



# UFLEX LIMITED

Division/Office: CORPORATE - SECRETARIAL

Corporate Office: A-107-108, Sector-IV, Distt. Gautam Budh Nagar, NOIDA - 201301, (U.P.), India

Tel.: +91-120-4012345/2522558 Fax: +91-120-2442903

Website: www.uflexltd.com E-mail ID: secretarial@uflexltd.com

UFLEX/SEC/2024/

07 February 2024

The National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor  
Plot No. C/1, G-Block  
Bandra - Kurla Complex  
Bandra (E),  
Mumbai – 400051

The BSE Limited  
Corporate Relationships Department  
1st Floor, New Trading Ring,  
Rotunda Building, P J Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

**Scrip Code : UFLEX**

**Scrip Code : 500148**

**Subject : Submission of Scrutinizer's Report on Remote Electronic Voting conducted by Postal Ballot process pursuant to Section 110 read with the Companies (Management and Administration) Rules, 2014**

Dear Sirs,

Enclosed herewith is the Scrutinizer's Report dated 7<sup>th</sup> February, 2024 on Remote Electronic Voting conducted by Postal Ballot process pursuant to Section 110 read with the Companies (Management and Administration) Rules, 2014.

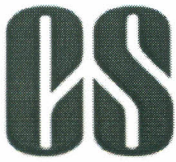
This is for your information and record(s) please.

Thanking you,

Yours faithfully,  
For UFLEX LIMITED

(Ritesh Chaudhry)  
Sr. Vice President - Secretarial &  
Company Secretary

*Encl : As above*



# Mahesh Gupta & Company

## Company Secretaries

Wadhwa Complex, Chamber No. 110, Ground Floor, D-288-289/10, Laxmi Nagar, Delhi – 110092  
Phone: 011-49503085; 9312406331; e-mail: [mkg1999@gmail.com](mailto:mkg1999@gmail.com)

### SCRUTINIZER'S REPORT ON POSTAL BALLOT

*(Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and amendments thereof)*

To,  
The Chairman,  
UFLEX LIMITED  
305, 3rd Floor, Bhanot Corner,  
Pamposh Enclave, Greater Kailash – I,  
New Delhi – 110048.

**Subject: Scrutinizer's Report on Remote Electronic Voting conducted by Postal Ballot process pursuant to Section 110 read with the Companies (Management and Administration) Rules, 2014**

Dear Sirs,

I, Mahesh Kumar Gupta (CP No. 1999), Practicing Company Secretary having office at Wadhwa Complex, Chamber No. 110, Ground Floor, D-288-289/10, Laxmi Nagar, Delhi – 110092, was appointed as a Scrutinizer by the Board of Directors of M/s. UFLEX LIMITED (the "Company") in its meeting held on **November 14, 2023**. In terms of the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and any other applicable laws and regulations, the Company had sent the "**Postal Ballot Notice**" dated January 4, 2024 in electronic form only for seeking the approval of the Members on the resolutions set out in the Postal Ballot to be passed by way of voting through electronic means ("**e-voting**") only.

The Management of the Company is responsible to ensure the compliance of the Companies Act, 2013 and rules made thereunder along with circular issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India relating to conducting of Postal Ballot Process through remote e-voting on the resolutions contained in the Postal Ballot Notice. My responsibility as a Scrutinizer is restricted to make a report of votes cast "in favour" or "against" on the resolutions stated in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the Authorized Agency appointed by the Company for providing remote e-voting facilities.





I submit my report as under:

