

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.: 808

September 30, 2023

Corporate Relations

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

Dear Sirs,

Sub.: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') – Submission of voting results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Scrip Code: 506414

In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results of the 71st Annual General Meeting of the Company held on September 29, 2023.

For **Fermenta Biotech Limited**

Srikant Sharma

Company Secretary & Vice President (Legal)

Membership No. FCS3617

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
Email: info@fermentabiotech.com
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**Submission of voting results of Ballot process and E-voting under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015****FERMENTA BIOTECH LIMITED**

Date of the AGM	September 29, 2023
Total number of members on cut-off date i.e. as on September 22, 2023	16,143
No. of members present in the meeting either in person or through proxy	
Promoters and Promoter Group	N.A.
Public	N.A.
No. of members attended the meeting through Video Conferencing	
Promoters and Promoter Group	3
Public	61

Resolution No. 1: To receive, consider and adopt:**(a) the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, 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, 2023, and the Report of the Auditors thereon.****(Ordinary Resolution)****Whether promoter/ promoter group are interested in the agenda/resolution: No**

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	18265191	16024815	87.7342	16024815	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2240376	12.2658	2240376	0	100.0000	0.0000
	Total		18265191	100.0000	18265191	0	100.0000	0.0000
Public Institutions	E-Voting	120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	11165676	1930935	17.2935	1488698	442237	77.0973	22.9027
	Poll		4	0.0000	4	0	100.0000	0.0000
	Postal Ballot		1923828	17.2298	1923828	0	100.0000	0.0000
	Total		3854767	34.5234	3412530	442237	88.5275	11.4725
Total		29430987	22119958	75.1587	21677721	442237	98.0007	1.9993

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**Resolution No. 2: To declare dividend of Rs. 1.25 per equity share of Rs. 5 each for the financial year ended March 31, 2023 (Ordinary Resolution)****Whether promoter/ promoter group are interested in the agenda/resolution: No**

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]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	18265191	16024815	87.7342	16024815	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2240376	12.2658	2240376	0	100.0000	0.0000
	Total		18265191	100.0000	18265191	0	100.0000	0.0000
Public Institutions	E-Voting	120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	11165676	1930935	17.2935	1488698	442237	77.0973	22.9027
	Poll		4	0.0000	4	0	100.0000	0.0000
	Postal Ballot		1923828	17.2298	1923828	0	100.0000	0.0000
	Total		3854767	34.5234	3412530	442237	88.5275	11.4725
Total		29430987	22119958	75.1587	21677721	442237	98.0007	1.9993

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Resolution No.3: To appoint a director in place of Ms. Rajeshwari Datla (DIN – 00046864), who retires by rotation and, being eligible, offers herself for re-appointment (Ordinary Resolution)

Whether promoter/ promoter group are interested in the agenda/resolution: No

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	18265191	16024815	87.7342	16024815	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2240376	12.2658	2240376	0	100.0000	0.0000
	Total		18265191	100.0000	18265191	0	100.0000	0.0000
Public Institutions	E-Voting	120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	11165676	1930935	17.2935	1486198	444737	76.9678	23.0322
	Poll		4	0.0000	4	0	100.0000	0.0000
	Postal Ballot		1923828	17.2298	1923828	0	100.0000	0.0000
	Total		3854767	34.5234	3410030	444737	88.4627	11.5373
Total		29430987	22119958	75.1587	21675221	444737	97.9894	2.0106

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**Resolution No. 4: To fix the remuneration of the Cost Auditor. (Ordinary Resolution)****Whether promoter/ promoter group are interested in the agenda/resolution: No**

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	18265191	16024815	87.7342	16024815	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2240376	12.2658	2240376	0	100.0000	0.0000
	Total		18265191	100.0000	18265191	0	100.0000	0.0000
Public Institutions	E-Voting	120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	11165676	1930935	17.2935	1488698	442237	77.0973	22.9027
	Poll		4	0.0000	4	0	100.0000	0.0000
	Postal Ballot		1923828	17.2298	1923828	0	100.0000	0.0000
	Total		3854767	34.5234	3412530	442237	88.5275	11.4725
Total		29430987	22119958	75.1587	21677721	442237	98.0007	1.9993

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**Resolution No. 5: To consider approval for Material Related Party Transactions. (Ordinary Resolution)****Whether promoter/ promoter group are interested in the agenda/resolution: Yes**

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	18265191	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	11165676	1335117	11.9573	889855	445262	66.6500	33.3500
	Poll		4	0.0000	4	0	100.0000	0.0000
	Postal Ballot		1917828	17.1761	1917828	0	100.0000	0.0000
	Total		3252949	29.1335	2807687	445262	86.3121	13.6879
Total		29430987	3252949	11.0528	2807687	445262	86.3121	13.6879

