

PARADEEP PHOSPHATES LIMITED

Proceedings for the 41st Annual General Meeting of the Members of the Company to be held on Tuesday, September 26, 2023 at 3.00 P.M through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

By 2:45 P.M., the Directors and other Invitees will join to the meeting through the meeting link.

Moderator:

Dear shareholders, good afternoon and a warm welcome to the 41st Annual General Meeting of PARADEEP PHOSPHATES LIMITED. As a reminder, for the smooth conduct of the meeting, the members will be in the mute mode and audio and video will be enabled when they are called upon to speak at the AGM as per the pre-registration. The members who have not voted through remote e-voting can cast their vote during the AGM and 15 minutes thereafter by way of e-voting available on the CDSL platform. The statutory registers are available during the AGM for inspection at the Company’s website. Please note that as per the requirements, the proceedings of the annual general meeting will be recorded and available on the website of the company

I now hand over the proceedings to Mr. Sachin Patil, Company Secretary of PARADEEP PHOSPHATES LIMITED. Over to you Sir

Sachin Patil

Thank you, Moderator:

Dear Shareholders, Good afternoon

I Sachin Patil, Company Secretary of the Company welcome all the members to the Annual General Meeting of your Company which is being held through video conferencing in compliance with circulars issued by the Ministry of Corporate Affairs and the Securities & Exchange Board of India. The company has taken all necessary steps to ensure that shareholders are provided with an opportunity to participate in this AGM through video conferencing.

As the requisite quorum is present with us, we have our Chairman, Mr. Saroj Kumar Poddar, who would chair this Annual General Meeting. On behalf of you all, I welcome Chairman sir and request Sir to conduct the proceedings of the meeting. Thank you.

(Mr. Saroj Kumar Poddar CHAIRMAN to say)

Distinguished shareholders namaste and good afternoon to all of you.

It is my absolute pleasure and privilege as your chairman to welcome all of you to the 41st Annual General Meeting of your Company, Paradeep Phosphates Limited.

As the requisite quorum is present. I now call the meeting to order. As per the circulars issued by the Ministry of Corporate Affairs and SEBI, this meeting is held through Video Conferencing.

Before we start the proceedings of the meeting, let me introduce my colleagues on the Board of Directors.

- Mr. N Suresh Krishnan, Managing Director & CEO
- Mr. Dipankar Chatterji, Independent Director and Chairperson of the Audit Committee
- Mr. Satyananda Mishra, Independent Director and Chairman of Nomination & Remuneration and Stakeholders' Relationship Committee.
- Mrs. Rita Menon, Independent Director and member of Nomination & Remuneration, Stakeholders' Relationship and CSR Committee.
- Mr. Subhrakant Panda, Independent Director
- Mr. Soual Mohamed, Non- Executive Director

Along with us, we also have Mr. Bijoy Biswal Chief Financial Officer, Mr. Sachin Patil Company Secretary and the representatives of Statutory Auditors and Secretarial Auditor present at this meeting.

Before we begin with formal agenda, I would like to request Mr. N Suresh Krishnan, Managing Director to give overview of Company's performance during 2022-23.

(Mr. N Suresh Krishnan to give overview of Company's performance)

(After MD concludes on overview of Company's performance, Mr. Saroj Kumar Poddar CHAIRMAN to say)

We will now proceed with formal agenda of the meeting.

The notice convening this AGM along with copy of the Annual Report were circulated to the members electronically. With your permission, we shall take them as read.

I would also like to mention that pursuant to the provisions of the Companies Act, 2013 it is mandatory to provide remote e-voting facility to the members to exercise their votes. Accordingly, the Company had provided remote e-voting facility which began at 10.00 AM on September 22, 2023 and ended at 5.00 PM on September 25, 2023. For those who are participating in this meeting through VC and have not casted their vote through remote e-voting are eligible to vote through e-Voting system made available on the e-voting platform of CDSL. Since all the resolutions are already put for remote e-voting, the resolutions are not required to be proposed and seconded.

We now take up the agenda items set forth in the notice namely:

Agenda Item No. 1 (a) & (b) – To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, and the report of Auditors thereon

Agenda Item No. 2 - To declare a final dividend on Equity Shares for the Financial Year ended March 31, 2023.

Next Item on the agenda pertains to my own reappointment. I request Mr. N Suresh Krishnan, Managing Director to Chair the meeting for this item.

(Mr. Krishnan, to say)

Agenda Item No. 3 - is to appoint a director in place of Mr. Saroj Kumar Poddar who retires by rotation and being eligible offers himself for re-appointment as a director liable to retire by rotation.

I request Mr. S K Poddar to Chair remaining part of this meeting.

(Mr. S K Poddar, CHAIRMAN to say)

We will now move to the **Special Business** on the Agenda.

Agenda Item No. 4 is for ratification of payment of remuneration to Cost Auditor.

Agenda Item No. 5 is for Approval of Material Related Party Transaction(s) with related parties.

Agenda Item No. 6 is Appointment of Mrs. Rita Menon as an Independent Director.

The next item on the agenda is **Item No. 7** is re-appointment of Mr. Satyananda Mishra as an Independent Director of the Company and continuation of directorship after attaining the age of 75 years.

The text of the resolutions along with explanatory statements is provided in the notice circulated to the Members.

The Members who have registered as speakers and desire to ask any questions pertaining to any items of the notice he or she may do so now. Members are requested to keep their questions brief and specific. The moderator will facilitate the questions on the video feature. To avoid repetition the answers to all the questions will be provided towards the end.

Now the moderator will announce the names of the speaker-shareholders, I request the moderator to unmute the speaker one by one.

Moderator:

Thank you very much, sir.

Ladies and gentlemen, we will now begin the question-and-answer session.

I now invite our first speaker member, Mr. Yusuf Yunus Rangwala to please accept the prompt on your screen, unmute your audio and video, and ask your question.

May I first request **Mr. Yusuf Yunus Rangwala** to speak?

(CDSL to enable voice only to Mr. Yusuf Yunus Rangwala to enable him to speak)

May I now request **Mr. Manoj Kumar Gupta** to speak?

(CDSL to enable voice only to Mr. Manoj Kumar Gupta to enable him to speak)

May I now request **Mr. Ayush Gupta** to speak?

(CDSL to enable voice only to Mr. Ayush Gupta to enable him to speak)

(Mr. Krishnan, MD to respond the shareholders queries.)

(After replies to the RELEVANT questions, Mr. S K Poddar CHAIRMAN to say)

May I now request who have not casted their votes by remote e-voting, to cast your votes electronically now. I appoint, Mr. Shivaram Bhat, Practicing Company Secretary as the Scrutinizer who was appointed as Scrutinizer for remote e-voting also. Time period of 15 minutes would be available for casting your votes electronically at this meeting after which the meeting will stand closed.

The Scrutinizer shall submit consolidated report of the total votes cast to Mr. N Suresh Krishnan, Managing Director or Mr. Sachin Patil, Company Secretary who shall declare the results immediately after receipt of the consolidated report from the Scrutinizer. The results of the voting will be announced within 2 working days of conclusion of the AGM.

So, with that, I once again want to thank all of you for joining this AGM. And also, thank all my fellow Directors for being there today. With this, I would like to conclude the proceedings of this AGM and wish you all well and very healthy year ahead. Thank you so much.

Moderator:

Thank you very much, sir. Dear members, as instructed by the Scrutinizers, request all the members participating in the AGM and who have not yet casted their vote to cast their vote in the remaining period of 15 minutes. Thank you