

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.: 49

September 3, 2021

Corporate Relations

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

Dear Sir,

Re : Declaration of Voting Results of the 69th 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 69th Annual General Meeting of the Company held on September 3, 2021 through Video Conferencing/Other Audio Visual Means.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Fermenta Biotech Limited (Formerly known as DIL Limited)

A handwritten signature in blue ink, appearing to read 'Srikant Sharma', is written over a light blue horizontal line.

**Srikant Sharma
Company Secretary & Vice President (Legal)**

Membership No. FCS3617

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

Encl: as above

**69th Annual General Meeting held on September 3, 2021****Declaration of Results of remote e-voting (including ballot forms) and e-voting at the Annual General Meeting**

The 69th Annual General Meeting ('AGM') of the Fermenta Biotech Limited was held on Friday, September 3, 2021, through Video Conferencing or Other Audio-Visual Means ('VC/OAVM') without the physical presence of the members at a common venue, which commenced at 11.30 a.m. (IST) and concluded at 1.15 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(1) of the 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 69th AGM. The remote e-voting was open from August 31, 2021 (9.00 a.m. IST) to September 2, 2021 (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 through remote e-voting facility 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) received and submitted his Report on September 3, 2021.

The Consolidated Results as per the Scrutinizers' Report dated September 3, 2021 are provided below.

Resoluti on No.	Particulars	% Votes in favour	% Votes Against
1	To receive, consider and adopt: (a) audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, 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, 2021 and the Report of the Auditors thereon.	99.9995	0.0005
2	To declare dividend of Rs.2.50 per equity share of Rs. 5 each for the financial year ended March 31, 2021.	99.9995	0.0005
3	To appoint a Director in place of Mr. Satish Varma (DIN – 00003255), who retires by rotation and, being eligible, offers himself for re-appointment.	99.9968	0.0032
4	To appoint Mr. Krishna Datla as a Whole-time Director of the Company, designated as Executive Vice-Chairman, for a period of 3 years w.e.f. May 9, 2021.	99.9968	0.0032
5	Appointment of Mr. Prashant Nagre, as a Director of the Company.	99.9991	0.0009
6	To appoint Mr. Prashant Nagre as Managing Director of the Company for a period of 3 years w.e.f. May 9, 2021.	99.9991	0.0009
7	Remuneration of Cost Auditor of the Company.	99.9995	0.0005
8	Commission to Non-Executive Directors.	99.9993	0.0007

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Based on the Reports of the Scrutinizer (as enclosed), all Resolutions as set out in the Notice of 69th Annual General Meeting have been duly approved by the members with requisite majority.

For Fermenta Biotech Limited (Formerly known as DIL Limited)


Sanjay Buch
Chairman

Date: September 3, 2021

Encl.: As above



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Dist. Mandi - 175 121, Himachal Pradesh, India.
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Taluka - Vagara, Dist: Bharuch - 392 130,
Gujarat, India.
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Website: www.fermentabiotech.com

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 FORMS AND E-VOTING AT THE 69TH ANNUAL GENERAL MEETING OF FERMENTA BIOTECH LIMITED

To
The Chairman,
Fermenta Biotech Limited
(Formerly known as DIL 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 (including ballot forms) and e-voting process at the 69th Annual General Meeting ("AGM") in a fair and transparent manner for the business contained in the Notice of 69th AGM of the company held on Friday, 3rd September, 2021 at 11.30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and issuing a report on remote e-voting (including ballot forms) as well as e-voting process at the 69th 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, read with MCA General circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, MCA General Circular No. 22/2020 dated June 15, 2020, MCA General Circular No. 33/2020 dated September 28, 2020, MCA General Circular No. 39/2020 dated December 31, 2020, MCA General Circular No. 02/2021 dated January 13, 2021 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.

The Company sought approval of Members to the Resolutions through remote e-voting, ballot forms and e-voting process at the 69th AGM:

1. The remote e-voting period commenced at 9.00 a.m. on August 31, 2021 and ended at 5.00 p.m. on September 02, 2021 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 26, 2021.
3. Members holding shares as on the “Cut Off” date i.e. August 26, 2021 were entitled to vote on the proposed 8 (Eight) Resolutions as mentioned in the Notice of the 69th AGM of the Company.
4. The facility of voting through e-voting process during the 69th AGM was provided to facilitate those members present in the meeting and had not participated in the remote e-voting and ballot forms to record their votes.
5. After the conclusion of the 69th AGM the votes cast through ballot forms, 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 forms, remote e-voting and e-voting process done by the members at the 69th 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, 2021, 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, 2021 along with the Report of the Auditors thereon, as an ordinary resolution.

