



Thirdwave Financial Intermediaries Limited

Date: 19th December, 2024

To,
The BSE Limited
Corporate Service Department,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai – 400 001.

Scrip Code: 531652

ISIN: INE528C01018

Sub: Voting Results and Scrutinizer's Report on the Postal Ballot

Dear Sir/Madam,

Please find enclosed the voting results in the format prescribed under Regulation 44 of SEBI (LODR) Regulation, 2015 along with the Scrutinizer's report dated 19th December, 2024, as per Section 108, 110 of the Companies Act, 2013, and the Rules framed thereunder read with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

The remote e-voting commenced on Wednesday, 20th November 2024, at 9.00 a.m. (IST) and concluded on Thursday, 19th December 2024, at 5.00 p.m. (IST).

Based on the Scrutinizer's report, it is hereby informed that, the Members of the Company, have approved the Resolutions mentioned in the Notice of the Postal Ballot dated 14th November, 2024, by way of Ordinary and Special Resolutions through Postal Ballot process by remote E-voting only with requisite majority on Thursday, 19th December, 2024, being the last date of e-voting.

The aforesaid documents are also being made available on the website of the Company at www.twfil.com and on the website of the E-voting agency i.e., Central Depositories Services Limited at <https://www.evotingindia.com/>

Regd. Office : Plot No. 62, Tower - II, 12th Floor, Salt Lake, Millennium City Information Technology Park, Sector-V, Block DN, Bidhannagar, Kolkata, West Bengal, 700064.

Corp. Office : Office No 1205 Plot No 14 REMI Commercio, Near Yash Raj Studio Off Versova Road Andheri West, Andheri, Mumbai, Mumbai, Maharashtra, India, 400053

Tel : +91 9867344706 /www.twfil.com : investor.thirdwave@gmail.com : CIN:L15100WB1989PLC046886



Thirdwave Financial Intermediaries Limited

Kindly take the same on records.

Thanking you,

Yours Faithfully,

For, **Thirdwave Financial Intermediaries Limited**

Utkarsh Vartak
Director
DIN: 09306253

Encl.: As above

Regd. Office : Plot No. 62, Tower - II, 12th Floor, Salt Lake, Millennium City Information Technology Park, Sector-V, Block DN, Bidhannagar, Kolkata, West Bengal, 700064.

Corp. Office : Office No 1205 Plot No 14 REMI Comercio, Near Yash Raj Studio Off Versova Road Andheri West, Andheri, Mumbai, Mumbai, Maharashtra, India, 400053

Tel : +91 9867344706 /www.twfil.com : investor.thirdwave@gmail.com : CIN:L15100WB1989PLC046886

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General information about company

Scrip code	531652
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE528C01018
Name of the company	birdwave Financial Intermediaries Ltd
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-12-2024
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Hemang Satra
Firms Name	Hemang Satra & Associates
Qualification	CS
Membership Number	A54476
Date of Board Meeting in which appointed	14-11-2024
Date of Issuance of Report to the company	19-12-2024

