

# HEADS UP VENTURES LIMITED

CIN: L52390MH2011PLC213349

Registered Office: Plot No. E-132, MIDC, Tarapur Industrial Area, Boisar, Dist : Palghar - 401506

16<sup>th</sup> September, 2024

**To,**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C-1,  
G Block, Bandra Kurla Complex,  
Bandra (E), Mumbai 400 051

Dear Sir/Madam,

**Sub: Voting results, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), of the 13<sup>th</sup> Annual General Meeting ('AGM' / 'Meeting') of the Company held on Thursday, 12<sup>th</sup> September, 2024, at 2:30 p.m. IST through Video Conference ('VC')/ Other Audio Visual Means ('OAVM')**

**Ref: BSE Scrip Code - 540210 & NSE Symbol - HEADSUP**

Pursuant to Regulation 44 of the Listing Regulations, 2015 and in compliance with provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, the Company had provided remote electronic voting facility (e-voting) to the Members. The e-voting process was carried out by the Company between Monday, 9<sup>th</sup> September, 2024 (from 9:00 a.m. IST) and Wednesday, 11<sup>th</sup> September, 2024 (5:00 p.m. IST), with a cut-off date for determining the entitlement of shareholders to cast their vote, being Thursday, 5<sup>th</sup> September, 2024. The Company had also provided the facility to vote on resolutions through electronic voting system at the Meeting (Insta Poll) to the Members who participated in the Meeting and had not cast their votes through remote e-voting.

Mr. CS Umesh Kumar, Practicing Company Secretary, was appointed as Scrutinizer for the entire voting process. The scrutinizer has submitted the consolidated report on the entire voting of the AGM.

The consolidated voting results in terms of Regulation 44 of Listing Regulations, 2015 as Annexure I and the report of scrutinizer dated 12<sup>th</sup> September, 2024 as Annexure II are enclosed herewith.

Based on the consolidated report of the scrutinizer, all the resolutions as set out in the notice of the AGM of the Company have been duly approved by the Members with requisite majority.

Kindly take the above on your records and oblige.

Yours faithfully,  
for **HEADS UP VENTURES LIMITED**

**HANSRAJ RATHOR** Digitally signed by HANSRAJ RATHOR  
Date: 2024.09.16 13:04:16 +05'30'

**HANSRAJ RATHOR**  
**Managing Director**  
**DIN 07567833**

**Encl.:** As above.

Office: No.004 (Part), B-13, Apurva Shanti Nagar CHS Ltd. Sector-7, Shanti Nagar, Mira Road (East),  
District Thane 401 107.

Tel: 91-22-24117743 Email: info@huvl.in Website: www.huvl.in

# HEADS UP VENTURES LIMITED

CIN: L52390MH2011PLC213349

Registered Office: Plot No. E-132, MIDC, Tarapur Industrial Area, Boisar, Dist : Palghar - 401506

## Annexure I

### VOTING RESULTS OF THE 13<sup>TH</sup> AGM (Pursuant to Regulation 44 of Listing Regulations, 2015)

Date of AGM/EGM:	12 <sup>th</sup> September, 2024
Total number of Shareholders on record date (cut-off date for reckoning the voting rights of the shareholders) i.e. close of the business hours on Friday, 22 <sup>nd</sup> September, 2023:	20,423
<b>No. of shareholders present in the Meeting either in person or through proxy:</b>	Not applicable (N.A.)
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	43
<b>Promoters and Promoter Group:</b>	5
<b>Public:</b>	38

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**RATHOR** HANSRAJ RATHOR  
Date: 2024.09.16  
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**UMESH KUMAR & ASSOCIATES**  
**COMPANY SECRETARIES**

A Peer Review Firm

Office No. 301, 3rd Floor, Sagar Plaza-II, Plot No. 27,  
Behind M2K Cinema, DDA Commercial Complex,  
Road No. 44, Pitampura, New Delhi - 110034  
Phone : 011-44710506, +91-9990137410, +91-9999550383  
E-mail: csumesh07@gmail.com | Web. : www.ukassociatesindia.in

**GST IN : 07APOP1480P1Z7**

To

**The Chairman,**  
of 13<sup>th</sup> Annual General Meeting ("AGM") of the Equity Shareholders of **Heads UP Ventures Limited** held on Thursday, 12<sup>th</sup> September, 2024 at 2:30 p.m. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM')

