



**CIN: L40103GJ2012PLC072005**

**01<sup>st</sup> October, 2024**

To,  
The National Stock Exchange of India Limited,  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E), Mumbai-400051

**SCRIP SYMBOL: FELIX**

Dear Sir/ Madam,

**Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Details of Voting Results at the 12<sup>th</sup> Annual General Meeting of the Company**

With reference to the above captioned subject, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the details of voting results in the prescribed format at the 12<sup>th</sup> Annual General Meeting of the members of the Company held on Monday, 30<sup>th</sup> September, 2024 Scheduled at 10.30 A.M and started at 10:40 A.M through Video Conferencing/Other Audio- Visual Means.

Kindly take the same on your record.

Thanking You,

Yours Faithfully,  
**For, Felix Industries Limited**

\_\_\_\_\_  
**Hena Harshal Shah**  
**Company Secretary**  
**(F-12582)**

Encl: As stated

# Vishwas Sharma & Associates

COMPANY SECRETARIES

## CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND E-VOTING AT 12th ANNUAL GENERAL MEETING OF FELIX INDUSTRIES LIMITED

[Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 of the Companies  
(Management and Administration) Rules, 2014]

October 01, 2024

To,  
The Chairperson,  
Annual General Meeting of the Equity Shareholders of  
FELIX INDUSTRIES LIMITED  
(CIN: L40103GJ2012PLC072005)  
Held on Monday, September 30, 2024  
Scheduled at 10.30 p.m. and  
Commenced at 10.40 p.m.  
Through Video Conferencing

Dear Sir,

**Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility provided to the shareholders present at the 12th Annual General Meeting ('AGM') held on Monday, September 30, 2024 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") in respect of the resolutions (Businesses) contained in the Notice dated September 03, 2024.**

I, Vishwas Sharma, proprietor of M/s. Vishwas Sharma & Associates, Company Secretaries, Ahmedabad, have been appointed as Scrutinizer of **FELIX INDUSTRIES LIMITED**, ("the Company") for the purpose of scrutinizing the Remote E-voting and E-Voting during AGM provided to the shareholders as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the AGM held on Monday, September 30, 2024 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on the below mentioned resolution(s) which was scheduled at 10.30 p.m. and commenced at 10.40 p.m.

Sr. No.	Type of Resolution	Particulars
1.	Ordinary	To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet as at March 31, 2024, Statement of Profit and Loss together with Cash Flow Statement and Notes forming part thereto ("Financial Statements") for the year ended on March 31, 2024 and report of the Board of Directors and Auditors thereon;
2.	Ordinary	To Appoint a Director in place of Mr. Vinay Rajnikant Patel (DIN: 08377751), Director who retires by rotation at this meeting and being eligible offers himself for re-appointment;
3.	Special	To appoint Mr. Niren Atinbhai Desai (DIN:10192300) as an Independent Director of the Company
4.	Special	To appoint Mrs. Shital Barot (DIN: 10105593) as an Independent Director of the Company
5.	Ordinary	To appoint Mr. Rushi Jani (DIN: 10445308) as a Non- Executive Director of the Company
6.	Special	To Authorize Board to grant loans and advances and/or securities under section 185 of the companies act, 2013 to entity in whom directors/s is /are interested
7.	Special	To re-appoint Mr. Vinay Rajnikant Patel (DIN: 08377751) as a Whole Time

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		Director of the company.
8.	Special	To approve revision in remuneration of Mr. Ritesh Vinay Patel (din: 05350896), Managing Director of the company

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules thereof including Circulars/SEBI Regulations in respect of the resolutions contained in the notice of AGM including the dispatch to the Shareholders. My responsibilities as Scrutinizer is restricted to make a Scrutinizers' Report of the votes cast in 'Favour' or 'Against' the resolutions contained in the Notice of AGM based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL') and Venue Voting during the meeting of Members through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

I hereby submit my report as under:

