

Date: September 19, 2025

To,
National Stock Exchange of India Ltd.
Address: Exchange Plaza" Plot no. C/1,
G Block, Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051.

NSE Scrip Symbol: UHTL

Subject: Intimation of Proceeding of the 31st Annual General Meeting ("AGM") of United Heat Transfer Limited (Formerly known as United Heat Transfer Private Limited) ("The Company") for the Financial Year 2024-25

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, we hereby inform you that the 31st Annual General Meeting of the Company United Heat Transfer limited (Formerly known as United Heat Transfer Private Limited) was duly conducted on Friday the 19th September, 2025 at 11.00 a.m. through Video Conferencing/ Other AudioVisual Means (VC/OAVM) facility at the deemed venue of registered office of the company situated at Plot No. F-131 M.I.D.C, Ambad, Nashik - 422010, Maharashtra, India in accordance with the relevant circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

The Annual General Meeting was commenced at 11:10 a.m. (IST) and concluded at 2.00 p.m. (IST).

The details of proceeding at annual general Meeting, voting results along with the Scrutinizers Report is available on the website of the Company <https://unitedheat.net/> also on the website of National Securities Depository Limited i.e. <https://www.evoting.nsdl.com> and National Stock Exchange of India Limited www.nseindia.com

Kindly take the same on your record.

Thanking You.

Yours faithfully,

For and on behalf of Board of Directors of,
UNITED HEAT TRANSFER LIMITED
Formerly known as United Heat Transfer Private Limited

Ms. Diksha Shetty
(Company Secretary & Compliance Officer)
Membership No.: A64198
Address: Plot No. F-131, M.I.D.C,
Ambad, Nashik - 422010 Maharashtra, India.

Enclosure:

1. Annexure-I: Proceedings of 31st AGM of the company.
2. The Scrutinizer's Report dated September 19, 2025 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended - **Annexure II**
3. Brief Profile of Mr. Yogesh Vishwanath Patil in regard with Agenda Item No. 2
4. Profile of secretarial auditor in regard with Agenda Item No. 3
5. Profile of Deepak Popat Jondhale Independent (Non-Executive Director) in regard with Agenda Item No. 4

ANNEXURE-I

SUMMARY OF THE PROCEEDINGS OF THE 31st ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF UNITED HEAT TRANSFER LIMITED (FORMERLY KNOWN AS UNITED HEAT TRANSFER PRIVATE LIMITED) HELD ON FRIDAY, 19TH SEPTEMBER, 2025 AT 11.00 A.M. (IST) THROUGH VIDEO CONFERENCING MODE ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") AT THE DEEMED VENUE AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. F-131, M.I.D.C, AMBAD, NASHIK - 422010, MAHARASHTRA, INDIA.

The 31st Annual General Meeting of the Company was held on Friday 19th September 2025 at 11.00 a.m. at through video conferencing mode and the venue of the meeting was deemed to be the registered office of the company situated Plot No. F-131, M.I.D.C, Ambad, Nashik - 422010, Maharashtra, India

The directors and key managerial personal, statutory auditor, secretarial auditor joined over video conferencing and present during the meeting.

The Company Secretary commenced the meeting by welcoming all the members to the meeting.

Mr. Yogesh Vishwanath Patil, Chairman and Managing Director of the Company welcomed the members present at the 31st Annual General Meeting of the Company. The Chairman also introduced the Directors, Key Managerial Personnel and the invitees present at the meeting.

Then Company Secretary confirmed the quorum and declared that the meeting in order. Total 14 members were present through Video Conference (VC) / Other Audio Visual Means (OAVM) Facility.

Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable.

Thereafter, the Company Secretary informed the members that as per Notification issued by Ministry of Corporate Affairs dated 19th of March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 be exempted from e-voting provisions and to maintain the transparency in the voting the company had provided e-voting facility to all the persons who were members on Monday, 15th September, 2025 (cut - off date), being the cutoff date for vote on all the 04 (total resolutions) resolutions set out in the notice of AGM. The e-voting facility was kept open during the course of meeting within the time slot available for e-voting purpose as mentioned Notice of 31st AGM. During the said period, Members of the Company, holding shares in dematerialized were requested to cast their votes electronically.

Then Mr. Yogesh Vishwanath Patil, Chairman and Managing Director of the company took the opportunity and stated the overall financial performance of the company.

