

Date: 13.02.2025

To,
The Manager (Listing Department)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Scrip code: 511628

Sub: Outcome of Board Meeting

Dear Sir,

Pursuant to Regulation 30 and 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, we wish to inform you that the Board of Directors of the Company as its meeting held today i.e., **Thursday, 13th February, 2025** at the Registered office of Company at C-15, RDC, Raj Nagar, Ghaziabad- 201001 (U.P.)

The outcomes of Board meeting are as:

1. Approved & taken on record the Unaudited Financial (Standalone & Consolidated) results for the Third Quarter & nine months ended December 31, 2024 along with the Limited Review Report of Statutory Auditor's thereon.
2. Appointment of Mrs. Sonal Singhal (DIN: 09745010) as an Additional Director (Non Executive- Non Independent Woman Director) of the Company with effect from 13th February, 2025 and shall hold office up to the date of the ensuing General Meeting of the Company.
The details as required under the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD- 1/P/CIR/2023/123 dated July 13, 2023, are provided in the enclosed Annexure-A.
3. Appointment of M/s Chetna Bhola & Associates, Company Secretary in Practice as the Secretarial Auditor of the Company for conducting the secretarial audit for the financial year 2024-25.
The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD- 1/P/CIR/2023/123 dated July 13, 2023 are mentioned below as Annexure-B.
4. Board further took note that due to non-receipt of balance 75% amount with respect to 560000 warrants within a period of 18 months, which was allotted on 22.02.2023, an amount of 25% received against allotment of said warrants amounting to Rs. 2,35,20,000/- has been forfeited in compliance with applicable provisions of SEBI (ICDR) Regulations, 2018.

We would like to add that these outcomes along with necessary attachments are also available on the Company's website (<http://www.imcapitals.com>) and also being published in the newspapers, in the prescribed format.

The Meeting of the Board of Directors commenced at 12:00 noon and was concluded at 04:30 p.m.

You are requested to kindly take note of same for your records.

Thanking you

Yours faithfully

For FEDDERS HOLDING LIMITED
(Formerly known as IM+ Capitals Limited)



SAKSHI GOEL
COMPANY SECRETARY & COMPLIANCE OFFICER

Annexure-A

Name	Mrs. Sonal Singhal
Father Name	Mr. Anil Kumar Nevatia
Date of Birth	27.09.1993
Address	R-12/30, Raj Nagar, Ghaziabad- 201002 (U.P.)
Educational Qualification	B.Com, CS
E-mail	sonal_nev@yahoo.com
PAN	APOPS6719K
DIN	09745010
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
Period of Appointment	NA
Brief Profile	Mrs. Sonal Singhal is a Bachelor in Commerce and Company Secretary by profession. She has vast experience in the fields of finance. She is the renowned person and having the high moral value. She is persistently known for the honesty and leading the business in the transparent and ethical way.

Annexure-B

Particulars	Remarks
Name	M/s Chetna Bhola & Associates
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment/ re-appointment	13.02.2025
Brief profile (in case of appointment)	M/s Chetna Bhola & Associates, Company Secretaries (Peer Review: 2573/2022) is a firm of Practicing Company Secretaries. The firm competitively provides a range of services dealing in laws spanning across Corporate Restructuring, Transactions and Joint Venture Advisory, Secretarial Audit, Securities, Laws & Capital Market Advisory, Commercial Agreements, Due Diligence, Corporate Compliances, Intellectual Property Rights, Litigation etc. Head office of the firm is situated at Gurugram, Haryana with other offices located at New Delhi, Mumbai, Jaipur, Hisar and Ranchi.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



Independent Auditor's Review Report on the Quarterly & Year to Date Unaudited Standalone Financial Results of the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To
The Board of Directors,
Fedders Holding Limited,
(Formerly Known as IM+ Capitals Limited)
C-15, RDC, Raj Nagar, Ghaziabad,
Uttar Pradesh-201001

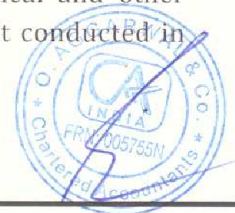
Review Report on the Unaudited Standalone Financial Results

Introduction

1. We have reviewed the accompanying statement of unaudited financial results of Fedders Holding Limited (Formerly Known as IM+ Capitals Limited) for the quarter and nine months ended 31st December 2024, being submitted by the company pursuant to the requirement of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement is responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34 (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act 2013, as amended read with relevant rule issued there under and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our reviews.

