

Registered Office : 1st floor, Vadodara-
Hyper, Dr. Vikram Sarabhai Marg,
vadodara, Gujarat. INDIA 390 007
Contact no: + 91 - 7433973999
E-mail : utlindustries@gmail.com
Website : utlindustries.com



CIN : L27100GJ1989PLC012843

23rd September, 2023

To,
The General Manager,
Corporate Relation Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai- 400001
Script Code: 500426

Sub. :- Submission of Scrutinizers' Report on 34th Annual General Meeting of UTL industries Limited held on Friday, 22nd September 2023 at 04:00 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir/Madam,

Pursuant to the Regulation 44 of the Listing Regulations, we submit here with the Voting Results/ Scrutinizer's Report of 34th Annual General Meeting of UTL industries Limited held on Friday, 22nd September 2023 at 04:00 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Please acknowledge and take the same on your record.

Thanking you,

Yours faithfully,

For, UTL Industries Limited

Manshi
Nileshkumar
Gandhi

Manshi Gandhi
Company Secretary & Compliance Officer
Email id: utlindustries@gmail.com

MD Khan & Associates
Company Secretaries

SB-8, Paradise Complex,
Opp. M.S. University,
Sayajigunj,
Vadodara-390005
(M)-09898560494
Email: csmdkhan@yahoo.com

Combined Report of Scrutinizer

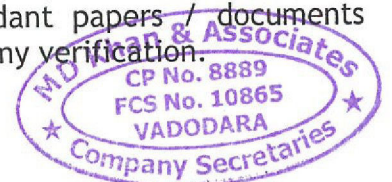
[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman of 34th Annual General Meeting
UTL Industries Limited
1st Floor, Vadodara Hyper, Vikram Sarabhai Marg,
Opp. Sarabhai Chemicals,, Near Genda Circle,
Vadodara - 390007, Gujarat

The Thirty Fourth (34th) Annual General Meeting of the Equity Shareholders of M/s. UTL Industries Limited held on Friday, 22nd September 2023 at 4.00 p.m. IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

1. I, CS Mohd Daraz Khan, Proprietor of MD Khan & Associates, Practising Company Secretary of Vadodara, was appointed as "Scrutinizer" by the Board of Directors of M/s. UTL Industries Limited ("the Company") to scrutinize remote e-voting and e-voting facility at the AGM (hereinafter collectively referred as "e-Voting Process") in a fair and transparent manner and ascertaining the requisite majority in the e-Voting Process, carried out as per the provisions of section 108 of the Companies Act, 2013 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned resolutions proposed at the 34th Annual General Meeting of the Equity Shareholders of the Company held on Friday, 22nd September 2023 at 4.00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).
2. The management of the Company is responsible to ensure compliance with the requirement of Clause 44 of the LODR read with the Act and Rules relating to e-voting and e-voting at the AGM in respect of the resolutions contained in the Notice calling AGM of the Company. The Management of the Company is responsible for ensuring a secured framework of the electronic voting system. My responsibility as Scrutinizer is to ensure that the Voting Process (i.e. remote e-voting and e-voting at the AGM) is restricted to making a Scrutinizer's Report of the votes cast "In Favour" or "Against" the resolutions contained in the Notice, based on the Reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL") and M/s. Purva Sharegistry India Private Limited ("RTA") the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me by the Company, RTA and/or NSDL for my verification.



Continuation Sheet

3. The Shareholders holding shares as on the "cut off" date i.e. 15th September, 2023 were entitled to vote on the proposed resolutions for remote e-voting and e-voting at the AGM.
4. The remote e-voting facility remained open from Tuesday, 19th September, 2023 (9:00 am) and ends on Thursday, 21st September, 2023 (5:00 pm) and was disabled for voting thereafter.
5. The e-voting process provided by the company to facilitate voting at the AGM was operational from 4.00 p.m. till the time fixed for closing of the e-voting by the Chairman.
6. After the time fixed for closing of the e-voting by the Chairman, the electronic details were provided to me by the agency appointed by the Company i.e. M/s. Purva Sharegistry India Private Limited for voting at AGM and the Votes cast through remote e-voting and at AGM at NSDL portal were unblocked by me, on Friday, 22nd September 2023 at 4.58 p.m. after the conclusion of the AGM in the presence of two witnesses, Mr. Sandip Parikh and Mr. Rukhsar Ahmed Khan who are not in employment of the Company and / or any agency. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Sandip Parikh



Mr. Rukhsar Ahmed Khan

7. The members have cast their vote through e-voting facility provided by the National securities Depositories Limited (hereinafter referred as the "NSDL") on the designated website <https://www.evoting.nsdl.com>.
8. Votes cast by the members through remote e-voting and votes cast by the members at the AGM through e-voting were considered for the purpose of this report.
9. I have scrutinized and reviewed the votes cast through remote e-voting and e-voting during the AGM based on the data generated and downloaded from the e-Voting System of the NSDL.
10. As requested by the Management, I submit combined report for remote e-voting and e-voting at AGM in respect of aforesaid Resolutions as follows:



