

Date: September 27, 2023

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

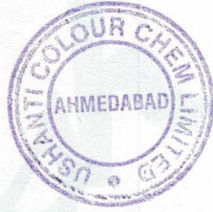
Subject: Submission of Proceedings of 30th Annual General Meeting of the Company

Respected Sir/Madam,

Pursuant to the provisions of Regulation 30 read with Clause 13, Para A, part A of Schedule I of SEB | (Listing obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the proceedings of 30th Annual General Meeting of the Company held on Wednesday, 27th September, 2023 through physical means.

You are requested to kindly take the same on record.

For, Ushanti Colour Chem Limited



Anjali Mukesh Samani
Company Secretary and Compliance Officer

Encl: As above



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

Ph.: 91 - 79 - 25833315, 25894903 M.: +91 - 9879768621

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CIN No. L24231GJ1993PLC019444



Proceeding of 30th Annual General Meeting of Ushanti Colour Chem Limited held on Wednesday, 27th September, 2023 as per Regulation 30 read with Part A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

A. Date, Time and venue of the Meeting:

This is to inform you that The 30th Annual General Meeting ("AGM") of the members of Ushanti Colour Chem Limited was duly held on Wednesday, 27th September, 2023 at 02.00 P.M. by physical mode at the registered office of the company at 88/8, GIDC, Phase I, Vatva, Ahmedabad-382445, in compliance with the applicable provisions of Companies Act, 2013 read with Rules made thereunder, SEBI, (Listing obligations and Disclosure Requirements) Regulations, 2015 read with various circulars issued by the Ministry of Corporate Affairs and SEBI from time to time.

B. Proceeding in Brief:

Ms. Anjali Mukesh Samani, Company Secretary & Compliance Officer of the Company, welcomed the Members, Board of Directors and other dignitaries of the company attending the meeting and highlighted important points regarding participation at the meeting.

The requisite quorum of the meeting was present therefore Company Secretary with the permission of Chairman called the meeting to the order.

The Statutory Auditor and Scrutinizer appointed by the Company were present in the Meeting.

Mr. Shantilal Bhailal Gandhi, Chaired the Meeting and welcomed the Shareholders to the 30th Annual General Meeting of the Company and delivered his speech and informed about current status and future plans of the Company.

Ms. Anjali Mukesh Samani, Company Secretary of the Company with the consent of the members present, referred the Notice of the Meeting, Directors Report and the Audit Report and the same were taken as read.

Pursuant to provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended the Company (being SME listed) is exempted to provide the Remote e-voting facility to the Members, therefore the Company had provided the facility to vote by way of Poll conducted through Ballot paper in respect of business transacted as contained in the notice of the 30^h Annual General Meeting.

Ms. Anjali Mukesh Samani, Company Secretary informed to the members that Mr. Bunty Hudda (ACS No. 31507, COP No. 11560), Proprietor of M/S Bunty Hudda & Associates, Practicing Company Secretaries, Ahmedabad has been appointed as the Scrutinizer for the purpose of scrutinizing the ballot process in a fair and transparent manner.

The Ballot box for the voting by poll had been locked in the presence of Scrutinizer and the keys had been handed over to him.

The following items of Business as set out in the Notice calling the meeting were transacted at the meeting:



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Ordinary Business

1. To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2023 and Reports of Board of Directors and Report of Auditors thereon.
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023 and Report of Auditors thereon.

The aforesaid resolution passed as an **Ordinary Resolution**.

2. To appoint a Director in place of Mr. Minku Shantilal Gandhi (DIN: 00118617), who retires by Rotation at this Annual General Meeting, and being eligible, offers herself for reappointment.

The aforesaid resolution passed as an **Ordinary Resolution**.

Special Business

3. To approve terms and conditions for payment of remuneration to Mr. Minku Shantilal Gandhi (DIN: 00118617), Joint Managing Director of the Company.

The aforesaid resolution passed as **Special Resolution**.

4. To approve terms and conditions for payment of remuneration to Mr. Maunal Shantilal Gandhi (DIN: 00118559), Joint Managing Director of the Company.

The aforesaid resolution passed as **Special Resolution**.

5. To appoint Mr. Shantilal Bhailal Gandhi (DIN: 00118509) as a Chairman and Non-Executive Director of the Company.

The aforesaid resolution passed as **Special Resolution**.

6. To approve material related party transactions with UC Colours and Intermediates Private Limited, a Subsidiary of the Company

The aforesaid resolution passed as **Special Resolution**.

7. To create, offer, issue and allot upto 400,000 (four lakh) fully paid up equity shares of face value of INR 10/- (Rupees ten only) each at an issue price of INR 70/- (Rupees seventy only) each including a premium of INR 60/- (Rupees sixty only) each ("equity Shares") aggregating upto INR 2.80 CRORES (Rupees Two Crores Eighty Lakhs Only) to the Non-Promoters/Public Investors on a private and 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.



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The aforesaid resolution passed as **Special Resolution**.

Members present were given the opportunity to ask queries and seek clarifications on the above resolutions. The Chairman answered to all the queries raised by the Shareholders, to their satisfaction.

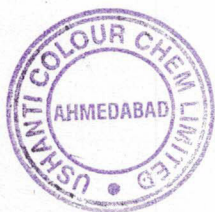
The Chairman announced that the Scrutinizers report along with the results of poll will be declared within two working days and the same would be uploaded on the Company's website as well as on the website of National Stock Exchange of India Limited (NSE) SME Platform.

The Chairman then declared the Meeting concluded and thanked the Members for participating in the Meeting.

The meeting concluded at 02:42 P.M. with a vote of thanks to the Chair.

Thanking You,

For, Ushanti Colour Chem Limited



Anjali Mukesh Samani
Company Secretary and Compliance Officer



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