

**April 3, 2023**

**To,**  
**The General Manager,**  
**Listing Department,**  
National Stock Exchange of India Limited ('NSE').  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051.

**Ref: Scrip Code: FELIX**  
**Sub.: Submission of Voting Results along with Scrutinizers**  
**Report under Regulation 44(3) of SEBI (Listing Obligations and**  
**Disclosure Requirements) Regulations, 2015.**

**Dear Sir/ Ma'am,**

In compliance of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('the Regulations'), the Company has provided remote e-voting facility to its Shareholder's on resolution(s) set out in the Postal Ballot Notice for their approval.

The Board has appointed Mr. Vishwas Sharma, Proprietor of M/s. Vishwas Sharma & Associates, Practicing Company Secretaries as Scrutinizers for conducting the Postal Ballot through the e-voting process, in a fair and transparent manner. As per the Scrutinizer's Report, the Shareholders of the Company have approved the Resolution(s) as mentioned in the Postal Ballot Notice dated February 25, 2023.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed herewith:

1. Voting results of the Postal Ballot Notice issued to the Members of the Company
2. Report of Scrutinizer, Mr. Vishwas Sharma, Proprietor of M/s Vishwas Sharma & Associates, Company Secretaries Dated April 3, 2023.

Further, the following items of business as set out in the Notice of Postal Ballot dated February 25, 2023 were narrated for members' consideration and now considered as passed:

**FELIX INDUSTRIES LIMITED**

REGISTERED / CORPORATE OFFICE :  
208, Devshruti Complex, Opp. HCG hospital, Nr. Mithakhali Cross  
Road, Ellisbridge, Ahmedabad - 380 006, Gujarat, India.

Ph. : +91 79 2646 3658 / 59  
Cell : +91 99099 97538  
E-mail : info@felixindustries.co

**Special Business:**

1. To ratify and take note of the corrigendum dated 15/12/2022 to the notice of extra ordinary general meeting of the company held on 12<sup>th</sup> December, 2022.
2. To approve the related party transactions to be entered into by the company with related Parties.
3. To increase in threshold of loans/ guarantees, providing of securities and making of Investments in securities under Section 186 of the Companies Act, 2013 ('the Act').

The Copies of Voting Results along with Scrutinizer's Report is also available on Company's website at [www.felixindustries.co](http://www.felixindustries.co).

Kindly take the same on your record.

Thanking You,

Yours Faithfully,

**For, FELIX INDUSTRIES LIMITED**

Ritesh

Vinay Patel

Digitally signed by  
Ritesh Vinay Patel  
Date: 2023.04.03  
20:34:58 +05'30'

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

- Encl.:** 1. Voting Results\_Reg.44  
2. Scrutinizer Report\_ MGT-13.

### Details of Voting Results

1.	Date of the AGM/EGM	N.A (Resolutions passed through postal ballot, result of which was declared on April 3, 2023)
2.	Total number of shareholders on Record date/Book Closure	166
3.	No. of shareholders present in the meeting either in person or through proxy <ul style="list-style-type: none"><li>Promoters and Promoter Group</li><li>Public</li></ul>	N.A
4.	No. of shareholders attended the meeting through video conferencing <ul style="list-style-type: none"><li>Promoters and Promoter Group</li><li>Public</li></ul>	N.A

### FELIX INDUSTRIES LIMITED

**REGISTERED / CORPORATE OFFICE :**

208, Devshruti Complex, Opp. HCG hospital, Nr. Mithakhali Cross Road, Ellisbridge, Ahmedabad - 380 006, Gujarat, India.

Ph. : +91 79 2646 3658 / 59

Cell : +91 99099 97538

E-mail : info@felixindustries.co

**Agenda-wise**

Resolution / Agenda wise details of voting are as under:

**Resolution No. 1: As a Special Resolution**

**TO RATIFY AND TAKE NOTE OF THE CORRIGENDUM DATED 15/12/2022 TO THE NOTICE OF EXTRA ORDINARY GENERALMEETING OF THE COMPANY HELD ON 12TH DECEMBER, 2022.**

