



**khaitan<sup>®</sup> (India) Limited**  
CIN : L10000WB1936PLC008775

Phone : (033) 4050 5000 / 39 /40  
(033) 2288-8391

Ref: KIL: SEC:35: 2025-26

Date: 26-09-2025

To,  
The Manager,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G  
Block, Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051. Maharashtra, India

To,  
The Secretary, Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.  
Maharashtra, India

NSE Symbol: KHAITANLTD

BSE Security Code: 590068

**Subject: Submission of Scrutiniser's Report**

Dear Sir/Madam,

Please find enclosed herewith the Scrutiniser's Report given by Mr. Gouri Shanker Mishra, Company Secretary in Practice (C.P. No. 13581), Partner, BGS Mishra & Associates in respect of the 88<sup>th</sup> Annual General Meeting of the Company held on 25<sup>th</sup> September 2025.

You are requested to kindly take the same on record.

Thanking you,

Yours truly,

For Khaitan (India) Limited

*Chandranath Banerjee*

**Chandranath Banerjee**

**(Company Secretary and Compliance Officer)**





**CONSOLIDATED SCRUTINISER'S REPORT**

**[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]**

To,

The Chairman of 88<sup>th</sup> Annual General Meeting of the members of Khaitan (India) Limited held on Thursday, 25<sup>th</sup> September 2025 at 11:30 A.M. through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") deemed to be conducted at the Registered Office of the Company at 46 C, J.L. Nehru Road, Everest House, 20<sup>th</sup> Floor, Kolkata- 700071, West Bengal.

**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the Annual General Meeting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for voting at the 88<sup>th</sup> Annual General Meeting of the Members of Khaitan (India) Limited held on Thursday, 25<sup>th</sup> September 2025 at 11:30 A.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") deemed to have been conducted at the Registered Office of the Company at 46 C, J.L. Nehru Road, Everest House, 20<sup>th</sup> Floor, Kolkata- 700071, West Bengal.**

Dear Sir,

I, Gouri Shankar Mishra, Partner, BGSMISHRA & Associates, Company Secretaries LLP had been appointed as the Scrutinizer by the Board of Directors of Khaitan (India) Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to scrutinize the remote e-voting and e-voting during the proceeding of Annual General Meeting as voted by the shareholders in respect of the below mentioned resolutions passed at the 88<sup>th</sup> Annual General Meeting of the members of the Company held on Thursday, 25<sup>th</sup> September 2025 at 11:30 A.M.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting [i.e., by remote e-voting and e-voting during the Annual General Meeting] for the resolutions contained in the Notice. My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizers report of the votes cast "in favour" based on details provided and instruction of the Chairman of the meeting.

The Notice dated 29<sup>th</sup> August 2025 along with Explanatory Statement setting out material facts under Section 102 of the Act and notes thereon were sent to the Shareholders in respect of the below mentioned resolutions for the 88<sup>th</sup> Annual General Meeting of the members of the Company.

The Company had availed the remote e-voting as well as venue e-voting facility provided by the Central Depository Services (India) Limited (CDSL), the agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.

The shareholders holding equity shares as on the "Cut-off" date i.e., Thursday, 18<sup>th</sup> September 2025 were entitled to vote for the resolutions proposed in the Notice of the 88<sup>th</sup> Annual General Meeting of the members of the Company.

The voting period for remote e-voting commenced on Monday, 22<sup>nd</sup> September 2025 at 9:00 A.M. and ended on Wednesday, 24<sup>th</sup> September 2025 at 5:00 P.M. and the CDSL e-voting platform was blocked thereafter by service provider. The members who were attending the Annual General Meeting through Video Conferencing (“VC”) and who had not casted their vote earlier through remote e-voting were provided with e-voting facility to cast their vote during the meeting through CDSL e-voting platform. Further, Chairman has permitted Members who had not casted their vote earlier through remote e-voting to cast the vote through e-voting within 30 minutes of the conclusion of the Annual General Meeting.

