



UNIVERSAL PRIME ALUMINIUM LIMITED

(Formerly: Universal Cans and Containers Ltd.)

Office: CENTURY BHAVAN, 771, DR. ANNIE BESANT ROAD, WORLI,
MUMBAI – 400030

Phone: 022- 24307437/24304198 ***Fax:** 022- 24370434

Email: upalbby@gmail.com

CIN NO.: L28129MH1971PLC015207

March 12, 2022

TO WHOM SO EVER IT MAY CONCERN

Pursuant to relevant provisions of the Companies Act, 2013, the Extra-ordinary General Meeting (“EGM”) of the Company was convened on March 10, 2022 through Video Conference (“VC”)/Other Audio-Visual Means (“OAVM”) at 11:00 a.m. IST, to seek the approval of members of the Company on the resolution as set out in Notice dated February 10, 2022.

The EGM was held through VC/ OAVM without the physical presence of the members at a common venue and in compliance with Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated 5th May, 2020, Circular Nos. 14/2020 dated 8th April 2020 and 17/2020 dated 13th April 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 February 10, 2022 which commenced from March 7, 2022 at 09:00 a.m. and ended on March 9, 2022 at 05:00 p.m. The e-voting facility also remained opened during the EGM on March 10, 2022 to enable those Members who could not vote through remote e-voting to vote on the following resolution 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 EGM, 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.	Subject to the receipt of the requisite approval of the Shareholders of the Company; confirmation/approval by the Hon’ble National Company Law Tribunal and such other	Special	100.00	-

**UNIVERSAL PRIME ALUMINIUM LIMITED**

(Formerly: Universal Cans and Containers Ltd.)

Office: CENTURY BHAVAN, 771, DR. ANNIE BESANT ROAD, WORLI,
MUMBAI – 400030

Phone: 022- 24307437/24304198 ***Fax:** 022- 24370434

Email: upalbby@gmail.com

CIN NO.: L28129MH1971PLC015207

	approvals as may be required, the Securities Premium Account of the Company amounting to ₹ 3,15,92,685 shall be utilised to write off debit balance of the Statement of Profit and Loss by an equivalent amount; and the total Issued, Subscribed and Paid-up Equity Share Capital of the Company shall be reduced from ₹ 7,96,74,430 divided into 79,67,443 Equity Shares of ₹ 10 each fully paid-up, to ₹ 4,46,82,740 divided into 44,68,274 Equity Shares of ₹ 10 each fully paid-up.			
--	--	--	--	--

Accordingly, I, Nawal Kishor Bagri, Chairman and Director, declare that the aforesaid resolution, as set out in the Notice of the EGM 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

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

March 12, 2022

The Chairman,

UNIVERSAL PRIME ALUMINIUM LIMITED

Century Bhavan, 771 Dr. A B Road,

Worli Mumbai – 400 025,

Maharashtra, **India**.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended from time to time for Extra Ordinary General Meeting of the members of Universal Prime Aluminium Limited was held on Thursday, March 10, 2022 at 11.00 a.m. through video conferencing ("VC")/ other audio-visual means ("OAVM").

UNIVERSAL PRIME ALUMINIUM LIMITED ("the Company") vide board resolution dated February 10, 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 Extra-ordinary General Meeting ("**EGM**") held on Thursday, March 10, 2022, on the resolution contained in the Notice dated February 10, 2022 for the EGM, 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 EGM 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. 02/2021 dated January 13, 2021 read with 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-



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

voting facility at the EGM for those shareholders who did not cast their votes through remote e-voting facility prior to the EGM.

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 EGM on the resolutions contained in the aforesaid Notice of the EGM 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 EGM 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 EGM and e-voting during the EGM of Central Depository Services Limited ("CDSL"), the agency engaged by the Company to provide remote e-voting facility prior to and during the EGM.

As required under Section 101 of the Act read with aforementioned circulars issued by MCA, the Notice of EGM 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 EGM 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 EGM and e-voting during the EGM:

- 1) **Resolution No. 1 as an Special Resolution:** Subject to the receipt of the requisite approval of the Shareholders of the Company; confirmation/approval by the Hon'ble National Company Law Tribunal and such other approvals as may be required, the Securities Premium Account of the Company amounting to ₹ 3,15,92,685 shall be utilised to write off debit balance of the Statement of Profit and Loss by an equivalent amount; and the total Issued, Subscribed and Paid-up Equity Share Capital of the Company shall be reduced from ₹ 7,96,74,430 divided into 79,67,443 Equity Shares of ₹ 10 each fully paid-up, to ₹ 4,46,82,740 divided into 44,68,274 Equity Shares of ₹ 10 each fully paid-up.

Remote e-voting facility was made available to the shareholders of the Company to exercise their voting rights from 9:00 a.m. (IST) Monday, March 7, 2022 upto 5:00 p.m. (IST) Wednesday, March 9, 2022. The shareholders, who casted votes through remote e-voting prior to EGM, were not entitled to cast votes through e-voting during the EGM. Accordingly, votes casted through remote



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

e-voting up to 5.00 p.m. (IST) Wednesday, March 9, 2022 and votes casted through e-voting during the EGM have been considered for my scrutiny.

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

The results of the voting by members through remote e-voting prior to EGM and e-voting during the EGM 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 SHAH

PROPRIETOR

MEMBERSHIP NO: 45112

COP NO.: 22408

UDIN: A045112C002898380



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 EGM and e-voting during the EGM for each of the resolutions is given below:

- 1. Resolution No.1 as an Special Resolution:** Subject to the receipt of the requisite approval of the Shareholders of the Company; confirmation/approval by the Hon'ble National Company Law Tribunal and such other approvals as may be required, the Securities Premium Account of the Company amounting to ₹ 3,15,92,685 shall be utilised to write off debit balance of the Statement of Profit and Loss by an equivalent amount; and the total Issued, Subscribed and Paid-up Equity Share Capital of the Company shall be reduced from ₹ 7,96,74,430 divided into 79,67,443 Equity Shares of ₹ 10 each fully paid-up, to ₹ 4,46,82,740 divided into 44,68,274 Equity Shares of ₹ 10 each fully paid-up.

Sr. No.	Particulars	Resolution No. 1	
		No. of members who voted	No. of votes
a.	Votes casted through e-voting during the EGM	4	16
b.	Votes casted through remote e-voting prior to EGM	27	21,23,496
	Total	31	21,23,512
c.	Less: Invalid e-voting/ remote e-voting	-	-
d.	Net valid voting		
	(i) Voting with assent for resolution	31	21,23,512
	% of Assent		100.00%
	(ii) Voting with dissent for resolution	-	-
	% of Dissent		0.00%

Counter Signed
For Universal Prime Aluminium Limited
Nawal Kishor Bagri
Chairman and Director
DIN: 08480264