

1<sup>st</sup> October, 2022

<b>To,</b> <b>The Listing Manager</b> <b>BSE Limited</b> <b>Floor 25, P.J. Towers, Dalal Street,</b> <b>Mumbai-400 001</b>	<b>To,</b> <b>The Manager - Corporate Compliance</b> <b>National Stock Exchange of India Limited</b> <b>Exchange Plaza, Bandra Kurla Complex,</b> <b>Bandra (East), Mumbai- 400 051</b>
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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,

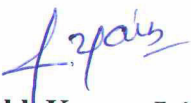
We are enclosing herewith following in relation to the 29<sup>th</sup> Annual General Meeting of the Company which was held on Friday, 30<sup>th</sup> September, 2022 at 04:00 PM IST through Video Conferencing and Other Audio Visual means ("VC/OAVM").

1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.
2. Report of Scrutinizer dated 30<sup>th</sup> September, 2022 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

  
**Rishabh Kumar Jain**  
**Company Secretary**  
**(Membership No- F7271)**  
Encl: - as above.



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

<b>Date of the AGM</b>	30 <sup>th</sup> September, 2022
<b>Total number of Shareholders</b>	4945
<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>	36
Promoters and promoter group:	5
Public:	31



**ITEM – 1:** To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022 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	100	8181603	-	100	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)	8181603									
	Total		8181603	100	8181603	-	100	-			
Public- Institutions	E- Voting		-	-	-	-	-	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)	-									
	Total		-	-	-	-	-	-			
Public Non Institutions	E- Voting	5606943	5606943	100	5606902	41	100	0			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	5606943	5606943	100	5606902	41	100	0			
Total		13788546	13788546	100	13788505	41	100	0			



**ITEM – 2:** To receive, consider and adopt the audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with the report 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	100	8181603	-	100	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)	8181603									
	Total	8181603	8181603	100	8181603	-	100	-			
Public- Institutions	E- Voting		-	-	-	-	-	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)										
	Total	-	-	-	-	-	-	-			
Public Non Institutions	E- Voting		5606943	100	5606902	41	100	0			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)	5606943									
	Total	5606943	5606943	100	5606902	41	100	0			
Total		13788546	13788546	100	13788505	41	100	0			



**ITEM – 3:** To appoint a director in place of Mr. Jagdish Prasad Pandey (DIN: 00225969), who retires by rotation and being eligible offers himself 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	100	8181603	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	8181603						
	Total	8181603	8181603	100	8181603	-	100	-
Public- Institutions	E- Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	-						
	Total	-	-	-	-	-	-	-
Public Non Institutions	E- Voting		5606943	100	5606902	41	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	5606943						
	Total	5606943	5606943	100	5606902	41	100	0
Total		13788546	13788546	100	13788505	41	100	0



**ITEM - 4:** Ratification of Appointment of Mr. Rahul Chouhan (DIN- 03307553) as Whole Time 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	100	8181603	-	100	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)	8181603									
	Total		8181603	100	8181603	-	100	-			
Public- Institutions	E- Voting		-	-	-	-	-	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)	-									
	Total		-	-	-	-	-	-			
Public Non Institutions	E- Voting		5606943	100	5606902	41	100	0			
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)	5606943									
	Total		5606943	100	5606902	41	100	0			
Total		13788546	13788546	100	13788505	41	100	0			



**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

**SCRUTINIZER'S REPORT**

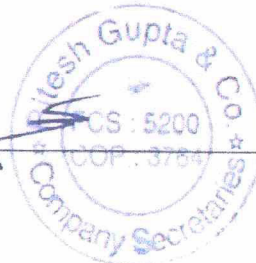
(Consolidated report on remote e-voting and voting through electronic means)  
[Pursuant to Section 108 of the Companies Act, 2013 read with  
Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting  
through electronic system provided in terms of circulars issued by  
Ministry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

To,  
The Chairperson  
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 29<sup>th</sup> Annual General Meeting of the members of Flexituff Ventures International Limited (The Company) held on 30<sup>th</sup> September, 2022.

