

Company Secretaries

Office: 401, Haash Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006 Email Ids: welcome2pcs@gmail.com, alpesh.pcs@gmail.com, Ph No: 079 - 48980181, Contact No: 8000133307

Date: 28th September, 2024

To,

The Chairman of the 14<sup>th</sup> Annual General Meeting (hereinafter referred as 'Annual General Meeting' or 'AGM') of M/s. UNITED POLYFAB GUJARAT LIMITED, held on Friday, the 27<sup>th</sup> day of September, 2024 at 04:30 p.m. through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM').

#### CONSOLIDATED SCRUTINIZER'S REPORT

14<sup>TH</sup> ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF UNITED POLYFAB GUJARAT LIMITED HELD ON FRIDAY, THE 27<sup>TH</sup> DAY OF SEPTEMBER, 2024 AT 04:30 P.M. THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO VISUAL MEANS ('OAVM')

I, CS Alpesh Paliwal, the proprietor of M/s. Paliwal & Co., Company Secretaries, have been appointed as Scrutinizer for the purpose of remote e-voting and e-voting on the date of 14th Annual General Meeting to be carried by the Company pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') read with MCA circulars 14/2020, 17/2020 and 20/2020 and in accordance with the provisions of SEBI (Listing Obligation and Disclosure requirement) Regulations, 2015 in respect of resolutions mentioned in the report, at the 14th Annual General Meeting of the Company held on 27th September, 2024 through VC/OAVM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and e-voting on the date of AGM] for the resolutions contained in the notice of the 14<sup>th</sup> AGM of the equity shareholders of the Company. My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the notice.

#### Report on scrutiny:

1. The Company has entered into an arrangement with National Securities Depository Limited (NSDL), the agency authorized under the Rules and engage



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by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting and e-voting on the date of AGM.

- 2. The cut-off date for the purposes of identifying the shareholders entitled to vote on the resolutions placed for approval of the shareholders was Friday, 20th September, 2024.
- 3. The remote e-voting facility was kept open for three days from Tuesday, 24<sup>th</sup> September, 2024 (09:00 a.m.) till Thursday, 26<sup>th</sup> September, 2024 (05:00 p.m.).
- 4. The shareholders who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- 5. The facility of e-voting at the Annual General Meeting through VC/OAVM was provided by NSDL pursuant to Circular No. 20/2020 dated 5th May, 2020 issued by MCA.
- 6. On Friday, 27th September, 2024, after 15 minutes of closure of the AGM, the EVEN generated by NSDL was blocked by the system.
- 7. On Friday, 27th September, 2024 at 05:50 p.m. the votes cast through remote e-voting and e-voting at the AGM, were unblocked by me in the presence of Mr. Sunny Brahmaniya and Ms. Kriti Kabra.
- 8. The consolidated results of remote e-voting and the e-voting on the day of the AGM are as under:

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS I.E. [REMOTE E-VOTING AND E-VOTING ON THE DATE OF AGM] IS AS UNDER:

Item No. 1: As an Ordinary Resolution

ADOPTION OF FINANCIAL STATEMENTS:





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#### (i) Voted in favor of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	28	18509195	99.99
Through e-voting at AGM	0	0	0
Total	28	18509195	99.99

#### (ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1.	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

#### (iii) Votes Invalid:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
Total	0	0

### Item No. 2: As an Ordinary Resolution

APPOINTMENT OF MR. NIRMALKUMAR MANGALCHAND MITTAL DIN: 01528758) AS A DIRECTOR LIABLE TO RETIRE BY ROTATION OF MEM NO: 3



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#### (i) Voted in favor of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	21	9324645	99.99
Through e-voting at AGM	0	0	0
Total	21	9324645	99.99

#### (ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

#### (iii) Votes Invalid:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
Total	0	0

### Item No. 3: As a Special Resolution

APPROVAL FOR SELL, LEASE OR OTHERWISE DISPOSE OF THE WHOLE OR SUBSTANTIALLY THE WHOLE OF THE UNDERTAKING OF THE COMPANY OR WHERE THE COMPANY OWNS MORE THAN ONE



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# UNDERTAKING, OF THE WHOLE OR SUBSTANTIALLY THE WHOLE OF SUCH UNDERTAKINGS

Voted in favor of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	28	18509195	99.99
Through e-voting at AGM	0	0	0
Total	28	18509195	99.99

## ii. Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

### iii. Votes Invalid:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
Total	0	0

Item No. 4: As a Special Resolution





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APPROVAL FOR AUTHORITY TO BORROW MONEY IN EXCESS OF PAID-UP SHARE CAPITAL AND FREE RESERVES OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:

#### i. Voted in favor of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	28	18509195	99.99
Through e-voting at AGM	0	0	0
Total	28	18509195	99.99

#### ii. Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
Total	0	0





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#### Item No. 5: As a Special Resolution

APPROVAL OF LOANS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013.

