



Ushdev International Ltd.

28th September, 2021

To,
BSE Limited,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalai Street,
Mumbai — 400001

Ref: BSE- 511736

Dear Sir/ Madam,

Sub: Consolidated scrutinizer's Report on remote e-voting & voting through polling paper

This is to inform you that the 27th AGM of the Company was held on Monday, 27th September, 2021 at the scheduled time at 10:30 A.M at 6th Floor, Apeejay House, 130, Mumbai Samachar Marg, Fort, Mumbai - 400 023.

In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014. and Regulation 44 of the Listing Regulations, the Company had provided the Members a facility to exercise their right to vote on resolutions considered at the 27th AGM by using an electronic voting system from a place other than venue of the AGM ('remote e-voting'), through e-voting platform provided by National Securities Depository Limited ('NSDL'). Further the facility for voting through Ballot Papers was made available at the AGM and the Members who had not cast their vote by remote e-voting were allowed to cast their vote by Ballot papers ('Poll').

Please find annexed herewith the Report of the Scrutinizer on remote e-voting & voting through polling paper

Kindly take the above on your records and oblige.

For **USHDEV INTERNATIONAL LIMITED**

Sayli Munj
Company Secretary and Compliance Officer



CIN: L40102MH1994PLC078468

Registered Office: New Harileela House, 6th Floor, Mint Road, Fort, Mumbai - 400001

Corporate Office: Apeejay House, 6th Floor, 130 Mumbai Samachar Marg, Fort, Mumbai - 400023

Phone: +91-22-61948888 Fax: +91-22-22821098

E-mail: info@ushdev.com Website: www.ushdev.com

SCP & CO.

Company Secretaries

CONSOLIDATED SCRUTINIZER'S REPORT

Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) 2015.

To,

The Resolution Professional of USHDEV INTERNATIONAL LIMITED,

The **27th Annual General Meeting** of the Members of **USHDEV INTERNATIONAL LIMITED (CIN: L40102MH1994PLC078468)** held on Monday, **27th September, 2021 at 10:30 a.m. at 6th Floor, Apeejay House, 130, Samachar Marg, Fort, Mumbai - 400 023.**

Dear Sir,

Sub: Combined Report on Remote e-voting and poll conducted at the 27th Annual General Meeting of the Members of USHDEV INTERNATIONAL LIMITED held on Monday, the 27th September, 2021 at 10:30 a.m. at 6th Floor, Apeejay House, 130, Samachar Marg, Fort, Mumbai - 400 023.

1. I, Swapnil C. Pande proprietor of M/s. SCP & CO., Practicing Company Secretary (Membership No. ACS 44893 / C.P. No 21962) appointed as the Scrutinizer pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments thereto and pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standards on General Meetings for the purpose of scrutinizing the remote e-voting and voting by the poll taken at 27th Annual General Meeting (AGM) of the Members of USHDEV INTERNATIONAL LIMITED held on Monday, 27th September, 2021 at 10:30 a.m. at 6th Floor, Apeejay House, 130, Samachar Marg, Fort, Mumbai - 400 023.
2. As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Members to cast their votes electronically on all the resolutions proposed in the Notice of the 27th AGM. The Company has engaged the services of National Securities Depository Limited (NSDL) as the authorized agency to provide the e-voting facility.

Reg. Office: A- 302, Old Ashok Nagar, Vazira Naka, L .T. Road, Borivali west, Mumbai 400091

Branch Office: 26, Gayatri Industrial Estate, Navghar Vasai (E), Palghar- 401210

M.No:7045000841 / E-mail:- corporateissues1991@gmail.com

SCP & CO.

Company Secretaries

3. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the electronic voting system provided by the NSDL and voting by the poll at the 27th AGM. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and voting by poll at the 27th AGM.

Based on the reports generated from the e-voting system provided by the NSDL and voting by the poll taken at 27th Annual General Meeting, I submit my report on as under:

- a) the e-voting period commences from Friday, 24th September, 2021 (9:00 a.m. IST) and ends on Sunday, 26th September, 2021 (5:00 p.m. IST) both days inclusive.
- b) the Equity Shareholders holding shares as on Monday, 20th September, 2021, "Cut Off date" were entitled to vote on the resolution stated in the notice or the 27th Annual General Meeting of the Company.
- c) the votes cast through remote E-voting prior to the date of AGM were unblocked after the conclusion of AGM and downloaded from the E-voting website of NSDL (www.evoting.nsdl.com) in the presence of two witnesses.
- d) Relating to voting by Poll:

Members present through Authorized Representatives	1
Members present in person	25
Members present through proxy	2
Members who cast vote through Poll	28
Members who had cast vote through Remote E-voting and also voted on Poll	0
Members who were present but did not vote on Poll	8

- e) Agenda wise disclosure is attached as **Annexure 1**
- f) I now, submit my combined report as under on the results of the Remote e-voting and poll taken at the 27th AGM in respect of the each of the resolutions as set out in the Notice dated 6th August, 2021 convening the 27th AGM of the Company:

Reg. Office: A- 302, Old Ashok Nagar, Vazira Naka, L .T. Road, Borivali west, Mumbai 400091
Branch Office: 26, Gayatri Industrial Estate, Navghar Vasai (E), Palghar- 401210
M.No:7045000841 / E-mail:- corporateissues1991@gmail.com

SCP & CO.

