

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



**UTL Industries Limited**  
*Creating Resources.. Generating Leads*

CIN : L27100GJ1989PLC012843

29<sup>th</sup> September, 2022

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

Sub. :- Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – details of E-voting Results of the 33<sup>rd</sup> Annual General Meeting held on 28<sup>th</sup> September 2022.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in compliance with MCA Circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April, 2020 and 13<sup>th</sup> January, 2021 and SEBI Circulars dated 12<sup>th</sup> May, 2021 and 15<sup>th</sup> January, 2021, please find enclosed the detailed Voting Results of the 33<sup>rd</sup> Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) along with Consolidated Scrutinizer's Report on remote E-voting and votes casted electronically during the course of the AGM and till 15 minutes after the completion of AGM. The same shall also be uploaded on website of the Company and NSDL.

All the resolutions contained in the Notice of the AGM were passed by the shareholders, with requisite majority.

Consolidated Report of the Scrutinizer is also enclosed herewith.

Please acknowledge and take the same on your record.

Thanking you,

Yours faithfully,

For UTL Industries Limited

Urvi Kadakia  
Company Secretary cum Compliance Officer  
M. No.: A19514

Encl.: As above

## VOTING RESULTS

Date of AGM	Wednesday, 28 <sup>th</sup> September 2022
Total number of Shareholders on record date (Cut-off date) (i.e. the cut-off date for determining shareholders entitled to e-voting - 21 <sup>st</sup> September, 2022)	16518
No. of Shareholders present in the meeting either in Person or through proxy	
Promoter & Promoter Group:	00
Public:	00
No. of Shareholders attended meeting through video conferencing	
Promoter & Promoter Group:	01
Public:	45

### Agenda wise disclosure:

<b>Resolution No: 1</b>		To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2022 along with the report of Board of Directors and the Reports of the Auditors thereon.						
<b>Required Resolution :</b> Ordinary Resolution								
<b>Whether Promoter/Promoter Group are interested in the Agenda /Resolution:</b>								No
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	Remote E-Voting	3,800	3,800	100.00	3,800	0	100.00	0
	E-Voting at AGM		0	0	0	0	0	
	<b>Total</b>	<b>3,800</b>	<b>3,800</b>	<b>100.00</b>	<b>3,800</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public-Institutions	Remote E-Voting	0	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non-Institutions	Remote E-Voting	3,29,51,200	1,51,15,126	45.87	1,51,11,126	4,000	99.97	0.03
	E-Voting at AGM		00	0	0	0	0	
	<b>Total</b>	<b>3,29,51,200</b>	<b>1,51,15,126</b>	<b>45.87</b>	<b>1,51,11,126</b>	<b>4,000</b>	<b>99.97</b>	<b>0.03</b>
<b>TOTAL</b>		<b>3,29,55,000</b>	<b>1,51,18,926</b>	<b>45.89</b>	<b>1,51,14,926</b>	<b>4,000</b>	<b>99.97</b>	<b>0.03</b>

<b>Resolution No: 2</b>		To appoint a director in place of Mr. Bhavik Vasantbhai Patel (DIN : 07521766), who retires by rotation and being eligible offered himself for re-appointment						
<b>Required Resolution :</b> Ordinary Resolution								
<b>Whether Promoter/Promoter Group are interested in the Agenda /Resolution:</b>								No
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	Remote E-Voting	3,800	3,800	100.00	3,800	0	100.00	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		<b>3,800</b>	<b>3,800</b>	<b>100.00</b>	<b>3,800</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	Remote E-Voting	0	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non-Institutions	Remote E-Voting	3,29,51,200	1,51,15,126	45.87	1,51,10,101	5,025	99.97	0.03
	E-Voting at AGM		00	0	0	0	0	0
	<b>Total</b>		<b>3,29,51,200</b>	<b>1,51,15,126</b>	<b>45.87</b>	<b>1,51,10,101</b>	<b>5,025</b>	<b>99.97</b>
<b>TOTAL</b>		<b>3,29,55,000</b>	<b>1,51,18,926</b>	<b>45.89</b>	<b>1,51,13,901</b>	<b>5,025</b>	<b>99.97</b>	<b>0.03</b>



<b>Resolution No: 3</b>		Appointment of Mr. Pravin Nagarji Naik (DIN: 09388334) as the Managing Director of the Company.						
Required Resolution : Ordinary Resolution								
<b>Whether Promoter/Promoter Group are interested in the Agenda / Resolution:</b>								No
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	Remote E-Voting	3,800	3,800	100.00	3,800	0	100.00	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>3,800</b>	<b>3,800</b>	<b>100.00</b>	<b>3,800</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public-Institutions	Remote E-Voting	0	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non-Institutions	Remote E-Voting	3,29,51,200	1,51,14,726	45.87	1,51,09,701	5,025	99.97	0.03
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>	<b>3,29,51,200</b>	<b>1,51,14,726</b>	<b>45.87</b>	<b>1,51,09,701</b>	<b>5,025</b>	<b>99.97</b>	<b>0.03</b>
<b>TOTAL</b>		<b>3,29,55,000</b>	<b>1,51,18,526</b>	<b>45.88</b>	<b>1,51,13,501</b>	<b>5,025</b>	<b>99.97</b>	<b>0.03</b>

