

Date: August 23, 2024

Ref. No. : UAF/2024-25/36

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001 (Maharashtra)

Ref: Universal Autofoundry Limited (539314/UNIAUTO)

Sub: - Scrutinizer's Report of 15th Annual General Meeting ("AGM") of the Company.

Dear Sir(s),

With reference to the captioned subject please find enclosed Scrutinizer's Report of 15th Annual General Meeting ("AGM") of the Company.

Kindly take the above on your records.

Thanking You,

Yours faithfully,
For Universal Autofoundry Limited,

VIMAL
CHAND JAIN

Digitally signed by
VIMAL CHAND JAIN
Date: 2024.08.23
18:44:26 +05'30'

Vimal Chand Jain
Chairman and Managing Director
DIN: 00295667

Encl: As above

UNIVERSAL AUTOFOUNDRY LIMITED

Unit-1: B-307, Road No. 16, V.K.I. Area, Jaipur, Rajasthan - 302013 (India)
Unit-2: B-51, SKS Industrial Area, Reengus, Sikar, Rajasthan - 332404 (India)
Unit-3: A2-4, A18-20, Udhog Vihar, Sargoth, Reengus, Sri Madhopur, Rajasthan - 332404 (India)
E-Mail: support@ufindia.com, Cont. No.: 0141-4109598, Website: www.ufindia.com, GSTIN: 08AABCU1171A1ZV



ARMS & ASSOCIATES LLP

Practicing Company Secretaries

24 Ka 1, Jyoti Nagar, Jaipur Rajasthan, India-302004

Telephone: +91- 141-3111777 Fax : +91-141-2740924

Email: csmitesh@armsandassociates.com

website: www.armsandassociates.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,
UNIVERSAL AUTOFOUNDRY LIMITED,
B-307, Road No. 16 V.K.I. Area Jaipur 302013

Subject: Consolidated Scrutinizer's Report on Remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and E-Voting at the 15th Annual General Meeting of Universal Autofoundry Limited, held on Friday, August 23, 2024, at 11:00 A.M. IST through two-way video conferencing ('VC') or other Audio- Visual Means ('OAVM').

Dear Sir,

I, Mitesh Kasliwal, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of the UNIVERSAL AUTOFOUNDRY LIMITED pursuant to section 108 of the Companies Act 2013 and Rule 20 of the companies (Management and Administration) Rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote E-Voting as well as E-Voting at the 15th Annual General Meeting (AGM) of Universal Autofoundry Limited, Friday, August 23, 2024 at 11:00 A.M. IST through two-way Video Conferencing ('VC') or other Audio- Visual Means ('OAVM').

Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023, ('MCA Circulars') and SEBI/HO/CFD-PoD/2/P/CIR/2023/167 being dated October 7, 2023 issued by SEBI have permitted the holding of the Annual General Meeting through Video Conferencing ('VC') or through Other Audio- Visual Means ('OAVM'), without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the 15th Annual General Meeting ("Meeting" or "AGM") of the company as held through VC/OAVM on Friday, August 23, 2024 at 11:00 A.M. (IST).



Mitesh Kasliwal

Further, pursuant to the relevant circulars issued by the MCA and SEBI, the Notice of the AGM along with the Annual Report for FY 2023-24 was sent in electronic form only to those Members whose email addresses were registered with the Company/Depositories, The Notice calling the 15th Annual General Meeting had been uploaded on the website of the Company at www.ufindia.com. The Notice could also be accessed from the website of the Stock Exchange i.e., BSE Limited ("BSE") at www.bseindia.com and the AGM Notice was also available on the website of National Securities Depository Limited ("NSDL") (agency for providing the Remote E-Voting facility) i.e., www.evoting.nsdl.com.

Since this AGM was held pursuant to the MCA/SEBI Circulars through VC or OAVM, physical attendance of Members had been dispensed with accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the Members was also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.

The notice dated July 03, 2024 along with the statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the resolutions proposed at the AGM of the Company on Friday, July 26th 2024 by e-mail.

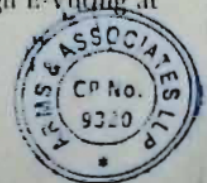
Members of the Company holding shares either in physical form or in electronic form as on the cut-off date i.e., Friday, August 16, 2024 were allowed to cast their vote either by Remote E-Voting before the meeting or E-Voting during the appointed time of the meeting. The Remote E-Voting period commenced on Monday, August 19, 2024 at 09:00 A.M. (IST) and ended on Thursday, August 22, 2024 at 05:00 P.M. (IST). The Remote E-Voting module was disabled by NSDL as authorized by me for not voting thereafter. Once the vote on a resolution was cast by the Member, the Members was allowed to change it subsequently.

Members who were entitled to vote but have not voted through Remote E-Voting, were provided with the facility to exercise their voting rights through E-Voting during the appointed time of the meeting. However, Members who had already cast their vote through Remote E-Voting were not permitted to vote again at the appointed time at the meeting, although they attended the meeting. The E-Voting during the appointed time at the meeting ended after 15 minutes from the conclusion of the meeting.

On completion of the E-Voting at the AGM, the NSDL E-Voting platform was un-blocked and the result was downloaded for scrutiny.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to the Remote E-Voting and the casting vote(s) through E-Voting at the AGM on resolutions contained in the notice of the AGM.

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My responsibility as the Scrutinizer for the Remote E-Voting as well as E-Voting process conducted at the appointed time of the meeting is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favor and against the resolution stated in the Notice, based on the reports generated from the E-voting system provided by National Securities Depository Limited ("NSDL") the service provider.

