

01st October, 2024

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai-400 001
Scrip Code: 500139

NSE Limited
Department of Corporate Services
Exchange Plaza, Bandra,
Kurla Complex, Bandra(West),
Mumbai-400 051
Scrip Code: FEDDERELEC

Dear Sir/Madam,

Sub: Regulation 44: Submission of Voting Results of 68th Annual General Meeting along with Consolidated Scrutinizer Report

Pursuant to Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, Please find attached herewith the voting results along with Consolidated Scrutinizer Report of the 68th Annual General Meeting for the Financial Year 2023-24 of the Company held on Monday 30th September, 2024 at 6 and 6/1 UPSIDC, Industrial Area, Sikandrabad Bulandshahr, Uttar Pradesh-203205.

You are requested to take the above information on record.

Thanking you,
For **Fedders Electric and Engineering Limited**

Date: 01/10/2024
Place: Uttar Pradesh

SAKSHI Digitally signed
by SAKSHI GOEL
GOEL Date: 2024.10.01
18:15:26 +05'30'

Sakshi Goel
Company Secretary & Compliance Officer
Encl. As Above



Voting Result Details

General information about company	
Scrip code	500139
NSE Symbol	FEDDERELEC
MSEI Symbol	NOTLISTED
ISIN	INE249C01011
Name of the company	FEDDERS ELECTRIC AND ENGINEERING LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2024
Start time of the meeting	12:00 PM
End time of the meeting	12:30 PM

Scrutinizer Details	
Name of the Scrutinizer	CHETNA BHOLA
Firms Name	CHETNA BHOLA & ASSOCIATES
Qualification	CS
Membership Number	A41283
Date of Board Meeting in which appointed	12-08-2024
Date of Issuance of Report to the company	01-10-2024

Voting results	
Record date	23-09-2024
Total number of shareholders on record date	7
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	<div style="border: 1px solid #a020f0; border-radius: 10px; background-color: #800000; color: white; padding: 5px 15px; display: inline-block;">Add Notes</div>

Resolution (1)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

To receive, consider and adopt the audited Financial Statements (Standalone) of the Company for the financial year ended 31st March 2024, along with the report of the Board of Directors and Auditors thereon;

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	30000000	29999996	100.0000	29999996	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		30000000	29999996	100.0000	29999996	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000
	Total		0	0	0.0000	0	0	0.0000

	Total	30000000	29999996	100.0000	29999996	0	100.0000	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (2)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

To appoint a Director in place of Mrs. Sonal Singhal (DIN 09745010), who retires from the office of Director by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes on votes p
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]
Promoter and Promoter Group	E-Voting	30000000	29999996	100.0000	29999996	0	100.0000	
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	
	Total		30000000	29999996	100.0000	29999996	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	
	Poll		0	0	0	0	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0.0000	
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	0	0	0	0	0	0.0000	
	Poll		0	0	0	0	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0.0000	
	Total		0	0	0.0000	0	0	0.0000

	Total	30000000	29999996	100.0000	29999996	0	100.0000
Whether resolution is Pass or Not.							Yes
Disclosure of notes on resolution							Add Note

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (3)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

RATIFICATION OF REMUNERATION TO COST AUDITOR

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]
Promoter and Promoter Group	E-Voting	30000000	29999996	100.0000	29999996	0	100.0000	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	30000000	29999996	100.0000	29999996	0	100.0000	0
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0
	Poll		0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total	0	0	0.0000	0	0	0.0000	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0.0000	0
	Poll		0	0	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0
	Total	0	0	0.0000	0	0	0.0000	0
Total		30000000	29999996	100.0000	29999996	0	100.0000	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div style="background-color: #800000; color: white; padding: 5px; display: inline-block;">Add Notes</div>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: A-19, Suncity Vatsal Valley, Sector-2, Gurugram -122003, Haryana
376/12, Multani Chowk, Hisar, Haryana - 125001

