

July 31, 2024

(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 35th AGM held on July 31,2024
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 35th Annual General Meeting ('AGM') of the members of Fiem Industries Limited ('Company') was held today i.e. Wednesday, July 31, 2024, 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 was concluded at **11.40 a.m.**

This is for your information and records please.

Thanking you,

Yours faithfully
For Fiem Industries Limited

Arvind K. Chauhan
Company Secretary

Encls: A/a

31/07/2024

Summary of Proceedings of
35th Annual General Meeting of the Company held on July 31, 2024

The 35th Annual General Meeting (AGM) of the members of the Company was convened on July 31, 2024 (between 10:30 a.m. to 11.40 a.m.) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular 09/2023 issued by the Ministry of Corporate Affairs (MCA) dated September 25, 2023 (including the circulars referred therein) and SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (including the circulars referred therein), hereinafter collectively referred to as "MCA and SEBI Circulars".

Initially, Company Secretary briefed in short about the meeting procedure 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 35th 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 any of the Statutory Auditors' Reports and Secretarial Audit Report, hence, the same are not required to be read. After that, he delivered speech highlighting inter-alia Industry scenario, financial performance of the Company during Financial Year 2023-24, current scenario, CSR initiatives by the Company and future outlook.

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 standalone financial statements of the Company for the Financial Year ended March 31, 2024, the reports of the Board of Directors and Auditors thereon; and - the audited consolidated financial statements of the Company for the Financial Year ended March 31, 2024 and the report of Auditors thereon.
2	Ordinary Resolution	To declare a Final Dividend of Rs. 20/- per equity share for the Financial Year 2023-24.
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 reappointment.
4	Ordinary Resolution	To appoint a Director in place of Mr. Kashi Ram Yadav (DIN: 02379958), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.
5	Ordinary Resolution	Ratification of remuneration of the Cost Auditors for the Financial Year 2024-25.
6	Ordinary Resolution	To approve the re-appointment and revision in remuneration of Mr. Rajesh Sharma (DIN: 08650703), Joint Managing Director of the Company in the category of Whole-time Director.
7	Ordinary Resolution	To approve the revision in the remuneration of Mr. Rahul Jain (DIN: 00013566), Joint Managing Director in the category of Whole-time Director of the Company.

8	Special Resolution	To approve the revision in the remuneration of Mr. Kashi Ram Yadav (DIN: 02379958), Whole-time Director of the Company.
9	Special Resolution	To re-appoint Ms. Shobha Khatri (DIN: 08650727), as Woman Independent Director of the Company.
10	Special Resolution	To appoint Mr. Sanjiv Rai Mehra (DIN: 03074093), as an Independent Director of the Company.
11	Special Resolution	To appoint Mr. Pradeep Bhagat (DIN: 00056330), as an Independent Director of the Company.
12	Special Resolution	To appoint Mr. Satinder Manocha (DIN: 00738572), as an Independent Director of the Company.
13	Special Resolution	To appoint Mr. Rakesh Chand Jain (DIN: 10638945), as an Independent Director of the Company.
14	Special Resolution	To appoint Mrs. Rita Arora (DIN: 10638873), as an Independent Director of the Company.

After that, shareholders, who registered themselves as speakers, were invited to share their views and to 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.

After that, Chairman informed about the completion of tenure of 5 Independent Directors w.e.f. conclusion of this AGM, namely Mr. Subodh Kumar Jain (DIN: 00165755), Mr. Mohan Bir Sahni (DIN: 00906251), Mr. Vinod Kumar Malhotra (DIN: 03544095), Mr. Jawahar Thakur (DIN: 07650035), and Mr. Ashok Kumar Sharma (DIN: 07610447) and thanked all of them for their valuable contribution and guidance during their tenure as Independent Directors.

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 27th July, 2024 till 5 P.M. of 30th July, 2024. The cut-off date was 24th July, 2024.
- 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. 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 **11:40 AM**.

For Fiem Industries Limited

Arvind K. Chauhan
Company Secretary
Memb. No: F7694