On request from chairman Company Secretary informed about the receipt of Independent Audit Report from Statutory Auditor of the Company and circulation of the same as a part of Annual Report. Further She also intimated that since this meeting is being held through Video conferencing and the resolutions are put to vote only through e-voting, the practice of proposing and seconding of resolutions was not being followed.

Thereafter, Chairman informed the members that the Report of Board of Directors, Annual Accounts of the Company for the financial year ended on 31st March, 2025, and the Notice convening 31st AGM were already been circulated to the members and taken as read.

As no member was pre-registered as speaker, the chairman conducted the further proceeding of meeting.

Thereafter, the following business items as set out in the Notice of Thirty First (31st) Annual General Meeting were taken up by the Chairperson for consideration of the members present.

Whereas the 2nd (Second) agenda proposing the appointment of director to be retired by rotation was read and proposed by Mr. Darshan Talikot being disinterested member of the company as Chairman was an interested in the resolution.

When all Agenda items were considered and presented before the members, the Chairman announced the opening of voting lines for all the agenda items as set out in the notice of the AGM which remained open for a time slot of 2 hours commencing From 12 p.m. to 2.00 p.m. And requested the members to cast their votes via NSDL E-voting platform.

The Company had appointed CS Sanil Ramesh Devghare, Practicing Company Secretary of M/s S R Devghare & Co (ICSI Membership No 69192), Nashik, as the Scrutinizer for the purpose of scrutinizing the process of E-voting during the AGM.

Based on the Scrutinizer's Report, the members have passed the following Resolutions as set out in the Notice convening the 31st AGM of the Company.

Item No	Particulars	Type of Resolution
1	To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on 31 st March, 2025 including Balance sheet as at 31 st March 2025, the statement of profit and loss and Cash Flow statement for the	Ordinary Business/ Ordinary Resolution

	year ended on that date and the Reports of the Board of Directors and the Auditors' thereon	
2	To appoint Director in place of Mr. Yogesh Vishwanath Patil , Managing Director of the company, whose office is liable to retire by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment	Ordinary Business/ Ordinary Resolution
3	To approve appointment of M/s A. Khadilkar & Associates, (ICSI Firm Unique Identification No S2022MH859700) as Secretarial Auditors of the Company for a period of 5 years beginning from the financial year 2025-26 up to the financial year 2029-30	Special Business/ Ordinary Resolution
4	To consider and approve the regularization of Mr. Deepak Popat Jondhale (DIN: 11171482) as an Independent Non-Executive Director of the Company	Special Business/ Special Resolution

Post the conclusion of the e-voting, the Scrutinizers' Report was received, all the Resolutions have been passed with requisite majority.

It was further informed the Members that the voting results along with the Scrutinizer's Report will be placed on the website <https://unitedheat.net/> and on the website of the NSDL www.evoting.nsdl.com. Furthermore, the results will also be forwarded to the Stock Exchanges where the Company's Equity shares are listed viz National Stock Exchange of India Limited and be made available on their respective websites www.nseindia.com

The required quorum was present throughout the meeting while transacting every agenda item.

The Chairman further thanked the members for their participation in the 31st AGM of the Company and declared that the proceedings of the 31st AGM would be closed and concluded upon completion of the voting by the members, which shall take place at 2:00 p.m.

For and on behalf of Board of Directors of,
UNITED HEAT TRANSFER LIMITED
 Formerly known as United Heat Transfer Private Limited

Ms. Diksha Shetty
 (Company Secretary & Compliance Officer)
Membership No.: A64198
Address: Plot No. F-131, M.I.D.C.,
 Ambad, Nashik - 422010 Maharashtra, India.



S R DEVGHARE & CO.
COMPANY SECRETARIES

☎ 9823106563
✉ srdevghare.co@gmail.com
📍 Office No. 501, 5th Floor, Roongta
Business World, Above ICICI Bank,
Govind Nagar, Nashik - 422009.

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

To,
Chairperson
31st Annual General Meeting
UNITED HEAT TRANSFER LIMITED
(CIN: L29191MH1995PLC084982)
Registered office: Plot No. F-131, MIDC Area, Ambad, Nashik, Maharashtra, India, 422010.

