

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L24219MP1982PLC004937

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2026

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	KHAITAN CHEMICALS AND FERTILIZERS LIMITED	KHAITAN CHEMICALS AND FERTILIZERS LIMITED
Registered office address	A.B.Road, Village-Nimrani,NA,KHARGONE.,Madhya Pradesh,India,451569	A.B.Road, Village-Nimrani,NA,KHARGONE.,Madhya Pradesh,India,451569
Latitude details	22.12588512759899	22.12588512759899
Longitude details	75.45094677642574	75.45094677642574

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

679042706_WhatsApp Image 2026-08-26 at 12.31.56 PM-imageonline.co-merged.jpeg

(b) *Permanent Account Number (PAN) of the company

AA*****2Q

(c) *e-mail ID of the company

*****fl.in

(d) *Telephone number with STD code

07*****66

(e) Website												
iv *Date of Incorporation (DD/MM/YYYY)	02/06/1982											
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	Public company											
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	Company limited by shares											
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	Indian Non-Government company											
vi *Whether company is having share capital (as on the financial year end date)	☒ Yes ☐ No											
vii (a) Whether shares listed on recognized Stock Exchange(s)	☒ Yes ☐ No											
(b) Details of stock exchanges where shares are listed												
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>				S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code										
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)										
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)										
viii Number of Registrar and Transfer Agent	1											
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U74140MP1985PTC003074</td> <td style="text-align: center;">ANKIT CONSULTANCY PVT LTD</td> <td style="text-align: center;">60,PARDESHIPURA ELECTRONIC COMPLEX, INDORE,Madhya Pradesh,India,452010</td> <td></td> </tr> </tbody> </table>				CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U74140MP1985PTC003074	ANKIT CONSULTANCY PVT LTD	60,PARDESHIPURA ELECTRONIC COMPLEX, INDORE,Madhya Pradesh,India,452010		
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent									
U74140MP1985PTC003074	ANKIT CONSULTANCY PVT LTD	60,PARDESHIPURA ELECTRONIC COMPLEX, INDORE,Madhya Pradesh,India,452010										
ix * (a) Whether Annual General Meeting (AGM) held	☒ Yes ☐ No											
(b) If yes, date of AGM (DD/MM/YYYY)	21/07/2026											
(c) Due date of AGM (DD/MM/YYYY)	30/09/2026											
(d) Whether any extension for AGM granted	☐ Yes ☒ No											
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension												

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

3

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	20	Manufacture of chemicals and chemical products	99.32
2	A	Agriculture, forestry, fishing	1	Crop and animal production, hunting and related service activities	0.6
3	N	Administrative and support service activities	82	Office administrative, office support and other business support activities	0.08

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

0

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	220000000.00	97124420.00	96989200.00	96989200.00
Total amount of equity shares (in rupees)	220000000.00	97124420.00	96989200.00	96989200.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
1				
Number of equity shares	220000000	97124420	96989200	96989200
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	220000000.00	97124420.00	96989200	96989200

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in				

rupees)				
----------	--	--	--	--

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	920730	96068470	96989200.00	96989200	96989200	
Increase during the year	0.00	128860.00	128860.00	128860.00	128860.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Conversion to demat form physical		128860		128860	128860	
Decrease during the year	128860.00	0.00	128860.00	128860.00	128860.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify Conversion to demat form physical	128860		128860.00	128860	128860	
At the end of the year	791870.00	96197330.00	96989200.00	96989200.00	96989200.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify na	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify na	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE745B01028

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	

	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)

Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

10031307463

ii * Net worth of the Company

2906489182

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	4955469	5.11	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00

4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	65503150	67.54	0	0.00
10	Others 	0	0.00	0	0.00
	Total	70458619.00	72.65	0.00	0

Total number of shareholders (promoters)

6

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	19461855	20.07	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	538310	0.56	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00

4	Banks	1810	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	4660	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	2236403	2.31	0	0.00
10	Others	4287543	4.42		
	LLP, IEPF, FII & CL				
	Total	26530581.00	27.36	0.00	0

Total number of shareholders (other than promoters)

53070

Total number of shareholders (Promoters + Public/Other than promoters)

53076.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	9830
2	Individual - Male	42575
3	Individual - Transgender	0
4	Other than individuals	671
	Total	53076.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	6	6
Members (other than promoters)	75280	53070
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	2	0	2	0	3.73	0
B Non-Promoter	2	3	1	3	0.00	0.00
i Non-Independent	2	0	1	0	0	0
ii Independent	0	3	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	4	3	3	3	3.73	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SEJAL MAHESHWARI	EWZPM5865C	Company Secretary	0	
HARSH VARDHAN AGNIHOTRI	ACXPA9315K	CFO	177341	
UTSAV KHAITAN	03021454	Managing Director	13439	
SHAILESH KHAITAN	00041247	Managing Director	3604160	
PRAVEEN UNIYAL	08714038	Whole-time director	0	
PAYAL GUPTA	10628052	Director	0	
DEEPAK KUMAR KHEMKA	01673395	Director	0	
SUMAN JYOTI KHAITAN	00023370	Director	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
JAGDISHLAL CHUNILAL JAJOO	02758763	Whole-time director	21/04/2025	Cessation
SUMAN JYOTI KHAITAN	00023370	Director	12/01/2026	Change in designation
SUMAN JYOTI KHAITAN	00023370	Additional Director	29/10/2025	Appointment
INDER JIT SINGH	10558389	Director	29/10/2025	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

