



September 13, 2024

The Manager (DCS/Compliance), BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001 <b>Scrip Code : 507794</b>	The Manager (Compliance/Listing) National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai 400 051 <b>Symbol : KHAICHEM</b>
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**Sub: E-Voting Result along with Scrutinizer report of Annual General Meeting (AGM) of the Company held on Thursday 12<sup>th</sup> September, 2024.**

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 42<sup>nd</sup> Annual General Meeting of the Company held on Thursday, 12<sup>th</sup> day of September, 2024 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) along with Scrutinizer report.

Based on the consolidated Report of the Scrutinizer, as annexed, all the resolutions proposed at the AGM were duly approved by the Shareholders with the requisite majority. The report of Mr. Ritesh Gupta, Scrutinizer, is also enclosed herewith.

The Annual General Meeting of the Company commenced at 1:00 P.M. and concluded at 1:12 P.M.

This is for your information and record.

Thanking you,

Yours' faithfully,

**For and On Behalf of  
Khaitan Chemicals & Fertilizers Limited**

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**Sejal Maheshwari  
Company Secretary and Compliance Officer**



## Voting Result

Date of the Annual General Meeting	September 12 <sup>th</sup> , 2024
Total number of Shareholders on record Date	81909
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 45
No of resolution passed in the meeting	3

**For and On Behalf of  
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**Sejal Maheshwari  
Company Secretary and Compliance Officer**



# Khaitan CHEMICALS AND FERTILIZERS LIMITED

CIN : L24219MP1982PLC004937

The B Zone, 7<sup>th</sup> Floor, Pipliya Kumar, Nipania Main Road, Indore - 453771 (M.P.)

Phone : 0731-4753666, E-mail : secretarial@kcfl.in, Website : www.kcfl.co.in

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 Statement 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 Flow Statement for the financial year ended on that date and the reports of the Board of Director's and Auditors' Report.					
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	70336169	70336169	100	70336169	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		70336169	70336169	100	70336169	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	26653031	51145	0.1919	51070	75	99.8534	0.1466
	Poll							
	Postal Ballot (if applicable)							
	Total		26653031	51145	0.1919	51070	75	99.8534



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Total	96989200	70387314	72.5723	70387239	75	99.9999	0.0001
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							

For and On Behalf of

Khaitan Chemicals & Fertilizers Limited

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Sejal Maheshwari

Company Secretary and Compliance Officer



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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 appoint a Director in place of Shri Utsav Khaitan (DIN: 03021454), who retires by rotation and being eligible offer himself for re-appointment.				
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	70336169	70336169	100	70336169	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		70336169	70336169	100	70336169	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	26653031	51150	0.1919	50807	343	99.3294	0.6706
	Poll							
	Postal Ballot (if applicable)							
	Total		26653031	51150	0.1919	50807	343	99.3294



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Total	96989200	70387319	72.5723	70386976	343	99.9995	0.0005
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							

**For and On Behalf of  
Khaitan Chemicals & Fertilizers Limited**

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**Sejal Maheshwari  
Company Secretary and Compliance Officer**



# Khaitan CHEMICALS AND FERTILIZERS LIMITED

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Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the Remuneration of the Cost Auditors for the F.Y. ended March 31, 2025				
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	70336169	70336169	100	70336169	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		70336169	70336169	100	70336169	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	26653031	51150	0.1919	50553	597	98.8328	1.1672
	Poll							
	Postal Ballot (if applicable)							
	Total		26653031	51150	0.1919	50553	597	98.8328





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Total	96989200	70387319	72.5723	70386722	597	99.9992	0.0008
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							

**For and On Behalf of  
Khaitan Chemicals & Fertilizers Limited**

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**Sejal Maheshwari  
Company Secretary and Compliance Officer**



**SCRUTINIZER'S REPORT**

**(Consolidated Report 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, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and voting through electronic system provided in terms of circular issued by the Ministry of Corporate Affairs]**

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To,  
The Chairman,  
M/s. Khaitan Chemicals and Fertilizers Limited,  
CIN: L24219MP1982PLC004937  
A. B. Road, Village- Nimrani,  
Khargone (MP) - 451569

**Sub.: Consolidated Report of Scrutinizer on passing of resolutions through remote e-voting and voting through electronic means during the 42<sup>nd</sup> Annual General Meeting of the members of M/s. Khaitan Chemicals and Fertilizers Limited (The Company) held on Thursday, September 12, 2024.**

Dear Sir,

I, Ritesh Gupta, proprietor of Ritesh Gupta & Co., Company Secretaries, Indore, have been appointed as scrutinizer on 12<sup>th</sup> August, 2024 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 in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021 and 10/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 14 December 2021 and 28 December 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, during the 42<sup>nd</sup> Annual General Meeting of the Company held on Thursday, 12<sup>th</sup> September, 2024 at 01:00 P.M. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

1. 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 means at the Annual General Meeting for the resolutions proposed in the notice of the 42<sup>nd</sup> 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 during 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 "against" on the resolutions stated below.
2. In accordance with the notice of the 42<sup>nd</sup> 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 Monday, 9<sup>th</sup> day of September, 2024 and remained opened up to 5:00 P.M. on Wednesday, 11<sup>th</sup> day of September, 2024.
3. The members who were on record of the Company as on the "Cut - off" date i.e.; Thursday, 5<sup>th</sup> day of September, 2024 were entitled to vote on the resolutions as set out in the notice of the 42<sup>nd</sup> Annual General Meeting of the Company.
4. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") the authorised e-voting agency to provide the e-voting facility.
5. During the 42<sup>nd</sup> Annual General Meeting, the facility for voting through e-voting system is available for all those members, who are present in this Meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so.
6. The votes cast through remote e-voting and during the Annual General Meeting through e-voting system, were unblocked on 12<sup>th</sup> September, 2024 at 02:07 P.M. after the conclusion of the Annual General Meeting in the presence of two witnesses, Ms. Anjul Mahobiya and Mr. Nihar Sugandhi, who are not in the employment of the Company.

Based on the data downloaded from the official website of the Central Depository Services (India) Limited (CDSL), the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic system at the 42<sup>nd</sup> 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	(%)
<b><u>Item No. 1</u></b> <b><u>Ordinary Resolution:</u></b>							
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 Flow Statement for the financial year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.	Remote E-voting	70386730	100.00	75	0.00	0	0.00
	E-voting at the AGM	509	100.00	0	0.00	0	0.00
	Total	70387239	100.00	75	0.00	0	0.00
<b><u>Item No. 2</u></b> <b><u>Ordinary Resolution:</u></b>							
To appoint a director in place of Shri Utsav Khaitan (DIN: 03021454), who retires by rotation and being eligible offers himself for re-appointment.	Remote E-voting	70386467	100.00	343	0.00	0	0.00
	E-voting at the AGM	509	100.00	0	0.00	0	0.00
	Total	70386976	100.00	343	0.00	0	0.00

<u>Item No. 3</u> <u>Special Resolution:</u>							
To Ratify the Remuneration of Cost Auditors for the F.Y. ended March 31, 2025.	Remote E-voting	70386213	100.00	597	0.00	0	0.00
	E-voting at the AGM	509	100.00	0	0.00	0	0.00
	Total	70386722	100.00	597	0.00	0	0.00

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 registers 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 12<sup>th</sup> September, 2024

For Ritesh Gupta & Co.  
Company Secretaries

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PR Certificate No.: 750/2020  
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Countersigned by:  
For M/s. Khaitan Chemicals and Fertilizers Limited  
Chairman/Company Secretary