UNIVERSAL STARCH-CHEM ALLIED LTD.





Date:

Date: 03rd October, 2024

To,
The Deputy General Manager
Corporate Relationship Department,
Bombay Stock Exchange
P.J.Towers,
Dalal Street,
Mumbai 400 001.

<u>Sub: Scrutinizer Report & Disclosure of Voting Results of the 51st Annual General Meeting of the Company held on 30th September, 2024 for the Financial Year 2023-2024.</u>

Ref: Universal Starch Chem Allied Limited (Scrip Code: 524408)

Dear Sir/Madam.

With reference to the above subject matter please find enclosed herewith the Scrutinizer Report and Pursuant to Regulation 44 (3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, voting results of the 51st Annual General Meeting of the members of the Company for the financial year 2023-2024, as per the format prescribed under the said Regulation.

Please note that all the resolutions have been passed with requisite majority as prescribed under the applicable laws.

Kindly take the above on your record and acknowledge the receipt of the same.

Thanking you.

For Universal Starch Chem Allied Limited

Shri. Jitendrasinh Rawal Chairman & Managing Director DIN: 00235016

Encl:a/a

Factory: Rawal Industrial Estate, Dada Nagar, Dondaicha - 425 408. Dist.: Dhule (Maharashtra) Phone: 02566-244151, 244152, 244153 • E-Mail: dondaicha@universalstarch.com

LEENA AGRAWAL & CO.

PRACTISING COMPANY SECRETARIES

Address: 204, Mhatre Pen Building, Senpati Bapat Marg, Dadar (w)-Mumbai-400028 Email: leenaagrawal06@gmail.com, Tel:2431488

Combined Scrutinizer's Report on Remote E-Voting & Voting by Physical Ballot

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of The Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Chairman of
UNIVERSAL STARCH CHEM ALLIED LIMITED
MHATRE PEN BUILDING, 'B' WING, 2ND FLOOR
SENAPATI BAPAT MARG, DADAR (WEST), MUMBAI - 400028

 51^{ST} Annual General Meeting of the Members of M/S UNIVERSAL STARCH CHEM ALLIED LIMITED held on Monday, 30^{th} September, 2024 at 11.00 A.M. at the Registered Office of the Company at MHATRE PEN BUILDING, 'B' WING, 2^{ND} FLOOR, SENAPATI BAPAT MARG, DADAR (WEST), MUMBAI – 400028.

Sub: Passing of Resolution(s) through Remote E-voting process as well as voting through Physical Ballot/Poll conducted at the Registered Office of the Company pursuant to Section 108 and 109 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

Dear Sir,

I, Rasna Goyal (FCS: 9096, CP No.: 9209) Companies Secretaries in whole-time practice **Partner in Leena Agrawal & Co., Practicing Company Secretaries**, having office at 204, Mhatre Pen Building, Senapati Bapat Marg, Dadar(west), Mumbai-400028, was appointed by the Board of Directors of M/s UNIVERSAL STARCH CHEM ALLIED LIMITED to act as the Scrutinizer to scrutinize the remote e-voting process and Poll conducted through Physical Ballot Forms carried out for the Resolutions (Item Nos. 1-9) as set out in the notice dated 10th August, 2024 proposed to be passed under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended):

- 1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through electronic means i.e. Remote E-Voting and Poll on the Resolutions contained in the notice of the 51ST Annual General Meeting "AGM" of the Company.
- 2. As Scrutinizer for Remote E-Voting process and for Poll conducted at the AGM, my responsibility is to provide the Scrutinizer's Report of the votes cast in "FAVOUR" of or

