

A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
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FINAL COMBINED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies
(Management and Administration) Rules, 2014

&

Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

The Chairman

UNIVERSAL PRIME ALUMINIUM LIMITED

Century Bhavan

771 Dr. Annie Besant Road, Worli

Mumbai - 400030

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with 65th Annual General Meeting of the members of “**Universal Prime Aluminium Limited**” (“*Company*”) held on Saturday, 27th September, 2014 at 10.00 A.M at the Registered Office of the Company at Century Bhavan, 771, Dr. Annie Besant Road, Worli, Mumbai - 400030 for the purpose of scrutinizing the e-voting and ballot form processes in a fair and transparent manner and ascertaining the requisite majority on e-voting and ballot form processes carried out as per the provisions of the Companies Act, 2013 and sub-rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 respectively on the resolutions referred to in this report.

I submit my report as under :

1. The e-voting period remained open from 10.00 A.M (IST) on Thursday, the 18th day of September, 2014 up to 6.00 P.M (IST) on Saturday, the 20th day of September, 2014.



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- The Shareholders holding shares as on the “cut off” date, i.e. 14th day of August, 2014 were entitled to vote on the proposed 05 (Five) resolutions as mentioned in the notice dated 30th day of May, 2014 of the Annual General Meeting of the Company.
- The votes were unblocked on Monday, the 22nd day of September, 2014 at 11.00 A.M. (IST) in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108 Sarat Chatterjee Road, Howrah-711 102 and Mr. Raju Chowdhury residing at The C.A.B. Dr. B. C. Roy Club House, Eden Gardens, Kolkata – 700 021 who are not in employment of the company.
- Thereafter the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from the e-Voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>).
- The result of the e-voting [EVSN : 140826079] is as under:

Business	Resolution No.	Particulars	Type of Resolution	Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against
Ordinary	1	Adoption of financial statements for the year ended 31.03.2014		3875100	3875100 (100%)	NIL
	2	Re-appointment of Mr. Prakash Kumar Mohta (DIN : 00191299) as a director		3875100	3875100 (100%)	NIL
	3	Appointment of Auditors, M/s Singhi & Co. Chartered Accountants, ICAI Registration No: 302049E)	Ordinary	3875100	3875100 (100%)	NIL



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Special	4	Appointment of Mr. Sampat Kumar Somani (DIN: 00611950) as an Independent Director	Ordinary	3875100	3875100 (100%)	NIL
	5	Appointment of Mr. Basant Kumar Daga (DIN : 00922769) as an Independent Director	Ordinary	3875100	3875100 (100%)	NIL

6. The company has also provided the facility of polling to the persons attending the meeting by distributing the ballot papers at the venue of the Annual General Meeting.
7. The result of the poll through ballot papers distributed at the venue of the Annual General Meeting are as follows :

Business	Resolution No.	Particulars	Type of Resolution	Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against
Ordinary	1	Adoption of financial statements for the year ended 31.03.2014		449147	449147 (100%)	NIL
	2	Re-appointment of Mr. Prakash Kumar Mohta (DIN : 00191299) as a director		449147	449147 (100%)	NIL
	3	Appointment of Auditors, M/s Singhi & Co. Chartered Accountants, ICAI Registration No: 302049E)	Ordinary	449147	449147 (100%)	NIL



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Special	4	Appointment of Mr. Sampat kumar Somani (DIN: 00611950) as an Independent Director	Ordinary	449147	449147 (100%)	NIL
	5	Appointment of Mr. Basant Kumar Daga (DIN : 00922769) as an Independent Director	Ordinary	449147	449147 (100%)	NIL

8. The final result on the resolutions as proposed in the AGM is as under :

Business	Resolution No.	Particulars	Type of Resolution	Total No. of votes casted	Total No. of votes casted in favour	Total No. of votes casted against
Ordinary	1	Adoption of financial statements for the year ended 31.03.2014		4324247	4324247 (100%)	NIL
	2	Re-appointment of Mr. Prakash Kumar Mohta (DIN : 00191299) as a director		4324247	4324247 (100%)	NIL
	3	Appointment of Auditors, M/s Singhi & Co. Chartered Accountants, ICAI Registration No: 302049E)	Ordinary	4324247	4324247 (100%)	NIL



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Special	4	Appointment of Mr. Sampat Kumar Somani (DIN: 00611950) as an Independent Director	Ordinary	4324247	4324247 (100%)	NIL
	5	Appointment of Mr. Basant Kumar Daga (DIN : 00922769) as an Independent Director	Ordinary	4324247	4324247 (100%)	NIL

9. The Registers, Ballot Paper and all other relevant records relating to electronic voting and ballot forms are duly returned herewith.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP - 3238



Place: Kolkata
Dated: 28.09.2014