



Ushanti

Colour Chem Limited

...making the world more colourful

Formerly known as Ushanti Colour Chem Pvt. Ltd.

**MANUFACTURERS AND EXPORTERS OF
DYESTUFFS, PIGMENTS & INTERMEDIATES**

05th March, 2022

**To
The Manager-Listing Department
National Stock Exchange of India Limited ("NSE")
Mumbai**

Ref: USHANTI COLOUR CHEM LIMITED SYMBOL: UCL

**Sub.: SUBMISSION OF VOTING RESULTS AND SCRUTINIZER'S REPORT UNDER
REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015.**

Dear Sir/Madam,

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015, we are submitting herewith the Voting Results and the Scrutinizer's Report of the Remote E-voting and E-voting held at 01/2021-22 Extra Ordinary General Meeting ("EGM") held on **Saturday, 5th March, 2022** through Video Conference (VC).

The resolutions as set out in the Notice of the said EGM were duly approved by the Shareholders, with requisite majority.

This is for your information and records.

Thanking you,

For Ushanti Colour Chem Limited
For, Ushanti Colour Chem Ltd.

Maunal Shantilal Gandhi
Joint Managing Director
DIN - 0118559

Managing Director



Plot No. 88/6/7/8, GIDC, Phase 1, Vatva, Ahmedabad - 382 445. (INDIA)

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CIN No. L24231GJ1993PLC019444



Ushanti Colour Chem Limited

(CIN: L24231GJ1993PLC019444)

Registered Office: 88/8, G I D C, Phase I, Vatva, Ahmedabad-382445, Gujarat, India

(Ph)- 079-25894903, **Email Id:** csucl@ushanti.com, **Website:** www.ushanti.com

Voting Results

Date of the AGM/EGM	05th March, 2022
Total number of shareholders on record date	245
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	6 6



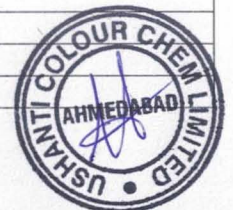
Agenda- wise disclosure (to be disclosed separately for each agenda item)

- To increase in authorized share capital of the company and consequential amendment in the capital clause of the memorandum of association of the company pursuant to section 13, 61 and 64 and all other applicable provisions, if any of the companies act, 2013, SEBI (LODR) Regulations, 2015 and other applicable laws.

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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	5461700	5461700	100	5461700	0	100	0
	Poll *		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5461700	100	5461700	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll *		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	1840000	332000	18.04	332000	0	18.04	0
	Poll *		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		332000	38.86	722000	0	100	0
Total		7301700	5793700	79.35	5793700	0	100	0

* E voting was allowed instead of poll voting during the meeting.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non Institutions	0



2. TO CREATE, OFFER, ISSUE AND ALLOT 30,00,000 CONVERTIBLE EQUITY WARRANTS (“WARRANTS”) AGGREGATING TO INR 17.175 CRORES TO THE PROMOTERS & PROMOTERS GROUP AND NON-PROMOTERS ON A PRIVATE AND PREFERENTIAL BASIS, WITH AN OPTION TO SUBSCRIBE AND CONVERT EACH SUCH WARRANT INTO ONE EQUITY SHARE OF INR 10/- AT A PRICE OF INR 57.25/- INCLUDING A PREMIUM OF INR 47.25/- FOR EACH WARRANT ON PREFERENTIAL BASIS PURSUANT TO PROVISIONS OF SECTION 23(1)(B), 42, 62(1) (C) AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013, SEBI (ICDR) REGULATIONS, 2018, SEBI (LODR) REGULATIONS, 2015 AND OTHER APPLICABLE LAWS.

