

AVS & ASSOCIATES

Company Secretaries

(Peer Reviewed Firm)

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REPORT OF SCRUTINIZER

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies
(Management and Administration) Rules, 2014]

To,
Mr. Jagmeet Singh Sabharwal
(Managing Director & Chairman)
United Van Der Horst Limited

The 35th Annual General Meeting ("**35th AGM or AGM**") of the Shareholders of **M/s. United Van Der Horst Limited** (hereinafter referred as "**the Company**") held on Tuesday, 27th September at 3:30 p.m. through Video Conferencing ("**VC**")/Other Audio-Visual Means ("**OVAM**") pursuant to General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 02/2022 dated May 5, 2022 issued by Ministry of Corporate Affairs ("**MCA**") (collectively referred to as ("**MCA Circulars**") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by Securities and Exchange Board of India ("**SEBI Circulars**") and in compliance with the provisions of the Companies Act, 2013 ("**Act**") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**")

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and electronic voting at the 35th AGM of the shareholders of the Company held on Tuesday, September 27, 2022 at 3:30 p.m. through video conferencing ("VC")/other audio-visual means ("OVAM") in terms of provisions of the Companies Act, 2013 (herein after the 'Act' read with the rules made there under and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- A. I, Shashank Ghaisas (Membership No. FCS11782), Partner of M/s. AVS & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer in the meeting of the Board of Directors of the Company held on Monday, August 08, 2022 to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014; and

- (ii) **Electronic Voting at the 35th AGM** held on Tuesday, September 27, 2022 under the provisions of Section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 further read with MCA Circulars and SEBI Circulars.
- B. The Compliance with the relevant provisions of the Act and rules made thereunder and applicable regulations of the Listing Regulations read with MCA Circulars and SEBI Circulars in relation to voting through Remote e-voting, Electronic Voting at the 35th AGM and presence of quorum at the 35th AGM on the proposed resolutions mentioned in the Notice dated August 08, 2022 is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting process in all modes are conducted in fair and transparent manner and render scrutinizer report based on reports generated from electronic voting system provided by Link Intime India Private Limited and votes casted by shareholders at the 35th AGM.
- C. Pursuant to section 101, 108 of the Act and rule 20 Companies (Management & Administration) Rules, 2014 (including any statutory modification (s) or re- enactment(s) thereof for the time being in force), the Company has confirmed that, the electronic copy of Notice of 35th AGM along with Annual Report were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant/Depository in compliance with MCA Circulars and SEBI Circulars.
- D. The Company had appointed Link Intime India Private Limited ("**LI IPL**") for providing facility to the shareholders for participation in the 35th AGM through VC/OAVM and conducting the electronic voting by the shareholders at the 35th AGM. After the time fixed for closing of electronic voting at 35th AGM by the Chairman, voting was closed and votes cast were unblocked.
- E. The members of the Company holding shares as on the "Cut Off" date on Tuesday, September 20, 2022 were entitled to vote the resolutions forming part of notice of the 35th AGM. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. September 20, 2022.
- F. The Company had availed the remote e-voting facility provided by **LI IPL** for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Saturday, September 24, 2022 (09.00 a.m. IST) and ended on Monday, September 26, 2022 (05.00 p.m. IST) and the **LI IPL** remote e-voting portal was blocked in the presence of Mr. Ronak Parakh who are not in employment of the Company.
- G. I submit a consolidated report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to and during the 35th AGM in respect of the said resolutions.

ORDINARY BUSINESS:**Item No. 1 - Ordinary Resolution**

Adoption of Audited Financial Statements of the Company for the financial year ended 31st March 2022 including the audited Balance sheet as on 31st March, 2022 and the statement of Profit & Loss A/c for the year ended as on that date and the Report of the Board of Directors and Auditors thereon.

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	4117085	4117085	100.00	4117085	0	100.00	0.00
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	4117085	4117085	100.00	4117085	0	100.00	0.00
Public Institutions Holders	E-voting	1600	0	0.00	0	0	0.00	0.00
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	1600	0	0.00	0	0	0.00	0.00
Public - Non Institutions Holders	E-voting	1471815	192040	13.05	190803	1237	99.36	0.64
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	1471815	192040	13.05	190803	1237	99.36	0.64
Grand Total		5590500	4309125	77.08	4307888	1237	99.97	0.03

*No. of votes polled does not include 'no. of votes invalid'

Item No. 2 - Ordinary Resolution

Appointment of director in place of Mr. Akshay Ashokan Veliyil (DIN: 07826136), Non- Executive Director of the Company who retires by rotation and, being eligible for re-appointment.

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	4117085	4117085	100.00	4117085	0	100.00	0.00
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	4117085	4117085	100.00	4117085	0	100.00	0.00
Public Institutions Holders	E-voting	1600	0	0.00	0	0	0.00	0.00
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	1600	0	0.00	0	0	0.00	0.00
Public - Non Institutions Holders	E-voting	1471815	192040	13.05	190803	1237	99.36	0.64
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	1471815	192040	13.05	190803	1237	99.36	0.64
Grand Total		5590500	4309125	77.08	4307888	1237	99.97	0.03

*No. of votes polled does not include 'no. of votes invalid'

Item No. 3 - Ordinary Resolution

Re-appointment of Statutory Auditors (M/s. CKSP and Co. LLP, Chartered Accountants, FRN: 131228W/W100044) and fix their remuneration:

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	4117085	4117085	100.00	4117085	0	100.00	0
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	4117085	4117085	100.00	4117085	0	100.00	0.00
Public Institutions Holders	E-voting	1600	0	0.00	0	0	0.00	0.00
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	1600	0	0.00	0	0	0.00	0.00
Public - Non Institutions Holders	E-voting	1471815	190805	12.96	190803	2	100.00	0
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	1471815	190805	12.96	190803	2	100.00	0.00
Grand Total		5590500	4307890	77.06	4307888	2	100.00	0.00

*No. of votes polled does not include 'no. of votes invalid'

SPECIAL BUSINESS:

Item No. 4 - Ordinary Resolution

Appointment of Ms. Pooja Tiwari (DIN: 09453781) as an Independent Director of the Company

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	4117085	4117085	100.00	4117085	0	100.00	0.00
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	4117085	4117085	100.00	4117085	0	100.00	0.00
Public Institutions Holders	E-voting	1600	0	0.00	0	0	0.00	0.00
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	1600	0	0.00	0	0	0.00	0.00
Public - Non Institutions Holders	E-voting	1471815	192040	13.05	190803	1237	99.36	0.64
	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Total	1471815	192040	13.05	190803	1237	99.36	0.64
Grand Total		5590500	4309125	77.08	4307888	1237	99.97	0.03

*No. of votes polled does not include 'no. of votes invalid'

As requested by the Management, I am submitting this consolidated report on the results of remote e-voting together with the results of electronic voting facilitated at the 35th AGM.

There are 1300 Equity Shares which are Partly Paid up of Rs. 5 each

Thanking you,
Yours faithfully,

**For AVS & Associates
Company Secretaries**

For United Van Der Horst Limited

**Mr. Jagmeet Singh Sabharwal
(Managing Director & Chairman)**

**Shashank Ghaisas
Partner
Mem. No: F11782
CP No: 16893
Peer Review No: 1451/2021
UDIN: F011782D001063901**

**Place: Navi Mumbai
Date: 28/09/2022**