



CIN: L40103GJ2012PLC072005

29th January, 2024

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

Script Code/Symbol: FELIX

Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, submission of the **Scrutinizer Report** for the purpose of Extra-Ordinary General Meeting of **FELIX INDUSTRIES LIMIED.**

Dear Sir/ Ma'am,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Scrutinizer Report for the purpose of Extra-Ordinary General Meeting of the Company held on Saturday, 27th January, 2024 Scheduled & commenced at 12:30 P.M. at 208, Devshruti Complex, Opp. Medisurge Hospital Nr. Mithakhali Cross Road, Ellisbridge, Ahmedabad-380006, Gujarat.

Kindly take the same on your record.

Thanking You,

Yours Faithfully,

FOR FELIX INDUSTRIES LIMITED

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SHAH

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HENA SHAH
COMPANY SECRETARY & COMPLIANCE OFFICER
(F-12582)

Encl: Scrutinizer Report

Vishwas Sharma & Associates

COMPANY SECRETARIES

CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND BALLOT VOTING AT EXTRA-ORDINARY 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]

To,
**The Chairman,
Extra-Ordinary General Meeting of the Equity Shareholders of
FELIX INDUSTRIES LIMITED.**

Dt.: 29th January, 2024

(CIN: L40103GJ2012PLC072005)
Held on Saturday, 27th January, 2024
Scheduled at 12:30 P.M.
At, 208, Devshruti Complex, Opp.
Medisurge Hospital Nr.
Mithakhali Cross Road, Ellisbridge
Ahmedabad-380006, Gujarat

Dear Sir,

Consolidated Scrutinizer's Report on voting by Remote E-voting and ballot voting facility to the shareholders present at the Extra-Ordinary General Meeting ('EGM') held on Saturday, 27th January, 2024 at the registered office of the company at 208, Devshruti Complex, Opp. Medisurge Hospital, Nr. Mithakhali Cross Road, Ellisbridge, Ahmedabad-380006 in respect of the resolutions (Businesses) contained in the Notice dated 2nd January, 2024 read with corrigendum to notice dated 17th January, 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 voting facility 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 EGM held on Saturday, 27th January, 2024 at the Registered office of the Company at 208, Devshruti Complex, Opp. Medisurge Hospital Nr. Mithakhali Cross Road, Ellisbridge, Ahmedabad-380006 on the below mentioned resolution(s) which scheduled & commenced at 12:30 P.M.

Sr. No.	Type of Resolution	Particulars
1.	Ordinary	To consider and approve increase in authorized share capital of the company and subsequent alteration of the capital clause of the memorandum of association
2.	Special	To issue fully convertible equity warrants on preferential basis

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 EGM 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/Yes' or 'Against/No' the resolutions contained in the Notice of EGM based on the reports

generated from the e-voting system provided by National Securities Depository Limited ('NSDL) and voting by poll during the meeting of Members at the Registered office of the Company.

I hereby submit my report as under:

1. As informed by the Company, Notice of EGM 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 i.e. Bigshare 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 Friday , 29th December, 2023.
2. 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 as on cut-off date i.e. Saturday, 20th January, 2024 to exercise their right to vote on any or all of the business specified in the Notice of Extra-Ordinary General Meeting;
3. A copy of EGM notice together with the explanatory statement is available on the website of the Company(i.e. www.felixindustries.co) and on the website of the Stock Exchange on which the Equity shares of the Company is listed for trading i.e. National Stock Exchange of India Limited (i.e. www.nseindia.com) and Electronic Voting Event Number ('EVEN') i.e. " 127469 " was generated for casting votes through remote e-voting mode.
4. 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 Monday, 8th January, 2024 regarding dispatch of Notice of Extra-Ordinary General Meeting (EGM) to eligible members in Newspaper viz. "Financial Express" in both the language i.e. English and Gujarati;
5. In accordance with the Notice of EGM sent to the Members, the voting through remote e-voting period was started on Wednesday, 24th January, 2024 at 09:00 A.M. and ended on Friday, 26th January, 2024 at 5:00 pm. Thereafter, e-voting module was disabled by the NSDL;
6. The shareholders who have not voted on remote e-voting facility provided by the Company through NSDL were allowed to cast their votes through ballot paper during the Extra Ordinary General Meeting;
7. After the time fixed for the closing of the Poll by the Chairman in the Extra-Ordinary General Meeting, one ballot box kept for polling was locked in my presence. The locked ballot box was subsequently opened by me in presence of Mr. Vaibhav Jakhaniya and Mr. Nayan Bhanushali and poll papers were diligently scrutinized. I did not find any poll papers invalid;
8. After the conclusion of the Extra-Ordinary General Meeting ('EGM') of the Company, the votes cast at the meeting were counted and votes casted through remote e-voting were unblocked from the website of the NSDL (www.evoting.nsdl.com) by me in the presence of Mr. Vaibhav Jakhaniya and Mr. Nayan Bhanushali on Saturday, 27th January, 2024 at 14.00 P.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/Yes" and "Against/No", were downloaded from the e-voting. Website i.e. <http://www.evoting.nsdl.com>. The votes were reconciled with the records maintained by

the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company;

9. The register, in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the Particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights;
10. The Result of the scrutiny of voting by Remote E-voting and voting at the Extra Ordinary General Meeting held at the Registered office of the Company, in respect of resolutions (businesses) contained in notice vide dated 2nd January, 2024 read with corrigendum to notice dated 17th January,2024 is as under:

Consolidated report on result of e-voting and remote e-voting is as under:

SPECIAL BUSINESS:

Item No. 1: As an Ordinary Resolution

TO CONSIDER AND APPROVE INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND SUBSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION

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	7	37,31,000	48.89
Voting at EGM	5	39,00,000	51.11
Total	12	76,31,000	100.00

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	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

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	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

Item No. 2: As a Special Resolution**TO ISSUE FULLY CONVERTIBLE EQUITY WARRANTS ON PREFERENTIAL BASIS:****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	7	37,31,000	48.89
Voting at EGM	5	39,00,000	51.11
Total	12	76,31,000	100.00

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	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

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	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

11. After the aforesaid scrutiny, and taking into account the result of remote e-voting and ballot voting at EGM, I Report that businesses as mentioned in the Notice of EGM dated 2nd January, 2024 are deemed to have been passed on Saturday, 27th January, 2024 being the date of Extra-Ordinary General Meeting of the members of the Company with requisite majority. Accordingly, we request the Chairman 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 Chairman considers, approves and signs the Minutes of the aforesaid Extra Ordinary 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**

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**Vishwas Sharma
Proprietor
COP : 16942
FCS.: 12606
PR. No. : 854/2020
UDIN : F012606E003325322**

Place: Ahmedabad

Date : 29.01.2024

COUNTER SIGNED BY:

FOR FELIX INDUSTRIES LIMITED

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Vinay Patel
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**MR. RITESH V.PATEL
CHAIRMAN
DIN: 05350896**