For UTL Industries Limited



Urvi Kadakia  
Company Secretary  
M. No. A19514  
Place: Vadodara  
Date: 29-09-2022

**MD Khan & Associates**  
**Company Secretaries**

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

**Combined Report of Scrutinizer**

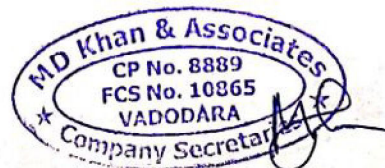
[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,  
The Chairman of 33<sup>rd</sup> Annual General Meeting  
UTL Industries Limited  
1<sup>st</sup> Floor, Vadodara Hyper, Vikram Sarabhai Marg,  
Opp. Sarabhai Chemicals,, Near Genda Circle,  
Vadodara - 390007, Gujarat

The Thirty Third (33<sup>rd</sup>) Annual General Meeting of the Equity Shareholders of UTL Industries Limited held on Wednesday, 28<sup>th</sup> September 2022 at 3.00 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 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 33<sup>rd</sup> Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, 28<sup>th</sup> September 2022 at 3.00 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.
3. 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 Consolidated 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

4. The Shareholders holding shares as on the "cut off" date i.e. 21<sup>st</sup> September, 2022 were entitled to vote on the proposed resolutions for remote e-voting and e-voting at the AGM.
5. The remote e-voting facility remained open from 24<sup>th</sup> September, 2022 (9:00 am) and ends on 27<sup>th</sup> September, 2022 (5:00 pm) and was disabled for voting thereafter.
6. The e-voting process provided by the company to facilitate voting at the AGM was operational from 3.00 p.m. till the time fixed for closing of the e-voting by the Chairman.
7. 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 Wednesday, 28<sup>th</sup> September 2022 at 3.57 p.m. after the conclusion of the AGM in the presence of two witnesses, Mr. Rehan Khan and Mr. Sanjay Patel 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. Rehan Khan



Mr. Sanjay Patel

8. 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>.
9. 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.
10. 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.
11. 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:
  - (a) Resolution No. 1:- To receive, consider and adopt the Audited Financial Statements of the Company for Financial Year ended 31<sup>st</sup> March 2022 along with the report of Board of Directors and the Reports of the Auditors thereon. (Ordinary Resolution)





Continuation Sheet

(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	60	1,51,14,926	99.9735
<b>Total</b>	<b>60</b>	<b>1,51,14,926</b>	<b>99.9735</b>

(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	01	4,000	0.0265
<b>Total</b>	<b>01</b>	<b>4,000</b>	<b>0.0265</b>

(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	--	--
<b>Total</b>	<b>--</b>	<b>--</b>

(b) Resolution No. 2 : - To appoint a director in place of Mr. Bhavik Vasantbhai Patel (DIN : 07521766), who retires by rotation and being eligible offered himself for re-appointment (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	58	1,51,13,901	99.9668
<b>Total</b>	<b>58</b>	<b>1,51,13,901</b>	<b>99.9668</b>

(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	03	5,025	0.0332
<b>Total</b>	<b>03</b>	<b>5,025</b>	<b>0.0332</b>

Continuation Sheet

(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. Pravin Nagarji Naik (DIN: 09388334) as the Managing 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	57	1,51,13,501	99.9668
Total	57	1,51,13,501	99.9668

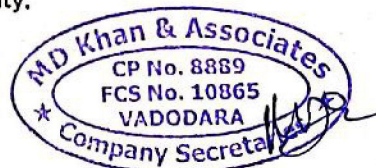
(ii) Voted against the Resolution:

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	03	5,025	0.0332
Total	03	5,025	0.0332

(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.





**MD Khan & Associates**  
**Company Secretaries**

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

Continuation Sheet

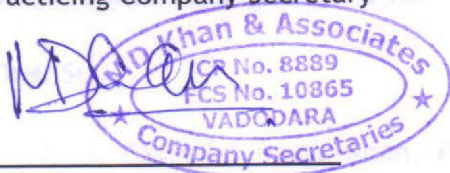
12. I have handed over related papers / registers and records for safe custody to Ms. Urvi Kadakia, Company Secretary of the Company authorized by the Board to supervise the process.

13. 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: F010865D001077062**

**Place: Vadodara**  
**Date: 29<sup>th</sup> September, 2022**

**Countersigned By:**  
**For UTL Industries Limited**

  
**Urvi Kadakia**  
**Company Secretary**  
**ACS: 19514**