- "AGAINST" the resolutions stated in the notice, based on the votes casted through ballot papers at the meeting and reports generated from the e-voting system provided by the Central Depository Services India Ltd "(CDSL)".
- 3. The shareholders of the Company holding shares as on the "cut-off" date i.e. 23rd September, 2024 were entitled to vote on the Resolutions as contained in the notice of the AGM.
- 4. The remote e-voting commenced from Friday, 27th September, 2024 at 09.00 a.m. and ended on Sunday, 29th September, 2024 at 5.00 p.m. and remote e-voting was blocked thereafter by CDSL.
- 5. At the end of the voting period on 29th September, 2024 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- 6. At the venue of the 51ST AGM of the Company held on Monday, 30th September, 2024 the facility to vote through Physical Ballot was provided to facilitate those members present in the meeting but could not participate in the Remote E-voting to record their votes.
- 7. Immediately after the conclusion of voting at the AGM venue, the polling box containing the ballot papers was opened and inspected and no ballot papers were found inside the box.
- 8. Thereafter, the results of Remote E-voting was unblocked from the website of M/s. Central Depository Services India Ltd "(CDSL)" in the presence of two witnesses who are not in the employment of the Company.
- 9. Thereafter, I as a Scrutinizer duly compiled the details of the Remote E-voting carried out by the Members, the details of which are as follows:

We hereby submit our Consolidated Scrutinizer's Report on the Results of remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration)Rules, 2014 and Poll conducted pursuant to Section 109 of the Companies Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as under:

ORDINARY BUSINESS (Ordinary Resolution)

<u>Item No. 1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024, the Reports of the Directors and the Auditors thereon:</u>

"RESOLVED THAT the Audited Financial Statements for the financial year ended March 31, 2024, the Report of Board of Directors and the Auditors' Report thereon as circulated to the Members be considered and adopted."

Remote e-v	oting	Voting Physical the AGM	through Ballot at	Consolidat	ed voting re	sults
Number	Number	Number	Number	Total	Total	Percentage
of	of shares	of	of shares	number	number of	of votes to
Members	for which	Members	for which	of	shares for	total
who	votes cast	who	votes	Members	which	number of
voted		voted (in	cast	who	votes cast	valid votes

			person or by proxy)		voted		cast
Voted in favour of the Resolution	28	937686	0	0	28	937686	100%
Voted against the Resolution	1	1	0	0	1	1	0%
Total	29	937687	0	0	29	937687	100%
Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

<u>Item No. 2: To appoint a director in place of Mrs. Hansarani Ripudaman Singh Vaghela (DIN: 01468168) who retires by rotation and being eligible offers herself for re-appointment:</u>

"RESOLVED THAT pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the Members of the Company, be and is hereby accorded to the re-appointment of Hansarani Ripudaman Singh Vaghela (DIN: 01468168) as a "Director", to the extent that she is required to retire by rotation."

	Remote e-voting		Voting Physical the AGM	through Ballot at	Consolidated voting results		
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	28	937686	0	0	28	937686	100%
Voted against the	1	1	0	0	1	1	0%

Resolution							
Total	29	937687	0	0	29	937687	100%
Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

SPECIAL BUSINESS (Special Resolution)

<u>Item No. 3: Re-appointment of Mr. Jitendrasinh J. Rawal (DIN 00235016) as Chairman and Managing Director of the Company with effect from 01st October, 2024 for a further period of Three years.:</u>

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provision of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and on the recommendation and approval of the Nomination and Remuneration Committee and the Board, consent of the Company, be and is hereby accorded for the re-appointment of Mr. Jitendrasinh J. Rawal to hold office as Chairman and Managing Director for a period of Three years with effect from 01st October, 2024 on the terms and conditions including remuneration set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his re-appointment), with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment in such manner as may be agreed to between the Board of Directors and Mr. Jitendrasinh J. Rawal.

REMUNERATION 1) Salary: Upto Rs. 10,00,000 /- per month as approved by the Board of Directors from time to time and as permissible under Schedule V of the Companies Act, 2013.

- **2)** Commission: As may be approved by the Board of Directors for each year subject to the overall limit of total managerial remuneration of each year as provided under Section 197 of the Companies Act, 2013 but limited to a maximum of two year's salary per year.
- 3) Special Allowance: As may be approved by the Board of Directors for each year subject to the overall limit of total managerial remuneration of each year as provided under section 197 of the Companies Act, 2013 but limited to a maximum of one year's salary per year.

