

16th October, 2020

To, The Listing Manager BSE Limited Floor 25, P.J. Towers, Dalal Street, Mumbai-400 001	To, The Manager - Corporate Compliance National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051
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REF: Flexituff Ventures International Limited (ISIN – INE060J01017), BSE Code-533638, NSE Scrip- FLEXITUFF

Sub: Voting Results and Scrutinizer Report

Dear Sir/Madam,

We are enclosing herewith following in relation to the 27th Annual General Meeting of the Company which was held on Thursday, 15th October, 2020 at 02:00 PM IST through Video Conferencing and Other Audio Visual means ("VC/OAVM").

1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.
2. Report of Scrutinizer dated 15th October, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20, 21 and any other applicable provisions of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

The mode of voting at this AGM was remote e-voting and e-voting during AGM.

This is for your information and record.

Thanking you,

For **Flexituff Ventures International Limited**



**Khushboo Kothari
Company Secretary**



Encl: - as above.

VOTING RESULTS AS REQUIRED UNDER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of the AGM	15 th October, 2020
Total number of Shareholders	3222
No. of Shareholders present in the meeting either in person or proxy Promoters and promoter group: Public:	0 0
No. of Shareholders attend the meeting through Video Conferencing: Promoters and promoter group: Public:	26 5 21



ITEM – 1: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter /promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and promoter group	E- Voting	8181603	8181603	100	8181603	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8181603	8181603	100	8181603	-	100
Public-Institutions	E- Voting	800000	800000	100	800000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		800000	800000	100	800000	-	100
Public Non Institutions	E- Voting	6131069	6131069	100	6130982	87	99.9986	0.0014
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6131069	6131069	100	6130982	87	99.9986
Total		15112672	15112672	100	15112585	87	99.9994	0.0006



ITEM – 2: To receive, consider and adopt the audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 together with the report of Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter /promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and promoter group	E- Voting	8181603	8181603	100	8181603	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8181603	8181603	100	8181603	-	100
Public-Institutions	E- Voting	800000	800000	100	800000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		800000	800000	100	800000	-	100
Public Non Institutions	E- Voting	6131069	6131069	100	6130982	87	99.9986	0.0014
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6131069	6131069	100	6130982	87	99.9986
Total		15112672	15112672	100	15112585	87	99.9994	0.0006



ITEM – 3: To appoint a director in place of Ms. Alka Sagar (DIN: 07138477), who retires by rotation and being eligible offers herself for re-appointment

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter /promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and promoter group	E- Voting	8181603	8181603	100	8181603	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8181603	8181603	100	8181603	-	100
Public-Institutions	E- Voting	800000	800000	100	800000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		800000	800000	100	800000	-	100
Public Non Institutions	E- Voting	6131069	6131069	100	6130982	87	99.9986	0.0014
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6131069	6131069	100	6130982	87	99.9986
Total		15112672	15112672	100	15112585	87	99.9994	0.0006



ITEM – 4: Re- appointment of M/s Mahesh C Solanki & Co., Chartered Accountants, Indore, as Joint Statutory Auditor of the Company

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter /promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and promoter group	E- Voting	8181603	8181603	100	8181603	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8181603	8181603	100	8181603	-	100
Public- Institutions	E- Voting	800000	800000	100	800000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		800000	800000	100	800000	-	100
Public Non Institutions	E- Voting	6131069	6131069	100	6130982	87	99.9986	0.0014
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6131069	6131069	100	6130982	87	99.9986
Total		15112672	15112672	100	15112585	87	99.9994	0.0006



ITEM – 5: Appointment of M/s Sanjeev Omprakash Garg & Co. Chartered Accountants, Indore, as Joint Statutory Auditor of the Company.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter /promoter group are interested in the agenda /resolution?		No						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and promoter group	E- Voting	8181603	8181603	100	8181603	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8181603	8181603	100	8181603	-	100
Public-Institutions	E- Voting	800000	800000	100	800000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		800000	800000	100	800000	-	100
Public Non Institutions	E- Voting	6131069	6131069	100	6130982	87	99.9986	0.0014
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6131069	6131069	100	6130982	87	99.9986
Total		15112672	15112672	100	15112585	87	99.9994	0.0006



