

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: F.No.:49

May 30, 2022

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

Dear Sirs,

Sub.: Outcome of Board Meeting - Regulation 4 and 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Ref: Scrip Code: 506414

We write to inform you that the Board of Directors of the Company at its meeting held on May 30, 2022 has, *inter alia*, approved / recommended the following:

1. Annual General Meeting (AGM) Date:

Pursuant to Regulation 4 and 30 of the Listing Regulations, the AGM of the members of the Company will be held on Friday, August 12, 2022 through Video Conferencing or Other Audio-Visual Means, in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Notice of AGM, Board's Report and the Annual Report for the Financial Year 2021-22 shall be sent to the members within the statutory time limits.

2. Dividend and Record Date:

Pursuant to Regulation 42 of the Listing Regulations, the Dividend, if approved at the ensuing 70th AGM scheduled to be held on Friday, August 12, 2022, will be paid to those shareholders / beneficial owners whose names appear in the Register of Members as on **Friday, August 5, 2022** ("Record Date").

3. Dividend Payment Date:

Pursuant to Regulation 30 and 43 of the SEBI Listing Regulations, the final dividend of Rs. 1.25 per equity share of Rs. 5 each, if declared at the AGM of the Company on Friday, August 12, 2022, will be paid to the shareholders of the Company on or before Monday, August 22, 2022.

4. Appointment of new Statutory Auditors:

The term of Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No: 117366W/W- 100018) as Statutory Auditors of the Company would come to end at the

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conclusion of 70th AGM of the Company. Post completion of their term and as a part of better corporate governance, the Board has approved the appointment of S R B C & Co. LLP, Chartered Accountants (ICAI Firm Registration No: 324982E/E300003) as the Statutory Auditors of the Company, for a term of five consecutive years from the conclusion of 70th AGM (year 2022) till the conclusion of 75th AGM (year 2027) of the Company, subject to the members' approval at the 70th AGM.

Requisite details of Statutory Auditors in terms of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are provided in Annexure 1.

5. **Appointment of Mr. Pramod Kasat (DIN: 00819790) as an Additional Director w.e.f. May 30, 2022 to hold office till the conclusion of ensuing 70th AGM.**
6. **Appointment of Mr. Pramod Kasat (DIN: 00819790) as an Independent Director for a period of 5 years w.e.f. August 12, 2022, subject to members' approval at the 70th AGM.**
7. **Re-appointment of Mr. Satish Varma (DIN: 00003255) as an Executive Director of the Company for a period of 3 years w.e.f. September 27, 2022, subject to members' approval at the 70th AGM.**
8. **Re-appointment of Ms. Anupama Datla Desai (DIN: 00217027) as an Executive Director of the Company for a period of 3 years w.e.f. September 27, 2022, subject to members' approval at the 70th AGM.**

Requisite details of directors in terms of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 and affirmation pursuant to BSE Circular LIST/COMP/14/2018-19 dated June 20, 2018 are provided in Annexure 2.

The Board meeting commenced at 12.30 p.m. and concluded at 3.20 p.m.

Thanking you,

Yours faithfully,

for **Fermenta Biotech Limited**
(Formerly known as DIL Limited)



Srikant N Sharma
Company Secretary

CS Membership No: F3617

A-1501, Thane One, DIL Complex, Ghodbunder Road, Majiwade, Thane (W) 400610

Enclosure: Annexures 1 and 2

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**Annexure 1****Details of Statutory Auditor**

Sr.	Particulars	Details
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Post completion of term of existing Statutory Auditors of the Company, Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No: 117366W/W- 100018), the Board has appointed S R B C & Co. LLP, Chartered Accountants (ICAI Firm Registration No: 324982E/E300003) as the Statutory Auditors of the Company, for a term of five consecutive years from the conclusion of 70 th AGM till the conclusion of 75 th AGM of the Company to be held in the year 2027, and the same is proposed for members' approval at ensuing 70 th AGM.
2	Date of appointment/cessation (as applicable) & term of appointment	As stated above.
3	Brief profile (in case of appointment)	S R B C & CO LLP, (FRN 324982E/E300003) ("Audit Firm"), is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Audit Firm was established in the year 2002 and is a limited liability partnership firm ("LLP") incorporated in India. It has registered office at 22, Camac Street, Kolkata and has 15 branch offices in various cities in India. The Audit Firm has valid Peer Review Certificate and is part of S. R. Batliboi & Affiliates network of audit firms. It is primarily engaged in providing audit and assurance services to its clients.

