

August 24, 2022

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

Dear Sir,

Sub: Proceedings of 33rd AGM held on August 24, 2022.

Ref: Regulation 30(6) and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred herein as 'Listing Regulations').

We wish to inform that 33rd Annual General Meeting ('AGM') of the members of Fiem Industries Limited ('Company') was held on today i.e. Wednesday, August 24, 2022, at **10.30 a.m.** through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).


In this regard, we hereby submit the summary of proceedings of the AGM of the Company pursuant to Regulation 30(6) of Listing Regulations read with Para A of Part A of Schedule III and other applicable provision(s) of the Listing Regulations.

The AGM concluded at **11.45 a.m.**

This is for your information and records please.

Thanking you.

Yours faithfully,
For Fiem Industries Limited



**Arvind K. Chauhan
Company Secretary**

Encl: A/a.

24/08/2022

Summary of Proceedings of
33rd Annual General Meeting of the Company held on August 24, 2022

The 33rd Annual General Meeting (AGM) of the members of the Company was held on August 24, 2022 at 10:30 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in compliance of General Circular no. 20/2020 dated May 5, 2020, circular no. 02/2021 dated January 13, 2021, circular no. 19/2021 dated December 8, 2021, circular no. 21/2021 dated December 14, 2021 and circular no. 2/2022 dated May 5, 2022, in relation to “Clarification on holding of Annual General Meeting (AGM) through video conferencing (VC) or Other Audio Visual Means (OAVM)” read with other Circulars, as may be applicable (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with other Circulars as may be applicable (collectively referred to as “SEBI Circulars”) and in compliance with the provisions of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

Initially, Company Secretary briefed in short about the meeting through Video Conference and also informed that the AGM shall be deemed to be conducted at the registered office of the Company and electronic inspection of applicable registers is also arranged. He also confirmed the presence of Chairman of Audit Committee, Chairman of Nomination & Remuneration Committee and Chairman of Stakeholders Relationship Committee. Presence of sufficient quorum was also confirmed by the Company Secretary.

After that, Chairman, Mr. J.K. Jain, started the proceedings by welcoming the shareholders. He then introduced all Directors, officers and Auditors, who were attending the AGM. Then, after stating the sufficiency of quorum, he called the meeting to order. The Notice of 33rd AGM being already sent to shareholders, hence with the permission of shareholders, the same was taken as read. He further informed that there is no adverse qualification, observation or comment in the Statutory Auditors’ Report, hence, the same is not required to be read. He also informed that any observation or comment in Secretarial Report will be read by the Company Secretary. After that he delivered speech highlighting inter-alia Industry scenario, financial performance of the Company during Financial Year 2021-22, current scenario and CSR initiatives by the Company.

Company Secretary then invited the attention of members towards one observation in Secretarial Audit Report, which was about the holding of Board Meeting and Audit Committee Meeting on 30th June, 2021, with a gap of 137 days from the previous respective meetings held on 12th February, 2021, which is in excess of permissible gap of 120 days as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He also informed that in the Directors Report, Company has explained the reason of the gap, which happened because of prevailing conditions during the second wave of COVID-19 during the months of April - May, 2021.



Moving to the next proceedings, Company Secretary read the following titles of the Resolutions, as per the Notice of the AGM for reference and consideration of members:

Item No.	Type of Resolution	Description
1	Ordinary Resolution	To consider and adopt: <ul style="list-style-type: none"> - the audited financial statements of the Company for the Financial Year ended March 31, 2022, the reports of the Board of Directors and Auditors thereon; and - audited consolidated financial statements of the Company for the Financial Year ended March 31, 2022, and the report of Auditors thereon;
2	Ordinary Resolution	To declare a Final Dividend of Rs. 20/- per equity share for the Financial Year 2021-22.
3	Ordinary Resolution	To appoint a Director in place of Mrs. Seema Jain (DIN:00013523), who retires by rotation at this Annual General Meeting and being eligible, has offered herself for re-appointment.
4	Ordinary Resolution	To appoint a Director in place of Mr. Rajesh Sharma (DIN:08650703), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment
5	Ordinary Resolution	To appoint M/s Anil S. Gupta & Associates, Chartered Accountants (Firm Registration No. 004061N) as new Statutory Auditors of the Company for a term of five consecutive years and to fix their remuneration.
6	Ordinary Resolution	To Ratify the remuneration of the Cost Auditors for the Financial Year 2022-23.
7	Special Resolution	To revise the remuneration of Mrs. Seema Jain (DIN:00013523), Whole-time Director of the Company.
8	Ordinary Resolution	To revise the remuneration of Ms. Aanchal Jain (DIN:00013350), Whole-time Director of the Company.
9	Ordinary Resolution	To revise the remuneration of Mr. Rahul Jain (DIN: 00013566), Whole-time Director of the Company.
10	Ordinary Resolution	To revise the remuneration of Mr. Rajesh Sharma (DIN: 08650703), Whole-time Director of the Company.
11	Ordinary Resolution	To revise the remuneration of Mr. Kashi Ram Yadav DIN:02379958), Whole-time Director of the Company.

After that, shareholders, who registered themselves as speakers, were invited to share their views and ask queries. Registered speaker shareholders, shared their views and asked queries. All queries of speaker shareholders were replied and Chairman thanked them for their compliments and good wishes for the Company. Company Secretary also advised/informed the shareholders to claim their unpaid dividends.

Thereafter, the Chairman shared the following information about e-voting:

- The Company had provided remote e-voting facility to the members to vote between 10 A.M. of 20th August, 2022 till 5 P.M. of 23rd August, 2022. The cut-off date was 17th August, 2022.
- On the InstaMeet platform, the Company has also provided e-voting facility for those shareholders, who attended the meeting and could not vote through remote e-voting.
- Mrs. Ranjana Gupta, Practicing Company Secretary is appointed as a scrutinizer for voting by the shareholders. Her decision will be final with regard to validity and results of the voting.



- On the receipt of the final report from the scrutinizer, the results of the voting will be announced within 48 hours from the conclusion of the meeting.

He authorized the Company Secretary to announce the results of the Voting and place on the website of the Company and website of agency providing the e-voting facility. He informed that the results will also be submitted to NSE and BSE.

He then announced that the e-voting is open and will close after 15 minutes and the AGM shall stand concluded after 15 minutes. He closed the meeting after thanking all for joining the AGM.

At the end, the e-voting remained open for 15 minutes. Thereafter, the AGM stand concluded at 11.45 AM.

For Fiem Industries Limited




Arvind K. Chauhan
Company Secretary
Memb. No: F7694