Resolution Required:(Ordinary/Special)							Special	
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 against on votes polled (7)=[(5)/ (2)]*100
<b>Promoter and Promoter Group</b>	E-Voting	37,25,000	37,23,000	99.95	37,23,000	0	100.00	0
	Poll/show of hands		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
<b>Public-Institutions</b>	E-Voting	0	0	0	0	0	0	0
	Poll/show of hands		0	0	0	0	0	
	Postal ballot		0	0	0	0	0	
<b>Public-Non-Institutions</b>	E-Voting	13,68,000	2,04,000	14.91	1,88,000	16,000	92.16	7.84
	Poll/show of hands		0	0	0	0	0	
	Postal ballot		0	0	0	0	0	
<b>Total</b>		<b>50,93,000</b>	<b>39,27,000</b>	<b>77.11</b>	<b>39,11,000</b>	<b>16,000</b>	<b>99.59</b>	<b>0.41</b>

Promoter and Promoter Group

Public Institutions

Public-Non-Institutions

39,27,000

39,11,000

99.59

0.41

**Resolution No. 2: As a Special Resolution**

**TO APPROVE THE RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH RELATED PARTIES:**

Resolution Required:(Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?							Yes	
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 against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,25,000	0	0	0	0	0	0
	Poll/show of hands		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll/show of hands		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
Public-Non-Institutions	E-Voting	13,68,000	2,04,000	14.91	1,88,000	16,000	92.16	7.84
	Poll/show of hands		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
<b>Total</b>		<b>50,93,000</b>	<b>204000</b>	<b>4.01</b>	<b>1,88,000</b>	<b>16,000</b>	<b>92.16</b>	<b>7.84</b>

**Details of Invalid Votes :**

Promoters & Promoters Group	37,23,000
Public Institutions	0
Public Non -Institutions	0

*(\*) The votes casted by promoter/promoter group treated as Invalid votes for this Related Party Resolution in terms of proviso of Section 188 (1) of the Companies Act, 2013.*

**Resolution No. 3: As a Special Resolution**

**TO INCREASE IN THRESHOLD OF LOANS/ GUARANTEES, PROVIDING OF SECURITIES AND MAKING OF INVESTMENTS IN SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

Resolution Required:(Ordinary/Special)							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 against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,25,000	37,23,000	99.95	37,23,000	0	100.00	0
	Poll/show of hands		-	-	-	-	-	-
	Postal ballot		-	-	-	-	-	-
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll/show of hands		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
Public-Non-Institutions	E-Voting	13,68,000	2,04,000	14.91	1,88,000	16,000	92.16	7.84
	Poll/show of hands		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
	<b>Total</b>	<b>50,93,000</b>	<b>39,27,000</b>	<b>77.11</b>	<b>39,11,000</b>	<b>16,000</b>	<b>99.59</b>	<b>0.41</b>

For, FELIX INDUSTRIES LIMITED

Ritesh Vinay Patel  
 Digitally signed by Ritesh Vinay Patel  
 Date: 2023.04.03 20:35:51 +05'30'

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

# Vishwas Sharma & Associates

## COMPANY SECRETARIES

### **Consolidated Scrutinizers' Report**

*[Pursuant to section 108 and 110 of the Companies Act, 2013 and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014].*

To,  
**The Chairman,**  
**FELIX INDUSTRIES LIMITED.**  
**(CIN : L40103GJ2012PLC072005)**  
208, Devshruti Complex,  
Opposite Medisurge Hospital,  
Near Mithakali Cross Roads,  
Ellisbridge, Ahmedabad-380006(Guj;).

**Dear Sir/Ma'am,**

**Consolidated Scrutinizer's Report on Remote E-voting for the purpose of Postal Ballot Process in respect of the resolutions (businesses) contained in the Notice dated 25<sup>th</sup>, February, 2023.**

I, Vishwas Sharma, proprietor of Vishwas Sharma & Associates, Practicing Company Secretaries, Ahmedabad, have been appointed as Scrutinizer of **FELIX INDUSTRIES LIMITED** in their meeting held on 25<sup>th</sup> February, 2023 for the purpose of scrutinizing Postal ballot process in a fair and transparent manner pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act,') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions as mentioned in the Notice of Postal Ballot dated 25<sup>th</sup> February, 2023 :

<b>SR. NO.</b>	<b>TYPE OF RESOLUTION</b>	<b>PARTICULARS</b>
1.	Special Resolution	To ratify and take note of the corrigendum dated 15/12/2022 to the notice of extra ordinary general meeting of the company held on 12 <sup>th</sup> December, 2022.
2.	Ordinary Resolution	To approve the related party transactions to be entered into by the company with related Parties.
3.	Ordinary Resolution	To increase in threshold of loans/ guarantees, providing of securities and making of Investments in securities under section 186 of the Companies Act, 2013 ('the Act,').