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rules framed thereunder and e-Voting at the 13<sup>th</sup> Annual General Meeting ("AGM") of Heads UP Ventures Limited ("Company")**

1. I, Umesh Kumar, Practicing Company Secretary, had been appointed by the Board of Directors of **Heads UP Ventures Limited** ("the 'Company'") for the purpose of scrutinizing the:
  - i. Remote e-Voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended; and
  - ii. e-Voting at the 13<sup>th</sup> AGM by the equity shareholders

in respect of the resolutions contained in the notice of 13<sup>th</sup> AGM of the Equity Shareholders ("AGM Notice") of the Company held on Thursday, 12<sup>th</sup> September, 2024 at 2.30 p.m. through VC / OAVM.

2. The AGM notice, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated May 5, 2020 read with MCA Circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023.
3. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and rules framed thereunder; (ii) MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to e-Voting on the resolutions contained in the AGM Notice. The Management of the Company is responsible for ensuring a secured framework and robustness of the e-Voting systems.
4. My responsibility as a Scrutinizer for the e-Voting process (i.e. remote e-Voting and e-Voting at AGM) is restricted to ensure that the e-Voting process are conducted in a



**Our Banker : HDFC Bank Limited, 10/30, East Patel Nagar, New Delhi - 110 008**

**HDFC Current Account No. 1365200000973 Name : Umesh Kumar & Associates IFSC Code : HDFC0001365**

**SWIFT CODE : HDFCINBBDEL**



fair and transparent manner and presenting Consolidated Scrutinizer's report on the total votes cast "in favour" or "against" the resolutions contained in the AGM Notice, based on the reports generated from the e-Voting system provided by Link Intime India Private Limited, ("Link Intime") the Agency engaged by the Company to provide e-Voting and documents furnished to me electronically by the Company and/or Agency for my verification.

#### Cut-Off

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the AGM Notice, i.e Thursday, 05 September, 2024 were entitled to vote on the resolutions (Item nos. 1 to 5 as set out in the AGM Notice) and their voting rights were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

#### 6. Remote e-Voting and e-Voting process at the AGM:

- (i) The remote e-Voting period remained open from Tuesday, 09<sup>th</sup> September, 2024 at 9:00 A.M. IST and ended on Thursday, 11<sup>th</sup> September, 2024 at 5:00 P.M. 1ST.
- (ii) The Company had also provided e-Voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.
- (iii) After the closure of e-Voting at the AGM on Thursday, 12<sup>th</sup> September, 2024, the report on e-Voting done at the meeting and the votes cast under remote e-Voting facility were unblocked and were counted.
- (iv) Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of Link In time, i.e., [instavote.linkintime.co.in](http://instavote.linkintime.co.in). Based on the report generated by Link In time, data regarding the remote e-Voting and e-Voting at the meeting was scrutinized and reviewed.

7. Now I submit herewith my Consolidated Scrutinizer's Report on the results of remote e-Voting and e-Voting at the AGM in respect of the said resolutions as under:

#### Item No. 1: Adoption of Audited Financial Statement of the Company for the financial year ended 31st March, 2024 and Reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-Voting		e-Voting at AGM		Total		Percentage of valid
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	3028114	30	238262	63	3266376	99.99%
Dissent	7	128	-	-	7	128	0.01%
Total	40	3028242	30	238262	70	3266504	100%

Invalid Votes / Abstained from voting	Remote e-Voting		E-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-



Item No. 2: To appoint Mr. Hansraj Rathor (DIN: 07567833) who is subject to retire by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for reappointment.

Particulars	Remote e-Voting		e-Voting at AGM		Total		Percent age of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	32	3027954	30	238262	62	3266216	99.99%
Dissent	8	288	-	-	8	288	0.01%
<b>Total</b>	<b>40</b>	<b>3028242</b>	<b>30</b>	<b>238262</b>	<b>70</b>	<b>3266504</b>	<b>100%</b>

Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-

Item No. 3: Appointment of Statutory Auditors

Particulars	Remote e-Voting		e-Voting at AGM		Total		Percentage of valid
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	3028114	30	238262	63	3266376	99.99%
Dissent	7	128	-	-	7	128	0.01%
<b>Total</b>	<b>40</b>	<b>3028242</b>	<b>30</b>	<b>238262</b>	<b>70</b>	<b>3266504</b>	<b>100%</b>

Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-

Item No. 4: Appointment of Mr. Ronak Pankajbhai Sheth, DIN: 08237390, as non-executive and non-independent Director of the Company, liable to retire by rotation, for a period of 5 (five) consecutive years.

