

### **DETAILS OF VOTING RESULTS**

Date of the Annual General Meeting	September 30, 2022
Total number of shareholders on record date [i.e, September 23, 2022 Cut-off date for remote e-voting and e-voting at the AGM.]	7,457
No. of shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group: Public:	Since this AGM is held through Video Conferencing pursuant to the applicable circulars issued by MCA and SEBI, physical attendance of the members has been dispensed with.
No. of Shareholders attended the meeting through Video Conferencing:  Promoters and Promoter Group: Public:	6 45

### **Agenda-wise:-**

Item No.	Details of the Agenda:	Resolution required (Ordinary/Special)	Mode of voting: (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1	Adoption of Audited Financial Statements of the Company as on March 31, 2022 including report of Board of Directors and Auditors thereon & Audited Consolidated Financial Statements as on that date including the reports of Auditors thereon.	Ordinary	E-Voting	Passed with Requisite Majority
2	Appointment of Mr. Dinesh Burman (DIN: 00612904) as Director, who retire by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-Voting	Passed with Requisite Majority
3	Re-appointment of Mr. Jignesh Dalal (DIN: 08065507) as a Non-Executive, Independent Director of the Company for the second term of five years w.e.f. 15th February, 2023.	Special	E-Voting	Passed with Requisite Majority
4	Maintaining the Registers and Indexes of Members and copies of Annual Returns at the Registered Office of the Company and/or the Registrar and Transfer Agent of the Company.	Special	E-Voting	Passed with Requisite Majority
5	Change in designation of Mr. Udai Kothari (DIN: 00284256) an existing Director on the Board of the Company as Executive Chairman and Managing Director for a period of 3 years with effect from 2nd May, 2022.	Special	E-Voting	Passed with Requisite Majority
6	Approval of material Related Parties Transactions for the financial year 2022-23 and for the next financial year and upto the date of the 30th Annual General Meeting of the Company to be held in the year 2023.	Ordinary	E-Voting	Passed with Requisite Majority

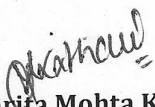


The results of remote E-voting & voting at AGM are annexed herewith as "Annexure A" in the prescribed format along with the combined Scrutinizer Report on E-voting.

Kindly take the same on records and acknowledge.

Thanking You,

Yours Faithfully  
**For U. Y. Fincorp Limited**

  
**Amrita Mohta Kothari**  
**(Company Secretary)**



{Encl: As Above}

## Annexure A

**Details of reporting as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015  
based on results of voting at the 29<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2022**

### RESOLUTION NO. 1 :-

- a) Adoption of Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022 together with the Reports of the Board of Directors & Auditors thereon,  
b) Adoption Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022, together with the Report of the Auditors thereon.

Resolution Required (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Promoter/Public	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12,94,33,630	12,94,33,630	100.00%	12,94,33,630	-	100.00%	0.00%
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total (A)	12,94,33,630	12,94,33,630	100.00%	12,94,33,630	-	100.00%	0.00%
Public - Institutional holders	E-Voting	4,000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total (B)	4,000	-	-	-	-	-	-
Public-Non Institutional (including Clearing Members)	E-Voting	6,08,00,699	1,84,63,164	30.37%	1,84,63,067	97	100.00%	0.00%
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total (C)	6,08,00,699	1,84,63,164	30.37%	1,84,63,067	97	100.00%	0.00%
TOTAL (A+B+C)		19,02,38,329	14,78,96,794	77.74%	14,78,96,697	97	100.00%	0.00%

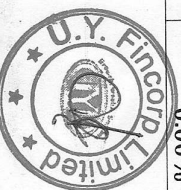




**RESOLUTION NO.2 :-**

Appointment of Mr. Dinesh Buramn (DIN: 00612904) as Director, who retire by rotation and being eligible, offers himself for re-appointment.

Resolution Required (Ordinary/Special)				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Promoter/Public	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12,94,33,630	12,94,33,630	100.00%	12,94,33,630	-	100.00%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total (A)	12,94,33,630	12,94,33,630	100.00%	12,94,33,630	-	100.00%	0.00%
Public - Institutional holders	E-Voting	4,000	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total (B)	4,000	-	-	-	-	-	-
Public-Non Institutional (including Clearing Members)	E-Voting	6,08,00,699	1,84,63,164	30.37%	1,84,62,867	297	100.00%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total (C)	6,08,00,699	1,84,63,164	30.37%	1,84,62,867	297	100.00%	0.00%
TOTAL (A+B+C)		19,02,38,329	14,78,96,794	77.74%	14,78,96,497	297	100.00%	0.00%





**RESOLUTION NO.3 :-**Re-appointment of Mr. Jignesh Dalal (DIN: 08065507) as a Non-Executive, Independent Director of the Company for the second term of five years w.e.f. 15<sup>th</sup> February, 2023.**Resolution Required (Ordinary/Special)****Special Resolution**

Whether promoter/promoter group are interested in the agenda/resolution?

