

VOTING RESULTS

11th Annual General Meeting (AGM) of the Company was held on Wednesday, 29th September, 2021 at 01:30 P.M. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") facility in line with the circulars issued by the Ministry of Corporate Affairs.

We would like to inform that all the items mentioned in the AGM Notice were transacted and passed by the Members with requisite majority except item no. 8 which was passed partially.

We are pleased to submit herewith the following with respect to the AGM of the Company:

- i. Summary of the proceedings of the AGM of the Company - **Annexure A.**
- ii. The results of the voting duly certified by Shri Alok Gaur, Chairman of the meeting and Ms. Anjali Yadav, Scrutinizer - **Annexure B.**

For **Kanpur Fertilizers & Chemicals Limited**



Suman Lata
Company Secretary
M.No. : FCS 4394



Date : 29th September, 2021
Place: New Delhi

ANNEXURE -A

Summary of proceedings of the 11th Annual General Meeting ("AGM")

The 11th Annual General Meeting ("AGM") of the Members of Kanpur Fertilizers & Chemicals Limited ("the Company") was held on Wednesday, 29th September, 2021 at 01:30 P.M. through VC/OAVM facility. The Company, while conducting the AGM, 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 11th AGM of the Company and briefed them on certain points relating to the participation and voting at the Meeting through VC. The requisite quorum being present, the Chairman called the Meeting in order.

In the absence of Shri Manoj Gaur, Chairman of the Company, Shri Alok Gaur, Jt. Managing Director & CEO of the Company was requested to chair 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' 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. As the meeting was conducted through VC, attendance through proxies were not allowed.

The Chairman thereafter delivered his speech.

On the request received from some of the members and with the due permission of Chairman, the Company Secretary read the first and last line of the Auditors Report for FY 2020-21.

In terms of the Notice dated 28th July, 2021 convening the 11th 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, 2021 together with the reports of the Board of Directors and Auditors thereon.	As an Ordinary Resolution
2.	To appoint a Director in place of Ms. Sunita Joshi	As an Ordinary Resolution



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Website : www.jalindia.com CIN : U24233UP2010PLC040828



	(DIN: 00025720), who retires by rotation and, being eligible, offers herself for re-appointment.	
3.	To appoint a Director in place of Shri Shyam Datt Nailwal (DIN: 00008529) , who retires by rotation and, being eligible, offers himself for re-appointment.	As an Ordinary Resolution
4.	Appointment of M/s Sharma Vats & Associates, Chartered Accountants (Firm Regn. No. 031486N) as Statutory Auditors of the Company for a period of 5 (five) years w.e.f. the conclusion of this AGM.	As an Ordinary Resolution
5.	Ratification of Remuneration of M/s. Kabra & Associates, Cost Accountants (Firm's Regn. No. 000075) , Cost Auditors for the Financial Year 2021-22.	As an Ordinary Resolution
6.	To appoint Shri Ajit Kumar (DIN: 07774104) as Director of the Company	As an Ordinary Resolution
<p>Since Item no. 7 and 8 relates to the appointment of Shri Alok Gaur, Chairman of this meeting, He being interested in the said matter requested Shri S.D. Nailwal Ji, Director, to take up the matter.</p> <p>Shri S.D. Nailwal Ji – then proceeded with the Item no. 7 and 8</p>		
7.	To appoint Shri Alok Gaur (DIN: 00112520) as Director of the Company	As an Ordinary Resolution
8.	To appoint Shri Alok Gaur (DIN: 00112520) as Whole-time Director of the Company for a period of three years w.e.f. 1st February, 2021 and payment of remuneration to him	<p>Resolution for appointment of Shri Alok Gaur as Whole-time Director was passed as Special Resolution.</p> <p>However, the matter relating to payment of remuneration to Shri Alok Gaur was deferred till the receipt of NOC from Yes Bank Limited in terms of clause (B)(ii) of section II of Schedule V of the Companies Act, 2013.</p>
<p>Thereafter, Shri S.D. Nailwal requested Shri Alok Gaur, Chairman to take up the remaining agenda matters.</p>		



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Shri Alok Gaur Ji then proposed item no. 9 for members approval		
9.	To appoint Shri Devinder Singh Ahuja (DIN:07687173) as Director of the Company	As an Ordinary Resolution

The Chairman declared all Resolutions as passed with requisite majority except item no. 8 which was passed partially. 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 : 29th September, 2021
Place: New Delhi

ANNEXURE -B

Date of Annual General Meeting	29th September, 2021
Total number of shareholders as on cut-off date (22nd September, 2021)	637 shareholders holding 100%
Percentage of shareholders attended the Meeting through Video Conferencing:	
Promoters and Promoter Group:	92.60%
Public:	7.31%

VOTING RESULTS

S.No.	Description	Outcome
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 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 Ms. Sunita Joshi (DIN:00025720) , who retires by rotation and, being eligible, offers herself for re-appointment.	Resolution was passed as an Ordinary Resolution
3.	To appoint a Director in place of Shri Shyam Datt Nailwal (DIN:00008529) , who retires by rotation and, being eligible, offers himself for reappointment.	Resolution was passed as an Ordinary Resolution
4.	Appointment of M/s Sharma Vats & Associates, Chartered Accountants (Firm Regn. No. 031486N) as Statutory Auditors of the Company for a period of 5 (five) years w.e.f. the conclusion of this AGM.	Resolution was passed as an Ordinary Resolution
5.	Ratification of Remuneration of M/s. Kabra & Associates, Cost Accountants, (Firm's Regn. No. 000075) , Cost Auditors for the Financial Year 2021-22.	Resolution was passed as an Ordinary Resolution
6.	To appoint Shri Ajit Kumar (DIN: 07774104) as Director of the Company.	Resolution was passed as an Ordinary Resolution.
7.	To appoint Shri Alok Gaur (DIN: 00112520) as Director of the Company	Resolution was passed as an Ordinary Resolution

8.	To appoint Shri Alok Gaur (DIN: 00112520) as Whole-time Director of the Company for a period of three years w.e.f. 1st February, 2021 and payment of remuneration to him.	Resolution for appointment of Shri Alok Gaur as Whole-time Director was passed as Special Resolution. However, the matter relating to payment of remuneration to Shri Alok Gaur was deferred till the receipt of NOC from Yes Bank Limited in terms of clause (B)(ii) of section II of Schedule V of the Companies Act, 2013.
9.	To appoint Shri Devinder Singh Ahuja (DIN:07687173) as Director of the Company	Resolution was passed as an Ordinary Resolution


For **Kanpur Fertilizers & Chemicals Limited**

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


Alok Gaur
Chairman
DIN: 00112520



Date: 29th September, 2021
Place: New Delhi


CS Anjali Yadav
(Scrutinizer)
C.P. No. 7257
Membership No. FCS 6628
PR. 629/2019
UDIN F006628C001034138

