LIGHT UP THE WORLD

FIEM INDUSTRIES LIMITED

(AN ISO / TS 16949 : 2009, ISO 14001, OHSAS 18001 : 2007 & ISO 9001 : 2008 CERTIFIED COMPANY)
Unit-VII : Plot No. 1915, Rai Industrial Estate, Phase-V, Sonepat-131029 Haryana (INDIA)
Tel. : +91-130-2367905/906/907/908/909/910 Fax : +91-130-2367903
E-mail : fiemunit7@fiemindustries.com

August 21, 2017 **(through NEAPS)**

The Manager,
Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai -400051

Dear Sir,

Sub: Proceedings of 28th Annual General Meeting held on August 21, 2017
Ref: Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred herein as Listing Regulations).

Pursuant to Regulation 30(6) of Listing Regulations read with Para A of Part A of Schedule III and any other applicable provision of the Listing Regulations, we hereby submit the following:

(1) Proceedings and voting results of the Annual General Meeting held on August 21, 2017.

(2) Report of Scrutinizer dated August 21, 2017, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

This is for your information and records please.

Thanking you.

Yours faithfully,
For Fiem Industries Limited

Arvind K. Chauhan
Company Secretary

Encl: A/a.

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E-mail : fiemunit7@fiemindustries.com

Date: August 21, 2017

Proceedings and Voting Results of 28th Annual General Meeting of the Company held on August 21, 2017

The 28th Annual General Meeting ('the AGM') of the members of Fiem Industries Limited ('the Company') was held on Monday, August 21, 2017, at 10.00 AM at Mithas Motel & Resorts, 92/16, G.T. Karnal Road, Alipur, New Delhi - 110036.

Total 481 Members (on the basis of Folio Numbers) including proxy, were present at the AGM.

The Chairman informed that Annual Report for Financial Year 2016-17, Notice of 28th Annual General Meeting (AGM) and Notice of remote e-voting were sent to the Shareholders through permitted modes.

After confirming the quorum, the Chairman delivered a short speech to the members highlighting financial performance and operational updates about the Company. Some members commented on the performance of the Company and also raised some queries. After satisfactory reply to shareholders and with their consent, the Notice and Auditors Report were taken as read.

The Chairman informed the Members that as per Companies Act, 2013 and Rules notified by the Central Government, the Voting in General Meetings need to be through Remote e-Voting and through Poll/ Ballot Paper. Hence, the voting at the AGM will be carried by Poll and not by Show of Hands.

The Chairman also informed that the Company had engaged Central Depository Services (India) Limited (CDSL) as the authorized agency to provide remote e-voting facility to the members to cast their votes for resolutions as mentioned in the notice of AGM dated May 30, 2017. The remote e-voting facility was available to the members from Friday, August 18, 2017 (IST 10:00 a.m.) till Sunday, August 20, 2017 (IST 05:00 p.m.).

He further informed that Mrs. Ranjana Gupta, Practicing Company Secretary (CP-9920) was appointed as Scrutinizer for the remote e-voting as well as for conducting the poll process at the AGM in a fair and transparent manner. For the purpose of remote e-voting as well as for voting by poll at the AGM, August 14, 2017, was fixed as the cut-off date for voting entitlement.

He informed that upon completion of voting by Poll, the Scrutinizer will submit her consolidated report on remote e-voting and Poll and he also authorized Company Secretary for declaring the results of voting. He further informed that results will be posted on website of the Company and would also be informed to the Stock Exchanges (National Stock Exchange of India Limited and BSE Limited) and to CDSL i.e. www.cdslindia.com.

At the AGM, Scrutinizer conducted the Poll process with the help of Registrar & Transfer Agent and voting concluded at 10.35 a.m.

Upon completion of voting by poll, the Scrutinizer opened the ballot box and carried the verification process of the ballot papers with the help of Registrar & Transfer Agent. She opened the remote e-voting results and submitted her Consolidated Report dated August 21, 2017 on remote e-voting and Poll.

