

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



F.No.: 908

August 12, 2024

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

Dear Sir,

Re : Declaration of Voting Results of the 72nd Annual General Meeting

Ref: Scrip Code 506414

Pursuant to Regulation 44 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the results of remote e-voting (including ballot forms) and electronic voting at the Annual General Meeting on all the resolutions set out in the notice of the 72nd Annual General Meeting of the Company held on August 12, 2024 through Video Conferencing/Other Audio Visual Means.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Fermenta Biotech Limited

Varadvinayak Khambete
Company Secretary & Head - Legal

Membership No. A33861

A-1501, Thane One, DIL Complex, Ghodbunder Road, Majiwade, Thane (W) 400610

Encl: as above

Factory : Village Takoli, P.O. Nagwain,
Dist. Mandi - 175 121, Himachal Pradesh, India.
Tel. : +91-1905-287246 / 48 / 49
Fax: +91-1905-287250
Email: info@fermentabiotech.com
Website: www.fermentabiotech.com

Factory : Z - 109 B & C, SEZ II, Dahej,
Taluka - Vagara, Dist: Bharuch - 392 130,
Gujarat, India.
Tel. : +91-2641-291440 / 444
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**72nd Annual General Meeting held on August 12, 2024****Declaration of Results of remote e-voting (including ballot forms) and e-voting at the Annual General Meeting**

The 72nd Annual General Meeting ('AGM') of Fermenta Biotech Limited was held 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, which commenced at 3.00 p.m. (IST) and concluded at 4:46 p.m. (IST).

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules) 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility of remote e-voting to the members of the Company to enable them to cast their votes electronically on the resolutions proposed in the Notice of the 72nd AGM. 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). The Company also provided the facility to vote by way of ballot forms. The facility to vote electronically at the AGM was also provided to those members who did not cast their vote(s) through remote e-voting or ballot forms.

The Board of Directors appointed Mr. V. N. Deodhar (Membership No. FCS 1880), Proprietor of V. N. Deodhar & Co., Practising Company Secretaries, as the Scrutinizer for remote e-voting, voting through ballot forms and voting at the AGM. The Scrutinizer has carried out the scrutiny of all the electronic votes (including ballot forms) and submitted his Report on August 12, 2024.

The consolidated results as per the Scrutinizers' Report dated August 12, 2024 are provided below.

Resol ution No.	Particulars	% Votes in favour	% Votes Against
1	To receive, consider and adopt: (a) 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 (b) the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, and the Report of the Auditors thereon.	100	0
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.	100	0
3	To appoint a director in place of Mr. Satish Varma (DIN: 00003255), who retires by rotation and, being eligible, offers herself for re-appointment.	100	0
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	100	0
5	To fix the remuneration of the Cost Auditor.	100	0
6	To consider approval for Material Related Party Transactions.	100	0

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Based on the Reports of the Scrutinizer (as enclosed), all Resolutions as set out in the Notice of 72nd Annual General Meeting have been duly approved by the members with requisite majority.

For Fermenta Biotech Limited

A handwritten signature in blue ink, appearing to read 'Pradeep Chandan', is written over a horizontal line.

Pradeep Chandan
Chairman

Date: August 12, 2024

Encl.: As above

V. N. DEODHAR & CO.

Company Secretaries

V. N. DEODHAR

B.Com (Hons), B.A.LL.B. (Gen.) F.C.S.

4/3, 'Radha', 1st Floor,
Shastri Hall, Grant Road (W),
Mumbai - 400 007.
Tel. : 2385 0364
Fax : 2386 1708
Email : vndeodhar@gmail.com

REPORT OF SCRUTINIZER ON REMOTE E-VOTING, BALLOT AND E-VOTING AT THE 72nd ANNUAL GENERAL MEETING OF FERMENTA BIOTECH LIMITED

To
The Chairman,
Fermenta Biotech Limited
A-1501, Thane One,
DIL Complex,
Ghodbunder Road, Majiwada,
Thane (W) - 400 610.

