

# UNIMODE OVERSEAS LIMITED

304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh, New Delhi-110005

Email ID: [unimodeoverseaslimited@gmail.com](mailto:unimodeoverseaslimited@gmail.com), Website: [www.unimodeoverseas.in](http://www.unimodeoverseas.in)

CIN No. L51909DL1992PLC048444, Tel. No. 011-43685156

1<sup>st</sup> October, 2019

To,  
The Corporate Relationship Department  
BSE Ltd.  
P. J. Towers,  
Dalal Street,  
Mumbai- 400001

**BSE Scrip Code: 512595 and Scrip Id: UNIMOVR**

Dear Sir/Ma'am

**Sub: Submission of Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Consolidated Scrutinizer's Report for the 27<sup>th</sup> AGM of the Company**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Voting Results and Consolidated Scrutinizer's Report on the businesses transacted at the 27<sup>th</sup> Annual General Meeting of the Company held on Monday, 30<sup>th</sup> September, 2019 at 3.00 pm at the registered office of the Company at 304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh, New Delhi-110005.

You are requested to take note of the above for your records.

Thanking you,

Yours faithfully,  
For Unimode Overseas Limited

*Preeti Gupta*

Preeti Gupta  
(Company Secretary & Compliance Officer)



*Encl: As above*

Format for Voting  
Results

Date of the AGM/ECM	30.09.2019
Total number of shareholders on record date	22630
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	65
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:	0
Public	

Agenda- wise disclosure:

Resolution required: (Ordinary)

**RESOLUTION 1**  
ADOPTION OF ANNUAL ACCOUNTS AND REPORTS OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled outstanding shares	No. of Votes on	No. of Votes in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Postal Ballot (if applicable)	44385	44385	100.00	44385			100.00	0.00
	Total	44385	44385	100.00	44385			100.00	0.00
Public-Institutions	E-Voting								
	Postal Ballot (if applicable)								
	Total								
Public-Non Institutions	E-Voting	280	280	100.00	280			100.00	0.00
	Postal Ballot (if applicable)	287	287	100.00	287			100.00	0.00
	Total	567	567	100.00	567			100.00	0.00



**RESOLUTION 2**

Resolution required: (Ordinary)

RE-APPOINTMENT OF MR. SATISH KUMAR GUPTA (DIN:01326554) AS DIRECTOR,  
WHO RETIRES BY ROTATION.

Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled outstanding shares on Votes	No. of Votes in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	24370	24370	100.00	24370		100.00	0.00
Public- Institutions	Postal Ballot (if applicable)							
	Total	24370	24370	100.00	7091664		100.00	0.00
Public- Non Institutions	E-Voting							
	Poll							
Public- Non Institutions	Postal Ballot (if applicable)							
	Total	280	280	100.00	280		100.00	0.00
Public- Non Institutions	E-Voting	287	287	100.00	287		100.00	0.00
	Poll							
Public- Non Institutions	Postal Ballot (if applicable)							
	Total	567	567	100.00	567		100.00	0.00
Total		24937	24937	100.00	24937		100.00	0.00





**RESOLUTION 3**

**APPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY.**

Resolution required: (Ordinary)		Whether promoter/ promoter group are interested in the agenda/resolution?						
		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled outstanding shares	No. of Votes in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Postal Ballot (if applicable)							
Public-Institutions	E-Voting							
	Postal Ballot (if applicable)							
Public-Non Institutions	Total	280	280	100.00	280		100.00	0.00
	E-Voting	280	280	100.00	280		100.00	0.00
Total	Postal Ballot (if applicable)							
	Total	567	567	100.00	567		100.00	0.00
		44952	44952	100.00	44952		100.00	0.00







**ANITA ASWAL**  
**COMPANY SECRETARY**

R/o: S-191/C, 3<sup>rd</sup> Floor , Manak  
Complex, School Block , Shakarpur  
Delhi-110092

M. No.: +91 - 9953390534

Email ID: aswal1207@gmail.com

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Combined Scrutinizer Report for remote e-voting and Poll

To,

The Chairman,  
M/s Unimode Overseas Limited  
304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh  
New Delhi-110005

Sub: Passing the resolution through remote e voting and poll conducted for Annual General Meeting of the Equity Shareholder of Unimode Overseas Limited held on Monday ,30<sup>TH</sup> day of September 2019 at 03:00 P.M. at the register office of the company at 304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh New Delhi-110005

Dear Sir,

The Board of the Company had appointed me as Scrutinizer for the purpose of remote e-voting held between Friday, 27<sup>th</sup> September, 2019 (09:00 A.M.) and ends on Sunday, 29<sup>th</sup> September, 2019 (05:00 P.M.) and the Chairman appointed me as the scrutinizer for the poll taken on the below mentioned resolution(s), at Annual General Meeting of the equity shareholders of **Unimode Overseas Limited** held on 30<sup>th</sup> September , 2019, at 03:00 P.M. at registered office of company at 304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh New Delhi-110005.

