

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

March 18, 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 February 16, 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 March 18, 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 March 18, 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.
Tel. : +91-1905-287246 / 48 / 49
Fax: +91-1905-287250
Email: info@fermentabiotech.com
Website: www.fermentabiotech.com

Factory : Z - 109 B & C, SEZ II, Dahej,
Taluka - Vagara, Dist: Bharuch - 392 130,
Gujarat, India.
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F.No.: 908

March 18, 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 resolution set out in the notice of Postal Ballot dated February 12, 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 February 12, 2024, for the following item of business:

Special Resolution:

- 1. Appointment of Mr. Pradeep M. Chandan (DIN: 00200067) as an Independent Director of the Company.**

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 Saturday, February 17, 2024 (9.00 a.m. IST) and ended on Sunday, March 17, 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 March 18, 2024, as enclosed.

The Consolidated Results as per the Scrutinizers’ Report dated March 18, 2024 are provided below.

Resoluti on No.	Particulars	% Votes in favour	% Votes Against
1	Appointment of Mr. Pradeep M. Chandan (DIN: 00200067) as an Independent Director of the Company.	97.9104	2.0896



Based on the Report of the Scrutinizer (as enclosed), the Special Resolution as set out in the Notice of Postal Ballot dated February 12, 2024 has been duly approved by the members with requisite majority.

For Fermenta Biotech Limited


Sanjay Buch
Chairman

Date: March 18, 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	February 12, 2024
Total number of members on record date / cut-off date i.e. as on February 14, 2024	15,310
Voting start date	Saturday, February 17, 2024
Voting end date	Sunday, March 17, 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: (Ordinary/ Special):					Special Resolution:			
					1. Appointment of Mr. Pradeep M. Chandan (DIN: 00200067) as an Independent Director of the Company.			
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
Promoter and Promoter Group	E-Voting	18265191	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		18265191	100.0000	18265191	0	100.0000	0.0000
	Total		18265191	100.0000	18265191	0	100.0000	0.0000
Public - Institutions	E-Voting	120	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-Voting	11165676	1329950	11.9111	867654	462296	65.2396	34.7604
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2528574	22.6460	2528574	0	100.0000	0.0000
	Total		3858524	34.5571	3396228	462296	88.0188	11.9812
Grand Total		29430987	22123715	75.1715	21661419	462296	97.9104	2.0896

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The aforesaid special resolution was passed by the members with requisite majority.

For Fermenta Biotech Limited

Srikant Sharma

Company Secretary & Vice President (Legal)

Membership No. FCS3617

Date: March 18, 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 resolution to be passed by Postal Ballot 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. The Company sought approval of Members to the Resolution via Postal Ballot through E-voting and Physical Ballot Process:

1. The E-voting period commenced at 9.00 a.m. on Saturday, 17th February, 2024 and ended at 5.00 p.m. on Sunday, 17th March, 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. 14th February, 2024.
3. The Shareholders holding shares as on the "Cut Off" date i.e. 14th February, 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 Postal Process	Total Voting
Number of Members who cast their votes	68	43	111
Total number of shares held by them	1329950	20793765	22123715
Valid Votes	As per details provided in the resolution mentioned hereunder.		

We Submit our Report as Under:

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

RESOLUTION No.1

Appointment of Mr. Pradeep M. Chandan (DIN: 00200067) as an Independent Director of the Company. (Special Resolution)

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	867654	462296	1329950
Total Votes through Postal Ballot Process	20793765	0	20793765
Total	21661419	462296	22123715
Percentage	97.9104	2.0896	100

The resolution mentioned in the notice of Postal Ballot dated 12th February, 2024 stand passed under Remote E-voting and voting by Postal Ballot Process with the requisite majority.



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

(Handwritten signature)

**V. N. DEODHAR
PROP.**

UDIN: F001880E003596845

Place : Thane

Dated: 18th March,2024

Witnesses:

(Handwritten signature: Hrushikesh V. Deodhar)

(HRUSHIKESH V. DEODHAR)

(Handwritten signature: A. V. Ukidwe)

(AJIT UKIDWE)