

**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 29, 2023

**Corporate Relations**

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

Dear Sirs,

**Sub.: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') – Outcome and Proceedings of 71st Annual General Meeting**

**Ref: Scrip Code: 506414**

Pursuant to the provisions of Regulation 30 of Listing Regulations, we hereby inform that the members of the Company at the 71st Annual General Meeting held today ('AGM'), have, *inter alia*, approved the following:

**(i) Appointment of Director:**

The members also approved the appointment of Ms. Rajeshwari Datla (DIN – 00046864), who retired by rotation and had, being eligible, offered herself for re-appointment.

**(ii) Dividend:**

The members approved the payment of dividend of Rs. 1.25 (25%) per equity share of Rs. 5 each for the financial year ended March 31, 2023.

The dividend will be paid to the shareholders of the Company on or before October 10, 2023 to those shareholders / beneficial owners whose names appear in the Register of Members as on Record Date i.e. Friday, September 22, 2023.

**(iii) Proceedings at the 71st AGM:**

Summary of the proceedings at the 71st AGM is enclosed hereunder.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

**For Fermenta Biotech Limited**

**Srikant Sharma**

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

**Membership No. FCS3617**

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Dist. Mandi - 175 121, Himachal Pradesh, India.  
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### **SUMMARY OF PROCEEDINGS AT THE 71ST ANNUAL GENERAL MEETING**

The 71st Annual General Meeting ('AGM') of Fermenta Biotech Limited ('the Company') commenced at 3.00 p.m. IST on Friday, September 29, 2023, through Video Conferencing or Other Audio-Visual Means ('VC/OAVM') without the physical presence of the members at a common venue, in accordance with the provisions of the Companies Act, 2013, SEBI Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and the SEBI. The deemed venue of the AGM was A-1601, Thane One, DIL Complex, Ghodbunder Road, Majiwade, Thane (West) - 400 610, Maharashtra.

Mr. Srikant N Sharma, Company Secretary of the Company welcomed the members to the 71st AGM and informed them that the 71st AGM is being convened electronically through Video Conferencing or Other Audio-Visual Means and without the physical presence of the members at a common venue.

All Directors and Key Managerial Persons were present for the meeting.

Mr. Srikant N. Sharma, Company Secretary, requested the directors and key managerial personnel to introduce themselves by mentioning name and location from where they were attending the meeting and thereafter welcomed the directors, key managerial personnel, partner of the Statutory Auditors, and the Scrutinizer, to the meeting.

Mr. Sanjay Buch, Chairman, *inter alia*, welcomed the members of the Company, the scrutinizer, and partner of the Company's statutory auditors, SRBC & Co. The Chairman informed the members that the required quorum was present, and hence meeting was called to order.

The Chairman informed that the Annual Report 2022-23 including AGM Notice was mailed electronically to the members whose emails were registered with the Company / Depository Participant(s) / R&T Agent and the same was uploaded on the company's website, BSE website and the website of the Registrar. The Chairman further informed that the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, and the relevant documents referred to in the Notice were open for inspection during the AGM at the Company's website.

With the permission of the members present, the AGM notice, Board's report and other relevant documents convening the meeting were taken as read. Since there was no qualified opinion in the Auditors' Report, it was taken as read.

The 71<sup>st</sup> AGM was convened electronically through VC/OAVM in accordance with the provisions of the Companies Act, 2013, SEBI Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and the SEBI. The Company appointed Link Intime India Private Limited to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.

The Chairman further informed that the Company had provided the facility of remote e-voting/ e-voting to the members to cast their votes as per Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, read with Regulation 44 of Listing Regulations, and method of participation in the AGM through VC/OAVM by Link Intime, Company's R&T agent, on such items of business as stated in the AGM Notice.

The remote e-voting was open from Tuesday, September 26, 2023 (9.00 a.m. IST) to Thursday, September 28, 2023 (5.00 p.m. IST). The Chairman informed the members that Mr. V. N. Deodhar, Proprietor of V. N. Deodhar & Co., Practising Company Secretaries, has been appointed as the Scrutinizer by the Board of Directors of the Company to scrutinize the remote e-voting, ballot forms along with e-voting at the AGM.

The Chairman in his speech to the members of the Company among other things, highlighted the operational and financial performance of the Company, new capacities and growth strategies for the financial year 2022-23.

The members were informed that those who had not voted through remote e-voting or ballot forms earlier could vote on the following resolutions on the commencement of e-voting at the AGM. The Chairman informed the members that the following resolutions have been recommended by the Board of Directors for members' approval, as per the AGM

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notice. Facility to vote through remote e-voting was open for 3 days prior to this AGM and was closed on Thursday, September 28, 2023 (5:00 p.m) in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations. In view of remote e-voting and as per the Secretarial Standard on General Meetings, proposing and seconding the following resolutions was not required.

### ORDINARY BUSINESS:

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, and the Report of the Auditors thereon, as an ordinary resolution.
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.
3. To appoint a Director in place of Ms. Rajeshwari Datla (DIN – 0046864), who retires by rotation and, being eligible, offers herself for re-appointment, as an ordinary resolution.

### SPECIAL BUSINESS:

4. Remuneration of Cost Auditor of the Company for the financial year ending March 31, 2024, as an ordinary resolution.
5. Approval for Material Related Party Transactions, as an ordinary resolution.
6. Transfer of Special Reserve, as an ordinary resolution.

Thereafter, the Chairman requested the registered speaker members to put their queries. Mr. Prashant Nagre, Managing Director of the Company answered the queries, *inter alia*, raised by the registered speaker members. Mr. Nagre suggested that the members may contact the Company Secretary after this meeting for any additional information pertaining to their respective queries.

The Chairman then requested the members who had not cast their votes through remote e-voting or otherwise, to cast their votes through e-voting process at the AGM.

The members were informed that the Scrutinizer shall make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, by way of remote e-voting, ballot forms and e-voting results, within 2 working days of the conclusion of this AGM and the same shall be placed on the Company's website, Registrar's website and shall also be communicated to BSE Limited. The Chairman thanked the members for participating this AGM.

Vote of thanks was given to the Chair and thereafter, the members who had not voted by way of remote e-voting were requested to cast their votes through e-voting within a period of 15 minutes from 3.44 p.m. until the conclusion of the meeting at 3.59 p.m. (IST). After conclusion of the meeting the Scrutinizer's report was submitted to the Company and **all resolution of the 71<sup>st</sup> AGM were passed with requisite majority.**

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