FEDDERS ENGINEERING

FEDDERS ELECTRIC AND ENGINEERING LTD.
(Formerly Fedders Lloyd Corporation Ltd.)
C-15 RDC, Raj Nagar, Ghaziabad-201001
Uttar Pradesh (INDIA)
Tel. : 91-9810266747
CIN : L29299UP1957PLC021118

30th June, 2023

To
Head Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai-400051

To
The Corporate Services Department,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai-400 001

Scrip Code: FEDDERELEC Scrip Code: 500139

Subject: Voting Results under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir

We wish to inform you that the Extra Ordinary General Meeting (EGM) of the Members of the Company was held on Thursday, June 29, 2023 at 03:00 PM (IST) at the registered office of the Company at 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, Bulandshahr- 203205 (U.P.)

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and rules made thereunder, the Company had provided remote e-voting facility to the members entitled to cast their votes on all resolutions. Further, the Company has provided voting facility at the EGM Venue also to those members who have not exercised e-voting facility.

Ms. Chetna Bhola, Company Secretary in practice has been appointed as the Scrutinizer for scrutinizing remote e-voting & e-voting at EGM and has submitted her report on all the resolutions contained in the Notice of the EGM.

All the resolutions contained in the notice of the above EGM are approved by requisite majority of shareholders through e-voting and polling at the venue of the EGM.

Further in this regard, we enclose the consolidated voting results in the prescribed format alongwith the scrutinizer's report.

Kindly take the above information into record.

Thanking You

For Fedders Electric and Engineering Limited

Sakshi Goel
Company Secretary



CHETNA BHOLA & ASSOCIATES

Company Secretaries
(A commercial unit of SCS Group)

Off.: D-66, Chhattarpur Enclave I, Delhi – 110074
376/12, Multani Chowk, Hisar, Haryana - 125001
Contact: 011-41675353; +91-7988842449
Email: csshukraa@gmail.com; chetnabhola@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To

The Chairman

Fedders Electric and Engineering Limited

CIN: L29299UP1957PLC021118

6 and 6/1 UPSIDC Industrial Area,

Sikandrabad, Bulandshahr

Uttar Pradesh – 203205

I, Chetna Bhola, Practicing Company Secretary and Partner of M/s Chetna Bhola & Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of Fedders Electric and Engineering Limited ("Company") vide resolution passed at their Board Meeting held on 31st May, 2023 for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at Extra Ordinary General Meeting ("EGM") of the Company held on Thursday, June 29, 2023 at 03:00 P.M. (IST) at the registered office at 6 and 6/1 UPSIDC Industrial Area, Sikandrabad, Bulandshahr Uttar Pradesh – 203205 in compliance with the provisions of Section 100, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17 /2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMDl/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021 and SEBI / HO/ CFD/ CMD2/ CIR/P/2022/62 on May 13, 2022 (collectively referred to as "SEBI Circulars"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and

CHETNA BHOLA ★ M. No.: 41283 C.P. No.: 15802 ★ COMPANY SECRETARY

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other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the EGM Notice dated May 31, 2023 ("EGM Notice").

1. My responsibility as a Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) to submit a Consolidated Scrutinizer's report for remote e-voting and e-voting at the EGM, for the resolutions set out in the EGM Notice to the Chairman of the Company or any person authorised by him.

2. I submit my report as under:
   (i) In compliance with the MCA Circulars and SEBI Circulars, the EGM Notice was dispatched by the Company on Monday, 05th June, 2023 only by electronic mode to all those members, whose e-mail address were registered with the Company/ Skyline Financial Services Pvt. Ltd, D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi, Delhi - 110020, Registrar and Share Transfer Agent ("Skyline")/ Depositories.
   (ii) The Company engaged National Securities Depository Limited ("NSDL") for providing services related to remote e-voting and e-voting at the EGM.
   (iii) The EGM Notice was simultaneously submitted to the stock exchanges i.e. National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") and posted on the website of the Company and NSDL.
   (iv) The members of the Company as on the "cut-off" date i.e. Thursday, June 22, 2023 were entitled to avail the facility of remote e-voting as well as e- voting at the EGM on the proposed resolutions as set out in the EGM Notice.
   (v) The remote e-voting period commenced on Monday, June 26, 2023, at 09:00 A.M. (IST) and ended on Wednesday, June 28, 2023 at 05:00 P.M. (IST).
   (vi) After completion of e-voting at the EGM, the votes cast through remote e-voting and e-voting at the EGM were unblocked in the presence of two witnesses who are not in the employment of the Company.

