

UTIQUE ENTERPRISES LIMITED

(Formerly known as Apple Finance Limited)

September 24, 2021

BSE Limited
Listing Compliance
P. J. Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

Voting Results

We have to inform you that the Company's 35th Annual General Meeting was held on Thursday, September 23, 2021 at 2:00 p.m. through Video Conferencing/ Other Audio-Visual Means and the business mentioned in the Notice dated August 13, 2021 was transacted.

In this behalf, we enclose the following:-

1. Voting Results under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
2. The Report dated September 23, 2021 submitted by the Scrutinizer, Mr. Umesh P. Maskeri, Practicing Company Secretary, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management & Administration) Rules, 2014.

Thanking you.

Yours truly,
For Utique Enterprises Limited


Company Secretary

Encl.: a/a



Umesh P. Maskeri
Practicing Company Secretary

No 304, Geetanjali Heights, Plot No.77, Sector 27
Near Presentation Convent School, Nerul East, Navi Mumbai-400 706
Tele 022 -27716919; Mobile: 09930178352; Email: umeshmaskeri@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

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

September 23, 2021

Chairman of the 35th Annual General Meeting
Utique Enterprises Limited
Registered Office
8, Apeejay House, 130, Mumbai Samachar Marg
Mumbai- 400 023

Dear Sir,

SCRUTINIZER'S REPORT Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014	
Name of the company	Utique Enterprises Limited
Nature of Meeting/Event	35 th Annual General Meeting ("AGM")
Day, Date and Time	At 02:00 p.m., Thursday, September 23, 2021
Deemed Venue and Venue for physical meeting	8 Apeejay House, 130 Mumbai Samachar Marg, Mumbai 400 023
Mode	Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

1. Appointment of Scrutinizer:

I, Umesh P Maskeri, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of Utique Enterprises Limited ("the Company") at their meeting held on August 13, 2021 for the purpose of ensuring that the voting process is conducted in a fair and transparent manner, on the resolutions contained in the Notice of the AGM dated August 13, 2021 of the Company to be held at 02:00 PM on Thursday, September 23, 2021 by Video Conferencing or Other Audio-Visual Means (OAVM) pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules").

Umesh P. Maskeri



Umesh P. Maskeri
Practising Company Secretary

2. Relaxations granted by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") in view of COVID-19 pandemic

In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') issued General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020, 5th May 2020, No.33/2020 dated September 28, 2020 and No.39/2020 dated December 31, 2020 respectively and by General Circular No.02/2021 dated 13th January 2021, allowed companies whose AGMs were due to be held in the year 2020 or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No.20/2020 ("MCA Circulars"). The Securities and Exchange Board of India ('SEBI') also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 the validity of which has been extended till December 31, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 ("SEBI Circulars"). In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 35th AGM of the Company is being held through VC / OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the 35th AGM shall be the Registered Office of the Company Central Depository Services (India) Limited ('CDSL') has provided the facility for voting through remote e-Voting, for participation in the AGM through VC / OAVM facility and e-Voting during the AGM. The MCA and SEBI have relaxed and permitted that the notice of AGM and the Annual Report and all other attachments could be sent by email to the shareholders, in view of the difficulties faced in physical despatch of the documents.

3. Despatch of Notice of 35th Annual General Meeting ("AGM") :

The Company has informed that it had arranged and sent the Notice of the AGM dated August 13, 2021 by electronic mail by Bigshare Services Private Limited Green initiatives to its Members on August 31, 2021, whose names appeared in the Register of Members, Register of Members/Register of Beneficial Owners on the record date for this purpose, and who had registered their email address with the Company or Depositories or Depository Participants.

4. Publication of advertisement in Newspapers:

In terms of the provisions of the MCA Circular dated May 05, 2020, the Company had duly released an advertisement intimating that the AGM was going to be held through Video Conferencing and that the Notice of AGM and the Annual Report would be dispatched by email, in The Free Press Journal i.e. English Newspaper and in Navshakti i.e. Marathi newspaper. Further, in terms of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company had duly released an advertisement intimating about the schedule of remote electronic voting ("e-Voting") and dispatch of Notice of AGM by email, in English newspaper viz. The Free Press Journal and in Marathi newspaper viz. Navshakti

Umesh P. Maskeri



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Practising Company Secretary

both dated September 02, 2021 and having wide circulation in the state of Maharashtra. The said newspaper advertisements, contained among other things, the information that there would be voting by electronic means only and there was no provision for any voting through physical ballot forms and further the process to register the email addresses, in case of shareholders who had not registered their email address with the Company, depositories or depository participant as stipulated in MCA Circular No.17/2020 dated April 13, 2020 .

5. Cut-off date:

The Company has provided me the Register of Members as on the cut-off date i.e. September 16, 2021 and Attendance Register for the members who were virtually present at the AGM . The provision of appointment of proxy was not provided in terms of Circulars issued by the Securities and Exchange Board of India.

6. Remote evoting Process: EVSN 210820004

6.1. Agency:

Company has availed the services of Central Depository Services (India) Limited ('CDSL'), which has provided the facility for voting through remote e-Voting, for participation in the AGM through VC / OAVM facility and e-Voting during the AGM.

