



MRC Agrotech Ltd

**April 03, 2024**

**BSE Limited  
Dept of Corporate Services,  
PhirozeJeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001**

**Scrip Code: 540809**

**Sir/ Madam,**

**Sub: Proceedings of the Extra-Ordinary General Meeting held on Wednesday, April 03, 2024**

**Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing gist of proceedings of the Extra- Ordinary General Meeting (“EGM”) of the Company held on **Wednesday, April 03, 2024**, at **1.00 P.M.** and concluded at **01.45. P.M.** through Video Conferencing (VC) / Other Audio Video Means (OAVM) at the registered office of the Company.

The aforesaid information is also hosted on the website of the Company viz [www.mrcagro.com](http://www.mrcagro.com).

Kindly take the same on record and display the same on the website of your exchange.

For **MRC AGROTECH LTD**

*Rahul Mathur*



**Name: Rahul Mathur  
Company Secretary and Compliance Officer**

**Place: Mumbai**

(Formerly known as MRC Exim Ltd.)



## **Gist of Proceedings of the Extra-Ordinary General Meeting of the Company**

### **A. Date, time, and venue of the Extra-Ordinary General Meeting (“Meeting/EGM”):**

The Extra-Ordinary General Meeting (EGM) of the Members of MRC Agrotech Limited was held on **Wednesday, April 03, 2024, at 1.00 P.M.** through Video Conferencing (“VC”) and concluded at **01.45. P.M**

### **B. Proceedings in brief:**

**Members Present through Video Conferencing: 35**

**Directors and KMP Present through Video Conferencing:** Director, Uttam Singh, Director and CEO Ashok Kumar Singh, Director Sadanandji, Director, Mr. Sanjay Singh , MrJainendrabaxi and CS, Mr. Rahul Mathur

Ms. NidhiNandu, company’s executive welcomed all the members to the Extra-Ordinary General Meeting of the company.

Ms. NidhiNandu, invited Mr. Uttam Kumar Singh, Chairman of the Company to preside over proceedings of the meeting.

The Chairman welcomed the members present and thanked all the members for joining the meeting and on being satisfied that sufficient quorum was present at the meeting, ordered for commencement of the proceedings.

The Chairman confirmed that the convening of the virtual Extra-Ordinary General Meeting was in compliance with the circulars issued by the Ministry of Corporate Affairs (MCA), Government of India and the Securities and Exchange Board of India (SEBI) and that the company has engaged the services of National Securities Depository Limited (NSDL) to Provide the facility of remote e-voting and e-voting during the EGM.

The Chairman informed that the Valuation Reports issued by the Registered valuer, Compliance Certificate issued by the Practicing Company Secretary, Details of offer, register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, Draft Amended Memorandum of Association (MOA) are available electronically for inspection by the members during the EGM for inspection in digital form through the e-voting platform of NSDL

The Chairman welcomed and introduced the Board of Directors.

The Chairman acknowledged the presence of Ms. Vidhi Thakkar, Practicing Company Secretary, Scrutinizer for the EGM to verify and validate the voting results.

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With the permission of the members, the chairman proceeded with the Meeting.

With the permission of the members, the Chairman took the Notice of the Extra- Ordinary General Meeting, Corrigendum to EGM Notice (“**EGM Notice**”) as read. The Items considered at the Extra-Ordinary General Meeting (EGM) are as follows: -

| <b>Resolutions</b>  | <b>Type of Resolution</b> |
|---|---------------------------|
| 1. Consider and adopt:<br><br>OFFER, ISSUE AND ALLOT EQUITY SHARES (FOR CASH) ON PREFERENTIAL BASIS   | Special Resolution        |
| 2. Consider and adopt:<br><br>TO OFFER, ISSUE AND ALLOT EQUITY SHARES (FOR CONSIDERATION OTHER THAN CASH) ON A PREFERENTIAL BASIS                                   | Special Resolution        |
| 3. Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company                                 | Special Resolution        |
| 4. Alteration of Articles of Association of the Company   | Special Resolution        |
| 5. Appointment of Mr. Ashok Singh (DIN 08423436) as Non-Executive and Non-Independent Director & CEO of the Company   | Special Resolution        |
| 6. Appointment of Mr. Sanjay Kumar Singh, (DIN: 06928519) as an Independent Director.   | Special Resolution        |
| 7. Appointment of Ms. Swati Sharma, (DIN: 08361279) as an Independent Director.   | Special Resolution        |
| 8. Appointment of Mr. JainendraBaxi, (DIN: 07829878) as an Independent Director.  | Special Resolution        |
| 9. Continuation of Mr. SadanandanAzadathilChoikandy, (DIN: 08487613) as Non-Executive and Non-Independent Director of the Company on completion of 75 years of age. | Special Resolution        |
| 10. To appoint statutory auditors of the Company and to fix their remuneration and to pass the following resolution thereof.  | Ordinary Resolution       |

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The Chairman further informed the Members that pursuant to the provisions of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e- voting facility to the Members of the Company in respect of businesses to be transacted at the Extra-Ordinary General Meeting through the e-voting portal of National Securities Depository Limited (NSDL) from **09.00 am on Sunday, March 31<sup>st</sup>, 2024 to 5.00 pm on Tuesday, April 2<sup>nd</sup>, 2024** and the said facility was also operational at the Meeting for the members who were attending the Meeting and have not already cast their vote(s) through remote e-voting.

The Chairman informed that Ms. Vidhi Thakkar, Practicing Company Secretary, appointed as Scrutinizer for the remote e-voting, will also act as Scrutinizer for the E-voting conducted at the EGM.

Ms. Nidhi Nandu, company's executive confirmed that no request has come from any shareholders to speak at the meeting.

Thereafter, the Chairman announced for voting to be taken electronically (e-voting) and requested Ms. Vidhi Thakkar, Practicing Company Secretary, the Scrutinizer to verify and validate the e-voting.

### **C. Voting by members:**

The Company had provided remote e-voting facility to its members to cast votes electronically on the resolutions set out in the EGM Notice.

The facility to vote at the meeting through electronic voting system was also made available to the members who participated in the meeting and had not cast their votes through remote e-voting.

### **D. Result of voting (remote e-voting and voting at the meeting through electronic voting system)**

All the resolutions set out in the EGM Notice have been passed with requisite majority.

- The Company will separately intimate the voting results (remote e-voting and voting at the meeting through electronic voting system) to Stock Exchanges and also upload on the website of the Company.
- This document does not constitute minutes of the proceedings of the Extra-Ordinary General Meeting of the Company.

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Yours faithfully,

For **MRC AGROTECH LTD**

*Rahul Mathur*



**Name: Rahul Mathur**  
**Company Secretary and Compliance Officer**

**Place: Mumbai**



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