



# Uniphos Enterprises Limited

CIN: L24219GJ1969PLC001588

7th March, 2022

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>
--	---

Sir/Madam,

**SUB.: PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF UNIPHOS ENTERPRISES LIMITED HELD ON 7TH MARCH, 2022**

Further to the Notice dated 7<sup>th</sup> February, 2022 of the Extra Ordinary General Meeting (“EOGM”) of Uniphos Enterprises Limited (“the Company”) uploaded on 9<sup>th</sup> February, 2022 on the portal of the Stock Exchanges where the equity shares of the Company are listed, this is to inform you that the EOGM of the Company was held on Monday, 7th March, 2022 at 2.00 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 7<sup>th</sup> February, 2022 convening the EOGM 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 proceedings of the EOGM of the Company.

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

Thereafter, the members were, informed that due to the Covid-19 pandemic situation, the EOGM 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 EOGM / to participate in the EOGM through VC / OAVM and also vote on the resolutions.

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

The Members were informed that the Notice convening the EOGM was circulated electronically to all the members of the Company whose email IDs are registered with the RTA /Company/ Depositories and with the permission of the members, the same was taken as read.

The Chairman briefed the members regarding businesses to be transacted at the EOGM as set out in the aforesaid Notice of EOGM.

....2





# Uniphos Enterprises Limited

CIN: L24219GJ1969PLC001588

: 2 :

The Members who had registered as speakers were invited to speak at the EOGM and seek any clarifications on the Agenda items as set out in the aforesaid Notice of EOGM.

The Chairman informed that Bhaskar Upadhyay, Partner, N L Bhatia and Associates, Practicing 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 EOGM process in a fair and transparent manner.

The Chairman thereafter thanked all the Members for attending the EOGM

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

Resolution No.	Resolutions
1.	<b>Special Resolution-</b> To adopt new set of Memorandum of Association of the Company as per the provisions of the Companies Act, 2013 and consequent alteration in Object Clause of the Memorandum of Association of the Company by inserting the new clauses under clause No III A.
2.	<b>Special Resolution-</b> To give loans, inter corporate deposits, give guarantees in connection with loans made by any person or body corporate and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed in Section 186 of the Companies Act 2013.

The Chairman informed the Members that combined results of the voting i.e., remote e-voting and e-voting at the EOGM and Report of M/s. N. L. Bhatia & Associates, Practicing 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 EOGM.

The EOGM concluded at 2.30 p.m. IST (including time allowed for e-voting at the EOGM).

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)