



**ULTRAMARINE &  
PIGMENTS LTD.**

**MANUFACTURERS OF INORGANIC PIGMENTS**

556, Vanagaram Road,  
Ambattur, Chennai - 600 053. India.  
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Website : www.ultramarinepigments.net  
CIN : L24224MH1960PLC011856

**12<sup>th</sup> August, 2017**

**The Manager – Listing compliance  
DEPARTMENT OF CORPORATE SERVICES,  
BOMBAY STOCK EXCHANGE LIMITED.,  
P.J TOWERS, DALAL STREET,  
MUMBAI- 400001**

Dear Sirs,

**Sub:- Submission under Regulation 44(3) of SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Scrip Code: 506685**

In compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith voting results of the 56th Annual General Meeting of the Company held on Friday, 11<sup>th</sup> day of August, 2017 at 3.00 p.m at Matusree Ratanbai Palan Hall, Sri Naranji Shamji Mahajanwadi, 452-453, Bhaudaji Road, Matunga - C, RLY, Mumbai-400019.

Thanking You,

**FOR ULTRAMARINE & PIGMENTS LIMITED**

**[Kishore Kumar Sahoo]**

Company Secretary

Encl: As Above.

**Submission in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to 56<sup>th</sup> Annual General Meeting of Ultramarine & Pigments Limited held on 11<sup>th</sup> August, 2017**

|   |                                       |
|---|---------------------------------------|
| Date of the AGM   | Friday, 11 <sup>th</sup> August, 2017 |
| Total number of shareholders on cut - off date, i.e. 5 <sup>th</sup> August, 2017 | 8737                                  |
| No. of shareholders present in the meeting either in person or through proxy      |                                       |
| Promoter and Promoter group   | 5                                     |
| Public  | 36                                    |
| <b>Total</b>  | <b>41</b>                             |
| No. of shareholders attended the meeting through Video conferencing               |                                       |
| Promoter and Promoter group   | NA                                    |
| Public  | NA                                    |
| Total   | NA                                    |

**Attached result of e –voting and poll along with Scrutinizer’s Report**

Thanking You,

**For ULTRAMARINE & PIGMENTS LIMITED**



**[Kishore Kumar Sahoo]**  
Company Secretary

## Result of Voting of Ultramarine & Pigments Limited:

### 56<sup>th</sup> Annual General Meeting held on 11<sup>th</sup> August, 2017 ( e- voting and physical poll)

We wish to inform that the Company has conducted the process of E-Voting and Poll at the 56<sup>th</sup> Annual General Meeting (AGM) held on August 11, 2017 for passing the resolutions as set out in the Notice of AGM sent to the Members of the Company.

M/s. R. M Mimani & Associates LLP, Company Secretaries in practice was appointed as Scrutinizer for conducting E-Voting as well as poll process in fair and transparent manner. Pursuant to the reports submitted by the scrutinizer on the E-Voting and poll, the detailed results of the AGM are declared as under:

#### Item No. 1

**Subject Matter of Resolution: Consideration and adoption of the audited financial statement of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors' thereon.**

"RESOLVED THAT the Audited Financial Statements of the Company consisting of Balance Sheet as at 31st March, 2017, Statement of Profit and loss, Cash Flow Statement for the year ended on that date including notes thereto together with the Reports of the Directors and Auditors thereon, circulated to the members and now submitted to this meeting be and are hereby considered and adopted."

**Nature of Resolution:** Ordinary

**Mode of Voting:** E-Voting and Poll.

| Mode of Voting       | Valid and Voted in favour of Resolution |                                    | Valid and Voted against the Resolution |                                    | Invalid Votes  |                                      |
|----------------------|---|------------------------------------|--|------------------------------------|----------------|--------------------------------------|
|                      | Number of members cast their Votes      | No. of Shares held / No. of Votes. | Number of members cast their Votes     | No. of Shares held / No. of Votes. | No. of Members | No. of Shares for Votes Cast by them |
| E-voting(A)          | 43                                      | 9765989                            | 2                                      | 2                                  | 0              | 0                                    |
| Poll(B)              | 110                                     | 1567820                            | 1                                      | 1                                  | 6              | 394                                  |
| <b>Total (A)+(B)</b> | <b>153</b>                              | <b>11333809</b>                    | <b>3</b>                               | <b>3</b>                           | <b>6</b>       | <b>394</b>                           |

**Result:** As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 is passed in favour of the resolution with requisite majority.



**Item No. 2**

Subject Matter of Resolution: Declaration of dividend @Rs.4.00 /- per share

"RESOLVED THAT a Dividend @200% (Rs.4.00 per share) for the year ended 31st March, 2017 be paid to all the eligible shareholders".

