

9th June, 2025

BSE Limited

Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai-400 001
Scrip Code: 500139

NSE Limited

Department of Corporate Services
Exchange Plaza, Bandra,
Kurla Complex, Bandra (West),
Mumbai-400 051
Scrip Code: FEDDERELEC

ISIN: INE249C01011 – FEDDERS ELECTRIC AND ENGINEERING LIMITED

Sub: Notice of the 1st Extra-Ordinary General Meeting (EGM) for the Financial Year 2025-26 of the Company, scheduled to be held on Tuesday, 1st July 2025

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby submit the Notice of the 1st Extra-Ordinary General Meeting (EGM) for the financial year 2025-26 of the Company, scheduled to be held on **Tuesday, 1st July 2025 at 03:00 P.M. (IST)** at the registered office of the Company situated at **6 and 6/1, UPSIDC Industrial Area, Sikandrabad, Bulandshahr, Uttar Pradesh – 203205.**

The Notice of EGM has been sent electronically to Members whose email addresses were registered with the Company or their Depository Participant(s) as on the Record Date, i.e., May 31, 2025, for the purpose of notice dispatch, in accordance with applicable provisions.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013, along with the rules framed thereunder, the Company is pleased to provide its Members the facility to cast their votes electronically through remote e-voting. **The remote e-voting services are being facilitated by NSDL for all the resolutions set forth in this Notice.**

Key information:

Cut-off date for e-voting	Tuesday, 24 th June, 2025
Remote E-voting Schedule	<u>Commences on:</u> Saturday, 28 th June 2025 at 09:00 A.M. <u>Ends on:</u> Monday, 30 th January 2025 at 05:00 P.M.
Extra Ordinary General Meeting	Tuesday, 1 st July 2025 at 03:00 P.M. (IST)

The Notice of EGM, along with the explanatory statement and e-voting instructions, is available on the Company's website <https://imcapitals.com/fedders-electric-engineering/>, as well as on the websites of BSE Limited www.bseindia.com, NSE Limited www.nseindia.com, and NSDL evoting.nsdl.com.

Kindly take the above information on your records.

Thanking you,
Yours Truly

For FEDDERS ELECTRIC AND ENGINEERING LIMITED

**PRAMOD KUMAR
COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl. As Above



FEDDERS ELECTRIC AND ENGINEERING LIMITED
Reg. Off: 6 and 6/1, UPSIDC Industrial Area, Sikandrabad,
District Bulandshahr - 203205, Uttar Pradesh
CIN: L29299UP1957PLC021118 | Tel: 9810266747|
Email: imcapital9830@gmail.com

NOTICE OF THE 1ST EXTRA-ORDINARY GENERAL MEETING OF THE FINANCIAL YEAR 2025-26

Notice is hereby given that the 1st Extra-Ordinary General Meeting ("EGM") of the Members of **Fedders Electric and Engineering Limited** for the financial year 2025-26 will be held on **Tuesday, 1st July 2025, at 3:00 P.M. (IST)** at the Registered Office of the Company, situated at: **6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr-203205, Uttar Pradesh**, to transact the following business:

SPECIAL BUSINESSES

ITEM NO.1 REGULARISATION AND APPOINTMENT OF MR. ANKIT MITTAL (DIN: 07092296) AS EXECUTIVE, NON-INDEPENDENT DIRECTOR FOR A TERM OF FIVE YEARS

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), in accordance with the Articles of Association of the Company and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendations of the Nomination and Remuneration Committee, **Mr. Ankit Mittal (DIN: 07092296)**, who was appointed as an Additional Director (Executive, Non-Independent) by the Board of Directors with effect from 4th April 2025 in terms of Section 161 of the Act and who holds office up to the date of the ensuing General Meeting of the Company or three months from the date of his appointment, whichever is earlier, be and is hereby regularized and appointed as an **Executive, Non-Independent Director of the Company for a period of five (5) years** commencing from 4th April 2025 and whose office shall be liable to retire by rotation."

"RESOLVED FURTHER THAT Mr. Vishal Singhal, Managing Director of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to the foregoing resolution."