- (i) The Company sent the Postal Ballot Notice through email on January 8, 2024 to all the members whose names were appearing in the register of members/records as received from Registrar and Share Transfer Agent and Depositories as on the *cut-off date i.e. Friday, January 5, 2024* for seeking approval of the Members of the Company through Postal Ballot, only by means of remote e-voting.
- (ii) The Postal Ballot Notice was also available on the Company's website at [www.uflexltd.com](http://www.uflexltd.com), website of stock exchange i.e. "The BSE Limited" and "The National Stock Exchange of India Limited" at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).
- (iii) In terms of General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and any other applicable laws and regulations, the Company had sent the "Postal Ballot Notice" dated January 4, 2024 in electronic form only. Hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope were not dispatched by the Company.
- (iv) A notice about the dispatch of Postal Ballot Notice was also published on January 9, 2024 in 'Financial Express' newspaper in English language and in 'Jansatta' newspaper in Hindi language in terms of Rule 22(3) of the Companies (Management and Administration) Rules, 2014
- (v) The Company had provided the remote e-voting facility for its members through CDSL, to enable them to cast their votes electronically.
- (vi) The remote e-voting period commenced on **9:00 am IST on Tuesday, 9<sup>th</sup> January, 2024 to 5:00 pm. IST on Wednesday, 7<sup>th</sup> February, 2024**. The votes casted through remote e-voting facility by members of the Company till Wednesday, 7<sup>th</sup> February, 2024 up to 5:00 p.m., being the last date and time fixed by the Company for remote e-voting were considered for my scrutiny.
- (vii) After close of remote e-voting period, the votes were unblocked and remote e-voting summary statement(s) were downloaded from website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) at 17:02 IST. on 7<sup>th</sup> February, 2024 in the presence of two witnesses, Mrs. Manju Gupta and Ms. Himansi Gupta, who are not in employment of the Company.



(viii) summary of the result of remote e-voting is given below:

**Resolution No. 1 : RE- APPOINTMENT OF MR. ASHOK CHATURVEDI (DIN:00023452) AS CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY W.E.F. 1ST FEBRUARY, 2024 FOR A PERIOD OF 5 YEARS AS A SPECIAL RESOLUTION.**

(a) Voted 'FAVOUR' and 'AGAINST' the resolution:

Particulars	Number of members voted	Number of votes cast in the resolution	% of total number of valid votes cast
Favour	246	45312892	98.00%
Against	55	926835	2.00%
<b>Total</b>	<b>301</b>	<b>46239727</b>	<b>100.00%</b>

(b) Votes 'INVALID':

Total number of members whose votes declared <b>Invalid</b>	Total number of votes cast by them declared <b>Invalid</b>
NIL	NIL

**Resolution No. 2: APPOINTMENT OF MR. JEEVARAJ GOPAL PILLAI (DIN: 10381118), AS WHOLE TIME DIRECTOR, W.E.F. 14TH NOVEMBER, 2023 FOR A PERIOD OF 5 YEARS AS AN ORDINARY RESOLUTION.**

(a) Voted 'FAVOUR' and 'AGAINST' the resolution:

Particulars	Number of members voted	Number of votes cast in the resolution	% of total number of valid votes cast
Favour	240	32359405	97.22%
Against	54	923847	2.78%
<b>Total</b>	<b>294</b>	<b>33283252</b>	<b>100.00%</b>

(b) Votes 'INVALID':

Total number of members whose votes declared <b>Invalid</b>	Total number of votes cast by them declared <b>Invalid</b>
NIL	NIL

**Resolution No. 3.: CREATION OF MORTGAGE / CHARGE ON THE ASSETS OF THE COMPANY AS A SPECIAL RESOLUTION.**

(a) Voted 'FAVOUR' and 'AGAINST' the resolution:

Particulars	Number of members voted	Number of votes cast in the resolution	% of total number of valid votes cast
Favour	258	33250374	99.90%
Against	37	32917	0.10%
<b>Total</b>	<b>295</b>	<b>33283291</b>	<b>100.00%</b>



(b) Votes 'INVALID':

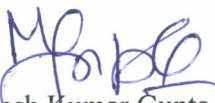
Total number of members whose votes declared <b>Invalid</b>	Total number of votes cast by them declared <b>Invalid</b>
NIL	NIL

The electronic data and all other relevant records related to remote e-voting shall remain in my safe custody until the Chairman consider, approves and signs the minutes of proceedings of Postal Ballot and thereafter the same will be handed over to the Chairman for safe keeping.

Thanking you,

Yours truly,

For Mahesh Gupta & Company  
Company Secretaries

  
Mahesh Kumar Gupta  
FCS: 2870 CP: 1999  
UDIN: F002870E003394236



Countersigned by:  
For UFLEX LIMITED

  
(Ashok Chaturvedi)  
Chairman & Managing Director

Date : 7<sup>th</sup> February, 2024  
Place : Delhi