PERQUISITES:- 1) In addition to the above remuneration Mr. Jitendrasinh J. Rawal, shall also be entitled to perquisites like free furnished accommodation or House Rent Allowance including furnishings, gas, electricity and water, medical reimbursement, Leave Travel Concessions for self and family, Club Fees, Medical Insurance, etc. as per the Company's policy applicable to the senior management of the company.

- 2) The annual value of these perquisites shall be limited to an amount equal to the annual salary of Mr. Jitendrasinh J. Rawal.
- 3) For the purpose of calculating the above ceiling, perquisites shall be evaluated as per Income Tax Rules, wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost. Provision for use of Company's car for official duties and telephone at residence shall

not be included in the computation of the perquisites for the purpose of calculating the said ceiling.

4) Company's contribution to Provident Fund, Superannuation Fund as per Company's policy. Gratuity and leave including encashment of leave at the end of the tenure as per company's policy. These, however, shall not be included in the computation of limits on perquisites as aforesaid.

"FURTHER RESOLVED THAT, in the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Jitendrasinh J. Rawal as Chairman & Managing Director of the company, he shall be entitled to receive as minimum remuneration decided by the board, the remuneration proposed above, or such other amount as may be approved by the Board of Directors from time to time."

	Remote e-voting		Voting Physical the AGM	Physical Ballot at		Consolidated voting results		
	Number	Number	Number	Number	Total	Total	Percentage	
	of	of shares	of	of shares	number	number of	of votes to	
	Members	for which	Members	for which	of	shares for	total	
	who	votes cast	who	votes	Members	which	number of	
	voted		voted (in	cast	who	votes cast	valid votes	
			person or		voted		cast	
			by proxy)					
Voted in favour of the Resolution	28	937686	0	0	28	937686	100%	
Voted against the Resolution	1	1	0	0	1	1	0%	
Total	29	937687	0	0	29	937687	100%	
Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL	

<u>Item No. 4: Re-Appointment of Mrs. Hansarani Vaghela (DIN: 01468168) as Whole Time</u> Director of the Company with effect from 11th August, 2024:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provision of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or enactment thereof for the time being in force), read with Schedule V

of the Companies Act, 2013, the re-appointment of Mrs. Hansarani R. Vaghela (DIN 01468168) to hold office as Whole Time Director for a period of three years with effect from 11th August, 2024 on the terms and conditions given below so as to not exceed the limits specified in Schedule V to the Companies Act, 2013 be and is hereby approved by the Company based on the recommendation of Board of Directors.

REMUNERATION - 1) Salary: Upto Rs. 2,00,000/- per month as approved by the Board of Directors from time to time and as permissible under Schedule V of the Companies Act, 2013.

- **2)** Commission: As may be approved by the Board of Directors for each year subject to the overall limit of total managerial remuneration of each year as provided under Section 197 of the Companies Act, 2013 but limited to a maximum of two year's salary per year.
- 3) Special Allowance: As may be approved by the Board of Directors for each year subject to the overall limit of total managerial remuneration of each year as provided under section 197 of the Companies Act, 2013 but limited to a maximum of one year's salary per year.

REIMBURSEMENT - In addition to the above, Mrs. Hansarani R. Vaghela will be reimbursed the expenses incurred for performing the role of Whole Time Director which shall be an amount limited to 2 lakhs per month.

PERQUISITES - 1) In addition to the above remuneration, Mrs. Hansarani R. Vaghela, shall also be entitled to perquisites like free furnished accommodation or House Rent Allowance including furnishings, gas, electricity and water, medical reimbursement, Leave Travel Concessions for self and family, Club Fees, Medical Insurance, etc. as per the Company's policy applicable to the senior management of the company.