6.2. Remote e-Voting period

The remote e-Voting period commenced at 10.00 a.m. on Monday, September 20, 2021 and ended at 5.00 p.m. on Wednesday, September 22, 2021. Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions, set out in the notice convening the AGM. and the CDSL remote e-Voting portal was disabled thereafter.

6.3 The facility of voting by remote evoting was provided for an additional duration of 15 minutes i.e. from 02.15 p.m. to 02-30 p.m. after the conclusion of the AGM on September 23, 2021.

6.4 There was no facility to cast votes by ballot papers, in accordance with the provision of Para 3 (A)(VI) of the General Circular No.20 dated May 5, 2020 issued by the Ministry of Corporate Affairs.

7. Counting process:

On completion of e-Voting during the AGM and 15 minutes after conclusion of the AGM, I have unblocked the votes cast through remote e-Voting at 2 . 34 p . m . from the CDSL e-Voting portal and downloaded the voting results. in the presence of two persons, who are not the employees of the Company.

Umesh P. Maskeri



Umesh P. Maskeri
Practicing Company Secretary

8. Voting results:

A summary of the voting results through remote for each of the Agenda Items contained in the notice of AGM is furnished below:

Resolution 1: Ordinary Resolution

a) Adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and the Auditors thereon;

And

b) Adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2021 and the report of the Auditors thereon.

Particulars	Remote Evoting		During AGM		Total		% of votes
	Number of Folios	Votes	Number of Folios	Votes	Number of Folios	Votes	
Ascent	181	1,46,75,596	Nil	Nil	181	1,46,75,596	99.99
Dissent	5	696	Nil	Nil	5	696	0.01
Total	186	1,46,76,202	Nil	Nil	186	1,46,76,202	100
Result	Passed with requisite majority						

It was observed that none of the members have voting during the AGM and during the 15 minutes after the conclusion of the AGM.

Resolution No.2: Ordinary resolution:

Reappointment of Mr. Mahesh Raghavan Menon (DIN: 00164298) as a Director, who shall be liable to retire by Rotation

Particulars	Remote Evoting		During AGM		Total		% of votes
	Number of Folios	Votes	Number of Folios	Votes	Number of Folios	Votes	
Ascent	180	1,46,75,336	Nil	Nil	180	1,46,75,336	99.99
Dissent	6	956	Nil	Nil	6	956	0.01
Total	186	1,46,76,292	Nil	Nil	186	1,46,76,292	100
Result	Passed with requisite majority						

It was observed that none of the members have voting during the AGM and during the 15 minutes after the conclusion of the AGM.

Umesh P. Maskeri



Umesh P. Maskeri
Practicing Company Secretary

9. Based on the aforesaid report, it may be seen that resolutions Nos.(1) and (2) of the AGM Notice have been passed with requisite majority. The consolidated voting results of the aforesaid voting may accordingly be declared by the Chairman of the Company.
10. The Register maintained in electronic form recording the assent or dissent received along with all the relevant records of e-Voting downloaded from the CDSL e-Voting portal have been handed over to the Chief Financial Officer/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Umesh P. Maskeri

Umesh P. Maskeri
Practicing Company Secretary
Certificate of Practice No 12704ICSI
ICSI UDIN : F004831C000991168
This document has been digitally signed



Place: Mumbai
Date: September 23, 2021

Countersigned by
For Utique Enterprises Limited

P. B. Deshpande
P. B. Deshpande
Company Secretary



Place: Mumbai
Date: September 23, 2021

UTIQUE ENTERPRISES LIMITED

Date of the AGM/EGM	23/09/2021
Total number of shareholders on record date	120235
No. of shareholders present in the meeting either in person or through proxy:	Not Arranged
Promoters and promoter Group:	
Public:	
No. of shareholders attended the meeting through Video Conferencing:	118
Promoters and promoter Group:	1
Public:	117

Resolution 1 To consider and adopt:-

1. (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and the Auditors thereon; and
 (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2021 and the report of the Auditors thereon.

Resolution required (Ordinary / Special) Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ? No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	13751596	13751596	100.00	13751596	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	13751596	13751596	100.00	13751596	0	100.00	0.00
Public - Institutions	E-VOTING	27905	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	27905	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	41893621	924696	2.21	924000	696	99.93	0.08
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	41893621	924696	2.21	924000	696	99.92	0.08
	TOTAL	55673122	14676292	26.36	14675596	696	100.00	0.00



Handwritten signature/initials in blue ink.

Resolution 2 To appoint a Director in place of Mr. Mahesh Raghavan Maron (DIN: 00164298), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for reappointment

Resolution required : (Ordinary / Special)
Whether promoter/promoter group are interested in the agenda/resolution ?

Ordinary Resolution
No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	13751596	13751596	100.00	13751596	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	13751596	13751596	100.00	13751596	0	100.00	0.00
Public - Institutions	E-VOTING	27905	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	27905	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	41893621	924696	2.21	923740	956	99.90	0.10
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	41893621	924696	2.21	923740	956	99.90	0.10
	TOTAL	55673122	14676292	26.36	14675336	956	99.99	0.01



M/O