

SCRUTINIZER'S REPORT

(Consolidated report on remote e-voting and voting through electronic means)

[Pursuant to Section 108 of the Companies Act, 2013 read with

Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting through electronic system provided in terms of circulars issued by Ministry of Corporate Affairs]

To,
The Chairperson
M/s. Flexituff Ventures International Limited
CIN: L25202MP1993PLC034616
6th Floor Treasure Island, 11 South Tukoganj,
MG Road, Indore- 452001 (M.P.)

Sub: Consolidated Report of Scrutinizer on passing of resolutions through remote e-voting and voting through electronic system conducted at the 33rd Annual General Meeting of the members of Flexituff Ventures International Limited (The Company) held on 30th September, 2026.

Dear Sir,

I, **Ritesh Gupta**, Practicing Company Secretary, Indore have been appointed as Scrutinizer on 21st August, 2026 pursuant to the authority granted by the Board of Directors of **Flexituff Ventures International Limited** for the purpose of scrutinizing the remote e-voting process in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and also scrutinizing e-voting through electronic system in accordance with General issued by Ministry of Corporate Affairs (MCA) at the 33rd Annual General Meeting of the members of the Company held on Wednesday, 30th September, 2026 through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and I submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, and rules relating to voting through remote e-voting and voting through electronic means at the Annual General Meeting for the resolutions proposed in the notice of the 33rd Annual General Meeting of the members of the Company. My responsibility as Scrutinizer to scrutinize the remote e-voting process and voting through electronic means at the Annual General Meeting in a fair and transparent manner and also responsible to make a consolidated Scrutinizer's Report of the total votes cast "in favour" or "against" on the resolutions stated below.
2. In accordance with the Notice of the 33rd Annual General Meeting sent to the shareholders and the 'advertisement' published pursuant to Rule 20 of the Companies (Management And Administration) Rules, 2014 the remote e-voting opened at 09:00 A.M. (IST) on Sunday, 27th day of September, 2026 and remained opened up to 5:00 P.M. (IST) on Tuesday, 29th day of September, 2026.
3. The members who were on record of the Company as on the "Cut-off" date i.e.; Wednesday 23rd September, 2026 were entitled to vote on the resolutions as set out in the notice of the 33rd Annual General Meeting of Company.
4. At the 33rd Annual General Meeting, the facility for voting through e-voting system is available for all those members, who were attended this meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so.

5. The votes cast through remote e-voting and voting through e-voting system at the Annual General Meeting were unblocked on 30th September, 2026 at 03:42 P.M. after the conclusion of the Annual General Meeting in the presence of two witnesses, **Ms. Pari Jain** and **Ms. Pragya Singh** who are not in the employment of the Company.
6. Based on the data downloaded from the official website of the **Central Depository Services (India) Limited (CDSL)**, the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic means at the 33rd Annual General Meeting, the Consolidated Report on the results of voting on each resolution are given hereunder: -

The brief analysis of the results of remote e-voting and voting through electronic means are as under:

"VOTING RESULTS"

Item No. 1(a): Ordinary Business Ordinary Resolution	To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026, together with the Reports of the Board of Directors and Auditor thereon;								
Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	72	18659900	100	8	47	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	72	18659900	100	8	47	0	0	0	0

Item No. 1(b): Ordinary Business Ordinary Resolution	To receive, consider and adopt: (b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026 together with the report of Auditors thereon.								
Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	72	18659900	100	8	47	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	72	18659900	100	8	47	0	0	0	0

Item No. 2: Ordinary Business Ordinary Resolution	To appoint a director in place of Mr. Saurabh Kalani (DIN: 00699380), Whole-Time Director of the Company, who retires by rotation and being eligible has offered himself for re-appointment.								
Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	72	18659900	100	8	47	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	72	18659900	100	8	47	0	0	0	0

Item No. 3: Ordinary Business Ordinary Resolution	To appoint Mrs. Gudiya Yadav (DIN: 11693940) as a Non-Executive Non-Independent Women Director of the Company.								
Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	72	18659900	100	8	47	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	72	18659900	100	8	47	0	0	0	0

Item No. 4 : Ordinary Business Ordinary Resolution	To appoint Mrs. Surabhi Singh Rathod (DIN:- 11878920) as a Non-Executive Independent Women Director of the Company.								
Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	72	18659900	100	8	47	0	0	0	0
E-voting at the AGM	0		0	0	0	0	0	0	0
Total	72	18659900	100	8	47	0	0	0	0

Item No. 5: Ordinary Business	To appoint Mr. Siddharth Shankar Mahajan (DIN:-10819584) as a Non-Executive Independent Director of the Company.								
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Ordinary Resolution									
Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	72	18659900	100	8	47	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	72	18659900	100	8	47	0	0	0	0

Item No. 6: Ordinary Business Ordinary Resolution	To appoint S.N. Gadiya & Co., Chartered Accountants, as the Statutory Auditors of the Company, and to fix their remuneration.								
Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	72	18659900	100	8	47	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	72	18659900	100	8	47	0	0	0	0

Item No. 7: Special Business Special Resolution	To approve change of name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company.								
Manner of Voting	Votes in Favour of Resolution			Votes Against the Resolution			Invalid Votes		
	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)	No. of Members	No. of shares	(%)
Remote E-voting	72	18659900	100	8	47	0	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0	0
Total	72	18659900	100	8	47	0	0	0	0

I report that the resolutions proposed under **Item Nos. 3, 4 and 5** of the Notice are in the nature of **Special Business** in terms of Section 102(2)(a) of the Companies Act, 2013, as the said matters do not fall within the items of Ordinary Business specified therein.

I further report that **Item Nos. 4 and 5**, relating to the appointment of Independent Directors, were stated in the Notice as **Ordinary Resolutions**. However, Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that the

appointment, re-appointment or removal of an Independent Director of a listed entity shall be subject to the approval of shareholders by way of a **Special Resolution**.

Further, pursuant to Section 114(2) of the Companies Act, 2013, a resolution can be treated as a Special Resolution only where the intention to propose the resolution as a Special Resolution has been duly specified in the notice calling the general meeting and the requisite voting threshold is satisfied.

Accordingly, the voting on Item Nos. 4 and 5 has been reported in this Report in accordance with the **nature of the resolutions as stated in the Notice**, i.e., as Ordinary Resolutions, without treating or certifying the same as Special Resolutions.

All electronic data and relevant records of remote E-voting and E-voting at AGM will remain in my custody until the chairman considers, approves and signs the minutes of 33rd Annual General Meeting and the same shall be handed over thereafter to the chairman/Company Secretary for safe keeping.

Thanking You.

Issued at Indore on 1st day of October, 2026

For Ritesh Gupta & Co.
Company Secretaries

RITESH
GUPTA

Digitally signed
by RITESH GUPTA
Date: 2026.10.01
18:24:20 +05'30'

Ritesh Gupta

Partner

FCS: 5200 | CP: 3764

PR Certificate No.: 6837/2025

UDIN: F005200H001696846

Countersigned by:
For Flexituff Ventures International Limited
Chairperson/ Company Secretary