



AGRO PHOS INDIA LIMITED

To,

30th September, 2024

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C-1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

NSE Symbol: AGROPHOS

Dear Sir/Madam,

Subject: Submission of voting results and Scrutinizer Report of 22nd Annual General Meeting of Agro Phos (India) Limited held on Friday, 27th September, 2024 at 12:30 P.M. and Concluded at 02:30 P.M.

In compliance with Reg. 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith Voting Results (E- Voting & Physical Poll) in the format as prescribed by the Board along with Scrutinizer Report thereon.

Kindly take the same on your record.

Thanking You.

Yours Faithfully

For Agro Phos (India) Limited



Reena Saluja
Compliance Officer and Company Secretary
M No.:A55665

General information about company	
Scrip code	123456
NSE Symbol	AGROPHOS
MSEI Symbol	NOTLISTED
ISIN	INE740V01019
Name of the company	AGRO PHOS INDIA LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2024
Start time of the meeting	12:30 PM
End time of the meeting	02:30 PM



Scrutinizer Details

Name of the Scrutinizer	Neelesh Gupta
Firms Name	Neelesh Gupta & Co.
Qualification	CS
Membership Number	6381
Date of Board Meeting in which appointed	03-09-2024
Date of Issuance of Report to the company	30-09-2024

Voting results

Record date	20-09-2024
Total number of shareholders on record date	21411
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	18
b) Public	21393
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial Statements (Standalone and Consolidated) comprising Balance Sheet, statements of profit and Loss statements, cash flow statements for the financial year ended 31st March 2024 together with director and Auditor report thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11002425	6275730	57.0395	6275730	0	100	0
	Poll		4726695	42.9605	4726695	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11002425	11002425	100	11002425	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	9271690	501106	5.4047	501081	25	99.995	0.005
	Poll		995960	10.7419	995960	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	9271690	1497066	16.1466	1497041	25	99.9983	0.0017
	Total	20274115	12499491	61.6525	12499466	25	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint Director in place of Mr. Raj Kumar Gupta (DIN: 00244925) who retire by rotation and, being eligible offer himself for re- appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11002425	551925	5.0164	551925	0	100	0
	Poll		2199560	19.9916	2199560	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11002425	2751485	25.008	2751485	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	9271690	501106	5.4047	499677	1429	99.7148	0.2852
	Poll		995960	10.7419	995960	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9271690	1497066	16.1466	1495637	1429	99.9045	0.0955
Total		20274115	4248551	20.9555	4247122	1429	99.9664	0.0336

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Ms. Shweta Bhamare (DIN: 10499418) as an Independent Director of company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11002425	6275730	57.0395	6275730	0	100	0
	Poll		4726695	42.9605	4726695	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11002425	11002425	100	11002425	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	9271690	501106	5.4047	499677	1429	99.7148	0.2852
	Poll		995960	10.7419	995960	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	9271690	1497066	16.1466	1495637	1429	99.9045	0.0955
	Total	20274115	12499491	61.6525	12498062	1429	99.9886	0.0114
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Mahesh Kumar Agarwal (DIN: 07609432) as an Independent Director of company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11002425	6275730	57.0395	6275730	0	100	0
	Poll		4726695	42.9605	4726695	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11002425	11002425	100	11002425	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	9271690	501106	5.4047	499677	1429	99.7148	0.2852
	Poll		995960	10.7419	995960	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	9271690	1497066	16.1466	1495637	1429	99.9045	0.0955
	Total	20274115	12499491	61.6525	12498062	1429	99.9886	0.0114
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve continuation of directorship of Mr. Abhishek Kalekar (DIN:07758751), as Non-Executive Director in terms of Regulation 17 (1D) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11002425	6275730	57.0395	6275730	0	100	0
	Poll		4726695	42.9605	4726695	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11002425	11002425	100	11002425	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	9271690	501106	5.4047	499477	1629	99.6749	0.3251
	Poll		845960	9.1241	845960	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	9271690	1347066	14.5288	1345437	1629	99.8791	0.1209
	Total	20274115	12349491	60.9126	12347862	1629	99.9868	0.0132
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve material related party transaction limits with APIndia Biotech Private Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11002425	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		11002425	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	9271690	438106	4.7252	438059	47	99.9893	0.0107
	Poll		995960	10.7419	995960	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9271690	1434066	15.4671	1434019	47	99.9967
Total		20274115	1434066	7.0734	1434019	47	99.9967	0.0033

