

**Transcript of the 35th Annual General Meeting of Kothari Fermentation and Biochem Limited.**

The 35th Annual General Meeting (“AGM”) of the Members of Kothari Fermentation and Biochem Limited (‘the Company’) held on Tuesday, September 30, 2025, at 11.30 A.M. (IST) through Video conference (VC) / Other Audio Visual Means (OAVM).

**Ms. Shivani (CS)**

Good morning to each and every one of you to the 35th Annual General Meeting of Kothari Fermentation and Biochem Limited.

I, Shivani, Company Secretary and Compliance Officer of Kothari Fermentation and Biochem Limited, would like to welcome all the respective directors and dignitaries.

**Mr. Pramod Kumar Kothari** - Chairman and Managing Director

**Mr. Siddhant Kothari** - Whole Time Director

**Mrs. Kavita Devi Kothari** - Whole Time Director

**Mr. Piyush Kumar Goel** - Independent Director

**Mr. Varun Kumar** - Independent Director

**Mr. Arun Sekhani** - Chief Financial Officer

**Mr. Hemendra Patsingh Dugar** - Independent Director

**Mr. Kuldeep Kothari** - Statutory Auditor

**Mrs. Priyanka Saxena** - Secretarial Auditor

**Ms. Deepika Jain** – Scrutiniser

I would also like to welcome our shareholders and others present in the 35th AGM of the company through video conferencing for the smooth conduct of the meeting. Members will be in mute mode for the members who have pre registered themselves as speaker till September 2025. The audio will open when we request them to speak.

For optimum utilization of time, each speaker is requested to ask query within

2 minutes allocated to each speaker and the moderator is requested to mute the speaker after the lapse of the given time. Since the quorum of the AGM is present, I request the Hon. Chairman to declare open this AGM. Over to you sir.

**Mr. Pramod Kumar Kothari – (Chairman and MD)**

Good morning to one and all present here.

Ladies and gentlemen, since the quorum is present, I declare 35th AGM of Kothari Fermentation open.

Mr. Siddhant Kothari Whole Time Director, Ms. Shivani the Company Secretary are present in the meeting on dais and Mrs. Kavita Kothari Whole Time Director, Mr. Piyush Kumar Goel, Mr. Varun Kumar Independent Director, Mr. Kuldeep Kothari Statutory Auditor, Mr. Arun Kumar Sekhani CFO, Mrs. Priyanka Saxena Secretarial Auditor and Ms. Deepika Jain Scrutiniser, are present through VC.

It is hereby informed that the register of members and directors' shareholding as on date and other necessary statutory registers are open for inspection during this AGM on the website of the company.

A very warm welcome to all the board members, key managerial personnel, auditors and Scrutiniser. I would like to take this opportunity to thank all of you for your continued support and trust that you have shown in the company.

The virtual annual General Meeting is a positive step in the right direction as it allows members, irrespective of where they are, to participate in the AGM. I hope that all have gone through the notice and annual report of your company. Looking at the financial performance of the company during the financial year 2024-25, Your company has recorded a turnover of 114 crores with a profit of 80 lakhs before tax.

Despite facing the stiff competition from industry peers and high operational cost, central government has initiated various schemes to increase the consumption of molasses for industrial purposes, especially ethanol production, which has led to an increase in demand and prices of molasses.

However, your company has been continuously in the process of improving productivity and profits by monitoring the operation diligently. With the advent of biotechnological development, the usage of yeast has increased many fold and so has the demand for yeast and its variants. Your company is in talks with prospective corporations for the production of yeast variants required for various industrial purposes by them.

We strongly believe that your company will continue this profit trend in the next years also and there will be an increase in the production, turnover and profitability of the company during the current financial year around 2025-26, by utilizing its available resources and operating facilities more effectively and efficiently. We are confident that your company will reach new heights due to these developments. I take this opportunity to express my thanks to all the shareholders for their continued trust in the Board of Directors and the management of the company. I look forward to your support in the company's future.