**By Order of the Board of Directors of
Fedders Electric and Engineering Limited
Sd/-**

**Vishal Singhal
Managing Director
DIN: 03518795**

Date: **9th June, 2025**

Place: Uttar Pradesh

CIN: L29299UP1957PLC021118

Regd. Office: 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, Bulandshahr,
Uttar Pradesh – 203205

Phone: +91 9810266747

E-mail: imcapital9830@gmail.com

Website: <https://imcapitals.com/fedders-electric-engineering/>

NOTES:

1. A statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 (as amended from time to time) concerning each item of special business to be transacted at the EGM is annexed hereto (the “Explanatory Statement”)
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE COMPANY, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. THE BLANK PROXY FORM IS ENCLOSED WITH THIS NOTICE.**
3. **PURSUANT TO PROVISIONS OF SECTION 105 OF THE COMPANIES ACT 2013, READ WITH THE APPLICABLE RULES THEREON, A PERSON SHALL NOT ACT AS PROXY FOR MORE THAN 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.**
4. EVERY MEMBER ENTITLED TO VOTE AT THE MEETING CAN INSPECT THE PROXIES LODGED AT THE COMPANY, AT ANY TIME DURING THE BUSINESS HOURS OF THE COMPANY, DURING THE PERIOD BEGINNING 24 (TWENTY FOUR) HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING AND ENDING ON THE CONCLUSION OF THE MEETING. HOWEVER, PRIOR NOTICE OF NOT LESS THAN 3 (THREE) DAYS IN WRITING OF THE INTENTION TO INSPECT THE PROXIES LODGED SHALL BE REQUIRED TO BE PROVIDED TO THE COMPANY.
5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company, in advance, a duly certified copy of the relevant Board Resolution / Letter of Authority / Power of Attorney, together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the meeting.
6. The register of directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013

will be available for inspection by the members at the extra ordinary general meeting.

7. **Dispatch of Notice under Green Initiative**

Pursuant to the Green Initiative of the Ministry of Corporate Affairs, the Notice of the Extra-Ordinary General Meeting (EGM) of the Company, which includes the Attendance Slip and Proxy Form, is being sent:

- by e-mail to those Members who have registered their e-mail addresses with the Company or with their Depository Participants; and
- by permitted physical mode to all other Members,

whose names appear in the Register of Members of the Company as on **31st May, 2025 (“Record Date”)** for the purpose of dispatch of the Notice.

Please note that the **cut-off date for the purpose of determining eligibility to vote electronically** shall be **24th June, 2025**, and only those Members holding shares as on that date shall be entitled to cast their votes through remote e-voting.

8. Members are requested to bring their duly signed Attendance Slip (enclosed with the Notice) and Explanatory Statement to the Meeting and hand it over at the registration counter for admission to the meeting hall. For convenience and proper conduct of the Meeting, entry to the venue will be regulated by the Attendance Slip. Members holding shares in dematerialized form are also requested to bring their DP-ID and Client-ID numbers for easier identification.
9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. To support the 'Green Initiative' Members holding shares in physical mode are requested to register their email IDs with the Skyline Financial Services Private Limited, the Registrars & Share Transfer Agents of the Company and Members holding shares in demat mode are requested to register their e-mail IDs with their respective Depository Participants (DPs).
11. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrars & Share Transfer Agents of the Company.
12. All relevant documents referred to in the accompanying Notice and the Statement are available for inspection by the Members at the Registered Office of the Company on all working days (except Sunday and public holidays) during business hours, i.e., from 11:00 A.M. to 1:00 P.M., up to and including the date of the Extra-Ordinary General Meeting.
13. The Extra-Ordinary General Meeting (“EGM”) of the Company will be held at the Registered Office of the Company at 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr - 203205, Uttar Pradesh. In compliance with Secretarial Standard-2 (SS-2) and the Companies Act, 2013, a route map showing the location of the Registered

