

14th January, 2025

| | |
|--|---|
| 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, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051 |
|--|---|

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 Extra-ordinary General Meeting (EGM) of the Company which was held on Monday, 13th January, 2025 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 14th January, 2025 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 EGM was remote e-voting and e-voting during EGM.

This is for your information and record.

Thanking you,
For **Flexituff Ventures International Limited**

Rishabh**Kumar Jain**

Digitally signed by Rishabh Kumar Jain
DN: c=IN, o=Personal, title=8501,
pseudoym=e47e5e2y2ydvhgjall8so1ko0fm6p3c,
2.5.4.0=4a207a63215a12b09920a4e0805d4516,
e6d9faed9290348b47b4e, postalCode=452016,
st=Madhya Pradesh,
serialNumber=3006s5595ae0fa10cta09dc24432886f
71a1948d30c3dd762034c8293a12, cn=Rishabh Kumar
Jain
Date: 2025.01.14 17:46:58 +05'30'

Rishabh Kumar Jain
Company Secretary
(Membership No- F7271)

Encl: - as above.

**Flexituff Ventures International Limited**

6th Floor Treasure Island 11 South Tukoganj, MG road,
Indore, Madhya Pradesh, India, 452001 (M.P.)

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 EGM | 13th January, 2025 |
| Total number of Shareholders | 4973 |
| 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: | 22 |
| Promoters and promoter group: | 07 |
| Public: | 15 |

**Rishabh
Kumar Jain**

Digitally signed by Rishabh Kumar Jain
DN: c=IN, o=Personal, title=8501,
pseudonym=247e5vq2ydlmhqjal8rso1kx0fmt6p3c,
2.5.4.20--34a2b7d63b3f3a1bfb9ff920e436ef8865a9d416e68d9
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Pradesh,
serialNumber=3f068a5e595ae0fa10c1ad9cdc24432886f71a19
48d30c3dd7e2034c82e93a12, cn=Rishabh Kumar Jain
Date: 2025.01.14 17:54:01 +05'30'

ITEM – 1: Disinvestment upto 315205 equity shares in Subsidiary Company under the Section 180(1)(A) of the Companies Act , 2013:

| 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 | 10581603 | 3234748 | 30.5695 | 3234748 | 0 | 100.00 | 0 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | - | - | - | - | - | - | |
| | Total | 10581603 | 3234748 | 30.5695 | 3234748 | 0 | 100.00 | 0 |
| Public-Institutions | E- Voting | - | 0 | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |

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CIN : L25202MP1993PLC034616

| | Total | - | - | - | - | - | - | - |
|--------------------------------|--------------------------------------|-----------------|----------------|----------------|----------------|-----------|---------|---------------|
| Public Non Institutions | E- Voting | 22241203 | 3743135 | 16.8297 | 3743101 | 34 | 99.9991 | 0.0009 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | 22241203 | 3743135 | 16.8297 | 3743101 | 34 | 99.9995 | 0.0005 |
| Total | | 32822806 | 6977883 | 21.2593 | 6977849 | 34 | 99.9995 | 0.0005 |

Rishabh
Kumar Jain

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DN: c=IN, o=Personal, title=8501,
pseudonym=z47e5vq2ydingjal8rso1kx0fmt6p3c,
2.5.4.20=34a2b7d63b3f3a1bfb9ff920e436ef8865a9d416
e68d9a4aed9d90348b47b44e, postalCode=452016,
st=Madhya Pradesh,
serialNumber=3f068a5e595ae0fa10c1ad9cdc24432886f
71a1948d30c3dd7e2034c82e93a12, cn=Rishabh Kumar
Jain
Date: 2025.01.14 17:54:22 +05'30'

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 Extra Ordinary General Meeting of the members of Flexituff Ventures International Limited (The Company) held on 13th January, 2025.

Dear Sir,

I, **Ritesh Gupta**, Practicing Company Secretary and proprietor of **Ritesh Gupta & Co., Company Secretaries**, Indore have been appointed as Scrutinizer on 18th December, 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 Monday, 13th January, 2025 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 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 10:00 A.M. (IST) on Friday, 10th January, 2025 and remained opened up to 05:00 P.M. (IST) on Sunday, 12th January, 2025.
3. The members who were on record of the Company as on the "Cut-off" date i.e.; Monday, 06th January, 2025 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 Sunday, 12th January, 2025 at 05:00 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 13th January, 2025 at 05:39 P.M. after the conclusion of the Extra Ordinary General Meeting in the presence of two witnesses, Sejal Kankane and 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 Extra Ordinary General Meeting, the Consolidated Report on the results of voting on each resolution are given hereunder.

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

"VOTING RESULT"

| 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 Special Resolution | | | | | | | |
| Disinvestment in Subsidiary Company under section 180(1)(a) of the Companies Act, 2013. | Remote E-voting | 69,78,021 | 100 | 34 | 0.00 | 0 | 0.00 |
| | E-voting at the EGM | 24 | 100 | 0 | 0 | 0 | 0 |
| | Total | 69,78,045 | 100 | 34 | 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 14th day of January, 2025

For Ritesh Gupta & Co.,
Company Secretaries

RITESH
GUPTA

Digitally signed by
RITESH GUPTA
Date: 2025.01.14
16:22:11 +05'30'

Ritesh Gupta

Proprietor

FCS: 5200 | CP: 3764

PR Certificate No.: 750/2020

UDIN: F005200F003677033

For Flexituff Ventures International Limited

Rishabh Kumar Jain

Digitally signed by Rishabh Kumar Jain
DN: c=IN, o=Personal, ou=RS01,
postalCode=473001, email=RishabhKumarJain@flexituff.com,
2.5.4.20=3422b7963b37a1b709f020e336f8865d6416e6839a4ad9990348b47
b64e, postalCode=473016, cn=Rishabh Kumar Jain,
serialNumber=3F64a5d955a0fa10c1a09c0c244288671a194803c36742034
02079a12, cn=Rishabh Kumar Jain
Date: 2025.01.14 17:49:49 +05'30'

Chairperson/ Company Secretary