**No**

Promoter/Public	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12,94,33,630	12,94,33,630	100.00%	12,94,33,630	-	100.00%	0.00%
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total (A)	12,94,33,630	12,94,33,630	100.00%	12,94,33,630	-	100.00%	0.00%
Public - Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll	4,000	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total (B)	4,000	-	-	-	-	-	-
Public-Non Institutional (including Clearing Members)	E-Voting	6,08,00,699	1,84,63,164	30.37%	1,84,62,837	327	100.00%	0.00%
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total (C)	6,08,00,699	1,84,63,164	30.37%	1,84,62,837	327	100.00%	0.00%
TOTAL (A+B+C)		19,02,38,329	14,78,96,794	77.74%	14,78,96,467	327	100.00%	0.00%



**RESOLUTION NO.4 :-**

Maintaining the Registers and Indexes of Members and copies of Annual Returns at the Registered Office of the Company and/or the Registrar and Transfer Agent of the Company.

Resolution Required (Ordinary/Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Promoter/Public	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12,94,33,630	12,94,33,630	100.00%	12,94,33,630	-	100.00%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional holders	Total (A)	12,94,33,630	12,94,33,630	100.00%	12,94,33,630	-	100.00%	0.00%
	E-Voting		-	-	-	-	-	-
	Poll	4,000	-	-	-	-	-	-
Public-Non Institutional (including Clearing Members)	Postal Ballot		-	-	-	-	-	-
	Total (B)	4,000	-	-	-	-	-	-
	E-Voting	6,08,00,699	1,84,63,164	30.37%	1,84,63,067	97	100.00%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total (C)	6,08,00,699	1,84,63,164	30.37%	1,84,63,067	97	100.00%	0.00%
TOTAL (A+B+C)		19,02,38,329	14,78,96,794	77.74%	14,78,96,697	97	100.00%	0.00%



**RESOLUTION NO.5 :-**

Change in designation of Mr. Udai Kothari (DIN: 00284256) an existing Director on the Board of the Company as Executive Chairman and Managing Director for a period of 3 years with effect from 2nd May, 2022.

Resolution Required (Ordinary/Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Promoter/Public	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12,94,33,630	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total (A)	12,94,33,630	-	-	-	-	-	-
Public - Institutional holders	E-Voting	4,000	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total (B)	4,000	-	-	-	-	-	-
Public-Non Institutional (including Clearing Members)	E-Voting	6,08,00,699	1,84,63,164	30.37%	1,84,62,867	297	100.00%	0.00%
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total (C)	6,08,00,699	1,84,63,164	30.37%	1,84,62,867	297	100.00%	0.00%
TOTAL (A+B+C)		19,02,38,329	1,84,63,164	9.71%	1,84,62,867	297	100.00%	0.00%





**RESOLUTION NO.6:-**

Approval of material Related Parties Transactions for the financial year 2022-23 and for the next financial year and upto the date of the 30th Annual General Meeting of the Company to be held in the year 2023.

Resolution Required (Ordinary/Special)				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Promoter/Public	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12,94,33,630	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total (A)	12,94,33,630	-	-	-	-	-	-
Public - Institutional holders	E-Voting		-	-	-	-	-	-
	Poll	4,000	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total (B)	4,000	-	-	-	-	-	-
Public-Non Institutional (including Clearing Members)	E-Voting	6,08,00,699	1,84,63,164	30.37%	1,84,63,037	127	100.00%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total (C)	6,08,00,699	1,84,63,164	30.37%	1,84,63,037	127	100.00%	0.00%
TOTAL (A+B+C)		19,02,38,329	1,84,63,164	9.71%	1,84,63,037	127	100.00%	0.00%

For U. Y. Fincorp Limited

Amrita Moha Kothari  
(Company Secretary)





30<sup>th</sup> September, 2022

Mr. Udai Kothari  
Chairman  
U. Y. Fincorp Limited  
16, Strand Road 9<sup>th</sup> Floor.  
Room No. 908B Kolkata 700001

**Sub: Consolidated Scrutinizer's Report on voting through Remote E-voting Process conducted pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015**

I, Prateek Kohli, Partner of M/s. Prateek Kohli & Associates, Company Secretaries, appointed by the Board of Directors of U. Y. Fincorp Limited ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the voting process through Remote E-voting and venue voting conducted pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("Act") read with Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Resolutions mentioned in the Annual General Meeting ("AGM") Notice dated 01.09.2022.

