UFLEX LIMITED

(Formerly known as Flex Industries Limited)

Regd. Office : 305, 3rd Floor, Bhanot Corner, Pamposh Enclave, Greater Kailash-I, New Delhi-110 048
Phone : +91-11-26440917, 26440925 Fax : +91-11-26216922

CIN :L74899DL1988PLC032166 Website : www.uflexltd.com Email : flexsec@vsnl.net

UFL/SEC/2014

August 9, 2014

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G-Block
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051

Subject : Submission of Report under Clause 35A of the Listing Agreement

Dear Sirs,

Pursuant to Clause 35A of the Listing Agreement, a report with regard to voting results of 25th Annual General Meeting of the Company held on 8th August, 2014 at 10:00 am at Air Force Auditorium, Subroto Park, New Delhi – 110 010, in the prescribed format is enclosed herewith for your records.

Hope you will find the same in order.

Thanking you,

Yours faithfully
for UFLEX LIMITED

(SUBHASH KHATUA)
Dy. General Manager – Secretarial

Enc : as above

Corporate Office : A-107-108, Sector-IV, Noida-201301 Distt. Gautam Budh Nagar (U. P.) India
Phone : +91-120-4012345 Fax : +91-120-2442903, 2556040

Date of the AGM/~~EGM~~ : 8th August, 2014

Total number of shareholders on record date : 51738

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : 9

Public : 5235

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group : Not Applicable

Public : Not Applicable

(Agenda-wise)

Detail of the Agenda -1 : To adopt the Audited Financial Results for the year ended 31st March, 2014

Resolution required : (Ordinary~~/Special~~)

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00%	31386975	Nil	100.000%	0.000%
Public – Institutional holders	4653646	2832631	60.87%	2832631	Nil	100.000%	0.000%
Public-Others	36170865	2223345	6.15%	2223045	300	99.987%	0.013%
Total	**72211486**	**36442951**	**50.47%**	**36442651**	**300**	**99.999%**	**0.001%**

Detail of the Agenda -2 : To declare the dividend.

Resolution required : (Ordinary/~~Special~~)

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00	31386975	0	100.000	0.000
Public – Institutional holders	4653646	3162895	67.97	3162895	0	100.000	0.000
Public-Others	36170865	2223345	6.15	2223145	200	99.991	0.009
Total	**72211486**	**36773215**	**50.92**	**36773015**	**200**	**99.999**	**0.001**

Detail of the Agenda -3 : To appoint a Director in place of Shri S.K. Kaushik who reties by rotation and being eligible offers himself for re-appointment

Resolution required : (Ordinary/~~Special~~)

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00	31386975	0	100.000	0.000
Public – Institutional holders	4653646	3162895	67.97	190748	2972147	6.031	93.969
Public-Others	36170865	2223345	6.15	2223045	300	99.987	0.013
Total	**72211486**	**36773215**	**50.92**	**33800768**	**2972447**	**91.917**	**8.083**

Detail of the Agenda -4 : To re-appoint M/s. Vijay Sehgal & Co., Chartered Accountants as Statutory Auditors of the Company and fixing their Remuneration

Resolution required : (Ordinary~~/Special~~)

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00	31386975	0	100.000	0.000
Public – Institutional holders	4653646	3118259	67.01	2428146	690113	77.869	22.131
Public-Others	36170865	2223345	6.15	2223045	300	99.987	0.013
Total	**72211486**	**36728579**	**50.86**	**36038166**	**690413**	**98.120**	**1.880**

Detail of the Agenda -5 : Re-appointment of Shri S.K. Kaushik as Whole-time Director of the Company for a further period of three years w.e.f. 1st August 2014

Resolution required : ~~(Ordinary~~/Special~~)~~

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00	31386975	0	100.000	0.000
Public – Institutional holders	4653646	3162895	67.97	2228477	934418	70.457	29.543
Public-Others	36170865	2223345	6.15	2223045	300	99.987	0.013
Total	**72211486**	**36773215**	**50.92**	**35838497**	**934718**	**97.458**	**2.542**

Detail of the Agenda -6 : Appointment of Shri Ravi Kathpalia as an independent Director of the Company for five consecutive years for a term up to 31st March, 2019

Resolution required : ~~(Ordinary~~/Special~~)~~

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00	31386975	0	100.000	0.000
Public – Institutional holders	4653646	3162895	67.97	2497217	665678	78.954	21.046
Public-Others	36170865	2223345	6.15	2223045	300	99.987	0.013
Total	**72211486**	**36773215**	**50.92**	**36107237**	**665978**	**98.189**	**1.811**

Detail of the Agenda -7 : Appointment of Shri M.G. Gupta as an independent Director of the Company for five consecutive years for a term up to 31st March, 2019

Resolution required : ~~(Ordinary~~/Special~~)~~

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00	31386975	0	100.000	0.000
Public – Institutional holders	4653646	3162895	67.97	2228477	934418	70.457	29.543
Public-Others	36170865	2223345	6.15	2223045	300	99.987	0.013
Total	**72211486**	**36773215**	**50.92**	**35838497**	**934718**	**97.458**	**2.542**

Detail of the Agenda -8 : Appointment of Shri A. Karati as an independent Director of the Company for five consecutive years for a term up to 31st March, 2019

Resolution required : ~~(Ordinary~~/Special~~)~~

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00	31386975	0	100.000	0.000
Public – Institutional holders	4653646	3162895	67.97	2497217	665678	78.954	21.046
Public-Others	36170865	2223345	6.15	2223045	300	99.987	0.013
Total	**72211486**	**36773215**	**50.92**	**36107237**	**665978**	**98.189**	**1.811**

Detail of the Agenda -9 : To pass a Special Resolution for exercising the borrowing power of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013

Resolution required : ~~(Ordinary~~/Special~~)~~

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00	31386975	0	100.000	0.000
Public – Institutional holders	4653646	3162895	67.97	3162895	0	100.000	0.000
Public-Others	36170865	2223345	6.15	2222945	400	99.982	0.018
Total	72211486	36773215	50.92	36772815	400	99.999	0.001

Detail of the Agenda -10 : To pass a Special Resolution under Section 186 of the Companies Act, 2013

Resolution required : ~~(Ordinary~~/Special~~)~~

Mode of voting : (~~Show of hands~~/Poll/~~Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	No. of shares held (1)	No. of 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	31386975	31386975	100.00	31386975	0	100.000	0.000
Public – Institutional holders	4653646	3118259	67.01	190748	2927511	6.117	93.883
Public-Others	36170865	2222345	6.14	2221562	783	99.965	0.035
Total	**72211486**	**36727579**	**50.86**	**33799285**	**2928294**	**92.027**	**7.973**

