FEDDERS
ENGINEERING

FEDDERS ELECTRIC & ENGINEERING LTD.
(Formerly Fedders Lloyd Corporation Ltd.)
C-4 ,Phase-II , Noida 201305
Uttar Pradesh (INDIA)
Tel. : 91-120-4258918
CIN : L29299UP1957PLC021118

28th November, 2019

To,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai- 400001
Maharashtra

BSE Code: 500139
Fax No.: 022-22722039

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051, Maharashtra

NSE Code: FEDDERELEC
Fax No.: 022-2659 8237/38

Dear Sir/Madam,

Sub.: Voting Results of the Adjourned 62nd Annual General Meeting ("AGM") as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Regulations

With reference to the captioned subject, we would like to submit the **Voting Results** of the Adjourned 62nd Annual General Meeting (AGM) of Fedders Electric and Engineering Limited (Formerly Fedders Lloyd Corporation Limited) ("Company") held on Wednesday, 27th November, 2019 commenced at 09:10 a.m. at the Registered Office of the Company situated at 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203205, Uttar Pradesh in accordance with the provisions of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the copy of the **Scrutinizer's Report** issued by the Scrutinizer.

You are requested to take the aforesaid information on records.

Thanking You,

Yours Truly,

For Fedders Electric and Engineering Limited
(Company under Corporate Insolvency Resolution Process)

Ashok Kumar Gulla
IP Reg. No.: IBBI / IPA-003/ IP N00024/ 2017-2018/ 10174
Insolvency Professional

Ashok Kumar Gulla
Resolution Professional
IP Registration No.: IBBI/IPA-003/IP-N00024/2017-2018/10174

Fedders Electric and Engineering Limited

Disclosure in terms of regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Fedders Electric and Engineering Limited

S. No.	Description	Particulars
1	Date of AGM	27th November, 2019
2	Total Number of shareholders on Record date i.e. 1st November, 2019	29290
3	No of shareholders present in the meeting either in person or through proxy: 46	
	Promoters and Promoter Group	0
	Public	46
4	No. of shareholders attended the meeting through Video Conferencing:	
	Promoters and Promoter Group	NIL
	Public	NIL

Agenda-wise disclosure

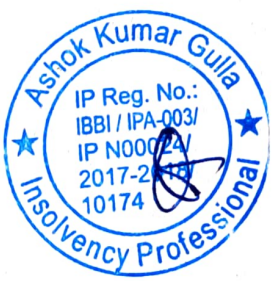
1. Adoption of Audited financial statements for the year ended 31st March, 2018 together with the Report of Directors and Auditors thereon.

Resolution required		Ordinary						
Whether Promoter/Promoter Group are interested in the agenda/resolution		No						
Category	**Mode of Voting**	**No. of shares held** (1)	**No. of Votes polled** (2)	**% of votes Polled on outstanding shares** (3)= [(2)/(1)]* 100	**No. of votes in favour** (4)	**No. of votes against** (5)	**% of votes in favour on votes polled** (6)= [(4)/(2)]* 100	**% of votes in against on votes polled** (7)= [(5)/(2)]* 100
Promoter and Promoter Group	E-voting	17651682	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**17651682**	-	-	-	-	-	-
Public – Institutions	E-voting	150	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**150**	-	-	-	-	-	-
Public -Non Institutions	E-voting	16317868	7085	0.04	6935	150	97.88	2.12
	Poll		368	-	368	-	100	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**16317868**	**7453**	**0.04**	**7303**	**150**	**97.98**	**2.02**
Total		**33969700**	**7453**	**0.02**	**7303**	**150**	**97.98**	**2.02**

Ashok Kumar Gulla
IP Reg. No.: IBBI/IPA-003/IP N000[illegible]/2017-[illegible]/10174
Insolvency Professional

2. **Appointment of M/s. Rajiv Malhotra & Co., Chartered Accountants, as the new Statutory Auditors of the Company.**

Resolution required		Ordinary						
Whether Promoter/Promoter Group are interested in the agenda/resolution		No						
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of Votes polled (2)**	**% of votes Polled on outstanding shares (3)= [(2)/(1)]* 100**	**No. of votes in favour (4)**	**No. of votes against (5)**	**% of votes in favour on votes polled (6)= [(4)/(2)]* 100**	**% of votes in against on votes polled (7)= [(5)/(2)]* 100**
Promoter and Promoter Group	E-voting	17651682	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**17651682**	-	-	-	-	-	-
Public – Institutions	E-voting	150	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**150**	-	-	-	-	-	-
Public -Non Institutions	E-voting	16317868	7085	0.04	7085	0	100	0
	Poll		368	0.00	368	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**16317868**	**7453**	**0.04**	**7453**	**0**	**100**	**0**
Total		**33969700**	**7453**	**0.02**	**7453**	**0**	**100**	**0**



CONSOLIDATED REPORT

OF

SCRUTINIZER

Fedders Electric And Engineering Limited

(Formerly, Fedders Lloyd Corporation Limited)