On the basis of the scrutinizer's report, the results of voting in respect of each agenda item of Notice are being declared herewith:

Regd. Office : D-34, DSIDC Packaging Complex, Kirti Nagar, New Delhi-110015 (INDIA) Tel. : +91-11-25927820, 25927919 Fax : +91-11-25927740
E-mail : info@fiemindustries.com **Website :** http://www.fiemindustries.com, **CIN : L36999DL1989PLC034928**

For reference, short descripton of agenda items of Notice dated May 30, 2017 are listed hereunder:

Item No. of AGM Notice	Resolution Type	Short Description of Resolution
Item No. 1	Ordinary	To Consider and adopt: a) The audited financial statements of the Company for the Financial Year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon; and b) The audited consolidated financial statements of the Company for the Financial Year ended March 31, 2017 and the report of Auditors thereon.
Item No. 2	Ordinary	To declare dividend on Equity Shares of the Company for the Financial Year 2016-17
Item No. 3	Ordinary	To re-appoint Mrs. Seema Jain (DIN: 00013523), Director of the Company who retire by rotation.
Item No. 4	Ordinary	To re-appoint Mr. J.S.S. Rao (DIN: 00014320), Director of the Company who retire by rotation.
Item No. 5	Ordinary	To appoint M/s V. Sachdeva & Associates, Chartered Accountants (Registration No. 004417N), as Statutory Auditors and fixing their remuneration.
Item No. 6	Ordinary	To ratify the remuneration of the Cost Auditors for the financial year 2017-18
Item No. 7	Ordinary	To approve the re-appointment and remuneration of Mr. J.S.S. Rao (DIN: 00014320) as Whole-time Director of the Company.
Item No. 8	Ordinary	To approve the re-appointment and remuneration Mr. Kashi Ram Yadav (DIN: 02379958) as Whole-time Director of the Company.

The voting result on the each agenda item of the AGM Notice are as under:
Mode of Voting on each agenda item: By Poll and e-Voting.

Item No. of AGM Notice	Resolution Type	No. of Valid Votes Polled	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on Valid votes polled	% of Votes against on valid votes polled	Result
		[1]	[2]	[3]	[4]=[(2)/(1)]*100	[5]=[(3)/(1)]*100	
Item No. 1	Ordinary	9632450	9632449	1	100.00%	0.00%	Passed with Requisite Majority
Item No. 2	Ordinary	9632450	9632449	1	100.00%	0.00%	Passed with Requisite Majority
Item No. 3	Ordinary	9632450	9631439	1011	99.99%	0.01%	Passed with Requisite Majority
Item No. 4	Ordinary	9632450	9390632	241818	97.49%	2.51%	Passed with Requisite Majority
Item No. 5	Ordinary	9632450	9632449	1	100.00%	0.00%	Passed with Requisite Majority
Item No. 6	Ordinary	9632450	9632449	1	100.00%	0.00%	Passed with Requisite Majority
Item No. 7	Ordinary	9632450	9631439	1011	99.99%	0.01%	Passed with Requisite Majority
Item No. 8	Ordinary	9632450	9631439	1011	99.99%	0.01%	Passed with Requisite Majority

For Fiem Industries Limited

Fiem Industries Ltd. New Delhi

Arvind K. Chauhan
Company Secretary
Date : 21/08/2017

SCRUTINIZER'S REPORT

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

To
THE CHAIRMAN
of 28th Annual General Meeting of the Equity Shareholders of
FIEM INDUSTRIES LIMITED
(CIN : L36999DL1989PLC034928)
D-34, DSIDC Packaging Complex,
Kirti Nagar, New Delhi -110015.

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting through Ballot paper

Dear Sir,

I, Ranjana Gupta, Practicing Company Secretary, Proprietor of M/s Ranjana Gupta & Associates, Company Secretaries was appointed as Scrutinizer by the Board of Directors of Fiem Industries Limited (the Company) for the purpose of scrutinizing voting process i.e. remote e- voting and voting through ballot paper (Poll) at Annual General Meeting (AGM), under the provisions of section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, on the resolutions mentioned in the Notice dated May 30, 2017 for 28th Annual General Meeting of the Equity Shareholders of the Company held on Monday, August 21, 2017 at 10.00 A.M. at Mithas Motel & Resorts, 92/16, G.T. Karnal Road, Alipur, New Delhi – 110036.

The company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means as well as conduct of the polling at the AGM. My responsibility as the scrutinizer is to ensure that the voting process, both through electronic means and by poll, at the meeting is conducted in a fair and transparent manner and submit Consolidated Scrutinizer's Report of the total votes cast "in favour or against", to the chairman on the resolutions mentioned in the notice dated May 30, 2017, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) and polling conducted at the AGM.

