LIGHT UP THE WORLD

FIEM INDUSTRIES LIMITED

(AN ISO / TS 16949 : 2009, ISO 14001: 2004, OHSAS 18001 : 2007 & ISO 9001 : 2008 CERTIFIED COMPANY)
Unit-VII : Plot No. 1915, Rai Industrial Estate, Phase-V, Sonepat-131029 Haryana (INDIA)
Tel. : +91- 130-2367905/906/907/908/909/910 Fax :+91-130-2367903
E-mail : fiemunit7@fiemindustries.com

September 01, 2016 **(through NEAPS)**

The Manager,
Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai -400051

Dear Sir,

Sub: Declaration of the Results of Postal Ballot (including e-voting).
Ref: SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

We wish to inform that on the basis of Report of the Scrutinizer dated 01/09/2016, the results of the postal ballots has been declared today and the following Resolution as proposed vide Postal Ballot Notice dated 23/07/2016 has been passed as Special Resolutions by way of Postal Ballot process (including e-voting).

Resolution No. 1: **To consider and approve the issue of equity shares through Qualified Institutions Placement (as Special Resolution).**

In this regard following are enclosed for your reference:

- A copy of the results declared and
- Information on voting results as required under Regulation 44 of the Listing Regulations for voting through Postal Ballots/ e-voting in the prescribed format.
- Report of Scrutinizer dated 01/09/2016.

This is for your information and records please.

Thanking you.

Yours faithfully,
For Fiem Industries Limited

Arvind K. Chauhan
Company Secretary

Encl: A/a

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E-mail : fiemunit7@fiemindustries.com

September 01, 2016 **(Through Listing Centre)**

The Manager,
Dept. of Corporate Services
B S E Limited
25th Floor, P. J. Towers, Dalal Street,
Fort, Mumbai - 400 001

Dear Sir,

Sub: Declaration of the Results of Postal Ballot (including e-voting).
Ref: SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

We wish to inform that on the basis of Report of the Scrutinizer dated 01/09/2016, the results of the postal ballots has been declared today and the following Resolution as proposed vide Postal Ballot Notice dated 23/07/2016 has been passed as Special Resolutions by way of Postal Ballot process (including e-voting).

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E-mail : fiemunit7@fiemindustries.com

Re: Declaration of the Results of the Postal Ballots

The approval of the shareholders through Postal Ballot process (including e-voting) pursuant to section 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014 ("the Rules") and Regulation 44 the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 was sought for the following Resolution:

Resolution No. 1: **To consider and approve the issue of equity shares through Qualified Institutions Placement (as Special Resolution).**

Pursuant to above, Postal Ballot Notice with requisite documents had been dispatched to all the eligible shareholders as on cut-off date i.e. 22nd July, 2016 and other entitled recipients through permitted modes. Dispatch of physical Notice of Postal Ballot as well as through e-mail was completed on 29th July, 2016.

The duly completed Postal Ballot Forms were to be sent by the Shareholders, so that to reach to the Scrutinizer latest by close of working hours on 30th August, 2016.

The Company had also provided e-voting facility to its shareholders and engaged CDSL for this purpose. The e-voting period commenced on 1st August, 2016 (10.00 a.m.) and ended on 30th August, 2016 (05.00 p.m.).

Mrs. Ranjana Gupta, Practising Company Secretary was appointed as Scrutinizer for conducting the said Postal Ballot process in a fair and transparent manner. She has submitted her report today.

On the basis of Report of Scrutinizer dated 1st September, 2016, the details of Postal Ballot Forms (including e-voting) received, valid, invalid, assents, dissents are as under:

Particulars	Number of Voters and Votes						Percentage
	Postal Ballot		E-Votes		Total		
	No. of Voters	No. of votes	No. of Voters	No. of votes	No. of Voters	No. of votes	
Assent	29	745	41	9058071	70	9058816	99.27%
Dissent	0	0	3	66973	3	66973	0.73%
Invalid	0	0	0	0	0	0	0.00%
Total	29	745	44	9125044	73	9125789	100.00%

Note: The Company is having only one type of Equity Share Capital with face value of Rs. 10/- each and total number of shares as on cut-off date are 11962226 Equity Shares. All shares are fully paid-up. Hence, all shares carry equal voting rights.

