



# UNIVERSAL PRIME ALUMINIUM LIMITED

Office : CENTURY BHAVAN, 771, Dr. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 030.  
Phone : 022 - 24307437 / 24304198 ★ E-mail : upalbby@gmail.com  
CIN NO. : U28129MH1971PLC015207

September 24, 2022

## TO WHOM SO EVER IT MAY CONCERN

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 50<sup>th</sup> Annual General Meeting ("AGM") of the Company was convened on September 24, 2022 through Video Conference ("VC")/Other Audio Visual Means ("OAVM") at 01:00 p.m. IST, to seek the approval of members of the Company on the resolutions as set out in Notice dated August 29, 2022.

The AGM was held through VC/ OAVM without the physical presence of the members at a common venue and in compliance with MCA general circular no. 02/2022 dated May 5, 2022 read with general circular No. 02/2021 dated January 13, 2021 and general circular no. 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs ("MCA") (collectively "Circulars").

The Company had provided e-voting facilities under Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time to vote on the resolutions as per the Notice dated August 29, 2022 which commenced from September 21, 2022 at 02:00 p.m. and ended on September 23, 2022 at 05:00 p.m. The e-voting facility also remained opened during the 50<sup>th</sup> AGM on September 24, 2022 to enable those Members who could not vote through remote e-voting to vote on the following resolutions and had appointed M/s. Harsh Hiren Shah & Associates, Company Secretaries, as the Scrutinizer to conduct the voting process in a fair and transparent manner.



The Scrutinizer has submitted his consolidated scrutinizer's report on the voting through remote e-voting and e-voting at the time of the AGM, a copy of which is attached hereto. The summary of the voting results is as under:

Sr. No.	Particulars	Type of Resolution (Ordinary/Special)	% of shares voted 'in favour' of the resolution	% of shares voted 'against' the resolution
1.	To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2022 together with the Reports of Directors' and Auditors' thereon.	Ordinary	100.00	-
2.	To appoint a director in place of Mr. Nawal Kishor Bagri (DIN 08480264) who retires by rotation and being eligible, offers himself for re - appointment.	Ordinary	99.99*	0.01*
3.	To re-appoint M/s. R. K. Khandelwal & Co., Chartered Accountants (Registration Number 105054W), as Statutory Auditors of the Company for a second term of 5 (five) years and to fix their remuneration	Ordinary	99.99*	0.01*

\*% of shares are rounded off to nearest decimal.



Accordingly, I, Nawal Kishor Bagri, Chairman and Director, declare that the three (3) resolutions, as set out in the Notice of the 50<sup>th</sup> AGM of the Company, have been passed with requisite majority by the Members of the Company.

Kindly take the above on record.

**For UNIVERSAL PRIME ALUMINIUM LIMITED**

*NK Bagri*  
**NAWAL KISHOR BAGRI**  
**CHAIRMAN AND DIRECTOR**  
**DIN: 08480264**  
Encl: As above.





# HARSH HIREN SHAH & ASSOCIATES COMPANY SECRETARIES

---

Office Address: B-302, Hetal Arch, Opp. Nataraj Market, Near Union Bank of India,  
S.V. Road, Malad West. Mumbai 400 064

---

**September 24, 2022**

The Chairman,  
**UNIVERSAL PRIME ALUMINIUM LIMITED**  
Century Bhavan, 771 Dr. A B Road,  
Worli Mumbai – 400 025,  
Maharashtra, India.

Dear Sir,

**Sub: Scrutinizer's Report on the remote e-voting conducted prior to and e-voting conducted for the 50<sup>th</sup> Annual General Meeting of Universal Prime Aluminium Limited.**

**UNIVERSAL PRIME ALUMINIUM LIMITED (“the Company”)** vide board resolution dated August 29, 2022, appointed the undersigned as the scrutinizer to ensure that the process of remote e-voting conducted prior to and e-voting conducted during the 50<sup>th</sup> Annual General Meeting (“**AGM**”) held on Saturday, September 24, 2022, on the resolutions contained in the Notice dated August 29, 2022 for the AGM, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 (“**the Act**”) as amended from time to time, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing (“**VC**”)/Other Audio-Visual Means (“**OAVM**”) without the physical presence of the members at a common venue and in compliance with Circular No. 02/2022 dated May 5, 2022 readwith circular no. 02/2021 dated January 13, 2021 and circular No. 20/2020 dated May 5, 2020 and Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 (**collectively “Circulars”**) issued by the Ministry of Corporate Affairs (“**MCA**”). The Company had provided e-voting facility at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the aforesaid Notice of the AGM of the members of the Company. My responsibility as a scrutinizer is to scrutinize and ensure that the voting done through remote e-voting prior to and e-voting during the AGM is done in a fair and transparent manner and to make a consolidated Scrutinizer's Report on the votes cast “**in favour**” or “**against**” the resolutions, based on the reports generated from the remote e-voting system related to remote e-voting prior to AGM



# HARSH HIREN SHAH & ASSOCIATES

## COMPANY SECRETARIES

---

Office Address: B-302, Hetal Arch, Opp. Nataraj Market, Near Union Bank of India,  
S.V. Road, Malad West. Mumbai 400 064

---

and e-voting during the AGM of Central Depository Services Limited (“CDSL”), the agency engaged by the Company to provide remote e-voting facility prior to and during the AGM.