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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	5461700	5461700	100	5461700	0	100	0
	Poll *		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5461700	100	5461700	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll *		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	1840000	332000	18.04	332000	0	100	0
	Poll *		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		332000	38.86	722000	0	100	0
Total		7301700	5793700	79.35	5793700	0	100	0

* E voting was allowed instead of poll voting during the meeting.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non Institutions	0





FORM NO. MGT-13

REPORT OF SCRUTINIZER

Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI LODR Regulations, 2015 as amended from time to time

Saturday, 05th March, 2022

To
**The Chairman of 01/2021-22 Extra Ordinary General Meeting of
Ushanti Colour Chem Limited held on Saturday, 05th March, 2022
CIN: L24231GJ1993PLC019444
Reg. Off: 88/8, GIDC, Phase I, Vatva,
Ahmedabad - 382445, Gujarat, INDIA**

Sub: **Scrutinizer's Report on Remote E-voting and E-Voting at the 01/2021-22 Extra Ordinary General Meeting ("EGM") of the Equity Shareholders of Ushanti Colour Chem Limited held on Saturday, 5th March, 2022 conducted through Video Conference (VC) / Other Audio Visual Means (OAVM).**

Dear Sir,

I, Kunal Sharma, Practicing Company Secretary having Membership No: FCS 10329 and COP: 12987, was appointed as the Scrutinizer by the Board of Directors of **Ushanti Colour Chem Limited** ("the Company") at their meeting held on 04th February, 2022, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time for the purpose of scrutinizing the E-Voting process (*Remote E-Voting and E-Voting during the EGM*) in respect of the resolutions proposed at the EGM of the Equity Shareholders of the Company held on **Saturday, 5th March, 2022** through Video Conference (VC) / Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 together with applicable circulars issued by MCA and SEBI.

As informed by the Company, the Notice of EGM dated 04th February, 2022 were sent through electronic mode to all those Shareholders whose e-mail addresses were registered with the Company or the RTA or the Depositories. The said Notice was also uploaded on the Company's website.

The compliances with the provisions of the Companies Act, 2013 and the Rules made thereunder, the MCA Circulars and SEBI (LODR) Regulations, 2015 relating to voting through electronic means on all the resolutions as contained in the Notice of EGM are the responsibility



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SHARMA**

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email=ksharma@ksa.com,
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of the Management of the Company. My responsibility as a scrutinizer is to ensure that the voting through electronic means were conducted in a fair and transparent manner and to provide a Scrutinizer's Report of the votes casted "In favor" or "Against" or "invalid votes" on the resolution with respect to all the item of businesses enumerated in the Notice of EGM. My report is provided on the basis of the reports generated from the E-Voting system of Central Depository Services Limited (CDSL), the agency engaged by the Company to provide E-Voting facility at the EGM which was provided remotely and also through electronic means.

As informed by the Company, the Notice for EGM were sent on 09th February, 2022 via email to all the entitled Shareholders (as on cut-off date which was fixed as 04th February, 2022) whose email ids were registered with the Company/Registrar & Share Transfer Agent.

The Public Advertisement with respect to completion of dispatch of Notice of EGM was published on 10th February, 2022 in an English Newspaper i.e. Business Standard and in Regional Language Newspaper i.e. Jai Hind.

The Company has availed the E-Voting facility (Remote E-Voting and E-Voting at EGM) from Central Depository Securities Limited ("CDSL"). The Company had also uploaded the Notice of the EGM on its website to facilitate the shareholders to cast their vote through remote e-voting.

As per the Notice of EGM the Shareholders of the Company holding Equity Shares as on 26th February, 2022 ("Cut-off date for voting") were entitled for E-Voting on the resolution.

The remote e-voting period commenced on Wednesday, 02nd March, 2022 (09.00 AM IST) and ended on Friday, 04th March, 2022 (5.00 p.m. IST) both days inclusive; thereafter the CDSL remote e-voting platform was blocked and then re-opened during the EGM.

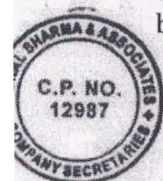
The Company had also provided the facility of E-Voting at the EGM for the Members who had not casted their votes by remote e-voting.

After the conclusion of E-Voting at the EGM, the votes casted through e-voting at the EGM and through remote e-voting prior to the date of EGM were unblocked and downloaded from the e-voting website of CDSL i.e. www.evotingindia.com in presence of two witnesses who were not in the employment of the Company. The E-Voting data/results downloaded from e-voting system of CDSL were scrutinized, reviewed and also counted.

Thereafter, the list of Members who had voted "for" or "against" on the Resolutions that was put to vote, were derived on the basis of the report generated from the E-Voting website of CDSL. i.e. www.evotingindia.com and based on such reports,

- (a) 25 Members (Folio wise) have casted their votes through Remote E-Voting.
- (b) Nil Members (Folio wise) have casted their votes through E-Voting facility at the EGM.