Declaration of the Results: On the basis of Report of Scrutinizer dated 1st September, 2016, I hereby announce the Results of the Postal Ballots as under:

Resolution No. 1: **To consider and approve the issue of equity shares through Qualified Institutions Placement (as Special Resolution).**

The Number of votes polled in favour of the Resolution No. 1 are 9058816 that is 99.27% of total Valid Votes polled, which are more than three times the no. of votes polled against the respective resolution, accordingly, Resolution No.1 declared passed as Special Resolution by requisite majority.

For Fiem Industries Ltd.

Date: 01/09/2016
Place: Rai, Haryana

J.K. Jain
Chairman

Fiem Industries Ltd. New Delhi

Fiem Industries Limited

DETAILS OF VOTING RESULT OF POSTAL BALLOT (INCLUDING E-VOTING)
Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the ~~AGM/EGM /~~ Postal Ballot	August 30, 2016
Total number of shareholders on record date	7571
No. of shareholders present in the meeting either in person or through proxy:	Not-Applicable
Promoters and Promoter Group:	Not-Applicable
Public:	Not-Applicable
No. of Shareholders attended the meeting through Video Conferencing	Not-Applicable
Promoters and Promoter Group:	Not-Applicable
Public	Not-Applicable
Agenda No.1: To consider and approve the issue of Equity Shares through Qualified Institutions Placement.	
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	8368278	8368278	100.00%	8368278	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0	0
	Postal Ballot (if applicable)		0	0.00%	0		0	0
	Total	8368278	8368278	100.00%	8368278	0	100.00%	0.00%
Public- Institutions	E-Voting	1479767	655174	44.28%	588201	66973	89.78%	10.22%
	Poll		0	0.00%	0	0	0	0
	Postal Ballot (if applicable)		0	0.00%	0	0	0	0
	Total	1479767	655174	44.28%	588201	66973	89.78%	10.22%
Public- Non Institutions	E-Voting	2114181	101592	4.81%	101592	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0	0
	Postal Ballot (if applicable)		745	0.04%	745	0	100.00%	0.00%
	Total	2114181	102337	4.84%	102337	0	100.00%	0.00%
Total		11962226	9125789	76.29%	9058816	66973	99.27%	0.73%

For Fiem Industries Limited



Arvind K. Chauhan
Company Secretary
01/09/2016

RANJANA GUPTA & ASSOCIATES
COMPANY SECRETARIES

REPORT OF SCRUTINIZER

The Chairman
Fiem Industries Limited
(CIN:L36999DL1989PLC034928)
D-34, DSIDC Packaging Complex,
Kirti Nagar, New Delhi -110015.

Report on Result of Postal Ballot / E-voting

Dear Sir,

In terms of the provisions of Section 110 of the Companies Act, 2013 ("The Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended from time to time and other applicable provisions of the Act and rules made thereunder, I have been appointed as Scrutinizer by **FIEM INDUSTRIES LIMITED** ('The Company') to receive, process and scrutinize the duly filled postal ballot forms as received from the shareholders as well as votes cast through e-voting to ascertain the voting by the shareholders in respect of the following special resolution proposed in the postal ballot notice dated 23rd July, 2016:

Type of Resolution	Description
Special Resolution	To consider and approve the issue of equity shares through Qualified Institutions Placement.

As per information furnished by the Company and after carrying out the scrutiny of the Postal Ballot Forms received from the members of the Company and report on e-Voting downloaded from the portal of Central Depository Services (India) Limited ("CDSL"), I hereby submit my report as under:

1. The Company has completed the dispatch of Postal Ballot Notice(s) along with Postal Ballot Forms and postage prepaid business reply envelope on July 29, 2016 through Registered Post / Speed Post to its Members whose name(s) appeared on the Register of Members / List of beneficiaries as on day July 22, 2016.

