

UNIVERSAL OFFICE AUTOMATION LIMITED

CIN: L34300DL1991PLC044365

Registered Office: 806, Sidharth, 96, Nehru Place,

New Delhi – 110019, India; 011- 26444812

www.uniofficeautomation.com | investor@hcl.com

August 30, 2024

To
The Secretary
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Ref: Scrip Code – 523519

Sub: Disclosure under regulation 44(3) of the SEBI (Listing Obligations and Disclosure) Requirements, Regulations, 2015 regarding results of voting at Annual General Meeting of the company held on 28.08.2024

Dear Sirs,

The details of voting results of the Thirty Second Annual General Meeting of the Company held on Wednesday the August 28, 2024 are enclosed in the prescribed format under Reg. 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The same is being uploaded on the website of the company.

Further, the Scrutinizer report on the aforesaid voting at the 32nd Annual General Meeting of the Company is being enclosed herewith.

Thanking you,

For **Universal Office Automation Limited**

Naina Luthra

Naina Luthra
Company Secretary & Compliance Officer

Encl: as above

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Date of Annual General Meeting	WEDNESDAY, 28.08.2024
Total No of Shareholders as on Record Date	13,239
No of Shareholders present in the meeting in person or proxy	not applicable
No of Shareholders attending the meeting through Video Conferencing / Other Audio Visual Means	86
PROMOTERS	02
PUBLIC	84

RESOLUTION NO 1 REQUIRED: <u>ORDINARY</u>								
Adoption of Financial Statements along with Reports of the Board of Directors and Auditor thereon for the year ended 31st March 2024								
Whether Promoters / Promoters Group are interested in the Agenda /Resolution – No								
Category	Mode of Voting	Nos of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)= (2)/(1)*100	Nos of Votes in favour (4)	Nos of Votes Against (5)	% of Votes in favour of votes polled (6)=(4)/(2)*100	% of Votes in against of votes polled (7)=(5)/(2)*100
Promoters & Promoters' Group	E-voting	8945940	8665966	96.87%	8665966	0	100.00%	0.00%
	poll	0	0	0	0	0	0	0
	sub- total	8945940	8665966	96.87%	8665966	0	100.00%	0.00%
Public - Institution	E-VOTING	47508	0	0	0	0	0	0
	POLL	0	0	0	0	0	0	0
	sub- total	47508	0	0	0	0	0	0
Public - Non Institution	E-VOTING	5659238	243780	4.31%	243649	131	99.95%	0.05%
	POLL	0	0	0	0	0	0	0
	sub- total	5659238	243780	4.31%	243649	131	99.95%	0.05%
TOTAL		14652686	8909746	60.81%	8909615	131	100.00%	0.00%



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Re-appointment of Ms. Rita Gupta (DIN - 00899240) as a director liable to retire by rotation

Whether Promoters/Promoters Group are interested in the Agenda /Resolution – No

Category	Mode of Voting	Nos of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)= (2)/(1)*100	Nos of Votes in favour (4)	Nos of Votes Against (5)	% of Votes in favour of votes polled (6)=(4)/(2)*100	% of Votes in against of votes polled (7)=(5)/(2)*100
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Public - Institution	E-VOTING	47508	0	0	0	0	0	0
	POLL	0	0	0	0	0	0	0
	sub- total	47508	0	0	0	0	0	0
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RESOLUTION NO 3 REQUIRED: <u>ORDINARY</u>								
Appointment of V Nagarajan & Co, Chartered Accountants (FRN 004879N) as Statutory Auditor for term of Five years								
Whether Promoters/Promoters Group are interested in the Agenda /Resolution – No								
Category	Mode of Voting	Nos of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)= (2)/(1)*100	Nos of Votes in favour (4)	Nos of Votes Against (5)	% of Votes in favour of votes polled (6)=(4)/(2)*100	% of Votes in against of votes polled (7)=(5)/(2)*100
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Public - Institution	E-VOTING	47508	0	0	0	0	0	0
	POLL	0	0	0	0	0	0	0
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RESOLUTION NO 4 REQUIRED: <u>ORDINARY</u>								
Re-appointment of Mr Sunil Kumar Shrivastava (DIN - 00259961) as Managing Director of the Company								
Whether Promoters/Promoters Group are interested in the Agenda /Resolution – No								
Category	Mode of Voting	Nos of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)= (2)/(1)*100	Nos of Votes in favour (4)	Nos of Votes Against (5)	% of Votes in favour of votes polled (6)=(4)/(2)*100	% of Votes in against of votes polled (7)=(5)/(2)*100
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	POLL	0	0	0	0	0	0	0
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RESOLUTION NO 4 REQUIRED: SPECIAL								
Appointment of Ms Pamela Srivastava (DIN - 10719897) as Independent Director of the Company								
Whether Promoters/Promoters Group are interested in the Agenda /Resolution – No								
Category	Mode of Voting	Nos of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)= (2)/(1)*100	Nos of Votes in favour (4)	Nos of Votes Against (5)	% of Votes in favour of votes polled (6)=(4)/(2)*100	% of Votes in against of votes polled (7)=(5)/(2)*100
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	POLL	0	0	0	0	0	0	0
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	POLL	0	0	0	0	0	0	0
	sub- total	5659238	243780	4.31%	243649	131	99.95%	0.05%
TOTAL		14652686	8909746	60.81%	8909615	131	100.00%	0.00%





