

1st October, 2024

To, The Listing Manager BSE Limited Floor 25, P.J. Towers, Dalal Street, Mumbai-400 001	To, The Manager - Corporate Compliance National Stock Exchange of India Limited Exchange Plaza, BandraKurla Complex, Bandra (East), Mumbai- 400 051
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REF: Flexituff Ventures International Limited (ISIN – INE060J01017), BSE Code- 533638, NSE Scrip- FLEXITUFF

Sub: Voting Results and Scrutinizer Report

Dear Sir/Madam,

We are enclosing herewith following in relation to the 31st Annual General Meeting of the Company which was held on Monday, 30th September, 2024 at 04:00 PM IST through Video Conferencing and Other Audio Visual means (“VC/OAVM”).

1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.
2. Report of Scrutinizer dated 30th September, 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20, 21 and any other applicable provisions of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

The mode of voting at this AGM was remote e-voting and e-voting during AGM.

This is for your information and record.

Thanking you,

For Flexituff Ventures International Limited

**RISHABH
KUMAR JAIN**

**Rishabh Kumar Jain
Company Secretary
(Membership No- F7271)**

Encl: - as above.

Digitally signed by RISHABH KUMAR JAIN
DN: cn=RISHABH KUMAR JAIN, o=INVESTIA PRIVATE LIMITED-G1
SPLICE ENCLAVENDOREKANADA ROAD MANNENAR ASHISH KIRANA
430714, st=KARNATAKA, email=RISHABH.KUMAR.JAIN@INVESTIA.COM
serialNumber=3703a6a595a05a151a07b0c2442286f71a1948120c13
utf8Certificate2.3.4.20=34a27403b351a10b09922a45a0881c0a011a0b094a0d0
2.5.4.20=34a27403b351a10b09922a45a0881c0a011a0b094a0d0
cn=RISHABH KUMAR JAIN
o=INVESTIA PRIVATE LIMITED-G1

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]

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 31st Annual General Meeting of the members of Flexituff Ventures International Limited (The Company) held on 30th September, 2024.

Dear Sir,

I, **Ritesh Gupta**, Practicing Company Secretary and proprietor of **Ritesh Gupta & Co., Company Secretaries**, Indore have been appointed as Scrutinizer on 14th August, 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 AGM 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 31st Annual General Meeting of the Company held on Monday, 30th September, 2024 at 04:00 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 Annual General Meeting for the resolutions proposed in the notice of the 31st Annual 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 Annual 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 31st Annual 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 10:00 A.M. (IST) on Friday, 27th September, 2024 and remained opened up to 5:00 P.M. (IST) on Sunday, 29th September, 2024.
3. The members who were on record of the Company as on the "Cut-off" date i.e.; Friday, 23rd September 2024 were entitled to vote on the resolutions as set out in the notice of the 31st Annual General Meeting of Company.
4. At the end of the voting period on Sunday, 29th September, 2024 at 5:00 P.M., the voting portal was disabled by the Central Depository Services (India) Limited (CDSL).
5. At the 31st Annual General Meeting, the facility for voting through e-voting system is available for all those members, who are present in this 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 Annual General Meeting were unblocked on 30th September, 2024 at 04:54 P.M. after the conclusion of the Annual General Meeting in the presence of two witnesses, Ms. Anjul Mahobiya and Ms. Aman Patel, 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 31st Annual 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	(%)
Item No. 1 Ordinary Resolution							
To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2024 together with the reports of the Board of Directors and Auditors thereon	Remote E-voting	5292068	100	56	0	0	0
	E-voting at the AGM	0	0	0	0	0	0
	Total	5292068	100	56	0	0	0
Item No. 2 Ordinary Resolution:							
To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2024 together with the report of Auditors thereon	Remote E-voting	5292079	100	45	0	0	0
	E-voting at the AGM	0	0	0	0	0	0
	Total	5292079	100	45	0	0	0