The Management of the Company is responsible to ensure the compliance with the requirements of the Sections 108 and 109 of the Act read with Companies (Management and Administration) Amendment Rules, 2015. My responsibility as a Scrutinizer is only to the extent of making Scrutinizer Report for ascertaining the votes cast in "favour" or "against" for respective resolutions of the AGM Notice.

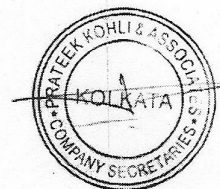
A person whose name was recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 23<sup>rd</sup> September 2022 was entitled to vote on the resolutions of the AGM Notice.

The Company had engaged the services of M/s. Central Depository Services (India) Ltd. for providing remote e-voting facility and the service provider had set up the remote e-voting facility on its website <https://www.evotingindia.com>.

The Service Provider has provided a system for recording the electronic votes of the shareholders on all the items of the business sought to be transacted at the AGM.

In view of the continuing impact of the COVID-19 pandemic and to ensure social distancing, the Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 02/2022 dated May 05, 2022 read together with General Circulars Nos. 20/2020, 14/2020, 17/2020 and 02/2021 dated May 05, 2020, April 08, 2020, April 13, 2020 and January 13, 2021 respectively (hereinafter collectively referred to as MCA Circulars) and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to

Office Address: 16/1A, Abdul Hamid Street 6<sup>th</sup> Floor, Suite 6K Kolkata – 700069  
✉ : [cspkohli@gmail.com](mailto:cspkohli@gmail.com); ☎ +91 9038410495; ☎ +91 9874737484



as AGM related Circulars) permitted holding of the Annual General Meeting ('AGM' or 'Meeting') through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') during the calendar year 2022, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM hereinafter called as 'e-AGM'. Hence member can attend and participate in the ensuing AGM through VC/OAVM without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the 29<sup>th</sup> Annual General Meeting ("Meeting" or "AGM") of the Company was held through VC/ OAVM on Friday, September 30, 2022 at 11.30 A.M. (IST). The proceedings of AGM deemed to be conducted at the Registered Office of the Company situated at 16, Strand Road 9<sup>th</sup> Floor Room No. 908B Kolkata 700001.

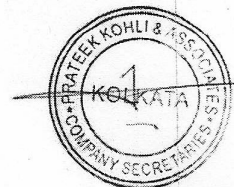
I hereby submit my Report as under:

- 1 The period for remote e-voting had commenced at 27<sup>th</sup> September, 2022 (10.00 A.M.) and closed on 29<sup>th</sup> September, 2022 (05.00 P.M.). At the end of the remote e-voting period, the facility was blocked by the Service Provider.
- 2 The votes cast through remote e-voting were unblocked in presence of 2 witnesses Ms. Sweta Shukla and Mr. Prashil Singh, who are not in the employment of the Company. The results of remote e-voting are based on the reports generated from Service Provider website <https://www.evotingindia.com>.
- 3 We have collated the votes downloaded from the remote e-voting platform as provided by CSDL to declare the final results for each of the resolution forming part of the AGM Notice and to ascertain the number of shares voted in "Favour" or "Against". The members who have abstained from the voting during the aforesaid voting process have not been considered in preparation of the Consolidated Report. The counting of votes from Ballot Papers was not possible as there was no voting through the same as physical AGM was not held as detailed above. Thus, votes of e-voting were only considered for the purpose of preparation of this report.

I hereby submit Consolidated Scrutinizer Report as per the provisions of Section 108 and 109 of the Act and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, containing the results of each of the resolutions of the AGM as detailed in **Annexure A**.

I hereby confirm that the Registers and Records generated from the e-voting platform of the Service Provider including Registers maintained in respect of votes cast through Remote e-voting are being maintained in the electronic form.

The Registers and all other records/ papers relating to Remote e-voting shall remain in our custody till the Chairman considers, approves and signs the AGM Minutes and thereafter the same shall be returned.





