

**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: File No. 908

June 20, 2024

**Corporate Relations**

**BSE Limited**

**Phiroze Jeejeebhoy Towers,**

**Dalal Street, Fort,**

**Mumbai – 400 001**

Sir,

**Sub: Postal Ballot under Section 110 read with Section 108 of the Companies Act, 2013 and rules made thereunder - Declaration of Voting Results of Postal Ballot under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Ref: Code No. 506414**

In connection with our earlier intimation dated May 21, 2024 and in reference of the aforesaid subject, please find enclosed herewith the following –

- (i) Voting results as per the Scrutinizer's Report on the Postal Ballot including e-voting dated June 20, 2024;
- (ii) Voting results of Postal Ballot as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (iii) Scrutinizer's Report on the Postal Ballot dated June 20, 2024.

Please 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

Factory : Village Takoli, P.O. Nagwain,  
Dist. Mandi - 175 121, Himachal Pradesh, India.  
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June 20, 2024

**Corporate Relations**

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

Dear Sir,

**Re : Declaration of Voting Results of Postal Ballot**

**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 Postal Ballot through remote e-voting on the resolutions set out in the notice of Postal Ballot dated May 06, 2024.

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



### **Declaration of Results of Postal Ballot through remote e-voting**

Pursuant to the provisions of Section 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and the General Circular No. 09/2023 dated September 25, 2023 read with the General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (collectively referred to as “**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and other applicable provisions, of the Act, rules, regulations, circular and notification (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and the provisions of the Articles of Association of Fermenta Biotech Limited (“**Company**” or “**FBL**”), the Company conducted an activity of seeking members approval by way of postal ballot through remote e-voting, as per the notice of postal ballot dated May 06, 2024, for the following items of business:

#### **Special Resolution:**

- 1. Re-appointment of Mr. Krishna Datla (DIN: 00003247) as a Whole-time Director of the Company, designated as Executive Vice-Chairman, for a period of 3 (three) years w.e.f. May 9, 2024.**
- 2. Re-appointment of Mr. Prashant Nagre (DIN: 09165447) as Managing Director of the Company for a period of 3 (three) years w.e.f. May 9, 2024.**

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 postal ballot through remote e-voting. The voting commenced on Wednesday, May 22, 2024 (9.00 a.m. IST) and ended on Thursday, June 20, 2024 (5.00 p.m. IST).

The Scrutinizer has carried out the scrutiny of all the electronic votes and postal ballot forms received, and has submitted his Report on June 20, 2024, as enclosed.

The Consolidated Results as per the Scrutinizers’ Report dated June 20, 2024 are provided below.

<b>Resolution No.</b>	<b>Particulars</b>	<b>% Votes in favour</b>	<b>% Votes Against</b>
1	Re-appointment of Mr. Krishna Datla (DIN: 00003247) as a Whole-time Director of the Company, designated as Executive Vice-Chairman, for a period of 3 (three) years w.e.f. May 9, 2024.	93.1699	6.8301
2	Re-appointment of Mr. Prashant Nagre (DIN: 09165447) as Managing Director of the Company for a period of 3 (three) years w.e.f. May 9, 2024.	97.9344	2.0656

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Based on the report of the Scrutinizer (as enclosed), the Special Resolutions as set out in the Notice of Postal Ballot dated May 06, 2024 have been duly approved by the members with requisite majority.

**For Fermenta Biotech Limited**

A handwritten signature in blue ink, appearing to read 'Pradeep Chandan', is written over a horizontal line.

**Pradeep Chandan**  
**Chairman**

Date: June 20, 2024

Encl.: As above

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**Voting results of Postal Ballot as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015****FERMENTA BIOTECH LIMITED**

Date of Postal Ballot Notice	May 06, 2024
Total number of members on record date / cut-off date i.e. as on May 17, 2024	15,295
Voting start date	Wednesday, May 22, 2024
Voting end date	Thursday, June 20, 2024
No. of members present in the meeting either in person or through proxy	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable
No. of members attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable

**(Agenda-wise)**

Resolution Required :Special			1 - Re-appointment of Mr. Krishna Datla as a Whole-time Director of the Company, designated as Executive Vice-Chairman, for a period of 3 (three) years w.e.f. May 9, 2024.						
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	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting	18265191	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3453325	18.9066	3453325	0	100.0000	0.0000	0
	<b>Total</b>		<b>3453325</b>	<b>18.9066</b>	<b>3453325</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	120	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	11165676	1188411	10.6434	732192	456219	61.6110	38.3890	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		2037797	18.2505	2037797	0	100.0000	0.0000	0
	<b>Total</b>		<b>3226208</b>	<b>28.8939</b>	<b>2769989</b>	<b>456219</b>	<b>85.8590</b>	<b>14.1410</b>	<b>0</b>
<b>Total</b>		<b>29430987</b>	<b>6679533</b>	<b>22.6956</b>	<b>6223314</b>	<b>456219</b>	<b>93.1699</b>	<b>6.8301</b>	<b>0</b>