2

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance
-----------------	------------------------------	--	------------

			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	29/08/2025	58414	50	67.6
EXTRA ORDINARY GENERAL MEETING	12/01/2026	53887	44	72.84

B BOARD MEETINGS

*Number of meetings held

4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/04/2025	6	6	100
2	23/07/2025	6	5	83.33
3	29/10/2025	6	5	83.33
4	21/01/2026	6	6	100

C COMMITTEE MEETINGS

Number of meetings held

14

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	23/04/2025	3	3	100
2	Audit Committee	23/07/2025	3	3	100
3	Audit Committee	29/10/2025	3	3	100
4	Audit Committee	21/01/2026	3	3	100
5	Nomination & Remuneration Committee	23/04/2025	3	3	100
6	Nomination & Remuneration Committee	23/07/2025	3	3	100

7	Nomination & Remuneration Committee	29/10/2025	3	3	100
8	Stakeholder Relationship Committee	23/04/2025	3	3	100
9	Stakeholder Relationship Committee	23/07/2025	3	3	100
10	Stakeholder Relationship Committee	29/10/2025	3	3	100
11	Stakeholder Relationship Committee	21/01/2026	3	3	100
12	Risk Management Committee	23/07/2025	3	3	100
13	Risk Management Committee	21/01/2026	3	3	100
14	Corporate Social Responsibility	23/04/2025	4	4	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								21/07/2026 (Y/N/NA)
1	UTSAV KHAITAN	4	3	75	3	3	100	Yes
2	SHAILESH KHAITAN	4	4	100	0	0	0	Yes
3	PRAVEEN UNIYAL	4	3	75	1	1	100	Yes
4	PAYAL GUPTA	4	4	100	14	14	100	Yes
5	DEEPAK KUMAR KHEMKA	4	4	100	14	14	100	Yes
6	SUMAN JYOTI KHAITAN	1	1	100	1	1	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	UTSAV KHAITAN	Managing Director	0	0	0	0	0.00
2	SHAILESH KHAITAN	Managing Director	0	0	0	0	0.00
3	PRAVEEN UNIYAL	Whole-time director	527106	0	0	0	527106.00
	Total		527106.00	0.00	0.00	0.00	527106.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	HARSH VARDHAN AGNIHOTRI	CFO	3952000	0	0	0	3952000.00
2	SEJAL MAHESHWARI	Company Secretary	880000	0	0	0	880000.00
	Total		4832000.00	0.00	0.00	0.00	4832000.00

C *Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	PAYAL GUPTA	Director	240000	0	0	0	240000.00
2	DEEPAK KUMAR KHEMKA	Director	240000	0	0	0	240000.00
3	SUMAN JYOTI KHAITAN	Director	35000	0	0	0	35000.00
4	INDER JIT SINGH	Director	175000	0	0	0	175000.00
	Total		690000.00	0.00	0.00	0.00	690000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☐ Nil

2

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
Khaitan Chemicals & Fertilizers Ltd	National Stock Exchange	29/08/2025	Regulation 17 Of The SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.	PENALTY AMOUNT- 35400 The listed entity has received notice regarding penalty levied by the Stock Exchanges due to non-compliance of Reg. 17(1) of SEBI LODR Regulations, 2015 w.r.t. Temporary shortfall in the number of Non- Executive Directors on the Board, resulting in deviation from the prescribed composition under Regulation 17(1).	NA

Khaitan Chemicals & Fertilizers Ltd	Bombay Stock Exchange	29/08/2025	Regulation 17 Of The SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.	PENALTY AMOUNT- 35400 The listed entity has received notice regarding penalty levied by the Stock Exchanges due to non-compliance of Reg. 17(1) of SEBI LODR Regulations, 2015 w.r.t. Temporary shortfall in the number of Non-Executive Directors on the Board, resulting in deviation from the prescribed composition under Regulation 17(1).	NA
-------------------------------------	-----------------------	------------	--	--	----

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

53076

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or Debenture holder (8).xlsm

(b) Optional Attachment(s), if any

Form MGT-8 signed.pdf
675039769_clarification.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

KHAITAN CHEMICALS AND FERTILIZERS LIMITED
--

 as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY)

31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Ritesh Gupta

Date (DD/MM/YYYY)

03/09/2026

Place

Indore

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

3*6*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

00041247

*(b) Name of the Designated Person

SHAILESH KHAITAN

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 20 dated*

(DD/MM/YYYY) 23/04/2026 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*0*1*4*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☐ Associate ☒ Fellow

Membership number

1*9*2

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC5848707

eForm filing date (DD/MM/YYYY)

10/09/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company