- 2) The annual value of these perquisites shall be limited to an amount equal to the annual salary of Mrs. Hansarani R. Vaghela.
- 3) For the purpose of calculating the above ceiling, perquisites shall be evaluated as per Income Tax Rules, wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost. Provision for use of Company's car, reimbursement of petrol and mobile phone bills for official duties shall not be included in the computation of the perquisites for the purpose of calculating the said ceiling.
- 4) Company's contribution to Provident Fund, Superannuation Fund as per Company's policy. Gratuity and leave including encashment of leave at the end of the tenure as per company's policy. These, however, shall not be included in the computation of limits on perquisites as aforesaid.

"FURTHER RESOLVED THAT, in the event of loss or inadequacy of profits in any financial year during the tenure of Mrs. Hansarani R. Vaghela as the Whole Time Director of the company, she shall be entitled to receive as minimum remuneration decided by the board, the remuneration proposed above, or such other amount as may be approved by the Board of Directors from time to time."

Remote e-voting	Voting	throu	ıgh	Consolidated voting results
	Physical	Ballot	at	
	the AGM			

	Number	Number	Number	Number	Total	Total	Percentage
	of	of shares	of	of shares	number	number of	of votes to
	Members	for which	Members	for which	of	shares for	total
	who	votes cast	who	votes	Members	which	number of
	voted		voted (in	cast	who	votes cast	valid votes
			person or		voted		cast
			by proxy)				
Voted in	28	937686	0	0	28	937686	100%
favour of							
the							
Resolution							
Voted	1	1	0	0	1	1	0%
against the							
Resolution							
Total	29	937687	0	0	29	937687	100%
Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL
votes							

<u>Item No. 5: To consider the Matter of Regularization of an Additional Director Dr. Jaysing Chandrasing Rajput (DIN: 00405232) as Non-Executive-Independent Director:</u>

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), in accordance with the provisions of Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, Dr. Jaysing Chandrasing Rajput (DIN: 00405232), who was appointed as an Additional Director (Category: Non-Executive Independent) of the Company by the Board of Directors with effect from July 15, 2024 and who holds office till the conclusion of this Annual General Meeting (AGM) in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of Five Years commencing from date of Board's approval i.e. July 15, 2024 till the conclusion of 56th Annual General Meeting to be held in the year 2029;

RESOLVED FURTHER THAT any Director or the Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for appointment of Dr. Jaysing Chandrasing Rajput (DIN: 00405232), as a Non-Executive Independent Director of the Company."

Remote e-voting	Voting	through		Consolidated voting results
	Physical	Ballot	at	
	the AGM			

	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	28	937686	0	0	28	937686	100%
Voted against the Resolution	1	1	0	0	1	1	0%
Total	29	937687	0	0	29	937687	100%
Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

<u>Item No. 6: To consider the Matter of Regularization of an Additional Director Mr. Ravi Yadava (DIN: 00440585) as Non-Executive-Independent Director:</u>

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), in accordance with the provisions of Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, Mr. Ravi Yadava (DIN: 00440585), who was appointed as an Additional Director (Category: Non-Executive Independent) of the Company by the Board of Directors with effect from August 16, 2024 and who holds office till the conclusion of this Annual General Meeting (AGM) in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of Five Years commencing from date of Board's approval i.e. August 16, 2024 till the conclusion of 56th Annual General Meeting to be held in the year 2029;

RESOLVED FURTHER THAT any Director or the Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for appointment of Mr. Ravi Yadava (DIN: 00440585), as a Non-Executive Independent Director of the Company."

Remote e-voting	Voting	thro	ıgh	Consolidated voting results
	Physical	Ballot	at	
	the AGM			

	Number	Number	Number	Number	Total	Total	Percentage
	of	of shares	of	of shares	number	number of	of votes to
	Members	for which	Members	for which	of	shares for	total
	who	votes cast	who	votes	Members	which	number of
	voted		voted (in	cast	who	votes cast	valid votes
			person or		voted		cast
			by proxy)				
Voted in	28	937686	0	0	28	937686	100%
favour of							
the							
Resolution							
Voted	1	1	0	0	1	1	0%
against the							
Resolution							
Total	29	937687	0	0	29	937687	100%
Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL
votes							