Company Secretaries

Resolution No 1: Ordinary Resolution: The Audited Standalone Financial Statement of the Company for the Financial Year ended 31st March, 2021, together with the Reports of the Board of Directors and the Statutory Auditors thereon:

Voting Description	Remote e-voting		Poll at AGM		Total		Percentage of total number of valid votes cast
	Number	Votes	Number	Votes	Number	Votes	
Voted Favour -	23	214509	28	93135100	51	93349609	100
Voted Against -	3	70	0	0	3	70	0
Total	26	214579	28	93135100	54	93349679	100
Invalid Votes	0	0	0	0	0	0	0

Resolution No 2: Ordinary Resolution: The Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2021, together with the Report of the Statutory Auditors thereon:

Voting Description	Remote e-voting		Poll at AGM		Total		Percentage of total number of valid votes cast
	Number	Votes	Number	Votes	Number	Votes	
Voted Favour -	23	214509	28	93135100	51	93349609	100
Voted-Against	3	70	0	0	3	70	0
Total	26	214579	28	93135100	54	93349679	100
Invalid Votes	0	0	0	0	0	0	0

Reg. Office: A- 302, Old Ashok Nagar, Vazira Naka, L.T. Road, Borivali west, Mumbai 400091
Branch Office: 26, Gayatri Industrial Estate, Navghar Vasai (E), Palghar- 401210
M.No:7045000841 / E-mail:- corporateissues1991@gmail.com

SCP & CO.

Company Secretaries

Note:

M/s. Ushdev International Limited is under the Corporate Insolvency Resolution Process (CIRP) vide order passed by the Hon'ble National Company Law Tribunal, Mumbai Bench dated May 14, 2018 as per the provisions of the Insolvency and Bankruptcy Code, 2016 (Code) and Rules and Regulations made there under. Its Management affairs, business, and assets are being managed by the Resolution Professional, Shri Subodh Kumar Agrawal, appointed as Interim Resolution Professional by the National Company Law Tribunal by order dated May 14, 2018 and later confirmed as Resolution Professional by the Committee of Creditors (CoC) in its meeting held on June 14, 2018 under provisions of the code.

Thanking You,
Yours Faithfully,

For M/S. SCP & CO.
Practicing Company Secretaries

Swapnil
Chandrakant
Pande



Digitally signed by
Swapnil Chandrakant
Pande
Date: 2021.09.28 13:11:10
+05'30'

Swapnil Pande

ACS No: 44893; CP No.: 21962

Place: Mumbai

Date: September 28, 2021.

UDIN No.: A044893C001020087

Reg. Office: A- 302, Old Ashok Nagar, Vazira Naka, L .T. Road, Borivali west, Mumbai 400091

Branch Office: 26, Gayatri Industrial Estate, Navghar Vasai (E), Palghar- 401210

M.No:7045000841 / E-mail:- corporateissues1991@gmail.com

Annexure 1

Resolution No 1: Ordinary Resolution: The Audited Standalone Financial Statement of the Company for the Financial Year ended 31st March, 2021, together with the Reports of the Board of Directors and the Statutory Auditors thereon									
Resolution Required			Ordinary						
Whether promoter/ promoter group are									
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	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting	151395355	0	0	0	0	0	0	0
	Poll		9,25,88,410	61.16	9,25,88,410	0	100	0	0
	Total (A)	151395355	9,25,88,410	61.16	9,25,88,410	0	100	0	0
Public Institutions	E-Voting	33815738	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Total (B)	33815738	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	153282907	2,14,579	0.14	2,14,509	70	99.97	0.03	0
	Poll		5,46,690	0.36	5,46,690	0	100.00	0.00	0
	Total (C)	153282907	7,61,269	0	7,61,199	70	99.99	0.01	0
Total (A+B+C)		338494000	9,33,49,679	27.58	9,33,49,609	70	100.00	0.00	0

Resolution No 2: Ordinary Resolution: The Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2021, together with the Report of the Statutory Auditors thereon

Resolution Required			Ordinary						
Whether promoter/ promoter group are									
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	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting	151395355	0	0	0	0	0	0	0
	Poll		9,25,88,410	61.16	9,25,88,410	0	100	0	0
	Total (A)	151395355	9,25,88,410	61.16	9,25,88,410	0	100	0	0
Public Institutions	E-Voting	33815738	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Total (B)	33815738	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	15,32,82,907	2,14,579	0.14	2,14,509	70	99.97	0.03	0
	Poll		5,46,690	0.36	5,46,690	0	100.00	0.00	0
	Total (C)	153282907	7,61,269	0	7,61,199	70	99.99	0.01	0
Total (A+B+C)		338494000	9,33,49,679	27.58	9,33,49,609	70	100.00	0.00	0