As required under Section 101 of the Act read with aforementioned circulars issued by MCA, the Notice of AGM along with Explanatory Statement, as may be required thereto under Section 102 of the Act was sent to the members by electronic means. In compliance with the provisions of MCA circulars, the AGM of the Company was held through VC/OAVM. Following resolutions were proposed for approval by the Members of the Company by remote e-voting prior to AGM and e-voting during the AGM:

1. **Resolution No. 1** as an **Ordinary Resolution** for adoption of the audited financial statement of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors’ and Auditors’ thereon.
2. **Resolution No. 2** as an **Ordinary Resolution** for re-appointment of Mr. Nawal Kishor Bagri (DIN: 08480264), who retired by rotation and, being eligible, had offered himself for re – appointment as director of the Company.
3. **Resolution No. 3** as an **Ordinary Resolution** for re-appointment of M/s. R. K. Khandelwal & Co., Chartered Accountants (firm registration no.: 105054W), as Statutory Auditors of the Company for a second term of 5 (five) years and to fix their remuneration.

Remote e-voting facility was made available to the shareholders of the Company to exercise their voting rights from 02:00 p.m. (IST) Wednesday, September 21, 2022 upto 5:00 p.m. (IST) Friday, September 23, 2022. The shareholders, who casted votes through remote e-voting prior to AGM, were not entitled to cast votes through e-voting during the AGM. Accordingly, votes casted through remote e-voting up to 5.00 p.m. (IST) Friday, September 23, 2022 and votes casted through e-voting during the AGM have been considered for my scrutiny.

After the conclusion of the AGM, the details of voting through remote e-voting prior to AGM and e-voting during the AGM were unlocked. A summary of the votes casted by the members through remote e-voting prior to AGM and e-voting during the AGM with their pattern of voting is as per **Annexure** attached to this Report.



# **HARSH HIREN SHAH & ASSOCIATES**

## **COMPANY SECRETARIES**

---

Office Address: B-302, Hetal Arch, Opp. Nataraj Market, Near Union Bank of India,  
S.V. Road, Malad West. Mumbai 400 064

---

The results of the voting by members through remote e-voting prior to AGM and e-voting during the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the meeting as authorized in this regard by the Board of Directors of the Company.

Thanking you,

Yours sincerely,

**For HARSH HIREN SHAH & ASSOCIATES**  
**COMPANY SECRETARIES**

**HARSH HIREN** Digitally signed by HARSH  
HIREN SHAH  
**SHAH** Date: 2022.09.24 16:51:37  
+05'30'

**HARSH HIREN SHAH**  
**PROPRIETOR**  
**MEMBERSHIP NO: 45112**  
**COP NO.: 22408**  
**UDIN: A045112D001038368**



# HARSH HIREN SHAH & ASSOCIATES

## COMPANY SECRETARIES

Office Address: B-302, Hetal Arch, Opp. Nataraj Market, Near Union Bank of India,  
S.V. Road, Malad West. Mumbai 400 064

### ANNEXURE

Summary of votes casted by way of remote e-voting prior to AGM and e-voting during the AGM for each of the resolutions is given below:

- Resolution No.1** as an **Ordinary Resolution** for adoption of the audited financial statement of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors' and Auditors' thereon.

Sr. No.	Particulars	Resolution No. 1	
		No. of members who voted	No. of votes
a.	Votes casted through e-voting during the AGM	1	100
b.	Votes casted through remote e-voting prior to AGM	33	14,73,580
	<b>Total</b>	<b>34</b>	<b>14,73,680</b>
c.	Less: Invalid e-voting/ remote e-voting	-	-
d.	<b>Net valid voting</b>		
	(i) Voting with assent for resolution	33	14,73,630
	<b>% of Assent</b>		<b>100.00*</b>
	(ii) Voting with dissent for resolution	1	50
	<b>% of Dissent</b>		<b>0.00*</b>

\*% of shares are rounded off to nearest decimal.



# HARSH HIREN SHAH & ASSOCIATES

## COMPANY SECRETARIES

Office Address: B-302, Hetal Arch, Opp. Nataraj Market, Near Union Bank of India,  
S.V. Road, Malad West. Mumbai 400 064

2. **Resolution No. 2** as an **Ordinary Resolution** for re-appointment of Mr. Nawal Kishor Bagri (DIN: 08480264), who retired by rotation and, being eligible, had offered himself for re – appointment as director of the Company:

Sr. No.	Particulars	Resolution No. 2	
		No. of members who voted	No. of votes
a.	Votes casted through e-voting during the AGM	1	100
b.	Votes casted through remote e-voting prior to AGM	33	14,73,580
	<b>Total</b>	<b>34</b>	<b>14,73,680</b>
c.	Less: Invalid e-voting/ remote e-voting	-	-
d.	<b>Net valid voting</b>		
	(i) Voting with assent for resolution	32	14,73,530
	<b>% of Assent</b>		<b>99.99*</b>
	(ii) Voting with dissent for resolution	2	150
	<b>% of Dissent</b>		<b>0.01*</b>

\*% of shares are rounded off to nearest decimal.

3. **Resolution No. 3** as an **Ordinary Resolution** for re-appointment of M/s. R. K. Khandelwal & Co., Chartered Accountants (firm registration no.: 105054W), as Statutory Auditors of the Company for a second term of 5 (five) years and to fix their remuneration

Sr. No.	Particulars	Resolution No. 3	
		No. of members who voted	No. of votes
a.	Votes casted through e-voting during the AGM	1	100
b.	Votes casted through remote e-voting prior to AGM	33	14,73,580
	<b>Total</b>	<b>34</b>	<b>14,73,680</b>
c.	Less: Invalid e-voting/ remote e-voting	-	-
d.	<b>Net valid voting</b>		
	(i) Voting with assent for resolution	32	14,73,530
	<b>% of Assent</b>		<b>99.99*</b>
	(ii) Voting with dissent for resolution	2	150
	<b>% of Dissent</b>		<b>0.01*</b>

\*% of shares are rounded off to nearest decimal.