

Consolidated Scrutinizers' Report
On Remote E-Voting & Remote Electronic Voting during EGM

To,
The Chairman of Extra Ordinary General Meeting
United Polyfab Gujarat Limited
Survey No. 238/239, Shahwadi, Opp. New Aarvee Denim,
Naroi-Sarkhej Highway, Ahmedabad-382405

Dear Sir,

Sub: Consolidated Scrutinizer Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and Remote Electronic Voting during Extra Ordinary General Meeting of United Polyfab Gujarat Limited, held on Friday, December 09, 2022 at 05:12 P.M. IST through two-way Video Conferencing ('VC') facility or other audio visual means ('OAVM') via ZOOM Platform.

We have been appointed as the Scrutinizer by the Board of Directors of the **United Polyfab Gujarat Limited** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote E-Voting as well as remote electronic voting during the Extra Ordinary General Meeting ("EoGM") of the Company, held on Friday, December 09, 2022 at 05:12 P.M. IST through two-way Video Conferencing ("VC") facility or other audio visual means ("OAVM") via ZOOM Platform, in respect of businesses set forth in the notice of the Extra Ordinary General Meeting ("EoGM") of the Company, in a fair and transparent manner.

In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') vide its General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021 and Circular dated May 5, 2022 (collectively referred to as 'MCA Circulars') has permitted the holding of the EGM through Video Conferencing ('VC') / Other Audio Visual means ('OAVM'), without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the EGM of the Company is being held through VC/ OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.

RESPONSIBILITY OF THE MANAGEMENT OF THE COMPANY

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to Remote E-Voting as well as remote electronic voting during the EGM and holding of EGM through VC or OAVM.

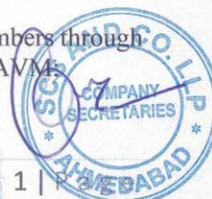
RESPONSIBILITY OF SCRUTINIZER

Our responsibility, as a scrutinizer, is limited to ensure and scrutinize the voting done through remote e-voting and remote electronic voting by Shareholders present during the EGM through VC or OAVM in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL" or "E-voting Agency").

As per the Notice of EGM, below mentioned businesses (resolution) were proposed for the approval of Members through Remote E-voting and remote electronic voting by Shareholders present during the EGM through VC or OAVM.

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Firm Registration Number: - L2020GJ008700, Peer Review No. 1677/2022

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Ordinary Resolution:

- I. To Approve Increase In Authorised Share Capital Of The Company And Make Consequent Alteration In Clause V Of The Memorandum Of Association.

Special Resolution:

- II. To Consider And Approve Issuance Of Warrant Convertible Into Equity Shares On Preferential Basis To Promoter Category Shareholders Of The Company.

We hereby report as under;

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, November 11, 2022, the Company completed dispatch of the Notice of the EGM;
 - Through E-Mail on Thursday, November 17, 2022 to the members whose E-Mail Id's are registered with company/depository participant;
 - Further, in light of the MCA Circulars referred herein above, for this EGM, those shareholders who have not yet registered their e-mail address were requested to get their e-mail addresses submitted, by following the procedure given below;
 - a) In case shares were held in physical mode, by providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@unitedpolyfab.com
 - b) In case shares were held in demat mode, by providing DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@unitedpolyfab.com.
 - c) Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
2. The Company has also placed the Notice of EGM on the website of the Company at www.upgl.in on web site of E-voting Agency at www.evoting.nsdl.com and on website of NSE at www.nseindia.com.
3. The Company has given the newspaper advertisement for date and time of commencement and end of remote e-voting, remote electronic voting during EGM and EGM, Process of registration of emails, completion of dispatch of notice of EGM in;
 - A. Financial Express (English Language) on Friday, November 18, 2022 &
 - B. Financial Express (Vernacular Gujarati Language) on Friday, November 18, 2022.
4. The Company had availed facility offered by NSDL for conducting Remote E-Voting as well as remote electronic voting during the EGM by the Shareholders.
5. The Shareholders holding Shares as on the "Cut off" date, i.e. Friday, December 02, 2022 were entitled to vote through Remote E-Voting as well as remote electronic voting during the EGM on the businesses mentioned in the Notice of EGM of the Company.
6. In terms of the aforesaid Notice, Remote E-Voting was opened for three days which commenced 9:00 A.M. on Tuesday, December 06, 2022 and 5:00 P.M. on Thursday, December 08, 2022 and members of the Company, holding Equity Shares of the Company as on Friday, December 02, 2022, were required to cast their votes electronically.

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conveying their assent or Dissent in respect of the special business, through remote e-voting platform provided by NSDL.