Nature of Resolution: Ordinary

Mode of Voting: E-Voting and Poll.

| Mode of Voting | Valid and Voted in favour of Resolution |                                    | Valid and Voted against the Resolution |                                    | Invalid Votes  |                                      |
|----------------|---|------------------------------------|--|------------------------------------|----------------|--------------------------------------|
|                | Number of members cast their Votes      | No. of Shares held / No. of Votes. | Number of members cast their Votes     | No. of Shares held / No. of Votes. | No. of Members | No. of Shares for Votes Cast by them |
| E-voting (A)   | 43                                      | 9765989                            | 2                                      | 2                                  | 0              | 0                                    |
| Poll (B)       | 110                                     | 1567820                            | 1                                      | 1                                  | 6              | 394                                  |
| Total (A)+(B)  | 153                                     | 11333809                           | 3                                      | 3                                  | 6              | 394                                  |

Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 is passed in favour of the resolution with requisite majority.

**Item No. 3**

Subject Matter of Resolution: Re- appointment of Mrs. Indira Sundararajan (DIN: 00092203) who retires by rotation

"RESOLVED THAT Mrs. Indira Sundararajan, Director (DIN. 00092203) who retires by rotation in accordance with the provisions of Companies Act, 2013 and being eligible, offered herself for re-appointment be and is hereby re-appointed as Director liable to retire by rotation".

Nature of Resolution: Ordinary

Mode of Voting: E-Voting and Poll.

| Mode of Voting | Valid and Voted in favour of Resolution |                                    | Valid and Voted against the Resolution |                                    | Invalid Votes  |                                      |
|----------------|---|------------------------------------|--|------------------------------------|----------------|--------------------------------------|
|                | Number of members cast their Votes      | No. of Shares held / No. of Votes. | Number of members cast their Votes     | No. of Shares held / No. of Votes. | No. of Members | No. of Shares for Votes Cast by them |
| E-voting (A)   | 43                                      | 9765989                            | 2                                      | 2                                  | 0              | 0                                    |
| Poll (B)       | 110                                     | 1567820                            | 1                                      | 1                                  | 6              | 394                                  |
| Total (A)+(B)  | 153                                     | 11333809                           | 3                                      | 3                                  | 6              | 394                                  |



**Result : As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 is passed in favour of the resolution with requisite majority.**

**Item No. 4**

**Subject Matter of Resolution: Ratification of appointment of Auditors and fixing their remuneration**

“RESOLVED THAT appointment of M/s. Brahmayya & Co., Chartered Accountants (Registration No. 000511S) to hold office as Auditors of the Company, from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company be and is hereby ratified and that the remuneration to Auditors for the financial year ending 31st March, 2018 shall be fixed by the Board of Directors of the Company.”

**Nature of Resolution:** Ordinary  
**Mode of Voting:** E-Voting and Poll

| Mode of Voting       | Valid and Voted in favour of Resolution |                                    | Valid and Voted against the Resolution |                                    | Invalid Votes  |                                      |
|----------------------|---|------------------------------------|--|------------------------------------|----------------|--------------------------------------|
|                      | Number of members cast their Votes      | No. of Shares held / No. of Votes. | Number of members cast their Votes     | No. of Shares held / No. of Votes. | No. of Members | No. of Shares for Votes Cast by them |
| <b>E-voting (A)</b>  | 43                                      | 9765989                            | 2                                      | 2                                  | 0              | 0                                    |
| <b>Poll (B)</b>      | 110                                     | 1567820                            | 1                                      | 1                                  | 6              | 394                                  |
| <b>Total (A)+(B)</b> | <b>153</b>                              | <b>11333809</b>                    | <b>3</b>                               | <b>3</b>                           | <b>6</b>       | <b>394</b>                           |

**Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 is passed in favour of the resolution with requisite majority.**

**Item No. 5**

**Subject Matter of Resolution: Approval for the Remuneration of the Cost Auditor**

“RESOLVED THAT Pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2018, be paid the remuneration as set out in the statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”



Nature of Resolution: Ordinary

Mode of Voting: E-Voting and Poll

| Mode of Voting | Valid and Voted in favour of Resolution |                                    | Valid and Voted against the Resolution |                                    | Invalid Votes  |                                      |
|----------------|---|------------------------------------|--|------------------------------------|----------------|--------------------------------------|
|                | Number of members cast their Votes      | No. of Shares held / No. of Votes. | Number of members cast their Votes     | No. of Shares held / No. of Votes. | No. of Members | No. of Shares for Votes Cast by them |
| E-voting (A)   | 43                                      | 9765989                            | 2                                      | 2                                  | 0              | 0                                    |
| Poll (B)       | 110                                     | 1567820                            | 1                                      | 1                                  | 6              | 394                                  |
| Total (A)+(B)  | 153                                     | 11333809                           | 3                                      | 3                                  | 6              | 394                                  |

Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 is passed in favour of the resolution with requisite majority.

