

Fermenta Biotech Limited (formerly known as DIL Limited)

CIN: L99999MH1951PLC008485

Regd. Office: A - 1501, Thane One, DIL Complex, Ghodbunder Road, Majiwade, Thane (W) - 400 610, Maharashtra, India.

Tel. : +91-22-6798 0888 Fax. : +91-22-6798 0899

Email : info@fermentabiotech.com, Website. : www.fermentabiotech.com



Ref: F.No.:808

August 13, 2023

Corporate Relations,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001

Reference: Scrip Code: 506414

Dear Sir/Madam,

Subject: Intimation – Disclosure of subsisting Shareholders Agreement amongst the shareholders of erstwhile promoter (DVK Investments Private Limited) – Exercise of common voting rights in Fermenta Biotech Limited.

Ref.: Regulation 30 and 30A read with clause 5A to Para A of Part A of Schedule III of SEBI) Listing Obligation and Disclosure Requirements) Regulation 2015 and SEBI Circular NO. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

This is to inform you that:

1. The Company ('**FBL**' / '**Company**') received a letter, dated August 11, 2023 from Mr. Krishna Datla, Mr. Satish Varma, Ms. Preeti Thakkar and Ms. Anupama Datla Desai [erstwhile shareholders of DVK Investments Private Limited ('**DVK**'), which has now merged with the Company with effect from May 24, 2023] on compliance of Regulation 30 and 30A read with clause 5A to Para A of Part A of Schedule III of SEBI (Listing Obligation and Disclosure Requirements), Regulation 2015 and SEBI Circular NO. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, regarding execution of a Shareholders Agreement dated August 23, 2021 amongst themselves ('**Shareholders Agreement**'), along with the salient feature of the said shareholder agreement;
2. The erstwhile promoters of FBL were DVK Investments Private Limited and Mr. Krishna Datla. The Shareholders of DVK (Transferor company) and the FBL (Transferee company) had

Factory : Village Takoli, P.O. Nagwain,
Dist. Mandi - 175 121, Himachal Pradesh, India.
Tel. : +91-1905-287246 / 48 / 49
Fax: +91-1905-287250
Email: info@fermentabiotech.com
Website: www.fermentabiotech.com

Factory : Z - 109 B & C, SEZ II, Dahej,
Taluka - Vagara, Dist: Bharuch - 392 130,
Gujarat, India.
Tel. : +91-2641-291440 / 444
Email: info@fermentabiotech.com
Website: www.fermentabiotech.com



approved the merger of DVK into FBL. Vide order passed by NCLT, the said merger became effective on May 24, 2023. Pursuant to the effectiveness of the merger, the shareholders of DVK were allotted equity shares on a pro-rata basis in FBL, in accordance with the scheme.

3. In view of above, FBL is hereby intimating, *inter alia*, the salient feature of the said Shareholder Agreement as set out below:

(a) Name(s) of parties with whom the agreement is entered:

Shareholders Agreement dated August 23, 2021 has been entered into by Mr. Krishna Datla, Mr. Satish Varma, Ms. Preeti Thakkar, and Ms. Anupama Datla Desai ('Parties'). The Parties (shareholders of erstwhile promoter DVK) were allotted equity shares on pro-rata basis in FBL post effectiveness and in terms of the scheme.

(b) Purpose of entering into the agreement:

During the tenure of the Shareholders Agreement, the Parties shall vote unanimously to approve, reject, or abstain from voting in relation to motions that need to be resolved at shareholders' meetings, considering the directions of Mr. Krishna Datla, as it existed prior to the merger, to the extent permitted by applicable laws.

(c) Shareholding, if any, in the entity with whom the agreement is executed:

Not applicable.

(d) Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.:

As mentioned in clause (b) above.

(e) Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship:

As on date of this intimation, the Parties are promoters of FBL.

(f) Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length":

No.

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(g) In case of issuance of shares to the parties, details of issue price, class of shares issued:

Not applicable.

(h) Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.:

Not applicable.

(i) In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): Not applicable.

- I. Name of parties to the agreement: NA;
- II. Nature of the agreement: NA;
- III. Date of execution of the agreement: NA;
- IV. Details of amendment and impact thereof or reasons of termination and impact thereof: NA.

Except as provided above, the Shareholders Agreement entered between the Parties shall have no further impact on management or control of FBL or impose any restriction or create any liability upon FBL.

Kindly take the above on records.

Thanking you,

For **Fermenta Biotech Limited**

Srikant N. Sharma

Company Secretary

CS Membership No: F3617