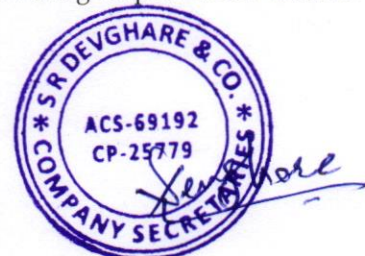
Subject: Consolidated Report of Scrutinizer on E-voting during the 31st Annual General Meeting (AGM) pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014, held on Friday, September 19, 2025 at 11.00 A.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM')

Dear Sir,

I, **CS Sanil Ramesh Devghare**, Company Secretary in practice and proprietor of **M/s. S R Devghare & Co.**, Company Secretaries, Nashik (COP - 25779) had been appointed as the Scrutinizer by the Board of Directors of the **UNITED HEAT TRANSFER LIMITED ("the Company")** pursuant to Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purposes of scrutinizing the e-voting process during the AGM in respect of the below mentioned resolutions proposed at the 31st Annual General Meeting of **UNITED HEAT TRANSFER LIMITED ("the Company")** held on Friday, September 19, 2025 at 11.00 A.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'), in compliance with General Circular No. 14/2020 dated 08th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 05th May, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 02/2021 dated 13th January, 2021 General Circular No. 19/2021 dated 08th December, 2021 and General Circular No. 21/2021 dated 14th December, 2021, Circular No. 02/2022 Circular No. 03/2022 dated 05th May, 2022 and Circular No. 10/2022 dated 28th December, 2022 and to General Circular No. 09/2023 dated, 25th September 2023 and General Circular No. 09/2024 dated, 19th September 2024 issued by the Ministry of Corporate Affairs ("MCA Circular") and in compliance with provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and I submit my report as under:



1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder and the SEBI Listing Regulations relating to voting through electronic means electronic voting (e-voting) at the Annual General Meeting by the shareholders on the resolutions proposed in the Notice of the 31st Annual General Meeting of the Company.
2. My responsibility as the Scrutinizer of the voting process, was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository limited (NSDL) the service provider.
3. In accordance with the Notice dated **Tuesday, 26th August 2025**, the Notice was sent to the shareholders only through electronic mode (i.e. email) to those members whose email address were registered with depository participants and / or Company or its Registrars and Transfer Agents as on cut-off date i.e. **Friday, 22nd August 2025**.
4. The company has completed the dispatch of notice on **Tuesday, 26th August 2025** through electronic mode to the members who have registered their email addresses with the company or with the depositories / depository participants and whose names appear in the register of members/ list of beneficial owners as on cut-off date pursuant to circulars issued by MCA.
5. The Company had availed the e-voting facility offered by National Securities Depository limited (NSDL) for conducting e-voting prior to the AGM end voting at the AGM by electronic means
6. The E-Voting Process commenced on **Friday, 19th September, 2025** at 12.00 P.M. (IST) and concluded on **Friday, 19th September, 2025** at 02.00 P.M. (IST).
7. The Equity Shareholders holding shares as on **Monday, 15th September 2025** ("Record Date") were entitled to vote on the resolution stated in the Notice of the AGM.
8. Particulars of all the E-Voting confirmations from the Members have been entered in the register separately maintained for the purpose as per Companies (Management & Administration) Rules, 2014.
9. All e-voting confirmations received till **Friday, 19th September, 2025** at 02.00 P.M. (IST), the last date and time fixed by the Company for receipt of the forms were considered for our scrutiny.
10. After the end of e-voting period i.e. **Friday, 19th September, 2025** at 02.00 P.M. (IST), I have unblocked the electronic votes and downloaded the e-voting Report from website



<https://www.evoting.nsdl.com/> in the presence of two witnesses, **Ms. Palak Punjabi** and **Mr. Sandip Nagane**, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name	Signature
Ms. Palak Punjabi	
Mr. Sandip Nagane	

11. I have scrutinized and reviewed the vote casted through e-voting during the AGM, based on the data downloaded from the NSDL e-voting system:

12. I now submit my consolidated report as under on the result of the vote casted through e-voting during the AGM in respect of the said resolutions:

DETAILS OF E-VOTING

1. Ordinary Business - Ordinary Resolution: To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on 31st March, 2025 including Balance sheet as at 31st March 2025, the statement of profit and loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and the Auditors' thereon

A) Details of Votes in Favour of and against the resolution:

Method of Voting	Votes in Favour of the Resolution		
	Number of members Voted	Number of Valid Votes cast by them	Percentage of total number of Valid votes cast
E Voting	9	1,28,54,000	100%
	Votes Against the resolution		
	Number of members Voted	Number of Valid Votes cast by them	Percentage of total number of Valid votes cast
	Nil	Nil	Nil
Total	9	1,28,54,000	100%



b) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	Number of members whose votes were declared invalid	Number of invalid votes cast by them	Number of members who abstained from voting	Number of abstained votes
E-Voting	Nil	Nil	5	7,90,000

2. Ordinary Business - Ordinary Resolution: To re-appoint Mr. Yogesh Vishwanath Patil (DIN: 00103349), Managing Director of the company, as director liable to retire by rotation and being eligible, offers himself for re-appointment.

