NOTICE OF ANNUAL GENERAL MEETING

THE FERTILISER ASSOCIATION OF INDIA

(Company Limited by Guarantee)
Licensed Under Section 26 of the Indian Companies Act, 1913
corresponding to Section 8 of the Companies Act 2013:
Regd. Office: FAI House, 10, Shaheed Jit Singh Marg, New Delhi 110067, INDIA
CIN: U85300DL 1955NPL002999
Phone No.: 011-46005204, 011-46005200, Email: secy@faidelhi.org, website: www.faidelhi.org

Notice is hereby given that pursuant to the provisions of the Companies Act, 2013 and MCA circulars dated 05.05.2020 read with other circulars dated 08.04.2020, 13.04.2020, 31.12.2020, 13.1.2021, 05.05.2022, 28.12.2022 and circular No.03/2025 dated September 22, 2025, the Company is intending to conduct the 71st Annual General Meeting (AGM) of the Members of The Fertiliser Association of India (FAI) on Wednesday, the 30th September, 2026 at 3.30 pm through Video Conference (VC)/Other Audio Visual Means (OAVM) in accordance with the provisions of aforesaid circulars to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Association including the Balance Sheet as at the 31st March, 2026 and Income and Expenditure Account for the financial year ended on the 31st March, 2026 and the Report of the Board of Directors and Auditors thereon.

2. To Re-appoint Directors of the Association:

   In accordance with Section 149, 152 and any other applicable provisions of Companies Act, 2013 and Article 83 of the Articles of Association of FAI, the following Directors retire by rotation and being eligible and qualified offer themselves for re-appointment in accordance with Article 85 of the Articles of Association of FAI except the Director in Sl No (vii) below:

   (i) Mr.S.Sankarasubramanian (DIN: 01592772) representative of M/s Coromandel International Limited (CIL), to represent the interests of nitrogenous and complex fertiliser manufacturers, liable to retire by rotation.

   (ii) Mr. S. P. Mohanty (DIN: 05336787) representative of M/s Hindustan Urvarak & Rasayan Limited (HURL), to represent the interests of nitrogenous and complex fertiliser manufacturers, liable to retire by rotation.

   (iii) Mr. Vinoo Mehta (DIN: 07016926) representative of M/s DCM Shriram Ltd, to represent the interests of nitrogenous and complex fertiliser manufacturers, liable to retire by rotation.

   (iv) Shri Shailesh Khaitan (DIN: 00041247) representative of M/s *Khaitan* Chemicals & *Fertilizers* Limited. (KCFL) to represent the interests of super phosphate manufacturers, liable to retire by rotation.

   . (v) Mr. Challa Narasimha Reddy, (DIN: 02466228) reprehensive of M/s Jubilant Agri and Consumer Products Limited. (JACPL) to represent the interests of super phosphate manufacturers, liable to retire by rotation.

   (vi) Shri R. K. Chopra, (DIN: 06969911) representative of M/s Kribhco Fertilizers Limited (KFL) to represent the interests of nitrogenous and complex fertiliser manufacturers, liable to retire by rotation.

   (vii) Mr. Akshay Poddar, (DIN: 00008686) representative of M/s Zuari Agro Chemicals Limited. (ZACL) to represent the interests of nitrogenous and complex fertiliser manufacturers, liable to retire by rotation.

SPECIAL BUSINESS

3.Regularization of Directors appointed by the Board

   (i) To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Mr. S.S. Yadav (DIN: 07022181) representing M/s Krishak Bharati Cooperative Limited (KRIBHCO), who was appointed by the Board of Directors of FAI on 31 October 2025, as an Additional Director and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director, liable to retire by rotation, to represent the interest of nitrogenous and complex fertiliser manufacturers".

   (ii) To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Mr. Mohan Raj Shetty (DIN: 11068203), representing M/s Brahmaputra Valley Fertilizer Corporation Limited (BVFCL). who was appointed by the Board of Directors of FAI on 31 October 2025, as an Additional Director and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director, liable to retire by rotation, to represent the interest of nitrogenous and complex fertiliser manufacturers".

iii) To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Mr. K.J. Patel (DIN: 11249450), representing M/s Indian Farmers Fertiliser Cooperative Limited (IFFCO), who was appointed by the Board of Directors of FAI on 9 September 2026, as an Additional Director and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director, liable to retire by rotation, to represent the interest of nitrogenous and complex fertiliser manufacturers".

iv) To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Mr. S.V. Varma (DIN:08589717), representing M/s Indian Potash Limited (IPL), who was appointed by the Board of Directors of FAI on 9 September 2026, as an Additional Director and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director, liable to retire by rotation, to represent the interest of potassic fertilisers.

