

# Fiem Industries Limited

## DETAILS OF VOTING RESULT OF POSTAL BALLOT (INCLUDING REMOTE E-VOTING)

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Postal Ballot Notice	November 7, 2023
Voting Start Date and Time	November 23, 2023, at 10:00 AM (IST)
Voting End Date and Time	December 22, 2023, at 05:00 PM (IST)
Total number of shareholders on record date	51141
No. of shareholders present in the meeting either in person or through proxy:	N.A.
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing	N.A.
Promoters and Promoter Group:	-
Public	-

Resolution Required : (Special)			1 - Appointment of Mr. Pawan Kumar Jain (DIN: 10385208) by the shareholders as an Independent Director of the Company for a consecutive term of 5 years.					
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	8759157	8759157	100.0000	8759157	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8759157	100.0000	8759157	0	100.0000	0.0000
Public Institutions	E-Voting	444026	273518	61.5995	273518	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		444026	273518	273518	0	100.0000	0.0000
Public Non Institutions	E-Voting	3956647	369434	9.3370	369156	278	99.9247	0.0753
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3956647	369434	369156	278	99.9247	0.0753
Total		13159830	9402109	71.4455	9401831	278	99.9970	0.0030

**Result:-** Resolution passed with requisite majority.





Fiem Industries Limited								
Resolution Required : (Ordinary)			2 - Approval of re-designation of Mr. Rahul Jain (DIN: 00013566), as Joint Managing Director of the Company in the category of Whole-time Director.					
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	8759157	8759157	100.0000	8759157	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	8759157	8759157	100.0000	8759157	0	100.0000	0.0000
Public Institutions	E-Voting	444026	273518	61.5995	273518	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	444026	273518	61.5995	273518	0	100.0000	0.0000
Public Non Institutions	E-Voting	3956647	368960	9.3251	368717	243	99.9341	0.0659
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	3956647	368960	9.3251	368717	243	99.9341	0.0659
Total		13159830	9401635	71.4419	9401392	243	99.9974	0.0026

**Result:-** Resolution passed with requisite majority.

Fiem Industries Limited								
Resolution Required : (Ordinary)			3 - Approval of re-designation of Mr. Rajesh Sharma (DIN: 08650703), as Joint Managing Director of the Company in the category of Whole-time Director					
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	8759157	8759157	100.0000	8759157	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	8759157	8759157	100.0000	8759157	0	100.0000	0.0000
Public Institutions	E-Voting	444026	273518	61.5995	273518	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	444026	273518	61.5995	273518	0	100.0000	0.0000
Public Non Institutions	E-Voting	3956647	368960	9.3251	368721	239	99.9352	0.0648
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	3956647	368960	9.3251	368721	239	99.9352	0.0648
Total		13159830	9401635	71.4419	9401396	239	99.9975	0.0025

**Result:-** Resolution passed with requisite majority.

For Fiem Industries Limited

Arvind K. Chauhan  
Company Secretary  
Memb.FCS 7694  
Date: 23/12/2023







# RANJANA GUPTA & ASSOCIATES

## COMPANY SECRETARIES

Dated: 23<sup>rd</sup> December, 2023

### **SCRUTINIZER'S REPORT**

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended]

To

**THE CHAIRMAN**  
**FIEM INDUSTRIES LIMITED**  
**(CIN: L36999DL1989PLC034928)**  
**D-5, Mansarover Garden**  
**New Delhi -110015**

**Sub: Scrutinizer's Report on voting through postal ballot by electronic means conducted pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014**

Dear Sir,

I, Ranjana Gupta, Proprietor of M/s Ranjana Gupta & Associates, Practising Company Secretaries have been appointed as Scrutinizer in terms of Section 110 and Section 108 of the Companies Act, 2013 ('the Act') as amended from time to time, read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General Circular No. 09/2023 dated September 25, 2023 and other relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ('MCA Circulars') and pursuant to other applicable laws and regulations, for the purpose of scrutinizing the process of voting through postal ballot by way of remote electronic voting ('e-voting') in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as contained in the postal ballot notice dated November 7, 2023.

