

Date: July 15, 2023

**To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001**

**National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051**

Scrip Code: 531599

Symbol: FDC

Sub: Disclosure of Result of Postal Ballot by remote E-voting Process

Ref.: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

This is in furtherance to our letter dated, June 13, 2023, submitting the Postal Ballot Notice along with the Explanatory Statement ("Notice"), seeking approval of the Members of the Company for appointment of Mr. Vijay Nautamlal Bhatt (DIN: 00751001) as an Non-Executive Independent Director of the Company for a period of 5 (Five) Years with effect from May 25, 2023 by passing Special Resolution by way of remote e-voting process.

In accordance with Regulation 44(3) of the SEBI Listing Regulations and Postal Ballot Notice dated May 25, 2023, please find enclosed herewith the voting results of the Postal Ballot along with the Scrutinizer's Report received from Mr. Sanjay Dholakia, Proprietor of M/s. Sanjay Dholakia & Associates (Mem. No.: FCS 2655), Practicing Company Secretary, who was appointed by Board of Director's at their meeting held on May 25, 2023 as the Scrutinizer for the purpose of scrutinizing the e-voting. Based on the report of the scrutinizer, the aforesaid Special Resolution has been passed by the Members with requisite majority through Postal Ballot by remote e-voting process. The remote e-voting period commenced on Thursday, June 15, 2023 at 09:00 a.m. (IST) and ended on Friday, July 14, 2023 at 05:00 p.m. (IST). The approval is considered to have been received on the last date specified for remote e-voting i.e. on Friday, July 14, 2023.



FDC Limited

MANUFACTURERS & EXPORTERS OF FOODS, DRUGS & CHEMICALS

The voting results and the Scrutinizer's report are also being made available on the website of the Company at www.fdcindia.com and on the website of NSDL at www.evoting.nsdl.com.

You are requested to kindly take the same on your record.

Thanking You,

Yours faithfully

For FDC Limited

Varsharani Katre
Company Secretary & Compliance Officer
Membership No:- F-8948

Encl.: As above.

Voting Results	
Name of the Company	FDC Limited
Record date	09-06-2023
Total number of shareholders on record date	55975
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not Applicable
b) Public	Not Applicable
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	Not Applicable
b) Public	Not Applicable
No. of resolution passed in the meeting	1

FDC Limited								
Resolution No. 1:			Appointment of Mr. Vijay Nautamlal Bhatt (DIN: 00751001) as an Independent Director of the Company.					
Resolution Required : (Ordinary/Special)			Special Resolution					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	115299422	115299422	100	115299422	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		115299422	100	115299422	0	100	0.00
Public Institutions	E-Voting	19557610	18393346	94.05	18393346	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		18393346	94.05	18393346	0	100	0.00
Public Non Institutions	E-Voting	31053052	1490654	4.80	1479667	10987	99.26	0.74
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1490654	4.80	1479667	10987	99.26	0.74
Total		165910084	135183422	81.48	135172435	10987	99.99	0.01

**Note: There were no invalid votes.*



SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Painsur Bus Depot, Kandivali (West), Mumbai - 400 067.
☎ : 31578826 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

SCRUTINIZER'S REPORT FOR VOTING THROUGH E-VOTING ON POSTAL BALLOT

To,
The Chairman,
FDC LIMITED,
B-8 MIDC INDUSTRIAL ESTATE WALUJ
AURANGABAD MH 431130

Dear Sir,

I, Sanjay R. Dholakia, Proprietor of M/s. Sanjay Dholakia & Associates, Company Secretaries, Mumbai, have been appointed as the Scrutinizer to conduct the Postal Ballot process through electronic voting process ('remote e-voting') for seeking approval of the Members of the Company by way of Special Resolution for the purpose of:

APPOINTMENT OF MR. VIJAY NAUTAMLAL BHATT (DIN: 00751001) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

Pursuant to the Postal Ballot Notice dated 25th May, 2023, issued under Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013, ("Act"), (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('the rules'), as amended from time to time and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022 and 11/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs (collectively "MCA Circulars") and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated 25th May, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/Depositories.

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the 'cut-off' date of Friday, 09th June, 2023 were entitled to vote on the resolutions as contained in the Notice.



SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.
☎ : 31578826 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

The voting period for remote e-voting commenced at 9.00 a.m. (IST) on Thursday, June 15, 2023 and ended at 5.00 p.m. (IST) on Friday, July 14, 2023. The e-voting module was disabled by NSDL thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of NSDL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolution as under:

Resolution 1: Special Resolution

1. APPOINTMENT OF MR. VIJAY NAUTAMLAL BHATT (DIN: 00751001) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

a) Voted in favour of Resolution: -

Particulars	Remote Voting	E-	Total
Number of shareholders	441		441
Number of votes cast	13,51,72,435		13,51,72,435
Invalid votes	--		--
% of total number of votes cast	99.99%		99.99%



SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.
☎ : 31578826 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

b) Voted against the Resolution: -

Particulars	Remote Voting	E-	Total
Number of shareholders	26		26
Number of votes cast	10,987		10,987
Invalid votes	--		--
% of total number of votes cast	0.01%		0.01%

c) Invalid Votes: -

Particulars	Remote Voting	E-	Total
Number of shareholders	--		--
Number of votes cast	--		--
Invalid votes	--		--
% of total number of votes cast	--		--

D) Abstain Votes: Nil Shares

Thanking you.

For **SANJAY DHOLAKIA & ASSOCIATES**

Sanjay Rasiklal
Dholakia

Digitally signed by Sanjay
Rasiklal Dholakia
Date: 2023.07.15 10:55:39
+05'30'

Sanjay R Dholakia
Practicing Company Secretary
Proprietor

Membership No.: F2655
CP No.:1798
Peer Review Certificate No.: 2036/2022

Place: Mumbai
Date: 15th July, 2023

UDIN: F002655E000614970