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**Annexure 2****Details of Directors**

Sr.	Particulars	Mr. Pramod Kasat	Mr. Satish Varma	Ms. Anupama Datla Desai
1	Reason for change viz. appointment, resignation, removal, death or otherwise	The Board of Directors at its meeting held on May 30, 2022: (i) approved the appointment of Mr. Pramod Kasat as an Additional Director to hold his office as such until the conclusion of ensuing 70 th AGM; and (ii) subject to members' approval at ensuing 70 th AGM, recommended the appointment of Mr. Pramod Kasat as an Independent Director for a period of 5 years w.e.f. August 12, 2022.	The term of Mr. Satish Varma as an Executive Director of the Company would come to end on September 26, 2022. The Board of Directors at its meeting held on May 30, 2022, recommended the re-appointment of Mr. Satish Varma as an Executive Director of the Company for a period of 3 years w.e.f. September 27, 2022, subject to members' approval.	The term of Ms. Anupama Datla Desai as an Executive Director of the Company would come to end on September 26, 2022. The Board of Directors at its meeting held on May 30, 2022, recommended the re-appointment of Ms. Anupama Datla Desai as an Executive Director of the Company for a period of 3 years w.e.f. September 27, 2022, subject to members' approval.
2	Date of appointment/cessation (as applicable) & term of appointment	(i) Additional Director w.e.f. May 30, 2022 and to hold his office until the conclusion of ensuing 70 th AGM; and (ii) Subject to members' approval, as an Independent Director for a period of 5 years w.e.f. August 12, 2022.	3 years w.e.f. September 27, 2022	3 years w.e.f. September 27, 2022

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3	Brief profile (in case of appointment)	<p>Mr. Kasat has extensive experience including in Investment Banking, capital markets and leadership.</p> <p>He has been associated with various renowned entities including IndusInd Bank, Pioneer Investcorp Limited, Credit Suisse, Deutsche Bank, IL&FS Citibank, Intelicap Advisory Services Private Limited.</p>	<p>Mr. Varma has over 27 years of extensive and diverse operational, management and legal experience across the full scope of the FBL enterprise. He was instrumental in the Solvay demerger in 2000 as well as the Crocin brand sale in 1996, events that have shaped the current strategic platform of the Company.</p> <p>Mr. Varma took direct operational responsibility of the Vitamin D3 business in 1998 and has led its growth.</p>	<p>Ms. Desai has over 16 years of experience including in quality control and implementation of safety policies and procedures across the organization. She is in charge of introducing and implementing new technology platforms into the Company and also spearheads the new business development, customer interaction and marketing in India and overseas.</p>
4	Disclosure of relationships between directors (in case of appointment of a director).	Nil	Nil	She is relative of Mr. Krishna Datla, Executive Vice-Chairman and of Ms. Rajeshwari Datla, Non-Executive Director, as per Section 2(77) of the Companies Act, 2013
5	Affirmation pursuant to BSE Circular LIST/COMP/14/2018-19 dated June 20, 2018 that director debarred from holding the office of director	It is affirmed that Mr. Pramod Kasat is not debarred from holding the office(s) of director by virtue of any SEBI order or any other such authority.	It is affirmed that Mr. Satish Varma is not debarred from holding the office(s) of director by virtue of any SEBI order or any other such authority.	It is affirmed that Ms. Anupama Datla Desai is not debarred from holding the office(s) of director by virtue of any SEBI order or any other such authority.

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