

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.: 808

September 29, 2023

Corporate Relations

BSE Limited

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

Dear Sir,

Re : Declaration of Voting Results of the 71st 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 71st Annual General Meeting of the Company held on September 29, 2023 through Video Conferencing/Other Audio Visual Means.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Fermenta Biotech Limited

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



71st Annual General Meeting held on September 29, 2023

Declaration of Results of remote e-voting (including ballot forms) and e-voting at the Annual General Meeting

The 71st Annual General Meeting ('AGM') of the Fermenta Biotech Limited was held 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, which commenced at 3.00 p.m. (IST) and concluded at 3.59 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 71st AGM. 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 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 29, 2023.

The Consolidated Results as per the Scrutinizers' Report dated September 29, 2023 are provided below.

Resoluti on No.	Particulars	% Votes in favour	% Votes Against
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.	98.00	2.00
2	To declare dividend of Rs. 1.25 per equity share of Rs. 5 each for the financial year ended March 31, 2023.	98.00	2.00
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.	97.99	2.01
4	To fix the remuneration of the Cost Auditor.	98.00	2.00
5	To consider approval for Material Related Party Transactions.	86.31	1.69
6	To consider Transfer of Special Reserve.	97.99	2.01

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Based on the Reports of the Scrutinizer (as enclosed), all Resolutions as set out in the Notice of 71st Annual General Meeting have been duly approved by the members with requisite majority.

For Fermenta Biotech Limited

A handwritten signature in blue ink, appearing to read 'Sanjay Buch', is written over a horizontal line. Below the signature, the name 'Sanjay Buch' and the title 'Chairman' are printed in a black, sans-serif font. A small blue scribble is visible to the right of the signature.

Date: September 29, 2023

Encl.: As above

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.

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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

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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 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

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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

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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)