Office is annexed to this Notice for the convenience of the Members to locate the venue easily.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents, Skyline Financial Services Private Limited.
15. Members holding shares in the physical form and desirous of making / changing Nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013 and Rules made thereunder, are requested to submit the prescribed Form No. SH-13, as applicable for this purpose to the Company's Registrar and Share Transfer Agents (RTA), Skyline Financial Services Private Limited, who will provide the form on request. In respect of shares held in electronic / demat form, the Members may please contact their respective depository participant.
16. Members are requested to send in their queries at least a week in advance to the Compliance Officer at the Registered Office of the Company to facilitate clarifications during the meeting.
17. In accordance with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice convening the Extra-Ordinary General Meeting (EGM) has been uploaded on the Company's website. The Notice can also be accessed on the websites of the Stock Exchanges where the Company's shares are listed.
18. Any person who acquires shares of the Company and becomes a Member after the dispatch of the Notice and holds shares as on the **cut-off date, i.e., 24th June 2025**, may obtain a copy of the Notice by making a request to the Company's Registrar and Share Transfer Agent, Skyline Financial Services Private Limited, or by sending an email to imcapital9830@gmail.com.
19. In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013, along with the rules framed thereunder, the Company is pleased to provide its Members the facility to cast their votes electronically through remote e-voting. The remote e-voting services are being facilitated by NSDL for all the resolutions set forth in this Notice.
20. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e., **24th June 2025** and as per the Register of Members of the Company. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
21. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

22. The Board of Directors of the Company has appointed Ms. Chetna Bhola, Practicing Company Secretary (Mem. No.: A41283 | C.P. No.: 15802), Associate Partner of M/s. Chetna Bhola & Associates, Company Secretaries, as the Scrutinizer to scrutinize the process for remote e-Voting and e-Voting at the EGM in a fair and transparent manner and She has communicated her willingness to accept the appointment and will be available for this purpose.
23. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first download the votes cast at the EGM and thereafter unblock the votes cast through remote e-voting and shall within two working days of conclusion of the EGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.
24. The results along with Scrutinizer's Report, shall be displayed at the Registered Office of the Company and placed on the Company's website and the website of NSDL immediately after the result is declared. The results shall be simultaneously communicated to the Stock Exchange where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of EGM subject to receipt of the requisite number of votes in favour of the resolutions.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on **Saturday, 28th June, 2025 at 09:00 A.M. (IST) and ends on Monday, 30th June, 2025 at 05:00 P.M. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Members, whose names appear in the Register of Members/ Beneficial Owners as on **cut-off date i.e. Tuesday, 24th June, 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the **cut-off date, being Tuesday, 24th June, 2025**.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li data-bbox="762 159 1316 1310"> <p>Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <li data-bbox="762 1339 1316 2145"> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be</p>

redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

3. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with **CDSL**

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then

	<p>click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User

- ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to chetnabhola@gmail.com or aanandpandey@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “**Upload Board**

Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to imcapital9830@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to imcapital9830@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**By Order of the Board of Directors of
Fedders Electric and Engineering Limited
Sd/-**

**Vishal Singhal
Managing Director
DIN: 03518795**

Date: **9th June, 2025**
Place: Uttar Pradesh

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO.1 REGULARISATION AND APPOINTMENT OF MR. ANKIT MITTAL (DIN: 07092296) AS EXECUTIVE, NON-INDEPENDENT DIRECTOR FOR A TERM OF FIVE YEARS

Based on the recommendations of the Nomination and Remuneration Committee (NRC), the Board of Directors of the Company, at its meeting held on 4th April, 2025, appointed Mr. Ankit Mittal (DIN: 07092296) as an Additional Director (Executive, Non-Independent) of the Company in accordance with Section 161(1) of the Companies Act, 2013 ("the Act"), to hold office up to the date of the ensuing General Meeting or three months from the date of his appointment, whichever is earlier.

It is proposed to regularize and appoint Mr. Ankit Mittal as an Executive, Non-Independent Director for a period of five (5) years, with effect from 4th April, 2025, whose office shall be liable to retire by rotation.

Mr. Ankit Mittal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has provided his consent to act as a Director in Form DIR-2.

