



Khaitan CHEMICALS AND FERTILIZERS LIMITED

CIN : L24219MP1982PLC004937

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

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

27th June, 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

Sub: Outcome of 1st Extra-Ordinary General Meeting of 2024 of Khaitan Chemicals and Fertilizers Limited, held on Thursday, June 27th 2024 through VC/OVAM, Inter alia, the shareholder has considered the following agenda items:

1. Appointment of Mr. Deepak Kumar Khemka (DIN: 01673395) as an Non Executive (Category: Independent Director).
2. Appointment of Mr. Inder Jit Singh (DIN: 10558389) as an Non Executive (Category: Independent Director).
3. Appointment of Mrs. Payal Gupta (DIN: 10628052) as an Non Executive (Category: Independent Women Director).

The Extra-Ordinary General Meeting of the Company commence at 1:00 P.M. and concluded at 01.15 P.M.

We Request you to take the above information on your record.

Yours faithfully,

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

**CS Sejal Maheshwari
Company Secretary and Compliance Officer**



PROCEEDING OF THE 1ST EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF KHAITAN CHEMICALS AND FERTILIZERS LIMITED HELD ON THURSDAY, 27TH JUNE, 2024 AT 1:00 PM THROUGH VIDEO CONFERENCING ("VC")/OTHER AUDIO VISUAL MEANS ("OVAM") AND CONCLUDED AT 01:15 P.M.

DIRECTORS PRESENT:

1. Mr. Shailesh Khaitan : Managing Director and Chairman
2. Mr. Utsav Khaitan : Managing Director
3. Mr. Jagdishlal Chunilal Jajoo : Whole-Time Director
4. Ms. Veena Chadha : Independent Director
5. Mr. Deepak Kumar Khemka : Additional Independent Director
6. Mr. Inder Jit Singh : Additional Independent Director
7. Ms. Payal Gupta : Additional Independent 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:

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

SCRUTINIZER APPOINTED BY BOARD:

Mr. Ritesh Gupta, M/s. Ritesh Gupta & Co., Company Secretaries, Indore appointed as the scrutinizer for the 1st Extra Ordinary General Meeting of 2024 by the Board.

MEMBERS:

At the time of opening commencement of meeting, total 40 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 1st Extra Ordinary General Meeting of 2024 of Khaitan Chemicals and Fertilizers Limited, held on Thursday, the 27th Day of June, 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 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 EGM. 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 **Special Resolutions** was passed at the meeting:

1. Appointment of Mr. Deepak Kumar Khemka (DIN: 01673395) as an Non Executive (Category: Independent Director).
2. Appointment of Mr. Inder Jit Singh (DIN: 10558389) as an Non Executive (Category: Independent Director).
3. Appointment of Mrs. Payal Gupta (DIN: 10628052) as an Non Executive (Category: Independent Women Director).



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2 (Two) speaker shareholder request has been received by the Company- Mr. Praveen Kumar and Ms. Sudipta Chakraborty. Thereafter, Ms. Sejal Maheshwari, Company Secretary and Compliance Officer has placed the queries one by one with the chairman of the Meeting and chairman responded to all the questions/queries raised by the Members during the Extra-Ordinary General Meeting.

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**

**CS Sejal Maheshwari
Company Secretary and Compliance Officer**