

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

December 26, 2024

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

Sir,

Sub: Declaration of voting results of Postal Ballot, the results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the scrutinizers report.

Ref: Code No. 506414

In connection with our earlier intimation dated November 26, 2024 and in reference to 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 December 26, 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 December 26, 2024.

Please take the above on record.

Thanking you,

Yours faithfully,

For Fermenta Biotech Limited

Varadvinayak Khambete
Company Secretary & Head - Legal
Membership No. A33861

Encl: as above

Factory : Village Takoli, P.O. Nagwain,
Dist. Mandi - 175 121, Himachal Pradesh, India.
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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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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. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 09/2024 dated September 19, 2024 and other relevant circulars 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 including remote e-voting, as per the notice of postal ballot dated November 14, 2024, for the following items of business:

Special Resolution:

- 1. Appointment of Mr. Ramanand Mundkur (DIN: 03498212) as an Independent Director of the Company.**
- 2. Re-appointment of Ms. Rajashri Ojha (DIN: 07058128) 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 Wednesday, November 27, 2024 (9.00 a.m. IST) and ended on Thursday, December 26, 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 December 26, 2024, as enclosed.

The Consolidated Results as per the said Scrutinizers’ Report are provided below.

Resolution No.	Particulars	% Votes in favour	% Votes Against
1	Appointment of Mr. Ramanand Mundkur (DIN: 03498212) as an Independent Director of the Company.	99.9943	0.0057
2	Re-appointment of Ms. Rajashri Ojha (DIN: 07058128) as an Independent Director of the Company.	99.9943	0.0057

Based on the report of the Scrutinizer (as enclosed), the Special Resolutions as set out in the Notice of Postal Ballot dated November 14, 2024 have been duly approved by the members with requisite majority.

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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	November 14, 2024
Total number of members on record date / cut-off date i.e. as on November 22, 2024	13,057
Voting start date	Wednesday, November 27, 2024
Voting end date	Thursday, December 26, 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 - Appointment of Mr. Ramanand Mundkur (DIN: 03498212) 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
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18265191	16024815	87.7342	16024815	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2240376	12.2658	2240376	0	100.0000	0.0000
	Total		18265191	100.0000	18265191	0	100.0000	0.0000
Public Institutions	E-Voting	20120	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	11145676	914658	8.2064	913427	1231	99.8654	0.1346
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2343126	21.0227	2343126	0	100.0000	0.0000
	Total		3257784	29.2291	3256553	1231	99.9622	0.0378
Total		29430987	21522975	73.1303	21521744	1231	99.9943	0.0057

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Resolution Required: Special			2 - Re-appointment of Ms. Rajashri Ojha (DIN: 07058128) 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	18265191	16024815	87.7342	16024815	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2240376	12.2658	2240376	0	100.0000	0.0000
	Total		18265191	100.0000	18265191	0	100.0000	0.0000
Public Institutions	E-Voting	20120	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	11145676	914658	8.2064	913430	1228	99.8657	0.1343
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2343126	21.0227	2343126	0	100.0000	0.0000
	Total		3257784	29.2291	3256556	1228	99.9623	0.0377
Total		29430987	21522975	73.1303	21521747	1228	99.9943	0.0057

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

For Fermenta Biotech Limited

Varadvinayak Khambete
Company Secretary & Head - Legal
Membership No. A33861
Date: December 26, 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 1709

E-mail : 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 including physical ballot process in Postal Ballot in a fair and transparent manner for the resolutions 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 resolutions via Postal Ballot through E-voting and Physical Ballot Process:

1. The E-voting period commenced at 9.00 a.m. on Wednesday, 27th November, 2024 and ended at 5.00 p.m. on Thursday, 26th December, 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. 22nd November, 2024.
3. The Shareholders holding shares as on the "Cut Off" date i.e. 22nd November, 2024 were entitled to vote on the proposed Resolutions 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, Ms. Shubhangi 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	67	36	103
Total number of shares held by them	16939473	4583502	21522975
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

Appointment of Mr. Ramanand Mundkur (DIN: 03498212) as an Independent Director of the Company.

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	16938242	1231	16939473
Total Votes through Postal Ballot Process	4583502	0	4583502
Total	21521744	1231	21522975
Percentage	99.9943	0.0057	100



SPECIAL RESOLUTION No.2

Re-appointment of Ms. Rajashri Ojha (DIN: 07058128) as an Independent Director of the Company.

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	16938245	1228	16939473
Total Votes through Postal Ballot Process	4583502	0	4583502
Total	21521747	1228	21522975
Percentage	99.9943	0.0057	100

The resolutions mentioned in the notice of Postal Ballot dated 14th November, 2024 stand passed under Remote E-voting including physical postal ballot forms by Postal Ballot Process with the requisite majority.

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



**V. N. DEODHAR
PROP.**

UDIN: F001880F003499836

Place : Thane

Dated: 26th December,2024

Witnesses:

(SHUBHANGI V. DEODHAR)

(AJIT UKIDWE)