manish Gupta, Partner of M/s. RMG & Associates, Secretarial Auditor of the Company, were also present in the AGM.

The Chairman addressed the members and apprised them about the challenges posed by COVID-19 pandemic, performance of the Company, Corporate Social Responsibility initiatives of the Company, etc.



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The members were informed that in accordance with the provisions of the Companies Act, 2013, Listing Regulations and Secretarial Standard on General Meetings, the Company had provided the facility of casting the votes by the members through electronic means ("e-Voting"). The remote e-Voting commenced at 09.00 A.M. IST on Saturday, September 11, 2021 and ended on 5.00 P.M. IST on Wednesday, September 15, 2021. The facility of e-Voting was also made available at AGM for those members who participated in the AGM through VC/ OAVM and did not cast their vote(s) by remote e-Voting. The members were briefed about the procedure of e-Voting in the AGM.

The following items of business as stated in the notice of AGM were transacted at the meeting:

Ordinary Business		
1.	Receive, consider and adopt: a) the audited financial statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2021 and report of the Auditors thereon.	Ordinary Resolution
2.	Declaration of final dividend @ Rs. 4.50 per equity share of Rs. 10 each of the Company for the financial year ended March 31, 2021.	Ordinary Resolution
3.	Re-appointment of Mr. Saroj Kumar Poddar (DIN: 00008654), who retires by rotation and being eligible, offers himself for re-appointment and who had attained the age of seventy five (75) years, as a Director of the Company liable to retire by rotation.	Special Resolution
Special Business		
4.	Ratification of remuneration payable to M/s. K.G. Goyal & Associates, Cost Accountants (Firm Registration No. 000024) to conduct the audit of the cost records of the Company.	Ordinary Resolution
5.	Approval of appointment of Mr. Gaurav Mathur (DIN: 07610237) as Managing Director of the Company, for the period from April 16, 2021 to January 05, 2025.	Ordinary Resolution
6.	Approval for continuation of Ms. Radha Singh (DIN: 02227854) as an Independent Director of the Company, after she attains the age of seventy five (75) years, upto the completion of her tenure on September 14, 2022.	Special Resolution

The Chairman invited the members who had registered as speakers to raise queries or express their views. Clarifications were provided to the queries raised by the members including the queries raised through email and communication box.



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The Chairman informed that Mr. Manish Gupta, Partner of M/s. RMG & Associates, Company Secretaries in whole time practice, was appointed by the Board of Directors of the Company, to scrutinise the remote e-Voting and voting in the AGM. The Chairman further informed that the consolidated results of the remote e-Voting as well as e-Voting in the AGM would be made available together with the scrutiniser's report on the websites of the Company and National Securities Depository Limited within 48 Hours of conclusion of the AGM.

The scrutiniser's report dated September 16, 2021 was received. All the resolutions pertaining to the items of business mentioned above were declared as passed with requisite majority.

for **Chambal Fertilisers and Chemicals Limited**



Rajveer Singh
Vice President - Legal & Secretary