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Resolution Required :Special		2 - Re-appointment of Mr. Prashant Nagre as Managing Director of the Company for a period of 3 (three) years w.e.f. May 9, 2024.							
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	18265191	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		18265191	100.0000	18265191	0	100.0000	0.0000	0
	<b>Total</b>		<b>18265191</b>	<b>100.0000</b>	<b>18265191</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	120	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	11165676	1188411	10.6434	732172	456239	61.6093	38.3907	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		2633615	23.5867	2633615	0	100.0000	0.0000	0
	<b>Total</b>		<b>3822026</b>	<b>34.2301</b>	<b>3365787</b>	<b>456239</b>	<b>88.0629</b>	<b>11.9371</b>	<b>0</b>
<b>Total</b>		<b>29430987</b>	<b>22087217</b>	<b>75.0475</b>	<b>21630978</b>	<b>456239</b>	<b>97.9344</b>	<b>2.0656</b>	<b>0</b>

The aforesaid special resolutions were passed by the members with requisite majority.

**For Fermenta Biotech Limited**

**Srikant Sharma**  
**Company Secretary & Vice President (Legal)**  
**Membership No. FCS3617**  
**Date: June 20, 2024**  
**Place: Thane**

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# 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 POSTAL BALLOT THROUGH E-VOTING AND PHYSICAL BALLOT PROCESS 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 was appointed as Scrutinizer for the purpose of scrutinizing the E-voting process and Physical Ballot Process in Postal Ballot in a fair and transparent manner for the resolutions to be passed by Postal Ballot including E-voting of Fermenta Biotech Limited and ascertaining the requisite majority on E-voting as well as Physical Ballot in Postal Ballot carried out as per Sections 108, 110 & other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023. The Company sought approval of Members to the Special Resolutions via Postal Ballot through E-voting and Physical Ballot Process as per the following:

1. The E-voting period commenced at 9.00 a.m. on Wednesday, 22<sup>nd</sup> May, 2024 and ended at 5.00 p.m. on Thursday, 20<sup>th</sup> June, 2024. The E-voting module was disabled by InstaVote for voting 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. 17<sup>th</sup> May, 2024.
3. The Shareholders holding shares as on the "Cut Off" date i.e. 17<sup>th</sup> May, 2024 were entitled to vote on the proposed Resolution as mentioned in the Notice of the Postal Ballot.
4. After the voting was concluded the Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.



5. After tabulating the votes cast through Postal Ballot Process, the votes cast through Remote E-voting were unblocked in the presence of two witnesses, namely, CA. Hrushikesh V. Deodhar and Mr. Ajit Ukidwe, who acted as witnesses and who are not in employment of the Company.
6. Thereafter, I as scrutinizer duly compiled the details of Remote E-voting done by the members and voting done through Physical Postal Ballot Process, the details of which are as follows:

Details	Remote E-voting	Voting through Ballot Process	Total Voting
Number of Members who cast their votes	90	35	125
Total number of shares held by them	1188411	20898806	22087217
Valid Votes	As per details provided in the resolutions mentioned hereunder.		

**We Submit our Report as Under:**

The result of E-voting and Postal Ballot for Resolution No.1 is as under:

**SPECIAL RESOLUTION No.1**

**Re-appointment of Mr. Krishna Datla (DIN: 00003247) as a Whole-time Director of the Company, designated as Executive Vice-Chairman, for a period of 3 (three) years w.e.f. May 9, 2024.**

Manner of voting	Votes in favour of the Resolution	Votes against the Resolution	Total valid votes cast
	Nos. of equity shares (a)	Nos. of equity shares (b)	Nos. of equity shares (a)+(b)
Total Votes through remote e- voting	732192	456219	1188411
Total Votes through Postal Ballot Process	5491122	0	5491122
<b>Total</b>	<b>6223314</b>	<b>456219</b>	<b>6679533</b>
<b>Percentage</b>	<b>93.1699</b>	<b>6.8301</b>	<b>100.00</b>





**SPECIAL RESOLUTION No.2**

**Re-appointment of Mr. Prashant Nagre (DIN: 09165447) as Managing Director of the Company for a period of 3 (three) years w.e.f. May 9, 2024.**

<b>Manner of voting</b>	<b>Votes in favour of the Resolution</b>	<b>Votes against the Resolution</b>	<b>Total valid votes cast</b>
	Nos. of equity shares (a)	Nos. of equity shares (b)	Nos. of equity shares (a)+(b)
Total Votes through remote e- voting	732172	456239	1188411
Total Votes through Postal Ballot Process	20898806	0	20898806
<b>Total</b>	<b>21630978</b>	<b>456239</b>	<b>22087217</b>
<b>Percentage</b>	<b>97.9344</b>	<b>2.0656</b>	<b>100.00</b>

The resolutions mentioned in the notice of Postal Ballot dated 6<sup>th</sup> May, 2024 stand passed under Remote E-voting and voting by Postal Ballot Process with the requisite majority.

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



**V. N. DEODHAR  
PROP.**

**UDIN: F001880F000597651**

**Place: Thane**

**Dated: 20<sup>th</sup> June, 2024**

**Witnesses:**

*Deodhar*

**(HRUSHIKESH V. DEODHAR)**

*A. V. UKIDWE*

**(AJIT UKIDWE)**