We now proceed with the business as stated in the notice of 35th AGM of your company.

I call upon Ms. Shivani, company secretary to read the Auditor's report.

**Ms. Shivani (CS)**

Thank you, sir.

It is to inform that as the Financial Auditor report and Secretarial Auditor report are unqualified and copies have been sent to all members, it is taken as read by the consent of the members. Mr. Kuldeep Kothari, Financial Auditor and Mrs. Priyanka Saxena, Secretarial Auditor are also present in the meeting.

The e-voting proceeds as per The Companies Act 2013 has been informed to all of you along with the notice of AGM sent on September 05, 2025 and also by public notices published in the newspapers. The e-voting period commenced on September 27th and ended on Monday September 29th. Ms. Deepika Jain, a leading practicing company Secretary has been appointed as scrutinizer to scrutinize the e-voting process in fair and transparent manner.

Now, Shareholders who have already voted through e-voting are not eligible to vote today and shareholders who have not voted through e-voting earlier can vote here by e-voting system during the continuation of AGM and within half an hour after the conclusion of this AGM.

Now I will read the agenda item in the notice.

1. To receive, consider and adopt the audited financial statement of the company for the financial year ended on the 31 March 2025, the report of the board of the Director and auditors there on.
2. To approve the appointment of Mr. Siddhan Kothari who retires by rotation in terms of section 152 subsection 2013 and being eligible offers himself for reappointment.

3. To regularize the appointment of Mr. Varun Kumar as a non executive independent director of the company as a special resolution.
4. To approve the reappointment of Mr. Siddhan Kothari as a whole director and key managerial personnel of the company.
5. To appoint Ms. Priyanka Saxena and associate practicing company Secretaries as Secretary auditor of the company.

The result of the e-voting shall be submitted by Ms. Deepika Jain Scrutiniser in due course and the same shall be posted on the company's website within two working days of the AGM and same shall also be sent to the BSE for uploading on their website.

As per SEBI circular dated July 2025, SEBI introduced a special window for physical shareholders to reodge share transfer requests. The window is open from July 07, 2025 to January 06, 2026 for the cases lodged before April 01, 2019 with documentation deficiencies or processing issues. Eligible shareholders can submit transfer requests with the required documents to Abhipra Capital Limited, Share transfer agent of the company.

Now, I call the name of the registered speakers one by one and I request our chairman sir to kindly address the queries of the speakers.

1. Mr. Ankit Agarwal (Shareholder)

Sir, please. Please unmute Mr. Ankit Agarwal if available here.

Okay, so now we are Moving to next

**2. Mr. Ajay Kumar Jain (Shareholder)**

सर आवाज आ रही है?

**Mr. Pramod Kumar Kothari – (Chairman and MD)**

आ रही आ रही है आवाज आ रही है बताइए।

**Mr. Ajay Kumar Jain (Shareholder)**

नमस्कार, चेयरमैन सर, में अजय कुमार जैन, कंपनी का शेयरहोल्डर बोल रहा था। आपने मेम ने बैलेंस शीट की हार्ड कॉपी भेजी ना, बहुत अच्छी लगी और बैलेंस शीट फाइनेंसियल और वर्किंग के बारे में मैनेजमेंट देखने वाली है सर और काम करने वाली मैनेजमेंट है और आपने जो चेयरमैन स्पीच दी है उससे सुनने के बाद कोई questions नहीं बनता बस छोटा सा है की मेरी कंपनी ज्यादातर एक्सपोर्ट फील्ड में हमारे जो प्रोजेक्ट है एक्सपोर्ट करते हैं। आप जो नई जो टेरिफ वॉर या जो वॉर चल रहे है तो मेरी कंपनी का किसी प्रकार का इफेक्ट तो नहीं पड़ा है? यदि पड़ा है तो उसके लिए हम क्या प्लान बना रहे है और सर

