

March 13, 2019

To,
The Manager,
Dept. of Corporate Services
Bombay Stock Exchange Ltd.
25th Floor, P.J. Towers,
Dalal Street,
Mumbai - 400 001

Sub.: Voting Results of NCLT Convened Meeting of the Equity Shareholders of Fairdeal Filaments Ltd. held on Monday, 11th day of March, 2019 pursuant to the Order dated January, 24, 2019

Ref.: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

BSE Code: 514474

Dear Sir/Madam,

Pursuant to the order passed by National Company Law Tribunal, Bench at Ahmedabad dated January 24, 2019, the NCLT Convened meeting of the Equity Shareholders of Fairdeal Filaments Ltd. was held on Monday, March 11, 2019 at 11.00 a.m. at the registered office of the Company situated at 3rd Floor, Dawer Chambers, Near Sub Jail, Ring Road, Surat-395002 for approving the Scheme of Merger by absorption of Fairdeal Filaments Limited ("FFL" or "Transferor Company") with Shahlon Silk Industries Limited ("SSIL" or "Transferee Company").

Further the Company has provided voting facility through (i) e-voting, (ii) postal ballot, and (iii) voting through ballot or polling paper at the venue of the meeting to the equity shareholders of the Company.

As per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith:

1. Voting results of equity shareholders (including public shareholders) along with the Consolidated Scrutinizer's Report.

We would like to inform you that the resolution mentioned in the Notice dated February 1, 2019, convening the meeting of the equity shareholders of the Company on March 11, 2019, has been passed with the requisite majority.

We request you to kindly take the same on your records.

Kindly make this information available to Investors/general public.

Thanking You.

Yours faithfully,
For, Fairdeal Filaments Limited



Jitesh Varkal
Company Secretary

VOTING RESULTS OF NCLT COONVENED MEETING OF EQUITY SHAREHOLDERS OF FAIRDEAL FILAMENTS LIMITED

Date of the NCLT Convened Meeting of the Equity Shareholders	11th March, 2019
Total number of shareholders on record date	3070
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	15
Public:	23*
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not arranged
Public	

* A common ballot form was used for three separate folios having common sole/first shareholder. Hence, the same is treated as separate three ballots.

Agenda-wise disclosure

Resolution No.1	Approval of the Scheme of Merger by absorption of Fairdeal Filaments Limited ("FFL" or "Transferor Company") with Shahlon Silk Industries Limited ("SSIL" or "Transferee Company") under sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Act").							
Resolution Required: As prescribed by Hon'ble National Company Law Tribunal in their order dated 24th January, 2019								
Whether promoter/promoter group are interested in the agenda/resolution? :						No		
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	Remote E-Voting	1720086	1201410	69.8459%	1201410	0	100.0000%	0.0000%
	Poll		343330	19.9600%	343330	0	100.0000%	0.0000%
	Postal Ballot		0	0.0000%	0	0	0.0000%	0.0000%
	Total		1544740	89.8060%	1544740	0	100.0000%	0.0000%
Public- Institutions	Remote E-Voting	0	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	Remote E-Voting	4329914	162068	3.7430%	162068	0	100.0000%	0.0000%
	Poll		34295	0.7920%	34295	0	100.0000%	0.0000%
	Postal Ballot		1322	0.0305%	1321	1	99.9244%	0.0756%
	Total		197685	4.5656%	197684	1	99.9995%	0.0005%
Total		6050000	1742425	28.8004%	1742424	1	99.9999%	0.0001%

Note:

Total 38 (Thirty Eight) Members present in the meeting out of which 22 (Twenty Two) members have voted through Poll. 27 (Twenty Seven) members have voted through Remote e-voting.

For FAIRDEAL FILAMENTS LTD.

Jitendra R. Vastani

Authorised Signatory/Director



CS Devesh A. Pathak
B.Com., LL.B., F.C.S.

DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

REGD. INSOLVENCY PROFESSIONAL

REGD. TRADE MARKS AGENT

PHONE : (0265) 2562158 / 75 MOBILE : 98240 92589

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maildpathak@yahoo.co.in

FIRST FLOOR, 51, UDYOGNAGAR SOCIETY,
NEAR AYURVEDIC COLLEGE, OUTSIDE PANIGATE,
VADODARA-390 019

13th March, 2019

The Chairman of the Tribunal Convened Meeting of Equity Shareholders
Fairdeal Filaments Ltd
3rd Floor, Dawer Chambers,
Near Sub Jail, Ring Road,
Surat 395002, Gujarat

