



**Flexituff Ventures International Limited**

C41-50, SEZ Sector-3

Pithampur – 454 775, Distt. Dhar (M.P.) India

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**CIN : L25202MP1993PLC034616****VOTING RESULTS AS REQUIRED UNDER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

<b>Date of the EGM</b>	<b>17<sup>th</sup> August, 2024</b>
<b>Total number of Shareholders</b>	<b>4509</b>
<b>No. of Shareholders present in the meeting either in person or proxy</b>	
Promoters and promoter group:	<b>0</b>
Public:	<b>0</b>
<b>No. of Shareholders attend the meeting through Video Conferencing:</b>	<b>28</b>
Promoters and promoter group:	<b>07</b>
Public:	<b>21</b>

**ITEM – 1: Issuance of Convertible Warrants of the Company to certain identified persons / entity on Preferential Basis**

Resolution required: (Ordinary/ Special)			Special					
Whether promoter /promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
<b>Promoter and promoter group</b>	<b>E- Voting</b>	1037521	6977857	67.2550	6977857	0	100.00	0
	<b>Poll</b>		-	-	-	-	-	-
	<b>Postal Ballot (if applicable)</b>		-	-	-	-	-	-
	<b>Total</b>	1037521	6977857	67.2550	6977857	0	100.00	0
<b>Public- Institutions</b>	<b>E- Voting</b>	-	0	-	-	-	-	-
	<b>Poll</b>		-	-	-	-	-	-
	<b>Postal Ballot (if applicable)</b>		-	-	-	-	-	-
	<b>Total</b>	-	-	-	-	-	-	-
<b>Public Non Institutions</b>	<b>E- Voting</b>	20328863	704	0.35	672	32	95.4545	5.5455
	<b>Poll</b>		-	-	-	-	-	-
	<b>Postal Ballot (if applicable)</b>		-	-	-	-	-	-
	<b>Total</b>	20328863	704	0.35	672	32	95.4545	5.5455
<b>Total</b>		<b>30704082</b>	<b>6978561</b>	<b>0</b>	<b>6978529</b>	<b>32</b>	<b>99.9995</b>	<b>0.0005</b>

**SCRUTINIZER'S REPORT**

(Consolidated report on remote e-voting and voting through electronic means)  
[Pursuant to Section 108 of the Companies Act, 2013 read with  
Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting  
through electronic system provided in terms of circulars issued by  
Ministry of Corporate Affairs]

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To,  
The Chairperson  
M/s. Flexituff Ventures International Limited  
CIN: L25202MP1993PLC034616  
C41-50, Sec No III SEZ Industrial Area,  
Pithampur, Dist. Dhar (M.P.) -454775

**Sub:** Consolidated Report of Scrutinizer on passing of resolutions through remote e-voting and voting through electronic system conducted at the Extra Ordinary General Meeting of the members of Flexituff Ventures International Limited (The Company) held on 17<sup>th</sup> August, 2024.

Dear Sir,

I, **Ritesh Gupta**, Practicing Company Secretary and proprietor of **Ritesh Gupta & Co., Company Secretaries**, Indore have been appointed as Scrutinizer on 18<sup>th</sup> July, 2024 pursuant to the authority granted by the Board of Directors of **Flexituff Ventures International Limited** for the purpose of scrutinizing the remote e-voting process in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and also scrutinizing voting through electronic system during EGM in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 14 December 2021, 05 May 2022 and 28 December 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020, circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January 2021, circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on 13 May 2022, and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5 January 2023 (collectively "SEBI Circulars"), at the Extra Ordinary General Meeting of the Company held on Saturday, 17<sup>th</sup> August, 2024 at 02:00 P.M. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and I submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, and rules relating to voting through remote e-voting and voting through electronic means at the General Meeting for the resolutions proposed in the notice of the Extra Ordinary General Meeting of the members of the Company. My responsibility as Scrutinizer to scrutinize the remote e-voting process and voting through electronic means at the Extra Ordinary General Meeting in a fair and transparent manner and also responsible to make a consolidated Scrutinizer's Report of the total votes cast "in favour" or "against" on the resolutions stated below.
2. In accordance with the Notice of the Extra Ordinary General Meeting sent to the shareholders and the 'advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 the remote e-voting opened at 09:00 A.M. (IST) on Wednesday, 14<sup>th</sup> August, 2024 and remained opened up to 5:00 P.M. (IST) on Friday, 16<sup>th</sup> August, 2024.
3. The members who were on record of the Company as on the "Cut-off" date i.e.; Friday, 10<sup>th</sup> August 2024 were entitled to vote on the resolutions as set out in the notice of the Extra Ordinary General Meeting of Company.
4. At the end of the voting period on Friday, 16<sup>th</sup> August, 2024 at 5:00 P.M., the voting portal was disabled by the Central Depository Services (India) Limited (CDSL).
5. At the Extra Ordinary General Meeting, the facility for voting through e-voting system is available for all those members, who has attended the meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so.
6. The votes cast through remote e-voting and voting through e-voting system at the Extra Ordinary General Meeting were unblocked on 17<sup>th</sup> August, 2024 at 03:03 P.M. after the conclusion of the Extra Ordinary General Meeting in the presence of two witnesses, Aman Patel and Yogita Deokar, who are not in the employment of the Company.

Based on the data downloaded from the official website of the Central Depository Services (India) Limited (CDSL), the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic means at the Extra Ordinary General Meeting, the Consolidated Report on the results of voting on each resolution are given hereunder.

The brief analysis of the results of remote e-voting and voting through electronic means are as under:

**"VOTING RESULTS"**

Agenda Item of Notice	Type of Votes	Votes in Favour of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<b>Item No. 1</b> <b>Special Resolution</b>							
Issuance of Convertible Warrants of the Company to certain identified persons / entity on Preferential Basis	Remote E-voting	69,78,529	100	32	0.00	0	0.00
	E-voting at the EGM	0	0	0	0	0	0
	Total	69,78,529	100	32	0.00	0	0.00

All the Resolutions under remote E-voting and E-voting at EGM shall be deemed to have been passed with the Special Resolution.

I hereby confirm that I am maintaining the registers received from the Service Provider in respect of votes cast through remote e-voting and voting through electronic means by the members of the company. I shall be providing these records to you or such other person as authorized by you.

Thanking You.

Issued at Indore dated 17<sup>th</sup> day of August, 2024

For Ritesh Gupta & Co.,  
Company Secretaries  
Ritesh  
Gupta  
Ritesh Gupta  
Proprietor  
FCS: 5200 | CP: 3764  
PR Certificate No.: 750/2020  
UDIN: F005200F000994661

Digital signed by Ritesh Gupta  
DN: cn=Ritesh Gupta, o=Ritesh Gupta & Co., ou=Company Secretaries, email=csriteshgupta@gmail.com, c=IN  
c=IN, o=Ritesh Gupta & Co., ou=Company Secretaries, email=csriteshgupta@gmail.com, c=IN  
Reason: I am the author of this document  
Date: 2024.08.17 10:28:46+05:30  
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For Flexituff Ventures International Limited

Chairperson/ Company Secretary