2. In respect of members, who had registered their e-mail IDs with the company or with the depository, Notice of postal ballot was sent through e-mail. Dispatch of Notice through e-mail was also completed on July 29, 2016.

RANJANA GUPTA & ASSOCIATES Company Secretaries

G-22 Pushkar Enclave, Paschim Vihar, Outer Ring Road, New Delhi 110063 Tel. : 011-2525 5110 4561 5448 Mbl. : +9818526621
Email : csranjana@ranjanagupta.in gupta_ranjana@hotmail.com website www.ranjanagupta.in

3. The Company had engaged CDSL to provide e-voting facility to its shareholders. The e-voting period commenced on August 1, 2016 (10.00 a.m.) and ended on August 30, 2016 (05.00 p.m.).

4. The login and password details for e-voting were printed on the postal ballot forms in respect of members to whom notice of postal ballot was sent through registered post / speed post. Further, login and password details for e-voting was sent though e-mails in respect of members to whom the notice was sent through e-mails.

5. The advertisements regarding the completion of dispatch of postal ballot notice were published on July 30, 2016 in Jansatta (Hindi Newspaper) and The Financial Express (English Newspaper).

6. The postal ballot envelops received from time to time were kept under my safe custody.

7. The particulars of all postal ballot forms received from the Members in physical form(s) and e-voting report generated from CDSL have been entered in a separate Register maintained for the purpose.

8. All postal Ballot Forms received up to the close of working hours (5.00 p.m.) on **August 30, 2016**, the last day and time fixed by the company for receipt of the forms were considered for my scrutiny. Envelops received after the aforesaid period, if any, were not considered for my scrutiny.

9. The postal ballot forms were scrutinized by me and details of shareholders were matched with the Register of Members / list of beneficiaries of the Company as on cut-off date i.e. July 22, 2016.

10. I have downloaded the e-voting report from CDSL portal on August 30, 2016 at 5:30 p.m. by using my login id and password.

11. After comparing the physical postal ballots with e-voting report downloaded from the CDSL, I found that none of the shareholder has casted his vote by both means.

12. Envelopes returned undelivered were not opened by me.

13. I have not found any defaced / mutilated postal ballot form.

On the basis of the scrutiny carried out of Postal Ballot Forms received from the members of the Company and on the basis of report on e-Voting downloaded from the portal of CDSL, I hereby give a summary of the votes as under:



SPECIAL RESOLUTION:

To consider and approve the issue of equity shares through Qualified Institutions Placement.

Particulars	Number of Voters and Votes						Percentage
	Postal Ballot		E-Votes		Total		
	No of Voters	No. of votes	No of Voters	No. of votes	No of Voters	No. of votes	
Assent	29	745	41	9058071	70	9058816	99.27%
Dissent	0	0	3	66973	3	66973	0.73%
Invalid	0	0	0	0	0	0	0.00%
Total	29	745	44	9125044	73	9125789	100.00%

I. The paid-up Equity Share Capital of the Company as on cut-off date i.e July 22, 2016 was Rs. 11,96,22,260 (Rupees eleven crores ninety six lacs twenty two thousand two hundred sixty) divided into 1,19,62,226 Equity Shares of Rs 10/- each. The Company is **having only one type of shares i.e. equity shares of Rs. 10/- each and all shares are fully** paid-up. Hence, all shares carry equal voting rights.

II. From above summary table of voting, it can be seen that votes cast in favor of the resolution are more than three times of the votes cast against the resolution. **Accordingly, the above-mentioned resolution can be declared to have been passed as Special Resolution by requisite majority.**

III. I will hand over the postal ballot forms and other related papers/ registers and records for safe custody of the company after signing the minutes by the Chairman.

IV. You may accordingly declare the result of the voting by Postal Ballot/e-voting.

For Ranjana Gupta & Associates
(Company Secretaries)

RANJANA GUPTA & ASSOCIATES Company Secretaries

(Ranjana Gupta)
Scrutinizer
FCS No- 8613
C. P. 9920

New Delhi
September 1, 2016