SCRUTINIZER'S COMBINED REPORT

Dear Sir,

- 1 WHEREAS in terms of order no CA(CAA)No. 8/230-232/NCLT/AHD/2019 dated 24th January, 2019 issued by Hon'ble National Company Law Tribunal, Ahmedabad Bench, Fairdeal Filaments Limited, the Applicant Transferor Company (hereinafter referred to as 'FFL') being Listed Public Limited Company is governed by the SEBI Circular no CFD/DIL3/CIF/2017/21 dated March 10, 2017 and other circulars issued thereafter and in view of Section 230(4) of the Companies Act, 2013 (hereinafter referred to as "the Act") as well as Rule 5 and 6 of the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (hereinafter referred to as 'LODR'), FFL is required to provide facility for Postal Ballot and e-voting to the Public Shareholders. Hon'ble National Company Law Tribunal, Ahmedabad Bench, vide Paragraph no 10(iii) of their aforesaid Order dated 24th January, 2019 has inter alia directed FFL to carry out voting through (i) e-voting (ii) Postal Ballot and (iii) Ballot or Polling paper at the venue of the meeting for the meeting of Equity shareholder of FFL to be held on Monday 11th March, 2019 as also in case of meeting of secured and unsecured Creditors of FFL, voting shall be carried out through ballot polling paper at the venue of the meeting.
- 2 AND WHEREAS Hon'ble National Company Law Tribunal, Ahmedabad Bench vide paragraph 10 (viii) of the aforesaid order dtd. 24th January, 2019 has directed that Mr. Devesh A. Pathak, Practising Company Secretary shall act as the Scrutinizer for the said meetings.
- 3 Accordingly, I Devesh A. Pathak, Practising Company Secretary, have been appointed as a scrutinizer
 - (i) To Conduct the e-voting process pursuant to clause 44 of LODR read with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration Rules, 2014 ('the Rules')
 - (ii) To Conduct the Postal Ballot voting process pursuant to section 110 of the Act and Rule 22 of the Rules read with Clause 44 of LODR and
 - (iii) TO conduct Poll pursuant to section 109 and other applicable provisions applicable, if any of the Act and rule 21 of the Rules read with Clause 44 of LODR





DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

REGD. INSOLVENCY PROFESSIONAL • REGD. TRADE MARKS AGENT

Continuation Sheet.....

in respect of shareholders' Resolutions to be passed at the Tribunal convened meeting of Equity shareholders to be held on Monday, the 11th March, 2019 as set out in the notice dated 1st February, 2019 with statement setting out material facts under Section 102 of the Act in respect of approval to the scheme of merger by absorption of FFL by Shahlon Silk Industries Ltd (hereinafter referred to as "SSIL')

- 4 The Management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of LODR read with the Act and Rules relating to E-voting, Postal Ballot and poll in respect of the aforesaid resolution. My responsibility as a scrutinizer for the E-voting process, Postal Ballot and for Poll at the Tribunal Convened Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting, on the basis of ballot papers received and also at the time of poll at the aforesaid meeting.
- 5 I have issued separate Scrutinizer's Report dated 13th March, 2019 on the e-voting, separate report dtd. 13th March, 2019 on Postal Ballots received and separate report dtd. 13th March, 2019 on the poll on the aforesaid resolution. As requested by the management, I submit combined report for e-voting, Postal Ballot and poll in respect of aforesaid resolution as follows:





DEVESH PATHAK & ASSOCIATES

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Continuation Sheet.....

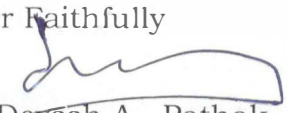
Sr. No.	Particulars	No. of Electronic Voter/ Postal Ballots / Ballot in Poll				No. of Votes				
		No. of E-Voters	No. of Postal Ballots	No of Ballot in Poll	Total	Electronic Votes	Postal ballot	Ballots in Poll	Total	
1	E-VOTES / POSTAL BALLOT / BALLOT IN POLL RECEIVED	27	5	22*	54	1363478	1322	378075	1742875	
2	(LESS) : INVALID E-VOTES / POSTAL BALLOT / BALLOTS IN POLL	NIL	NIL	-3	-3	NIL	NIL	-450	-450	
3	VALID E-VOTES / POSTAL BALLOT //BALLOTS IN POLL	27	5	19	51	1363478	1322	377625	1742425	100
4	E-VOTES / POSTAL BALLOT / BALLOTS IN POLL IN FAVOUR	27	4	19	50	1363478	1321	377625	1742424	100
5	E-VOTES / POSTAL BALLOT / BALLOTS IN POLL AGAINST	NIL	1	NIL	1	NIL	1	NIL	1	0**
TOTAL VALID E-VOTES / POSTAL BALLOTS / BALLOT IN POLL		27	5	19	51	1363478	1322	377625	1742425	100

*A Common ballot form was used for three separate folios having common sole/ first shareholder. Hence, the same is treated as separate three ballots

* *Negligible

- I have handed over related papers/ registers and records for safe custody to Mr. Jitesh Varkal, Company Secretary of the Company.
- You may accordingly declare the result of voting.

Thanking You
Your Faithfully


CS Devesh A. Pathak
Practising Company Secretary
Membership No. FCS 4559

