



Khaitan Chemicals and Fertilizers Limited

Transcript of 2nd Extra-Ordinary General Meeting for 2024-2025

Khaitan Chemicals and Fertilizers Limited
held on
Thursday, March 27, 2025 at 12:00 Noon



Khaitan Chemicals and Fertilizers Limited

2nd Extra-Ordinary General Meeting of 2024-2025

CS Sejal Maheshwari

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 2nd Extra-Ordinary 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 Sixth 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 EGM.

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. Praveen Uniyal	Additional Director (In Capacity: Whole Time Director)
Mr. Inder Jit Singh	Independent Director
Mr. Deepak Kumar Khemka	Independent Director
Ms. Payal Gupta	Independent Women Director
Mr. Harsh Vardhan Agnihotr	President & Chief Financial Officer



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Mr. Sanjay Kumar Agrawal
Mr. Ritesh Gupta

Representing M/s NSBP & Co. Statutory Auditors.
Secretarial Auditor of the Company and Scrutinizer for the Meeting.

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 EGM.

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

Chairman

All of you are hearty welcome at 2nd extraordinary general meeting of the company, and I hope that all the shareholders and each one of you are in good health. I would like to extend my sincere gratitude to each and every member of the team Khaitan for their efforts. I would also like to thank our business partners, shareholders, and other shareholders for their continuing faith in the company.

And now a request Ms. Sejal Maheshwari, Company Secretary of the company to confirm that the requisite quorum is present and to call the meeting in order. Go ahead.

CS Sejal Maheshwari

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



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The Company has e-mailed the Notice of Extra-Ordinary General Meeting to those Shareholders, whose e-mail address was available with the Company.

I hope you have Notice of Extra-Ordinary 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.

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 Extra-Ordinary General Meeting (EGM) by remote e-voting and e-voting during the EGM through E-Voting Services provided by CDSL.

Members who have not casted their vote through remote e-voting during 24th to 26th March, 2025 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 EGM and remote e-voting process in a fair and transparent manner.

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

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 EGM.

As the EGM 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 EGM, 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,



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Special Business

1. To reappoint Mr. Shailesh Khaitan, as a Chairman and Managing Director and in this regard to consider an if thought fit, to pass the following resolution as Special Resolution.
2. to appoint Mr. Praveen Uniyal as a Director and in this regard to consider an if thought fit to pass the following resolution as Special Resolution.
3. To appoint Mr. Praveen Uniyal as a Whole Time Director and in this regard, to consider an if thought fit to pass the following resolution as Special Resolution.

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 EGM. I request the members who have registered themselves as a speaker in this EGM that the comment must be restricted to the business of the EGM 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. Praveen Kumar. I request our chairman sir, and CFO sir, to reply to all the questions of the members.

Praveen Kumar- Shareholder of the Company

Hello. A very, very good morning to my respective chairperson, steam board of director, my fellow senior, myself Praveen Kumar joining this meeting from New Delhi. Key observation which I love to share with the entire house. But before that in this financial year, this is our 1st interaction with the management service, the entire management team, each and every dedicated employee of the company. Happy New Year sir. And I'm with the company more for more than a decade and I have the deepest respect for our founder and respective chairperson Mr. Shailesh Khaitan sir, and I I think he's he is try his level best to create value for us. So I'm very, very lucky to be part of such a legacy I just pray to the God that he will bless you with all the positivity's so that we will getting good return on our investment. My best wishes with you, wish you all the luck and all the best. Thankyou sir. Thank you very much.

Chairman

Thank you very much for your kind comments. Thank you.



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CS Sejal Maheshwari

Krishna sir, now please unmute Sudipta Chakraborty.

Sudipta Chakraborty- Shareholder of the Company-

I am Sudipta attending from VC, a small shareholder of your company. At 1st I congratulate my company secretary, my board of director, and my fellow shareholder to give me a chance to speak something in this platform. Sir, I believe my company is in strong hand, and it will perform better to better follow our director's honesty, dedication, determination. I just want to know.

How can you control your liabilities and interest cost? And second question, how do you implement green energy in your business?

Chairman

So I'll answer your 1st question that the company is already working to reduce the current assets and this is going to have a direct impact on the interest rates. If we look at the figures, the current assets have already gone down in the current year and we hope it will go down further, we are totally committed to that. That answers your 1st question. And what was second question?

Sudipta Chakraborty

How would you implement green energy in your business?

Chairman

So when we talk of green energy, we already have a waste heat boiler at our nimrani unit, where we use the steam that we generate from the acid plant to create energy and we are generating lot of power out of that. Beyond that, as at the present moment, we do not have any other plans. We are having a look at the possibility of purchasing some solar energy. Which the company is already working on and we hope that we will achieve part of it in the next year. We have had discussions and I think that in a small way we have made this beginning and we hope to take it further in the next year.

Sudipta Chakraborty

Thankyou sir. Thankyou.



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CS Sejal Maheshwari

Thank you very much Chairman, sir, for replying in detail to the questions and queries raised by the shareholder. And I'm hopeful that probably all the queries have been adequately replied. We have tried our level best to answer all the questions of the shareholders. It may be noted that the members who are yet to cast their votes may cast their votes within next 15 min after which the voting facility at the EGM will be disabled by the CDSL.

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.

The Results will be declared within 2 working days from the conclusion of this EGM, 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 !!