A) Details of Votes in Favour of and against the resolution:

Method of Voting	Votes in Favour of the Resolution		
	<u>Number of members Voted</u>	<u>Number of Valid Votes cast by them</u>	<u>Percentage of total number of Valid votes cast</u>
<u>E Voting</u>	1,28,54,000	100%	1,28,54,000
	<u>Votes Against the resolution</u>		
	<u>Number of members Voted</u>	<u>Number of Valid Votes cast by them</u>	<u>Percentage of total number of Valid votes cast</u>
	Nil	Nil	Nil
<u>Total</u>	1,28,54,000	100%	1,28,54,000



b) Details of Invalid and Abstained Votes:

<u>Method of Voting</u>	<u>Invalid Votes</u>		<u>Abstained from Voting</u>	
	<u>Number of members whose votes were declared invalid</u>	<u>Number of invalid votes cast by them</u>	<u>Number of members who abstained from voting</u>	<u>Number of abstained votes</u>
E-Voting	Nil	Nil	5	7,90,000

3. Special Business – Ordinary Resolution: To approve appointment of M/s A. Khadilkar & Associates, (ICSI Firm Unique Identification No S2022MH859700) as Secretarial Auditors of the Company for a term of 5 (Five) years beginning from the Financial Year 2025-26 up to the Financial Year 2029-30.

B) Details of Votes in Favour of and against the resolution:

<u>Method of Voting</u>	<u>Votes in Favour of the Resolution</u>		
E Voting	Number of members Voted	Number of Valid Votes cast by them	Percentage of total number of Valid votes cast
	1,28,54,000	100%	1,28,54,000
	Votes Against the resolution		
	Number of members Voted	Number of Valid Votes cast by them	Percentage of total number of Valid votes cast
	Nil	Nil	Nil
Total	1,28,54,000	100%	1,28,54,000

b) Details of Invalid and Abstained Votes:

<u>Method of Voting</u>	<u>Invalid Votes</u>		<u>Abstained from Voting</u>	
	<u>Number of members whose votes were declared invalid</u>	<u>Number of invalid votes cast by them</u>	<u>Number of members who abstained from voting</u>	<u>Number of abstained votes</u>
E-Voting	Nil	Nil	5	7,90,000



4. Special Business – Special Resolution: To approve appointment of Mr. Deepak Popat Jondhale (DIN: 11171482) as Non-Executive - Independent Director of the Company.

C) Details of Votes in Favour of and against the resolution:

Method of Voting	Votes in Favour of the Resolution		
E Voting	Number of members Voted	Number of Valid Votes cast by them	Percentage of total number of Valid votes cast
	9	1,28,54,000	100%
	Votes Against the resolution		
	Number of members Voted	Number of Valid Votes cast by them	Percentage of total number of Valid votes cast
	Nil	Nil	Nil
Total	1,28,54,000	100%	1,28,54,000

b) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	Number of members whose votes were declared invalid	Number of invalid votes cast by them	Number of members who abstained from voting	Number of abstained votes
E-Voting	Nil	Nil	5	7,90,000

RESULTS:

Based on the results, I report that resolution mentioned in the Notice stands approved as the resolution was passed with the requisite majority as on **Friday, 19th September, 2025** being the last date fixed for e-voting by the Company.

All electronic data and relevant records of a-voting will remain in my custody until the Chairman considers, approves, and signs the minutes of the 31st Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.



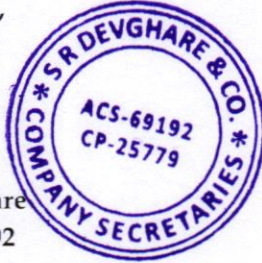
You may accordingly declare the result of the voting by E-Voting.