Particulars	Remote e-Voting		e-Voting at AGM		Total		Percentage of valid
	Number	Votes	Number	Votes	Number	Votes	
Assent	32	3027954	30	238262	62	3266216	99.99%
Dissent	8	288	-	-	8	288	0.01%
<b>Total</b>	<b>40</b>	<b>3028242</b>	<b>30</b>	<b>238262</b>	<b>70</b>	<b>3266504</b>	<b>100%</b>

Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-





**Item No. 5: Appointment of Mr. Bharkat Kumar M. Mundra, DIN: 02281916, as non-executive Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) consecutive years**

Particulars	Remote e-Voting		e-Voting at AGM		Total		Percent age of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	32	3027954	30	238262	62	3266216	99.99%
<b>Dissent</b>	8	288	-	-	8	288	0.01%
<b>Total</b>	40	3028242	30	238262	70	3266504	100%

Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-

8. The relevant records relating to remote e-Voting and e-Voting at AGM shall remain in my safe custody until the Chairman of the AGM, consider, approve and signs the minutes of the 13<sup>th</sup> AGM and the same shall thereafter be handed over to the Chairman or any other person authorized by him for safe keeping.
9. This report has been issued at the request of the Company for (i) submission to Stock Exchange and (ii) to be placed on website of the Company. This Report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

For Umesh Kumar & Associates  
**Practicing Company Secretary**

Umesh Kumar  
M.No 21567  
C.P No 8361



**UDIN: A021567F001208335**  
**Peer Review Certificate No.: 1895/2022**  
**Place: New Delhi**  
**Date: 12th September, 2024**

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March 2024 and the Reports of the Directors and				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2994245	2311475	77.1973	2311475	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2994245	2311475	77.1973	2311475	0	100.0000
Public- Institutions	E-Voting	142663	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		142663	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	18945701	716767	3.7833	716479	288	99.9598	0.0402
	Poll		238262	1.2576	238262	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		18945701	955029	5.0409	954741	288	99.9698
<b>Total</b>		22082609	3266504	14.7922	3266216	288	99.9912	0.0088
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Hansraj Rathor (DIN: 07567833) who is subject to retire by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for reappointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2994245	2311475	77.1973	2311475	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2994245	2311475	77.1973	2311475	0	100.0000
Public- Institutions	E-Voting	142663	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		142663	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	18945701	716767	3.7833	716639	128	99.9821	0.0179
	Poll		238262	1.2576	238262	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		18945701	955029	5.0409	954901	128	99.9866
<b>Total</b>		22082609	3266504	14.7922	3266376	128	99.9961	0.0039
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Appointment of Statutory Auditors

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2994245	2311475	77.1973	2311475	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2994245	2311475	77.1973	2311475	0	100.0000
Public- Institutions	E-Voting	142663	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		142663	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	18945701	716767	3.7833	716639	128	99.9821	0.0179
	Poll		238262	1.2576	238262	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		18945701	955029	5.0409	954901	128	99.9866
<b>Total</b>		22082609	3266504	14.7922	3266376	128	99.9961	0.0039
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

**Details of Invalid Votes****HANSRAJ  
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Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Konak Pankajbhai Snetn, DIN: 08237390, as non-executive and non-independent Director of the Company, liable to retire by rotation, for a period of 5 (five) consecutive years.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2994245	2311475	77.1973	2311475	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2994245	2311475	77.1973	2311475	0	100.0000
Public- Institutions	E-Voting	142663	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		142663	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	18945701	716767	3.7833	716479	288	99.9598	0.0402
	Poll		238262	1.2576	238262	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		18945701	955029	5.0409	954741	288	99.9698
<b>Total</b>		22082609	3266504	14.7922	3266216	288	99.9912	0.0088
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Bharatkumar M. Mundra, DIN: 02281916, as non-executive Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) consecutive years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2994245	2311475	77.1973	2311475	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2994245	2311475	77.1973	2311475	0	100.0000
Public- Institutions	E-Voting	142663	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		142663	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	18945701	716767	3.7833	716479	288	99.9598	0.0402
	Poll		238262	1.2576	238262	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		18945701	955029	5.0409	954741	288	99.9698
<b>Total</b>		22082609	3266504	14.7922	3266216	288	99.9912	0.0088
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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