The Company has availed the services of NSDL for providing remote e-voting facility to all its members and I have received the User-ID and password from Authorities for logging in their website as scrutinizer. The remote e-voting results were unblocked by me on 30<sup>th</sup> September 2019 in presence of two witnesses. For further details kindly refer my scrutinizer report dated 30<sup>th</sup> September 2019 attached herewith.

At the Annual General Meeting of the Company held on 30<sup>th</sup> September 2019 . The Chairman of the Company had suo-moto called for a poll to facilitate the members present at the meeting who could not participate in the remote e-voting to record their votes through the poll process. The Chairman of the Company had appointed me as scrutinizer for the same. For further details kindly refer my scrutinizer report in Form MGT 13 dated 30<sup>th</sup> September 2019 attached herewith.

The Consolidated result of the remote e-voting along with that of polling is as under:





Number of members who cast their votes through remote e-voting and poll	Total No. of shares held by them	Total No. of valid votes (As per details provided under each one of the resolution(s) mentioned hereunder.
81	44952	Various as mentioned under each of the resolution

**A. Ordinary Resolution - Item No.1**

Adoption of Financial Statements for the year ended March, 31 2019

	Voting	Number of Members Present Voted	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	Poll	65	44672	99.38
	E-Voting	16	280	0.62
(ii) Voted against the resolution	Poll	0	0	0
	E-Voting	0	0	0
		Total number of members whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes		0	0	

**B. Ordinary Resolution - Item No. 2**

Re- Appointment of director liable to retire by rotation of Mr. Satish Kumar Gupta (DIN: 01326554)

	Voting	Number of Members Present Voted	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	Poll	64	24657	54.85
	E-Voting	16	280	0.62
(ii) Voted against the resolution	Poll	0	0	0
	E-Voting	0	0	0
		Total number of members whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes		1	20015 (44.53 %)	





**B. Ordinary Resolution - Item No. 3**

Appointment of M/s Sunil Kumar Gupta & Co (Firm registration No: 003645N), Chartered Accountants, as a Statutory Auditor and fixation their remuneration

	Voting	Number of Members Present Voted	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	Poll	65	44672	99.38
	E-Voting	16	280	0.62
(ii) Voted against the resolution	Poll	0	0	0
	E-Voting	0	0	0
		Total number of members whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes		0	0	

Anita Aswal  
Company Secretary  
Membership No: 37019  
CP No.: 13883



Date: 30/09/2019  
Place: Delhi





**ANITA ASWAL**

**COMPANY SECRETARY**

**R/o: S-191/c 3<sup>rd</sup> Floor**

**ManakComplex School Block,**

**Shakar Pur Delhi-110092**

**M. No.: +91 - 9953390534**

**Email ID: aswal1207@gmail.com**

**Scrutinizer's Report for remote e-voting carried out by Unimode Overseas Limited**

To,

The Chairman,

**Unimode Overseas Limited**

304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh  
New Delhi-110005

**Sub: Annual General Meeting of the Equity Shareholder of Unimode Overseas Limited held on Monday, 30<sup>TH</sup> day of September 2019 at 03:00 P.M. at the register office of the company at 304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh New Delhi-110005**

I, Anita Aswal, Practicing Company Secretary (ACS: 37019 CP No.: 13883, S-191/C, 3<sup>rd</sup> Floor Manak Complex, School Block, Shakarpur, Delhi-110092, appointed as Scrutinizer for the purpose of the e-voting process on the below mentioned resolution(s) by the Board of Directors, at the Annual General Meeting of the Equity Shareholders of **Unimode Overseas Limited** held on 30<sup>th</sup> September, 2019, at 03:00 P.M. at registered office of company at 304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh New Delhi-110005. my report as under:

1. The Company has provided e-voting facility to all the shareholders registered with the Company and entitled to vote as on 23<sup>rd</sup> September, 2019.
2. The e-voting period began at Friday, 27<sup>th</sup> September, 2019 (09:00 A.M.) and ends on Sunday, 29<sup>th</sup> September, 2019 (05:00 P.M.). The votes received electronically from the shareholders till Tuesday, 24<sup>th</sup> September, 2019 up to 05.00 p.m. being the last date and time fixed by the Company for e-voting was considered for my scrutiny.
3. The members have casted their vote through e-voting facility provided by the National Securities Depository Limited (CDSL) as the Authorised Agency to provide e-voting facilities.
4. I have monitored the process of electronic voting through the scrutinizer's secured link provided by the NSDL on the designated website.
5. Particulars of all votes received electronically from the Members have been entered in a register separately maintained for the purpose.
6. The votes received electronically were duly scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company as on the Cut-off date i.e. 23<sup>rd</sup> September 2019.





