



21st July, 2026

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
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Subject: Proceedings of the 44th Annual General Meeting ("AGM") of the Company held on Tuesday, 21st July, 2026

Dear Sir/Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and with reference to our intimation dated 24th June, 2026, we hereby wish to inform you that the 44th Annual General Meeting ('AGM') of the Member of the Company was held on Tuesday, 21st July, 2026 at 11:00 A.M. through Video Conferencing ('VC').

Please find enclosed herewith proceedings of the 44th Annual General Meeting for the financial year 2025-26, in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please note that the result of e-voting as well as remote e-voting will be intimated to you separately upon receipt of Report from Scrutinizer within 2 working days from the conclusion of the Annual General Meeting.

The Annual General Meeting of the Company commence at 11:00 A.M. and concluded at 11.55 A.M.

We request you to kindly take the above information on record.

Yours faithfully,

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

**Sejal Maheshwari
Company Secretary & Compliance Officer
Membership No- F13942**



PROCEEDING OF THE 44th ANNUAL GENERAL MEETING OF THE MEMBERS OF KHAITAN CHEMICALS AND FERTILIZERS LIMITED HELD ON TUESDAY, 21ST JULY, 2026 AT 11:00 AM THROUGH VIDEO CONFERENCING ("VC")/OTHER AUDIO VISUAL MEANS ("OVAM") AND CONCLUDED AT 11:55 A.M.

DIRECTORS PRESENT:

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|----|-------------------------|--------------------------------|
| 1. | Mr. Shailesh Khaitan | Managing Director and Chairman |
| 2. | Mr. Utsav Khaitan | Joint Managing Director |
| 3. | Mr. Praveen Uniyal | Whole-Time Director |
| 4. | Mr. Deepak Kumar Khemka | Independent Director |
| 5. | Mr. Suman Jyoti Khaitan | Independent Director |
| 6. | Ms. Payal Gupta | Independent Women Director |

AUDITOR:

- | | | |
|----|---------------------|---|
| 1. | Mr. Ram Niwas Jalan | 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:

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

SCRUTINIZER:

Mr. Ritesh Gupta, M/s. Ritesh Gupta & Co., Company Secretaries, Indore was appointed as the scrutinizer for the 44th Annual General Meeting by the Board.

MEMBERS:

At the time of opening commencement of meeting, total 62 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 44th Annual General Meeting of Khaitan Chemicals and Fertilizers Limited, held on **Tuesday, 21st July, 2026** at 11:00 AM 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, Mr. Utsav Khaitan briefed the members on the operations of the Company, its financial performance, profitability, and other significant developments & requested CS Sejal Maheshwari, Company Secretary and Compliance Officer to confirm the quorum of 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.

Seven (7) speaker shareholder request has been received by the Company- Mr. Manjit Singh, Mr. Sunilbhai Arethiya, Mrs. Viraj Kacharia, Mr. Santosh Chopra, Mr. Toni Bhatia, Mr. Praveen Kumar & Mr. Keshav Garg. Additionally, it was noted that the speaker shareholder Mr. Praveen Kumar was absent during the AGM & Mr. Santosh Chopra was not audible. All queries were adequately replied.

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 AGM. 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 Businesses was transacted 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, 2026, including the Audited Balance Sheet as at March 31, 2026, 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 Shri Praveen Uniyal (DIN: 08714038), who retires by rotation and being eligible offers himself for re-appointment.
3. To declare Dividend of Re. 0.05/- per equity share i.e. 5% on face value of Re. 1/- each for the Financial Year ended March 31, 2026

➤ **Special Business:**

4. To Ratify the Remuneration of Cost Auditors for the Financial Year ended March 31, 2027.
5. To approve the increase in the borrowing limits under Section 180(1)(c) of the Companies Act, 2013.
6. To approve the power for creation of charge on the assets of the Company to secure borrowings up to ` 800 Crores pursuant to section 180(1)(a) of the Companies Act, 2013.
7. To approve Re-appointment of Shri Utsav Khaitan (DIN: 03021454) as a Joint Managing Director (Key Managerial Personnel) of the Company.

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



Khaitan CHEMICALS AND FERTILIZERS LIMITED

CIN : L24219MP1982PLC004937

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India Limited (NSE) Website.

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

**Sejal Maheshwari
Company Secretary & Compliance Officer
Membership No- F13942**

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