ITEM – 6: Appointment of Mr. Dharmendra Pawar (DIN: 08068916) a Director and as an Independent Director of the Company.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter /promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and promoter group	E- Voting	8181603	8181603	100	8181603	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8181603	8181603	100	8181603	-	100
Public- Institutions	E- Voting	800000	800000	100	800000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		800000	800000	100	800000	-	100
Public Non Institutions	E- Voting	6131069	6131069	100	6130982	87	99.9986	0.0014
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6131069	6131069	100	6130982	87	99.9986
Total		15112672	15112672	100	15112585	87	99.9994	0.0006



ITEM – 7: Appointment of Mr. Jagdish Prasad Pandey (DIN: 00225969) as Director and Whole Time Director of the Company.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter /promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and promoter group	E- Voting	8181603	8181603	100	8181603	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8181603	8181603	100	8181603	-	100
Public- Institutions	E- Voting	800000	800000	100	800000	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		800000	800000	100	800000	-	100
Public Non Institutions	E- Voting	6131069	6131069	100	6130982	87	99.9986	0.0014
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6131069	6131069	100	6130982	87	99.9986
Total		15112672	15112672	100	15112585	87	99.9994	0.0006





SCRUTINIZER'S REPORT

(Consolidated on remote e-voting and voting through electronic means)

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting through electronic means provided in terms of circulars issued by Ministry of Corporate Affairs]

To,
The Chairperson
M/s. Flexituff Ventures International Limited
(Formerly known as Flexituff International Limited)
CIN: L25202MP1993PLC034616
C41-50, Sec No III SEZ Industrial Area,
Pithampur, Dist. Dhar (M.P.)-454775

Sub: Passing of Resolution through remote e-voting and voting through electronic means conducted at the 27th Annual General Meeting of **Flexituff Ventures International Limited** (The Company) held on Thursday, 15th October, 2020.

Dear Sir,

I, **Ritesh Gupta**, Practicing Company Secretary and proprietor of **Ritesh Gupta & Co., Company Secretaries**, Indore have been appointed as Scrutinizer on 31st August, 2020 pursuant to the authority granted by the Board of Directors of the Company for the purpose of scrutinizing remote e-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and the provisions of regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and also scrutinizing voting through electronic means in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, at the 27th Annual General Meeting of the Equity Shareholders of the Company held on Thursday, 15th October, 2020 through Video Conferencing(VC)/Other Audio Visual Means(OAVM) and I submit my report as under:

1. 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 remote e-voting and voting through electronic means at the Annual General Meeting for the resolutions proposed in the notice of the 27th Annual General



Meeting of the members of the Company. My responsibility as Scrutinizer to scrutinize the remote e-voting process and voting through electronic means at the Annual General Meeting in a fair and transparent manner and also responsible to make a consolidated Scrutinizer's Report of the total votes cast "in favour" or "in against" on the resolutions stated below.

2. In accordance with the Notice of the 27th Annual General Meeting sent to the shareholders and the 'advertisement' published pursuant to Rule 20 of the Companies (Management And Administration) Rules, 2014 the remote e-voting opened at 10:00 A.M. (IST) on Monday, 12th day of October, 2020 and remained opened up to 5:00 P.M. (IST) on Wednesday, 14th day of October, 2020.
3. The members who were on record of the Company as on the "Cut-off" date i.e.; Thursday, 08th October, 2020 were entitled to vote on the resolutions as set out in the notice of the 27th Annual General Meeting of Company.
4. At the end of the voting period on Wednesday, 14th October, 2020 at 5:00 PM, the voting portals of the National Securities Depository Limited (NSDL) was blocked forthwith.
5. The votes cast through remote e-voting were unblocked on 15th October, 2020 at 03:10 PM after the conclusion of the Annual General Meeting in the presence of two witnesses, Ms. Diksha Rajput and Ms. Mansi Birla, who were not in the employment of the Company. They have signed below in confirmation of the same.