You may accordingly declare the Result of Voting for each Resolution of the AGM Notice as detailed in the attachment and marked as Annexure-A.

Thanking you,

Place: Kolkata  
Dated: 30.09.2022  
UDIN: F011511D001098674

For Prateek Kohli & Associates



*Prateek Kohli*  
(Prateek Kohli)  
Partner  
Membership No.: F11511  
C.P. No. 16457

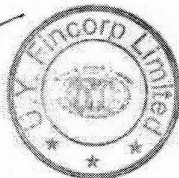
We, the undersigned witnesses that the votes in respect of e-voting of shareholders of U. Y. Fincorp Limited were unblocked from e-voting website of Central Depository Services (India) Limited (CDSL) in our presence at around 01:00 P.M. on 30<sup>th</sup> September, 2022.

*Sweta Shukla*  
Sweta Shukla  
16/1A, Abdul Hamid Street,  
Kolkata-700069

*Prashil Singh*  
Prashil Singh  
16/1A, Abdul Hamid Street,  
Kolkata-700069

Countersigned by  
For U. Y. Fincorp Limited

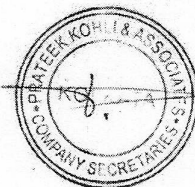
*Udai Kothari*  
Udai Kothari  
Chairman  
DIN: 00284256



Annexure-A

Particulars	Number of Members voted through Remote E-voting	Number of Remote E-votes casted	Number of Members voted through Venue E-voting	Number of votes casted by Venue E-voting	Total No. of votes cast through Remote-voting and Venue E-Voting	% of total number of valid votes cast
	1	2	3	4	5=(2) + (4)	6
<b>Item No.1: (Ordinary Resolution) To Consider and adopt:-</b>						
a) Audited Financial Statements of the Company as on March 31, 2022 including report of Board of Directors and Auditors thereon.						
b) Audited Consolidated Financial Statements as on that date.						
Voted in favour of the resolution	110	147896697	0	0	147896697	100
Voted against the resolution	6	97	0	0	97	0
Total	116	147896794	0	0	147896794	100.00
Invalid /Abstain votes	0	0	0	0	-	-
<b>Note No.2: (Ordinary Resolution) Appointment of Mr. Dinesh Burman (DIN 00612904) as Director, who retire by rotation and being eligible, offers himself for re-appointment.</b>						
Voted in favour of the resolution	109	147896497	0	0	147896497	100.0
Voted against the resolution	7	297	0	0	297	0.0
Total	116	147896794	0	0	147896794	100.0
Invalid /Abstain votes	0	0	0	0	-	-
<b>Note No.3: (Special Resolution) Re-appointment of Mr.Jignesh Dalal as a Non-Executive, Independent Director of the Company.</b>						
Voted in favour of the resolution	108	147896467	0	0	147896467	100.0
Voted against the resolution	8	327	0	0	327	0.0
Total	116	147896794	0	0	147896794	100.00
Invalid /Abstain votes	0	0	0	0	-	-
<b>Note No.4: (Special Resolution) Maintenance of the Registers and Indexes of Members and copies of Annual Returns at the Registered Office of the Company and/or the Registrar and Transfer Agent of the Company.</b>						
Voted in favour of the resolution	110	147896697	0	0	147896697	100.0
Voted against the resolution	6	97	0	0	97	0.0
Total	116	147896794	0	0	147896794	100.00
Invalid /Abstain votes	0	0	0	0	-	-
<b>Note No. 5: (Special Resolution) Change in designation of Mr. Udai Kothari an existing Director on the Board of the Company as Executive Chairman and Managing Director.</b>						
Voted in favour of the resolution	103	18462867	0	0	18462867	100.0
Voted against the resolution	7	297	0	0	297	0.0
Total	110	18463164	0	0	18463164	100.00
Invalid /Abstain votes	0	0	0	0	-	-
<b>Item No. 6: (Ordinary Resolution) Approval of material related party transactions.</b>						
Voted in favour of the resolution	103	18463037	0	0	18463037	100.0
Voted against the resolution	7	127	0	0	127	0.0
Total	110	18463164	0	0	18463164	100.00
Invalid /Abstain votes	0	0	0	0	-	-

Place: Kolkata  
Dated: 30.09.2022



For Prateek Kohli & Associates  
Company Secretaries

*Prateek Kohli*  
Prateek Kohli  
Partner  
Membership No.: F11511  
C.P.No. 16457