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(vii) The data of remote e-voting and e-voting at EGM was diligently scrutinized and reconciled with the records maintained by the NSDL and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at the EGM.

(viii) The consolidated summary of results of remote e-voting and e-voting at the EGM is annexed herewith as an Annexure- A.

(ix) Based on the aforesaid results, I report that the resolutions as contained in the Item No(s). 1 and 2 of the EGM Notice of the Company, have been passed with requisite votes.

Countersigned by

Fedders Electric And Engineering Ltd. FEEL

Chairman/ Person authorised by the Chairman
Fedders Electric and Engineering Limited

For M/s Chetna Bhola & Associates
Company Secretaries
Peer Review No.: 2573/2022

CHETNA BHOLA ★ M. No.: 41283 C.P. No.: 15802 ★ COMPANY SECRETARY

Chetna Bhola
Partner
Mem. No.: A41283
C.P. No.: 15802
UDIN: A041283E000521279

Date: June 29, 2023
Place: New Delhi

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Annexure-A

Item No. 1: Reclassification of Authorized Share Capital and Consequently alteration of Memorandum of Association

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Abstain/ Invalid Votes	
	No. of members who votes	No. of shares for which votes cast	Percentage of votes to total votes cast	No. of members who votes	No. of shares for which votes cast	Percentage of votes to total votes cast	No. of members who votes	No. of shares for which votes cast
Remote e-voting	6	6	100.00	**0**	**0**	**0**	0	0
E-voting at EGM	0	0	0.00	0	0	0	0	0
Total	**6**	6	**100.00**	**0**	**0**	**0**	**0**	**0**

Result: The special resolution was passed with requisite consent.

CHETNA BHOLA
M. No.: 41283
C.P. No.: 15802
COMPANY SECRETARY

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Item No. 2: To issue redeemable non-convertible cumulative preference shares through private placement basis

Type of Resolution: Special Resolution

Particulars of Business	**Votes in favour of the resolution**			**Votes against the resolution**			**Abstain/ Invalid Votes**	
	No. of members who votes	No. of shares for which votes cast	Percentage of votes to total votes cast	No. of members who votes	No. of shares for which votes cast	Percentage of votes to total votes cast	No. of members who votes	No. of shares for which votes cast
Remote e-voting	6	6	100.00	**0**	**0**	**0**	0	0
E-voting at EGM	0	0	0.00	0	0	0	0	0
Total	**6**	6	**100.00**	**0**	**0**	**0**	**0**	**0**

Result: The special resolution was passed with requisite consent.

CHETNA BHOLA ★ M. No.: 41283 C.P. No.: 15802 ★ COMPANY SECRETARY

General information about company	
Scrip code	500139
NSE Symbol	FEDDERELEC
MSEI Symbol	NOTLISTED
ISIN	INE249C01011
Name of the company	FEDDERS ELECTRIC AND ENGINEERING LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-06-2023
Start time of the meeting	03:00 PM
End time of the meeting	04:00 PM

Scrutinizer Details	
Name of the Scrutinizer	CHETNA BHOLA
Firms Name	CHETNA BHOLA & ASSOCIATES
Qualification	CS
Membership Number	A41283
Date of Board Meeting in which appointed	31-05-2023
Date of Issuance of Report to the company	29-06-2023

Voting results	
Record date	22-06-2023
Total number of shareholders on record date	7
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	**2**
Disclosure of notes on voting results	Add Notes

Feddars Electric And Engineering Ltd. FEEL

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the				Yes				
Description of resolution considered				Reclassification of Authorized Share Capital and Consequently				
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	6	6	100.0000	6	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6	6	100.0000	6	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Total		6	6	100.0000	6	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (2)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the	Yes
Description of resolution considered	TO ISSUE REDEEMABLE NON-CONVERTIBLE CUMULATIVE

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	6	6	100.0000	6	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6	6	100.0000	6	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Total		6	6	100.0000	6	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