Continuation Sheet

(a) Resolution No. 1:- To receive, consider and adopt the Audited Financial Statements of the Company for Financial Year ended 31st March 2023 along with the report of Board of Directors and the Reports of the Auditors thereon. (Ordinary Resolution)

(i) Voted in Favour of the Resolution:

Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at AGM	0	0	0
Remote e-voting	41	1,21,20,165	100.00
Total	41	1,21,20,165	100.00

(ii) Voted against the Resolution:

Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at e-AGM	--	--	--
Remote e-voting	--	--	--
Total	--	--	--

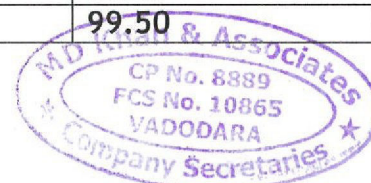
(iii) Invalid Votes :

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Voting through e-voting at e-AGM	--	--
Remote e-voting	--	--
Total	--	--

(b) Resolution No. 2 : - To appoint a director in place of Mr. Pravin Nayak (DIN : 09388334), who retires by rotation and being eligible offered himself for re-appointment as a Non Executive Director (Ordinary Resolution)

(i) Voted in Favour of the Resolution:

Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at e-AGM	0	0	0
Remote e-voting	39	1,20,60,115	99.50
Total	39	1,20,60,115	99.50



Continuation Sheet

(ii) Voted against the Resolution:

Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at e-AGM	--	--	--
Remote e-voting	02	60,050	0.50
Total	02	60,050	0.50

(iii) Invalid Votes :

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Voting through e-voting at e-AGM	--	--
Remote e-voting	--	--
Total	--	--

(c) Resolution No. 3:- Appointment of Mr. Paras Jain (DIN: 10293593) as the Managing Director of the Company. (Special Resolution)

(i) Voted in Favour of the Resolution:

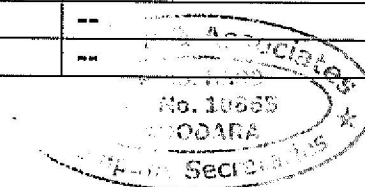
Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at e-AGM	0	0	0
Remote e-voting	39	1,20,60,115	99.50
Total	39	1,20,60,115	99.50

(ii) Voted against the Resolution:

Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at e-AGM	--	--	--
Remote e-voting	02	60,050	0.50
Total	02	60,050	0.50

(iii) Invalid Votes :

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Voting through e-voting at e-AGM	--	--
Remote e-voting	--	--
Total	--	--



Continuation Sheet

(d) Resolution No. 4:- To reappoint Mr. Joy Chhikhniwala (DIN: 08210813) as the Independent Director of the Company. (Special Resolution)

(i) Voted in Favour of the Resolution:

Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at e-AGM	0	0	0
Remote e-voting	39	1,20,60,115	99.50
Total	39	1,20,60,115	99.50

(ii) Voted against the Resolution:

Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at e-AGM	--	--	--
Remote e-voting	02	60,050	0.50
Total	02	60,050	0.50

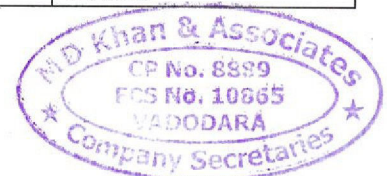
(iii) Invalid Votes :

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Voting through e-voting at e-AGM	--	--
Remote e-voting	--	--
Total	--	--

(e) Resolution No. 5:- To appoint Mr. Hitesh Shah (DIN: 01768877) as the Director of the Company. (Ordinary Resolution)

(i) Voted in Favour of the Resolution:

Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at e-AGM	0	0	0
Remote e-voting	39	1,20,60,115	99.50
Total	39	1,20,60,115	99.50



Continuation Sheet

(ii) Voted against the Resolution:

Mode of Voting	Number of Members Voted	No. of Votes cast by them	% of total number of valid votes cast
Voting through e-voting at e-AGM	--	--	--
Remote e-voting	02	60,050	0.50
Total	02	60,050	0.50

(iii) Invalid Votes :

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Voting through e-voting at e-AGM	--	--
Remote e-voting	--	--
Total	--	--


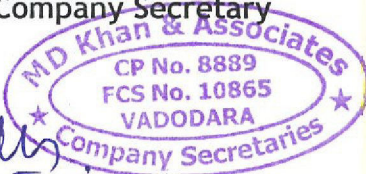
Notes: 1. All the resolutions were passed with requisite majority.

11. I have handed over related papers / registers and records for safe custody to Ms. Manshi Gandhi, Company Secretary of the Company authorized by the Board to supervise the process.

12. You may accordingly declare the result of voting.

Thanking you,

Yours faithfully,
For MD Khan & Associates
Practicing Company Secretary

Mohd D. Khan
Proprietor
FCS No: 10865
COP NO: 8889
UDIN: F010865E001066139
Place: Vadodara
Date: 23.09.2023

Countersigned By:
For UTL Industries Limited


23/09/23
Manshi Gandhi
Company Secretary

