



Flexituff Ventures International Limited
C41-50, SEZ Sector-3
Pithampur – 454 775, Distt. Dhar (M.P.) India
Phone: 91-7292420200, 401681-82-83
Fax : 91-7292-401684
Email: cs@flexituff.com url: www.flexituff.com
CIN : L25202MP1993PLC034616

22nd March, 2023

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
--	---

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 Tuesday, 21st March, 2023 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 22nd March, 2023 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
Digitally signed by
RISHABH KUMAR
JAIN
Date: 2023.03.22
16:52:16 +05'30'

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

Date of the EGM	21 st March, 2023
Total number of Shareholders	4598
No. of Shareholders present in the meeting either in person or proxy	0
Promoters and promoter group:	0
Public:	0
No. of Shareholders attend the meeting through Video Conferencing:	30
Promoters and promoter group:	5
Public:	25



ITEM – 1: Issuance of Equity Warrants of the Company to certain identified persons / entity on Preferential Basis.

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	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	5490107	5490107	100	5057940	432167	92.1283	-	7.8717		
	Poll		-	-	-	-	-	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	5490107	5490107	100	5057940	432167	92.1283	-	7.8717		
Total		13671710	13671710	100	13239543	432167	96.8390	-	3.1610		
	Total	13671710	13671710	100	13239543	432167	96.8390	-	3.1610		



ITEM – 2: Issuance of Equity Shares of the Company to certain identified persons/ entity on Preferential Basis.

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	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	5490107	5490107	100	5057940	432167	92.1283	-	7.8717
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
	Total	5490107	5490107	100	5057940	432167	92.1283	-	7.8717
Total		13671710	13671710	100	13239543	432167	96.8390	-	3.1610



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 Extra Ordinary General Meeting of the members of Flexituff Ventures International Limited (The Company) held on 21st March, 2023.

Dear Sir,

I, **Ritesh Gupta**, Practicing Company Secretary and proprietor of **Ritesh Gupta & Co., Company Secretaries**, Indore have been appointed as Scrutinizer on 24th February, 2023 pursuant to the authority granted by the Board of Directors of **Flexituff Ventures International Limited (CIN: L25202MP1993PLC034616)** 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 14th, 2021, No. 2/2022 dated May 5, 2022 No. 10/2022 & 11/2022 dated December 28, 2022 respectively, and other applicable circular(s) issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), at the Extra Ordinary General Meeting of the Equity Shareholders of the Company held on Tuesday, 21st March, 2023 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 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 means 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 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 Saturday, 18th day of March, 2023 and remained opened up to 5:00 P.M. (IST) on Monday, 20th day of March, 2023.
3. The members who were on record of the Company as on the "Cut-off" date i.e.; Tuesday, 14th March, 2023 were entitled to vote on the resolutions as set out in the notice of the Extra Ordinary General Meeting of Company.
4. At the end of the voting period (remote e-voting) on Monday, 20th March, 2023 at 5:00 P.M., the voting portal of the Central Depository Services (India) Limited (CDSL) was closed forthwith.
5. At the Extra Ordinary 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 Extra Ordinary General Meeting were unblocked on 21st March, 2023 at 04:42 P.M. after the conclusion of the Extra Ordinary General Meeting in the presence of two witnesses, Ms. Payal Paras and Ms. Upasana Nagpal, 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 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 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 Special Resolution: (Issuance of 59,40,000 Equity Warrants at Rupees 31.50 per warrant aggregating upto Rupees 18,71,10,000 with right to the warrant holders to apply and allotted equity share of face value of Rupees 10/- each at a premium of Rupees 21.50 per share within period of 18 months from the date of allotment of the warrants of the company to certain identified persons on preferential basis).	Remote E-voting	13239542	96.84	432167	3.16	0	0.00
	E-voting at the EGM	1	100	0	0	0	0.00
	Total	13239543	96.84	432167	3.16	0	0.00
Item No. 2 Special Resolution: (Issuance of 20,00,000 Equity Shares having face value of Rupees 10/- each at a price of Rupees 31.50 per shares including premium of Rupees 21.50 per share aggregating up to Rupees 6,30,00,000 to the proposed allottees of the company on preferential basis).	Remote E-voting	13239542	96.84	432167	3.16	0	0.00
	E-voting at the AGM	1	100	0	0	0	0.00
	Total	13239543	96.84	432167	3.16	0	0.00

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

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

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 22nd day of March, 2023

For Ritesh Gupta & Co.
Company Secretaries

Ritesh
Gupta

Digitally signed
by Ritesh Gupta
Date: 2023.03.22
11:34:05 +05'30'

Ritesh Gupta
Proprietor
FCS: 5200 | CP: 3764
PR Certificate No. 750/2020
UDIN: F005200D003304386

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