G-22 Pushkar Enclave, Paschim Vihar, Outer Ring Road, New Delhi 110063 Tel. : 011-2525 5110 4561 5448 Mbl. : +9818526621
Email : csranjana@ranjanagupta.in gupta_ranjana@hotmail.com website www.ranjanagupta.in

I submit my report as under:

1. The remote e-voting period commenced on August 18, 2017 at 10:00 A.M. and ended on August 20, 2017 at 05:00 P.M. on the designated website via CDSL e-voting Platform.

2. The equity shareholders of the Company as on the "Cut Off" date i.e. August 14, 2017 were entitled to avail the option of remote e-voting or voting through ballots at the AGM on the proposed resolutions (item no. 1 to 8) as set out in the Notice dated May 30, 2017.

3. The total paid-up Equity Share Capital of the Company as on cut-off date i.e, August 14, 2017 was Rs. 13,15,98,300 (Rupees thirteen crores fifteen lakhs ninety eight thousand three hundred only) divided into 1,31,59,830 Equity Shares of Rs 10/- each. The Company is having only one type of shares i.e. equity shares of Rs. 10/- each and all shares are fully paid-up. Hence, all shares carry equal voting rights.

4. Poll was conducted at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014 as amended till date.

5. An empty ballot box was kept for polling and the ballot box was locked in my presence. Thereafter the shareholders/proxies present at the AGM cast their votes.

6. After completion of the Poll at the AGM at 10:35 A.M. the Ballot Box was opened in my presence along with 2 persons as witnesses (1) Mr. Rahul Arora (R/O – House No. 39A/7, Onkar Nagar B, Tri Nagar, New Delhi-110035 2) Mr. K.C. Sharma (R/O 1-C/4, New Rohtak Road, Karol Bagh, New Delhi-110005) who are not in the employment of the company and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was prepared containing the particulars of the shareholders who participated in Poll at the AGM.

7. The votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of above mentioned two witnesses i.e. Mr. Rahul Arora and Mr. K.C. Sharma.

8. The witnesses have signed below in confirmation that the ballot box was opened in their presence and Remote e-voting being unblocked in their presence.

Rahul Arora

Mr. Rahul Arora

Mr. K.C. Sharma

9. The Ballot Papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

RAMANA GUPTA & ASSOCIATES Company Secretaries

10. The Consolidated summary of the results of remote e-voting and poll at AGM are as under:

Resolution No. 1	**Ordinary Resolution**						
Subject	To Consider and Adopt: (a) The audited financial statements of the Company for the Financial Year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon; and (b) The audited consolidated financial statements of the Company for the Financial Year ended March 31, 2017 and the report of Auditors thereon.						
Particulars	**Details of Voting**						**% of total valid votes Casted**
	Poll		**Remote e-votes**		**Total**		
	No. of Voters	**Votes**	No. of Voters	**Votes**	No. of Voters	**Votes**	
Total Votes Cast	91	1086	32	9631377	123	9632463	
Less: Invalid Votes	4	13	0	0	4	13	
Net Valid Votes Cast	87	1073	32	9631377	119	9632450	
Assent	87	1073	31	9631376	118	9632449	**100.00%**
Dissent	0	0	1	1	1	1	**0.00%**
Result	Resolution passed with requisite majority.						

Resolution No. 2	**Ordinary Resolution**						
Subject	To declare dividend on Equity Shares of the Company for the Financial Year 2016-17.						
Particulars	**Details of Voting**						**% of total valid votes Casted**
	Poll		**Remote e-votes**		**Total**		
	No. of Voters	**Votes**	No. of Voters	**Votes**	No. of Voters	**Votes**	
Total Votes Cast	91	1086	32	9631377	123	9632463	
Less: Invalid Votes	4	13	0	0	4	13	
Net Valid Votes Cast	87	1073	32	9631377	119	9632450	
Assent	87	1073	31	9631376	118	9632449	**100.00%**
Dissent	0	0	1	1	1	1	**0.00%**
Result	Resolution passed with requisite majority.						

Resolution No. 3	Ordinary Resolution						
Subject	To re-appoint Mrs. Seema Jain (DIN: 00013523), Director of the Company who retire by rotation.						
Particulars	Details of Voting						% of total valid votes Casted
	Poll		Remote e-votes		Total		
	No. of Voters	Votes	No. of Voters	Votes	No. of Voters	Votes	
Total Votes Cast	91	1086	32	9631377	123	9632463	
Less: Invalid Votes	4	13	0	0	4	13	
Net Valid Votes Cast	87	1073	32	9631377	119	9632450	
Assent	87	1073	29	9630366	116	9631439	99.99%
Dissent	0	0	3	1011	3	1011	0.01%
Result	Resolution passed with requisite majority.						