Contact: +91-8745860745; +91-7988842449

Email: compliance@shukraa.in; chetnabhola@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman
Fedders Electric and Engineering Limited
6 and 6/1 UPSIDC Industrial Area,
Sikandrabad, Bulandshahr
Uttar Pradesh - 203205

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote E-voting and Polling at AGM conducted during the 68th Annual General Meeting ("AGM") of Fedders Electric and Engineering Limited ("Company") held on Monday, September 30, 2024 at 12:00 Noon (IST) at the registered office at 6 and 6/1 UPSIDC, Industrial Area, Sikandrabad, Bulandshahr- 203205, Uttar Pradesh

I, Chetna Bhola, Practicing Company Secretary and Partner of M/s Chetna Bhola & Associates, Company Secretaries have been appointed as the Scrutinizer by the Board of Directors of the Company on August 12, 2024, for the purpose of scrutinizing the process of voting through electronic means i.e., remote e-voting and Polling at AGM of the Company, in a fair and transparent manner, held on Monday, September 30, 2024 at 12:00 Noon (IST) at the registered office at 6 and 6/1 UPSIDC, Industrial Area, Sikandrabad, Bulandshahr- 203205, Uttar Pradesh in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of various circulars including General Circular No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 07, 2023, issued by SEBI ("SEBI Circulars"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolution(s) forming part of the AGM Notice dated August 12, 2024 ("AGM Notice") and I submit my report as under:

1. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI Listing Regulations relating to e-voting on the resolutions contained in the AGM Notice. The management of the Company is responsible for ensuring a secure framework and robustness of the electronic voting systems.



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2. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for the e-voting process (i.e. remote e-voting and polling at AGM) is restricted to making a consolidated scrutinizer's report based on the votes cast "in favor" or "against" on the resolution(s) contained in the AGM Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), being an agency authorized under the Act and the Rules made thereunder, and engaged by the Company to provide an e-voting facility (i.e. remote e-voting and polling at AGM).

3. Dispatch of Notice convening the AGM and Newspaper Advertisements:

- 3.1. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with the Annual Report for the financial year 2023-24 ("Annual Report") was sent only through electronic mode to those members whose email address is registered with the Company /Skyline Financial Services Private Limited, Registrar and Transfer Agent of the Company ("RTA")/Depositories/ Depository Participant(s).
- 3.2. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice and Annual Report were also placed on the website of the Company at <https://imcapitals.com/fedders-electric-engineering/> and on the website of the Stock Exchanges i.e. BSE Limited and NSE Limited at www.bseindia.com, and at www.nseindia.com respectively & on the website of NSDL i.e. <https://eservices.nsdl.com>.
- 3.3. The Company had published an advertisement in Financial Express (all India editions in English language) and Jansatta (all India editions in Hindi language) newspapers on September 08, 2024, w.r.t. AGM Notice as prescribed in Clause IV of the General Circular No. 20/2020 dated May 05, 2020 issued by the MCA. The advertisement contained all the required information as provided under clause IV (a) to (g) of Part A of the said circular.
- 3.4. The Company had also published an advertisement in Financial Express (all India editions in English language) and Jansatta (all India editions in Hindi language) newspapers on September 08, 2024, as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014. The advertisement contained all the required information as specified in sub rule 4(v) of the said rule.

4. Cut-off date:

The Members of the Company as on the "Cut-off date" i.e., September 23, 2024 were entitled to avail the facility of remote e-voting as well as Polling at the AGM on the proposed resolution(s) as set out in the AGM Notice.

5. Remote e-voting process:

5.1. Agency

The Company has appointed NSDL for providing the electronic voting facility for conducting remote e-voting and e-voting at the AGM by the Members of the Company.



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5.2. Remote e-voting period

The remote e-voting period commenced on Friday, September 27, 2024, from 09:00 a.m.(IST) and concluded on Sunday, September 29, 2024, at 05:00 p.m. (IST).