After the conclusion of the venue e-voting at the 88<sup>th</sup> Annual General Meeting of the members of the Company and lapse of one hour, the final data was obtained from CDSL.

I have scrutinized and reviewed the remote e-voting and e-voting during the Meeting based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.


As per the requirement of the Management and instruction of Chairman, I am submitting herewith a consolidated report of the remote e-voting together with that of the e-voting done during the meeting in Annexure 1.

You may kindly take note of the details of voting and declare the result based on same.

The register and data relating to the remote e-voting and voting done during the meeting shall be shared with the Chairman or person authorized by him in due course.

**For BGSMISHRA & Associates Company Secretaries LLP  
(LLPIN- AAI-9142)**

GOURI  
SHANKER  
MISHRA

 Digitally signed by  
GOURI SHANKER  
MISHRA  
Date: 2025.09.26  
10:28:49 +05'30'

**Gouri Shankar Mishra**

**Partner**

**Date: 25<sup>th</sup> September 2025**

**UDIN: F006906G001342064**

**Peer Review: 1545/2021**



**ANNEXURE 1**

**CONSOLIDATED REPORT OF THE REMOTE E-VOTING TOGETHER WITH MEETING E-VOTING**

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial Year ended 31<sup>st</sup> March 2025 together with the report of the Auditors and directors thereon.**

**Type of Business:** Ordinary Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting	129	2871535
Total Number of Meeting E-Voting	0	0
Invalid Votes:		
Remote E-Voting	0	0
Meeting E-Voting	0	0
Valid Votes:		
In favour of the Resolution through Remote E-Voting	124	2871506
In favour of the Resolution through Meeting E-Voting	0	0
Against the Resolution through Remote E-Voting	5	29
Against the Resolution through Meeting E-Voting	0	0
Consolidated Votes:		
In favour of the Resolution (Remote and Meeting E-Voting)	124	2871506
Against the Resolution (Remote and Meeting E-Voting)	5	29
Percentage to the total valid vote received in favour of the Resolution (Remote and Meeting E-Voting)	99.99 %	

**Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.**



## 2. Re-appointment of Statutory Auditor.

**Type of Business:** Ordinary Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting	129	2871535
Total Number of Meeting E-Voting	0	0
Invalid Votes:		
Remote E-Voting	0	0
Meeting E-Voting	0	0
Valid Votes:		
In favour of the Resolution through Remote E-Voting	124	2871506
In favour of the Resolution through Meeting E-Voting	0	0
Against the Resolution through Remote E-Voting	5	29
Against the Resolution through Meeting E-Voting	0	0
Consolidated Votes:		
In favour of the Resolution (Remote and Meeting E-Voting)	124	2871506
Against the Resolution (Remote and Meeting E-Voting)	5	29
Percentage to the total valid vote received in favour of the Resolution (Remote and Meeting E-Voting)	99.99 %	

**Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.**



**3. Appointment of Secretarial Auditor for five (5) financial years from financial year 2025–26 to financial year 2029–30.**

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting	129	2871535
Total Number of Meeting E-Voting	0	0
Invalid Votes:		
Remote E-Voting	0	0
Meeting E-Voting	0	0
Valid Votes:		
In favour of the Resolution through Remote E-Voting	124	2871506
In favour of the Resolution through Meeting E-Voting	0	0
Against the Resolution through Remote E-Voting	5	29
Against the Resolution through Meeting E-Voting	0	0
Consolidated Votes:		
In favour of the Resolution (Remote and Meeting E-Voting)	124	2871506
Against the Resolution (Remote and Meeting E-Voting)	5	29
Percentage to the total valid vote received in favour of the Resolution (Remote and Meeting E-Voting)	99.99 %	

**Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.**



**4. Regularization of Appointment of Mrs. Pooja Kalanouria (DIN:09056683) as Independent Director.**

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting	129	2871535
Total Number of Meeting E-Voting	0	0
Invalid Votes:		
Remote E-Voting	0	0
Meeting E-Voting	0	0
Valid Votes:		
In favour of the Resolution through Remote E-Voting	124	2871506
In favour of the Resolution through Meeting E-Voting	0	0
Against the Resolution through Remote E-Voting	5	29
Against the Resolution through Meeting E-Voting	0	0
Consolidated Votes:		
In favour of the Resolution (Remote and Meeting E-Voting)	124	2871506
Against the Resolution (Remote and Meeting E-Voting)	5	29
Percentage to the total valid vote received in favour of the Resolution (Remote and Meeting E-Voting)	99.99 %	

**Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.**



**5. Regularization of Appointment of Mrs. Ayushi Khaitan (DIN: 10171829) as Independent Director**

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting	129	2871535
Total Number of Meeting E-Voting	0	0
Invalid Votes:		
Remote E-Voting	0	0
Meeting E-Voting	0	0
Valid Votes:		
In favour of the Resolution through Remote E-Voting	124	2871506
In favour of the Resolution through Meeting E-Voting	0	0
Against the Resolution through Remote E-Voting	5	29
Against the Resolution through Meeting E-Voting	0	0
Consolidated Votes:		
In favour of the Resolution (Remote and Meeting E-Voting)	124	2871506
Against the Resolution (Remote and Meeting E-Voting)	5	29
Percentage to the total valid vote received in favour of the Resolution (Remote and Meeting E-Voting)	99.99 %	

**Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.**

**6. Approval of Material Related Party Transactions with Ms. Vidita Khaitan.**

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting	125	2093159
Total Number of Meeting E-Voting	0	0
Invalid Votes:		
* Remote E-Voting	5	2061529
Meeting E-Voting	0	0
Valid Votes:		
In favour of the Resolution through Remote E-Voting	115	31601
In favour of the Resolution through Meeting E-Voting	0	0
Against the Resolution through Remote E-Voting	5	29
Against the Resolution through Meeting E-Voting	0	0
Consolidated Votes:		
In favour of the Resolution (Remote and Meeting E-Voting)	115	31601
Against the Resolution (Remote and Meeting E-Voting)	5	29
Percentage to the total valid vote received in favour of the Resolution (Remote and Meeting E-Voting)	99.90 %	

\* Based on the AGM Notice and as informed by the Chairman, the votes of all promoters in favour of resolution been ignored and treated as invalid for this resolution.

**Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.**

**7. Re-appointment of Mr. Sunay Krishna Khaitan (DIN: 07585070) as Whole Time Director and approval of remuneration:**

**Type of Business:** Special Business

**Nature of Resolution:** Special Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting	125	2093159
Total Number of Meeting E-Voting	0	0
Invalid Votes:		
* Remote E-Voting	5	2061529
Meeting E-Voting	0	0
Valid Votes:		
In favour of the Resolution through Remote E-Voting	115	31601
In favour of the Resolution through Meeting E-Voting	0	0
Against the Resolution through Remote E-Voting	5	29
Against the Resolution through Meeting E-Voting	0	0
Consolidated Votes:		
In favour of the Resolution (Remote and Meeting E-Voting)	115	31601
Against the Resolution (Remote and Meeting E-Voting)	5	29
Percentage to the total valid vote received in favour of the Resolution (Remote and Meeting E-Voting)	99.90 %	

\* Based on the AGM Notice and as informed by the Chairman, the votes of promoters in favour of resolution have been ignored and treated as invalid for this resolution.

**Result: The resolution requiring requisite majority for passing as Special Resolution was received.**

**For BGSMISHRA & Associates Company Secretaries LLP  
(LLPIN- AAI-9142)**

GOURI  
SHANKER  
MISHRA



**Gouri Shankar Mishra**

**Partner**

**Date: 25<sup>th</sup> September 2025**

**UDIN: F006906G001342064**

**Peer Review: 1545/2021**