

# INDIA PESTICIDES LIMITED



An ISO 9001:2015, 14001:2015, 45001:2018 and 10002:2018 Company  
CIN No. L24112 UP1984PLC006894  
GSTIN- 09AAACI3591D1ZO

Water Works Road, Aishbagh, Lucknow – 226004 (INDIA)  
Tel : +91-522-2653602, 2653603, 2653622, 4041014  
Fax : +91-522-2653610  
Website: [www.indiapesticideslimited.com](http://www.indiapesticideslimited.com)  
E-mail: [info@indiapesticideslimited.com](mailto:info@indiapesticideslimited.com)

Date: 20.08.2024

To

The Manager, Listing Department <b>BSE Limited</b> P.J. Towers, Dalal Street, Mumbai - 400001 <b>Company Code: 543311</b> <b>ISIN: INE0D6701023</b>	The Manager, Listing & Compliance Department <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot no. C/1, G Block, Bandra- Kurla Complex, Mumbai-400051 <b>Symbol: IPL</b>
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**Subject: Proceedings and Outcome of the 39<sup>th</sup> Annual General Meeting of India Pesticides Limited.**

In continuation to our intimation dated July 29, 2024, the 39<sup>th</sup> AGM of the Company was held on Tuesday, August 20, 2024 and the businesses mentioned in the Notice of the AGM, dated July 22, 2024 were transacted.

In this regard, please find enclosed the proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Voting Results and Scrutinizer Report of the AGM will be filed separately.

Kindly take the above information on record.

Thanking you,

Yours Faithfully

For **India Pesticides Limited**



**Ajeet Pandey**  
**Company Secretary & Compliance Officer**  
**Membership No.- A42500**

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## PROCEEDINGS OF THE 39<sup>TH</sup> ANNUAL GENERAL MEETING OF INDIA PESTICIDES LIMITED HELD ON TUESDAY, 20<sup>TH</sup> DAY OF AUGUST, 2024 THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OAVM') AT 03:30 P.M.

The 39<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was duly convened and held on Tuesday, 20<sup>th</sup> August, 2024 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 20/2020 dated 05<sup>th</sup> May, 2020 02/2021 dated 13<sup>th</sup> January 2021, 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No.2/2022 dated May 5, 2022, 10/2022 dated 28<sup>th</sup> December, 2022, and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 issued by MCA regarding Clarification of holding of Annual General Meeting (AGM) through Video Conference (VC) or Other Audio Visual Means (OAVM) issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023 issued by SEBI and the applicable provisions of SEBI (LODR) Regulation, 2015 as amended (“Listing Regulations”). The venue of the AGM shall be deemed to be the Registered Office of the Company at 35 A Civil Lines, Distt. Bareilly, Uttar Pradesh.

Mr. Ajeet Pandey, Company Secretary and Compliance Officer welcomed the Shareholders, Statutory Auditors- Mr. R. P. Baradiya, Partner of Lodha & Co., Chartered Accountants, representing Statutory Auditors of the Company, Scrutinizer Mr. Saket Sharma, Partner of GSK & Associates (Company Secretaries) representing Secretarial Auditors of the Company, and Board of Directors namely:-

S.No.	Particulars	Designation
1.	Dr. Madhu Dikshit	Chairperson, Independent Director
2.	Mr. Anand Swarup Agarwal	Non-Executive Director
3.	Mr. Mohan Vasant Tanksale	Independent Director
4.	Mr. Adesh Kumar Gupta	Independent Director
5.	Mr. Rahul Arun Bagria	Non-Executive Director
6.	Mr. Vishal Swarup Agarwal	Non-Executive Director
7.	Mr. Vishwas Swarup Agarwal	Non-Executive Director
8.	Dr. Kuruba Adeppa	Executive Director

Mr. Ajeet Pandey, Company Secretary and Compliance Officer introduced the Board Members, Chief Executive Officer, and Chief Financial Officer who joined the meeting from their respective locations. All the Board Members were present except Mr. Rajendra Singh Sharma (Whole Time Director) of the Company, due to ill health he was unable to attend the AGM. All the respective Chairpersons of Committees such as the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee of the Company were present at the AGM. Mr. R.P. Baradiya, Partner of M/s Lodha & Co., Chartered Accountants (Statutory Auditor) of the Company was also present through video conferencing.