<p><u>Item No. 3</u> Ordinary Resolution:</p> <p>To appoint a director in place Mr. Saurabh Kalani (DIN:00699382), Executive Director, who retires by rotation and being eligible, has offered herself for re-appointment</p>	<p>Remote E-voting</p> <p>E-voting at the AGM</p> <p>Total</p>	<p>5292079</p> <p>0</p> <p>5292079</p>	<p>100</p> <p>0</p> <p>100</p>	<p>45</p> <p>0</p> <p>45</p>	<p>0</p> <p>0</p> <p>0</p>	<p>0</p> <p>0</p> <p>0</p>	<p>0</p> <p>0</p> <p>0</p>
<p><u>Item No. 4</u> Ordinary Resolution:</p> <p>Appointment of Mr. Kaushal Kishore Vijayvergiya (DIN: 01941958) as a director and as an Independent Director of the Company.</p>	<p>Remote E-voting</p> <p>E-voting at the AGM</p> <p>Total</p>	<p>5292068</p> <p>0</p> <p>5292068</p>	<p>100</p> <p>0</p> <p>100</p>	<p>56</p> <p>0</p> <p>56</p>	<p>0</p> <p>0</p> <p>0</p>	<p>0</p> <p>0</p> <p>0</p>	<p>0</p> <p>0</p> <p>0</p>
<p><u>Item No. 5</u> Special Resolution:</p> <p>Re-appointment of Mr. Rahul Chouhan as a Whole time Director for further period of 3 years.</p>	<p>Remote E-voting</p> <p>E-voting at the AGM</p> <p>Total</p>	<p>5292068</p> <p>0</p> <p>5292068</p>	<p>100</p> <p>0</p> <p>100</p>	<p>56</p> <p>0</p> <p>56</p>	<p>0</p> <p>0</p> <p>0</p>	<p>0</p> <p>0</p> <p>0</p>	<p>0</p> <p>0</p> <p>0</p>

Item No. 6 Special Resolution:							
Shifting of Registered office of the Company.	Remote E-voting	5292068	100	56	0	0	0
	E-voting at the AGM	0	0	0	0	0	0
	Total	5292068	100	56	0	0	0

All the Resolutions under remote E-voting and E-voting at AGM shall be deemed to have been passed with the requisite majority.

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 30th day of September, 2024

For Ritesh Gupta & Co.,
Company Secretaries

Ritesh
Gupta

Digitally signed
by Ritesh Gupta
Date: 2024.09.30
20:28:23 +05'30'

Ritesh Gupta

Proprietor

FCS: 5200 | CP: 3764

PR Certificate No.: 750/2020

UDIN: F005200F001390012

For Flexituff Ventures International Limited

RISHABH
KUMAR JAIN

Chairperson/ Company Secretary

Digitally signed by RISHABH KUMAR JAIN
DN: cn=R, postalCode=452016, st=MADHYA PRADESH, street=C1 SHLOKE ENCLAVE INDOREKANADA ROAD MAINNEAR AGSHISH KIRANA-452016, l=INDORE, o=Personal, title=RS01,
serialNumber=390683c5f95a40610c1ad96dc24432886f71a1948d30c3d47
e2034c8293a17, pseudonym=850120230103130455836,
2.5.4.20=4a2d716f3b3f31a1f8f9f920a36f885c9d4116d8f9f4ca2b90
348d7b44e, email=SANDHELYARISHABH@GMAIL.COM, cn=RISHABH
KUMAR JAIN
Date: 2024.10.01 10:31:25 +05'30'

**Flexituff Ventures International Limited**

C41-50, SEZ Sector-3

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

Phone: 91-7292420200, 401681-82-83

Fax : 91-7292-401684

Email: mail@flexituff.com url: www.flexituff.com

CIN : L25202MP1993PLC034616

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

Date of the AGM	30th September, 2024
Total number of Shareholders	4644
No. of Shareholders present in the meeting either in person or proxy	
Promoters and promoter group:	0
Public:	0
No. of Shareholders attend the meeting through Video Conferencing:	
Promoters and promoter group:	4
Public:	17