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	Textual Information(1)

Text Block

Textual Information(1)

Promoter/promoter group interested in the agenda/resolution who voted through e-voting declared Invalid by Scrutinizer: 379650 votes

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To ratify material related party transaction limits with APIndia Biotech Private Limited for FY 2023-2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11002425	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		11002425	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	9271690	438106	4.7252	438034	72	99.9836	0.0164
	Poll		995960	10.7419	995960	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9271690	1434066	15.4671	1433994	72	99.995
Total		20274115	1434066	7.0734	1433994	72	99.995	0.005

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	Textual Information(1)

Text Block

Textual Information(1)

promoter/promoter group interested in the agenda/resolution who voted through e-voting declared Invalid by Scrutinizer: 379650 votes

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the remuneration of M/s M.P. Turakhia & Associates, Cost Auditor of the company to conduct the audit of the cost records of the company for its financial year ended 31st March, 2025, amounting to Rs. 1,40,000/- plus Goods and Service Tax and reimbursement of out of pocket expenses be ratified.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11002425	6275730	57.0395	6275730	0	100	0
	Poll		4726695	42.9605	4726695	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11002425	11002425	100	11002425	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	9271690	501106	5.4047	501078	28	99.9944	0.0056
	Poll		995960	10.7419	995960	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	9271690	1497066	16.1466	1497038	28	99.9981	0.0019
	Total	20274115	12499491	61.6525	12499463	28	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

f	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Neelesh Gupta & Co.

COMPANY SECRETARIES

Scrutinizer Report

[Pursuant to section 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairperson
AGRO PHOS (INDIA) LIMITED,
M-87, Trade Centre 18 M, South Tukoganj
Indore (MP) 452001 India

Dear Sir,

Sub: Consolidated report of Scrutinizer on results of voting by way of e-Voting and voting by Poll at the 22nd Annual General Meeting of Agro Phos (India) Limited held on 27th day of September, 2024.

I, Neelesh Gupta, Practicing Company Secretary having Membership No. 6381 and CP No. 6846, was appointed by the Chairman of the meeting as Scrutinizer pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the e- voting and Voting by poll for the 22nd Annual General Meeting held on Friday 27th September, 2024 at 12:30 P.M. at Hotel Rasa Royal situated at 93-B, WB Scheme No. 94, Near Bombay Hospital, Vijay Nagar, Indore (MP) 452010 in a fair and transparent manner and ascertaining the requisite majority on e- voting, and voting by poll at the venue out as per the provision of Companies Act, 2013 on the below mentioned resolution. We submit our report as under:

1. The E-Voting Period remained open from Wednesday 24th September 2024 (09.00 A.M.) to Thursday, 26th September, 2024 (05.00 P.M.).
2. The Shareholders holding shares either in physical form or dematerialized form as whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories on Friday, 20th September, 2024 (Cut-off date) as received from National Securities Depository Limited (NSDL) were entitled to vote on the proposed Resolution as set out in the Notice of Annual General Meeting dated 03rd September, 2024.



111, 1st Floor, Ratanmani Complex, 7/1, New Palasia, Indore (M.P.) 452 001
Tel : 0731-4040060 Mobile : 98269-41425
Email : neeshcs2004@yahoo.co.in

3. The Votes were unblocked on 27th September, 2024 after 4 PM in the presence of two witnesses, Ms. Anjali Gandhi and Ms. Sakshi Jain who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signatures Pandhi.....

Name Anjali Gandhi

Signatures Jain.....