7. The Remote E-Voting Platform was then after completed ("Blocked") in due time.
8. Since this EGM was held pursuant to the MCA Circulars referred herein above through VC or OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of the above referred MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispense with.
9. Members attended the meeting through VC or OAVM via ZOOM Platform had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
10. During the EGM, the Company had provided the facility of remote electronic voting to those Shareholders who were present at the Meeting and had not already voted through e-voting platform of NSDL and the said facility was available for voting till 15 minutes after closure of EGM.
11. The EGM was concluded on Friday, December 09, 2022 at 05:20 P.M. IST. After the conclusion of EGM, the remote electronic voting was locked and finalized on Friday, December 09, 2022 around at 05:36 P.M. IST and the report on voting done through electronic voting system during the EGM in respect of businesses set forth in the notice of Extra Ordinary General Meeting ("EGM") of the Company, was generated in my presence and the voting was diligently scrutinized.
12. The vote cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. We have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.
13. The consolidated results of Remote E-Voting as well as remote electronic voting during the EGM in respect of resolutions placed in the notice of EGM is **annexed herewith**.
14. The Register, all other papers and relevant records relating to Remote E-Voting as well as remote electronic voting during the EGM shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid EGM and thereafter the same will be handed over to the Company Secretary of the Company.
15. The result of the voting by members through Remote E-Voting as well as remote electronic voting during the EGM in respect of the above mentioned businesses may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

Place: Ahmedabad
Date: December 12, 2022

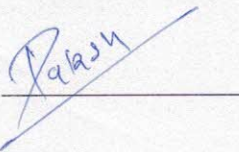
For SCS and Co. LLP
Company Secretaries
Firm Registration Number: - L2020GJ008700
Peer Review Number:- 1677/2022

Anjali Sangtani
Partner

M. No. A41942, COP: - 23630
UDIN: - A041942D002686474


Declaration

We, the undersigned witnessed that the remote e-voting was unblocked and remote electronic voting and electronic voting reports were received from the NSDL in our presence on Friday, December 09, 2022 around at 05:36 P.M. IST at the office of Anjali Sangtani, Practising Company Secretary, Partner of M/s SCS and Co LLP the scrutinizer.



Witness 1:

Mr. Daksh Pachori



Witness 2:

Ms. Darshna Vaghela

Countered by
For, United Polyfab Gujarat Limited

Gagan Nirmalkumar Mittal
Chairman of EGM



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Detailed Consolidated Results of remote e-voting and remote Electronic voting during EGM of United Polyfab Gujarat Limited (In SEBI Format)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution: To Approve Increase in Authorised Share Capital of the Company and make Consequent Alteration in Clause V of the Memorandum of Association				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	95,42,050	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	95,42,050	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting	14,04,020	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	14,04,020	0	0.00	0	0.00	0.00	0.00
Public-Non Institutions	E-Voting	1,00,05,480	35,21,243	35.1931	35,21,243	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1,00,05,480	35,21,243	35.1931	35,21,243	0	100.00	0.00
Total		2,09,51,550	35,21,243	16.8066	35,21,243	0	100.00	0.00
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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**Detailed Consolidated Results of remote e-voting and remote Electronic voting During EGM of
United Polyfab Gujarat Limited
(In Companies Act, 2013 Format)**

Resolution 1:**Ordinary Resolution**

To Approve Increase in Authorised Share Capital of the Company and make Consequent Alteration in Clause V of the Memorandum of Association

i. Voted in favour of the resolution:

Voting Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting during Extra Ordinary General Meeting	0	0	0.00%
Remote E-voting	17	35,21,243	100%
Total	17	35,21,243	100%

ii. Voted against the resolution:

Voting Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting during Extra Ordinary General Meeting	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

iii. Invalid Votes:

Voting Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting during Extra Ordinary General Meeting	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%



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Detailed Consolidated Results of remote e-voting and remote Electronic voting during EGM of United Polyfab Gujarat Limited (In SEBI Format)

Resolution (2)								
Resolution required: (Ordinary / Special)					Special Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered					Special Resolution To Consider and Approve Issuance of Warrant convertible into Equity Shares on Preferential Basis to Promoter Category Shareholders of the Company.			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	95,42,050	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	95,42,050	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting	14,04,020	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	14,04,020	0	0.00	0	0.00	0.00	0.00
Public-Non Institutions	E-Voting	1,00,05,480	35,21,243	35.1931	35,21,243	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1,00,05,480	35,21,243	35.1931	35,21,243	0	100.00	0.00
Total		2,09,51,550	35,21,243	16.8066	35,21,243	0	100.00	0.00
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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**Detailed Consolidated Results of remote e-voting and remote Electronic voting During EGM of
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(In Companies Act, 2013 Format)**

Resolution 2:**Special Resolution**

To Consider and Approve Issuance of Warrant convertible into Equity Shares on Preferential Basis to Promoter Category Shareholders of the Company. Voted in favour of the resolution:

Voting Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting during Extra Ordinary General Meeting	0	0	0.00%
Remote E-voting	17	35,21,243	100%
Total	17	35,21,243	100%

i. Voted against the resolution:

Voting Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting during Extra Ordinary General Meeting	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

ii. Invalid Votes:

Voting Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting during Extra Ordinary General Meeting	0	0	0.00%
Remote E-voting	0	0	0.00%
Total	0	0	0.00%

