

**VOTING RESULTS**

The 13<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Wednesday, 7<sup>th</sup> June, 2023 at 3:30 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 unanimously.

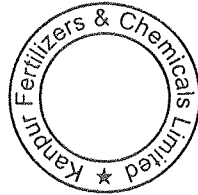
We are pleased to submit herewith the following with respect to the AGM of the Company:

- i. Summary of the proceedings of the AGM of the Company - **Annexure A.**
- ii. The results of the voting - **Annexure B.**

For **Kanpur Fertilizers & Chemicals Limited**



**Ritu Gupta**  
**Company Secretary**



**Date: June 7, 2023**  
**Place: New Delhi**

## ANNEXURE –A

### Summary of proceedings of the 13<sup>th</sup>Annual General Meeting (“AGM”)

The 13<sup>th</sup>Annual General Meeting ("AGM") of the Members of Kanpur Fertilizers & Chemicals Limited ("the Company") was held on Wednesday, 7<sup>th</sup> June, 2023 at 3:30 P.M. through VC/OAVM facility. The Company, while conducting the AGM, adhered to Circulars issued by the Ministry of Corporate Affairs (MCA).

Ms. Ritu Gupta, Company Secretary, welcomed the Members to the 13<sup>th</sup> AGM of the Company and briefed them on certain points relating to the participation and voting at the Meeting through VC/OAVM.

In the absence of Shri Manoj Gaur, Chairman of the Board, Shri Alok Gaur, Joint Managing Director & CEO of the Company, was elected by the Directors to chair the Meeting. The requisite quorum being present, the Chairman called the Meeting to order. He informed the Members that the proceedings of the meeting are being recorded. The Chairman of the Meeting welcomed all the Directors, Auditors and Members - present at the meeting and introduced the Directors and Auditors to the Members. The Representatives of Company's Statutory Auditors, Internal Auditors and Secretarial Auditors also attended the Meeting through VC/OAVM.

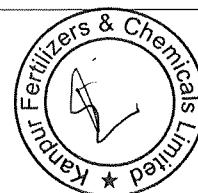
The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection electronically, as per the procedure mentioned in AGM Notice. As the meeting was conducted through VC/OAVM, attendance through proxies was not allowed.

The Chairman of the Meeting thereafter delivered his speech.

Since there was no qualification, reservation or adverse remark in the Reports of Statutory Auditors and Secretarial Auditors for the Financial Year 2022-23, as per the requests received from some of the members and with the due permission of Chairman, the Company Secretary read the first and last line of the Independent Auditor's Report for FY 2022-23.

In terms of the Notice dated May 6, 2023 convening the 13<sup>th</sup> AGM of the Company, the following items of businesses were transacted at the Meeting:

S.No.	Description	Resolution Passed
1.	Consideration and adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.	As an Ordinary Resolution

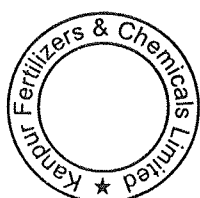


2.	Re-appointment of <b>Shri Alok Gaur (DIN: 00112520)</b> , who retires by rotation and being eligible, offers himself for re-appointment.	As an Ordinary Resolution
3.	Re-appointment of <b>Shri Ajit Kumar (DIN:07774104)</b> , who retires by rotation and being eligible, offers himself for re-appointment.	As an Ordinary Resolution
4.	Ratification of Remuneration of <b>M/s. Kabra &amp; Associates, Cost Accountants (Firm Registration No. 000075)</b> , Cost Auditors for the Financial Year 2023-24.	As an Ordinary Resolution
5.	Appointment of <b>Shri Vinod Sharma (DIN: 02072969)</b> as Director.	As an Ordinary Resolution
6.	Appointment of <b>Shri Narinder Kumar Grover (DIN: 08543115)</b> as an Independent Director for a term of five consecutive years.	As an Ordinary Resolution
7.	Alteration of Memorandum of Association of the Company.	As a Special Resolution
8.	Payment of remuneration by way of commission to Chairman and other Non-Executive Directors of the Company.	As a Special Resolution

The Chairman declared all Resolutions as passed unanimously. He thanked all the Members, Directors and Auditors for attending and participating in the Meeting.

For **Kanpur Fertilizers & Chemicals Limited**

  
**Ritu Gupta**  
**Company Secretary**



**Date: June 7, 2023**  
**Place: New Delhi**

# KANPUR FERTILIZERS & CHEMICALS LIMITED

ANNEXURE -B

**VOTING RESULTS IN RESPECT OF RESOLUTIONS PASSED IN THE ANNUAL  
GENERAL MEETING OF KANPUR FERTILIZERS & CHEMICALS LIMITED  
HELD ON JUNE 7, 2023**

S.No.	Description	Outcome
1.	Consideration and adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.	Resolution was passed as an Ordinary Resolution
2.	Re-appointment of <b>Shri Alok Gaur (DIN: 00112520)</b> , who retires by rotation and being eligible, offers himself for re-appointment.	Resolution was passed as an Ordinary Resolution
3.	Re-appointment of <b>Shri Ajit Kumar (DIN:07774104)</b> , who retires by rotation and being eligible, offers himself for re-appointment.	Resolution was passed as an Ordinary Resolution
4.	Ratification of Remuneration of <b>M/s. Kabra &amp; Associates, Cost Accountants (Firm Registration No. 000075)</b> , Cost Auditors for the Financial Year 2023-24.	Resolution was passed as an Ordinary Resolution
5.	Appointment of <b>Shri Vinod Sharma (DIN: 02072969)</b> as Director.	Resolution was passed as an Ordinary Resolution
6.	Appointment of <b>Shri Narinder Kumar Grover (DIN: 08543115)</b> as an Independent Director for a term of five consecutive years.	Resolution was passed as an Ordinary Resolution
7.	Alteration of Memorandum of Association of the Company.	Resolution was passed as a Special Resolution
8.	Payment of remuneration by way of commission to Chairman and other Non-Executive Directors of the Company.	Resolution was passed as a Special Resolution

For **Kanpur Fertilizers & Chemicals Limited**

  
(Alok Gaur)

Joint Managing Director & CEO  
(Chairman of the Meeting)

Date: June 7, 2023

Place: New Delhi



Regd. & Corp. Office : Ph.: +91 (120) 4609000, 2470800 Fax: +91 (120) 4609464, 4609496  
Factory : "CEE KAY ESTATE", Udyog Vihar, Panki Industrial Area, Kanpur-208022 (U.P.) Ph.: +91 (0512) 6712231, 6712226  
Website : www.jalindia.com CIN : U24233UP2010PLC040828