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Voting results	
Record date	08-11-2024
Total number of shareholders on record date	684
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Rashmi Vartak (DIN: 10259700) as a Managing Director of the Company: (Change in Designation from Whole-Time Director to Managing Director)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15225689	1475689	9.6921	1475689	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		15225689	1475689	9.6921	1475689	0	100.0000
Public- Institutions	E-Voting	136200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		136200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	20450711	7347159	35.9262	7347019	140	99.9981	0.0019
	Poll							
	Postal Ballot (if applicable)							
	Total		20450711	7347159	35.9262	7347019	140	99.9981
Total		35812600	8822848	24.6362	8822708	140	99.9984	0.0016
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Utkarsh Vartak (DIN: 09306253) as a Director of the Company: (Change in Designation from Managing Director to Director)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15225689	1475689	9.6921	1475689	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		15225689	1475689	9.6921	1475689	0	100.0000
Public- Institutions	E-Voting	136200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		136200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	20450711	7347159	35.9262	7347019	140	99.9981	0.0019
	Poll							
	Postal Ballot (if applicable)							
	Total		20450711	7347159	35.9262	7347019	140	99.9981
Total		35812600	8822848	24.6362	8822708	140	99.9984	0.0016
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ajaya Kumar Panda (DIN: 08769895) as a Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15225689	1475689	9.6921	1475689	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		15225689	1475689	9.6921	1475689	0	100.0000
Public- Institutions	E-Voting	136200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		136200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	20450711	7347159	35.9262	7347019	140	99.9981	0.0019
	Poll							
	Postal Ballot (if applicable)							
	Total		20450711	7347159	35.9262	7347019	140	99.9981
Total		35812600	8822848	24.6362	8822708	140	99.9984	0.0016
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change in name of the Company from 'Thirdwave Financial Intermediaries Limited' to 'UVS Hospitality and Services Limited' and consequential alteration to MOA and AOA of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15225689	1475689	9.6921	1475689	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		15225689	1475689	9.6921	1475689	0	100.0000
Public- Institutions	E-Voting	136200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		136200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	20450711	7347159	35.9262	7347144	15	99.9998	0.0002
	Poll							
	Postal Ballot (if applicable)							
	Total		20450711	7347159	35.9262	7347144	15	99.9998
Total		35812600	8822848	24.6362	8822833	15	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ajay Yadav (DIN: 09841715) as a Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15225689	1475689	9.6921	1475689	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		15225689	1475689	9.6921	1475689	0	100.0000
Public- Institutions	E-Voting	136200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		136200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	20450711	7347159	35.9262	7347019	140	99.9981	0.0019
	Poll							
	Postal Ballot (if applicable)							
	Total		20450711	7347159	35.9262	7347019	140	99.9981
Total		35812600	8822848	24.6362	8822708	140	99.9984	0.0016
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change in registered office of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15225689	1475689	9.6921	1475689	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		15225689	1475689	9.6921	1475689	0	100.0000
Public- Institutions	E-Voting	136200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		136200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	20450711	7347159	35.9262	7347133	26	99.9996	0.0004
	Poll							
	Postal Ballot (if applicable)							
	Total		20450711	7347159	35.9262	7347133	26	99.9996
Total		35812600	8822848	24.6362	8822822	26	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material related party transactions with British Brewing Company Private Limited, a related party				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15225689	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		15225689	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	136200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		136200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	20450711	7347159	35.9262	7347144	15	99.9998	0.0002
	Poll							
	Postal Ballot (if applicable)							
	Total		20450711	7347159	35.9262	7347144	15	99.9998
Total		35812600	7347159	20.5156	7347144	15	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1475689
Public Insitutions	
Public - Non Insitutions	

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Thirdwave Financial Intermediaries Limited
Plot No. 62, Tower - II, 12th Floor, Salt Lake,
Millennium City Information Technology Park,
Sector- V, Block DN, Bidhannagar,
Kolkata, West Bengal – 700 064.

Subject: Scrutinizer's Report on voting through postal ballot by electronic means conducted pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.

I, Hemang Satra, Proprietor of M/s Hemang Satra & Associates, Company Secretaries (Membership No. ACS 54476 and CP No. 24235) have been appointed as the Scrutinizer to scrutinize the Postal Ballot process through electronic voting process ('remote e- voting') conducted by the Company in respect of the Ordinary and Special Resolutions as set out in the Postal Ballot Notice dated 14th November, 2024, pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), read with General Circular No.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2021 dated December 8, 2021 read with other relevant circulars including General Circular No. 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (the "MCA Circulars") and any other applicable provisions, of the Act, rules, regulations, circulars and notifications (including any statutory modification(s), clarification(s) or reenactment(s) thereof for the time being in force).

The Postal Ballot Notice dated 14th November, 2024 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, as confirmed by the Company, was sent, in electronic form to those members whose e-mail addresses were registered with the Company/Registrar and Transfer Agent ('RTA')/ Depositories and whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories /

RTA as on Friday, 08th November, 2024 ('cut-off date').

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

The members of the Company holding shares as on the 'cut-off' date i.e. Friday, 08th November, 2024 were entitled to vote on the resolutions as contained in the Notice.

