

KNL/SE/2025-26

20th March, 2026

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To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra
Mumbai – 400051
Symbol – KRITINUT

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai 400001
BSE Scrip ID: KRITINUT BSE CODE: 533210

Subject: Submission of the proceedings of the 1/2025-26 Extraordinary General Meeting of the Company held on Friday, 20th March, 2026, pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015, we are pleased to submit the proceedings of the 1/2025-26 Extraordinary General Meeting of Kriti Nutrients Ltd., held on Friday, 20th March, 2026 at 12:00 P.M. (IST) and concluded at 12:19 P.M. (IST) through Video Conferencing or Other Audio Video Means (“VC/OAVM”) for which purposes the corporate office of the company situated at **8th Floor, Brilliant Sapphire, Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010** shall be deemed as the venue for the Meeting.

Please note that results of e-voting will be intimated to you separately upon receipt of Report from the Scrutinizer, within 2 (two) working days, from the conclusion of the Extraordinary General Meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,
Yours Faithfully,
For, KRITI NUTRIENTS LIMITED

RAJ KUMAR BHAWSAR
COMPANY SECRETARY &
COMPLIANCE OFFICER

Encl: a/a

Kriti Nutrients Ltd.

Corporate office:
Brilliant Sapphire, 801-804, 8th Floor, Plot No. 10,
Sch. 78-II, Vijay Nagar, Indore – 452 010 (M.P) INDIA

Registered Office:
Mehta Chamber, 34 Siyaganj,
Indore - 452007 (M.P) INDIA

Factory:
Industrial Area No. 3, AB Road,
Dewas (MP) INDIA

Tel.: +91-731-271 9100
E-mail: info@kritiindia.com
CIN: L24132MP1996PLC011245

PROCEEDING OF THE 1/2025-26 EXTRAORDINARY GENERAL MEETING OF KRITI NUTRIENTS LIMITED HELD ON FRIDAY THE 20TH MARCH, 2026, THROUGH VIDEO CONFERENCING ("VC") OR OTHER AUDIO VIDEO MEANS ("OAVM") FOR WHICH PURPOSES THE CORPORATE OFFICE OF THE COMPANY SITUATED AT 8TH FLOOR, BRILLIANT SAPPHIRE, PLOT NO.10, PSP, IDA, SCHEME NO.78, PART II, INDORE (M.P.) 452010, SHALL BE DEEMED AS THE VENUE FOR THE MEETING AT 12:00 P.M. AND CONCLUDED AT 12:19 P.M.

PRESENCE IN THE MEETING THROUGH VC/OAVM:

I. DIRECTORS:

- | | |
|-----------------------------|----------------------------------|
| 1. SHRI SHIV SINGH MEHTA | - CHAIRMAN AND MANAGING DIRECTOR |
| 2. SMT. PURNIMA MEHTA | - DIRECTOR |
| 3. SHRI SAURABH SINGH MEHTA | - WHOLE TIME DIRECTOR |
| 4. SHRI DILIP SINGH GAUR | - INDEPENDENT DIRECTOR |
| 5. SHRI ASHUTOSH KHAJURIA | - INDEPENDENT DIRECTOR |
| 6. SMT DR. TULSI JAYAKUMAR | - INDEPENDENT DIRECTOR |

II. OFFICERS IN PRESENCE

- | | |
|-------------------------|---------------------------|
| 1. RAJESH SISODIA | - HEAD - ACCOUNT |
| 2. CS RAJ KUMAR BHAWSAR | - CS & COMPLIANCE OFFICER |

III. SPECIAL INVITEES

- | | |
|-------------------|----------------------------|
| 1. CA NITIN BANDI | - STATUTORY AUDITOR |
| 2. CS AJIT JAIN | - SECRETARIAL AUDITOR |
| 3. CS ISHAN JAIN | - SCRUTINIZER FOR E-VOTING |

Total No. of Members on the Cutoff date 13th March, 2026 was 20,630 Members, as per the requirement of the Companies Act, 2013, in order to have a valid quorum at least 30 (Thirty) members are required to be present out of them total 47 (Forty-Seven) Members attended through Video Conferencing.

