

26<sup>th</sup> March, 2021

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 Extra - Ordinary General Meeting of the Company which was held on Friday, 26<sup>th</sup> March, 2021 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 26<sup>th</sup> March, 2021, 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 EGM was remote e-voting and e-voting during EGM.

This is for your information and record.

Thanking you,

For **Flexituff Ventures International Limited**

  
**Rishabh Kumar Jain**  
Company Secretary



Encl: - as above.

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

<b>Date of the EGM</b>	26 <sup>th</sup> March, 2021
<b>Total number of Shareholders</b>	3320
<b>No. of Shareholders present in the meeting either in person or proxy</b>	
Promoters and promoter group:	0
Public:	0
<b>No. of Shareholders attend the meeting through Video Conferencing:</b>	23
Promoters and promoter group:	4
Public:	19



**ITEM – 1:** Re-appointment of Mr. Saurabh Kalani (DIN: 00699380) as the Whole Time Director of the Company for a further term of 3 years with effect from 01.04.2021 to 31.03.2024.

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)		-	-	-	-	-	-
	<b>Total</b>		<b>8181603</b>	<b>8181603</b>	<b>100</b>	<b>8181603</b>	<b>-</b>	<b>100</b>
Public- Institutions	E- Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public Non Institutions	E- Voting	6245512	6245512	100	6245512	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>6245512</b>	<b>6245512</b>	<b>100</b>	<b>6245512</b>	<b>-</b>	<b>100</b>
<b>Total</b>		<b>14427115</b>	<b>14427115</b>	<b>100</b>	<b>14427115</b>	<b>-</b>	<b>100</b>	<b>-</b>

\* Members carrying 19000 votes were excluded from the remote e-voting being the interested members in the resolution no. 1 as mentioned above.



**ITEM – 2:** Re-appointment of Mr. Anand Khandelwal (DIN: 07889346) as the Whole Time Director of the Company for a further term of 3 years with effect from 01.04.2021 to 31.03.2024.

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	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	E- Voting	6264512	6264512	100	6264512	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6264512	6264512	100	6264512	-	100
<b>Total</b>		<b>14446115</b>	<b>14446115</b>	<b>100</b>	<b>14446115</b>	<b>-</b>	<b>100</b>	<b>-</b>



**ITEM – 3:** Approval for remuneration of Mr. Jagdish Prasad Pandey (DIN: 00225969) as Whole-Time Director for 3 years with effect from 11.09.2020-10.09.2023.

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	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	E- Voting	6264512	6264512	100	6264512	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6264512	6264512	100	6264512	-	100
<b>Total</b>		<b>14446115</b>	<b>14446115</b>	<b>100</b>	<b>14446115</b>	<b>-</b>	<b>100</b>	<b>-</b>



## 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 system provided in terms of circular issued by the Ministry of Corporate Affairs]

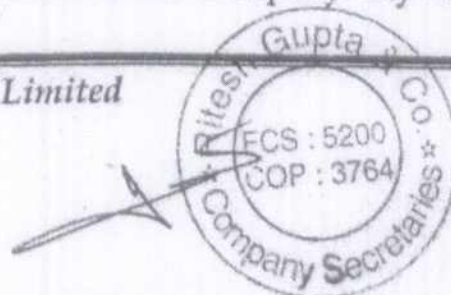
To,  
The Chairman of Extra Ordinary General Meeting of  
M/s. Flexituff Ventures International Limited  
CIN: L25202MP1993PLC034616  
C41-50, Sec No III SEZ Industrial Area,  
Pithampur, Dist. Dhar (M.P.)-454775

Sub.: Consolidated Report of Scrutinizer on passing of resolutions through remote e-voting and voting through electronic system conducted at the Extra Ordinary General Meeting of the members of Flexituff Ventures International Limited (The Company) held on Friday, 26<sup>th</sup> day of March, 2021.