Corporate Identity Number (CIN): L99999MH1951PLC008485

I, V. N. Deodhar, proprietor of M/s V. N. Deodhar & Co., Company Secretaries having office at 4/3, Radha, 1st Floor, Shastri Hall, Grant Road (West), Mumbai 400007 have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting, ballot and e-voting process at the 72nd Annual General Meeting ("AGM") in a fair and transparent manner for the business contained in the Notice of 72nd AGM of the company held on Monday, 12th August, 2024 at 3.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and issuing a report on remote e-voting, ballot as well as e-voting process at the 72nd AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with sub rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, read with other relevant circulars including General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022 and General Circular 10/2022 dated December 28, 2022 ("MCA Circulars"), and SEBI vide its Master circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and other applicable circulars ("SEBI Circulars"), and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The Company sought approval of Members to the Resolutions through remote e-voting, ballot and e-voting process at the 72nd AGM:

1. The remote e-voting period commenced at 9.00 a.m. on August 9, 2024 and ended at 5.00 p.m. on August 11, 2024 and the same was disabled thereafter.



2. Voting rights were on the paid-up value of shares registered in the name of the member as on the Cut Off date i.e. August 6, 2024.
3. Members holding shares as on the "Cut Off" date i.e. August 6, 2024 were entitled to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the 72nd AGM of the Company.
4. The facility of voting through e-voting process during the 72nd AGM was provided to facilitate those members present in the meeting and had not participated in the remote e-voting and ballot to record their votes.
5. After the conclusion of the 72nd AGM the votes cast through ballot, remote e-voting and e-voting during the AGM were unblocked in the presence of two witnesses, namely, CA. Hrushikesh V. Deodhar and Mr. Ajit V. Ukidwe, who acted as witnesses and who are not in employment of the Company.
6. Thereafter, I as a scrutinizer duly compiled the details of ballot, remote e-voting and e-voting process done by the members at the 72nd AGM, the details of which are as follows:

ORDINARY BUSINESS**RESOLUTION No.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 along with the Report of the Auditors thereon, as an ordinary resolution.

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	37	16688090	100	0	0	0
Voting at the meeting through e-voting process	6	226	100	0	0	0
Voting through Ballot Process	46	4900112	100	0	0	0
Total	89	21588428	100	0	0	0



RESOLUTION No.2

To declare dividend of Rs.1.25 per equity share of Rs.5 each for the financial year ended March 31, 2024 as an ordinary resolution;

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	37	16688090	100	0	0	0
Voting at the meeting through e-voting process	6	226	100	0	0	0
Voting through Ballot Process	46	4900113	100	0	0	0
Total	89	21588428	100	0	0	0

RESOLUTION No.3

To appoint a director in place of Mr. Satish Varma (DIN: 00003255), who retires by rotation and, being eligible, offers herself for re-appointment, as an Ordinary Resolution:

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	37	16688090	100	0	0	0
Voting at the meeting through e-voting process	6	226	100	0	0	0
Voting through Ballot Process	46	4900113	100	0	0	0
Total	89	21588428	100	0	0	0



SPECIAL BUSINESS:

RESOLUTION No.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:

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	37	16688090	100	0	0	0
Voting at the meeting through e-voting process	6	226	100	0	0	0
Voting through Ballot Process	46	4900113	100	0	0	0
Total	89	21588428	100	0	0	0

RESOLUTION No.5

Approval for remuneration of Cost Auditor of the Company, as an Ordinary resolution:

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	37	16688090	100	0	0	0
Voting at the meeting through e-voting process	6	226	100	0	0	0
Voting through Ballot Process	46	4900112	100	0	0	0
Total	89	21588428	100	0	0	0



RESOLUTION No.6

Approval for Material Related Party Transactions, as an Ordinary Resolution:

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	33	67457	100	0	0	0
Voting at the meeting through e-voting process	6	226	100	0	0	0
Voting through Ballot Process	45	2659736	100	0	0	0
Total	84	2727419	100	0	0	0

All the resolutions mentioned in the notice of the 72nd Annual General Meeting dated June 20, 2024 stand passed under Remote E-voting, Ballot and voting conducted at the Annual General Meeting through e-voting process with the requisite majority and hence deemed to be passed as on the date of Annual General Meeting.

For V.N. DEODHAR & Co.,
COMPANY SECRETARIES

UDIN: F001880F000959067

Place: Mumbai

Dated: 12th August, 2024



V N DEODHAR
PROP.
FCS NO.1880
C.P. No. 898
PR No: 724/2020

The following were the witnesses to the unblocking of votes cast through remote e-voting and e-voting process at the 72nd AGM.

(CA. HRUSHIKESH V. DEODHAR)

(AJIT V UKIDWE)