7. The Votes were unblocked on 30<sup>th</sup> September 2019 in the presence of Mr. Bhanu Gupta and Mis Komal Kansal who are not the employees of the Company, who have signed below as the witness to the unblocking of votes.
8. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", each of the resolutions that were put to vote, were generated from the e-voting website of "NSDL" i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and based on such reports generated, the result of the e-voting is provided hereunder.

**A. Ordinary Resolution - Item No.1**

**Adoption of Financial Statements for the year ended March, 31 2019**

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	280	100
(ii) Voted against the resolution	0	0	0
	<b>Total number of members whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(iii) Invalid votes	0	0	

**B. Ordinary Resolution - Item No. 2**

**Re- Appointment of director liable to retire by rotation of Mr. Satish Kumar Gupta (DIN: 01326554)**

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	280	100
(ii) Voted against the resolution	0	0	0
	<b>Total number of members whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(iii) Invalid votes	0	0	





C. Ordinary Resolution - Item No. 3

Appointment of M/s Sunil Kumar Gupta & Co (Firm registration No: 003645N), Chartered Accountants, as a Statutory Auditor and fixation their remuneration

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	280	100
(ii) Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	-	-	



Anita Aswal  
Company Secretary  
Membership No: 37019  
CP No.: 13883



Date: 30/09/2019  
Place: Delhi





ANITA ASWAL  
COMPANY SECRETARY  
R/o: S-191/c 3<sup>rd</sup> Floor ManakComplex  
School Block,  
Shakar Pur Delhi-110092  
M. No.: +91 - 9953390534  
Email ID: aswal1207@gmail.com

**Report of Scrutinizer(s)**

*[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman,  
Unimode Overseas Limited  
304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh  
New Delhi-110005

**Sub: Annual General Meeting of the Equity Shareholder of Unimode Overseas Limited held on Monday, 30<sup>TH</sup> day of September 2019 at 03:00 P.M. at the register office of the company at 304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh New Delhi-110005**

I, Anita Aswal, Practicing Company Secretary (ACS: 37019 CP No.: 13883, S-191/C, 3<sup>rd</sup> Floor Manak Complex, School Block, Shakarpur, Delhi-110092, appointed as Scrutinizer for the purpose of the e-voting process on the below mentioned resolution(s) by the Board of Directors, at the Annual General Meeting of the Equity Shareholders of **Unimode Overseas Limited** held on 30<sup>th</sup> September, 2019, at 03:00 P.M. at registered office of company at 304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh New Delhi-110005. my report as under:

1. Ballot box locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under





A. Ordinary Resolution - Item No.1

Adoption of Financial Statements for the year ended March, 31 2019

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	65	44672	100
(ii) Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	0	0	

B. Ordinary Resolution - Item No. 2

Re- Appointment of director liable to retire by rotation of Mr. Satish Kumar Gupta (DIN: 01326554)

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	64	24657	55.20
(ii) Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	1	20015 (44.80 %)	

C. Ordinary Resolution - Item No. 3

Appointment of M/s Sunil Kumar Gupta & Co (Firm registration No: 003645N), Chartered Accountants, as a Statutory Auditor and fixation their remuneration

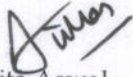
	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	65	44672	100
(ii) Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	0	0	





The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

In connection with the aforesaid annual general meeting and voting thereat, it is clarified that the Management of the Company is responsible for compliance with the requirements of the Companies Act, 2013 and rules made there under, provisions of the listing agreement and other applicable provisions. My responsibility as a Scrutinizer is restricted only to the extent of scrutinizing the Ballot Papers and other responsibilities as per Rule 21 of the Companies (Management & Administration) Rules, 2014.

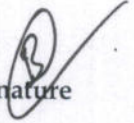


Anita Aswal  
Company Secretary  
Membership No: 37019  
CP No.: 13883  
Date: 30/09/2019  
Place: Delhi



Witness, in whose presence the ballot box was opened by the Scrutinizer:


1.



Signature

Name: .Bhanu Gupta

2.



Signature

Name: Komal kansal

Date: 30/09/2019  
Place: Delhi