



Khaifan CHEMICALS AND FERTILIZERS LTD.

CIN : L24219MP1982PLC004937

Apollo Arcade, 3rd Floor, 1/2, Old Palasia, INDORE - 452018 (M.P.) Phone : 4753666
Fax : 0731-4753655, E-mail : khaitanind@gmail.com, Website : www.khaitanchemfert.com

KCFL/2021/

July 7, 2021

The Manager (DCS),
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

The Manager,
Listing Compliance Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai 400 051

Scrip Code : 507794

Symbol : KHAICHEM

Sub: E-voting Result of Annual General Meeting of the Company held on Wednesday, 7th day of July, 2021

Dear Sir/Ma'am,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith the details of Voting Results (Remote e-voting and e-voting) of 39th Annual General Meeting of the Company held on Wednesday, 7th day of July, 2021 through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The Annual General Meeting of the Company commenced at 1:00 pm and concluded at 1:30 pm.

This is for your information and record.

Thanking you,

Yours faithfully,
for KHAITAN CHEMICALS AND FERTILIZERS LIMITED

CS KAMLESH JOSHI
(Company Secretary & General Manager)



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Voting Results

Date of the Annual General meeting	7th Day of July, 2021
Total number of shareholders on record date	27,246
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through Video Conferencing/ Other Audio-Visual Means.
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	6 36

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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 of the Company for the Financial Year ended 31st March, 2021,				
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	72736169	69964259	96.1891	69964259	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	72736169	69964259	96.1891	69964259	0	100.0000	0.0000
Public- Institutions	E-Voting	1956	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1956	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	24251075	338229	1.3947	338229	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24251075	338229	1.3947	338229	0	100.0000	0.0000
Total		96989200	70302488	72.4849	70302488	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend on the equity shares of the Company for the Financial Year ended 31st March, 2021.				
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	72736169	69964259	96.1891	69964259	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	72736169	69964259	96.1891	69964259	0	100.0000	0.0000
Public- Institutions	E-Voting	1956	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	1956	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	24251075	338229	1.3947	338229	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	24251075	338229	1.3947	338229	0	100.0000	0.0000
Total		96989200	70302488	72.4849	70302488	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Shri Jagdish Lal Jajoo (DIN: 02758763), who retires by rotation and being eligible offers				
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	72736169	69964259	96.1891	69964259	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	72736169	69964259	96.1891	69964259	0	100.0000	0.0000
Public- Institutions	E-Voting	1956	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total	1956	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	24251075	338229	1.3947	337589	640	99.8108	0.1892
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24251075	338229	1.3947	337589	640	99.8108	0.1892
Total		96989200	70302488	72.4849	70301848	640	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratify the Remuneration of the Cost Auditors for the financial year ending March 31, 2022.				
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	72736169	69964259	96.1891	69964259	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	72736169	69964259	96.1891	69964259	0	100.0000	0.0000
Public- Institutions	E-Voting	1956	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1956	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	24251075	338229	1.3947	337589	640	99.8108	0.1892
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24251075	338229	1.3947	337589	640	99.8108	0.1892
Total		96989200	70302488	72.4849	70301848	640	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approve appointment of Shri Utsav Khaitan (DIN: 03021454) as Joint Managing Director (KMP) of the				
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	72736169	67812950	93.2314	67812950	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	72736169	67812950	93.2314	67812950	0	100.0000	0.0000
Public- Institutions	E-Voting	1956	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1956	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	24251075	338229	1.3947	337329	900	99.7339	0.2661
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24251075	338229	1.3947	337329	900	99.7339	0.2661
Total		96989200	68151179	70.2668	68150279	900	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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SCRUTINIZER'S REPORT

(Consolidated on remote e-voting and voting through electronic means)

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting through electronic system provided in terms of circular issued by the Ministry of Corporate Affairs]

To,
The Chairman,
M/s. Khaitan Chemicals and Fertilizers Limited,
CIN: L24219MP1982PLC004937,
A.B. Road, Village- Nimrani,
Khargone (MP) - 4515690

Sub.: Consolidated Scrutinizer's Report on passing of resolutions through remote e-voting and voting through electronic system during the 39th Annual General Meeting of the members of M/s. Khaitan Chemicals and Fertilizers Limited (The Company) held on Wednesday, 07th day of July, 2021.

Dear Sir,

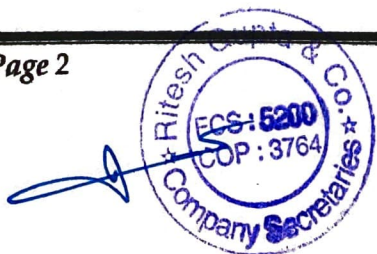
I, Ritesh Gupta, proprietor of Ritesh Gupta & Co., Company Secretaries, Indore, have been appointed as scrutinizer on 12th May, 2021 pursuant to the authority granted by the Board of Directors of M/s. Khaitan Chemicals and Fertilizers Limited, for the purpose of scrutinizing the remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and also scrutinizing voting through electronic system during the 39th Annual General Meeting of the Company held on Wednesday, 07th July, 2021 at 01:00 P.M. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

1. The notice dated 12/05/2021 along with statement setting out material facts under section 102 of the Companies Act, 2013, were sent to those members whose email address are registered with the Company/ depository participant, in compliance with the Circulars issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India No. 14/2020, 17/2020 and



20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 read with SEBI circular dated 12 May 2020 and 15 January 2021 respectively.

