

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

February 12, 2024

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

Dear Sir,

Sub: Outcome of Board Meeting held on February 12, 2024 - Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR')

Ref: Scrip Code 506414

We write to inform you that the Board of Directors of the Company at its meeting held on February 12, 2024 has, *inter alia*, approved the following:

(a) Appointment of Mr. Pradeep M. Chandan as an Additional (Independent) Director:

The Board approved the appointment of Mr. Pradeep M. Chandan (DIN: 00200067) as an Additional (Independent) Director with effect from February 12, 2024.

The disclosure in this regard as required under SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 is enclosed as Annexure 1.

(b) Postal Ballot:

The Board approved the postal ballot notice for seeking approval of the members of the Company for the appointment of Mr. Pradeep M. Chandan as an Independent Director of the Company for a period of 3 (three) years with effect from February 12, 2024, by way of postal ballot including remote e-voting.

The Notice shall be sent to those members whose names appear in the Register of Members / List of Beneficial Owners, maintained by the Company / Depositories as at close of business hours on Wednesday, February 14, 2024 (“**cut-off date**”).

The postal ballot notice and other requisite details will be intimated in due course.

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(c) Appointment of the Compliance Officer:

The Board approved the appointment of Mr. Varadvinayak V. Khambete as the Compliance Officer of the Company in place of Mr. Srikant N. Sharma with effect from February 12, 2024, pursuant to Regulation 6 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015, and any other applicable statutory provisions.

However, Mr. Srikant N. Sharma shall continue to be the Company Secretary (Key Managerial Personnel) of the Company under Section 203 and other related provisions of the Companies Act 2013 and provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The disclosure in this regard as required under SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 is enclosed as Annexure 2.

(d) Appointment of the Secretarial Auditor:

The Board approved the appointment of Mr. Vinayak Deodhar (FCS No. 1880, COP No. 898) from V. N. Deodhar & Co., Company Secretaries, as Secretarial Auditor for the financial year 2023-24 to comply with the provisions of Section 204 of the Companies Act 2013 read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any.

Kindly take the above on record.

Thanking you,

Yours faithfully,

For **Fermenta Biotech Limited**

Srikant Sharma

Company Secretary & Vice President (Legal)

Membership No. FCS3617

Encl: As above

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**Annexure 1****Appointment of Mr. Pradeep M. Chandan as an Additional (Independent) Director.**

1	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment as an Additional (Independent) Director
2	Date of appointment/cessation (as applicable) & term of appointment	<p>February 12, 2024. Mr. Pradeep M. Chandan shall hold his office as an Additional (Independent) Director upto the ensuing general meeting.</p> <p>Mr. Pradeep M. Chandan's appointment as an Independent Director for a term of 3 (three) years w.e.f. February 12, 2024 shall be subject to the approval of the members of the Company.</p>
3	Brief profile (in case of appointment)	<p>Mr. Pradeep M. Chandan is a graduate in Commerce & Law from Mumbai University and a Fellow Member (FCS) of the Institute of Company Secretaries of India, New Delhi.</p> <p>He has also undergone Management Development Program from S.P. Jain Institute of Management & Research, Mumbai.</p> <p>Mr. Pradeep M. Chandan has over 35 years of professional experience in the Corporate Sector including a remarkable 30-year tenure within multinational corporations.</p> <p>He has extensive domain experience/expertise in various functions including in legal, compliance, corporate governance, ESG reporting, corporate restructuring, intellectual property rights, real estate, establishing joint ventures and spearheading greenfield projects.</p> <p>Mr. Pradeep M. Chandan was a Whole-time Director – Legal, General Counsel (South Asia) & Company Secretary of BASF India Ltd, a German Multinational. He was also on the Board of various BASF Group Companies in South Asia.</p> <p>Prior to BASF, he was also associated with Britannia Industries Ltd, Bhor Industries Ltd among others and held leadership positions.</p> <p>He is known for strategic acumen and effective stakeholder management and recognised for delivering practical & strategic counsel in complex business scenarios.</p>
4	Disclosure of relationships between directors (in case of appointment of a director).	N.A.

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**Annexure 2****Appointment of Mr. Varadvinayak V. Khambete as the Compliance Officer of the Company in place of Mr. Srikant N. Sharma with effect from February 12, 2024.**

Sr.	Particulars	Mr. Varadvinayak V. Khambete	Mr. Srikant N. Sharma
1	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment as Compliance Officer.	Resignation as Compliance Officer as a part of realignment of responsibilities vis-à-vis compliance management of the Company.
2	Date of appointment/cessation (as applicable) & term of appointment	February 12, 2024.	February 12, 2024.
3	Brief profile (in case of appointment)	Mr. Varadvinayak V. Khambete is a Company Secretary, LL.B. and B.Com. graduate. He has over 12 years of experience in legal & secretarial compliance, company law matters, SEBI and stock exchange compliances, NBFCs related work, secretarial audit, and intellectual property rights. His experience includes managing activities like mergers and acquisitions, various corporate actions, secretarial & legal compliance, legal drafting, litigations, and corporate restructuring.	N.A.
4	Disclosure of relationships between directors (in case of appointment of a director).	N.A.	N.A.