Total Votes cast: 21766527

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes	
	No. of Members	Nos.	%	No. of Members	Nos.	%	No. of Members	Nos.
Total Votes through Remote E-voting	67	306928	99.9674	1	100	0.0326	0	0
Voting at the meeting through e-voting process	1	1248	100.00	0	0	0	0	0
Voting through Ballot forms	25	21458251	100.00	0	0	0	1	6604
Total	93	21766427	99.9995	1	100	0.0005	1	6604



RESOLUTION No.2

To declare dividend of Rs.2.50/- per equity share of Rs. 5 each for the financial year ended March 31, 2021 as an ordinary resolution:

Total Votes cast: 21766527

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes	
	No. of Members	Nos.	%	No. of Members	Nos.	%	No. of Members	Nos.
Total Votes through Remote E-voting	67	306928	99.9674	1	100	0.0326	0	0
Voting at the meeting through e-voting process	1	1248	100.00	0	0	0	0	0
Voting through Ballot forms	25	21458251	100	0	0	0	1	6604
Total	93	21766427	99.9995	1	100	0.0005	1	6604



RESOLUTION No.3

To appoint a Director in place of Mr. Satish Varma (DIN –00003255), who retires by rotation and, being eligible, offers himself for re-appointment, as an ordinary resolution:

Total Votes cast: 21766527

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes	
	No. of Members	Nos.	%	No. of Members	Nos.	%	No. of Members	Nos.
Total Votes through Remote E-voting	65	306328	99.7720	3	700	0.2280	0	0
Voting at the meeting through e-voting process	1	1248	100.00	0	0	0	0	0
Voting through Ballot forms	25	21458251	100.00	0	0	0	1	6604
Total	91	21765827	99.9968	3	700	0.0032	1	6604



SPECIAL BUSINESS

RESOLUTION No.4

To appoint Mr. Krishna Datla as a Whole-time Director of the Company, designated as Executive Vice-Chairman, for a period of 3 years w.e.f. May 9, 2021, as a special resolution:

Total Votes cast: 21766527

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes	
	No. of Members	Nos.	%	No. of Members	Nos.	%	No. of Members	Nos.
Total Votes through Remote E-voting	65	306328	99.7720	3	700	0.2280	0	0
Voting at the meeting through e-voting process	1	1248	100.00	0	0	0	0	0
Voting through Ballot forms	25	21458251	100.00	0	0	0	1	6604
Total	91	21765827	99.9968	3	700	0.0032	1	6604



RESOLUTION No.5

Appointment of Mr. Prashant Nagre, as a Director of the Company, as an Ordinary Resolution:

Total Votes cast: 21766527

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes	
	No. of Members	Nos.	%	No. of Members	Nos.	%	No. of Members	Nos.
Total Votes through Remote E-voting	66	306828	99.9349	2	200	0.0651	0	0
Voting at the meeting through e-voting process	1	1248	100.00	0	0	0	0	0
Voting through Ballot forms	25	21458251	100.00	0	0	0	1	6604
Total	92	21766327	99.9991	2	200	0.0009	1	6604



RESOLUTION No.6

To appoint Mr. Prashant Nagre as Managing Director of the Company for a period of 3 years w.e.f. May 9, 2021, as a Special Resolution:

Total Votes cast: 21766527

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes	
	No. of Members	Nos.	%	No. of Members	Nos.	%	No. of Members	Nos.
Total Votes through Remote E-voting	66	306828	99.9349	2	200	0.0651	0	0
Voting at the meeting through e-voting process	1	1248	100.00	0	0	0	0	0
Voting through Ballot forms	25	21458251	100.00	0	0	0	1	6604
Total	92	21766327	99.9991	2	200	0.0009	1	6604



RESOLUTION No.7

Remuneration of Cost Auditor of the Company, as an Ordinary Resolution:

Total Votes cast: 21766527

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes	
	No. of Members	Nos.	%	No. of Members	Nos.	%	No. of Members	Nos.
Total Votes through Remote E-voting	67	306928	99.9674	1	100	0.0326	0	0
Voting at the meeting through e-voting process	1	1248	100.00	0	0	0	0	0
Voting through Ballot forms	25	21458251	100.00	0	0	0	1	6604
Total	93	21766427	99.9995	1	100	0.0005	1	6604



RESOLUTION No.8

Commission to Non-Executive Directors, as a Special Resolution.

Total Votes cast: 21766527

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes	
	No. of Members	Nos.	%	No. of Members	Nos.	%	No. of Members	Nos.
Total Votes through Remote E-voting	66	306880	99.9518	2	148	0.0482	0	0
Voting at the meeting through e-voting process	1	1248	100.00	0	0	0	0	0
Voting through Ballot forms	25	21458251	100.00	0	0	0	1	6604
Total	92	21766379	99.9993	2	148	0.0007	1	6604

Declaration of Results:

All the resolutions mentioned in the notice of the 69th AGM dated June 29, 2021 stand passed under Remote E-voting, Ballot forms and e-voting process at the 69th AGM with the requisite majority.

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

UDIN: F001880C000891351

Place: Thane

Dated: 3rd September, 2021

**V N DEODHAR
PROP.
FCS NO.1880
C.P. No. 898**

The following were the witnesses to the unblocking of votes for the above voting process at the 69th AGM.

(CA. HRUSHIKESH V. DEODHAR)

(AJIT V UKIDWE)

Place: Thane

Dated: 3rd September, 2021