Upsurge Investment & Finance Ltd.

Date: 14th August, 2024

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 Extra Ordinary General Meeting **("EGM")** of the Company was held on Wednesday, 14th August, 2024 at 1.00 P.M. (IST) and concluded at 1.20 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 EGM from Sunday, August 11, 2024 (9.00 A.M. IST) to Tuesday, August 13, 2024 (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 EGM.

All items of business contained in the Notice of the Extra Ordinary 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 EGM 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 EGM	August 14th 2024
2	Total No. of Shareholders as on Cut-off Date i.e. Wednesday, August 07, 2024 for voting purpose	4213
	No. of Shareholders present in the EGM either in person or through proxy	Not Applicable
	Total No. of shareholders attended the EGM through Video Conferencing and other Audio-Visual Means facility: (a). Promoter and Promoter Group(s) : (b). Public :	 8 18

B. RESULTS OF THE MEETING

S. No.	Agenda	Type of Resolution *(Ordinary /Special)*	Mode of Voting	Remarks
1	To consider increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company	Special Resolution	Remote e-voting and e-voting during the EGM	Passed with requisite majority
2	To consider issue of 49,19,000 Equity Shares and 33,00,000 Convertible Warrants on Preferential basis.	Special Resolution	Remote e-voting and e-voting during the EGM	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 EGM**: Wednesday, August 14, 2024 **Voting Start Date**: Sunday, August 11, 2024 (9.00 A.M IST) and **Voting End Date:** Tuesday, August 13, 2024 (5.00 P.M. IST)
Total number of shareholders on record date	4213
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 18

Agenda- wise disclosure

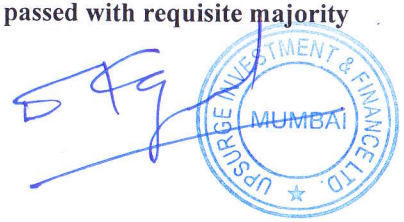
Resolution No. 1 required: (SPECIAL)			**To consider increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company**					
Whether promoter/ promoter group are interested in the agenda/resolution?			**NO**					
Category	**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**	89,41,933	89,41,933	100	89,41,933	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**	62,10,467	19,09,455	30.75	19,09,454	1	100.00	0.000
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Total		1,51,52,400	1,08,51,388	71.61	1,08,51,387	1	100.00	0.000

The above Resolution was passed with requisite majority.

UPSURGE INVESTMENT & FINANCE LTD. MUMBAI

Resolution No. 2 required: (SPECIAL)			To consider issue of 49,19,000 Equity Shares and 33,00,000 Convertible Warrants on Preferential basis					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES to the extent of shares/warrants allotted to the promoter					
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	89,41,933	89,41,933	100	89,41,933	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	62,10,467	17,23,702	27.75	17,23,701	1	100.00	0.000
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
Total		1,51,52,400	1,06,65,635	70.39	1,06,65,634	1	100.00	0.000

The above Resolution was passed with requisite majority



B K G & Associates
Chartered Accountants

1/12, Ramesh Bhavan, 89, Tamba Kanta, Mumbai-400 003 ; +919322236105

Date: August 14, 2024

SCRUTINIZER'S REPORT

To,
Mr. Dayakrishna Goyal
Chairman of 29th Annual General Meeting of Shareholders of
U**PSURGE 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 Extra Ordinary General Meeting of Upsurge Investment And Finance Limited, held on Wednesday, August 14, 2024 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 Extra Ordinary General Meeting ("**EGM**") of Upsurge Investment And Finance Limited ("**The Company**"), held on Wednesday, August 14, 2024 at 1:00 P.M. (IST) through Video Conferencing ('**VC**') / 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 EGM. 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 EGM Notice was circulated by the Company to the shareholders whose email addresses are registered with the Company/Depositories for convening of EGM of the Company on Wednesday, August 14, 2024 at 1.00 P.M. (IST) through VC / OAVM to transact the business, as set out in the EGM 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 EGM through e-mails was completed on Friday, July 19, 2024.

B K G & Associates
Chartered Accountants

1/12, Ramesh Bhavan, 89, Tamba Kanta, Mumbai-400 003 ; +919322236105

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 Sunday, August 11, 2024 (9.00 A.M. IST) and ended on Tuesday, August 13, 2024 (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 EGM.

6. The Equity Shareholders holding shares as on Cut-off date i.e. Wednesday, August 07, 2024, were entitled to vote on the resolutions stated in the Notice of the EGM of the Company.

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

8. I have scrutinized and reviewed the remote e-voting prior and e-voting during the EGM 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	Special Resolution	Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company
2	Special Resolution	Issue of 49,19,000 Equity Shares and 33,00,000 Convertible Warrants on Preferential basis

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 EGM is as under:

Item No. (of EGM 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	10851385	100.00%	1	0.000%	Nil	-	10851386
	E-voting At EGM	2	100.00%	Nil	-	Nil	-	2
	Total	10851387	**100%**	**1**	**0.000%**	**NIL**	**-**	10851388
Item No. 2	Remote E-voting	10665632	100.00%	1	0.000%	Nil	-	10665633
	E-voting At EGM	2	100.00%	Nil		Nil	-	2
	Total	10665634	**100%**	**1**	**0.000%**	**NIL**	**-**	10665635

1. Based on the above voting, all resolutions carried on with requisite majority, accordingly I request the Chairman of the EGM 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 EGM 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 Digitally signed by Brij Kishor Gupta
Date: 2024.08.14 17:01:07 +05'30'

Brij Kishor Gupta
Partner
M.No. 040889

Place: Mumbai
Date: 14th August, 2024