The particulars of all the electronic votes casted by the members through e-voting process have been recorded in a register separately maintained for the purpose.



**KUNAL
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pseudonym=89f297d51d0c40d1edf40a0975
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postalCode=380051, st=GUJARAT,
serialNumber=744608a6e0ea5b00d61c20
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Accordingly, I hereby submit my consolidated report as under on the result of below mentioned resolutions as carried out at the EGM of the Company on the basis of remote e-voting and e-voting at the venue of EGM in respect of the said resolutions:-

SPECIAL BUSINESSES

A. Resolution no. 01 - (As a Special Resolution)

INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT IN THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY PURSUANT TO SECTION 13, 61 AND 64 AND ALL OTHER APPLICABLE PROVISIONS, IF ANY OF THE COMPANIES ACT, 2013, SEBI (LODR) REGULATIONS, 2015 AND OTHER APPLICABLE LAWS.

Summary of results of the Remote E-Voting and E-Voting at the EGM held on 05th March, 2022 are as under:

(i) Voted in favor of the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	25	5793700	100.00%
E-Voting at EGM	NIL	NIL	NIL
Total	25	5793700	100.00%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	NIL
E-Voting at EGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Number of Votes Cast (Shares)
Remote E-Voting	NIL	NIL
E-Voting at EGM	NIL	NIL
Total	NIL	NIL



KUNAL SHARMA

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ou=KUNAL SHARMA, postalCode=380015,
serialNumber=2744608a4a6a3b0646
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In Favor	5793700	100.00%
In Against	NIL	NIL
Invalid	NIL	NIL
Total	5793700	100.00%

B. Resolution no. 02 – (As a Special Resolution)

CREATE, OFFER, ISSUE AND ALLOT 30,00,000 CONVERTIBLE EQUITY WARRANTS (“WARRANTS”) AGGREGATING TO INR 17.175 CRORES TO THE PROMOTERS & PROMOTERS GROUP AND NON-PROMOTERS ON A PRIVATE AND PREFERENTIAL BASIS, WITH AN OPTION TO SUBSCRIBE AND CONVERT EACH SUCH WARRANT INTO ONE EQUITY SHARE OF INR 10/- AT A PRICE OF INR 57.25/- INCLUDING A PREMIUM OF INR 47.25/- FOR EACH WARRANT ON PREFERENTIAL BASIS PURSUANT TO PROVISIONS OF SECTION 23(1)(B), 42, 62(1) (C) AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013, SEBI (ICDR) REGULATIONS, 2018, SEBI (LODR) REGULATIONS, 2015 AND OTHER APPLICABLE LAWS

Summary of results of the Remote E-Voting and E-Voting at the EGM held on 05th March, 2022 are as under:

(i) Voted in favor of the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	25	5793700	100.00%
E-Voting at EGM	NIL	NIL	NIL
Total	25	5793700	100.00%

(ii) Voted against the resolution:

Particulars	Number of Members voted	Number of Votes Cast (Shares)	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	NIL
E-Voting at EGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Number of Votes Cast (Shares)
Remote E-Voting	NIL	NIL
E-Voting at EGM	NIL	NIL
Total	NIL	NIL

**KUNAL
SHARMA**

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ou=Personal, email=kunalsharma@gmail.com,
serial=1, st=DIGITAL,
serialNumber=1, cn=KUNAL SHARMA
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In Favor	5793700	100.00%
In Against	NIL	NIL
Invalid	NIL	NIL
Total	5793700	100.00%

In my opinion, the Resolutions has secured requisite majority of votes and accordingly the respective resolutions may be considered to have been approved and passed.

The Chairman may accordingly declare the result of the EGM.

The electronic data and all the other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary and Compliance officer for safe keeping after the Chairman considers, approves and signs the minutes of the EGM.

For Kunal Sharma & Associates
Company Secretaries

KUNAL
SHARMA
CS Kunal Sharma
Proprietor
M. No: F10329
CP No: 12987
UDIN: F010329C002807706

Date: 05th March, 2022
Place: Ahmedabad

Countersigned by:
For, Ushanti Colour Chem Ltd.

Chairman of the Meeting/Authorized Person
Ushanti Colour Chem Limited
Ahmedabad

Date: 05th March, 2022
Place: Ahmedabad

