



khaitan (India) Limited

CIN No. L10000WB1936PLC008775

Phone : (033) 4050 5000

Fax : (033) 2288 3961

Ref: KIL: SEC: 41:2021-22

Date: 29/10/2021

To,

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

To,

The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Maharashtra, India
BSE Security Code : 590068

Sub: Submission of Signed Minutes of 84th Annual General Meeting of the company held on 30th September, 2021.

Dear Sir,

Please find enclosed herewith the copy of Minutes of 84th Annual General Meeting of Khaitan (India) Limited which was held on 30th September, 2021 at 11.30 A.M. through Video Conferencing ("VC") / other Audio Visual Means ("OAVM"), for your ready reference and records.

This is for your information and records

Thanking you

For Khaitan (India) Limited

Pradip Halder

Company Secretary & Compliance Officer



Visit us at www.khaitan.com

Regd. Office : 20th Floor, 46C, J. L. Nehru Road, Kolkata-700 071

MINUTES OF THE 84th ANNUAL GENERAL MEETING 30TH SEPTEMBER, 2021 at 11: 30 A.M. THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM")

DIRECTOR'S PRESENT:

MR. MONOJ CHHAWCHHARIS : DIRECTOR
 MR. GOPAL MOR : DIRECTOR
 MR. PRADIP HALDER : COMPANY SECRETARY

SCRUTINIZER:

MR. AMIT CHORARIA : REPRESENTING AMIT
 CORARIA & CO.

MEMBER'S PRESENT : 32

Mr. Sunay Krishna Khaitan, Chairman of the Board is not able to attend the AGM due to infirmity, Pursuant to Section 104 (1) of the Companies Act, 2013 read with the rules made thereunder and article 60 of the Articles of Association of the company, Mr. Manoj Chhawchharia Independent Director of the company to the Chairman of the Annual General Meeting.

The Chairman informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The Chairman informed that the Company had tied up with Central Depository Services (India) Limited (CDSL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM .

The Chairman informed the Members that the Report of Board of Directors, the Accounts for the financial year ended 31st March, 2021 and the Notice convening the 84th AGM were taken as read as the same had already been circulated to the Members.

The Chairman delivered his speech in brief and apprised the members about the working of the Company.

With the permission of members the Notice dated 13th August, 2021 convening the 84th Annual General Meeting and the Directors' Report were taken as read. The Chairman then proceeded with the business.

The Statutory Auditors' Report and Secretarial Auditors' Report was read by Mr. Pradip Halder Company Secretary.

Few shareholders raised certain queries/views which were discussed by the Chairman of the meeting.

Manoj

CHAIRMAN'S
INITIALS



ORDINARY BUSINESS

RESOLUTION NO 1 (Ordinary Resolution)

Adoption of Financial Statements, Reports of the Board of Directors and Auditors for the year ended 31st March, 2021

"RESOLVED THAT the Audited Balance Sheet of the Company as at 31st March, 2021 and the Profit and Loss Account for the year ended on that date together with Directors' and the Auditors' Report thereon be and are hereby received, approved and adopted".

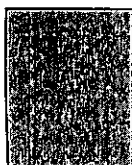
As per E-voting Results:

Details of Agenda		Resolution No 1- To receive, consider and adopt the audited Financial Statements for the year ended on 31 March 2021 together with the reports of the Directors and Auditors thereon.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3) = $\frac{(2)}{(1)} \times 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes In against of Votes polled (7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	Remote Evoting	2861630	2246529	78.5052	2246529	0	100	0
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2861630	2246529	79.5052	2246529	0	100
Public Institutions	Remote Evoting	1934	0	0.00	0	0	0	0
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1934	0	0.00	0	0	0
Public Non Institutions	Remote Evoting	1886436	86873	4.6051	74856	12017	86.1672	13.8328
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1886436	86873	4.6051	74856	12017	86.1672
Total		4750000	2333402	49.1243	2321385	12017	99.4850	0.5150

Passed by majority

Janaj

CHAIRMAN'S INITIALS





RESOLUTION NO 2 (Ordinary Resolution)

Re-appointment of Mr. Sunay Krishna Khaitan (DIN 07585070), Director, retiring by rotation:

“RESOLVED THAT Mr. Sunay Krishna Khaitan (DIN 07585070), who retires by rotation and is eligible for re-election be and is hereby re-elected a Director of the Company liable to retire by rotation”.

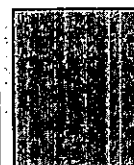
As per E-voting Results:

Details of Agenda		Resolution No 2- To appoint a director in place of Mr. Sunay Krishna Khaitan (DIN 07585070), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					Yes			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3)= $\frac{(2)}{(1)} \times 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)= $\frac{(4)}{(2)} \times 100$	% of Votes In against of Votes polled (7)= $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	Remote Evoting	2861630	2246529	78.5052	2246529	0	100	0
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2861630	2246529	78.8252	2246529	0	100
Public Institutions	Remote Evoting	1934	0	0.00	0	0	0	0
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1934	0	0.00	0	0	0
Public Non Institutions	Remote Evoting	1886436	86873	4.6051	74779	12094	86.0785	13.9215
	Evoting at AGM		0	0.00	10	0	100	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1886436	86873	4.6051	74779	12094	86.0785
Total		4750000	2844009	49.1243	2321308	12094	99.4817	0.5183

Passed by majority

Sunay

CHAIRMAN'S INITIALS



RESOLUTION NO 3 (Ordinary Resolution)

Appointment of Mr. Manoj Chhawchharia (DIN: 00214867), as Non-Executive Independent Director

***RESOLVED THAT** pursuant to the provision of Section 149, 152, 160, 161, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and other rules made there under, Schedule IV and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Manoj Chhawchharia (DIN: 00214867) in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for office of Director, be and is hereby appointed as an Independent Director of the Company, to hold office for a period of five consecutive years, for a term ending at the conclusion of Annual General Meeting to be held during the financial year 2026."

***RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

As per E-voting Results:

Details of Agenda		Resolution No 3- Appointment of Mr. Manoj Chhawchharia (DIN: 00214867), as Non-Executive Independent Director						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3)= {(2)/(1)}*100	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote Evoting	2861630	2246529	78.5052	2246529	0	100	0
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2861630	2246529	78.5052	2246529	0	100
Public Institutions	Remote Evoting	1934	0	0.00	0	0	0	0
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1934	0	0.00	0	0	0
Public Non Institutions	Remote Evoting	1886436	86873	4.6051	74779	12094	86.0785	13.9215
	Evoting at AGM		10	0.00	10	0	100	0

Manoj

CHAIRMAN'S INITIALS



MINUTE BOOK



	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	1886436	86873	4.6051	74779	12094	86.0785	13.9215
Total		4750000	2333402	49.1243	2321308	12094	99.4817	0.5183

Passed by majority

RESOLUTION NO 4 (Ordinary Resolution)

Appointment of Mr. Gopal Mor (DIN: 00555282) as Non-Executive, Independent Director.

“RESOLVED THAT pursuant to the provision of Section 149, 152, 160, 161, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and other rules made there under, Schedule IV and all other applicable provision of the Companies Act, 2013 (including any statutory modifications(s) or re-enactment thereof for the time being in force) Mr. Gopal Mor (DIN: 00555282) in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for office of Director, be and is hereby appointed as an Independent Director of the Company, to hold office for a period of five consecutive years, for a term ending at the conclusion of Annual General Meeting to be held during the financial year 2026.”

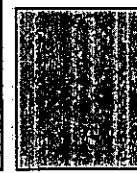
“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as be necessary, proper or expedient to give effect to give effect to this resolution.”

As per E-voting Results:

Details of Agenda		Resolution No 4- Appointment of Mr. Gopal Mor (DIN: 00555282) as Non-Executive, Independent Director.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3) = $\frac{(2)}{(1)} * 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes In against of Votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote Evoting	2861630	2246529	78.5052	2246529	0	100	0
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2861630	2246529	78.5052	2246529	0	100
Public Institutions	Remote Evoting	1934	0	0.00	0	0	0	0
	Evoting at AGM		0	0.00	0	0	0	0

J. Manoj

CHAIRMAN'S INITIALS



MINUTE BOOK



	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	1934	0	0.00	0	0	0	0
Public Non Institutions	Remote Evoting	1886436	86873	4.6051	74856	12017	86.1672	13.8328
	Evoting at AGM		10	0.00	10	0	100	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1886436	86873	4.6051	74856	12017	86.1672
Total		4750000	2333402	49.1243	2321385	12017	99.4850	0.5150

Passed by majority

RESOLUTION NO 5 (Ordinary Resolution)

Appointment of Mrs. Sangita Jain (DIN: 08363050) as Non-Executive Independent Women Director.

“RESOLVED THAT pursuant to the provision of Section 149, 152, 160, 161, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and other rules made there under, Schedule IV and all other applicable provision of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mrs. Sangita Jain (DIN: 08363050) in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for office of Director, be and is hereby appointed as an Independent Women Director of the Company, to hold office for a period of five consecutive years, for a term ending at the conclusion of Annual General Meeting to be held during the financial year 2026.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as be necessary, proper or expedient to give effect to give effect to this resolution.”

As per E-voting Results:

Details of Agenda		Resolution No 5- Appointment of Mrs. Sangita Jain (DIN: 08363050) as Non-Executive Independent Women Director.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3) = $\frac{(2)}{(1)} * 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes In against of Votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote Evoting	2861630	2246529	78.5052	2246529	0	100	0
	Evoting at AGM		0	0.00	0	0	0	0

Sangita Jain

CHAIRMAN'S INITIALS



MINUTE BOOK



	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	2861630	2246529	78.5052	2246529	0	100	0
Public Institutions	Remote Evoting	1934	0	0.00	0	0	0	0
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	1934	0	0.00	0	0	0	0
Public Non Institutions	Remote Evoting	1886436	86873	4.6051	74856	12017	86.1672	13.8328
	Evoting at AGM		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	1886436	86873	4.6051	74856	12017	86.1672	13.8328
Total		4750000	2333402	49.1243	2321385	12017	99.4850	0.5150

Passed by majority

The Chairman thanked the members for their support and co-operation and the meeting was terminated thereafter with a vote of thanks to the Chair by Mr. Pradip Halder

Chairman

CHAIRMAN'S INITIALS

