Upsurge Investment & Finance Ltd.

Date: 30th September, 2025

To,
The Secretary
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

Security Code: 531390

Sub: Details of Voting Results through Remote E-voting and Electronic Means under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations") along with Consolidated Scrutinizer's Report.

Dear Sir/ Madam,

This is to inform you that 31st Annual General Meeting (For the Financial Year 2024-25) **("AGM")** of the Company was held on Tuesday, 30th September 2025 at 1.00 P.M. (IST) and concluded at 1.18 P.M. (IST) through video conferencing (**VC**) /other audio-visual means. (**OAVM**) facility.

The Company had provided remote e-voting facility to the Members on resolutions proposed to be considered at the AGM from Thursday, September 25, 2025 (9.00 A.M. IST) to Monday, September 29, 2025 (5.00 P.M. IST) on the e-voting portal of Central Depository Services (India) Limited **("CDSL").** Further, those Members, who have not voted through Remote E-voting facility, were provided facility to e-vote during the AGM.

All items of business contained in the Notice of the 31st Annual General Meeting were approved by the Members with requisite majority. The details of voting results, as per the requirements of Regulation 44(3) of the SEBI Listing Regulations read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, is enclosed herewith in the prescribed format as **Annexure – 1.**

We are also enclosing the Consolidated Report of the Scrutinizer on remote e-voting prior and e-voting at the AGM annexed here. The above are also being uploaded on the Company's website at www.upsurgeinvestment.com .

This is for your information and records.

Thanking you
Yours faithfully
FOR UPSURGE INVESTMENT & FINANCE LIMITED

Jitendra Kumar Gupta

Jitendra Gupta
Company Secretary and Compliance Officer
Encl: As above

Annexure-1

A. DETAILS OF THE PROCEEDINGS OF THE MEETING

S. No.	Particulars	Details
1	Date of AGM	September 30th 2025
2	Total No. of Shareholders as on Cut-off Date i.e. Monday, September 23, 2025 for voting purpose	4985
	No. of Shareholders present in the AGM either in person or through proxy	Not Applicable
	Total No. of shareholders attended the AGM through Video Conferencing and other Audio-Visual Means facility: (a). Promoter and Promoter Group(s) : (b). Public :	 8 40

B. RESULTS OF THE MEETING

S. No.	Agenda	Type of Resolution *(Ordinary /Special)*	Mode of Voting	Remarks
1	Adoption of Financial Statements	Ordinary Resolution	Remote e-voting and e-voting during the AGM	Passed with requisite majority
2	Appointment of Mrs. Pratibha Goyal as a Director liable to retire by rotation	Ordinary Resolution	Remote e-voting and e-voting during the AGM	Passed with requisite majority
3	Appointment of M/s Mukesh Purohit and Company, Practicing Company Secretary as Secretarial Auditor.s	Ordinary Resolution	Remote e-voting and e-voting during the AGM	Passed with requisite majority

C. RESOLUTIONWISE DETAILS OF VOTING RESULTS: Details of voting results, as per the requirements of Regulation 44(3) of the SEBI Listing Regulations, as attached

DETAILS OF VOTING RESULTS

Company Name	UPSURGE INVESTMENT AND FINANCE LIMITED
Details of Remote E-voting	**Date of the AGM**: Tuesday, September 30, 2025 **Voting Start Date**: Tuesday, September 25, 2025 (9.00 A.M IST) and **Voting End Date:** Monday, September 29, 2025 (5.00 P.M. IST)
Total number of shareholders on record date	4985
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NIL
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	8 40

Agenda- wise disclosure

Resolution No. 1 required: (ORDINARY)			**To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025, including Balance Sheet as at 31st March, 2025 and Statement of Profit & Loss and Cash Flow Statements for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.**					
Whether promoter/ promoter group are interested in the agenda/resolution?			**NO**					
Category	**Mode of Voting**	**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	**E-Voting**	1,01,60,933	95,01,433	93.51	95,01,433	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Public- Institutions	**E-Voting**	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Public- Non Institutions	**E-Voting**	99,10,467	24,47,176	24.69	24,47,167	9	100.00	0.000
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Total		**2,00,71,400**	**1,19,48,609**	**59.53**	**1,19,48,600**	**9**	**100.00**	**0.000**

The above Resolution was passed with requisite majority.

Resolution No. 2 required: (ORDINARY)			To appoint a Director in place of Mr. Pratibha Goyal (DIN: 00399056), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	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	E-Voting	1,01,60,933	95,01,433	93.51	95,01,433	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Public- Institutions	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Public- Non Institutions	E-Voting	99,10,467	24,47,176	24.69	24,47,119	57	100.00	0.000
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Total		**2,00,71,400**	**1,19,48,609**	**59.53**	**1,19,48,552**	**57**	**100.00**	**0.000**

The above Resolution was passed with requisite majority

Resolution No. 3 required: (SPECIAL)			Appointment of M/s Mukesh Purohit and Company, Practicing Company Secretary as Secretarial Auditor.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	**Mode of Voting**	**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	**E-Voting**	1,01,60,933	95,01,433	93.51	95,01,433	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Public- Institutions	**E-Voting**	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Public- Non Institutions	**E-Voting**	99,10,467	24,47,176	24.69	23,96,166	51010	97.92	2.08
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Total		**2,00,71,400**	**1,19,48,609**	**59.27**	**1,18,97,599**	**51010**	**99.57**	**0.43**