Dear Sir,

I, Ritesh Gupta, Practicing Company Secretary and proprietor of Ritesh Gupta & Co., Company Secretaries, Indore have been appointed as Scrutinizer on 10<sup>th</sup> August, 2022 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 in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and also scrutinizing e-voting through electronic system in accordance with General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14<sup>th</sup>, 2021 and No. 2/2022 dated May 5, 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars") at the 29<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Friday, 30<sup>th</sup> September, 2022 through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and I submit my report as under:



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



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

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 29<sup>th</sup> 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 29<sup>th</sup> 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 Tuesday, 27<sup>th</sup> day of September, 2022 and remained opened up to 5:00 P.M. (IST) on Thursday, 29<sup>th</sup> day of September, 2022.
3. The members who were on record of the Company as on the "Cut-off" date i.e.; Friday, 23<sup>rd</sup> September, 2022 were entitled to vote on the resolutions as set out in the notice of the 29<sup>th</sup> Annual General Meeting of Company.
4. At the end of the voting period on Thursday, 29<sup>th</sup> September, 2022 at 5:00 P.M., the voting portal of the Central Depository Services (India) Limited (CDSL) was blocked forthwith.
5. At the 29<sup>th</sup> Annual General Meeting, the facility for voting 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.
6. The votes cast through remote e-voting and voting through e-voting system at the Annual General Meeting were unblocked on 30<sup>th</sup> September, 2022 at 04:55 P.M. after the conclusion of the Annual General Meeting in the presence of two witnesses, Ms. Krati Jain and Mr. Ayush Sahu, who are not in the employment of the Company.
7. Based on the data downloaded from the official website of the Central Depository Services (India) Limited (CDSL), the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic means at the 29<sup>th</sup> 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	(%)
<b>Item No. 1</b> <b>Ordinary Resolution</b>  (To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022 together with the reports of the Board of Directors and Auditors thereon)	Remote E-voting	13788546	100	41	0	0	0.00
	E-voting at the AGM	0	0	0	0	0	0.00
	<b>Total</b>	<b>13788546</b>	<b>100</b>	<b>41</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Item No. 2</b> <b>Ordinary Resolution:</b>  (To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022 together with the report of Auditors thereon).	Remote E-voting	13788546	100	41	0	0	0.00
	E-voting at the AGM	0	0	0	0	0	0.00
	<b>Total</b>	<b>13788546</b>	<b>100</b>	<b>41</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Item No. 3</b> <b>Ordinary Resolution:</b>  (To appoint a director in place of Mr. Jagdish Prasad Pandey (DIN: 00225969), who retires by rotation and being eligible offers himself for re-appointment.)	Remote E-voting	13788546	100	41	0	0	0.00
	E-voting at the AGM	0	0	0	0	0	0.00
	<b>Total</b>	<b>13788546</b>	<b>100</b>	<b>41</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**RITESH GUPTA**  
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Item No. 4 Special Resolution:								
(Ratification of appointment of Mr. Rahul Chouhan (DIN-03307553) as whole-time director of the Company)	Remote E-voting	13788546	100	41	0	0	0.00	
	E-voting at the AGM	0	0	0	0	0	0.00	
	Total	13788546	100	41	0	0	0.00	

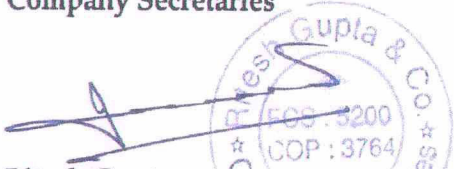
All the Resolutions under remote E-voting and E-voting at AGM shall be deemed to have been passed with the requisite majority.

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.

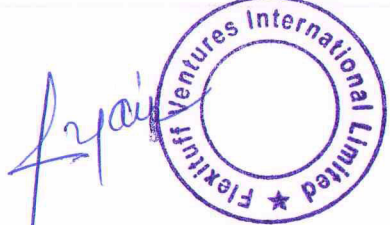
Thanking You.

Issued at Indore dated 30<sup>th</sup> day of September, 2022

For Ritesh Gupta & Co.,  
Company Secretaries

  
Ritesh Gupta  
Proprietor  
FCS: 5200 | CP: 3764  
UDIN: F005200D001105849



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