The remote e-voting period commenced on Wednesday, 20th November, 2024 (9:00 hours IST) and ended on Thursday, 19th December, 2024 (17:00 hours IST). The e-voting module was disabled by CDSL thereafter.

The votes cast under remote e-voting facility were thereafter unblocked by me in the presence of two witnesses who were not in the employment of the Company.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of CDSL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Company is responsible to ensure compliance with the requirements of the Act, rules made thereunder and the MCA circulars relating to remote e-voting on the resolutions contained in the Postal Ballot Notice. The communication of the assent or dissent of the member had taken place through remote e-voting only.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.

I would like to mention that the voting rights of the Members were in proportion to their shareholding in the Company as on the cut-off date and as per the Register of Members of the Company.

I now submit my Report as under on the result of the voting by postal ballot only through the e-voting process in respect of the said Ordinary and Special Resolutions, as the case may be, as under:

RESOLUTION 1: SPECIAL RESOLUTION

Appointment of Mrs. Rashmi Vartak (DIN: 10259700) as a Managing Director of the Company: (Change in Designation from Whole-Time Director to Managing Director):

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
32	88,22,708	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	140	0.01

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

The resolution pertains to appointment of Mrs. Rashmi Vartak (DIN: 10259700), where Mr. Utkarsh Vartak is a part of the Promoter Group and also falls under the definition of relative. However, this transaction is not material pursuant to Regulation 23 of SEBI (LODR) 2015, hence promoter voting was considered by me in the aforesaid resolution.

RESOLUTION 2: SPECIAL RESOLUTION

**Appointment of Mr. Utkarsh Vartak (DIN: 09306253) as a Director of the Company:
(Change in Designation from Managing Director to Director):**

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
32	88,22,708	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	140	0.01

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

The resolution pertains to appointment of Mr. Utkarsh Vartak (DIN: 09306253), who is a part of the Promoter Group. However, this transaction is not material pursuant to Regulation 23 of SEBI (LODR) 2015, hence promoter voting was considered by me in the aforesaid resolution.

RESOLUTION 3: SPECIAL RESOLUTION

Appointment of Mr. Ajaya Kumar Panda (DIN: 08769895) as a Non-Executive Independent Director of the Company:

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
32	88,22,708	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	140	0.01

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

RESOLUTION 4: SPECIAL RESOLUTION

Change in name of the Company from 'Thirdwave Financial Intermediaries Limited' to 'UVS Hospitality and Services Limited' and consequential alteration to MOA and AOA of the Company:

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
33	88,22,833	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	15	0.01

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

RESOLUTION 5: SPECIAL RESOLUTION

Appointment of Mr. Ajay Yadav (DIN: 09841715) as a Non-Executive Independent Director of the Company:

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
32	88,22,708	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	140	0.01

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

RESOLUTION 6: SPECIAL RESOLUTION

Change in registered office of the Company:

- i. Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
27	88,22,822	99.99

- ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	26	0.01

- iii. **Invalid** votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

RESOLUTION 7: ORDINARY RESOLUTION

Material related party transactions with British Brewing Company Private Limited, a related party:

- i. Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
32	73,47,144	99.99

- ii. Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	15	0.01

- iii. ***Invalid** votes:

Number of members voted	Number of valid votes cast by them
1	14,75,689

*The promoter being interested in the said resolution, their voting was not considered by me in the aforesaid resolution pursuant to provisions of Regulation 23(4) of SEBI (LODR) Regulations, 2015.

Hemang Satra & Associates
Company Secretaries

375 Vidyut Bldg, D Block, 1st Floor,
Chirabazar, Mumbai - 400002
Mobile: +91-9769848168
Email: hemangsatra99@gmail.com

The resolutions as set out in the Postal Ballot Notice has been approved and passed by the requisite consent of the members.

**For Hemang Satra & Associates,
Company Secretaries**

Place: Mumbai
Date: 19th December, 2024
UDIN: A054476F003436217
Peer Review No: 5684/2024

Hemang Satra
Proprietor
M. No.: A54476
C. P. No.: 24235

Countersigned by:

For, Thirdwave Financial Intermediaries Limited

Utkarsh Vartak
(DIN: 09306253)
Chairman & Director