

Date: 3rd August 2022

Listing Department
National Stock Exchange of India
Limited
Exchange Plaza,
Plot No. C/1, G. Block,
Bandra- Kurla Complex,
Bandra East, Mumbai-400 051

**The Department of Corporate
Services- Listing**
The BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Symbol- DHANUKA

Scrip Code: 507717

Sub: Proceeding - 37th Annual General Meeting of the Company held on 2nd August, 2022

Dear Sir,

Pursuant to sub regulation (2) of Regulation 30 read with Part A of Schedule III, of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Proceeding of the 37th Annual General Meeting of the Members of M/s **Dhanuka Agritech Limited** ("the Company") held on Tuesday, August 2, 2022 at 11:00 A.M. and concluded at 11:55 A.M. through Video Conferencing (VC).

You are requested to take the same on your records.

Kindly acknowledge the receipt.

Yours faithfully,

for **Dhanuka Agritech Limited**



Jitin Sadana
Company Secretary and Compliance Officer
FCS-7612



Encl.: a/a

9. Mr. Sanjay Saxena, Independent Director and Chairman of Stakeholders Relationship Committee
10. Mr. Sachin Kumar Bhartiya, Independent Director
11. Ms. Namrata Gupta, Independent Director

In attendance:

Mr. V K Bansal, Chief Financial Officer

Mr. Jitin Sadana, Company Secretary

Mr. Yogesh Gupta, from M/s. S.S. Kothari Mehta & Company, Chartered Accountants, Statutory Auditors

Mr. Debabrata Deb Nath, from M/s. R&D Company Secretaries, Secretarial Auditors & Scrutinizer

Quorum:

The requisite quorum as required under Section 103 of the Companies Act, 2013 was present throughout the Meeting.

1. Mr. Ram Gopal Agarwal, Chairman of the Company, chaired the Meeting and conducted the proceedings of the Meeting.
2. Mr. Jitin Sadana, Company Secretary and Compliance Officer of the Company informed the Members that this 37th Annual General Meeting of the Company is held through Video Conferencing ('VC') in compliance of the circulars issued by the Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India ('SEBI') and other consequential social distancing norms in view of the ongoing Covid-19 pandemic.
3. The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC. The Company Secretary confirmed the quorum and requested Managing Director to welcome the Members and introduced the Board.
4. Mr. Mahendra Kumar Dhanuka, Managing Director of the Company introduced the Directors attended the Meeting through Video conferencing (VC) or Other Audio Video Mode (OAVM). Thereafter, Mr. Mahendra Kumar Dhanuka, Managing Director, requested Chairman to allow to proceed the Meeting.



5. Thereafter, Chairman ascertained the quorum and being the requisite quorum was present, he called the Meeting to order.
6. The Chairman made his speech about the Operations of the Company, the Initiatives taken by the Company for CSR and also about the initiatives taken by the Company to spread awareness among Farmers for advance methods of agriculture. The Chairman further provided brief summary of the financial statements along with Statutory Auditor's Report and Secretarial Auditor's Report.
7. The Annual Report for the Financial Year ended 31st March, 2022, along with the Notice convening the Meeting, the Board's Report, Financial Statements and the Auditors' Report for the Year Ended 31st March, 2022 were taken as read.
8. The Company Secretary then informed the Shareholders that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided to the Members the facility to exercise their right to vote at the 37th Annual General Meeting by electronic means through the E-voting System provided by Central Depository Securities Limited (CDSL). It is further informed that R&D Company Secretaries, Practicing Company Secretaries was appointed as the Scrutinizer for the e-voting process.
9. Mr. Mahendra Kumar Dhanuka, Managing Director of the Company then invited the Speaker Shareholders who register themselves with the Company to ask questions, make comments and give their views. The Shareholders were given an opportunity to speak in the order in which they had given their names. The Managing Director has suitably replied the questions asked by the Shareholders.
10. The following items of business as set out in the Notice convening the 37th Annual General Meeting were recommended for Members' consideration and approval:

ORDINARY BUSINESSES

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements for the Financial Year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare Final Dividend @ 300% i.e. Rs. 6/- per Equity Share for the Financial Year ended 31st March, 2022.



3. To appoint a Director in place of Mr. Rahul Dhanuka (DIN:00150140), Whole-time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Arun Kumar Dhanuka (DIN:00627425), Whole-time Director, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

5. Ratification of remuneration of Cost Auditors.
6. Re-appointment of Mr. Sanjay Saxena (DIN: 01257965) as an Independent Director of the Company, for second term of 5 years.
7. Re-appointment of Mr. Ram Gopal Agarwal (DIN: 00627386) as Whole time Director under the designation Chairman of the Company, for a further period of 5 years.
8. Payment of remuneration to Mr. Rahul Dhanuka as Whole-time Director in terms of Regulation 17(6)(e) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

The Chairman then thanked the Members for their continued support, valuable suggestions and for attending the Meeting. The Chairman authorized Mr. Jitin Sadana, Company Secretary to carry out the voting process and conclude the Meeting. He also authorized the Company Secretary to accept and countersign the Scrutinizer's Report and declare the Consolidated voting results.

The Company Secretary informed the Members that since the AGM is being held through VC and the resolutions mentioned in the Notice convening this Meeting have already been put to vote through e-voting facility, there will be no proposing and seconding of the resolutions. He requested for E voting for all the resolutions by the Members present and not yet voted. The Company Secretary informed that electronic voting option shall remain open for next 15 min after the conclusion of the Annual General Meeting for the Members who have not exercised their vote may Cast their vote through Online Portal of CDSL

The Company Secretary announced that Results shall be displayed on the website of the Company and shall also to be sent to the Stock Exchange(s) after conclusion of the of Meeting within due time.



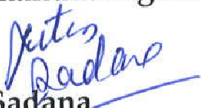
The Company Secretary requested all the Members to place vote of thanks in favour of Chairman of the Meeting. The Members placed their vote of thanks to the Chairman.

The Chairman then declared the Meeting as concluded.

The above is for your information and record please.

Thanking you,

For Dhanuka Agritech Limited


Jitin Sadana
Company Secretary and Compliance Officer
FCS- 7612



Date: 3rd August, 2022

Place: Gurugram

