



Transcript of the 36th Annual General Meeting of Kothari Fermentation and Biochem Limited

The 36th Annual General Meeting (“AGM”) of the Members of Kothari Fermentation and Biochem Limited (‘the Company’) held on Wednesday, September 30, 2026, at 11:30 A.M. (IST) through Video conference/Other Audio-Visual Means (VC/OAVM)

Ms. Shivani (Company Secretary & Compliance Officer)

Good morning and a warm welcome to each and every one of you to the 36th Annual General Meeting of Kothari Fermentation and Biochem Limited. I, Shivani, Company Secretary and Compliance Officer of Kothari Fermentation and Biochem Limited I am pleased to acknowledge the presence of respected directors and dignitaries.

Mr. Pramod Kumar Kothari, Chairman and Managing Director.

Mrs. Kavita Devi Kothari, Whole-Time Director.

Mr. Piyush Kumar Goel, Independent Director and Chairman of the Audit Committee and Nomination and Remuneration Committee.

Mr. Varun Kumar, Independent Director and Chairman of the Stakeholders Relationship Committee.

Mr. Hemendra Patsingh Dugar, Independent Director.

Mr. Arun Sekhani, Chief Financial Officer.

Mr. Kuldeep Kothari, Statutory Auditor

Ms. Priyanka Saxena, Secretarial Auditor.

Ms. Deepika Jain, Scrutinizer.

I acknowledge the presence of our members and other participants joining the meeting through video conferencing and other audio-visual facility.

For the smooth conduct of the meeting, members will be on mute mode.

For members who have pre-registered themselves as speakers till September 21, 2026. The audio will be open when we request them to speak. For optimum utilization of time, each speaker is requested to limit their query to two minutes, after which the moderator is requested to mute the speaker.

Further, the Register of Members, Register of Directors' shareholdings as on date, and other necessary statutory registers are available for inspection during the meeting on the website of the company and on the NSDL website.

Since the quorum of the AGM is present, I request the honorable Chairman Sir to declare this AGM open.

Mr. Pramod Kumar Kothari (Chairman)

Good morning, everyone. I am pleased to welcome our Shareholders, Board Members, Managerial Personnel, Auditors, and Scrutinizer.

Since the quorum is present, I declare the 36th Annual General Meeting of Kothari Fermentation and Biochem Limited open.

Ms. Shivani, the Company Secretary, is Present in the meeting on Dias, while Mrs. Kavita Devi Kothari, Whole-Time Director, Mr. Piyush Kumar Goel, Mr. Varun Kumar and Mr. Hemendra Patsingh Dugar, Independent Directors, Mr. Kuldeep Kothari, Statutory Auditor, Mr. Arun Jain, CFO, Ms. Priyanka Saxena, Secretarial Auditor and Ms. Deepika Jain, Scrutinizer are participating through VC.

Further, Mr. Siddhant Kothari, Whole-Time Director of the Company, had expressed his inability to attend the AGM due to unavoidable pre-commitments.

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 Annual General Meeting.

I hope that you all have gone through the notice and the annual report of your company.

Looking at the financial performance of the Company during the financial year 25-26. Your company has recorded a turnover of 112.13 crore, though we have incurred a net loss before tax of 3.4 crore. However, the company has earned a cash profit of about 4 crore during this year. There was a reduction in profits due to higher raw material costs and operational challenges faced by the company. Your company is continuously working to reverse the losses into profit by improving productivity and monitoring operations diligently.

With the advent of biotechnological development and health awareness, the uses of yeast and its variants has increased manifold. Your company is engaged in discussions with prospective corporations for the production of yeast variants required for various industrial purposes.

We strongly believe that your company will overcome the current challenges and return to a positive performance in the coming years, as the management is confident that by utilizing its available resources and operating facilities more effectively and efficiently, the company will be able to improve its production, turnover, and overall financial performance.

I would like to express my sincere 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 the 36th AGM of your company.

I call upon Ms. Shivani, Company Secretary, to read the Auditor's report.

Ms. Shivani (Company Secretary & Compliance Officer)

It is to inform the members that the financial auditors' report and Secretarial Auditors' reports are unqualified and copies of the same have already been sent to all members. The same may be taken as read with the consent of the members.

Mr. Kuldeep Kothari, Financial Auditor, and Ms. Priyanka Saxena, Secretary Auditor, are also present in the meeting. And further, I want to tell everyone the e-voting procedure, as per the Companies Act, 2013, was informed to all the members along with the notice of the AGM sent on September 7, 2026, and also through public notices published in the newspaper on September 8, 2026. The e-voting period commenced on Thursday, September 24, 2026 at 9:00 am and ended on Tuesday, September 29, 2026 at 5:00 pm.

Ms. Deepika Jain, practicing company secretary, has been appointed as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

Members who have already voted through e-voting are not eligible to vote again at the AGM and members who have voted earlier may vote through the e-voting system during the AGM and within half an hour after the conclusion of the meeting.

Now I will read the agenda items in the notice.

First, to receive, consider and adopt the audited financial statements of the Company for the financial year ended on March 31, 2026 and the reports of the Board of Directors and auditors thereon.

Second, to approve the appointment of Mr. Pramod Kumar Kothari, who retires by rotation in terms of section 152, subsection 6 of the Companies Act, 2013, and, being eligible, offers himself for reappointment.

Number three, to approve the revision in the remuneration of Mr. Pramod Kumar Kothari, Chairman and Managing Director of the Company.

Number four, to approve the revision in the remuneration of Mrs. Kavita Devi Kothari, Whole-Time Director of the Company.

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

The members please note that SEBI wider circular dated January 30, 2026 has opened another special window to re-lodge share transfer requests. This window is open from February 5, 2026 to February 4, 2027 for transfer requests lodge before April 1, 2019 and were rejected return due to deficiencies. Further, the company is publishing the notices in in the newspapers informing shareholders about the special window for re-lodgement of physical share transfer requests. Eligible shareholders can submit transfer requests with required documents to us or to the respective RTA that is Abhipra Capital Limited.

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

Mr. Ajay kumar Jain. Sir, are you available?

Moderator

Mr. Ajay Kumar Currently not Present in the Meeting

Ms. Shivani (Company Secretary & Compliance Officer)

Number 2. Mr. Ankur chanda.

Moderator

Mr. Ankur chanda Currently not Present in the Meeting

Ms. Shivani (Company Secretary & Compliance Officer)

Number 3. Mr. Praveen kumar.

Moderator

Mr. Praveen Kumar Currently not Present in the Meeting

Ms. Shivani (Company Secretary & Compliance Officer)

Number 4. Vishnu Dutt Sharma.

Moderator

Mr. Vishnu Dutt Sharma Currently not Present in the Meeting

Ms. Shivani (Company Secretary & Compliance Officer)

Number 5. Manoj Jivrajbhai Bagadia and last one is Mr. Manjit Singh.

Moderator

Mr. Manoj and Manjit Currently not Present in the Meeting

Ms. Shivani (Company Secretary & Compliance Officer)

Is there anybody present?

Moderator

Madam None of the Speaker is not Present in the Meeting

Ms. Shivani (Company Secretary & Compliance Officer)

That's all. Now I would like to thank all the members for their consistent support and cooperation in the conduct of this AGM and making it a success.

Mr. Pramod Kumar Kothari (Chairman)

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 36th AGM being over, I declare the meeting is now concluded. Thank you all. Thanks.

Ms. Shivani (Company Secretary & Compliance Officer)

Thank you everyone for joining.