

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L24231GJ1993PLC019444

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACU1963H

(ii) (a) Name of the company

USHANTI COLOUR CHEM LIMIT

(b) Registered office address

88/8 G I D C PHASE IVATVA  
AHMEDABAD  
Gujarat  
382445  
India

(c) \*e-mail ID of the company

admin@ushanti.com

(d) \*Telephone number with STD code

07925833315

(e) Website

www.ushanti.com

(iii) Date of Incorporation

12/05/1993

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes

No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes

No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD  
SAKINAKA

(vii) \*Financial year From date 01/04/2017 (DD/MM/YYYY) To date 31/03/2018 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM 29/09/2018

(b) Due date of AGM 30/09/2018

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

**(i) \*SHARE CAPITAL****(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	10,000,000	5,375,700	5,375,700	5,375,700
Total amount of equity shares (in Rupees)	100,000,000	53,757,000	53,757,000	53,757,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	10,000,000	5,375,700	5,375,700	5,375,700
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	100,000,000	53,757,000	53,757,000	53,757,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
At the beginning of the year	488,700	4,887,000	4,887,000	

<b>Increase during the year</b>	4,887,000	48,870,000	48,870,000	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	4,887,000	48,870,000	48,870,000	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
	0			
<b>At the end of the year</b>	5,375,700	53,757,000	53,757,000	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor	<input type="text"/>		

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			75,063,871
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			52,063,247
Deposit			0
<b>Total</b>			127,127,118

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover**

365,157,768

**(ii) Net worth of the Company**

93,873,473

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	5,375,700	100	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	5,375,700	100	0	0

**Total number of shareholders (promoters)**

9

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	



2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	0	0	0	0

**Total number of shareholders (other than promoters)**

0

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

9

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	9	9
Members (other than promoters)	0	0
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

<b>A. Promoter</b>	2	0	3	0	82.09	0
<b>B. Non-Promoter</b>	0	0	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	3	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>2</b>	<b>0</b>	<b>3</b>	<b>3</b>	<b>82.09</b>	<b>0</b>

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Shantilal Bhailalbhai Ga	00118509	Director	1,710,247	
Minku Shantilal Gandhi	00118617	Managing Director	1,351,427	
Maunal Shantilal Gandh	00118559	Managing Director	1,351,427	
Shailesh Indradaman Pa	00411439	Director	0	
Hanisha Jinish Patel	07190911	Director	0	
Purvi Tapan Trivedi	08064080	Director	0	
Pradip Bhadrilal Parikh	AIZPP5478J	CFO	0	
Archita Jitendrakumar S	EZPPS8744M	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Shailesh Indradaman Pa	00411439	Additional director	31/01/2018	Appointment
Hanisha Jinish Patel	07190911	Additional director	31/01/2018	Appointment
Purvi Tapan Trivedi	08064080	Additional director	31/01/2018	Appointment
Harshaben Nishithbhai I	08064090	Additional director	31/01/2018	Appointment
Minku Shantilal Gandhi	00118617	Managing Director	19/02/2018	Change in designation
Maunal Shantilal Gandh	00118559	Managing Director	19/02/2018	Change in designation
Shantilal Bhailalbhai Ga	00118509	Additional director	13/03/2018	Appointment
Pradip Bhadrilal Parikh	AIZPP5478J	CFO	13/03/2018	Appointment
Archita Jitendrakumar S	EZPPS8744M	Company Secretar	13/03/2018	Appointment
Harshaben Nishithbhai I	08064090	Additional director	13/03/2018	Cessation
Shailesh Indradaman Pa	00411439	Director	24/03/2018	Change in designation
Hanisha Jinish Patel	07190911	Director	24/03/2018	Change in designation
Purvi Tapan Trivedi	08064080	Director	24/03/2018	Change in designation
Shantilal Bhailalbhai Ga	00118509	Director	24/03/2018	Change in designation

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

7

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Mee	02/05/2017	18	10	55.56
Annual General Meeting	23/09/2017	10	10	100
Extra Ordinary General Mee	03/01/2018	10	8	80
Extra Ordinary General Mee	19/02/2018	10	8	80
Extra Ordinary General Mee	15/03/2018	9	9	100
Extra Ordinary General Mee	24/03/2018	9	9	100
Extra Ordinary General Mee	24/03/2018	9	9	100