<u>Item No. 7: To consider the Matter of Regularization of an Additional Director Mr. Ganesh Kumar Vishwanath (DIN: 10746168) as Non-Executive-Independent Director:</u>

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), in accordance with the provisions of Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, Mr. Ganesh Kumar Vishwanath (DIN: 10746168), who was appointed as an Additional Director (Category: Non-Executive Independent) of the Company by the Board of Directors with effect from August 16, 2024 and who holds office till the conclusion of this Annual General Meeting (AGM) in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of Five Years commencing from date of Board's approval i.e. August 16, 2024 till the conclusion of 56th Annual General Meeting to be held in the year 2029;

RESOLVED FURTHER THAT any Director or the Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for appointment of Mr. Ganesh Kumar Vishwanath (DIN: 10746168), as a Non-Executive Independent Director of the Company."

Remote e-voting	Voting	thro	ıgh	Consolidated voting results
	Physical	Ballot	at	
	the AGM			

	Number	Number	Number	Number	Total	Total	Percentage
	of	of shares	of	of shares	number	number of	of votes to
	Members	for which	Members	for which	of	shares for	total
	who	votes cast	who	votes	Members	which	number of
	voted		voted (in	cast	who	votes cast	valid votes
			person or		voted		cast
			by proxy)				
Voted in	28	937686	0	0	28	937686	100%
favour of							
the							
Resolution							
Voted	1	1	0	0	1	1	0%
against the							
Resolution							
Total	29	937687	0	0	29	937687	100%
Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL
votes							

Item No. 8: To Approve the Increase in Borrowing Limit:

"RESOLVED THAT in supersession to the earlier resolution passed by the members of the Company at an Annual General Meeting held on September 29, 2014 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the "Companies Act") read with the applicable provisions of the Companies (Meetings of Board and its Powers) Rules, 2014 and read with the Articles of Association of the Company and all other provisions of applicable law, consent of the members be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), to borrow monies, from time to time, from financial institutions, non-banking finance companies, co-operative banks, investment institutions and their subsidiaries, banks, mutual funds, trusts, other bodies corporate, directors, promoters or others (hereinafter referred to as the "Lending Agencies"), whether by way of advances, loans, issue of debentures/ bonds and/or other instruments or otherwise which together with monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the Company's paid up share capital, free reserves, and Securities Premium, so that the total amount up to which the monies borrowed by the Board of Directors and which shall remain outstanding at any time, exclusive of interest and other charges shall not exceed the sum of Rs. 150 Crores (Rupees One Hundred & Fifty Crores only) over and above the aggregate of the paid-up share capital and free reserves of the Company for the time being.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper, desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) as aforesaid and further to do all such acts, deeds and

things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

	Remote e-voting		Voting through Physical Ballot at the AGM		Consolidated voting results			
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast	
Voted in favour of the Resolution	28	937686	0	0	28	937686	100%	
Voted against the Resolution	1	1	0	0	1	1	0%	
Total	29	937687	0	0	29	937687	100%	
Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL	

<u>Item No. 9: Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings:</u>

"RESOLVED THAT in supersession to the earlier resolution passed by the Members at an Annual General Meeting held on September 29, 2014 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any of the Companies Act, 2013 and read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and all other provisions of applicable law, if any, the consent of the members be and is hereby accorded to the board of directors of the Company (hereinafter called the "Board", which term shall be deemed to include any committee thereof, which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this resolution) to create a charge and/or mortgage and/or hypothecation or pledge over any of its movable and/or immovable properties and other assets of the Company, wherever situated, whether present and future, for the company and any of its subsidiaries, joint venture, associate company or other body corporates, or to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking(s) and to create a charge and/ or mortgage, on such terms and conditions, at such time(s) and in such form and manner, and with such ranking as to priority as the Board in its absolute discretion deems fit, on the whole or substantially the whole of the Company's any one or more of the undertaking(s) of the Company, to or in favor of any financial institutions, non-banking finance companies, co-operative banks, investment institutions and their subsidiaries, banks, mutual funds, trusts, other bodies corporate or any other person(s) (the "Lenders") or trustees of such Lenders or otherwise, for the financial facilities availed by the company and any of its subsidiaries, joint venture, associate company or other body corporates to secure non-convertible debentures by way of private placement or public issue or otherwise rupee term loans/ bonds or other instruments together with interest thereon at the agreed rates, costs, charges, expenses and all other amounts payable by the Company and any of its subsidiaries, joint venture, associate company or other body corporates to the Lenders or trustees of the Lenders acting on behalf of and for the benefit of the Lenders under their respective agreements to be entered into by the Company and any of its subsidiaries, joint venture, associate company or other body corporates in respect of the said borrowings up to an equivalent aggregate value not exceeding Rs. 150 Crores (Rupees One Hundred & Fifty Crores only) at any point of time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors or any person authorized by the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its sole discretion deem necessary, proper or desirable and to settle any questions, difficulties, doubts that may arise in respect of the borrowing(s) aforesaid and further do all such acts, deeds and things and to execute all such documents, deeds, drafts, agreements, undertakings and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