The Board considers that his association with the Company would be of immense benefit and recommends the resolution for the approval of the members.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except Mr. Ankit Mittal, are concerned or interested, financially or otherwise, in the proposed resolution.

The Board accordingly recommends the Ordinary Resolution set out in **Item No. 1** of the accompanying Notice for the approval of the members.

The relevant details of Mr. Ankit Mittal as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 are provided in **Annexure-A**.

**By Order of the Board of Directors of
Fedders Electric and Engineering Limited**

**Sd/-
Vishal Singhal
Managing Director
DIN: 03518795**

Date: **9th June, 2025**
Place: Uttar Pradesh

Annexure A

Name of the Director	Mr. Ankit Mittal
DIN	07092296
Date of Birth	02/12/1987
Brief Profile	Mr. Ankit Mittal is an MBA from Dr. A.P.J. Abdul Kalam Technical University. He has vast experience in the fields of finance & banking. He is the renowned person and having the high moral value. He is persistently known for the honestly and leading the business in the transparent and ethical way.
Date of Appointment	04/04/2025
Qualification and Experience and expertise in Specific functional area	MBA
Term and Condition of Appointment	It is proposed to regularize and appoint Mr. Ankit Mittal as an Executive, Non-Independent Director for a period of five (5) years, with effect from 4 th April, 2025, whose office shall be liable to retire by rotation.
Remuneration last drawn	N.A.
Remuneration sought to be paid	N.A.
Directorship in other Companies	02
Member/Chairman of Committees of the Board of Directors of other Public Limited Companies, in which he is a director.	N.A.
Member/Chairman of Committees of the Board of Directors of the Company	N.A.
Number of shares held in the Company	1 (One)
Relationship with directors and KMPs	N.A.
No. of Board Meetings attended	04



FEDDERS ELECTRIC AND ENGINEERING LIMITED
Reg. Off: 6 and 6/1, UPSIDC Industrial Area, Sikandrabad,
District Bulandshahr - 203205, Uttar Pradesh
CIN: L29299UP1957PLC021118 | Tel: 9810266747|
Email: imcapital9830@gmail.com

ATTENDANCE SLIP

Extra-Ordinary General Meeting	Tuesday, 1 st July 2025 at 3:00 P.M. (IST)
Venue	Registered Office: 6 and 6/1, UPSIDC Industrial Area, Sikandrabad, Bulandshahr, UP - 203205

Please bring this Attendance Slip to the Meeting and hand it over at the entrance after signing.

Members are requested to carry their copy of the Notice to the Meeting.

Name of the Member _____

Registered Address _____

**DP ID / Client ID /
Folio** _____

No. of Shares Held _____

**Signature of the
Member / Proxy** _____



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FORM NO. MGT-11
PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

EXTRA-ORDINARY GENERAL MEETING (EGM) - 1st July 2025

I/We, _____ (Name of Member(s)) of _____ (Address) being a Member(s) of Fedders Electric and Engineering Limited, holding _____ Equity Shares, hereby appoint:

1. Name: _____

Address: _____

Email ID: _____

Signature: _____

OR failing him/her

2. Name: _____

Address: _____

Email ID: _____

Signature: _____

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company to be held on **1st July 2025 at 3:00 P.M. at the Registered Office** of the Company, and at any adjournment thereof in respect of the following resolution:

Resolution No.	Resolutions	For	Against
1.	Regularisation and Appointment of Mr. Ankit Mittal (DIN: 07092296) as Executive Non-Independent Director for 5 years	()	()

Signed this _____ day of _____, 2025.

Signature of Member(s): _____

Signature of Signature of Proxy Holder: _____

Notes:

1. *This Proxy Form must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.*

2. *A Proxy need not be a Member of the Company.*



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Route Map to the Venue of the Extra-Ordinary General Meeting

The Extra-Ordinary General Meeting of Fedders Electric and Engineering Limited will be held at the Registered Office of the Company:

6 and 6/1, UPSIDC Industrial Area, Sikandrabad, District Bulandshahr - 203205, Uttar Pradesh

Please find below the route map to help you locate the venue easily.