Dear Sir,

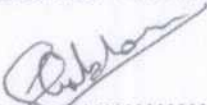
I, Ritesh Gupta, proprietor of Ritesh Gupta & Co., Company Secretaries, Indore, have been appointed as scrutinizer on 10<sup>th</sup> February, 2021 pursuant to the authority granted by the Board of Directors of Flexituff Ventures International Limited, for the purpose of scrutinizing the remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and also scrutinizing voting through electronic system 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 Extra Ordinary General Meeting of the Company held on Friday, 26<sup>th</sup> March, 2021 at 02:00 P.M. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

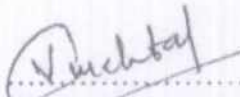
1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through remote e-voting and voting through electronic system at the Extra Ordinary General Meeting for the resolutions proposed in the notice of the Extra Ordinary General Meeting of the members of the Company. My responsibility as Scrutinizer



to scrutinize the remote e-voting process and voting through electronic system at the Extra Ordinary 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 Extra Ordinary General Meeting sent to the members and the 'advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 the remote e-voting opened at 10:00 A.M. on Tuesday, 23<sup>rd</sup> March, 2021 and remained opened up to 5:00 P.M. on Thursday, 25<sup>th</sup> March, 2021.
3. The members who were on record of the Company as on the "Cut - off" date i.e.; Friday, 19<sup>th</sup> March, 2021 were entitled to vote on the resolutions as set out in the notice of the Extra Ordinary General Meeting of the Company.
4. The facility to vote through e-voting system is available for all those members, who are present in this meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so.
5. After 15 minutes of conclusion of the Extra Ordinary Meeting, the vote casts through e-voting system during the EGM and through remote e-voting were unblocked on 26<sup>th</sup> March, 2021 in the presence of two witnesses, Mr. Shubham Sharma and Ms. Vandana Mehta, who are not in the employment of the Company.

  
.....  
Mr. Shubham Sharma

  
.....  
Ms. Vandana Mehta

6. Based on the data downloaded from the official website of the National Securities Depository Limited (NSDL), the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic system at the Extra Ordinary 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 system are as under:

**"VOTING RESULTS"**

	Type of Votes	Votes in Favour of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<b>Item No. 1</b>							
<b>Special Resolution:</b>							
To re-appoint Mr. Saurabh Kalani (DIN: 00699380) as the Whole Time Director of the Company for a further term of 3 years with effect from 01.04.2021 to 31.03.2024.	Remote E-voting	14427108	100%	0.00	0.00	0.00	0.00
	E-voting at the EGM	7.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>14427115</b>	<b>100%</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<i>Note: members carrying 19000 votes were excluded from the remote e-voting being the interested members in the resolution no.1 as mention above.</i>							
<b>Item No. 2</b>							
<b>Special Resolution:</b>							
To re-appoint Mr. Anand Khandelwal (DIN: 07889346) as the Whole Time Director of the Company for a further term of 3 years with effect from 01.04.2021 to 31.03.2024	Remote E-voting	14446108	100%	0.00	0.00	0.00	0.00
	E-voting at the EGM	7.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>14446115</b>	<b>100%</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Item No. 3</b>							
<b>Special Resolution:</b>							
To provide remuneration to Mr. Jagdish Prasad Pandey (DIN: 00225969) Whole-Time Director for 3 years with effect from 11th September, 2020	Remote E-voting	14446108	100%	0.00	0.00	0.00	0.00
	E-voting at the EGM	7.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>14446115</b>	<b>100%</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>



**RITESH GUPTA**  
**M.Com., LL.B., FCS.**



**RITESH GUPTA & CO.**  
**COMPANY SECRETARIES**

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

You may accordingly declare the result considering the consolidated report of remote e-voting and e-voting during EGM.

All the relevant records received from the Service Provider electronically in respect of votes cast through of remote e-voting and voting through electronic system during the EGM will be provided to you or such other person as authorized by you after the Chairman considers, approves and sign the minutes of the Extra Ordinary General Meeting.

Thanking You.

Issued at Indore dated 26<sup>th</sup> of March, 2021.

For Ritesh Gupta & Co.  
Company Secretaries

  
Ritesh Gupta  
Proprietor  
FCS: 5200 | CP: 3764  
UDIN: F005200B004150981



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