	Remote e-voting		Physical Ballot at the AGM		Consolidated voting results			
	Number of Members who voted	Number of shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast	
Voted in favour of the Resolution	28	937686	0	0	28	937686	100%	
Voted against the Resolution	1	1	0	0	1	1	0%	
Total	29	937687	0	0	29	937687	100%	
Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL	

All the papers relating to voting by remote e-voting shall remain in the safe custody of the Scrutinizer until the Chairman, considers, approves and signs the minutes of the AGM and thereafter, the Scrutinizer shall hand over the related papers to the Company Secretary/Chairman, authorized by the Board for safe keeping.

Soft copy containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared "INVALID / ABSTAINED", for each resolution is being delivered to the Company Secretary/Chairman, authorized by the Board for safe keeping separately.

All the Resolutions mentioned hereinabove stand passed with the required majority through Remote e-voting and Poll and deemed to have been passed as on the date of the AGM, accordingly I request the Chairman of the Company to announce the result of the meeting.

Thanking you,

Yours faithfully,

For Leena Agarwal & Co. **Practising Company Secretaries**

RASNA Digitally signed by RASNA GOYAL Date: 2024.10.01 16:53:37 +05'30'

Place: Kolkata

Date: 1st October, 2024

UDIN: F009096F001402356

Rasna Goyal
Partner
SCRUTINIZER
Practising Company Secretary
C.P No. 9209, FCS No. 9096
PRN No.: 2094/2022

General information about company						
Scrip code	524408					
NSE Symbol						
MSEI Symbol						
ISIN	INE113E01015					
Name of the company	Universal Starch Chem Allied Limited					
Type of meeting	AGM					
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2024					
Start time of the meeting	11:00 AM					
End time of the meeting	12:30 PM					

Scrutinizer Details						
Name of the Scrutinizer	Ms. Rasna Goyal					
Firms Name	M/s. Leena Agrawal & Co					
Qualification	CS					
Membership Number	9096					
Date of Board Meeting in which appointed	10-08-2024					
Date of Issuance of Report to the company	01-10-2024					

Voting results						
Record date	23-09-2024					
Total number of shareholders on record date	2444					
No. of shareholders present in the meeting either in person or through proxy	·					
a) Promoters and Promoter group	4					
b) Public	15					
No. of shareholders attended the meeting through video conferencing	·					
a) Promoters and Promoter group	0					
b) Public	0					
No. of resolution passed in the meeting	9					
Disclosure of notes on voting results						

Resolution(1)									
· ·									
Resolution requ	ired: (Ordinary	/ Special)		Ordinary					
Whether promo the agenda/reso		oup are inter	ested in	No					
Description of r	esolution consid	lered					Financial Statements 4, the Reports of the		
Category	Mode of voting No. of Shares held No. of No. of No. of Shares held polled No. of No. o					% 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	
	E-Voting		705400	31.1559	705400	0	100	0	
Promoter and	Poll	2264101	0	0	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	2264101	705400	31.1559	705400	0	100	0	
	E-Voting		0	0	0	0	0	0	
Public-	Poll	0	0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-Voting		232287	11.9989	232286	1	99.9996	0.0004	
Public- Non	Poll	1935899	0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	1935899	232287	11.9989	232286	1	99.9996	0.0004	
	Total 4200000 937687			22.3259	937686	1	99.9999	0.0001	
	Whether resolution is Pass or Not.						Yes		
	Disclosure of notes on resolution								