## B. BOARD MEETINGS

\*Number of meetings held

17

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/04/2017	2	2	100
2	25/04/2017	2	2	100
3	05/05/2017	2	2	100
4	18/05/2017	2	2	100
5	31/08/2017	2	2	100
6	19/09/2017	2	2	100
7	05/10/2017	2	2	100
8	25/10/2017	2	2	100
9	09/11/2017	2	2	100
10	01/12/2017	2	2	100
11	31/01/2018	2	2	100
12	15/02/2018	6	6	100

## C. COMMITTEE MEETINGS

Number of meetings held

0

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1					

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Shantilal Bhail	3	3	100	0	0	0	Yes
2	Minku Shantila	17	17	100	0	0	0	Yes
3	Maunal Shanti	17	17	100	0	0	0	Yes
4	Shailesh Indra	6	6	100	0	0	0	No
5	Hanisha Jinish	6	6	100	0	0	0	No
6	Purvi Tapan T	6	6	100	0	0	0	No

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Minku Shantilal Gar	Joint Managing I	6,720,000	0	0	0	6,720,000
2	Maunal Shantilal Ga	Joint Managing I	6,720,000	0	0	0	6,720,000
	Total		13,440,000	0	0	0	13,440,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Bunty Hudda

Whether associate or fellow

Associate  Fellow

Certificate of practice number

11560

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

MINKU  
SHANTILAL  
GANDHI

DIN of the director

**To be digitally signed by**

HUDDA  
BUNTY  
MUBARAKALI

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

- 
- 
- 
- 

**List of attachments**

- List of Shareholders\_UCL.pdf
- List of Transfer of Shares\_UCL.pdf
- MGT-8\_UCL.pdf
- No of Board Meetings\_UCL.pdf

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

First Name	Middle Name	Last Name	Folio Number	DP ID-Client Id Account Number	Number of Shares held	Class of Shares
Shantilal	Bhailal	Gandhi	001		17,10,247	Equity share
Minku	Shantilal	Gandhi	002		13,51,427	Equity share
Maunal	Shantilal	Gandhi	003		13,51,427	Equity share
Mona	Maunal	Gandhi	006		4,81,250	Equity share
Shefali	Minku	Gandhi	007		4,81,250	Equity share
Minku	Shantilal	Gandhi HUF	011		33	Equity share
Maunal	Shantilal	Gandhi HUF	012		44	Equity share
Aadit	Minku	Gandhi	024		11	Equity share
Shantilal	Bhailal	Gandhi HUF	026		11	Equity share



Estd : 1961

... making the world more colourful

... Leadership through Phthalocyanine Dyestuff & Pigments



**Manufacturers and Exporters  
Of Dyestuffs & Pigments**

**AN ISO 9001:2015 CERTIFIED COMPANY  
Version 5.0 GOTS CERTIFIED COMPANY**

**Email: [maunal@ushanti.com](mailto:maunal@ushanti.com)  
[minku@ushanti.com](mailto:minku@ushanti.com)**

**COLOUR CHEM LIMITED,**

*(Formerly Known as Ushanti Colour Chem Pvt Ltd)*

**88/6/7/8 Phase I GIDC, Vatva**

**Ahmedabad 382445**

**PH.91-79-65218621**

**Fax. 91-79-25830128**

**Website: [www.ushanti.com](http://www.ushanti.com)**

**CIN No. L24231GJ1993PLC019444**

● **Details of shares/Debentures Transfers since closure date of last financial year : 31/03/2018**

- Date of the previous annual general meeting: 23/09/2017;
- Date of registration of transfer: 05/05/2017;
- Type of transfer: Equity.

From	To	No. of Equity Shares	Amount of Equity Shares
Minku Shantilal Gandhi	Aadit Minkubhai Gandhi	1	10
Maunal Shantilal Gandhi	Arjun Maunalbhai Gandhi	1	10
Ashaben Pradeepbhai Shah	Minku Shantilal Gandhi	1525	15250
Ashaben Pradeepbhai Shah	Maunal Shantilal Gandhi	1037	10370
Deepak G. Gandhi	Minku Shantilal Gandhi	500	5000
Deepak G. Gandhi	Maunal Shantilal Gandhi	750	7500
Shantilal B Gandhi	Shantilal Bhailal Gandhi HUF	1	10
Ushanti Dyes & Int.	Maunal Shantilal Gandhi	3	30
Lajja S. Gandhi	Maunal Shantilal Gandhi	3	30
Pooja Shah	Maunal Shantilal Gandhi	2	20
Vinodrai Modi HUF	Maunal Shantilal Gandhi	2	20
Vinodrai C. Modi	Maunal Shantilal Gandhi	3	30
Vinaben V. Modi	Maunal Shantilal Gandhi	2	20
Jigishaben J. Shah	Maunal Shantilal Gandhi	2	20
Harshaben Nishitkumar Mehta	Maunal Shantilal Gandhi	3	30
Dilipbhai Desai	Maunal Shantilal Gandhi	2	20

