



Khaitan Chemicals and Fertilizers Limited

Transcript of 42nd Annual General Meeting

Khaitan Chemicals and Fertilizers Limited
held on
Thursday, September 12, 2024 at 01:00 PM



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42nd Annual General Meeting of Khaitan Chemicals & Fertilizers Limited

Good Afternoon Ladies & Gentlemen!

On behalf of Khaitan Chemicals & Fertilizers Limited, I, Sejal Maheshwari, Company Secretary & Compliance Officer of the Company, heartily welcome all the shareholders to the 42nd Annual General Meeting of the Company.

The meeting is held through Video Conferencing/ Other Audio Visual Means, without the physical presence of members at a common venue in accordance with the circular issued by Ministry of Corporate Affairs & Securities and Exchange Board of India (SEBI). In accordance with the referred circular, the members attending the General Meeting through Video Conferencing or Other Audio Visual Means shall be considered for the purposes of Quorum under section 103 of the Companies Act, 2013.

It is for Fifth Year running that we have had to meet virtually. Hope all of you are safe and in good health.

At the outset, I will take you through certain points regarding the participation and voting at this meeting.

To avoid any disturbance from background noise and ensure smooth and seamless conduct of the meeting, all the members who have joined this meeting are by default placed on mute.

Members who have not voted through remote e-voting can cast their votes through e-voting facility during the AGM.

Before we commence the proceedings, may I introduce my colleagues on the Board and other senior officials of your Company. We have with us here today-

Mr. Shailesh Khaitan	Chairman of the Company and Managing Director
Mr. Utsav Khaitan	Joint Managing Director
Mr. Jagdish Lal Jajoo	Whole Time Director
Mr. Inder Jit Singh	Independent Director
Mr. Deepak Kumar Khemkha	Independent Director
Ms. Payal Gupta	Independent Women Director
Mr. Harsh Vardhan Agnihotri	President & Chief Financial Officer
CA Subodh Kumar Modi	Representing M/s NSBP & Co. Statutory Auditors.
Mr. Ritesh Gupta	Secretarial Auditor of the Company and Scrutinizer for the Meeting.



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The Company has received request from a member to register them as a speaker at the meeting. Accordingly, the floor will be open for this member to ask questions or express his views or questions.

The members who have registered as speakers Shareholder shall be able to express their views during this session. Apart from this, chat box option is also provided by the Company for raising the queries or comments.

Once the name of Speaker shareholder is called, the person will be unmuted by the host to enable him/her to speak. Before speaking the shareholder is requested to click on the video as well as the audio icon appearing on the screen to switch it on and if for some reason the shareholder is not able to join through video mode he/she can still speak by using the audio mode.

While speaking, we request shareholders to use earphones with microphones so that they are clearly audible. If there is any connectivity problem at speakers end the host will mute such speaker and the next speaker will be invited to speak.

It may be noted that the Company reserves the right to limit the number of members asking questions depending on the availability of time at the AGM.

I now request Chairman and Managing Director of the Company to deliver his address to the meeting.

I welcome all of you and I extend a very warm and hearty welcome at the 42nd annual general meeting of the company. I hope all our dear shareholders and others are in the best of health. I would like to extend my sincere gratitude to each and every member of the team, of Khaitan for their efforts.

I would like to thank our business partners, shareholders, and other stakeholders for their continuing faith in the company. And I now request company secretary to confirm the requisite quorum is present so as to call the meeting in order.

Thankyou sir. As requisite quorum of members is present and with the consent of chairman, I declared the meeting to be in order.

The Company has e-mailed the Notice of Annual General Meeting and Annual Report for Financial Year 2023-2024 in soft copy to those Shareholders, whose e-mail address was available with the Company.

I hope you have Notice of Annual General Meeting with you. If, you do not have it, you can download it from websites of the Stock Exchanges' i.e. BSE Limited & National Stock Exchange of India Limited

and on the website of CDSL (agency for providing the Remote E-Voting facility) and from the Company's website.



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As the Notice is already circulated to all the members, I take the Notice convening the meeting as read.

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide facility to its members to exercise their right to vote at Annual General Meeting (AGM) by remote e-voting and e-voting during the AGM through E-Voting Services provided by CDSL.

Members who have not casted their vote through remote e-voting during 9th to 11th September, 2024 can cast their vote during the course of meeting through the e-voting facility provided by the CDSL.

CS Ritesh Gupta, Practicing Company Secretary has been appointed as the scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

During the AGM, if any member facing technical issue he/she may contact the helpline No. mentioned in the notice of AGM.

Your Company has maintained all the statutory register as required under the various provisions of the Companies Act, 2013 and remain open for inspection during the AGM.

As the AGM held through VC/OAVM the facility for appointment of proxy is not applicable hence the proxy register is not available for inspection.

Now, we'll proceed with the item of notice. Details of above items are mentioned in the notice of AGM, which was already circulated to you, and I'm sure you must have gone through it. The following resolution are proposed to be passed at the meeting,

Ordinary business

1. 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.
2. To appoint a Director in place of Mr. Utsav Khaitan (DIN 03021454), who retires by rotation and being eligible offers himself for re-appointment.

Special Business

1. To Ratify the Remuneration of Cost Auditors for the Financial Year ended March 31, 2025.



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I once again request the members who have not casted their vote through remote e voting can cast their vote during the course of this meeting through e voting facility provided by the CDSL.

Before conclusion of the meeting, I now invite members who have registered themselves as speakers upon having sent their request in advance as prescribed in the manner as per our notice of AGM. I request the members who have registered themselves as a speaker in this AGM that the comment must be restricted to the business of the AGM and only should be related to the company and no other matter.

I shall now invite one by one speaker shareholders to speak. I'll request moderator to please unmute Mr. Atul Gadodia. I request our chairman sir, and CFO sir, to reply to all the questions of the members.

So you can proceed with your question.

Please unmute at those Yes and.

You are unmuted, please proceed with your question.

Okay.

He's not responding, you may proceed with the next speaker. If he comes back, we can bring him back.

Number two is Mr. Praveen Kumar.

Okay, it seems he's not present.

Yes. So. Shall we move ahead? I hope Mr. Atul is still not responding. Krishna sir?

Yes, he's we have shifted to panelist also, he's unmuted but he's not responding.

Okay, so we'll move ahead.

I would like to take this opportunity to thank all those who have supported and guided us during the year. I also thank all my colleagues on the Board for their continued support and guidance. Last, but not the least, I would like to thank all employees for their high level of motivation, commitment and hard work. I proposed formal vote of thanks to all the members, Chairman Sir, Board members, President & CFO, Statutory Auditors, Secretarial Auditors, CDSL and Staff members of the Company. On this very encouraging note and with your permission, may I, on behalf of the Directors, conclude the meeting, as all items of the Notice have been duly transacted and there is no other business outstanding.



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The Results 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 the Websites of CDSL, BSE Ltd. and NSE.

I thank you all for participating in the meeting Please stay safe and healthy and hopefully this time next year, we'll be able to meet in person.

!! Thank you, have a Good Day !!