Scope of Review

3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in



accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the recognition and measurement principal laid down in the applicable Indian Accounting Standards ("Ind AS") specified under section 133 of companies Act 2013 read with relevant rules issued there under and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For O. Aggarwal & Co.
Chartered Accountants
F.R.N. 005755N**



**Place: Delhi
Dated: 13-02-2025**

**CA Om Prakash Aggarwal
Partner
M. No. 083862**

UDIN: 25083862BMFXYM 3355



Independent Auditor's Review Report on the Quarterly & Year to Date Unaudited Consolidated Financial Results of the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To
The Board of Directors,
Fedders Holding Limited,
(Formerly Known as IM+ Capitals Limited)
C-15, RDC, Raj Nagar, Ghaziabad,
Uttar Pradesh-201001

Review Report on the Unaudited Consolidated Financial Results

Introduction

1. We have reviewed the accompanying statement of unaudited Consolidated Financial Results of Fedders Holding Limited (Formerly Known as IM+ Capitals Limited) ("Parent") and its subsidiaries incorporated in India (the Parent. Its subsidiaries together referred to as "the group") for the quarter and nine months ended 31st December 2024, being submitted by the Parent pursuant to the requirement of regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement is responsibility of Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34 (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statements based on our review.

Scope of Review

3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement.



A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Regulation, to the extent applicable.

Basis for Qualified Conclusion

4. We draw attention to the review report of the Subsidiary "Fedders Electric and Engineering Limited" reviewed by us, a subsidiary included in the consolidated financial results, we have issued a qualified conclusion for the quarter and nine months ended 31st December 2024, in respect of the following matter(s):
 - a. As referred in notes of the statement public shareholding in a listed company should be minimum of 25% which is not complied with the provision of SEBI Circular number SEBI/HO/CFD/CMD/CIR/P/43/-2018. Share trading of company is suspended, status on BSE is **"Suspended due to Penal reasons, suspended due to Procedural reasons"** and on NSE is **"Temporary Suspended"**.
 - b. Sum of amount Rs 47.65 lacs to be transferred to Investor Education and Protection Fund till 31-12-2024 which is not transferred to investor education fund by the company,
 - c. The company has not maintained proper records (Fixed Assets Register) with respect to Fixed Assets owned by the company, and depreciation is charged on the best estimates of management of the company.
 - d. The company has not maintained proper records with respect to inventory of scrap which has been handed over at the time of takeover from old management in accordance with the NCLT order.
 - e. During the course of review it is found that in respect of tour & travelling expenses payment has been made through credit card, however satisfactory supporting documents were not produced to us.



Other Matters

5. The Statement includes the results of the followings entities:

S. No.	Name of the Entity	Relationship with Bank
1.	Fedders Electric and Engineering Limited	Wholly owned Subsidiary
2.	IM+ Investments & Capital Private Limited	Wholly owned Subsidiary

6. (a) We have reviewed the financial results of "Fedders Electric and Engineering Limited", whose consolidated financial results reflect total revenue of Rs. 33,727.24 lakhs and net profit after tax including Other Comprehensive Income of Rs. 3,021.33 lakhs for the nine months ended 31st December 2024 have been limited reviewed by us and have been considered in the consolidated unaudited financial results and our conclusion on the consolidated unaudited financial results in so far as it relates to the amount and disclosures included in respect of the wholly owned subsidiary company is based solely on the basis of financial result as reviewed and the procedures performed by us as stated in paragraph 3 above.

Our Conclusion on the statement is modified in respect of Para 6(a) on the basis for Qualified conclusion as mentioned in Para 4(b) to 4(e) above.

(b) We have reviewed the financial results of "IM+ Investments and Capitals Private Limited", whose financial result reflect total revenue of Rs. 44.39 lakhs and total net profit after tax of Rs. 29.69 lakhs for the nine months ended 31st December 2024 have been limited reviewed by us and have been considered in the consolidated unaudited financial results and our conclusion on the consolidated unaudited financial results in so far as it relates to the amounts and disclosures included in respect of wholly owned subsidiary is based solely on the basis of financial result as reviewed and procedures performed by us as stated in paragraph 3 above.

Our Conclusion on the statement is not modified in respect of Para 6(b).

Qualified Conclusion

7. Based on our review conducted and procedure performed as above, except for the effects of the matter(s) described in the **Basis for Qualified Conclusion** section above, nothing has come to our attention that causes us to believe that the accompanying statement of Consolidated Unaudited Financial Results has not been prepared in all material respects in accordance with the applicable Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies



Act, 2013, and other recognized accounting practices and policies and has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For O. Aggarwal & Co.
Chartered Accountants
F.R.N. 005755N**



