

30th June, 2016

The Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI - 400 001 <u>SCRIP CODE - 500429</u>	Listing Department National Stock Exchange of (I) Ltd. Exchange Plaza, C/1, Block G, Bandra Kurla Complex, Bandra (East) MUMBAI 400 051 <u>SYMBOL : UNIENTER</u>
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Dear Sir,

Sub. : Disclosure of Voting Results of the 47th Annual General Meeting of Uniphos Enterprises Limited held on 29th June, 2016, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further to the Notice dated 29th April, 2016 of the 47th Annual General Meeting forwarded to you vide our letter dated 3rd June, 2016, we have to state as under:

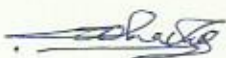
As mentioned in the above notice, the 47th Annual General Meeting of the members of the Company was held on Wednesday, 29th June, 2016 at 9.00 a.m. at Vapi, Gujarat and concluded at 9.35 a.m.. The members of the Company have accorded their consent to all items of business contained in the said Notice of the 47th Annual General Meeting.

The combined results of the voting i.e. remote e-voting through e-voting services provided by National Securities Depository Limited and physical voting at the 47th Annual General Meeting is attached herewith bearing page nos. 1 to 2 in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

May we request you to take the same on your record and inform all your constituents accordingly.

Thanking you,

Yours faithfully,
for **UNIPHOS ENTERPRISES LIMITED**



K. M. THACKER
Company Secretary and
Compliance Officer

JAWAHAR M. THACKER

B. Com. F.C.A.

To,
The Chairman of the 47th Annual General Meeting,
Uniphos Enterprises Limited
11, G.I.D.C, Vapi,
Gujarat – 396 195

Dear Sir,

REPORT OF SCRUTINIZER

I, Jawahar M. Thacker, Chartered Accountants (Membership No. 30646) has been appointed as the Scrutinizer vide resolution passed by the Board of Directors of **Uniphos Enterprises Limited** at its meeting held on 29th April, 2016 for the purpose of scrutinizing the votes by the Members of the Company in respect of all resolutions set forth in the Notice of the 47th Annual General Meeting (AGM)-

1. through electronic means through the remote e-voting, pursuant to the provisions of section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, services provided by National Securities Depository Limited (NSDL) and
2. through physical votes through ballot paper, pursuant to the provisions of section 109 of the Companies Act, 2013 and rule 21 of the Companies (Management and Administration) Rules, 2014, at the venue of the 47th AGM of **Uniphos Enterprises Limited** held on 29th June, 2016 at Vapi, Gujarat.

I submit my report as under:

I reviewed the remote e-voting process and downloaded the e-votes voted through e-voting services provided by National Securities Depository Limited in the presence of two witnesses not in the employment of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relating to voting through electronic means (i.e. by remote e-voting) and voting by Ballot at the 47th AGM for the resolutions contained in the Notice to the 47th AGM of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) is restricted to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system provided by NSDL, the Agency authorized under the Rules and from Ballot Papers received at the venue of the AGM of the Company.

After the time fixed for closing of the physical voting at the 47th AGM by the Chairman, one ballot box kept for physical voting was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and two witnesses not in the employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



JAWAHAR M. THACKER
B. Com. F.C.A.

-: 2:-

The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the voting i.e. remote e-voting through e-voting services provided by NSDL and physical voting at the 47th AGM is attached herewith bearing page nos. 1 to 2.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is enclosed.

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

Thanking you,

Yours faithfully,



JAWAHAR M. THACKER
Chartered Accountants
Membership No. 30646

Place: Vapi
Date: 30/06/2016





AGM DATE: 29TH JUNE, 2016 (EVEN - 104025)

Date of the AGM/EGM	29th June, 2016
Total number of shareholders on cut-off date i.e. June 22, 2016	13727
No. of shareholders present in the meeting either in person or through proxy:	32
Promoters and Promoter Group :	2
Public :	30
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group :	Not arranged
Public :	Not arranged

Agenda-wise disclosure

1. Adoption of Financial Statements for the financial year ended on 31st March, 2016.

Resolution required : (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution ?		None of the promoters/promoter group has any material interest, direct or indirect, in the resolution except to the extent of their respective shareholdings in the Company.						
Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of valid Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of valid Votes in favour (4)	No. of valid Votes against (5)	% of valid Votes in favour on votes polled (6)=[(4)/(2)]*100	% of valid Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		50148735	99.88	50148735	0	100.00	0.00
	Poll	50207195	0	0.00	0	0	0.00	0.00
	Total		50148735	99.88	50148735	0	100.00	0.00
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	7529682	0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting		155273	1.31	155273	0	100.00	0.00
	Poll	11808972	31215	0.26	31215	0	100.00	0.00
	Total		186488	1.58	186488	0	100.00	0.00
Total		69545849	50335223	72.38	50335223	0	100.00	0.00





2. Re-appointment of Mr. Rajnikant Devidas Shroff (DIN: 00180810) who retires by rotation.

Resolution required : (Ordinary / Special)									
Ordinary									
None of the promoters/promoter group has any material interest, direct or indirect, in the resolution except to the extent of their respective shareholdings in the Company.									
Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of valid votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of valid votes in favour (4)	No. of valid votes against (5)	% of valid votes in favour on votes polled (6)=[(4)/(2)]*100	% of valid votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		50148735	99.88	50148735	0	100.00	0.00	
	Poll	50207195	0	0.00	0	0	0.00	0.00	
	Total		50148735	99.88	50148735	0	100.00	0.00	
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll	7529682	0	0.00	0	0	0.00	0.00	
	Total		0	0.00	0	0	0.00	0.00	
Public-Non Institutions	E-Voting		155272	1.31	155272	0	100.00	0.00	
	Poll	11808972	31215	0.26	31215	0	100.00	0.00	
	Total		186487	1.58	186487	0	100.00	0.00	
Total		69545849	50335222	72.38	50335222	0	100.00	0.00	

3. Appointment of M/s. S R B C & CO LLP, Chartered Accountants, as Auditors and fixing their remuneration.

Resolution required : (Ordinary / Special)									
Ordinary									
None of the promoters/promoter group has any material interest, direct or indirect, in the resolution except to the extent of their respective shareholdings in the Company.									
Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of valid votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of valid votes in favour (4)	No. of valid votes against (5)	% of valid votes in favour on votes polled (6)=[(4)/(2)]*100	% of valid votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		50148735	99.88	50148735	0	100.00	0.00	
	Poll	50207195	0	0.00	0	0	0.00	0.00	
	Total		50148735	99.88	50148735	0	100.00	0.00	
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll	7529682	0	0.00	0	0	0.00	0.00	
	Total		0	0.00	0	0	0.00	0.00	
Public-Non Institutions	E-Voting		155273	1.31	155273	0	100.00	0.00	
	Poll	11808972	31215	0.26	31215	0	100.00	0.00	
	Total		186488	1.58	186488	0	100.00	0.00	
Total		69545849	50335223	72.38	50335223	0	100.00	0.00	

The above Resolutions have, therefore been approved by the members of the Company unanimously.