Mr. Saket Sharma, Partner of M/s GSK & Associates (Company Secretaries), Secretarial Auditor of the Company was also appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at Annual General Meeting in a fair and transparent manner, also attended the meeting through Video Conference.

It was then informed that in compliance with the provisions of the Companies Act, 2013, Secretarial Standard - 2 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was provided by the Company to its shareholders through NSDL from Saturday, 17<sup>th</sup> August 2024, (9:00 A.M. IST) to Monday, 19<sup>th</sup> August, 2024 (5:00 P.M. IST).

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It was further informed that:

- the members who had not cast their votes through remote e-voting facility and who were present in the meeting would have an opportunity to cast their votes through e-voting system during the meeting and it will remain open for fifteen minutes after the conclusion of the meeting.
- all the documents referred to in the accompanying Notice and Explanatory Statements, have been made available electronically for inspection during the Annual General Meeting.
- the Register of Directors and Key Managerial Personnel's and their Shareholdings maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act have been made available electronically for inspection during the AGM.

Dr. Madhu Dikshit, Chairperson of the Company, chaired the proceedings of the Meeting.

Total 53 Members attended the meeting as per the records of attendance.

After ascertaining the requisite quorum, the Chairperson called the meeting to start and extended a warm welcome to the members present. He explained the overall scenario of the Company's performance. The overall Business and Financial Performance of the Company was explained by the Chief Executive Officer and Chief Financial Officer of the Company respectively.

Thereafter, the Notice of AGM dated 22<sup>nd</sup> July, 2024, Report of Board of Directors along with its annexures, other reports and the Financial Statements for the Financial year 2023- 24 were taken as read. There were no qualifications in the Auditor's Report and the Report of Secretarial Auditors of the Company and accordingly, they were not required to be read.

On the invitation of the Company Secretary, Members who had registered themselves as speakers, addressed the Meeting through VC/OAVM and sought clarifications on the Company's accounts and businesses. The Management responded to the queries of the Members and provided clarifications.

The Chairperson then requested Mr. Ajeet Pandey, Company Secretary to take up items as set out in the Notice convening the Meeting. He further informed the members to note that the E-voting module for voting during the AGM was active.

The voting was then conducted on the following items:

S.No	Details of Resolutions	Resolution Type
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2024, the Reports of the Board of Directors and Auditors thereon and Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2024 and the Report of Auditors thereon.	Ordinary Resolution
2	To declare a Final Dividend on equity shares of the Company for the Financial Year 2023-24	Ordinary Resolution
3	To re-appoint Mr. Anand Swarup Agarwal (DIN: 00777581), Non-Executive Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary Resolution
4	Increase in Remuneration of the Whole-Time Director (Executive Director).	Special Resolution
5	To ratify the remuneration of Cost Auditors for the Financial Year 2024-25.	Ordinary Resolution

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6	Regularisation of Additional Director Dr. Kuruba Adeppa by appointing him as a Whole-Time Director of the Company.	Special Resolution
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The Company Secretary was further informed that the members who have not cast their vote through remote e-voting were requested to vote on the proposed resolutions (i.e. Resolution No. 1 to 6 of the Notice of the AGM) through e-voting at the AGM. It was also informed that the e-voting module in the AGM for casting votes was already active and will remain open for fifteen minutes after the closure of the meeting.

Thereafter, the Company Secretary informed the members that after the conclusion of the meeting, the Scrutinizer shall prepare and submit his report within two working days to the Chairperson, and the same shall be countersigned by the Company Secretary who is authorized by the Chairperson of the meeting. The results would be announced/displayed through the website of the Company i.e. <https://www.indiapesticideslimited.com> and NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) within 2 working days from the conclusion of the meeting and will be intimated to Stock Exchanges where the securities of the Company are listed. Further, a copy of the same shall also be placed on the Notice Board at the Registered Office and the Corporate Office of the Company.

The Chairperson and Company Secretary thanked all the members for their presence and involvement.

The meeting concluded with a vote of thanks at 04:30 P.M.

**For India Pesticides Limited**



**Ajeet Pandey**

**Company Secretary & Compliance Officer**

**Membership No.- A42500**