**Place: Delhi
Dated: 13-02-2025**

**CA Om Prakash Aggarwal
Partner
M. No. 083862**

UDIN: 25083862BMFXYN866 |

13	Total Other Comprehensive Income/(Loss) attributable to														
	Equity Holders of the Parent	-	-	-	-	-	239.71	791.54	4,190.50	3,022.28	8,155.82		9,392.87		
	Non Controlling Interest	-	-	-	-	-	-	-	0.35	-	2.95		0.50		
14	Weighted Average No. of Equity Shares (Face Value of ₹ 1 each)	1,483.00	1,483.00	891.76	1,483.00	891.76	1,483.00	1,107.81	891.76	1,483.00	891.76	916.20	916.20		
15	Earnings per share (before extraordinary items) (Quarterly not annualised):														
	Basic (₹)	0.01	(0.01)	0.10	(0.19)	0.47	0.27	0.62	4.69	2.10	9.14	0.55	10.23		
	Diluted (₹)	0.01	(0.01)	0.10	(0.19)	0.47	0.27	0.62	4.69	2.10	9.14	0.55	10.23		

Notes:

- 1 The above results were reviewed and recommended by the Audit Committee & approved by the Board of Directors at their respective meetings held on 13.02.2025. The statutory auditors have conducted a limited review of the above Financial Results.
- 2 Quarterly and Nine months comparative figures of standalone and consolidated unaudited financial statements for the Nine month ending December 2023 are same as it taken from the published financial results of the nine month ended December 2023.
- 3 The standalone and consolidated financial results have been prepared in accordance with the principles and procedures of Indian Accounting Standards ("Ind AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in Section 133 of the Companies Act, 2013.
- 4 The Consolidated Audited Financial Statements of the company, its Subsidiaries have been prepared as per IND AS 110 "Consolidated Financial statements". The following entities have been considered in the Consolidated financial statements on the basis of audited financial statements.
 1. IM+ Investments & Capitals Private Ltd – Wholly owned Subsidiary
 2. Fedders Electric & Engineering Limited – Wholly owned Subsidiary
- 5 During the quarter and year ended March 31st, 2024, the company has shifted its registered office from 72, Ground Floor, World Trade Center, Babar Road, Connaught Place, New Delhi - 110001 to C-15, RDC Rajnagar, Ghaziabad, Uttar Pradesh- 201001. Consequently, CIN number of the company is also changed from CIN : L74140DL1991PLC340407 to CIN: L74140UP1991PLC201030. The approval of the Regional Director Northern for change in registered office is received on dated 12.04.2024.
- 6 On dated 22.04.2024, new convertible share warrant no.s 17,30,000.00 issued at 572 (including premium of Rs. 562 per share warrant) partly paid up 25% i.e., 431500 shares. Further, Company has allotted 7,30,000.00 number of equity share warrant on dated July 25th 2024 pursuant to conversion of equal number of warrants convertible into equivalent number of equity share on receipt of balance amount of 75% against each warrant towards full and final subscription amount for conversion of same into equity shares.
- 7 Company has allotted 20,20,000 number of equity share warrant on dated May 09th 2024, 44,45,000.00 number of equity share warrant on dated July 08th 2024, 30,25,000.00 number of equity share warrant on dated Aug 02nd 2024, pursuant to conversion of equal number of warrants convertible into equivalent number of equity share on receipt of balance amount of 75% against each warrant towards full and final subscription amount for conversion of same into equity shares.
- 8 On dated 26.11.2024, the income tax department has initiated the income tax search under section 132 of the Act which was concluded on dated 30.11.2024, the company has fully co-operated in the search proceedings conducted by the departments and making all the compliance and submitting response on timely manner as and when required by the department and the matter is under process.
- 9 For Reporting EPS, due to stock split on dated 20.09.2024, number of equity shares of previous periods restated to ensure consistency and comparability of financial results.
- 10 The Provision for Income Tax has been made in accordance with the provision of Sec 115BAA of Income Tax Act 1961 for the quarter and the nine months ended 31.12.2024.
- 11 There are no reportable operating segment.
- 12 Previous period figures have been regrouped wherever necessary to confirm to the current period classification.

For and on behalf of Board of Directors
For Fedders Holding Limited

Vishal Singhal
Whole Time Director
(DIN:03518795)



Place : Ghaziabad
Date : 13.02.2025

**CERTIFICATE BY CEO AND CFO UNDER REGULATION 33(2) OF SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,

The Board of Directors
Fedders Holding Limited
C-15, RDC, Raj Nagar,
Ghaziabad- 201001 (U.P.)

We have reviewed the Unaudited financial results for the third quarter & nine months ended on 31st December, 2024 of Fedders Holding Limited and to the best of our knowledge and belief:

- i. These financial results do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii. These statements together, present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's Code of Conduct.



Bijay Kumar Pathak
Chief Financial Officer
PAN: AFOPP1465K





Vishal Singhal
Whole Time Director
DIN: 03518795

Date: 13th February, 2025

Place: Uttar Pradesh