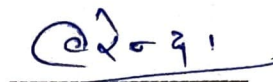
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through remote e-voting and voting through electronic system at the Annual General Meeting for the resolutions proposed in the notice of the 39th Annual General Meeting of the members of the Company. My responsibility as Scrutinizer to scrutinize the remote e-voting process and voting through electronic system at the Annual General Meeting in a fair and transparent manner and also responsible to make a consolidated Scrutinizer's Report of the total votes cast "in favour" or "in against" on the resolutions stated below.
3. The Company has availed the e-voting facility offered by National Securities Depository Limited (hereinafter referred to as "NSDL") for providing remote e-voting and e-voting during the AGM to the members.
4. The members who were on record of the Company as on the "Cut - off" date i.e.; Wednesday, 30th day of June, 2021 were entitled to vote on the resolutions as set out in the notice of the 39th Annual General Meeting of the Company.
5. In accordance with the notice of the 39th Annual General Meeting sent to the members and the 'advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 the remote e-voting opened at 09:00 A.M. on Sunday, 04th day of July, 2021 and remained opened up to 5:00 P.M. on Tuesday, 06th day of July, 2021.
6. At the end of the voting period on Tuesday, 06th day of July, 2021 at 5:00 P.M., the voting portal of the National Securities Depository Limited (NSDL) was blocked forthwith.
7. At the 39th Annual General Meeting, the facility for voting through e-voting system is available for all those members, who attended the meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so.
8. The votes cast through remote e-voting and voting through e-voting system at the Annual General Meeting were unblocked on 07th July, 2021 at 01:54 P.M. after the conclusion of the Annual General Meeting in the presence of two witnesses, Mr.



Nihar Sugandhi and Mr. Virendra Lodhi, who are not in the employment of the Company.



Mr. Nihar Sugandhi



Mr. Virendra Lodhi

9. Based on the data downloaded from the official website of the National Securities Depository Limited (NSDL), the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic system at the 39th Annual General Meeting, the Consolidated Report on the results of voting on each resolution are given hereunder:

The brief analysis of the results of remote e-voting and voting through electronic system are as under:

"VOTING RESULTS"

	Type of Votes	Votes in Favour of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<u>Item No. 1</u> <u>Ordinary Resolution:</u> To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2021 and the Reports of the Board of Directors' and Auditors' thereon.	Remote E-voting	70302488	100%	0	0	0	0
	E-voting at the AGM	0	0	0	0	0	0
	Total	70302488	100%	0	0	0	0

Item No. 2 Ordinary Resolution: To declare Dividend on the equity shares of the company for F.Y. ended 31st March, 2021.	Remote E-voting E-voting at the AGM Total	70302488 0 70302488	100% 0 100%	0 0 0	0 0 0	0 0 0	0 0 0
Item No. 3 Ordinary Resolution: To appoint a director in place of Shri Jagdish Lal Jajoo (DIN: 02758763), who retires by rotation and being eligible, offers himself for re-appointment.	Remote E-voting E-voting at the AGM Total	70301848 0 70301848	99.99 % 0 99.99 %	640.00 0 640.00	0.001 % 0 0.001 %	0 0 0	0 0 0
Item No. 4 Ordinary Resolution: To Ratify the Remuneration of the Cost Auditor for the F.Y. ending 31st March, 2022.	Remote E-voting E-voting at the AGM Total	70301848 0 70301848	99.99 % 0 99.99 %	640.00 0 640.00	0.001 % 0 0.001 %	0 0 0	0 0 0

Item No. 5* Special Resolution:							
To approve appointment of Shri Utsav Khaitan (DIN: 03021454) as Joint Managing Director (KMP) of the company.	Remote E-voting	68150279	99.99 %	900	0.001 %	0	0
	E-voting at the AGM	0	0	0	0	0	0
	Total	68150279	99.99 %	900	0.001 %	0	0

**Vote casted by the related parties in favour of resolution no. 5 has been excluded.*

All the Resolutions under remote e-voting and e-voting at AGM shall be deemed to have been passed with the requisite majority.

I hereby confirm that, I am maintaining the data received from the Service Provider electronically in respect of votes cast through remote e-voting and voting through electronic system by the Members of the Company. I shall be providing these records to you or such other person as authorized by you.

Thanking You.

Issued at Indore dated 07th of July, 2021.

For Ritesh Gupta & Co.
Company Secretaries

Ritesh Gupta
Proprietor

FCS: 5200 | CP: 3764
UDIN: F005200C000589951



Countersigned by:
For M/s. Khaitan Chemicals and Fertilizers Limited
Chairman/Company Secretary