

# Sharda Cropchem Limited

Tel. : +91 22 66782800  
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E-mail : office@shardaintl.com  
Regd. Office : Prime Business Park, Dashrathlal Joshi Road, Vile Parle (W),  
Mumbai - 400056, India.  
www.shardacropchem.com



ISO 9001: 2015 Reg. No: 702949  
CJN: L51909MH2004PLC145007



9<sup>th</sup> August, 2024

To,

<b>National Stock Exchange of India Limited</b> Exchange Plaza, 5th Floor, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051  <b>Trading Symbol: SHARDACROP</b>	<b>BSE Limited</b> Phiroze Jeejeebhoi Tower, Dalal Street, Mumbai – 400 001  <b>Scrip Code: 538666</b>
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Dear Sir/Madam,

**Sub: Outcome of the 21<sup>st</sup> Annual General Meeting of M/s. Sharda Cropchem Limited ('Company') pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We are pleased to inform you that the 21<sup>st</sup> Annual General Meeting ('AGM') of the Members of the Company was held on Friday, 9<sup>th</sup> August, 2024 at 01:00 p.m. IST through Video Conferencing / Other Audio Video Means.

Enclosed herewith please find the proceedings of the AGM pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking you.

Yours Sincerely,

**FOR SHARDA CROPCHEM LIMITED**

**JETKIN  
NAVINCHAND  
RA GUDHKA**

Digitally signed by JETKIN NAVINCHANDRA GUDHKA  
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pkcsudonym=529320211027140418559,  
2.5.4.20=2eaf78b12075e599a8a6cedda14346872a7773c48  
c734ff55fba6c4ef432021,  
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NAVINCHANDRA GUDHKA  
Date: 2024.08.09 18:44:53 +05'30'

**Jetkin Gudhka  
Company Secretary &  
Compliance Officer**

Encl: As above

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## PROCEEDINGS OF THE 21<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY

The 21<sup>st</sup> Annual General Meeting of the members of M/s. Sharda Cropchem Limited ("Company") was held on Friday, 9<sup>th</sup> August, 2024 at 01:00 p.m. IST through Video Conferencing / Other Audio Visual Means (VC / OAVM).

### Meeting details are as follows:

<b>Meeting Day</b>	Friday
<b>Date</b>	9 <sup>th</sup> August, 2024
<b>Time</b>	01:00 p.m. IST
<b>Conclusion Time</b>	01.56 p.m. IST
<b>Venue</b>	Since this meeting was held through VC / OAVM, deemed venue of the meeting is Registered Office of the Company
<b>Total no. of shareholders as on cut-off date (02<sup>nd</sup> August, 2024)</b>	50,849
<b>Total no. of shareholders attended the meeting through VC / OAVM</b>	50
<b>Total no. of shareholders attended the meeting through proxy</b>	Since this AGM was held through VC / OAVM, the facility to appoint proxy to attend and cast vote for the members was not available for this AGM.
<b>Quorum</b>	The requisite quorum as required under Section 103 of the Companies Act, 2013 was present.

### Director's Present:

<b>Name of the Director</b>	<b>Designation</b>	<b>Location</b>
Mr. Ramprakash V. Bubna	Chairman & Managing Director	Joined through VC from Mumbai
Mrs. Sharda R. Bubna	Whole-Time Director	Joined through VC from Mumbai
Ms. Sonal Desai	Independent Director	Joined through VC from Mumbai
Mr. H. S. Upendra Kamath	Independent Director	Joined through VC from Bangalore
Mr. Vinod Kumar Kathuria	Independent Director	Joined through VC from Mumbai
Mr. Shalin S. Divatia	Independent Director	Joined through VC from Mumbai
Mr. Ashish R. Bubna	Whole-Time Director	Joined through VC from Mumbai
Mr. Manish R. Bubna	Whole-Time Director	Joined through VC from China

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## **Key Managerial Personnel's Present:**

Name of the KMP	Designation	Location
Mr. Shailesh A. Mehendale	Chief Financial Officer	Joined through VC from Mumbai
Mr. Jetkin Gudhka	Company Secretary & Compliance Officer	Joined through VC from Mumbai

## **Auditor's Present:**

Name of the firm	Name & Designation	Location
M/s. B S R & Co. LLP (Statutory Auditors)	Mr. Burjis Pardiwala – Partner	Joined through VC from Mumbai
M/s. B S R & Co. LLP (Statutory Auditors)	Mr. Sanket Shinde – Manager	Joined through VC from Mumbai
M/s. KJB & CO LLP (Secretarial Auditors)	Mr. Alpesh Panchal – Partner	Joined through VC from Baroda
M/s. KJB & CO LLP (Secretarial Auditors)	Ms. Palmi Shah – Consultant	Joined through VC from Mumbai

The Company Secretary welcomed all the Members present through VC / OAVM. He informed the members that the Company arranged, for the Members, a facility to join the meeting through video conference and other audio visual means via KFin Technologies Limited, its Registrar, which is in compliance with the directions of Ministry of Corporate Affairs & SEBI as amended from time to time, without the physical presence of the Members at the common venue.

