

27th July, 2024

To
Head Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai-400051

To
The Corporate Services Department,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai-400 001

Scrip Code: FEDDERELEC

Scrip Code: 500139

Subject: Voting Results under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir

We wish to inform you that the Extra Ordinary General Meeting (EGM) of the Members of the Company was held on Thursday, July 25, 2024 at 03:00 PM (IST) at the registered office of the Company at 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, Bulandshahr- 203205 (U.P.)

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and rules made thereunder, the Company had provided remote e-voting facility to the members entitled to cast their votes on all resolutions. Further, the Company has provided voting facility at the EGM Venue also to those members who have not exercised e-voting facility.

Ms. Chetna Bhola, Company Secretary in practice has been appointed as the Scrutinizer for scrutinizing remote e-voting & e-voting at EGM and has submitted her report on all the resolutions contained in the Notice of the EGM.

All the resolutions contained in the notice of the above EGM are approved by requisite majority of shareholders through e-voting and polling at the venue of the EGM.

Further in this regard, we enclose the consolidated voting results in the prescribed format alongwith the scrutinizer's report.

Kindly take the above information into record.

Thanking You

For Fedders Electric and Engineering Limited

Sakshi Goel
Company Secretary & Compliance Officer



Encl: As above



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: 011-41675353; +91-7988842449

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

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) 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 Report on Scrutinizer on remote e-voting and electronic voting during the Extraordinary General Meeting (“EGM”) pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, of the Fedders Electric and Engineering Limited (“Company”) held on Thursday, July 25, 2024 at 03:00 P.M. at the registered office of the Company at 6 and 6/1 UPSIDC Industrial Area, Sikandrabad, Bulandshahr, Uttar Pradesh - 203205

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 Fedders Electric and Engineering Limited (“the Company”) pursuant to Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purposes of scrutinizing the remote e-voting and e-voting during the EGM pursuant to the Section 108 of the Companies Act, 2013 read with the Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, in respect of the below mentioned resolutions proposed at the EGM of the Company at the registered office of the Company at 6 and 6/1 UPSIDC Industrial Area, Sikandrabad, Bulandshahr, Uttar Pradesh – 203205 and I submit my report as under:

1. The management is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the rules made thereunder (“Act”) and the SEBI Listing Regulations relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the EGM by the shareholders on the resolutions proposed in the Notice of the EGM of the Company.



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2. My responsibility as the Scrutinizer of the voting process, is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizers Report of the votes cast in favour and against the resolution stated in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (“NSDL”) the service provider.
3. The notice dated July 02, 2024, along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions proposed at the EGM of the Company.
4. The Company had availed the e-voting facility offered by NSDL for conducting remote e-voting prior to the EGM and voting at the EGM by electronic means.
5. The shareholders of the Company holding shares as on the cut-off date of July 18, 2024, were entitled to vote on the resolutions as contained in the Notice of EGM.
6. In accordance with the Notice of the EGM and the advertisement published pursuant to Rule 20(4)(v) the Companies (Management and Administration) Rules, 2014, the remote e-voting commenced at 09:00 A.M. on Monday, July 22, 2024 and closed at 05:00 P.M. on Wednesday, July 24, 2024.
7. After declaration of voting by the Chairman, the shareholders present at the EGM and who had not voted on remote e-voting, voted through e-voting facility provided by NSDL at the EGM.
8. The votes were unblocked July 25, 2024 at 05:00 P.M. in the presence of two witnesses, Mr. Deepak Seth and Mr. Rohan Paswan, who are not in the employment of the Company, before they were counted.
9. I have scrutinized and reviewed the remote e-voting and vote casted through e-voting during the EGM, based on the data downloaded from the NSDL e-voting system at <https://eservices.nsdl.com>.
10. I now submit my consolidated report as under on the result of the remote e-voting and vote casted through e-voting during the EGM in respect of the said resolutions:



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Item No. 1: Increase in Authorized Share Capital and Consequently alteration of Memorandum of Association

Type of Resolution: Special 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	5	2,99,99,998	100	0	0	0	0	0
E-voting at EGM	0	0	0	0	0	0	0	0
Total	5	2,99,99,998	100	0	0	0	0	0

Result: The special resolution was passed with requisite consent.

Item No. 2: To issue redeemable non-convertible cumulative preference shares through private placement basis

Type of Resolution: Special 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	5	2,99,99,998	100	0	0	0	0	0
E-voting at EGM	0	0	0	0	0	0	0	0
Total	5	2,99,99,998	100	0	0	0	0	0

Result: The special resolution was passed with requisite consent.



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11. Custody of records

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: 2024.07.27 10:55:05 +05'30'

Chetna Bhola

Partner

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

UDIN: A041283F000837133

Date: July 27, 2024

Place: New Delhi

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General information about company

Scrip code	500139
NSE Symbol	FEDDERELEC
MSEI Symbol	NOTLISTED
ISIN	INE249C01011
Name of the company	RS ELECTRIC AND ENGINEERING LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-07-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:30 PM

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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	02-07-2024
Date of Issuance of Report to the company	27-07-2024

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Voting results	
Record date	18-07-2024
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	2
Disclosure of notes on voting results	Add Notes

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Resolution (1)

Resolution required: (Ordinary / Special)		Special												
Whether promoter/promoter group are interested in the agenda/resolution?		Yes												
Description of resolution considered		Increase in Authorized Share Capital and Consequently Alteration of Memorandum of Association.												
Category	Mode of voting	No. of shares held	No. of votes polled	(2)	(3)=[(2)/(1)]*100	% of Votes polled on outstanding shares	No. of votes – in favour	(4)	No. of votes – against	(5)	(6)=[(4)/(2)]*100	% of votes in favour on votes polled	(7)=[(5)/(2)]*100	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting		29999998		100.0000	100.0000	29999998		0		100.0000		0.0000	
	Poll	30000000	0		0.0000	0	0		0		0		0	
	Postal Ballot (if applicable)		0		0.0000	0	0		0		0		0	
	Total		30000000	29999998		100.0000	100.0000	29999998		0		100.0000	0.0000	
Public- Institutions	E-Voting		0		0	0	0		0		0		0.0000	
	Poll		0		0	0	0		0		0		0.0000	
	Postal Ballot (if applicable)		0		0	0	0		0		0		0.0000	
	Total		0	0		0.0000	0	0	0		0		0.0000	
Public- Non Institutions	E-Voting		0		0	0	0		0		0		0.0000	
	Poll		0		0	0	0		0		0		0.0000	
	Postal Ballot (if applicable)		0		0	0	0		0		0		0.0000	
	Total		0	0		0.0000	0	0	0		0		0.0000	
Total			30000000	29999998		100.0000	100.0000	29999998		0		100.0000	0.0000	
Whether resolution is Pass or Not.										Yes		Add Notes		

* this fields are optional

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



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Resolution (2)

Resolution required: (Ordinary / Special)		Special							
Whether promoter/promoter group are interested in the agenda/resolution?		Yes							
TO ISSUE REDEEMABLE NON-CONVERTIBLE CUMULATIVE PREFERENCE SHARES THROUGH PRIVATE PLACEMENT BASIS									
Category	Mode of voting	Description of resolution considered	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		(1)	29999998	100.0000	29999998	0	100.0000	0.0000
	Poll		30000000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)			0	0.0000	0	0	0	0
	Total		30000000	29999998	100.0000	29999998	0	100.0000	0.0000
Public- Institutions	E-Voting			0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)			0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting			0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)			0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000	0.0000
Total			30000000	29999998	100.0000	29999998	0	100.0000	0.0000
				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 Institutions	
Public - Non Institutions	