#### i. Voted in favor of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	28	18509195	99.99
Through e-voting at AGM	0	0	0
Total	28	18509195	99.99

### ii. Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
Total	0	O ALINAL &



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#### Item No. 6: As a Special Resolution

# APPROVAL FOR GRANTING POWER TO THE BOARD OF DIRECTORS UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

#### i. Voted in favor of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	28	18509195	99.99
Through e-voting at AGM	0	0	0
Total	28	18509195	99.99

### ii. Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	О
Total	1	1	0.01

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
Total	0	0



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#### Item No. 7: As an Ordinary Resolution

# RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITOR FOR THE FINANCIAL YEAR 2024-25

#### i. Voted **in favor** of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	28	18509195	99.99
Through e-voting at AGM	0	0	0
Total	28	18509195	99.99

### ii. Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

Mode of Voting	Mode of Voting  Number of  Members Voted  (In person or by  Proxy)	
Through remote e-voting	0	0
Through e-voting at AGM	0	0
Total	0	O PALIWAL



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#### Item No. 8: As an Ordinary Resolution

# RATIFICATION OF MATERIAL RELATED PARTY TRANSACTION(S) ENTERED WITH UNITED POLYFAB PRIVATE LIMITED

(i) Voted in favor of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	17	7817603	99.99
Through e-voting at AGM	0	0	. 0
Total	17	7817603	99.99

### (ii) Voted **against** the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	4	1507042
Through e-voting at AGM	0	0
Total	4	1507042





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#### Item No. 9: As an Ordinary Resolution

# RATIFICATION OF MATERIAL RELATED PARTY TRANSACTION(S) ENTERED WITH UNITED TECHFAB PRIVATE LIMITED

(i) Voted **in favor** of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	17	7817603	99.99
Through e-voting at AGM	0	0	0
Total	17	7817603	99.99

#### (ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	, / 1	0.01

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	4	1507042
Through e-voting at AGM	0	0
Total	4	1507042





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#### Item No. 10: As an Ordinary Resolution

# APPROVAL OF MATERIAL RELATED PARTY TRANSACTION(S) WITH UNITED POLYFAB PRIVATE LIMITED FOR FY. 2024-25

(i) Voted **in favor** of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	17	7817603	99.99
Through e-voting at AGM	0	0	0
Total	17	7817603	99.99

(ii) Voted **against** the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	4	1507042
Through e-voting at AGM	0	0
Total	4	1507042





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#### Item No. 11: As an Ordinary Resolution

APPROVAL OF MATERIAL RELATED PARTY TRANSACTION(S) WITH UNITED TECHFAB LIMITED (FORMERLY KNOWN AS UNITED TECHFAB PRIVATE LIMITED) FOR FY. 2024-25.

(i) Voted in favor of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	17	7817603	99.99
Through e-voting at AGM	0	0	0
Total	17	7817603	99.99

(ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1 .	0.01

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	4	1507042
Through e-voting at AGM	0	0
Total	4	1507042



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### Item No. 12: As an Ordinary Resolution

# APPROVAL OF MATERIAL RELATED PARTY TRANSACTION(S) WITH UNITED COTFAB LIMITED FOR FY. 2024-25.

(i) Voted in favor of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	17	7817603	99.99
Through e-voting at AGM	0	0	0
Total	17	7817603	99.99

### (ii) Voted **against** the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	4	1507042
Through e-voting at AGM	0	0
Total	4	1507042



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#### Item No. 13: As an Ordinary Resolution

# APPROVAL OF MATERIAL RELATED PARTY TRANSACTION(S) WITH VINOD SPINNERS PRIVATE LIMITED FOR FY. 2024-25

(i) Voted **in favor** of the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	17	7817603	99.99
Through e-voting at AGM	0	0	0
Total	17	7817603	99.99

#### (ii) Voted against the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	1	1	0.01
Through e-voting at AGM	0	0	0
Total	1	1	0.01

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	4	1507042
Through e-voting at AGM	0	0
Total	4	1507042





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Based on the above voting, all resolutions are carried on with requisite majority. Accordingly, I request the Chairman of the 14<sup>th</sup> Annual General Meeting to announce the result of the Meeting.

9. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you, Yours faithfully,

For, Paliwal & Co.

Company Secretaries

Alpesh Paliwal

Proprietor COP: 12119

UCN: I2013GJ1046200

Peer Review Registration Number:

MEM No.: 32500

COP No.: 12119

1686/2022

UDIN: A032500F001353875

Date: 28.09.2024
Place: Ahmedabad

Witness 1:

Mr. Sunny Brahmaniya 5, Ishwarkaka Nagar, Near Giriraj Society, K.K. Nagar road, Ghatlodia, Ahmedabad-380064.

Witness 2:

Ms. Kriti Kabra

Katikabou

129, Shitlamata Marg,

Bada Bazar,

Narsinghgarh, Rajgarh,

Madhya Pradesh-465669