BRIJ KISHOR GUPTA

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B K G & Associates
Chartered Accountants

1/12, Ramesh Bhavan, 89, Tamba Kanta, Mumbai-400003 +919322236105,022-23446761

Annexure- II

Date: September 30, 2025

SCRUTINIZER'S REPORT

To,
Mr. Dayakrishna Goyal
Chairman of 31st Annual General Meeting of Shareholders of
UPSURGE INVESTMENT AND FINANCE LIMITED
Office No. 303, Morya Landmark- I,
Behind Crystal Plaza,
Off New Link Road,
Andheri (W), Mumbai- 400053

[CIN: L67120MH1994PLC079254]

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 31st Annual General Meeting of Upsurge Investment And Finance Limited, for the Financial Year 2024-25, held on Tuesday, September 30, 2025 at 1:00 P.M. (IST) through Video Conferencing/ Other Audio Visual Means.

I Brij Kishor Gupta, Partner of BKG & Associates, Practicing Chartered Accountant (FRN: 114852W) had been appointed as Scrutinizer pursuant to Sections 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process and e-voting process in respect of the below mentioned resolutions proposed at the 31st Annual General Meeting ("AGM") of Upsurge Investment And Finance Limited ("The Company"), Tuesday, September 30, 2025 at 1:00 P.M. (IST) through Video Conferencing/ Other Audio Visual Means.('OAVM').

The Management of the Company is responsible to ensure the compliances of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of the AGM. My responsibilities as scrutinizer is restricted to make a scrutinizer's report of the votes cast '**For'** or '**Against'** the Resolutions stated in the Notice.

Report on scrutiny:

1. The AGM Notice was circulated by the Company to the shareholders whose email addresses are registered with the Company/Depositories for convening of AGM of the Company on Thursday, September 04, 2025 to transact the business, as set out in the AGM Notice, as stated above, in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circulars issued by MCA and SEBI permitting the Companies to hold General Meetings without the physical presence of Members at a common venue. The dispatch of the Notice of AGM through e-mails was completed on Thursday, September 4, 2025.

B K G & Associates
Chartered Accountants

1/12, Ramesh Bhavan, 89, Tamba Kanta, Mumbai-400003 +919322236105,022-23446761

2. The Company had availed the remote e-voting and e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting/e-voting by the Shareholders of the Company.

3. The remote e-voting commenced from Thursday, September 25, 2025 (9.00 A.M. IST) and ended on Monday, September 29, 2025 (5.00 P.M. IST) and at the end of remote e-voting period, voting portal of service provider was blocked forthwith.

4. Members who had not casted their vote by remote e-voting were allowed to do e-voting at the AGM.

6. The Equity Shareholders holding shares as on Cut-off date i.e. Tuesday, September 23, 2025, were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.

7. After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.

8. I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

9. I now submit my consolidated Report as under on the result of the remote e-voting and e-voting in respect of the following resolutions.

S.No.	Type of Resolution	Particulars
1	Ordinary Resolution	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025, including Balance Sheet as at 31st March, 2025 and Statement of Profit & Loss and Cash Flow Statements for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2	Ordinary Resolution	To appoint a Director in place of Mrs. Pratibha Goyal (DIN: 00399056), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3	Ordinary Resolution	Appointment of M/s Mukesh Purohit and Company, Practicing Company Secretaries as Secretarial Auditor

B K G & Associates
Chartered Accountants

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Consolidated report on result of voting through remote e-voting prior and e-voting during the AGM is as under:

Item No. (of AGM Notice)	Voting Type	Votes in favor of resolution		Votes against resolution		Invalid		Total No. of votes
		No.	%	No.	%	No.	%	
Item No. 1	Remote E-voting	1,19,37,552	100.00%	9	0.000%	Nil	-	1,19,37,561
	E-voting At AGM	11,048	100.00%	Nil	-	Nil	-	11,048
	Total	**1,19,48,600**	**100%**	**9**	**0.000%**	**NIL**	**-**	**1,19,48,609**
Item No. 2	Remote E-voting	1,19,37,552	100.00%	9	0.000%	Nil	-	1,19,37,561
	E-voting At AGM	11,000	99.57%	48	0.43%	Nil	-	11,048
	Total	**1,19,48,552**	**100%**	**57**	**0.000%**	**NIL**	**-**	**1,19,48,609**
Item No. 3	Remote E-voting	1,18,86,551	99.57%	51010	0.43%	Nil	-	1,19,37,561
	E-voting At AGM	11,048	100.00%	Nil	-	Nil	-	11,048
	Total	**1,18,97,599**	**99.57%**	**51010**	**0.43%**	**NIL**	**-**	**1,19,48,609**

1. Based on the above voting, all resolutions carried on with requisite majority, accordingly I request the Chairman of the AGM to announce the results of the meeting.

2. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over thereafter to the Chairman.

Thanking You

Yours Sincerely,

For BKG & ASSOCIATES
Chartered Accountants
(FRN. 114852W)

BRIJ KISHOR GUPTA
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Date: 2025.09.30 18:26:23 +05'30'

Brij Kishor Gupta
Partner
M.No. 040889

Place: Mumbai
Date: 30th September 2025