



Gaudana & audana

(Company Secretaries)

Formerly known as Arvind Gaudana & Company
#307, Ashirwad Paras, Nr. Prahladnagar Garden
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FORM No. MGT-13

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
UNIPHOS INTERNATIONAL LIMITED.
11, G.I.D.C., Vapi-396195, Gujarat.

Dear Sir,

Subject: Scrutinizer's Report on remote e-voting and Poll conducted pursuant to the provisions of section 108 and section 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendments Rules, 2015 for the 31st Annual General Meeting of the Equity Shareholders of UNIPHOS INTERNATIONAL LIMITED held on Friday, 29th September, 2023 at 9:00 AM.

I, Arvind D. Gaudana, Senior Partner of M/s Gaudana & Gaudana, (Practicing Company Secretaries), (FCS No. 2838, C.P. No. 2183), firm situated at #307, Ashirwad Paras, Nr. Prahaladnagar Garden, Corporate Road, Prahaladnagar, Satellite, Ahmedabad, Gujarat-380015 appointed as Scrutinizer(s) of **UNIPHOS INTERNATIONAL LIMITED** ("the Company") pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rule, 2014 as amended by Companies (Management and Administration) Amendments Rules, 2015 for the purpose of scrutinizing the remote e-voting of AGM and the poll process taken at the 31st Annual General Meeting held on Friday, 29th September, 2023 at 9:00 AM at 11, G.I.D.C., Vapi-396195, Gujarat in fair and transparent manner and ascertaining the requisite majority on remote e-voting and poll carried out as per the provision of the Companies Act, 2013 on the below mentioned resolution(s). We submit our report as under:

1. The remote e-voting period remained open from 26th September, 2023 (09:00 a.m.) and ends on 28th September, 2023 (05:00 p.m.).
2. The shareholders holding shares as on the "cut off" date i. e 22nd September, 2023 were entitled to vote on the proposed resolution (item no. 1 to 4) as set out in the notice of 31st Annual General Meeting of Company.



3. The votes were unblocked on 29th September, 2023 in presence of two witnesses, who are not in the employment of the company.
4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website and total of Twelve (12) members for 41,97,700 votes participated in e-voting process.
5. The total number of Ballots (Physical) received were 15 for 17,300 votes.
6. The results of the voting is given as under:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the Financial year ended 31st March, 2023 and the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
26	4196900	99.57

(ii) Voted in against of the resolution		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	18100	0.43

(iii) Invalid Votes:		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



(Signature)

2. To re-appoint Mr. Mukul. B. Trivedi (DIN: 00242399), Director who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
26	4196900	99.57

(ii) Voted in against of the resolution		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	18100	0.43

(iii) Invalid Votes:		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

3. To re-appoint Mr. Kalyan. M. Banerjee (DIN: 00276866), Director who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
26	4196900	99.57



(Handwritten signature)

(ii) Voted in against of the resolution		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	18100	0.43

(iii) Invalid Votes:		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

4. To re-appoint Statutory Auditor and fix their remuneration:

(i) Voted in favour of the resolution		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
26	4196900	99.57

(ii) Voted in against of the resolution		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	18100	0.43



(iii) Invalid Votes:		
Number of Members present and voting including e-voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

Total Twelve (12) Shareholders voted through E-Voting Facility (41,97,700 Votes) and Fifteen (15) Shareholders were cast their vote through Ballot Papers (17,300 Votes).

The register and all other papers and relevant data /records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You
Yours Faithfully,

Place: Ahmedabad
Date:30/09/2023



For Gaudana & Gaudana
(Company Secretaries)

CS Arvind Gaudana
Senior Partner

FCS No: 2838, C.P. No: 2183
UDIN: F002838E001143714