



12th September, 2024

The Manager (DSC/Compliance) BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street Mumbai - 400 001 BSE Scrip Code: 507794	The Manager (Listing/Compliance) National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 001 NSE Symbol: KHAICHEM
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Subject: Proceedings of the 42nd Annual General Meeting (“AGM”) of the Company held on Thursday, September 12th, 2024

Dear Sir/Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and with reference to our intimation dated 20th August, 2024, we hereby wish to inform you that the 42nd Annual General Meeting (‘AGM’) of the Member of the Company was held on Thursday, September 12th, 2024 through Video Conferencing (‘VC’).

Please find enclosed herewith proceedings of the 42nd Annual General Meeting for the financial year 2023-24, in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please note that the result of e-voting as well as remote e-voting will be intimated to you separately upon receipt of Report from Scrutinizer within 2 working days from the conclusion of the Annual General Meeting.

The Annual General Meeting of the Company commence at 1:00 P.M. and concluded at 01.12 P.M.

We request you to kindly take the above information on record.

Yours faithfully,

**For and on behalf of
Khaitan Chemicals and Fertilizers Limited**

**Sejal Maheshwari
Company Secretary and Compliance Officer**



PROCEEDING OF THE 42ND ANNUAL GENERAL MEETING OF THE MEMBERS OF KHAITAN CHEMICALS AND FERTILIZERS LIMITED HELD ON THURSDAY, 12TH SEPTEMBER, 2024 AT 1:00 PM THROUGH VIDEO CONFERENCING ("VC")/OTHER AUDIO VISUAL MEANS ("OVAM") AND CONCLUDED AT 01:12 P.M.

DIRECTORS PRESENT:

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| 1. | Mr. Shailesh Khaitan | Managing Director and Chairman |
| 2. | Mr. Utsav Khaitan | Joint Managing Director |
| 3. | Mr. Jagdishlal Chunilal Jajoo | Whole-Time Director |
| 4. | Mr. Deepak Kumar Khemka | Independent Director |
| 5. | Mr. Inder Jit Singh | Independent Director |
| 6. | Ms. Payal Gupta | Independent Women Director |

AUDITOR:

- | | | |
|----|-----------------------|---|
| 1. | Mr. Subodh Kumar Modi | Partner, M/s. NSBP & Co.,
Chartered Accountant (Statutory Auditor) New Delhi |
| 2. | Mr. Ritesh Gupta | M/s. Ritesh Gupta & Co.
Company Secretaries, (Secretarial Auditor) Indore |

IN ATTENDANCE:

- | | | |
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| 1. | Mr. Harsh Vardhan Agnihotri | President & Chief Financial Officer |
| 2. | Ms. Sejal Maheshwari | Company Secretary and Compliance officer |

SCRUTINIZER:

Mr. Ritesh Gupta, M/s. Ritesh Gupta & Co., Company Secretaries, Indore was appointed as the scrutinizer for the 42nd Annual General Meeting by the Board.

MEMBERS:

At the time of opening commencement of meeting, total 51 Members were attending through video conferencing ("VC")/Other Audio Visual Means ("OAVM").

CHAIRMAN:

Mr. Shailesh Khaitan took the chair and commence the proceeding of the meeting.



PROCEEDING:

CS Sejal Maheshwari, Company Secretary and Compliance Officer of the company welcomed all Members, Directors and Auditors to the 42nd Annual General Meeting of Khaitan Chemicals and Fertilizers Limited, held on Thursday, 12th Day of September, 2024 at 1:00 PM through Video Conferencing (“VC”)/Other Audio Visual Means (“OVAM”).

It was informed that the meeting was held through VC/OAVM without the physical presence of the Members at a common venue in accordance with the circular issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. All the Directors, KMPs and Auditors of the Company attended the meeting through Video Conferencing.

Mr. Shailesh Khaitan Chairman & Managing Director of the Company addressed the meeting by welcoming all the shareholders & Board members. Thereafter requested CS Sejal Maheshwari, Company Secretary and Compliance Officer to confirm the quorum of requisite meeting & call the meeting in order. CS Sejal Maheshwari, confirmed that the quorum was present and declare the meeting in order to open for business.

Thereafter, Ms. Sejal Maheshwari, Company Secretary and Compliance Officer informed the Members about the relevant points for participating during the Meeting and the manner of inspection of the Statutory register electronically as required under the Companies Act, 2013.

She further informed to the Members that the Company has provided to its Members the facility to cast their vote electronically on all the resolution set forth in the Notice of AGM. Members who did not cast their vote through remote e-voting could cast their vote during the course of the meeting through e-voting facility provided on CDSL e-voting website, while at the same time attended the meeting.

She further informed that M/s. Ritesh Gupta & Co., Practicing Company Secretaries, Indore were appointed as Scrutinizer to scrutinize the votes cast through remote e-voting and e-voting during the meeting.

With the permission of Chairman and Members, the Notice convening the meeting, having been circulated to all the Members, was taken as read.

The following Businesses was transacted at the meeting:

➤ **Ordinary Business:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31,2024, including the Audited Balance Sheet as at March 31, 2024, and the statement of profit and loss for the financial year ended on that date, the Cash



Khaitan CHEMICALS AND FERTILIZERS LIMITED

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Flow Statement for the financial year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.

2. To appoint a Director in place of Mr. Utsav Khaitan (DIN 03021454), who retires by rotation and being eligible offers himself for re-appointment.

➤ **Special Business:**

3. To Ratify the Remuneration of Cost Auditors for the Financial Year ended March 31, 2025.

Two (2) speaker shareholder request has been received by the Company- Mr. Atul Gadodia and Mr. Praveen Kumar. However, due to a technical issue at Mr. Gadodia's end, he was unable to submit any questions within the given timeline. Additionally, it was noted that the second speaker shareholder, Mr. Praveen Kumar, was absent during the AGM.

Company Secretary further request the Members to participate in the E- Voting & cast their vote if not yet casted and informed the Members about results of the e-voting and poll will be declared on receipt of Scrutinizer's Report and placed on Company's website within 2 days.

CONCLUSION:

Ms. Sejal Maheshwari, Company Secretary and Compliance Officer, thanked all the Shareholders, Board members, President and CFO, Statutory Auditors, Secretarial Auditors, CDSL Team and Staff members of the Company.

The voting Results of the AGM will be declared within 2 working days from the conclusion of this AGM, along with the Scrutinizer's Report, which shall be placed on the Company's website at www.kcfl.co.in and also available on CDSL, BSE Ltd. (BSE) and National Stock Exchange of India Limited (NSE) Website.

**For and on behalf of
Khaitan Chemicals and Fertilizers Limited**

**Sejal Maheshwari
Company Secretary and Compliance Officer**