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COMPANY SECRETARIES

Scrutinizer Report on Remote E-Voting and Postal Ballot in Respect of resolutions proposed through Postal Ballot

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the board
United Polyfab Gujarat Limited
Survey No. 238, 239, Shahwadi,
Opp. New Aarvee Denim, Narol-Surkhej Highway,
Ahmedabad- 382405

Dear Sir,

Sub: Scrutinizer Report on Special Businesses proposed through Postal Ballot under section 110 read with section 108 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof).

We have been appointed as the Scrutinizer by the Board of Directors of the United Polyfab Gujarat Limited ("the Company"), pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the votes casted by the Members of the Company through Remote E-Voting facility of National Securities Depository Limited ("NSDL") in respect of Special Businesses proposed through Postal Ballot Notice dated February 29, 2024 ("Postal Ballot") and carrying out the said Postal Ballot process in a fair and transparent manner.

RESPONSIBILITY OF THE MANAGEMENT OF THE COMPANY:

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and passing of resolutions through Postal Ballot.

RESPONSIBILITY OF SCRUTINIZER:

Our responsibilities, as a scrutinizer, is limited to ensure and scrutinize the votes casted through remote e-voting platform and supervise the process of postal ballot in a fair and transparent manner and to make a report on the votes casted "In favour" or "against" the resolutions, based on the reports generated from the remote e-voting platform of E-voting agency.

IT MAY BE NOTED THAT;

In accordance with the MCA Circulars and the SEBI Listing Regulations, the Company is sending the Notice in electronic form only by e-mail to all Members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories viz., National Securities Depository Limited (the "NSDL") and Central Depository Services (India) Limited (the "CDSL") as on Friday, February 23, 2024 (the "Cut-Off Date") and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the Registrar and Share Transfer Agent of the Company, Satellite Corporate Services Private Limited (the "RTA"), in accordance with the provisions of the Act read with the rules framed thereunder and the framework provided under the MCA circulars. Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a member as on the Cut-Off Date or who becomes a member of the Company after the Cut-Off Date should treat this Notice for information purposes only. In accordance with the MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the Notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the Members for the Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the e-voting system only.

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As per the Notice of Postal Ballot, following Special Businesses were proposed for the approval of Members through Remote E-voting;

1. **Special Resolution:**
Approval of Material Related Party Transaction(S) With United Polyfab Private Limited.
2. **Special Resolution:**
Approval Of Material Related Party Transaction(S) With United Techfab Private Limited

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, February 23, 2024, the Company completed dispatch of the Notice of the Postal Ballot;
 - Through E-Mail on Thursday, February 29, 2024 to the members, whose E-Mail Id's were registered with company/depository participant;
 - On account of threat posed by COVID-19 and in terms of the MCA and SEBI Circulars, the Company had sent Notice of Postal Ballot in electronic form only. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. Therefore, those shareholders who had not yet registered their e-mail address were requested to get their e-mail addresses submitted, by following the procedure given below:
 - i. In case shares are 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.
 - ii. In case shares are held in demat mode, by providing DPID-CLID (16digit DPID + CLID or 16digit 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.
 - iii. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
2. Company hosted Postal Ballot Notice on its website viz.: info@unitedpolyfab.com and e-voting website viz. www.evoting.nsdl.com and at the announcement section of the website of the Stock Exchange, i.e. on National Stock Exchange of India Limited on which the equity shares of the Company are listed.
3. The Company has published the newspaper advertisement for date and time of commencement and end of remote e-voting and Postal Ballot in;
 - A. Financial Express (English Language) on Saturday, March 2, 2024
 - B. Financial Express (Vernacular Language - Gujarati) on Saturday, March 2, 2024
4. The Shareholders holding Shares as on the "Cut off" date, i.e. Friday, February 23, 2024 were entitled to vote through remote e-voting platform on the businesses mentioned in the Notice of Postal Ballot of the Company.
5. In terms of the aforesaid Notice, remote e-voting was opened for thirty days which commenced on Saturday, March 2, 2024 (09:00 A.M.) and ended on Sunday, March 31, 2024 (05:00 P.M.) (Both days inclusive) and members of the Company, holding Equity Shares of the Company as on Friday, February 23, 2024 were required to cast their votes electronically, conveying their assent or Dissent in respect of the special businesses mentioned in the Notice of Postal Ballot through remote e-voting platform provided by NSDL.