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

Resolution(2)									
Resolution requ	ired: (Ordinary	/ Special)		Ordinary					
Whether promo	ter/promoter grollution?	oup are inter	ested in	No					
Description of 1	resolution consid	dered			68168) who r		Mrs. Hansarani Rip ation and being elig		
Category	Category Mode of voting No. of No. of shares held Polled Shares polled Shares polled Shares polled Shares Shares Polled Shares Shares Shares Polled Shares Polled Shares Polled Shares Polled Shares Polled Shares Polled Polled Shares Polled Polled Shares Polled P					votes –	% 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	
	E-Voting		705400	31.1559	705400	0	100	0	
Promoter and	Poll	2264101	0	0	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	2264101	705400	31.1559	705400	0	100	0	
	E-Voting		0	0	0	0	0	0	
Public-	Poll	0	0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-Voting		232287	11.9989	232286	1	99.9996	0.0004	
Public- Non	Poll	1935899	0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	1935899	232287	11.9989	232286	1	99.9996	0.0004	
	Total 4200000 937687			22.3259	937686	1	99.9999	0.0001	
	Whether resolution is Pass or Not.						Yes		
	Disclosure of notes on resolution								

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

Resolution(3)								
Resolution requ	uired: (Ordinary	/ Special)		Special				
Whether promo	oter/promoter gr olution?	oup are inter	rested in	No				
Description of	resolution consi	dered			of the Compa		(DIN 00235016) as ect from 01st Octobe	
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
	E-Voting		705400	31.1559	705400	0	100	0
Promoter and	Poll		0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	2264101	0	0	0	0	0	0
	Total	2264101	705400	31.1559	705400	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		232287	11.9989	232286	1	99.9996	0.0004
	Poll	1025000	0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)	1935899	0	0	0	0	0	0
	Total	1935899	232287	11.9989	232286	1	99.9996	0.0004
	Total	4200000	937687	22.3259	937686	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
	Disclosure of notes on resolution							

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

				Resolution(4	4)			
Resolution requ	Resolution required: (Ordinary / Special)							
Whether promo agenda/resolution	ter/promoter gro on?	up are intere	ested in the	No				
Description of r	esolution consid	ered		Re-Appointment of Director of the Con			ı (DIN: 01468168) a 1th August, 2024	s Whole Time
Category Mode of voting No. of shares votes held 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
	E-Voting		705400	31.1559	705400	0	100	0
Promoter and	Poll	2264101	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2264101	705400	31.1559	705400	0	100	0
	E-Voting	0	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		232287	11.9989	232286	1	99.9996	0.0004
Public- Non	Poll	1935899	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1935899	232287	11.9989	232286	1	99.9996	0.0004
	Total	4200000	937687	22.3259	937686	1	99.9999	0.0001
	Whether resolution is Pass or Not.						Yes	
				Disclosur	re of notes or	resolution		

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

				D l 42 (1	- \			
				Resolution(5	5)			
Resolution requ	ired: (Ordinary	Special)		Special				
Whether promo agenda/resolution	ter/promoter gro on?	up are intere	ested in the	No				
Description of 1	esolution consid	ered		To consider the Ma Chandrasing Rajpu	tter of Regul t (DIN: 0040	arization of 5232) as No	an Additional Direc on-Executive- Indep	tor Dr. Jaysing endent Director:
Category Mode of voting No. of No. of shares votes held 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
	E-Voting		705400	31.1559	705400	0	100	0
Promoter and	Poll	2264101	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2264101	705400	31.1559	705400	0	100	0
	E-Voting		0	0	0	0	0	0
Public-	Poll	0	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		232287	11.9989	232286	1	99.9996	0.0004
Public- Non	Poll	1935899	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1935899	232287	11.9989	232286	1	99.9996	0.0004
	Total	4200000	937687	22.3259	937686	1	99.9999	0.0001
	Whether resolution is Pass or Not.						Yes	
				Disclosur	re of notes or	n resolution		