PROCEEDINGS OF THE MEETING:

The 1/2025-26 Extraordinary General Meeting (the "EGM") of the Members of Kriti Nutrients Limited (the "Company") was held on Friday, March 20, 2026 at 12:00 P.M. through video conferencing ("VC"), General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to "Clarification on holding of Extraordinary General Meeting ("EGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the EGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of Companies Act, 2013 ("the Act"), Securities and Exchange Board of India (LODR) Regulations, 2015, ("SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India and MCA Circulars.

As per Article 45 of the Article of Association of the Company Mr. Shiv Singh Mehta, Chairman of the Company occupied the Chair for the Meeting. The requisite quorum being present, the Chairman called the meeting in order. Shri Rajesh Sisodia, Head – Accounts, informed the Members that the meeting is being held through video conferencing in accordance with the circulars and guidelines issued by MCA and SEBI. He introduced the members of the Board and other officials present at the meeting. Leave of absence was granted to Shri Chandrasekhran Bhaskar – Independent Director.

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Shri Rajesh Sisodia, Head – Account took a roll call of the Directors and introduced other invitees.

Shri Rajesh Sisodia informed that the Company has enabled the Members to participate at the 1/2025-26 EGM through the video conferencing facility provided by CDSL. It was further informed that the Members have been provided with the facility to exercise their right to vote by electronic means, both through remote e-voting and e-voting at the EGM in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations. The Members joining the meeting through video conferencing and who have not casted their vote by means of remote e-voting, may vote through e-voting facility provided during EGM.

The Chairman delivered his speech to the members at the EGM.

Thereafter, with permission of the Chairman the Head - Accounts proceeded as under.

He informed the Members that electronic copies of the Notice have been sent to all the members who's E-mail Ids were registered with the Company or Depository Participant(s).

It was also informed that the original documents including the Memorandum of Association("MOA"), Article of Association("AOA") and other relevant documents were available for inspection. However, the Company has not received any request from any shareholder for inspection.

The Head - Accounts further informed to the members that 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 Regulation 44 of SEBI (LODR) Regulations, 2015, the Company had provided the remote e voting facility through the platform of CDSL to the members of the Company to vote on the resolutions in respect of the business to be transacted at the AGM. The facility to cast e-vote was also made available during the AGM.

The Head - Accounts further informed that as per provisions of Companies Act, 2013 and the SEBI (LODR), Regulations, 2015, the company has provided members the facility to cast their vote through Remote E-voting. The electronic voting was commenced on 9:00 A.M. of 17th March, 2026 had already been completed at 5:00 P.M. on 19th March, 2026 and e-voting was also conducted in the General Meeting.

The Head - Accounts further informed that the Company has appointed CS Ishan Jain, Practicing Company Secretary (FCS 9978, CP 13032) as scrutinizer to scrutinize the remote e-voting and during the AGM in a fair and transparent manner.

The Head - Accounts also informed the members with respect to the business to be transacted at the Meeting. As per notice dated 8th November, 2025 thereto convening the 01/2025-26 Extraordinary General Meeting of the Company, the following businesses were transacted at the Meeting:

SPECIAL BUSINESSES:

Item No.1: Alteration in the Clause III(B) of Memorandum of Association("MOA") of the Company and to adopt the altered Memorandum of Association of the company:

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed thereunder and further subject to any other laws and regulations, as may be applicable and the enabling provisions of Memorandum and Articles of

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Association of the Company, the approval of members of the Company be and is hereby accorded to alter the Clause III.(B) of the Memorandum of Association of the Company relating to its Objects by inserting the following new clause 35A after existing clause 35 of Clause III.(B) of Memorandum of Association related to the Incidental or Ancillary to the attainment of the Main Objects:

35A. *To carry on business of generating, producing, refining, improving, buying, selling, acquiring, using, transmitting, accumulating, and to act as producer, agent, broker, consultant, collaborator, or otherwise to deal in undertake, assist, encourage, promote, developmental, scientific, technical, engineering, research activities associated with the generation, transmission and distribution of power which is derived conventional/non-conventional methods including hydel, thermal turbine, thermo electric generator, thermionic convertor, hydrogen, Magneto hydro dynamic, fuel cell technology, solar energy, rooftop solar, ground mounted solar, wind energy, tidal energy, energy from bio mass or from products/ by products of refining operations like petroleum coke, vacuum residue pitch, LNG and other petroleum products and by-products and deal in all apparatus and things required for or capable of being used in connection with generation, transmission, distribution, energy conservation, development of means, modes and methods for conservation and efficient utilization of energy, measuring the output and improving the efficiency thereof, supply or otherwise trade in, accumulation and employment of electricity, all power that may directly or indirectly be derived there from and for that purpose acquire, establish, contract, lay-down, promote, erect, build, install, commission, carry out and run all necessary power sub-station, workshops, repair shops or any other facility or property required for the purpose of carrying on such business for captive consumption/ commercial uses.*