Name Sakshi Jain

4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were -downloaded from the e-voting website of the NSDL(www.evoting.nsdl.com).

5. I have scrutinized the votes casted through electronic means and through poll process for the purpose of this report.

6. The particulars of all the votes casted through e-voting process and votes cast at the venue have been recorded in a register separately maintained for the purpose.

7. The results of the voting is as under:

Resolution 1:- Ordinary Resolution-To receive, consider and adopt the audited financial Statements (Standalone and Consolidated) comprising Balance Sheet, statements of profit and Loss statements, cash flow statements for the financial year ended 31st March 2024 together with director and Auditor report thereon.

Particulars	Remote E-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	43	6776811	19	5722655	62	12499466	99.99
Dissent	01	25	0	0	01	25	0.01
Invalid	0	0	0	0	0	0	0.00
Total	44	6776836	19	5722655	63	12499491	100

Resolution 2:-Ordinary Resolution-To appoint Director in place of Mr. Raj Kumar Gupta (DIN:00244925) who retire by rotation and, being eligible offer himself for re- appointment.

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	32	1051602	15	3195520	47	4247122	99.97
Dissent	04	1429	0	0	04	1429	0.03
Invalid	0	0	0	0	0	0	0.00
Total	36	1053031	15	3195520	51	4248551	100



Resolution 3:-Ordinary Resolution- To appoint Ms. Shweta Bhamare (DIN: 10499418) as an Independent Director of company

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	40	6775407	19	5722655	59	12498062	99.99
Dissent	04	1429	0	0	04	1429	0.01
Invalid	0	0	0	0	0	0	0.00
Total	44	6776836	19	5722655	63	12499491	100

Resolution 4:-Ordinary Resolution-To appoint Mr. Mahesh Kumar Agarwal (DIN: 07609432) as an Independent Director of company

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	40	6775407	19	5722655	59	12498062	99.99
Dissent	04	1429	0	0	04	1429	0.01
Invalid	0	0	0	0	0	0	0.00
Total	44	6776836	19	5722655	63	12499491	100

Resolution 5:-To approve continuation of directorship of Mr. Abhishek Kalekar (DIN:07758751), as Non-Executive Director in terms of Regulation 17 (1D) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	39	6775207	18	5572655	57	12347862	99.99
Dissent	05	1629	0	0	05	1629	0.01
Invalid	0	0	0	0	0	0	0.00
Total	44	6776836	18	5572655	62	12349491	100

Resolution 6:-To approve material related party transaction limits with APIndia Biotech Private Limited:

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	438034	10	995960	40	1433994	79.065
Dissent	03	47	0	0	03	47	00.003
Invalid	04	379650	0	0	04	379650	20.932
Total	37	817756	10	995960	47	1433716	100



Resolution 7:-To ratify material related party transaction limits with APIIndia Biotech Private Limited for FY 2023-2024:

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	438034	10	995960	40	1433994	79.064
Dissent	04	72	0	0	04	72	00.004
Invalid	04	379650	0	0	04	379650	20.932
Total	38	817756	10	995960	48	1813716	100

Resolution 8:-Ordinary Resolution- To approve the remuneration of M/s M.P. Turakhia & Associates, Cost Auditor of the company to conduct the audit of the cost records of the company for its financial year ended 31st March, 2025, amounting to Rs. 1,40,000/- plus Goods and Service Tax and reimbursement of out of pocket expenses be ratified.

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	42	6776808	19	5722655	61	12499463	99.99
Dissent	02	28	0	0	02	28	0.01
Invalid	0	0	0	0	0	0	0.00
Total	44	6776836	19	5722655	63	12499491	100

8. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes and the same are handed over to the Company Secretary for safe keeping.

Thanking you

Yours Faithfully

**FOR NEELESH GUPTA & CO.,
COMPANY SECRETARIES**



NEELESH GUPTA
Proprietor
Mem No. FCS 6381
C. P. No. : 6846
UDIN: F006381F001374176
Date:30/09/2024


To be Counter signed by Chairperson