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

Resolution(6)								
Resolution requ	ired: (Ordinary	Special)		Special				
Whether promo agenda/resolution	ter/promoter gro	up are intere	ested in the	No				
Description of r	esolution consid	ered					an Additional Direc - Independent Direc	
Category	Category Mode of voting No. of shares votes held polled				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
	E-Voting		705400	31.1559	705400	0	100	0
Promoter and	Poll	2264101	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2264101	705400	31.1559	705400	0	100	0
	E-Voting	0	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		232287	11.9989	232286	1	99.9996	0.0004
Public- Non	Poll	1935899	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1935899	232287	11.9989	232286	1	99.9996	0.0004
	Total 4200000 937687			22.3259	937686	1	99.9999	0.0001
	Whether resolution is Pass or Not.						Yes	
				Disclosur	re of notes or	n resolution		

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

Resolution(7)								
Resolution requ	ired: (Ordinary	Special)		Special				
Whether promo agenda/resolution	ter/promoter gro	up are intere	ested in the	No				
Description of r	esolution consid	ered					an Additional Direc n-Executive- Indepe	
Category	Category Mode of voting No. of shares votes held 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
	E-Voting		705400	31.1559	705400	0	100	0
Promoter and	Poll	2264101	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2264101	705400	31.1559	705400	0	100	0
	E-Voting	0	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		232287	11.9989	232286	1	99.9996	0.0004
Public- Non	Poll	1935899	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1935899	232287	11.9989	232286	1	99.9996	0.0004
	Total 4200000 937687			22.3259	937686	1	99.9999	0.0001
	Whether resolution is Pass or Not.						Yes	
				Disclosur	re of notes or	n resolution		

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

Resolution(8)										
Resolution required: (Ordinary / Special)				Special	Special					
Whether promo agenda/resolution	eter/promoter gro	up are intere	ested in the	No						
Description of r	esolution consid	ered		To Approve the Inc	rease in Borr	owing Limi	t			
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		
	E-Voting		705400	31.1559	705400	0	100	0		
Promoter and	Poll	2264101	0	0	0	0	0	0		
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	2264101	705400	31.1559	705400	0	100	0		
	E-Voting		0	0	0	0	0	0		
Public-	Poll	0	0	0	0	0	0	0		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	0	0	0	0	0	0	0		
	E-Voting		232287	11.9989	232286	1	99.9996	0.0004		
Public- Non	Poll	1935899	0	0	0	0	0	0		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	1935899	232287	11.9989	232286	1	99.9996	0.0004		
	Total	4200000	937687	22.3259	937686	1	99.9999	0.0001		
Whether resolution is						Pass or Not.	Yes			
				Disclosur	re of notes or	n resolution				

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

Resolution(9)								
Resolution requ	ired: (Ordinary	Special)		Special				
Whether promo agenda/resolution	ter/promoter gro	up are intere	ested in the	No				
Description of r	esolution consid	ered		Creation of Charge both present and fu			movable properties	of the Company,
Category	Category Mode of voting No. of shares votes held 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
	E-Voting		705400	31.1559	705400	0	100	0
Promoter and	Poll	2264101	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2264101	705400	31.1559	705400	0	100	0
	E-Voting		0	0	0	0	0	0
Public-	Poll	0	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		232287	11.9989	232286	1	99.9996	0.0004
Public- Non	Poll	1935899	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1935899	232287	11.9989	232286	1	99.9996	0.0004
	Total 4200000 937687			22.3259	937686	1	99.9999	0.0001
	Whether resolution is Pass or Not.						Yes	
				Disclosur	re of notes or	n resolution		

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