- Date of registration of transfer: 23/02/2018;
- Type of transfer: Equity.

From	To	No. of Equity Shares	Amount of Equity Shares
Arjun Maunal Gandhi	Maunal S. Gandhi HUF	1	10
Maunal Shantilal Gandhi	Minku Shantilal Gandhi	8	80
Maunal Shantilal Gandhi	Minku S. Gandhi HUF	1	10

For, Ushanti Colour Chem Limited

Authorised Signatory





***Bunty Hudda & Associates***  
***Practicing Company Secretaries***

E-812, Titanium City Center, Anandnagar-Prahladnagar Road, Satellite, Ahmedabad - 380015  
**Website:** [www.cshudda.com](http://www.cshudda.com) **Email:** [bunty.hudda@yahoo.com](mailto:bunty.hudda@yahoo.com) **(O):** 07802996480

**Form No. MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies  
(Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

To,  
The Members,  
**USHANTI COLOUR CHEM LIMITED**  
88/8 G I D C, PHASE IVATVA  
AHMEDABAD -382445 GUJARAT  
INDIA

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of  
Companies (Management and Administration) Rules, 2014]

We have examined the registers, records and books and papers of **USHANTI COLOUR CHEM LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made there under for the financial year ended on 31<sup>st</sup> March, 2018. In our opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the company has complied with provisions of the Act & Rules made there under in respect of:
1. Its status under the Act;
  2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
  3. Filing of forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
  4. Calling/convening/holding meetings of Board of directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

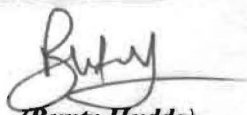


5. Closure of register of members/Security holders, as the case may be;
6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. Contracts/arrangements with related parties as specified in section 188 of the Act;
8. Issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. Declaration/payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. Constitution/appointment/re-appointments/retirement/filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Appointment/reappointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. Acceptance/renewal/repayment of deposits;
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. Alteration of the provisions of the memorandum and/or articles of association of the company;

**Place: Ahmedabad**  
**Date: 28/08/2018**

**FOR BUNTY HUDDA & ASSOCIATES**  
**PRACTICING COMPANY SECRETARIES**



  
**(Bunty Hudda)**  
**Proprietor**  
**Membership No.31507**  
**C. P. NO. 11560**

Estd : 1961

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**AN ISO 9001:2015 CERTIFIED COMPANY  
Version 5.0 GOTS CERTIFIED COMPANY**

Email: [maunal@ushanti.com](mailto:maunal@ushanti.com)  
[minku@ushanti.com](mailto:minku@ushanti.com)

**COLOUR CHEM LIMITED,**

(Formerly Known as Ushanti Colour Chem Pvt Ltd)

**88/6/7/8 Phase I GIDC, Vatva**

**Ahmedabad 382445**

**PH.91-79-65218621**

**Fax. 91-79-25830128**

**Website: [www.ushanti.com](http://www.ushanti.com)**

**CIN No. L24231GJ1993PLC019444**

● **Number of Board Meeting held during the Financial Year 2017-18**

Sr. No.	Date of Meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06-04-2017	2	2	100
2	25-04-2017	2	2	100
3	05-05-2017	2	2	100
4	18-05-2017	2	2	100
5	31-08-2017	2	2	100
6	19-09-2017	2	2	100
7	05-10-2017	2	2	100
8	25-10-2017	2	2	100
9	09-11-2017	2	2	100
10	01-12-2017	2	2	100
11	31-01-2018	2	2	100
12	15-02-2018	6	6	100
13	23-02-2018	6	6	100
14	13-03-2018	5	5	100
15	16-03-2018	6	6	100
16	19-03-2018	6	6	100
17	19-03-2018	6	6	100

For, Ushanti Colour Chem Limited

Authorised Signatory