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**Resolution No. 6: To consider Transfer of Special Reserve. (Ordinary Resolution)****Whether promoter/ promoter group are interested in the agenda/resolution: No**

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	18265191	16024815	87.7342	16024815	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2240376	12.2658	2240376	0	100.0000	0.0000
	Total		18265191	100.0000	18265191	0	100.0000	0.0000
Public Institutions	E-Voting	120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	11165676	1930935	17.2935	1485559	445376	76.9347	23.0653
	Poll		4	0.0000	4	0	100.0000	0.0000
	Postal Ballot		1923828	17.2298	1923828	0	100.0000	0.0000
	Total		3854767	34.5234	3409391	445376	88.4461	11.5539
Total		29430987	22119958	75.1587	21674582	445376	97.9865	2.0135

All the aforesaid resolutions were passed by the members with requisite majority.

For Fermenta Biotech Limited**Srikant Sharma****Company Secretary & Vice President (Legal)**

Membership No. FCS3617

Date: September 29, 2023

Encl: Scrutiniser's report

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 1709

E-mail : vndeodhar@gmail.com

REPORT OF SCRUTINIZER ON REMOTE E-VOTING, BALLOT AND E-VOTING AT THE 71ST 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 71st Annual General Meeting ("AGM") in a fair and transparent manner for the business contained in the Notice of 71st AGM of the company held on Friday, 29th September, 2023 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 71st 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 71st AGM:

1. The remote e-voting period commenced at 9.00 a.m. on September 26, 2023 and ended at 5.00 p.m. on September 28, 2023 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. September 22, 2023.

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 1709

E-mail : vndeodhar@gmail.com

3. Members holding shares as on the "Cut Off" date i.e. September 22, 2023 were entitled to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the 71st AGM of the Company.
4. The facility of voting through e-voting process during the 71st 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 71st 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 71st 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, 2023, 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, 2023 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	74	17513513	97.54	13	442237	2.46
Voting at the meeting through e-voting process	4	4	100	0	0	0
Voting through Ballot Process	29	4164204	100	0	0	0
Total	107	21677721	98.00	13	442237	2.00

V. N. DEODHAR & CO.

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E-mail : vndeodhar@gmail.com

RESOLUTION No.2

To declare dividend of Rs.1.25 per equity share of Rs. 5 each for the financial year ended March 31, 2023 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	74	17513513	97.54	13	442237	2.46
Voting at the meeting through e-voting process	4	4	100	0	0	0
Voting through Ballot Process	29	4164204	100	0	0	0
Total	107	21677721	98.00	13	442237	2.00

RESOLUTION No.3

To appoint a director in place of Ms. Rajeshwari Datla (DIN –00046864), 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	73	17511013	97.52	14	444737	2.48
Voting at the meeting through e-voting process	4	4	100	0	0	0
Voting through Ballot Process	29	4164204	100	0	0	0
Total	106	21675221	97.99	14	444737	2.01

V. N. DEODHAR & CO.

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SPECIAL BUSINESS:

RESOLUTION No.4

Approval for remuneration of Cost Auditors 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	74	17513513	97.54	13	442237	2.46
Voting at the meeting through e-voting process	4	4	100	0	0	0
Voting through Ballot Process	29	4164204	100	0	0	0
Total	107	21677721	98.00	13	442237	2.00

RESOLUTION No.5

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	67	889855	66.65	16	445262	33.35
Voting at the meeting through e-voting process	4	4	100	0	0	0
Voting through Ballot Process	27	1917828	100	0	0	0
Total	98	2807687	86.31	16	445262	13.69

V. N. DEODHAR & CO.

Company Secretaries

V.N.DEODHAR

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Tel. : 2385 0364

Fax : 2386 1709

E-mail : vndeodhar@gmail.com

RESOLUTION No.6

Approval for Transfer of Special Reserve, 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	71	17510374	97.52	16	445376	2.48
Voting at the meeting through e-voting process	4	4	100	0	0	0
Voting through Ballot Process	29	4164204	100	0	0	0
Total	104	21674582	97.99	16	445376	2.01

All the resolutions mentioned in the notice of the Annual General Meeting dated August 11, 2023 stand passed under Ballot, Remote E-voting 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: F001880E001134462

Place: Mumbai

Dated: 29th September, 2023

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 71st AGM.

(CA. HRUSHIKESH V. DEODHAR)

(AJIT V UKIDWE)