

VOTING RESULTS

In terms of the General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/ 2020 dated 13th April 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 ('the Act') and the Rules made thereunder, on account of the threat posed by Covid-19" and General Circular No. 20/ 2020 dated 5th May 2020, in relation to 'Clarification on holding of AGM through video conferencing (VC) or other audio visual means (OAVM)' (collectively referred to as 'MCA Circulars') and in compliance with applicable provisions of the Act, the 10th Annual General Meeting (AGM) of the Company was held on Saturday, 26th September, 2020 at 11:30 A.M. through VC/OAVM facility to transact the businesses as mentioned in the Notice dated 23rd May, 2020 convening the AGM. We would like to inform that all the items mentioned in the AGM Notice were transacted and passed by the Members with requisite majority.

In this regard, please find enclosed herewith the following:

- i. Summary of the proceedings of the AGM of the Company - **Annexure A.**
- ii. The results of the voting certified by Smt. Suman Lata, Company Secretary and Ms. Anjali Yadav, Scrutinizer - **Annexure B.**

The Meeting was concluded at 12:00 NOON.

For **Kanpur Fertilizers & Chemicals Limited**



Suman Lata
Company Secretary
M.No. : FCS 4394



Date : 26th September, 2020
Place: New Delhi

ANNEXURE –A

Summary of proceedings of the 10th Annual General Meeting ('AGM/Meeting')

The 10th Annual General Meeting ("AGM") of the Members of Kanpur Fertilizers & Chemicals Limited ("the Company") was held on Saturday, 26th September, 2020 at 11:30 A.M. through VC/OAVM facility. The Company, while conducting the Meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars and other social distancing norms in view of the outbreak of COVID-19 pandemic.

Smt. Suman Lata, Company Secretary, welcomed the Members to the Meeting and briefed them on certain points relating to the participation and voting at the Meeting through VC. The requisite quorum being present, the Company Secretary called the Meeting in order.

Shri Manoj Gaur, Chairman of the Company, chaired the Meeting. He informed the members that the proceedings of the meeting are being recorded. The Chairman welcomed all the Directors, Members and others present at the meeting and introduced the Directors to the Members. The Company's Statutory Auditors and Secretarial Auditors were also present at the Meeting through VC.

The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection in electronic mode. As the meeting was conducted through VC, attendance through proxies were not allowed.

The Chairman thereafter delivered his speech.

On the request of the Chairman and the members, the Company Secretary read the first and last line of qualified opinion mentioned in the Auditors Report for FY 2019-20 and stated that management's comments on the qualified opinion are given in the Directors' Report at page No. 10.

In terms of the Notice dated 23rd May, 2020 convening the 10th AGM of the Company, the following items of businesses were transacted at the Meeting:

S.No.	Description	Resolution Passed
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.	As an Ordinary Resolution
2.	To appoint a Director in place of Shri R.K. Pandey (DIN:00190017) , who retires by rotation and, being eligible, offers himself for re-appointment.	As an Ordinary Resolution



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Kanpur-208022 (U.P.) Ph.: +91 (0512) 6712231, 6712226
Website : www.jalindia.com CIN : U24233UP2010PLC040828



3.	To appoint a Director in place of Shri Sunny Gaur (DIN:00008293) , who retires by rotation and, being eligible, offers himself for re-appointment.	Shri Sunny Gaur resigned from the Board of the Company, hence the matter relating to his appointment was dropped.
4.	Ratification of Remuneration of M/s. Kabra & Associates, Cost Accountants, (Firm's Regn. No. 000075) , Cost Auditors for the Financial Year 2020-21.	As an Ordinary Resolution
5.	To appoint Shri Anil Mohan (DIN: 08733802) as Director of the Company	As an Ordinary Resolution
6.	To appoint Shri Satish Charan Kumar Patne (DIN: 00616104) as an Independent Director of the Company for a term of 3 years.	As a Special Resolution
7.	To appoint Shri Krishnaswamy Venkatraman Rajendran (DIN: 02468551) as an Independent Director for a term of 3 years.	As a Special Resolution

The Chairman declared all Resolutions as passed with requisite majority. He further stated that the Voting Results will also be displayed on the website of the Company at www.kfclkanpur.com and thanked the Members for attending and participating in the Meeting.

For **Kanpur Fertilizers & Chemicals Limited**

Suman Lata
Company Secretary
M.No.: FCS 4394



Date : 26th September, 2020
Place: New Delhi

ANNEXURE -B

Date of Annual General Meeting	26th September, 2020
Total number of shareholders as on cut-off date (19th August, 2020)	637 shareholders holding 100%
Percentage of shareholders attended the Meeting through Video Conferencing:	
Promoters and Promoter Group:	92.60%
Public:	7.30%

VOTING RESULTS

Description	Outcome
1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2020 together with the reports of the Board of Directors and Auditors thereon.	Resolution was passed as an Ordinary Resolution
2. To appoint a Director in place of Shri R.K. Pandey (DIN: 00190017) , who retires by rotation and, being eligible, offers himself for re-appointment.	Resolution was passed as an Ordinary Resolution
3. To appoint a Director in place of Shri Sunny Gaur (DIN: 00008293) , who retires by rotation and, being eligible, offers himself for re-appointment.	Shri Sunny Gaur resigned from the Board of the Company, hence the matter relating to his appointment was dropped.
4. Ratification of Remuneration of M/s. Kabra & Associates, Cost Accountants, (Firm's Regn. No. 000075) , Cost Auditors for the Financial Year 2020-21.	Resolution was passed with the requisite majority as an Ordinary Resolution
5. To appoint Shri Anil Mohan (DIN: 08733802) as Director of the Company.	Resolution was passed as an Ordinary Resolution
6. To appoint Shri Satish Charan Kumar Patne (DIN: 00616104) as an Independent Director of the Company for a term of 3 years.	Resolution was passed as a Special Resolution
7. To appoint Shri Krishnaswamy Venkatraman Rajendran (DIN: 02468551) as an Independent Director for a term of 3 years.	Resolution was passed as a Special Resolution

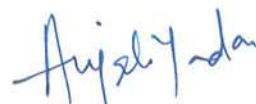
For **Kanpur Fertilizers & Chemicals Limited**

For **M/s. Anjali Yadav & Associates**



Suman Lata
Company Secretary
M.No.: FCS 4394





CS Anjali Yadav
(Scrutinizer)
C.P. No. 7257
Membership No. FCS 6628
PR. 629/2019
UDIN : F006628B000778841



Date: 26th September, 2020
Place: New Delhi



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