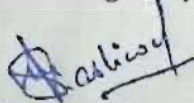
Based on the results made available to me, 71 Members have cast their votes through Remote E-Voting platform and 1 Member have cast their votes by means of E-Voting at the AGM. The AGM was concluded at 11:27 A.M. I submit herewith the Consolidated Report on the result of the Remote E-Voting and E-Voting conducted at the meeting as per Annexure-I (as prescribed by SEBI) signed by me in presence of two witnesses, who are not in the employment of the Company.

Based on the aforesaid results, I report that all the Ordinary Resolutions as set out in the Item Nos. 1 to 5 and Special Resolutions as set out in the Item Nos. 6 and 7 in the Notice of the 15th Annual General Meeting of the Company held on Friday, August 23, 2024, have been passed with the requisite majority.

Thanking You

Yours faithfully,

For, Arms & Associates LLP
Countersigned by



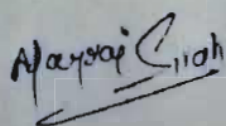
Mitesh Kasliwal
Scrutinizer
Practicing Company Secretary
FCS: 8233
COP: 9320
UDIN: F008233F001032839



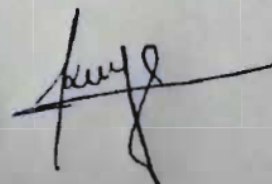
Date: 23.08.2024
Place: Jaipur

Witness:

1. NAME - Ajayraj Singh
2. Father's Name - Bishan Singh
3. Address - plot no 180, KM-NO 4A, Bhagwan mahaveer nagar, Nandi Banar Road Jodhpur 302015 (Raj)



2. Name - Keja Ghosh
Father name - Ranjit Ghosh
Address - E 881 Anandpuri colony near Rammandir Jal Kothi 302005 (raj)



CONSOLIDATED RESULTS

Universal Autofoundry Limited,
B-307, Road No. 16 V.K.I. Area Jaipur 302013

ORDINARY BUSINESS:

Resolution No. 1 (Ordinary Resolution)

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 and the reports of the Board of Directors ("the Board") and auditors thereon.

(i) Voted in Favour of the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	71	6289587.00	100.00%	0.00
E-Voting at AGM	1	100.00	100.00%	0.00

(ii) Voted Against the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

(iii) Invalid Votes

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00



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E-Voting at AGM	0.00	0.00	0.00	0.00
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The Resolution is carried by Requisite Majority.

Resolution No. 2 (Ordinary Resolution)

To appoint a director in place of Mr. Vinit Jain (DIN: 02312319) who retires by rotation and, being eligible, seeks re-appointment as Wholetime Director.

(i) Voted in Favour of the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	71	6289587.00	100.00%	0.00
E-Voting at AGM	1	100.00	100.00%	0.00

(ii) Voted Against the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

(iii) Invalid Votes

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

The Resolution is carried by Requisite Majority.



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SPECIAL BUSINESS:

Resolution No. 3 (Ordinary Resolution)

To ratify the remuneration of Cost Auditors of the company under section 148 of Companies Act, 2013 for Financial Year 2023-24:

(i) Voted in Favour of the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	71	6289587.00	100.00%	0.00
E-Voting at AGM	1	100.00	100.00%	0.00

(ii) Voted Against the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

(iii) Invalid Votes

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

The Resolution is carried by Requisite Majority.

Resolution No. 4 (Ordinary Resolution)

To ratify the remuneration of Cost Auditors of the company under section 148 of Companies Act, 2013 for Financial Year 2024-25:



(i) Voted in Favour of the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	71	6289587.00	100.00%	0.00
E-Voting at AGM	1	100.00	100.00%	0.00

(ii) Voted Against the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

(iii) Invalid Votes

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

The Resolution is carried by Requisite Majority.

Resolution No. 5 (Ordinary Resolution)

To consider and approve the Related Party Transactions recommended and approved by the Audit Committee.:

(i) Voted in Favour of the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	70	6240388	100.00%	0.00



E-Voting at AGM	1	100.00	100.00%	0.00
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(ii) Voted Against the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	1	49199	100.00%	0.00
E-Voting at AGM	0	0	100.00%	0.00

(iii) Invalid Votes

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

The Resolution is carried by Requisite Majority.

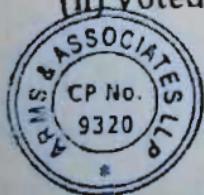
Resolution No. 6 (Special Resolution)

To consider, discuss and approve the alteration of the Object Clause of the Memorandum of Association of the Company:

(i) Voted in Favour of the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	71	6289587.00	100.00%	0.00
E-Voting at AGM	1	100.00	100.00%	0.00

(ii) Voted Against the Resolution



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Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

(iii) Invalid Votes

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

The Resolution is carried by Requisite Majority.

Resolution No. 7 (Special Resolution)

To appoint Mr. Ullal Ravindra Bhat (DIN: 00008425) as an Independent Director of the Company.

(i) Voted in Favour of the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	71	6289587.00	100.00%	0.00
E-Voting at AGM	1	100.00	100.00%	0.00

(ii) Voted Against the Resolution

Voting Description	No. of Members who voted	No. of votes cast by them(Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00



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E-Voting at AGM	0.00	0.00	0.00	0.00
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(iii) Invalid Votes

Voting Description	No. of Members who voted	No. of votes cast by them (Shares)	% of total number of valid votes cast	% of total number of invalid votes cast
Remote E-Voting	0.00	0.00	0.00	0.00
E-Voting at AGM	0.00	0.00	0.00	0.00

The Resolution is carried by Requisite Majority.



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