सभा में जितने प्रस्ताव लगाया है उनका मैं अनुबोधन करता हूँ सर आपके लिए 2 शब्द मेरे व्यक्तिगत विचार है पुराना शेयरहोल्डर हु 30 साल से तो वो जरूर शेयर करूँगा और सर

उड़ान भरना है, जितना भी गिरना पड़े, सफलता को छूना है, कितना भी लड़ना पड़े।

**Mr. Pramod Kumar Kothari – (Chairman and MD)**

सही बात है आपने एकदम सही कहा।

**Mr. Ajay Kumar Jain (Shareholder)**

जीत चेयरमैन सर की होती है और उसका लाभ हमेशा शेयरहोल्डर को मिलता है सर । महेनत आप करते है सर।

**Mr. Pramod Kumar Kothari – (Chairman and MD)**

आपने एकदम सही कहा।

**Mr. Ajay Kumar Jain (Shareholder)**

और सर CS मेम ने अच्छा प्रश्न किया बट मेने मेम को एक निवेदन किया था एक बहोत साल पहले आपने एक छीज दी थी हमें , और वो मेने निवेदन किया था मेडम से , मीटिंग खतम होने के बाद, आपसे डिस्कस करके आदि भिजवाएंगे, तो मेरे फॅमिली के शेयरहोल्डर वो है ना आ नहीं सकते, वो कह रहे अरे.. सर आ गए...सर आ गए, और सर से रिक्वेस्ट कीजियेगा और एक फेस्टिवल सीजन दुर्गा मा की कृपा आप पर बनी रहे और आपकी और आप हम निराश नहीं करेंगे।

मैं इसी आशा और विश्वास के साथ, नमस्कार जय हिन्द।

**Mr. Pramod Kumar Kothari – (Chairman and MD)**

नमस्कार थैंक यू।

टैरिफ का कोई इफेक्ट नहीं पड़ा ट्रंप की टैरिफ का क्यूँकी हम एक्सपोर्ट करते नहीं है क्यूँकी इंडिया इतना बड़ा मार्केट है इसी में हमको फुर्सत नहीं मिलती यहाँ पे और डिमांड क्यूँकी India is a growing market. हर क्षेत्र में ग्रोथ है। डिस्टलेरी ले लो, बेकरी ले लो, फूड इंडस्ट्री ले लो, सीड इंडस्ट्री ले लो, फार्मास्यूटिकल ले लो, सब में ग्रोथ है तो इनको ही हम सप्लाई नहीं कर पाते, सही ढंग से तो एक्सपोर्ट का सोच नही सकते, ठीक है, और राह कितनी कॉम्पिटिशन के बावजूद मल्टीनेशन या 3-3 मल्टीनेशन लड़ रहे है पिछले कितने सालों से उसके बावजूद भी हम तंदुरुस्त है ठीक है साहब। थैंक यू।

**Ms. Shivani (CS)**

Okay so next speaker name is Mr. Ankur Chanda. Sir, is he available? Utkarsh sir, can you please confirm?

**Mr. Utkarsh:** Mr. Ankur is not available.

**Ms. Shivani (CS)**

We are going to next Mr. Rajni Gupta.

Okay so Next is Mr. Praveen Kumar.

Mr. Jasmeet Singh

Mr. Keshav Garg

So, thanks to all the speakers for sharing your questions.

Now, I would like to thank the panelists, speakers and all the members for their consistent support and cooperation in the conduct of this AGM and making it a success. Thank you all.

**Mr. Pramod Kumar Kothari – (Chairman and MD)**

Ladies and gentlemen.

Thank you very much for using your right to vote in a democratic way and attending this AGM. The business of the 35th AGM being over, I declare the meeting concluded. Thank you all.

Okay sir.

Okay sir. Thank you everyone for joining meeting.

Thanks. Thank you. Thank you. Thank you.