Thanking You,

FOR S R Devghare & Co.,
Company Secretaries,



CS Sanil Ramesh Devghare
Membership No.: - A69192
COP No.: - 25779



Date: 19/09/2025

Place: Nashik

UDIN: - A069192G001287255

Countersigned
FOR, UNITED HEAT TRANSFER LIMITED

Mr. Yogesh Vishwanath Patil
Chairperson & Managing Director
DIN: 00103349

Date: 19/09/2025

Place: Nashik

3. Brief Profile of Mr. Yogesh Vishwanath Patil in regard with Agenda Item No. 2 (Ordinary Business proposed for Ordinary Resolution).

The relevant details of director who is proposed to be re-appointed as director of the Company, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Company Secretaries of India are as under:

PARTICULARS	Yogesh Vishwanath Patil
DIN	00103349
Current Position	Managing Director (Liable to retire by rotation)
Residential Address	Plot No.301, Rushiraj Hariyali Apartment 7th Street, 2nd Avenue, Near Bobbys Hotel, Serene Meadows, Nashik-422013, Maharashtra
Date of Birth	05/03/1962
Age:	63 Years
Experience:	He has more than 30 years of experience in the areas of Production, commercial and finance and of Heat Exchanger Industry. Currently he manages the Commercial and Finance functions of our Company.
Expertise in Specific functional areas	Business Administration and Management
Date of first Appointment:	27/01/1995
Number of Board Meetings attended during the year:	Attended all 4 board meetings held in F.Y. 2025-26
Shareholding in the Company:	28.86%
Relationship with Other Directors:	Brother of Vivek Patil (Whole Time Director) Father of Durva Patil (Non- Executive Director) Uncle of Shatanik Patil (Non- Executive Director)
Other Directorships:	Mr. Yogesh Vishwanath Patil is a director in Uniheat Research And Solutions Private Limited
Memberships / Chairmanship of Committees:	He is the member in Audit Committee and Corporate Social Responsibility of United Heat Transfer Limited (Formerly Known as United Heat Transfer Private Limited)
Reason for appointment	In order to fill the requirement of Section 152 and other applicable provisions of the of the Companies Act, 2013 i.e. Retirement of director by rotation and reappointment in the ensuing Annual General Meeting considering the longest term of service in the company.

4. Brief profile (in case of appointment)

A. Khadilkar & Associates, Company Secretaries, Pune is a peer reviewed firm (Peer Reviewed Firm Certificate No. 5805/2024) of practicing Company Secretaries registered with Institute of Company Secretaries of India (ICSI) vide registration number S2022MH859700 having an experience of 8 years having core areas of practice under the Companies Act, 2013, Foreign Exchange Management Act, 1999 and Limited Liability Partnership Act, 2008 handling compliances of public limited companies, private limited companies, LLPs, Joint ventures , Overseas Companies of Indian Residents / Indian Entities, Section 8 companies, Business consultancy Firms , etc.

5. Profile of Deepak Popat Jondhale Independent (Non-Executive Director) in regard with Agenda Item No. 4

For Independent Director

Name of director: Mr. Deepak Popat Jondhale

Sr. No.	Details of event(s) that need to be provided	Information of such event(s)
1.	Reason for change viz. appointment, resignation, cessation, removal, death or otherwise	Appointment of Mr. Deepak Popat Jondhale (DIN-11171482) as Additional (Non- Executive and Independent Director)
2.	Date of appointment/ cessation (as applicable) & term of appointment	Effective date of appointment 04/07/2025 Appointed as - Additional Non executive independent director till the conclusion of ensuing annual general meeting and subject to approval of shareholders and regularization of his appointment as Non- Executive and Independent Director for consecutive term of 5 (Five) years from conclusion of ensuing annual general meeting
3.	Brief profile (in case of appointment)	With over 2.5 years of experience as a Practicing Chartered Accountant, Mr. Deepak Jondhale has a strong foundation in auditing, taxation, legal advisory. His professional journey has been defined by a commitment to delivering strategic, compliant, and forward-thinking financial solutions to a diverse clientele. A key area of his expertise lies in Direct Tax and Indirect Tax, where he has successfully assisted clients in navigating complex legal and regulatory frameworks. His practice also encompasses Tax and Statutory Audits, and Internal Audits, allowing him to offer end-to-end financial oversight and risk management.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Deepak Popat Jondhale is not related to any of the directors of the Company
5.	Information as required pursuant to NSE Circular with ref. no. NSE/CML/2018/02 dated 20 th June, 2018.	Mr. Deepak Popat Jondhale is not debarred from holding the office of the director by virtue of any order of SEBI or any other Authority.
6	MCA ID registration Number	IDDB-NR-202507-075885