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UFLEX LIMITED

(Formerly Known as Flex Industries Limited)
Division/Office: CORPORATE - SECRETARIAL
Corporate Office: A-107-108, Sector-IV, Distt. Gautam Budh Nagar, NOIDA - 201301, (U.P.), India
Tel.: +91-120-4012345/2522558 **Fax:** +91-120-2442903
Website: www.uflexltd.com **E-mail ID:** flexsec@vsnl.net

UFLEX/SEC/2016/

March 29, 2016

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/I, G-Block
Bandra-Kurla Complex
Bandra (E),
Mumbai – 400051

Scrip Code : UFLEX

The BSE Limited
Corporate Relationships Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code : 500148

Subject : Submission of Scrutinizer's Report

Dear Sirs,

We send herewith the Consolidated Scrutinizer's Report dated 28th March, 2016 of E-voting and Physical Ballot Forms Voting through Postal Ballot.

This is for your information and record(s) please.

Thanking you,

Yours faithfully,
For UFLEX LIMITED

(Ajay Krishna)
Sr. Vice President (Legal) &
Company Secretary

Encl : As above

RA & Co. Company Secretaries LLP
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Scrutinizer's Report

March 28, 2016

To,
Chairman
Uflex Limited
A-107, Sector-4, NOIDA,
Uttar Pradesh – 201301

Scrutinizer's Report on Postal Ballot voting including voting by electronic means in respect of passing of the resolution contained in the Notice dated February 2, 2016 through Postal Ballot

Dear Sir,

I, Raghav Agarwal, Designated Partner, M/s RA & Co. Company Secretaries LLP, have been appointed as a Scrutinizer by the Board of Directors of **M/s UFLEX Limited**(the company) for scrutinizing postal ballot voting including voting by electronic means in respect of the passing of the resolution contained in the Notice dated February 2, 2016 through Postal Ballot.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the Listing Obligations & Disclosure Requirements Regulations, relating to postal ballot voting including voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members for the resolutions contained in the Notice dated February 2, 2016, based on the report generated from e-voting system provided by Central Depository Securities Limited(CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e. till 5.00 pm on March 25, 2016.

I submit my report as under:

1. After the time fixed for closing of the e-voting, i.e. 5.00 pm on March 25, 2016, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website https://www.evotingindia.com/of CDSL. The data regarding the e-votes was diligently scrutinized.

2. The physical postal ballots received till the time fixed for closing of the Postal Ballots i.e. 5.00 pm on March 25, 2016, were diligently scrutinized and reconciled with the records maintained by the Company & authorizations lodged with the Company.

RA & Co. Company Secretaries LLP
Raghav Agarwal
ACS 26609
C.P. 12370
Partner

Certified True Copy

For UFLEX LIMITED

(AJAY KRISHNA)
Sr. Vice President (Legal) &
Company Secretary

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3. The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in the Notice dated February 2, 2016 through Postal Ballot, is as under:

(a) Special Resolution – Item No. 1 – Appointment of Mr. Amitava Ray (DIN : 00184143) as Whole-Time Director of the Company -

i. Voted **in favour** of the resolution:

Postal Ballot Voting	Number of members present & voting (in person or by proxy)	Number of votes cast by them	% of total number of valid voted cast
Physical	32	31667569	81.1525
Electronic (e-voting)	41	2515044	6.4452
Total	**73**	**34182613**	**87.5977**

ii. Voted **against** the resolution:

Postal Ballot Voting	Number of members present & voting (in person or by proxy)	Number of votes cast by them	% of total number of valid voted cast
Physical	0	0	0
Electronic (e-voting)	54	4839664	12.4023
Total	**54**	**4839664**	**12.4023**

iii. Invalid Votes:

Postal Ballot Voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Physical	Nil	Nil
Electronic (e-voting)	Nil	Nil
Total	Nil	Nil

Note: The figures in percentage have been rounded off to 4 decimal places

4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" the resolution is enclosed.

RA & Co. Company Secretaries LLP
Raghav Agarwal
ACS 26609
C.P. 12370
Partner

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5. The electronic data along with the postal ballots and all other relevant records relating to the e-voting and the Postal Ballot received is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Thanking you,

Yours faithfully,
For **RA & Co. Company Secretaries LLP**

Place: NOIDA
Date: 28.03.2016



For RA & Co. Company Secretaries LLP

Designated Partner

CS. RAGHAV AGARWAL
Designated Partner
C.P. No. : 12370
ACS 26609
Add.: KG-115, Kavi Nagar
Ghaziabad, U.P., 201001