Resolution No. 4	Ordinary Resolution						
Subject	To re-appoint Mr. J.S.S. Rao (DIN: 00014320), Director of the Company who retire by rotation						
Particulars	Details of Voting						% of total valid votes Casted
	Poll		Remote e-votes		Total		
	No. of Voters	Votes	No. of Voters	Votes	No. of Voters	Votes	
Total Votes Cast	91	1086	32	9631377	123	9632463	
Less: Invalid Votes	4	13	0	0	4	13	
Net Valid Votes Cast	87	1073	32	9631377	119	9632450	
Assent	87	1073	24	9389559	111	9390632	97.49%
Dissent	0	0	8	241818	8	241818	2.51%
Result	Resolution passed with requisite majority.						

Resolution No. 5	Ordinary Resolution						
Subject	To appoint M/s V. Sachdeva & Associates, Chartered Accountants (Registration No. 004417N), as Statutory Auditors and fixing their remuneration.						
Particulars	Details of Voting						% of total valid votes Casted
	Poll		Remote e-votes		Total		
	No. of Voters	Votes	No. of Voters	Votes	No. of Voters	Votes	
Total Votes Cast	91	1086	32	9631377	123	9632463	
Less: Invalid Votes	4	13	0	0	4	13	
Net Valid Votes Cast	87	1073	32	9631377	119	9632450	
Assent	87	1073	31	9631376	118	9632449	100.00%
Dissent	0	0	1	1	1	1	0.00%
Result	Resolution passed with requisite majority.						

Resolution No. 6	Ordinary Resolution						
Subject	To ratify the remuneration of the Cost Auditors for the financial year 2017-18.						
Particulars	Details of Voting						% of total valid votes Casted
	Poll		Remote e-votes		Total		
	No. of Voters	Votes	No. of Voters	Votes	No. of Voters	Votes	
Total Votes Cast	91	1086	32	9631377	123	9632463	
Less: Invalid Votes	4	13	0	0	4	13	
Net Valid Votes Cast	87	1073	32	9631377	119	9632450	
Assent	87	1073	31	9631376	118	9632449	100.00%
Dissent	0	0	1	1	1	1	0.00%
Result	Resolution passed with requisite majority.						

Resolution No. 7	Ordinary Resolution						
Subject	To approve the re-appointment and remuneration of Mr. J.S.S. Rao (DIN: 00014320) as Wholetime Director of the Company.						
Particulars	Details of Voting						% of total valid votes Casted
	Poll		Remote e-votes		Total		
	No. of Voters	Votes	No. of Voters	Votes	No. of Voters	Votes	
Total Votes Cast	91	1086	32	9631377	123	9632463	
Less: Invalid Votes	4	13	0	0	4	13	
Net Valid Votes Cast	87	1073	32	9631377	119	9632450	
Assent	87	1073	29	9630366	116	9631439	99.99%
Dissent	0	0	3	1011	3	1011	0.01%
Result	Resolution passed with requisite majority.						

Resolution No. 8	Ordinary Resolution						
Subject	To approve the re-appointment and remuneration Mr. Kashi Ram Yadav (DIN: 02379958) as Wholetime Director of the Company.						
Particulars	Details of Voting						% of total valid votes Casted
	Poll		Remote e-votes		Total		
	No. of Voters	Votes	No. of Voters	Votes	No. of Voters	Votes	
Total Votes Cast	91	1086	32	9631377	123	9632463	
Less: Invalid Votes	4	13	0	0	4	13	
Net Valid Votes Cast	87	1073	32	9631377	119	9632450	
Assent	87	1073	29	9630366	116	9631439	99.99%
Dissent	0	0	3	1011	3	1011	0.01%
Result	Resolution passed with requisite majority.						

11. The register and all other papers relating to remote e-voting and poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the company.

For RANJANA GUPTA & ASSOCIATES
COMPANY SECRETARIES

Ranjana Gupta
Scrutinizer
FCS : CP No. 9920

Date : August 21, 2017
Place : New Delhi

Counter Signed by

ARVIND K. CHAUHAN
COMPANY SECRETARY
(Authorised by Chairman)