

Date: 28/11/2019

To,
The Manager-Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051,
Maharashtra, India

Ref: Ushanti Colour Chem Limited; Symbol: UCL, Series: SM

Respected Sir/Madam,

Subject: Submission of Proceedings, Declaration of result and Scrutinizer report of the Postal Ballot pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and administration) Rules, 2014 ("Rules") and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), and clause 44 of the listing Regulations, the Company has provided postal ballot process by e-voting and postal ballot and e-voting and postal ballot process kept opened from 29th October, 2019 to 27th November, 2019. Now we have completed our postal ballot process on November 27, 2019 (in the close of working hours i.e. 05.00p.m.) and have obtained the members approval by Special Resolution to the business item mentioned in the postal ballot notice dated 23rd October, 2019.

1. Altering the Object of the Initial Public Offer (IPO) for which Amount was raised.

The Company has appointed M/s. Hudda & Associates Company Secretaries LLP, Practicing Company Secretary, to conduct postal ballot process in fair and transparent manner, who have submitted their report dated November 28, 2019. On the basis of which Mr. Shantilal Bhailal Gandhi, Chairman and Director of the Company announced the result of passing of special resolution by requisite majority.

Pursuant to Clause 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we would like to inform you that the above resolution passed by the shareholders with the requisite majority. The said resolutions are deemed to have been passed on November 27, 2019, being the last date specified by the Company for receipt of duly complied postal ballot forms/e-voting.

In terms of notice of postal ballot, the results were declared by the Company at the registered office of the Company on November 28, 2019.



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CIN No. L24231GJ1993PLC019444



In this regard, please find enclosed following:

1. Postal Ballot result provided by Company pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is attached as Annexure I.
2. Scrutinizer's Report is attached as Annexure II.

The results of postal ballot along with Scrutinizer's report is placed on the website of the Company and National Stock Exchange of India Limited.

Please take the document on record and kindly treat this as a compliance under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

For, Ushanti Colour Chem Limited

Archita Shah

Archita Jitendrakumar Shah

Company Secretary and Compliance Officer



Place: Ahmedabad

Encl: As above

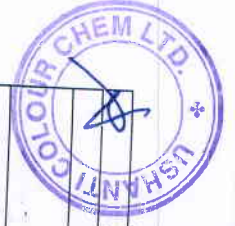
Annexure i

Voting Results	
Date of the AGM/EGM	Not Applicable
Total number of shareholders on record date	264
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Agenda- wise disclosure (to be disclosed separately for each agenda item)

1. Altering the Object of the Initial Public Offer (IPO) for which Amount was raised.
Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?		Special Resolution						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Polled outstanding shares	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll		0	$(3)=[(2)/(1)]*100$ 0	(4)	0	0	$(7)=[(5)/(2)]*100$ 0
	Postal Ballot (if applicable)	5427700	0	0	0	0	0	0
	Total		5427700	100	5427700	0	100	0
Public-Institutions	E-Voting Poll		5427700	100	5427700	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting Poll		8000	0.43	0	0	0	0
	Postal Ballot (if applicable)	1874000	0	0	8000	0	100	0
	Total		904000	48.24	0	0	0	0
	Postal Ballot (if applicable)		912000	48.67	904000	0	100	0
	Total	7301700	6339700	86.82	6339700	0	100	0





SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
M/s. Ushanti Colour Chem Limited
88/8, G I D C Phase I,
Vatva,
Ahmedabad-382445,
Gujarat, India

Results of Postal Ballot/ E-Voting

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and postal ballot process conducted pursuant to provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended, (both e-voting and physical ballot voting) in respect of the passing of resolutions contained in the Postal Ballot Notice dated October 23, 2019.

1. I, CS Bunty Hudda, Designated Partner at M/s. Hudda & Associates Company Secretaries LLP, Practicing Company Secretaries Firm, having office at E-812, Titanium City Center, Nr. IOC Petrol Pump, Anandnagar-Prahladnagar Road, Satellite, Ahmedabad - 15 have been appointed as scrutinizer of Ushanti Colour Chem Limited (for the brevity purpose, hereinafter referred as "*the Company*") for the purpose of scrutinizing the postal ballot voting (both e-voting and physical ballot voting) process in fair and transparent manner in respect of the passing of the resolution contained in the Notice dated Wednesday, October 23, 2019.
2. I pleased to present the report on the POSTAL BALLOT conducted by the Company to pass the resolution as contained in the Notice of Postal Ballot dated Wednesday, October 23, 2019.
3. I submit my report as under:
 1. The e-voting period remained open from Tuesday, October 29, 2019 at 9.00 a.m. (IST) to Wednesday, November 27, 2019 at 5:00 p.m. (IST);



2. The shareholders holding shares as on the cut-off date i.e. Friday, October 18, 2019 were entitled to vote on the proposed resolution set out in the Notice of Postal Ballot;
3. I have monitored the process of electronic voting through scrutinizer's secured link provided to me (<https://www.evoting.nsdi.com/>);
4. Thereafter, the details containing, *inter alia*, list of equity shareholders, who voted 'For' and 'Against', were downloaded from the e-voting portal of National Securities Depository Limited i.e. www.evoting.nsdl.com;
5. Particulars of all the postal ballot forms received from the Members in physical form(s) and electronic voting report generated from e-voting agency's portal have been entered in a register maintained for the purpose;
6. The postal ballot forms received up to 05:00 PM on November 27, 2019, being the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny. No envelopes received after 05:00 PM on November 27, 2019. The e-voting was disabled immediately thereafter;
7. With the support of the Registrar and Transfer Agent ("RTA") of the Company, the postal ballot forms were scrutinized and the signature of the members who had cast their votes verified with their specimen signature registered with the RTA as approved by the depositories;
8. The postal ballot envelopes were opened from time to time and the last lot was opened on November 27, 2019 after 05:00 PM in my presence, along with unblocked the e-voting results in presence of two witnesses i.e. Ms. Manisha Mali and Ms. Dilshad Hudda who are not in the employment of the Company;
9. I found 03 invalid ballot paper(s) which were not counted for the results.
10. The shareholders exercised their voting either by electronic or physical mode. No shareholder who opted for both facilities;
11. The results of the e-voting are as under:



Item No.1 Altering the Object of the Initial Public Offer (IPO) for which Amount was raised.

Type of Business :- Special Business

Type of Resolution :- Special Resolution

Particulars	No of Shareholders who voted	Number of Shares voted	Percentage of total share voted
In Favour	02	8000	100%
In against	00	0	0.00%
Total.....	02	8000	100%

12. The consolidated results of the e-voting and postal ballot as under:


Item No.1 Altering the Object of the Initial Public Offer (IPO) for which Amount was raised:

Mode of Voting	No of Shareholders who voted		Number of Shares voted		Percentage of total shares voted	
	Favour	Against	Favour	Against	Favour	Against
E-Voting	2	0	8000	0	0.11	0
Physical	52	0	6331700	0	86.72	-
Total...	54	0	6339700	0	86.82	0

13. The postal ballot and all other papers relating to postal ballot including voting by electronic means shall be under our safe custody till the chairman considers, approves and signs the Minutes and thereafter the same shall be returned to the Company.

Yours Truly,

**FOR HUDDA & ASSOCIATES
COMPANY SECRETARIES LLP**


CS BUNTY HUDDA
Designated Partner
Membership No. ACS 31507
Certificate of Practice No. 11560
Date: 28/11/2019
Place: Ahmedabad
UDIN: A031507A000320114



Counter Signed


Shantilal Bhailalbai Gandhi