I hereby submit my report as under;

1. As informed by the Company, Postal Ballot Notice along with explanatory statements and remote e-voting instructions were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent i.e. BIG Shares Services Private Limited ('RTA'), or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company/List of Beneficial Owners as maintained by the Depositories as on 24<sup>th</sup> February, 2023 ('cut-off date').

2. 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 Postal Ballot Notice including the dispatch of the notice to the Shareholders. My responsibilities as Scrutinizer is restricted to make a Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolutions contained in the Postal Ballot Notice based on the reports generated from the E-voting system provided by National Securities Depository Limited ('NSDL').
3. Due to outbreak of Covid-19 pandemic, physical ballots were not dispatched to shareholders, accordingly, the communication of the assent and dissent of the members had taken place through remote e-voting process only.
4. As per Rule 22(3) of Companies (Management & Administration) Rules, 2014 ('the Rules'), the Company has published an advertisement on Tuesday, 28<sup>th</sup> February, 2023 regarding dispatch of Postal Ballot Notice to eligible members in English and Gujarati Newspaper "Financial Express".
5. The Company has entered into an agreement with National Securities Depository Limited ('NSDL'), the authorized agency engaged by the company to provide e-voting facilities for voting through electronic means to all the members who are eligible to take part in the remote e-voting.
6. The Members of the Company holding shares as on cut-off date were entitled to vote on the resolutions as contained in the Postal Ballot Notice and could vote through remote e-voting facility only as per the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of NSDL viz., <https://www.evoting.nsdl.com/>.
7. The e-voting period remained open from Friday, 3<sup>rd</sup> March, 2023 at 9.00 A.M. (IST) to Saturday, 1<sup>st</sup> April, 2023 at 5.00 P.M. (IST). Further the remote e-voting process was monitored through the Scrutinizer's secured link provided by NSDL on its designated website i.e. <https://www.evoting.nsdl.com/>.
8. After the completion of remote e-voting through postal ballot, the votes casted through remote e-voting were unblocked from the website of the NSDL <https://www.evoting.nsdl.com/> in the presence of Ms. Drashti Unadkat and Mr. Amrutbhai Gohil on Saturday, April 1, 2023 at 20:00 P.M. (IST), who are not the employees of the Company.
9. E-votes cast upto Saturday, 1<sup>st</sup> April, 2023 at 5.00 P.M are considered for the purpose of this report.
10. The remote e-voting was reconciled with the register of members of the Company as on cut-off date as maintained by RTA of the Company.
11. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "**For**" and "**Against**", were downloaded from the e-voting website i.e. <https://www.evoting.nsdl.com/>. Data regarding the e-voting were diligently scrutinized.

Consolidated report on result of the above postal ballot voting including voting through electronic means in respect of the resolutions contained in the Notice dated 25<sup>th</sup> February, 2023 is as under:

**Item No. 1: As a Special Resolution**

**TO RATIFY AND TAKE NOTE OF THE CORRIGENDUM DATED 15/12/2022 TO THE NOTICE OF EXTRA ORDINARY GENERALMEETING OF THE COMPANY HELD ON 12<sup>TH</sup> DECEMBER, 2022.**

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

Postal ballot Voting	Number of members voted	Number of votes cast by members	% of total number of valid votes casted
<b>Promoter and Promoter Group</b>			
Physical	-	-	-
Electronic (E-voting)	4	37,23,000	94.81
<b>Public</b>			
Physical	-	-	-
Electronic (E-voting)	2	1,88,000	4.78
<b>Total</b>	<b>6</b>	<b>39,11,000</b>	<b>99.59</b>

**ii. Voted against the resolution:**

Postal ballot Voting	Number of members voted	Number of votes cast by members	% of total number of valid votes casted
<b>Promoter and Promoter Group</b>			
Physical	-	-	-
Electronic (E-voting)	-	-	-
<b>Public</b>			
Physical	-	-	-
Electronic (E-voting)	1	16,000	0.41
<b>Total</b>	<b>1</b>	<b>16,000</b>	<b>0.41</b>

**iii. Votes Invalid:**

Postal ballot Voting	Number of members voted	Number of votes cast by members
Physical	-	-
Electronic (E-voting)	-	-
Physical	-	-
Electronic (E-voting)	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

## Item No. 2: As an Ordinary Resolution

TO APPROVE THE RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH RELATED PARTIES.