#### **Management's Responsibility**

The Management of the Company is responsible to ensure compliance with the requirements of the (i) the Companies Act, 2013 and the Rules thereunder; (ii) the MCA Circulars and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") in respect of postal ballot through remote e-voting. The management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### **Scrutinizer's Responsibility**

My responsibility as scrutinizer for the e-voting process is restricted to scrutinize the e-voting process in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized service provider engaged by the company to provide e-voting facility.



**I submit my report as under:**

1. The Company has confirmed that the Postal Ballot Notice dated November 7, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the resolutions contained therein, was sent on November 22, 2023 via e-mail, only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories as on the "Cut Off" date i.e. November 17, 2023.
2. The equity shareholders of the Company as on the "Cut Off" date as set out in the Notice, i.e. Friday, November 17, 2023 were entitled to participate in the remote e-voting on the proposed resolutions (item no. 1 to 3 as set out in the Notice).
3. The following resolutions were proposed by postal ballot through remote e-voting only:

Sr. No.	Type of Resolution	Description
1	Special	Appointment of Mr. Pawan Kumar Jain (DIN: 10385208) by the shareholders as an Independent Director of the Company for a consecutive term of 5 years
2	Ordinary	Approval of re-designation of Mr. Rahul Jain (DIN: 00013566), as Joint Managing Director of the Company in the category of Whole-time Director
3	Ordinary	Approval of re-designation of Mr. Rajesh Sharma (DIN: 08650703), as Joint Managing Director of the Company in the category of Whole-time Director

4. The remote e-voting commenced on Thursday, November 23, 2023 at 10:00 A.M. and ended on Friday, December 22, 2023 at 05:00 P.M. on the designated website of NSDL i.e. <https://www.evoting.nsdl.com>.
5. On completion of the remote e-voting, the votes cast were unblocked and downloaded on Friday, December 22, 2023 at 5:14 PM and was witnessed by two witnesses, Mr. Rahul Arora and Mr. Neeraj Dev who were not in the employment of the Company and /or NSDL.
6. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e., <https://www.evoting.nsdl.com>.
7. Based on the reports generated from NSDL's e-voting website <https://www.evoting.nsdl.com> which I have scrutinized, I now submit my report as under on the result of the postal ballot conducted through remote e-voting in respect of the above mentioned resolutions:

**Resolution – 1: Special Resolution**

**Appointment of Mr. Pawan Kumar Jain (DIN: 10385208) by the shareholders as an Independent Director of the Company for a consecutive term of 5 years**



i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
273	94,01,831	100

ii) Voted **against** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
11	278	-

iii) **Invalid** votes:

Number of members	Total number of votes cast by them
Nil	Nil

**Result:** Resolution passed with requisite majority

**Resolution – 2: Ordinary Resolution**

**Approval of re-designation of Mr. Rahul Jain (DIN: 00013566), as Joint Managing Director of the Company in the category of Whole-time Director**

i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
273	94,01,392	100

ii) Voted **against** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
10	243	-

iii) **Invalid** votes:

Number of members	Total number of votes cast by them
Nil	Nil

**Result:** Resolution passed with requisite majority



**Resolution – 3: Ordinary Resolution**

**Approval of re-designation of Mr. Rajesh Sharma (DIN: 08650703), as Joint Managing Director of the Company in the category of Whole-time Director**

i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
274	94,01,396	100

ii) Voted against of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
9	239	-

iii) Invalid votes:

Number of members	Total number of votes cast by them
Nil	Nil

**Result:** Resolution passed with requisite majority

8. The electronic data and all other relevant records relating to remote e-voting are under my safe custody until the Chairman considers, approves and signs the minutes or proceedings of Postal Ballot and thereafter the same shall be handed over to the Company.

For **RANJANA GUPTA & ASSOCIATES**  
**COMPANY SECRETARIES**  
ICSI Unique Code: S2011DE154200  
Peer Review Cert. No.: 921/2020

**RANJANA GUPTA**  
Proprietor  
FCS No : 8613 | CP No : 9920  
UDIN : F008613E003019896

Digitally signed by  
RANJANA GUPTA  
Date: 2023.12.23 12:18:54  
+05'30'

Counter Signed by  
For **Fiem INDUSTRIES LTD.**  
  
Arvind K. Chauhan  
Company Secretary