

AVS & ASSOCIATES
Company Secretaries
(Peer Reviewed Firm)

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Scrutinizer Report on
Remote E-voting and Electronic Voting at the 36th Annual General Meeting

To,
Mr. Jagmeet Singh Sabharwal
Managing Director
United Van Der Horst Limited

The 36th Annual General Meeting (“36th AGM or AGM”) of the Shareholders of M/s. **United Van Der Horst Limited** (hereinafter referred as “the Company”) held on **Tuesday, 26th September, 2023** at 03:00 P.M. IST through Video Conferencing (“VC”)/Other Audio-Visual Means (“OVAM”) pursuant to General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, and Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 respectively, issued by the Ministry of Corporate Affairs (“MCA”) (“MCA Circulars”) and SEBI Circular No. SEBI/ HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIRP/ 2021/11 dated January 15, 2021, Circular SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, and Circular SEBI/HO/ CFD/PoD-2/ P/CIR/2023/4 dated January 05, 2023, issued by the Securities and Exchange Board of India (“SEBI Circulars”) and in compliance with the provisions of the Companies Act, 2013 (“Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Subject: Scrutinizer’s Report on voting through remote e-voting and electronic voting at the 36th AGM of the shareholders of the Company held on Tuesday, September 26, 2023 at 03:00 P.M. through video conferencing (“VC”)/other audio-visual means (“OVAM”) in terms of provisions of the Companies Act, 2013 (hereinafter the ‘Act’ read with the rules made there under and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

A. I, Vijay Yadav, Partner of M/s. AVS & Associates, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of the Board of Directors of the Company held on **Friday, July 28, 2023** to conduct the following:

- (i) **Remote e-voting** process done by the shareholders of the Company 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
 - (ii) **Electronic Voting at the 36th AGM** held on Tuesday, September 26, 2023 under the provisions of Section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 further read with MCA Circulars and SEBI Circulars.
- B. The Compliance with the relevant provisions of the Act and rules made thereunder and applicable regulations of the Listing Regulations read with MCA Circulars and SEBI Circulars in relation to voting through Remote e-voting, Electronic Voting at the AGM and presence of a quorum at the AGM on the proposed resolutions mentioned in the Notice dated July 28, 2023 is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting process in all modes are conducted in fair and transparent manner and render scrutinizer report based on reports generated from the electronic voting system provided by Link Intime India Pvt. Ltd. (“**LI IPL**”) and votes cast by shareholders at the AGM.
- C. Pursuant to sections 101, 108 of the Act and Rule 20 Companies (Management & Administration) Rules, 2014 (including any statutory modification (s) or re-enactment (s) thereof for the time being in force), the Company has confirmed that the electronic copy of Notice of 36th AGM along with Annual Report was sent to the shareholders whose e-mail addresses are registered with the Company/ Depository Participant/Depository in compliance with MCA Circulars and SEBI Circulars.
- D. The Company had appointed Link Intime India Pvt. Ltd. (“**LI IPL**”) to provide facility to the shareholders for participation in the 36th AGM through VC/OAVM and conducting the electronic voting by the shareholders at the 36th AGM. After the time fixed for the closing of electronic voting at the 36th AGM by the Chairman, voting was closed and votes cast were unblocked.
- E. The members of the Company holding shares as on the “Cut Off” date on Tuesday, September 19, 2023, were entitled to vote the resolutions forming part of the notice of the AGM.
- F. The Company had availed the remote e-voting facility provided by Link Intime India Pvt. Ltd. (“**LI IPL**”) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting **commenced on Saturday, September 23, 2023 (09.00 a.m. IST) and ended on Monday, September 25, 2023 (05.00 p.m. IST)** and the **LI IPL** remote e-voting portal was blocked in the presence of Ms. Meet Karia and Mr. Rohan Surekar who are not in employment of the Company.
- G. I submit a report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to and during the 36th AGM in respect of the said resolutions.

ORDINARY BUSINESS:

Item No. 1 - Ordinary Resolution:

Adoption of Audited Financial Statements for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstan ding 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	Remote E-voting	41,17,085	41,17,085	100.00	41,17,085	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	41,17,085	41,17,085	100.00	41,17,085	0.00	100.00	0.00
Public Institutions Holders	Remote E-voting	1,600	0.00	0.00	0.00	0.00	0.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1,600	0.00	0.00	0.00	0.00	0.00	0.00
Public - Non Institutions Holders	Remote E-voting	17,26,315	1,90,885	11.05	1,90,885	0.00	100.00	0.00
	E-voting at AGM		3,01,222	17.44	3,01,222	0.00	100.00	0.00
	Total	17,26,315	4,92,107	28.50	4,92,107	0.00	100.00	0.00
Grand Total		58,45,000	46,09,192	78.85	46,09,192	0.00	100.00	0.00

*No. of votes polled does not include 'no. of votes invalid'

Item No. 2 - Ordinary Resolution:

Re-appointment of Mr. Jagmeet Singh Sabharwal (DIN: 00270607) as a Director, liable to retire by rotation, who had offered himself for re-appointment:

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in 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	Remote E-voting	41,17,085	41,17,085	100.00	41,17,085	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	41,17,085	41,17,085	100.00	41,17,085	0.00	100.00	0.00
Public Institutions Holders	Remote E-voting	1,600	0.00	0.00	0.00	0.00	0.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1,600	0.00	0.00	0.00	0.00	0.00	0.00
Public - Non Institutions Holders	Remote E-voting	17,26,315	1,90,885	11.05	1,90,885	0.00	100.00	0.00
	E-voting at AGM		3,01,222	17.44	3,01,222	0.00	100.00	0.00
	Total	17,26,315	4,92,107	28.50	4,92,107	0.00	100.00	0.00
Grand Total		58,45,000	46,09,192	78.85	46,09,192	0.00	100.00	0.00

*No. of votes polled does not include 'no. of votes invalid'

SPECIAL BUSINESS:

Item No. 3 -Special Resolution:

Re-appointment of Mr. Jagmeet Singh Sabharwal (DIN:00270607) as Chairman & Managing Director of the Company for the further term of Three Years:

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in 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	Remote E-voting	41,17,085	41,17,085	100.00	41,17,085	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	41,17,085	41,17,085	100.00	41,17,085	0.00	100.00	0.00
Public Institutions Holders	Remote E-voting	1,600	0.00	0.00	0.00	0.00	0.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1,600	0.00	0.00	0.00	0.00	0.00	0.00
Public - Non Institutions Holders	Remote E-voting	17,26,315	1,90,885	11.05	1,90,885	0.00	100.00	0.00
	E-voting at AGM		3,01,222	17.44	3,01,222	0.00	100.00	0.00
	Total	17,26,315	4,92,107	28.50	4,92,107	0.00	100.00	0.00
Grand Total		58,45,000	46,09,192	78.85	46,09,192	0.00	100.00	0.00

*No. of votes polled does not include 'no. of votes invalid'

H. Register/List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid and all relevant records handed over to the Company Secretary & Compliance officer of the company for safekeeping.

I. There are 1300 Equity Shares which are Partly Paid up of Rs. 5 each

Thanking you,
Yours faithfully,

**For AVS & Associates
Company Secretaries**

For United Van Der Horst Limited

**Vijay Yadav
Partner
Mem. No: F11990
COP No: 16806
Peer Review No: 1451/2021
UDIN: F011990E001108899**

**Jagmeet Singh Sabharwal
Managing Director & Chairman**

**Place: Navi Mumbai
Date: September 28, 2023**