He informed the Members about some basic instructions with respect to the participation at the AGM through VC.

Thereafter, the Chairman took the chair.

The Chairman welcomed all the members present in the meeting and as the requisite quorum was present, he commenced the meeting. He further introduced Directors, Key Managerial Personnel and representatives of Statutory Auditors & Secretarial Auditors, who attended this meeting, one by one.

He also informed that the Chairperson of the Audit Committee, Nomination & Remuneration Committee and the Chairman of the Stakeholder's Relationship Committee and representatives of the Statutory Auditors and the Secretarial Auditors were present at the meeting.

Thereafter, the Chairman addressed the members and discussed the financial performance of the Company during FY 2023-24. He further informed the members that the Annual Report for FY 2023-24 and the Notice of the AGM was send to the members, electronically, on 9<sup>th</sup> July, 2024 and the same was also available on the website of Company, Registrar and Stock Exchanges simultaneously.

Thereafter, the Chairman took the notice as read.

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The Chairman informed that there were no adverse observations / qualifications in the Statutory Auditor's report for FY 2023-24. Also, there were no major qualifications in the Secretarial Audit Report for FY 2023-24, except the same mentioned in Board Report.

Thereafter, the Chairman took the Statutory Audit Report and the Secretarial Audit Report as read.

He further informed that the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. The statutory registers under the Companies Act, 2013 and other documents and certificates as referred in the Notice of the AGM and Annual Report were made available in the electronic form during the AGM.

He then took Agenda of the Meeting:

## **ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, together with the reports of the Board of Directors and the Auditors thereon.**

The following resolution was passed as an Ordinary Resolution:

"RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the reports of the Board of Directors and Auditor thereon laid before this meeting, be and are hereby considered and adopted."

- 2. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, together with the report of the Auditors thereon.**

The following resolution was passed as an Ordinary Resolution:

"RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 and report of the Auditor thereon as laid before this Meeting, be and are hereby considered and adopted."

- 3. To declare a dividend on equity shares of the Company for the financial year 2023-24.**

The following resolution was passed as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 123 (3) of Companies Act, 2013 and rules made thereunder, the Shareholders approves dividend at the rate of Rs. 3.00 per equity share for the FY 2023-24.

He then requested Ms. Sonal Desai, Chairperson of the Audit Committee to take the Chair for Agenda No. 4, as he was an interested party for Agenda No. 4.

Ms. Sonal Desai took Agenda No. 4 of the Meeting.

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**4. To appoint a Director in place of Mrs. Sharda R. Bubna (DIN: 00136760), who retires by rotation and being eligible, offers herself for re-appointment.**

The following resolution was passed as an Ordinary Resolution:

“RESOLVED THAT Mrs. Sharda R. Bubna (DIN: 00136760), who retires by rotation from the Board of Directors pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company and being eligible offers herself for re-appointment, be and is hereby re-appointed as the Director of the Company.”

Mr. Ramprakash V. Bubna took the chair and proceeded with the meeting.

**5. Appointment of Mr. H. S. Upendra Kamath (DIN: 02648119) as a Non-Executive Independent Director of the Company**

The following resolution was passed as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 & other applicable provisions, if any, of the Companies Act, 2013 (the Act) & the Rules made thereunder read with schedule IV of the said Act & Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 (LODR Regulations) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the provisions of the Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee & Audit Committee, the Board of Directors had appointed Mr. H. S. Upendra Kamath (DIN: 02648119), as an Additional Director in the capacity of Non-Executive and Independent Director of the Company with effect from 10th May, 2024 and who holds office up to the date of this Annual General Meeting and who meets the criteria for Independence under Section 149(6) of the Act & Rules made thereunder & Regulation 16(1)(b) of the LODR Regulation and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company for a period of 5 (Five) years commencing from 10th May, 2024 to 9th May, 2029, and he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company, be and is hereby authorised to do all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms, agreements with the Registrar of Companies, Mumbai in order to give effect of the above resolution.”