1. The Annual General Meeting was held through VC/OAVM in compliance with Circular 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 8, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022, 10/2022 dated December 28, 2022 and circular No. 09/2023 dated September 23, 2023 and all other relevant Circulars issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India vide their Circular dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 and October 07, 2023 (collectively referred to as 'SEBI Circulars'). The Company had provided e-voting facility through Central Depository Services (India) Limited (CDSL) to its Members holding shares as on the cut-off date i.e. Monday, September 23, 2024 to exercise their right to vote on any or all of the business specified in the Notice of 12th AGM.
2. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the electronic copy of the Notice convening 12<sup>th</sup> AGM of the Company containing remote e-voting instructions along with explanatory statements were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent or Depository Participants ('DP') in compliance with MCA Circulars dated April 8, 2020, April 13, 2020, December 28, 2022 and September 25, 2023 and Master circular dated July 11, 2023 and circular dated October 07, 2023, issued by the Securities and Exchange Board of India and other applicable provisions of the SEBI Listing Regulations, the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company has completed dispatch of Notice along with explanatory statement on Friday, September 06, 2024, through electronic mode, to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on Friday, August 30, 2024
3. The Company has entered into an agreement with National Securities Depository Limited ('NSDL'), the authorized agency engaged by the company to provide Remote E-voting and Venue Voting facilities through electronic means to all the members who are eligible to take part in the remote e-voting as on cut-off date i.e. Monday, September 23, 2024 to exercise their right to vote on any or all of the businesses specified in the Notice of Annual General Meeting;
4. A copy of AGM notice together with the explanatory statement is available on the website of the Company at [www.felixindustries.co](http://www.felixindustries.co) and on the website of the Stock Exchange on which the Equity shares of the Company are listed i.e. NSE EMERGE ([www.nseindia.com/emerge](http://www.nseindia.com/emerge)) and Electronic Voting Event Number "131428" ('EVEN') was generated for casting the votes through E-voting mode.



5. As per Rule 22(3) of Companies (Management & Administration) Rules, 2014 and in respect of Members whose email ids were not available/ registered, a Public Notice was published on September 07, 2024 regarding the process of E-voting and dispatch of Notice of Annual General Meeting (AGM) in English and Gujarati Newspaper viz. Financial Express in English language and Gujarati language;
6. In accordance with the Notice of AGM sent to the Members, the voting through remote e-voting period was started on Friday, September 27, 2024 at 09:00 a.m. and ended on Sunday, September 29, 2024 at 05.00 p.m. Thereafter, e-voting module was disabled by the NSDL;
7. The shareholders who have not voted on remote e-voting facility provided by the Company through NSDL were allowed to cast their votes through E-voting during the Annual General Meeting;
8. I have not found any abstained/incomplete vote in the electronic voting system at the AGM through VC / OAVM;
9. After the conclusion of the E-voting during Annual General Meeting ('AGM') of the Company, the votes casted through remote e-voting and through e-voting during Annual General Meeting were unblocked from the website of the NSDL (www.evoting.nsdl.com) by me in the presence of Mr. Vaibhav Jakhaniya & Mr. Nayan Bhanushali on Monday, September 30, 2024 at 11:46 a.m. who are not the employees of the Company. I was provided with the list of members who had cast their votes, their holding details and the details containing shareholders, who voted "For" and "Against", were downloaded from the e-voting Website i.e. www.evoting.nsdl.com. The votes were reconciled with the records maintained by the Registrar and Transfer Agents of the Company;
10. The Result of the scrutiny of voting by Remote E-voting and through E-voting facility to the shareholders present at the Annual General Meeting through VC/OAVM, in respect of resolutions (businesses) contained in Notice dated September 03, 2024 is as under:

Consolidated report on result of remote e-voting and e-voting at the Annual General Meeting is as under:

**Item No. 1: As an Ordinary Resolution**

To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet as at March 31, 2024, Statement of Profit and Loss together with Cash Flow Statement and Notes forming part thereto ("Financial Statements") for the year ended on March 31, 2024 and report of the Board of Directors and Auditors thereon;

**i. Voted in favor of the resolution:**

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting(Including Venue Voting)	22	69,49,820	100
<b>Total</b>	<b>22</b>	<b>69,49,820</b>	<b>100</b>

**ii. Voted in against the resolution:**

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting(Including Venue Voting)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>



## iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting(Including Venue Voting)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

## Item No. 2: As an Ordinary Resolution

To Appoint a Director in place of Mr. Vinay Rajnikant Patel (DIN: 08377751), Director who retires by rotation at this meeting and being eligible offers himself for re-appointment;

## i. Voted in favor of the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting (Including Venue Voting)	21	69,48,820	99.99
<b>Total</b>	<b>21</b>	<b>69,48,820</b>	<b>99.99</b>

## ii. Voted in against the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	1	1,000	0.01
<b>Total</b>	<b>1</b>	<b>1,000</b>	<b>0.01</b>

## iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

## Item No. 3: As a Special Resolution

To appoint Mr. Niren Atinbhai Desai (DIN:10192300) as an Independent Director of the Company;

## i. Voted in favor of the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting (Including	21	69,48,820	99.99



Venue Voting)			
<b>Total</b>	<b>21</b>	<b>69,48,820</b>	<b>99.99</b>

## ii. Voted in against the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	1	1,000	0.01
<b>Total</b>	<b>1</b>	<b>1,000</b>	<b>0.01</b>

## iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

## Item No. 4: As a Special Resolution

To appoint Mrs. Shital Barot (DIN: 10105593) as an Independent Director of the Company

## Voted in favor of the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting (Including Venue Voting)	21	69,48,820	99.99
<b>Total</b>	<b>21</b>	<b>69,48,820</b>	<b>99.99</b>

## ii. Voted in against the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	1	1,000	0.01
<b>Total</b>	<b>1</b>	<b>1,000</b>	<b>0.01</b>

## iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>



## Item No. 5: As an Ordinary Resolution

To appoint Mr. Rushi Jani (DIN: 10445308) as a Non- Executive Director of the Company;

## i. Voted in favor of the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting (Including Venue Voting)	21	69,48,820	99.99
<b>Total</b>	<b>21</b>	<b>69,48,820</b>	<b>99.99</b>

## ii. Voted in against the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	1	1,000	0.01
<b>Total</b>	<b>1</b>	<b>1,000</b>	<b>0.01</b>

## iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

## Item No. 6: As a Special Resolution

To Authorize Board to grant loans and advances and/or securities under section 185 of the Companies act, 2013 to entity in whom directors/s is /are interested;

## Voted in favor of the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting (Including Venue Voting)	21	69,48,820	99.99
<b>Total</b>	<b>21</b>	<b>69,48,820</b>	<b>99.99</b>

## ii. Voted in against the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	1	1,000	0.01
<b>Total</b>	<b>1</b>	<b>1,000</b>	<b>0.01</b>



## iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

## Item No. 7: As a Special Resolution

To re-appoint Mr. Vinay Rajnikant Patel (DIN: 08377751) as a Whole Time Director of the company;

## Voted in favor of the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting (Including Venue Voting)	20	69,47,820	99.99
<b>Total</b>	<b>20</b>	<b>69,47,820</b>	<b>99.99</b>

## ii. Voted in against the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	1	1000	0.01
<b>Total</b>	<b>1</b>	<b>1000</b>	<b>0.01</b>

## iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

## Item No. 8: As a Special Resolution

To approve revision in remuneration of Mr. Ritesh Vinay Patel (din: 05350896), Managing Director of the company;

## i. Voted in favor of the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	Total number of valid votes casted (%)
Remote e-voting (Including Venue Voting)	15	1,25,320	98.82
<b>Total</b>	<b>15</b>	<b>1,25,320</b>	<b>98.82</b>





## ii. Voted in against the resolution:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	2	1,500	1.18
<b>Total</b>	<b>2</b>	<b>1,500</b>	<b>1.18</b>

## iii. Invalid Votes:

Types of Voting	Number of Members who voted	Numbers of Votes Casted by them	% of total number of valid votes casted
Remote e-voting (Including Venue Voting)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

11. After the aforesaid scrutiny and taking into account the result of remote e-voting and E-voting at AGM, I Report that businesses as mentioned in the Notice of AGM dated September 03, 2024 with requisite majority. Accordingly, we request the Chairperson to announce the results of the voting.

12. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking You

Yours Faithfully,

**For, Vishwas Sharma & Associates,  
Company Secretaries**

VISHWASKUMAR  
R ASHOKKUMAR  
SHARMA

Digitally signed by  
VISHWASKUMAR  
ASHOKKUMAR SHARMA  
Date: 2024.10.01  
16:21:01 +05'30'



**Vishwas Sharma**  
**Proprietor**  
**COP :16942**  
**FCS.: 12606**  
**UDIN: F012606F001401961**  
**PR No:- 854/2020**

Place: Ahmedbad

Date: October 01, 2024

**COUNTER SIGNED BY:  
FOR, FELIX INDUSTRIES LIMITED**

**Ritesh  
Vinay Patel**

Digitally signed by  
Ritesh Vinay Patel  
Date: 2024.10.01  
17:17:47 +05'30'

**RITESH PATEL  
MANAGING DIRECTOR  
(DIN: 05350896)**