



# Uniphos Enterprises Limited

CIN: L24219GJ1969PLC001588

25th August, 2023

The Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI - 400 001  <b><u>SCRIP CODE - 500429</u></b>	Listing Department National Stock Exchange of India Ltd. Exchange Plaza, C/1, Block G, Bandra Kurla Complex, Bandra (East) MUMBAI 400 051  <b><u>SYMBOL: UNIENTER</u></b>
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Sir/Madam,

**SUB.: GIST OF PROCEEDINGS OF THE 54TH ANNUAL GENERAL MEETING OF UNIPHOS ENTERPRISES LIMITED HELD ON 25<sup>TH</sup> AUGUST, 2023**

Further to the Notice dated 26th May, 2023 of the 54th Annual General Meeting (“AGM”) of Uniphos Enterprises Limited (“the Company”) uploaded on 1<sup>st</sup> August, 2023 on the website of the Stock Exchanges where the equity shares of the Company are listed, this is to inform you that the AGM of the Company was held on Friday, 25th August, 2023 at 2.30 p.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) and all the items of the business as mentioned in the notice dated 26th May, 2023 convening the AGM were transacted thereat.

In this regard, please find here below, pursuant to Regulation 30 of the Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements), 2015, the gist of proceedings of the AGM of the Company.

Mr. Arun C. Ashar (DIN: 00192088), Chairman and Non-Executive Director chaired the meeting. The requisite quorum being present, the Chairman called the Meeting to order. The Chairman informed that five Directors were present and Mr. J. R. Shroff, Non-Executive Director could not join the meeting due to other business engagements.

Thereafter, the members were, informed that the AGM was convened using audio-visual means in compliance with the applicable circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. The Company had taken all possible steps to ensure that the shareholders were provided an opportunity to watch the live webcast of the AGM / to participate in the AGM through VC / OAVM and also vote on the resolutions.

The Chairman welcomed all his colleagues who were present and had joined the AGM from the Board Room and other Director and shareholders of the Company who had joined the AGM through VC / OAVM.

The Chairman confirmed that Mr. Pradeep Goyal, Independent Director, the Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee and representatives of Statutory Auditors and Secretarial Auditors have also joined the AGM through VC / OAVM.

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The Chairman thereafter delivered the speech.

The Members were informed that the Notice convening the 54th AGM and the Annual Report along with Reports of the Board of Directors and Auditors thereon for the financial year ended 31<sup>st</sup> March 2023 was circulated electronically to all the members of the Company and with the permission of the members, the same were taken as read. The Reports of the Statutory Auditor on the financial statements and Secretarial Auditor did not contain any qualification or adverse remarks and hence were not required to be read.

The Members who had registered as speakers were invited to speak at the AGM and seek any clarifications for the accounts and raise their queries on the Agenda items as set out in the aforesaid Notice. Clarifications were provided to the queries raised by the members.

The Chairman informed that Bhaskar Upadhyay, Partner, N L Bhatia and Associates, Practising Company Secretary, (Membership No. FCS 8663/ C. P. No. 9625) was the Scrutinizer appointed by the Board to Scrutinize the remote e-voting and e-voting at the AGM process in a fair and transparent manner.

The Chairman thereafter thanked all the Members for attending the AGM and their words of appreciation and suggestions made by them.

The following items of business, as per the Notice convening the aforesaid AGM were transacted at the AGM:

Resolution No.	Resolutions
<b>Ordinary Business</b>	
1.	<b>Ordinary Resolution-</b> To receive, consider and adopt the audited financial statement of the Company comprising of audited Balance Sheet as at 31st March, 2023, 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 Auditors thereon.
2.	<b>Ordinary Resolution-</b> To declare Dividend on equity shares for the financial year ended 31 <sup>st</sup> March, 2023.
3.	<b>Special Resolution-</b> To appoint a Director in place of Mrs. Sandra Rajnikant Shroff (DIN: 00189012), Non-Executive Vice Chairperson, who retires by rotation and being eligible, offers herself for re-appointment.
4.	<b>Special Resolution-</b> Continuation of Directorship of Mr. Arun Chandrasen Ashar (DIN: 00192088) as Chairman and Non-Executive Director of the Company up to the next date of his retirement by rotation.

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The Chairman informed the Members that combined results of the voting i.e., remote e-voting and e-voting at the AGM and Report of N L Bhatia and Associates, Practising Company Secretaries, Scrutinizer shall be disseminated to the Stock Exchanges and also be placed on the website of the Company and National Securities Depository Limited within two working days of the conclusion of AGM.

The AGM concluded at 3.15 p.m. IST (including time allowed for e-voting at the AGM).

May we request you to take the same on your record and inform all your constituents accordingly.

Thanking you,

Yours faithfully,  
for **UNIPHOS ENTERPRISES LIMITED**



**K. M. THACKER**  
Company Secretary and Compliance Officer  
(ICSI Membership No. ACS-6843)