

Fermenta Biotech Limited (formerly known as DIL Limited)

CIN: L99999MH1951PLC008485

Regd. Office: A - 1501, Thane One, DIL Complex, Ghodbunder Road, Majiwade, Thane (W) - 400 610, Maharashtra, India.

Tel. : +91-22-6798 0888 Fax. : +91-22-6798 0899

Email : info@fermentabiotech.com, Website. : www.fermentabiotech.com



Ref: F.No.: 908

August 12, 2024

Corporate Relations

**BSE Limited, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001**

Dear Sirs,

Sub.: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') – Outcome and Proceedings of 72nd Annual General Meeting

Ref: Scrip Code: 506414

Pursuant to the provisions of Regulation 30 of Listing Regulations, we hereby inform that the members of the Company at the 72nd Annual General Meeting held today ('AGM'), have, *inter alia*, approved the following:

(i) Appointment of Directors:

The members approved the appointment of Mr. Satish Varma (DIN: 00003255), who retired by rotation and had offered himself for re-appointment.

(ii) Continuation of Directorship:

The members approved the continuation of Ms. Rajeshwari Datla (DIN: 00046864) as a Non-Executive Director on the Board of Directors of the Company after attaining 75 years.

(iii) Dividend:

The members approved the payment of dividend of Rs. 1.25 per equity share of Rs. 5 each for the financial year ended March 31, 2024.

The dividend will be paid to the shareholders of the Company on or before August 22, 2024 to those shareholders / beneficial owners whose names appeared in the Register of Members as on the Record Date i.e. Tuesday, August 06, 2024.

Summary of the proceedings at the 72nd AGM is enclosed hereunder.

Kindly take the above on your record. Thanking you,

Yours faithfully,

For **Fermenta Biotech Limited**

Varadvinayak Khambete

Company Secretary & Head - Legal

Membership No. A33861

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Dist. Mandi - 175 121, Himachal Pradesh, India.
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SUMMARY OF PROCEEDINGS AT THE 72ND ANNUAL GENERAL MEETING

The 72nd Annual General Meeting ('AGM') of Fermenta Biotech Limited ('Company') commenced at 3:03 p.m. IST on Monday, August 12, 2024, through Video Conferencing or Other Audio-Visual Means ('VC/OAVM') without the physical presence of the members at a common venue, in accordance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and various circulars issued by the Ministry of Corporate Affairs and the SEBI. The deemed venue of the AGM was A-1501, Thane One, DIL Complex, Ghodbunder Road, Majiwade, Thane (West) - 400 610, Maharashtra.

Mr. Varadvinayak Khambete, Company Secretary of the Company, welcomed the members, the directors and other participants to the 72nd AGM. All Directors and Key Managerial Persons were present for the meeting.

Mr. Pradeep Chandan, Chairman, informed the members that the required quorum was present, and hence the meeting was called to order. He then introduced the directors and key managerial personnel by mentioning the name and location from where they were attending the meeting and thereafter welcomed the directors, key managerial personnel, partner of the Statutory Auditors, and the Scrutinizer, to the meeting.

The Chairman informed that the Annual Report 2023-24 including the AGM Notice was mailed electronically to the members whose email ids were registered with the Company / Depository Participant(s) / R&T Agent. The same was uploaded on the Company's website, BSE website and the website of the R&T Agent. He further informed that the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, and the relevant documents referred to in the Notice would be open for inspection during the AGM at the Company's website.

With the permission of the members present, the AGM notice, Board's report and other relevant documents convening the meeting were taken as read. Since there was no qualified opinion in the Auditors' Report, it was also taken as read.

The Chairman further informed the members that the Company appointed Link Intime India Private Limited to provide facility for voting through remote e-voting, e-voting during the AGM and for participation in the AGM through VC/OAVM facility. The remote e-voting was open from Friday, August 09, 2024 (9.00 a.m. IST) to Sunday, August 11, 2024 (5.00 p.m. IST). He informed the members that Mr. V. N. Deodhar, Proprietor of V. N. Deodhar & Co., Practising Company Secretaries, has been appointed as the Scrutinizer by the Board of Directors of the Company to scrutinize the remote e-voting, ballot forms along with e-voting at the AGM.

The Chairman, in his speech to the members of the Company, *inter alia*, highlighted the operational and financial performance of the Company. The members were further informed that those who had not voted through remote e-voting or ballot forms earlier could vote on the following resolutions once the e-voting at the AGM commenced.

Further the Company Secretary read out the ordinary and special businesses proposed for members approval which were as follows:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, Reports of the Board of Directors and the Auditors thereon; and the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, and the Report of the Auditors thereon, as an ordinary resolution.
2. To declare dividend of Rs. 1.25 (One Rupee and Twenty Five paise) per equity share of Rs. 5 each (25%) for the financial year ended March 31, 2024, as an ordinary resolution.
3. To appoint a director in place of Mr. Satish Varma (DIN: 00003255), who retires by rotation and, being eligible, offers himself for reappointment, as an ordinary resolution.

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SPECIAL BUSINESS:

4. To approve the continuation of Ms. Rajeshwari Datla (DIN: 00046864) as a Non-Executive Director on the Board of Directors of the Company after attaining 75 years, as a special resolution.
5. Remuneration of Cost Auditor of the Company for the financial year ending March 31, 2025, as an ordinary resolution.
6. Approval for Material Related Party Transactions, as an ordinary resolution.

Thereafter, the Company Secretary requested the registered speaker members to put their questions or views. Mr. Pradeep Chandan, the Chairman, Mr. Prashant Nagre, Managing Director and Mr. Sumesh Gandhi, Chief Financial Officer of the Company answered the questions, *inter alia*, raised by the registered speaker members. The Chairman suggested that the members may contact the Company Secretary after this meeting for any additional information pertaining to their respective questions.

The Chairman then requested the members who had not cast their votes through remote e-voting or otherwise, to cast their votes through e-voting process at the AGM.

The members were informed that the Scrutinizer shall make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, by way of remote e-voting, ballot forms, and e-voting results at AGM, within 2 working days of the conclusion of this AGM and the same shall be placed on the Company's website, R&T Agent's website and shall also be communicated to BSE Limited. The Chairman thanked the members, directors on the Board and other participants for participating in this AGM.

Vote of thanks was given to the Chair and thereafter, the members who had not voted by way of remote e-voting or ballot were requested to cast their votes through e-voting within a period of 15 minutes from 4:31 p.m. until the conclusion of the meeting at 4:46 p.m. (IST). After conclusion of the meeting the Scrutinizer submitted his report to the Company declared that **all resolutions proposed in the notice of the 72nd AGM were passed with requisite majority.**

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