

27th September, 2023

BSE Limited
Floor 25, P.J. Towers,
Dalal Street,
Mumbai - 400 001
BSE scrip Code: 534742

National Stock Exchange of India Ltd,
Exchange Plaza, 5th floor,
Bandra-Kurla Complex,
Bandra (E).
Mumbai - 400 051
NSE Symbol: ZUARI

Sub: Outcome/ Proceedings of the 14th Annual General Meeting

Dear Sirs,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith summary of proceedings of the 14th Annual General Meeting of the Company held today i.e. Wednesday, 27th September, 2023 through Video Conferencing / other Audio Visual Means.

Request you to kindly take the same on record.

Thanking You,

Yours Faithfully,
For Zuari Agro Chemicals Limited

Manoj Dere
Company Secretary

Encl: As above

Summary of proceedings of the 14th (Fourteenth) Annual General Meeting of Zuari Agro Chemicals Limited held on 27th September, 2023

The 14th (Fourteenth) Annual General Meeting (AGM) of the Members of Zuari Agro Chemicals Limited ('the Company') was held today i.e. Wednesday, 27th September, 2023 at 3.00 P.M. (IST) through video conferencing / other audio visual means in compliance with the applicable provisions of the Companies Act, 2013 read with General Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 5th May, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 19/2021 dated 8th December, 2021, Circular No. 21/2021 dated 14th December, 2021 and Circular No. 02/2022 dated 5th May, 2022 and 10/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs, Government of India and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and such other circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations").

Due to pre-occupation, Mr. Saroj Kumar Poddar, Chairman of the Company and Mr. Amandeep, Independent Director were unable to attend the AGM.

Pursuant to Article 72 of Articles of Association of the Company, the Directors present elected Mr. Akshay Poddar as the Chairman of the Meeting. Mr. Akshay Poddar, Chairman of the meeting introduced all the other Directors present in the AGM. Mr. Dipankar Chatterji, Independent Director and Chairman of Audit Committee & Chairman of Nomination & Remuneration Committee and Mr. Athar Shahab, Chairman of Stakeholders Relationship Committee attended the AGM. Chairman of the meeting introduced Mr. Manoj Dere, Company Secretary and Mr. Manish Malik, Chief Financial Officer of the Company and he confirmed that the representatives of Statutory Auditors, Cost Auditors and Secretarial Auditor were also present at this AGM. The requisite quorum being present, the Chairman of the meeting called the meeting to order. He also mentioned that the venue of the meeting was deemed to be the registered office of the Company, at Jai Kisaan Bhawan, Zuarinagar, Goa. Before taking up formal agenda, the Chairman of the meeting briefed the highlights of Company's performance during the year 2022-23.

The Chairman of the meeting informed that, the Members were provided remote e-voting facility to cast their votes electronically, on all resolutions set forth in the Notice. The facility of e-voting at AGM was also made available for those members who participated in the AGM through VC/ OAVM and did not cast their vote(s) by remote e-voting.

The following items of business were transacted at the meeting.

Sr. No	Particulars	Resolution required (Ordinary/Special)
	Ordinary Business:	
1.	To receive, consider and adopt (a) The Standalone Audited Financial Statements of the Company for the financial year ended 31 st March, 2023 and Reports of the Board of Directors' and Auditors' thereon. (b) The Consolidated Audited Financial Statements of the Company for the financial year ended 31 st March, 2023 together with the Reports of the Auditors' thereon.	Ordinary Resolution
2.	Re-appointment of Mr. Nitin M. Katak (DIN: 08029847), an Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
	Special Business:	
3.	Ratification of Payment of Remuneration payable to M/s. S. S. Sonthalia & Co., Cost Auditor.	Ordinary Resolution
4.	Waiver of recovery of excess remuneration paid to Mr. Sunil Sethy, then Managing Director for Financial Year 2019-20.	Special Resolution
5.	Shifting of the Registered Office of the Company from the State of Goa to the State of Haryana and consequent alteration of Clause II of Memorandum of Association of the Company	Special Resolution

The members who have registered as speaker were invited to express their views and raise their queries in the AGM. Out of 4(four) speaker members who have registered with the Company only 1 (one) speaker member attended the meeting and his queries were replied suitably.

Mr. Shivaram Bhat, Practicing Company Secretary (Membership No. 10454) was appointed as Scrutinizer to scrutinize the remote e-voting and e-voting at the AGM.



ZUARI AGRO CHEMICALS LIMITED



The meeting commenced at 3.00 P.M. (IST) and concluded at 3.35 P.M. (IST). The consolidated voting results (remote e-voting and e -voting) of the 14th Annual General Meeting as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 would be made available together with scrutiniser's report at the website of the Company within 2 working days of conclusion of AGM and shall be forwarded to your goodself in due course.