**RISHABH
KUMAR JAIN**

Digitally signed by RISHABH KUMAR JAIN
DN: c=IN, postalCode=452016, st=MADHYA PRADESH,
street=G1 SHLOKE ENCLAVE INDORE KANADIA ROAD
MAIN NEAR ASHISH KIRANA 452016, I=INDORE, o=Personal,
title=8501,
serialNumber=3f068a5e595ae0fa10c1ad9cd24432886f71a19
48d30c3dd7e2034c82e93a12,
pseudonym=850120230102130455836,
2.5.4.20=34a2b7d63b3f3a11bf99f920e436ef8865a9d416ee8d9
a4aed9d90348b47b44e,
email=SANDHELIYA.RISHABH@GMAIL.COM, cn=RISHABH
KUMAR JAIN
Date: 2024.10.01 16:27:29 +05'30'

ITEM – 1: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
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
Promoter and promoter group	E- Voting	10375219	3128683	30.1553	3128683	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		10375219	3128683	30.1553	3128683	-	100
Public- Institutions	E- Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E- Voting	20328863	2163441	10.6422	2163385	56	99.9974	0.0026
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		20328863	2163441	10.6422	2163385	56	99.9974
Total		30704082	5292124	17.2359	5292068	56	99.9989	0.0011

ITEM – 2: To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 together with the report of Auditors thereon

Resolution required: (Ordinary/ Special)			Ordinary					
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
Promoter and promoter group	E- Voting	10375219	3128683	30.1553	3128683	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		3128683	30.1553	3128683	-	100	-
Public- Institutions	E- Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E- Voting	20328863	2163441	10.6422	2163396	45	99.9979	0.0021
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2163441	10.6422	2163396	45	99.9979	0.0021
Total		30704082	5292124	17.2359	5292079	45	99.9991	0.0009

ITEM – 3: To appoint a director in place of Mr. Saurabh Kalani (DIN:00699380) Executive Director, who retires by rotation and being eligible, has offered himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary					
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
Promoter and promoter group	E- Voting	10375219	3128683	30.1553	3128683	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		10375219	3128683	30.1553	3128683	-	100
Public- Institutions	E- Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E- Voting	20328863	2163441	10.6422	2163396	45	99.9979	0.0021
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		20328863	2163441	10.6422	2163396	45	99.9979
Total		30704082	5292124	17.2359	5292079	45	99.9991	0.0009

ITEM – 4- Appointment of Mr. Kaushal Kishore Vijayvergiya (DIN:01941958) as a Director and as Independent Director of the Company.

Resolution required: (Ordinary/ Special)			Ordinary					
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
Promoter and promoter group	E- Voting	10375219	3128683	30.1553	3128683	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		10375219	3128683	30.1553	3128683	-	100
Public- Institutions	E- Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E- Voting	20328863	2163441	10.6422	2163385	56	99.9974	0.0026
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		20328863	2163441	10.6422	2163385	56	99.9974
Total		30704082	5292124	17.2359	5292068	56	99.9989	0.0011

ITEM – 5: Re-appointment of Mr. Rahul Chouhan (DIN:03307553) as a Whole time Director for further period of 3 years.

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
Promoter and promoter group	E- Voting	10375219	3128683	30.1553	3128683	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		10375219	3128683	30.1553	3128683	-	100
Public- Institutions	E- Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E- Voting	20328863	2163441	10.6422	2163385	56	99.9974	0.0026
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		20328863	2163441	10.6422	2163385	56	99.9974
Total		30704082	5292124	17.2359	5292068	56	99.9989	0.0011

ITEM – 6: Shifting of Registered office of the Company.

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
Promoter and promoter group	E- Voting	10375219	3128683	30.1553	3128683	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		10375219	3128683	30.1553	3128683	-	100
Public- Institutions	E- Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E- Voting	20328863	2163441	10.6422	2163385	56	99.9974	0.0026
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		20328863	2163441	10.6422	2163385	56	99.9974
Total		30704082	5292124	17.2359	5292068	56	99.9989	0.0011