



FDC Limited

MANUFACTURERS & EXPORTERS OF FOODS, DRUGS & CHEMICALS

Date: January 28, 2026

To,

**BSE Limited
Pheroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 531599**

**National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051
Symbol: FDC**

Sub: Disclosure of Voting Result of Postal Ballot along with Scrutinizer's Report.

Ref.: Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

This is in furtherance to our letter dated, December 24, 2025, submitting the Postal Ballot Notice along with the Explanatory Statement ("Notice"), seeking approval of the Members of the Company for shifting the Registered Office of the Company from "B-8, M.I.D.C. Industrial Area, Waluj - 431 130, Chhatrapati Sambhaji Nagar, Maharashtra, India" to "FDC House, C-11 & 12, Dalia Industrial Estate, Oshiwara Village, Off New Link Road, Andheri - West, Mumbai – 400053 Maharashtra, India by passing Special Resolution by way of remote e-voting process.

In accordance with Regulation 44 of the SEBI Listing Regulations and Postal Ballot Notice dated December 19, 2025, please find enclosed herewith the voting results of the Postal Ballot along with the Scrutinizer's Report received from Mr. Sanjay Dholakia, Proprietor of M/s. Sanjay Dholakia & Associates (Mem. No.: FCS 2655 & C.P No. 1798), Practicing Company Secretary, who was appointed by Board of Directors on December 19, 2025 as the Scrutinizer for the purpose of scrutinizing the e-voting. Based on the report of the scrutinizer, the aforesaid Special Resolution has been passed by the Members with requisite majority through Postal Ballot by remote e-voting process. The remote e-voting period commenced on Monday, December 29, 2025 at 09:00 a.m. (IST) and ended on Tuesday, January 27, 2026 at 05:00 p.m. (IST). The approval is considered to have been received on the last date specified for remote e-voting i.e. on Tuesday, January 27, 2026.



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The voting results and the Scrutinizer's report are also being made available on the website of the Company at www.fdcindia.com and on the website of NSDL at www.evoting.nsdl.com.

You are requested to kindly take the same on your record.

Thanking You,

Yours faithfully

For FDC Limited

Varsharani Katre
Company Secretary & Legal Head
Membership No:- F-8948

Encl.: As above.

CORPORATE OFFICE : 142-48, S. V. Road, Jogeshwari (W), Mumbai - 400 102. INDIA
Tel.: +91-22-6291 7900 / 950 / 2678 0652 / 2653 / 2656 • Fax : +91-22-2677 3462
E-mail : fdc@fdcindia.com • Website : www.fdcindia.com

REGISTERED OFFICE : B-8, M.I.D.C. Industrial Area, Waluj - 431 136, Dist. Aurangabad. INDIA
Tel.: 0240-255 4407 / 255 4299 / 255 4967 • Fax : 0240-255 4299
E-mail : waluj@fdcindia.com • CIN : L24239MH1940PLC003176

[Home](#)[Validate](#)**General information about company**

Scrip code	531599
NSE Symbol	FDC
MSEI Symbol	NOTLISTED
ISIN	INE258B01022
Name of the company	FDC LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-01-2026
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Sanjay Dholakia
Firms Name	M/s. Sanjay Dholakia & Associates
Qualification	CS
Membership Number	2655
Date of Board Meeting in which appointed	19-12-2025
Date of Issuance of Report to the company	28-01-2026

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Voting results	
Record date	19-12-2025
Total number of shareholders on record date	55242
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes

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Resolution (1)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				I - RESOLVED THAT pursuant to the provisions of Sections 12 and other applicable provisions of the Companies Act, 2013 ("the Act") consent of the members of the Company, be and is hereby accorded for shifting the Registered Office of the Company from Walui to "EDC House, C-11 R-12					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	113410433	113410433	100.0000	113410433	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		113410433	100.0000	113410433	0	100.0000	0.0000	
Public- Institutions	E-Voting	14120251	13103521	92.7995	13103521	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		14120251	92.7995	13103521	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	35279400	1119736	3.1739	1117937	1799	99.8393	0.1607	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		35279400	3.1739	1117937	1799	99.8393	0.1607	
Total				162810084	127633690	78.3942	127631891	1799	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067.