Ms. Diksha Rajput

Ms. Mansi Birla

6. Based on the data downloaded from the official website of the National Securities Depository Limited, the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic means at the 27th Annual General Meeting, the Consolidated Report on the results of voting on each resolution are given hereunder:



The brief analysis of the results of remote e-voting and voting through electronic means are as under:

"VOTING RESULTS"

Item of Notice Particulars of Business	Type of Votes	Votes in Favour of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
Item No. 1 Ordinary Resolution (To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the Financial year 31 st March, 2020 together with the reports of the Board of Directors and Auditors thereon)	Remote E-voting	15106079	99.999	87	0.001	0	0.00
	E-voting at the AGM	6506	100	0	0	0	0.00
	Total	15112585	99.999	87	0.001	0	0.00
Item No. 2 Ordinary Resolution: (To receive , consider and adopt the Audited Consolidated Financial Statement of the Company for the Financial year 31 st March, 2020 together with the reports of the Board of Directors and Auditors thereon)	Remote E-voting	15106079	99.999	87	0.001	0	0.00
	E-voting at the AGM	6506	100	0	0	0	0.00
	Total	15112585	99.999	87	0.001	0	0.00





G-1, 56-Anil Nagar, M. R. 9 Road, Indore-8 (MP) ☎94253-11503, 78798-41500, Email: csriteshgupta@gmail.com

<p>Item No. 3 Ordinary Resolution:</p> <p>To appoint a director in place of Ms. Alka Sagar (DIN: 07138477), who retires by rotation and being eligible offers herself for re-appointment.</p>	<p>Remote E-voting</p> <p>E-voting at the AGM</p> <p>Total</p>	<p>15106079</p> <p>6506</p> <p>15112585</p>	<p>99.999</p> <p>100</p> <p>99.999</p>	<p>87</p> <p>0</p> <p>87</p>	<p>0.001</p> <p>0</p> <p>0.001</p>	<p>0</p> <p>0</p> <p>0</p>	<p>0.00</p> <p>0.00</p> <p>0.00</p>
<p>Item No. 4 Ordinary Resolution:</p> <p>(To re-appoint M/s Mahesh C Solanki & Co., Chartered Accountants, Indore (FRN:006228C) be and is hereby re-appointed as a Joint Statutory Auditor of the Company)</p>	<p>Remote E-voting</p> <p>E-voting at the AGM</p> <p>Total</p>	<p>15106079</p> <p>6506</p> <p>15112585</p>	<p>99.999</p> <p>100</p> <p>99.999</p>	<p>87</p> <p>0</p> <p>87</p>	<p>0.001</p> <p>0</p> <p>0.001</p>	<p>0</p> <p>0</p> <p>0</p>	<p>0.00</p> <p>0.00</p> <p>0.00</p>
<p>Item No. 5 Ordinary Resolution:</p> <p>(To appoint M/s Sanjeev Omprakash Garg & Co., Chartered Accountants, Indore (FRN:008773C), be appointed as Joint Statutory Auditors of the company.</p>	<p>Remote E-voting</p> <p>E-voting at the AGM</p> <p>Total</p>	<p>15106079</p> <p>6506</p> <p>15112585</p>	<p>99.999</p> <p>100</p> <p>99.999</p>	<p>87</p> <p>0</p> <p>87</p>	<p>0.001</p> <p>0</p> <p>0.001</p>	<p>0</p> <p>0</p> <p>0</p>	<p>0.00</p> <p>0.00</p> <p>0.00</p>




Item No. 6							
Ordinary Resolution:							
(Appointment of Mr. Dharmendra Pawar (DIN:08068916) a Director and as an Independent Director of the Company)	Remote E-voting	15106079	99.999	87	0.001	0	0.00
	E-voting at the AGM	6506	100	0	0	0	0.00
	Total	15112585	99.999	87	0.001	0	0.00
Item No. 7							
Special Resolution:							
(Appointment of Mr. Jagdish Prasad Pandey (DIN:00225969) a Director and as a Whole Time Director of the Company)	Remote E-voting	15106079	99.999	87	0.001	0	0.00
	E-voting at the AGM	6506	100	0	0	0	0.00
	Total	15112585	99.999	87	0.001	0	0.00

I hereby confirm that I am maintaining the registers received from the Service Provider in respect of votes cast through remote e-voting and voting through electronic means by the members of the company. I shall be providing these records to you or such other person as authorized by you.

Thanking You.

Issued at Indore dated 15th day of October, 2020

For Ritesh Gupta & Co.
Company Secretaries


Ritesh Gupta
Proprietor

FCS: 5200 | CP: 3764

UDIN:F005200B000961342





Countersigned by:
For Flexituff Ventures International Limited
Chairperson/ Company Secretary