## i. Voted in favour of the resolution:

Postal ballot Voting	Number of members voted	Number of votes cast by members	% of total number of valid votes casted
<b>Promoter and Promoter Group</b>			
Physical	-	-	-
Electronic (E-voting)	-	-	-
<b>Public</b>			
Physical	-	-	-
Electronic (E-voting)	2	1,88,000	92.16
<b>Total</b>	<b>2</b>	<b>1,88,000</b>	<b>92.16</b>

## ii. Voted against the resolution:

Postal ballot Voting	Number of members voted	Number of votes cast by members	% of total number of valid votes casted
<b>Promoter and Promoter Group</b>			
Physical	-	-	-
Electronic (E-voting)	-	-	-
<b>Public</b>			
Physical	-	-	-
Electronic (E-voting)	1	16,000	7.84
<b>Total</b>	<b>1</b>	<b>16,000</b>	<b>7.84</b>

## iii. Votes Invalid:

Postal ballot Voting	Number of members voted	Number of votes cast by members
Physical	-	-
Electronic (E-voting)	4	37,23,000
Physical	-	-
Electronic (E-voting)	-	-
<b>Total</b>	<b>4</b>	<b>37,23,000</b>

*\*The votes casted by promoter/promoter group treated as Invalid votes for this Related Party Resolution in terms of proviso of Section 188 (1) of the Companies Act, 2013.*

## Item No. 3: As a Special Resolution.

**TO INCREASE IN THRESHOLD OF LOANS/ GUARANTEES, PROVIDING OF SECURITIES AND MAKING OF INVESTMENTS IN SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

## i. Voted in favour of the resolution:

Postal ballot Voting	Number of members voted	Number of votes cast by members	% of total number of valid votes casted
<b>Promoter and Promoter Group</b>			
Physical	-	-	-
Electronic (E-voting)	4	37,23,000	94.81
<b>Public</b>			
Physical	-	-	-
Electronic (E-voting)	2	1,88,000	4.78
<b>Total</b>	<b>6</b>	<b>39,11,000</b>	<b>99.59</b>

## ii. Voted against the resolution:

Postal ballot Voting	Number of members voted	Number of votes cast by members	% of total number of valid votes casted
<b>Promoter and Promoter Group</b>			
Physical	-	-	-
Electronic (E-voting)	-	-	-
<b>Public</b>			
Physical	-	-	-
Electronic (E-voting)	1	16,000	0.41
<b>Total</b>	<b>1</b>	<b>16,000</b>	<b>0.41</b>

## i. Votes Invalid:

Postal ballot Voting	Number of members voted	Number of votes cast by members
Physical	-	-
Electronic (E-voting)	-	-
Physical	-	-
Electronic (E-voting)	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

12. After the aforesaid scrutiny, and taking into account the remote e-voting result, I Report that resolutions as mentioned in the Notice of Postal Ballot dated 25<sup>th</sup> February, 2023 is deemed to have been passed on Saturday, 1<sup>st</sup> April, 2023 being the last date of remote e-voting for the members of the Company with requisite majority.

Thanking you,

**For Vishwas Sharma & Associates  
Company Secretaries**

VISHWASKU Digitally signed by  
MAR VISHWASKUMAR  
ASHOKKUMAR  
Date: 2023.04.03  
19:51:54 +05'30'

**Vishwas Sharma  
Proprietor  
ACS: 33017  
COP: 16942  
UDIN: A033017E000007057**

**Dated : 03/04/2023  
Place : Ahmedabad**

**Countersigned By:  
FELIX INDUSTRIES LIMITED**

Ritesh  
Vinay  
Patel Digitally signed  
by Ritesh Vinay  
Patel  
Date: 2023.04.03  
20:09:13 +05'30'

**Ritesh Patel  
Managing Director  
DIN: 05360896**