RESOLVED FURTHER THAT consent of the members be and is hereby accorded to adopt the altered copy of the Memorandum of Association pursuant to changes made in the above stated resolution for alteration in Clause III(B) of the Memorandum of Association by way of insertion of new Clause 35A after the existing Clause 35 and the Board of directors of the Company be and is hereby authorized to take all necessary steps, including enter into the agreements, memorandum of understanding, negotiate the terms and conditions and filing of necessary forms and documents with the Registrar of Companies and any other appropriate authority as may be required from time to time, and to do all such acts, deeds, and things as may be deemed necessary or expedient to give effect to the above resolution.”

Item No.2: To confirm and approve the Alteration in the Articles of Association (“AOA”) of the Company and to adopt the altered copy of the AoA:

“**RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of Companies Act, 2013 (“the Act”) (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed thereunder or by any regulatory or other competent authorities and subject to all other applicable laws and regulations, as well as the enabling provisions of the Memorandum and Articles of Association of the Company, the approval of members of the Company be and is hereby accorded, to alter the Existing Articles of Association of the Company by inserting following Article as new Article 92 after the existing Article 91 in the existing Article of Association of the Company:

OTHERS

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92. *The Board of Directors is authorized to set up, purchase or otherwise acquire, manage electricity generation plants and facilities and to generate, accumulate, distribute, supply, sell or otherwise deal with electricity of all kinds including hydel, thermal, nuclear, gaseous, solar, wind and other non-conventional sources or otherwise, whether for captive consumption or selling to external parties or otherwise as they deem fit and proper in this context*

RESOLVED FURTHER THAT consent of the members be and is hereby accorded to adopt the altered copy of the Articles of Association pursuant to changes made in the above stated resolutions and the Board of Directors of the Company be and is hereby authorized to take all necessary steps, including entering into agreements, memorandum of understanding, negotiating the terms and conditions, and filing the requisite forms and documents with the Registrar of Companies and any other appropriate authorities as may be required from time to time, and to do all such acts, deeds and things as may be deemed necessary, proper or expedient to give effect to this resolution.”

The Head - Accounts informed the members present in the EGM that the results of the remote E-Voting and E-Voting at EGM along with the report of the scrutinizer will be announced within 2 (two) working days from the conclusion of 1/2025-26 Extraordinary General Meeting and shall also be placed at the website of Company, BSE Ltd, National Stock Exchange of India Limited and CDSL and the recorded transcript of the EGM shall also be made available on the website of the company as soon as possible after the meeting is concluded.

The Head - Accounts further informed that, as set out in the Notice of 01/2025-26 Extraordinary General Meeting stating the requirement to register themselves as a speaker to express views or ask questions during the EGM. Adequate time was provided for registration and the company has received request from seven (7) shareholders for seeking opportunity to speak at EGM.

Thereafter, Head - Accounts invited speakers to ask their questions or queries out of which only 3 (three) members were present in the EGM virtually whose have raised certain queries which were satisfactorily replied by the Chairman and Managing Director.

He informed that since all the business to be conducted at this Extraordinary General Meeting has been transacted, with the permission of Chairman, Shri Rajesh Sisodia, Head - Accounts declare that the Extraordinary General Meeting as concluded.

He further confirmed that the meeting was conducted as per the requirement of the Companies Act, 2013, SEBI (LODR) Regulation, 2015 and Secretarial Standard issued by ICSI.

The Head - Accounts thanks to all the members and Board members and invitees for participating in the meeting and declared that the meeting is concluded.

Thanking You,
Yours Faithfully,

For, KRITI NUTRIENTS LIMITED

RAJ KUMAR BHAWARSAR
COMPANY SECRETARY &
COMPLIANCE OFFICER

Note: The Company will separately intimate the results of e-voting to the stock exchange.

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