v) To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Mr. S. Sakthimani (DIN: 07482308), representing M/s The Fertilisers And Chemicals Travancore Ltd. (FACT), who was appointed by the Board of Directors of FAI on 22 May 2026, as an Additional Director and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director, liable to retire by rotation, to represent the interest of nitrogenous and complex fertiliser manufacturers"

vi) To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder, Dr. Rajender Kumar, IAS (DIN: 07161855), representing M/s Gujarat State Fertilizers and Chemicals Limited (GSFC), who was appointed by the Board of Directors of FAI on 9 September 2026, as an Additional Director and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director, liable to retire by rotation, to represent the interest of nitrogenous and complex fertiliser manufacturers

4. **a)** Assessment of dues for the year 1st April, 2027 to 31st March, 2028

Sl.No.	Member Category	Proposed fees
(i)	Associate Members	INR 30,000/-*
(ii)	Overseas Associate Members	US$ 2000/-*
(iii)	Technical & Professional Associate Associate Members	INR 1000/-*
	*Plus applicable GST.	

b) To consider and adopt the Revised Budget of the Association for the year 1st April, 2026 to 31st March, 2027.

By Order of the Board
Sd/-
D. Ramakrishnan
Secretary

New Delhi
Dated: 14th September, 2026

NOTES:

1. The Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to Special Business listed in items 3 & 4 of the Notice is annexed hereto and forms part of this Notice.

2. In terms of Ministry of Corporate Affairs ("MCA") Circular No. 20/2020 dated 5th May, 2020 read with Circulars dated 08.04.2020, 13.04.2020, 31.12.2020, 13.1.2021, 05.05.2022 and 28.12. 2022 and circular No.03/2025 dated September 22, 2025, physical presence of the Members at common venue of Annual General Meeting (AGM) is not mandatory and being conducted through Video Conference ("VC"). The deemed venue for the AGM shall be the Registered Office of the Company.

3. The Members are hereby informed that pursuant to the problems in the postal services in the Country and in compliance with the aforementioned

circulars, the notices of virtual AGM shall be sent to all the members through email who have registered the same with the Company. Please note that members who do not register their email addresses shall not be able to receive notice of AGM and hence shall not be able to participate in the Meeting. The Notice of AGM, Auditors Report, Audited Balance Sheet, Income & Expenditure A/C for the year 2025-26 and Revised Budget for the year 2026-27 are also be available on the website of the Company at www.faidelhi.org and by clicking the documents name given in the email.

4. In order to enable the Company to comply with MCA circulars issued for holding AGM via VC and to participate in the green initiative in Corporate Governance the members who have not yet registered their e-mail ids with the Company may contact at Mobile No. 9871383782, on secy@faidelhi.org or 011-46005204 for registering their e-mail ids.

5. Since the ensuing AGM is being held pursuant to the MCA Circulars through VC which does not require physical attendance of Members at the AGM, the facility to appoint proxy by the Members will not be available for this AGM and therefore, Proxy Form and Attendance Slip are not annexed to this Notice.

6. Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. Corporate Members are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization, etc. authorizing its representative to attend the AGM through VC on its behalf and to vote there at by show of hands. The said Resolution/ Authorization shall be sent by e-mail to the Company at secy@faidelhi.org.

8. Members may send their questions in advance mentioning their name, email id, mobile number and Membership details. The same will be replied by the company suitably.

9. Relevant documents referred to in this Notice are available for inspection electronically without any fee by the Members on all business days (except Saturday, Sunday and Public Holidays) upto the date of AGM. The details of Directors maintained under Section 170 of the Act and the Register of Contracts and Arrangements, in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection electronically by the members during the AGM. Members seeking to inspect such documents may send request from their email id registered with the Company to the Company at secy@faidelhi.org.

10. Since the AGM will be held through VC/OAVM, the route map is not annexed with the Notice.

11. Voting at AGM:

    Every Active Member present in the Meeting shall have one vote by show of hands. The Company shall be providing the facility of voting through Show of Hands during the meeting as provided by the Articles of Association of FAI. The members shall raise their hand when the Chairman requests the member for vote on the particular business.

12. Associate Members, Overseas Associate Members, Technical and Professional Associate Members shall not be entitled to any voting rights but shall be entitled to receive notice and to be present at the Meeting of the Association.

PROCEDURE FOR JOINING THE AGM THROUGH VC THROUGH ZOOM:

1. The Company is providing VC/OAVM facility to its Members for participating at the AGM.

a) Members will be able to attend the AGM through VC at the link

   https://zoom.us/j/99226269432?pwd=hahemY4n7YNVAorksbCNSTS69tyOuG.1

   Go to the email in which the link is received and click the link given in your email and join the Meeting by giving i) Your Name with Company's Name and ii) Email id.

b) Facility to join the meeting shall be opened 30 minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.

c) Members who need assistance before or during the AGM can contact Mr. Kuldeep Sati, at email id; stat@faidelhi.org. or call at 9818862585/Mr. Ajay Kumar at his Mobile No. 9350006750/ Mr. Ajendra Bhargav at email: it@faidelhi.org or Call 7042400122.

d) Members who would like to express their views or ask questions during the AGM may do so by sending their queries on e-mail id of company secy@faidelhi.org.

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