6. Polling at the AGM:

The Members who were present in the AGM through VC/OA VM facility and had not cast their votes on the resolutions during the remote e-voting period and were otherwise not barred from doing so, were allowed to cast their votes through polling papers during the AGM.

7. Counting Process:

7.1. After the conclusion of the AGM at 12:30 p.m. (IST), the votes cast through e-voting (i.e. remote e-voting and polling at AGM) were unblocked and downloaded from the e-voting website of NSDL around 12:50 p.m. (IST) on Monday, September 30, 2024, in the presence of two witnesses, Mr. Deepak Seth and Mr. Rohan Paswan, who are not in employment of the Company.

7.2. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting based on the reports generated from NSDL e-voting system and polling at AGM, summary of the total votes cast "In Favour" or "Against" all the resolutions proposed in the Notice of the AGM, scrutinized on test check basis and relied upon by me, areas under:

CONSOLIDATED RESULTS

ORDINARY BUSINESS(ES):

Item No. 1: To receive, consider and adopt the audited Financial Statements (Standalone) of the Company for the financial year ended 31st March 2024, along with the report of the Board of Directors and Auditors thereon.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	No. of members who votes	No. of shares for which votes cast	Percentage (%) of total votes cast	No. of members who votes	No. of shares for which votes cast	Percentage (%) of total votes cast	No. of members who votes	No. of shares for which votes cast
Remote e-voting	3	2,99,99,996	100	0	0	0	0	0
Polling at AGM	0	0	0	0	0	0	0	0
Total	3	2,99,99,996	0	0	0	0	0	0



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Email: compliance@shukraa.in; chetnabhola@gmail.com

Result: Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 1 of the AGM Notice has been passed with requisite majority.

Item No. 2: To appoint a Director in place of Mrs. Sonal Singhal (DIN 09745010), who retires from the office by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	No. of members who votes	No. of shares for which votes cast	Percentage (%) of votes to total votes cast	No. of members who votes	No. of shares for which votes cast	Percentage (%) of votes to total votes cast	No. of members who votes	No. of shares for which votes cast
Remote e-voting	3	2,99,99,996	100	0	0	0	0	0
Polling at AGM	0	0	0	0	0	0	0	0
Total	3	2,99,99,996	0	0	0	0	0	0

Result: Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 2 of the AGM Notice has been passed with requisite majority.

SPECIAL BUSINESS(ES):

Item No. 3: Ratification of remuneration to Cost Auditor.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	No. of members who votes	No. of shares for which votes cast	Percentage (%) of votes to total votes cast	No. of members who votes	No. of shares for which votes cast	Percentage (%) of votes to total votes cast	No. of members who votes	No. of shares for which votes cast
Remote e-voting	3	2,99,99,996	100	0	0	0	0	0
Polling at AGM	0	0	0	0	0	0	0	0
Total	3	2,99,99,996	0	0	0	0	0	0



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Email: compliance@shukraa.in; chetnabhola@gmail.com

Result: Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 3 of the AGM Notice has been passed with requisite majority.

Notes:

- (i) Aforesaid resolutions contained in the AGM Notice are passed with the requisite majority by the Members of the Company as specified under the Companies Act, 2013.
- (ii) All electronic data and relevant records of e-voting have been handed over to the Company Secretary for safe keeping.

Based on the above information, you may kindly announce the results.

For M/s Chetna Bhola & Associates
Company Secretaries

Peer Review No.: 2573/2022

**CHETNA
BHOLA**

Digitally signed by
CHETNA BHOLA
Date: 2024.10.01
16:51:47 +05'30'

Chetna Bhola
Partner

Mem. No.: A41283; C.P. No.: 15802

UDIN: A041283F001397891

Date: October 01, 2024

Place: Gurugram

Counter signed by:

**VISHAL
SINGHAL**

Digitally signed by
VISHAL SINGHAL
Date: 2024.10.01
17:43:11 +05'30'

Vishal Singhal
(Chairman)

DIN.: 03518795

Restriction on use:

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) placing on the website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.