SARAL NAITHANI & ASSOCIATES

COMPANY SECRETARIES

139-D, Pocket- B, Dilshad Garden, Delhi-110095

Email: naithani.saral@gmail.com

Contact No.: +919990334113

FORM NO MGT-13

Consolidated Scrutinizer's Report

(Pursuant to Section 109 of the Companies Act 2013 and Rule 21(2) of the Companies (Management and Administration) Rules 2014 as amended and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India)

To,
The Chairman
Universal Office Automation Limited

Subject: Consolidated Scrutinizer's Report for remote e-voting and e-voting at the venue (through Video-Conferencing and/or OAVM) of 32nd Annual General Meeting (AGM) of the Equity Shareholders of UNIVERSAL OFFICE AUTOMATION LIMITED held on Wednesday, 28th day of August 2024.

Dear Sir,

I, Saral Naithani, Practicing Company Secretary and proprietor of Saral Naithani & Associates having office at 139-D Pocket-B Dilshad Garden, Delhi-110095, has been appointed as Scrutinizer of UNIVERSAL OFFICE AUTOMATION LIMITED ("The Company") for the purpose of the remote e-voting and e-voting conducted at the AGM on the below mentioned resolution(s) at the meeting of the equity shareholders held on 28th day of August 2024 at 3:30 P.M. through Video Conferencing and/or Other Audio Visual Means, in accordance with the provisions of Section 108 of the Companies Act, 2013, Recent MCA Circulars read with Rule 21(2) of Companies (Management and Administration) Rules, 2014, as amended and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India submit my report as under:

Management Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and Secretarial Standard relating to Remote e-voting and e-voting conducted at the AGM on the resolutions stated in the Notice calling 32nd AGM of the Company.



As informed by the Company, the notice dated 26-July- 2024 was sent through electronic mode to those members whose e-mail addresses were registered with the Company/Depositories/ Registrar and Share Transfer Agent (RTA), in compliance with the regulations prescribed by Ministry of Corporate Affairs. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the members of the Company.

Scrutinizer's Responsibility:

My responsibility as a Scrutinizer is to ensure that the voting process was conducted in a fair and transparent manner and to submit a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the electronic voting system provided by National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide facility to the members to cast their votes either by way of Remote e-voting and e-voting conducted at the AGM.

Further to above, I hereby submit my report as under:

The Remote e-voting period commenced at 9:00 AM on Sunday, 25th August 2024 and concluded at 5:00 PM on Tuesday, 27th August 2024. Cut - off date for the purpose of determining the shareholders entitled for e voting was 22.08.2024.

Post discussions on matters included in the Notice, the Company Secretary announced that the members present at the AGM and who have not casted their vote by Remote e-voting, can exercise their voting rights by remote e-voting conducted at the AGM.

The electronic system recording the e-voting conducted at the AGM was locked by the service provider i.e. NSDL at the time scheduled thereat.

The remote e-votes and AGM e-votes were reconciled with the records maintained with the NSDL and the Company on test check basis.

The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

After the closure of remote e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

The Consolidated results of the remote e-voting and e-voting conducted at the AGM, based on the reports generated by NSDL, are as under:



ITEM No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and of the Auditors thereon.

Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Vote Cast by them	% of total number of valid votes cast
Remote E-voting	132	8909479	100.00
E-voting at AGM held through VC/OAVM	5	136	100.00
Total	137	89,09,615	100.00

Voted Against the Resolution:

Mode of Voting	Number of Members voted	Number of Vote Cast by them	% of total number of valid votes cast
Remote E-voting	20	131	100.00
E-voting at AGM held through VC/OAVM	NIL	NIL	NIL
Total	20	131	100.00



Invalid Votes:

Mode of Voting	Number of Members Voted	Number of Vote Cast by them
Remote E-voting	NIL	NIL
E-voting at AGM held through VC/OAVM	NIL	NIL
Total	NIL	NIL

ITEM No. 2

To re-appoint Ms Rita Gupta (DIN - 00899240), who retires by rotation and being eligible, has offered for re - appointment as a Director liable to retire by rotation in terms of section 156 (2) of the Companies Act, 2013.

Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Vote Cast by them	% of total number of valid votes cast
Remote E-voting	132	8909479	100.00
E-voting at AGM held through VC/OAVM	5	136	100.00
Total	137	89,09,615	100.00



Voted Against the Resolution:

Mode of Voting	Number of Members voted	Number of Vote Cast by them	% of total number of valid votes cast
Remote E-voting	20	131	100.00
E-voting at AGM held through VC/OAVM	NIL	NIL	NIL
Total	20	131	100.00

Invalid Votes:

Mode of Voting	Number of Members Voted	Number of Vote Cast by them
Remote E-voting	NIL	NIL
E-voting at AGM held through VC/OAVM	NIL	NIL
Total	NIL	NIL

ITEM No. 3

Appointment of Statutory Auditors of the Company for a Term of Five Years

"RESOLVED that pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s V

Nagarajan & Co, Chartered Accountants, New Delhi, (FRN 004879N) be and are hereby appointed as Statutory Auditors of the Company to hold office for a term of five years commencing from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company to be held in the year 2029.



RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Vote Cast by them	% of total number of valid votes cast
Remote E-voting	132	8909479	100.00
E-voting at AGM held through VC/OAVM	5	136	100.00
Total	137	89,09,615	100.00

Voted Against the Resolution:

Mode of Voting	Number of Members voted	Number of Vote Cast by them	% of total number of valid votes cast
Remote E-voting	20	131	100.00
E-voting at AGM held through VC/OAVM	NIL	NIL	NIL
Total	20	131	100.00



Invalid Votes:

Mode of Voting	Number of Members Voted	Number of Vote Cast by them
Remote E-voting	NIL	NIL
E-voting at AGM held through VC/OAVM	NIL	NIL
Total	NIL	NIL

ITEM No. 4

Re-Appointment of Mr. Sunil Kumar Shrivastava as Managing Director

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] approval of the members be and is hereby accorded to re-appoint Mr Sunil Kumar Shrivastava (DIN 00259961) as Managing Director of the company for a further term of five years w.e.f. August 12, 2024 without remuneration.

RESOLVED FURTHER THAT Mr Sashi Sekhar Mishra, Director and Ms Naina Luthra, Company Secretary Director of the Company for the time being, be and are hereby severally authorised to do such acts / deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”



Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Vote Cast by them	% of total number of valid votes cast
Remote E-voting	132	8909479	100.00
E-voting at AGM held through VC/OAVM	5	136	100.00
Total	137	89,09,615	100.00

Voted Against the Resolution:

Mode of Voting	Number of Members voted	Number of Vote Cast by them	% of total number of valid votes cast
Remote E-voting	20	131	100.00
E-voting at AGM held through VC/OAVM	NIL	NIL	NIL
Total	20	131	100.00



Invalid Votes:

Mode of Voting	Number of Members Voted	Number of Vote Cast by them
Remote E-voting	NIL	NIL
E-voting at AGM held through VC/OAVM	NIL	NIL
Total	NIL	NIL

ITEM No. 5

Appointment of Ms Pamela Srivastava (Din - 10719897) as an Independent Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and Schedule IV of the Companies Act, 2013("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and any other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force); Ms Pamela Srivastava (DIN - 10719897), who has submitted a declaration that she meets the criteria of independence under section 149 (6) of the Act, is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority and who is eligible for appointment under the provisions of the Act and the rules made thereunder and SEBI LODR Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years on the Board of the Company i. e. from 28.08.2024 to 27.08.2029."



Invalid Votes:

Mode of Voting	Number of Members Voted	Number of Vote Cast by them
Remote E-voting	NIL	NIL
E-voting at AGM held through VC/OAVM	NIL	NIL
Total	NIL	NIL

Based on the foregoing, all the resolutions as stated in the Notice of the 32nd AGM of the Company were passed with the requisite majority on the date of the 32nd AGM i.e 28th August 2024. The electronic data and all other relevant records relating to the Voting through Electronic means and all other relevant records were sealed and handed over to the Company Secretary authorised by the board for safe keeping.

Thanking You
For Saral Naithani & Associates
Company Secretaries



CS Saral Naithani
Proprietor
M. No. A40789; CP No. 15226
UDIN: A040789F001079277

For Universal Office Automation Ltd.



Company Secretary

Date: 30-August-2024
Place: New Delhi