ADJOURNED 62nd AGM HELD ON NOVEMBER 27, 2019

CONSOLIDATED REPORT OF SCRUTINIZER
(REMOTE E-VOTING & POLL)

To,
The Chairman
Fedders Electric And Engineering Limited
(Formerly, Fedders Lloyd Corporation Limited)
(Company under Corporate Insolvency Process)
CIN: L29299UP1957PLC021118

Ref. : Adjourned Sixty Second Annual General Meeting of the Equity Shareholders of M/s Fedders Electric And Engineering Limited (Formerly, Fedders Lloyd Corporation Limited) held on Wednesday, the 27th day of November, 2019 at the Registered Office of the Company situated at 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203 205 Uttar Pradesh (India)

Dear Sir,

1. The Company has appointed me as the Scrutinizer for the purpose of scrutinizing and conducting the remote e-voting process and poll (physical voting) on the agenda items transacted at the adjourned Sixty Second Annual General Meeting (AGM) of the Company held on Wednesday, the 27th day of November, 2019 at the Registered Office of the Company situated at 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203 205 Uttar Pradesh, India, in a fair and transparent manner.

2. I submit this consolidated report for voting conducted through the 'remote e-voting' means and the physical means by ballot papers at the venue of the said Annual General Meeting, as under:

   2.1 The Company provided remote e-voting facility to all the Shareholders of the Company which started at 9:00 a.m. on Sunday, 24th November, 2019 and ended on Tuesday, 26th November, 2019 at 5:00 p.m.

SKP & CO. Company Secretaries Vaishali NCR Delhi

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Mobile : +91 9310238404, +91 9868038505, +91 9310238303, +91 9310238202, +91 9871510805, +91 9871533606
E-mail : skp@skpco.in website : www.skpco.in

2.2 The votes received electronically from the Shareholders till Tuesday, 26th November, 2019 by 5:00 p.m. being the last date and time fixed by the Company for remote e-voting and votes received in poll process (physical voting) at the Annual General Meeting, were considered for my scrutiny.

2.3 Particulars of all votes received from the Members have been entered in a register separately maintained for the purpose.

2.4 The votes received electronically were duly scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company.

2.5 The empty polling box was locked and sealed in the presence of the members and proxies and subsequent to the end of the polling process, the polling box was opened by me in the presence of Mr. Vishal Sharma and Mr. Kamal who are not the employees of the Company, and who have signed below as witness to the opening of poll boxes in their presence.

2.6 The poll papers were diligently scrutinized and the poll papers were reconciled with the records maintained by the company/Registrar and Transfer Agent of the Company and authorizations / proxies lodged with the company.

2.7 The poll papers which were found defective have been treated as invalid and kept separately.

2.8 The votes received through 'remote e-voting' were unblocked on 27th November, 2019 in the presence of Mr. Vishal Sharma and Mr. Kamal, who are not the employees of the Company and who have signed below as witness to the unblocking of votes.

2.9 No e-voting facility was provided at the venue of the said Annual General Meeting for the members who attended the said Annual General Meeting.

SKP & CO. Vaishali NCR Delhi Company Secretaries

3. A consolidated summary of the votes cast through the remote e-voting process and the poll process(physical voting) is given below :



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Resolution No. 1: Adoption of Audited financial statements for the year ended 31st March, 2018 together with the Report of Directors and Auditors thereon.

Valid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	19	6935	97.88	36	368	100	55	7303	97.99
Votes cast against	1	150	2.12	0	0	0	1	150	2.01
Total	**20**	**7085**	**100**	**36**	**368**	**100**	**56**	**7453**	**100**

Invalid Votes	E-Voting		Poll		Consolidated Result	
	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them
	0	0	1	1100	1	1100

SKP & CO. Vaishali NCR Delhi Company Secretaries

Resolution No. 2: Appointment of M/s. Rajiv Malhotra & Co. as Statutory Auditors of the company.

Valid Votes	E-Voting			Poll			Consolidated Result		
	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast	Number of member(s)	Number of votes cast by them	% of total number of valid votes cast
Votes Cast in favour	20	7085	100	36	368	100	56	7453	100
Votes cast against	0	0	0	0	0	0	0	0	0
Total	**20**	**7085**	**100**	**36**	**368**	**100**	**56**	**7453**	**100**

Invalid Votes	E-Voting		Poll		Consolidated Result	
	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them	Number of member(s)	Number of votes cast by them
	0	0	1	1100	1	1100

SKP & CO. Vaishali NCR Delhi Company Secretaries

4. You may accordingly declare the result of voting.

Thanking you,

Yours faithfully

(CS Sundeep K. Parashar)
Scrutinizer
SKP & Co
Company Secretaries
Proprietor
M. No. : F 6136
C. P. No. : 6575
Date: 28.11.2019
UDIN : F006136A000324487
Place: Vaishali

We the undersigned witness that the Polling Box was opened on November 27, 2019 and votes cast through remote e-voting process were unblocked from the e-voting website of National Securities Depository Limited as stated above in this report, on November 27, 2019 in our presence .

Name: Vishal Sharma
PAN : GSLPS2739P

Name: Kamal
PAN : CIAPK4273K