

27th September, 2024

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 15th 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 15th Annual General Meeting of the Company held today i.e. Friday, 27th September, 2024 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 15th (Fourteenth) Annual General Meeting of Zuari Agro Chemicals Limited held on 27th September, 2024

The 15th (Fifteenth) Annual General Meeting (AGM) of the Members of Zuari Agro Chemicals Limited ('the Company') was held today i.e. Friday, 27th September, 2024 at 2.00 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, Circular No. 02/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs, Government of India and SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 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")).

Mr. Saroj Kumar Poddar, Chairman of the Company chaired the meeting and 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. Before taking up formal agenda, the Chairman of the meeting briefed the highlights of Company's performance during the year 2023-24.

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 the Audited Standalone Financial Statements and Audited Consolidated Financial Statements for the financial year ended 31 st March, 2024 and the reports of Board of Directors and Auditors thereon.	Ordinary Resolution
2.	To re-appoint Mr. Akshay Poddar (DIN: 00008686), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
	Special Business:	
3.	To ratify the payment of Remuneration payable to Cost Auditor.	Ordinary Resolution
4.	To approve the proposed transfer of 3,92,06,000 equity shares of Mangalore Chemicals & Fertilizers Limited held by the Company to Zuari Maroc Phosphates Private Limited, pursuant to and as an integral part of the draft Composite Scheme of Arrangement entered into by and amongst Mangalore Chemicals & Fertilizers Limited, Paradeep Phosphates Limited and their respective shareholders and creditors.	Ordinary Resolution

With respect to the Resolution no. 4, the Chairman informed that the aforesaid Scheme of Arrangement was returned by SEBI vide its letter dated 2nd September, 2024, hence this resolution, though included as an Ordinary Resolution in the Notice of the AGM, if approved by the Shareholders, won't be acted upon on the ground of scheme becoming unviable.

The members who have registered as speakers 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 speaker member participated.

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.

The meeting commenced at 2.00 P.M. (IST) and concluded at 2.36 P.M. (IST). The consolidated voting results (remote e-voting and e -voting) of the 15th 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 48 hours of conclusion of AGM and shall be forwarded to your goodself in due course.