📞 : 31578826 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

REPORT OF SCRUTINIZER

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairman
FDC LIMITED
B-8 MIDC Industrial Estate Waluj
Chhatrapati Sambhaji Nagar
Maharashtra- 431130

Dear Sir,

I, Sanjay R. Dholakia, Proprietor of Sanjay Dholakia & Associates, Company Secretaries, pursuant to the resolution passed by the Board of Directors of FDC LIMITED (“**the Company**”) on 19th December, 2025 have been appointed as the Scrutinizer to conduct the Postal Ballot through electronic voting process (“remote e- voting”) in respect of the Special Resolution for seeking approval of the Members of the Company by way of Special Resolution for the purpose of:

SHIFTING OF REGISTERED OFFICE FROM WALUJ TO MUMBAI

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 (“Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”), and other applicable laws and regulations, if any, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“MCA”) for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (hereinafter referred to as “MCA Circulars”) and read with the Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (hereinafter referred as “SEBI Circulars”), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, and any other applicable law, rules and regulations, (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force).

- The Postal Ballot Notice dated December 19, 2025 along with necessary statement setting out the material facts under Section 102 of the Act were sent through electronic mail to those members whose names appeared in the Register of Members/ List of Beneficiaries as on 19th



SANJAY DHOLAKIA & ASSOCIATES

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December, 2025 ("cut-off date") and who had registered their email ID with the Company / RTA / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.

- The Members of the Company holding shares as on the cut-off date were entitled to vote on the proposed resolution as set out in the Postal Ballot Notice.
- The remote e-voting period remained open from Monday, 29th December 2025, 9:00 A.M. to Tuesday, 27th January, 2026, 5:00 P.M. During the said period, the Members of the Company, holding shares as on the cut-off date were entitled to vote on the resolution set out in the Postal Ballot Notice through remote e-voting.
- The e-voting module of NSDL was disabled on 27th January, 2026 at 5:00 P.M. and I, as the Scrutinizer, unblocked the votes casted, on Tuesday, 27th January, 2026 at 05.05 P.M. in the presence two witnesses who are not in employment of the Company.
- I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of NSDL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
- The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote-voting on the Resolution contained in the notice of Postal Ballot.
- My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.
- I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolution as under:
- Details of E-voting are as under:

1. SHIFTING OF REGISTERED OFFICE FROM WALUJ TO MUMBAI

Passed as a **Special Resolution** as follows:

a) Details of Votes in favour and against the resolution

	Remote E voting	Percentage (%)
A. Votes in favour of Resolution		
Promoters & Promoter Group	113410433	88.85
Public Shareholders	14221458	11.14
Total (A)	127631891	99.99
B. Votes against the resolution		
Promoters & Promoter Group	--	--



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Public Shareholders	1799	0.01
Total (B)	1799	0.01
Grand Total (A+B)	127633690	100

b) Details of Invalid & Abstained Votes

	Invalid Votes		Abstained from Voting	
	No. of Members	No. of votes casted	No. of Members	No. of votes casted
Promoters & Promoter Group	--	--	--	--
Public Shareholders	--	--	-	-
Total	--	--	-	-

- Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 1 of the Postal Ballot Notice have been passed by the members through remote E-voting with requisite majority under the provisions of the Act.
- The electronic data and all other relevant records relating to remote e-voting are handed over to Ms. Varsharani Katre, Company Secretary and Compliance Officer, for safe custody.

You may kindly consider the aforesaid position of the votes cast by the Members, through remote e-voting and declare the result accordingly.

Thanking you.

For SANJAY DHOLAKIA & ASSOCIATES

SANJAY 
 Digitally signed by
 SANJAY RASIKLAL
 RASIKLAL 
 DHOLAKIA Date: 2026.01.28
 DHOLAKIA 13:00:49 +05'30'

Sanjay R Dholakia
Practicing Company Secretary
Proprietor

Membership No.: 2655

CP No.:1798

Peer Reviewed Firm No. 2036/2022

Place: Mumbai

Date: 28th January, 2026

UDIN: F002655G003569341