**6. Appointment of Mr. Vinod Kumar Kathuria (DIN: 06662559) as a Non-Executive Independent Director of the Company**

The following resolution was passed as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 & other applicable provisions, if any, of the Companies Act, 2013 (the Act) & the Rules made thereunder read with schedule IV of the said Act & Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 (LODR Regulations)

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(including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the provisions of the Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee & Audit Committee, the Board of Directors had appointed Mr. Vinod Kumar Kathuria (DIN: 06662559), as an Additional Director in the capacity of Non-Executive and Independent Director of the Company with effect from 10th May, 2024 and who holds office up to the date of this Annual General Meeting and who meets the criteria for Independence under Section 149(6) of the Act & Rules made thereunder & Regulation 16(1)(b) of the LODR Regulation and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company for a period of 5 (Five) years commencing from 10th May, 2024 to 9th May, 2029, and he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company, be and is hereby authorised to do all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms, agreements with the Registrar of Companies, Mumbai in order to give effect of the above resolution.”

## 7. Appointment of Mr. Shalin S. Divatia (DIN: 00749517) as a Non-Executive Independent Director of the Company

The following resolution was passed as an Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 & other applicable provisions, if any, of the Companies Act, 2013 (the Act) & the Rules made thereunder read with schedule IV of the said Act & Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 (LODR Regulations) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the provisions of the Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee & Audit Committee, the Board of Directors had appointed Mr. Shalin S. Divatia (DIN: 00749517), as an Additional Director in the capacity of Non-Executive and Independent Director of the Company with effect from 10th May, 2024 and who holds office up to the date of this Annual General Meeting and who meets the criteria for Independence under Section 149(6) of the Act & Rules made thereunder & Regulation 16(1)(b) of the LODR Regulation and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company for a period of 5 (Five) years commencing from 10th May, 2024 to 9th May, 2029, and he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company, be and is hereby authorised to do all such deeds, acts, matters and things necessary to give effect to the above resolution including signing and filing the necessary forms, agreements with the Registrar of Companies, Mumbai in order to give effect of the above resolution.”

The Chairman requested the Company Secretary to proceed with Questions & Answers.

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The Company Secretary then invited the members who had registered themselves as speakers to ask questions or express their views. The members who had registered as speakers expressed their views and raised a few questions. The Chairman responded to the questions raised by the speakers.

The Company Secretary then informed the members, that the Company, in accordance with the Act and the Listing Regulations, had provided facility to members holding shares as on Friday, 2<sup>nd</sup> August, 2024 ("the Cut-off Date") to exercise their votes on the items of business given in the Notice through remote e-voting provided by KFin Technologies Limited (Registrar). The remote e-voting period opened on Monday, 5<sup>th</sup> August, 2024 at 9.00 A.M. (IST) and concluded on Thursday, 8<sup>th</sup> August, 2024 at 5.00 P.M. (IST). He also informed the Shareholders about the availability of e-voting system during the AGM for those members present in the meeting and have not cast their votes through remote e-voting.

He then informed about the appointment of Mr. Alpesh Panchal, from M/s. K J B & CO LLP, Practicing Company Secretaries, Mumbai as the scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner.

The Company Secretary also announced that the voting results for the aforesaid resolutions would be declared within 2 working days of the conclusion of the AGM on receipt of the Scrutinizer's report and the Results / Scrutinizer's report will be placed on the Company's website and on the website of the Stock Exchanges.

He also instructed that the e-voting window shall remain open for another 15 minutes and thereafter the e-voting at the AGM shall be disabled by the scrutinizer. Upon completion of e-voting, the proceedings of the AGM shall stand concluded.

The Company Secretary then requested the Chairman to conclude the meeting.

The Chairman thanked the Members for attending and participating in the Meeting and there being no other business, declared the proceedings to be closed. The 21<sup>st</sup> Annual General Meeting was concluded at 01.56 pm.

After conclusion of the Annual General Meeting, the Scrutinizer took the custody of voting process.

The results of remote e-voting and e-voting during the AGM along with the scrutinizers report shall be disseminated to the stock exchanges separately.

## FOR SHARDA CROP CHEM LIMITED

JETKIN  
NAVINCHAN  
DRA GUDHKA

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6ae55be27537a86453bde15,  
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2.5.4.20=cad7f807c79e594a86cedda1434b872a773c48c734ff  
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**JETKIN N. GUDHKA**  
**COMPANY SECRETARY &**  
**COMPLIANCE OFFICER**