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6. After the Completion of Voting Period as mentioned above, we have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of NSDL Remote E-voting Platform.
7. The summary of votes casted through remote e-voting platform in respect of special businesses proposed in the notice of postal ballot is **annexed herewith**.
8. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot and thereafter the same will be handed over to the Company Secretary of the Company.
9. The result of the voting by members through remote e-voting 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.
10. After the taking into account the remote e-voting result, we report that, the Special Resolutions as contained in the notice of Postal Ballot dated February 29, 2024 has been passed with requisite majority.

Place: Ahmedabad
Date: April 01, 2024

For SCS and Co. LLP
Company Secretaries
ICSI Unique Code:-L2020GJ008700
Peer Review No.: 5333/2023



Anjali Sangtani
Partner

ACS No.: 41942 C P No.: 23630
ICSI UDIN: A041942F000004938



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DECLARATION

We, the undersigned witnessed that the remote e-voting result/list was unblocked and remote electronic voting and electronic voting reports were received from the NSDL in our presence on April 01, 2024 around at 11:31 A.M. at the office of Anjali Sangtani, Practising Company Secretary, Partner of M/s SCS and Co LLP the scrutinizer.

Aanshee Shah

Witness 1:

Ms. Aanshee Shah

Payal

Witness 2:

Ms. Payal Jain

Countersigned By
For United Polyfab Gujarat Limited



Gagan Nirmalkumar Mittal
Chairman & Managing Director
DIN: 00593377



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Annexure

Detailed Results of Remote e-voting and Postal Ballot on Special Businesses proposed in Postal Ballot Notice dated February 29, 2024 by the United Polyfab Gujarat Limited (in SEBI Format)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transaction(S) With United Polyfab Private Limited:				
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	11541992	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	11541992	0	0	0	0.00	0	0.00
Public-Institutions	E-Voting	1404000	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1404000	0.00	0.00	0.00	0.00	0.00	0.00
Public-Non Institutions	E-Voting	10005558	3715458	37.1339	3715458	0.00	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	10005558	3715458	37.1339	3715458	0.00	100.00	0.00
Total		22951550	3715458	16.1883	3715458	0	100.00	0.00
Whether resolution is Pass or Not.						Yes		
Disclosure of Notes on Resolution						-		

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



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Resolution (2)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				YES				
Description of resolution considered				Approval of Material Related Party Transaction(S) With United Techfab Private Limited:				
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	11541992	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	11541992	0	0	0	0.00	0	0.00
Public-Institutions	E-Voting	1404000	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1404000	0.00	0.00	0.00	0.00	0.00	0.00
Public-Non Institutions	E-Voting	10005558	3715458	37.1339	3715458	0.00	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	10005558	3715458	37.1339	3715458	0.00	100.00	0.00
Total		22951550	3715458	16.1883	3715458	0	100.00	0.00
Whether resolution is Pass or Not.						Yes		
Disclosure of Notes on Resolution						-		

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



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Resolution 1: Special Resolution:

Approval of Material Related Party Transaction(S) With United Polyfab Private Limited

i. Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	23	3715458	100.00
Total	23	3715458	100.00

ii. Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Total	0	0	0

iii. Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Total	0	0



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Resolution 2: Special Resolution:

Approval of Material Related Party Transaction(S) With United Techfab Private Limited:

i. Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	23	3715458	100
Total	23	3715458	100

ii. Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Total	0	0	0

iii. Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Total	0	0



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