



# UNIQUE ORGANICS LIMITED

Manufacturer-Exporter of : Feed & Food Products

GOVERNMENT APPROVED  
TWO STAR EXPORT HOUSE

Ref: UOL/23-24/SEC/035

Date: 29.09.2023

To,  
Department of Corporate Services,  
**BSE Limited**  
P.J. Towers, Dalal Street,  
Mumbai – 400001

**BSE Scrip Code: 530997**

**Subject: Proceedings of the 31<sup>st</sup> Annual General Meeting.  
Intimation under Regulation 30 of the SEBI (LODR)  
Regulations, 2015.**

Dear Sir/Madam,

Pursuant to provisions of Regulation 30, Part - A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, enclosed please find the Proceedings of the 31<sup>st</sup> Annual General Meeting of the Members of Unique Organics Limited held on Friday, 29<sup>th</sup> September, 2023 at 12:30 p.m. through VC/OAVM.

This is for your kind information & record.

Thanking You  
For **Unique Organics Limited**

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JANGID

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**Ramavtar Jangid**  
Company Secretary

CIN: L24119RJ1993PLC007148 | GSTIN: 08AAACU2216R1Z1

Regd. Office: E-521, Sitapura Industrial Area, Jaipur – 302022, Rajasthan (INDIA)

Tel No. +91 141 2770315/2770509 | E-Mail: [unique@uniqueorganics.com](mailto:unique@uniqueorganics.com) | Website: [www.uniqueorganics.com](http://www.uniqueorganics.com)

**PROCEEDINGS OF THE 31<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY, 29<sup>TH</sup> SEPTEMBER, 2023 AT 12:30 P.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS (VC/ OAVM).**

The 31<sup>st</sup> Annual General Meeting of the Company was held on Friday, 29<sup>th</sup> September, 2023 at 12:30 P.M. through Video Conferencing/ Other Audio Visual Means (VC/ OAVM). Total 21 members and all the Directors, Statutory Auditor and Secretarial Auditor/Scrutinizer participated in the Annual General Meeting.

Company Secretary, Mr. Ramavtar Jangid welcomed the members to the 31<sup>st</sup> AGM. Thereafter Company Secretary confirmed the presence of requisite quorum and explained certain point w.r.t. participation in AGM through VC/OAVM and e-voting process as below:

Facility of joining the AGM through video conference or other audio visual means is being made available for members on First Come First serve basis through NSDL e-Voting website. If any shareholder faces any technical issue, he or she may contact the helpline number as mentioned in the notice of this meeting.

He further briefed that Pursuant to the provisions of Companies Act 2013, SEBI LODR Regulation, 2015, your Company has provided facility of remote e-voting to the shareholders enabling them to cast their votes electronically. As per the timeline mentioned in the notice of the AGM the remote e-voting facility was provided for 3 days which concluded at 5:00 p.m. on 28<sup>th</sup> September, 2023.

Further in compliance with the rules for voting framed under the Companies Act 2013 and the circular of the Ministry of Corporate Affairs, the voting at the time of AGM will also be conducted by the same e-voting system of NSDL which was used during the remote e-voting. Shareholders who have not cast their vote through remote e-voting, can cast their vote on the same system during the AGM. CS Sandeep Jain, Practicing Company Secretary has been appointed as scrutinizer to conduct e-voting in fair and transparent manner. Voting results along with the scrutinizer report shall be communicated to BSE and also be placed on the Company's website and on the website of NSDL within 48 hours conclusion of meeting.

Company Secretary further briefed that members given an opportunity to ask questions and queries in advance by sending emails as mentioned in the notice of the meeting so as to cover their answers during meeting.

We have also made an arrangement to provide facilities to our valued shareholders to express their views, ask questions, for this there will be a shareholders speaker session at the end of the AGM.

Thereafter Mr. Kanodia duly elected as the Chairman of this meeting. He occupied the Chair and proceed the meeting. He welcomed all members present in the meeting and confirmed the presence of required quorum and roll call introduction with location was conducted of all the directors, KMP's, Auditors and panelists who participated in the AGM.

Thereafter Chairman taken the participants through certain point as follows:

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Pursuant to various circulars issued by MCA and SEBI, we are holding our Annual General Meeting through video conferencing. Company has taken the requisite steps enabling members to participate and vote on items to be considered in this AGM.

Since there is no physical attendance of the members, the requirement of appointing proxy is not applicable. Registers and documents required under the Companies Act 2013, are open for inspection and may be requested on our email id: [compliance@uniqueorganic.com](mailto:compliance@uniqueorganic.com) for online inspection. Members who have not voted earlier through remote e-voting, can cast their vote during the meeting and after meeting too through e-voting facility provided on NSDL e-voting site.

Thereafter he briefed that the Notice of the 31<sup>st</sup> AGM along with Board's Report, Audited Financial Statement and Auditor's Report thereon for the F.Y. ended 31<sup>st</sup> March 2023, have been already circulated to all the shareholders on their email addresses.

He with the permission of the members, took the Notice of 31<sup>st</sup> AGM along with Board's Report, Audited Financial Statement for the F.Y. ended 31<sup>st</sup> March 2023, as read. He further told that the Auditor's Report on the financial statements and Secretarial Auditor Report for the F.Y. ended 31<sup>st</sup> March 2023, both do not contain any qualifications, observations, comments or other remarks, therefore the same are also taken as read.

He further briefed that in the Notice of 31<sup>st</sup> AGM, there are total 4 agenda(s), 2 being normal business and 2 being special business and consent of the shareholders are sought on these resolutions by e-voting. Therefore members who have not voted earlier through remote e-voting, are now requested to cast their vote during the meeting through e-voting facility provided on NSDL e-voting site.

After that Chairman delivered his speech covering all business aspect, briefed about financial, business performance of the Company for the year 2022-23 and future outlook of the Company's business plan and growth.

Thereafter chairman requested board members and auditors and KMP's to address the shareholders. After that Mr. Ashok Kumar Dangaich- non-executive director, Mr. Sanjay Sharma- independent director and Chairman Nomination and Remuneration Committee, Mrs. Madhu Kanodia- non-executive director and Chairperson Stakeholders Relationship Committee, Mr. Ashish Gupta- independent director, Mr. Sandeep Jain- Secretarial Auditor, Mr. Harish Panwar- Chief Financial Officer and Mr. Ramavtar Jangid- Company Secretary one by one addressed/ expressed their view to the shareholders and appreciated working the Company.

Thereafter Chairman handed over the session to Company secretary to conduct shareholders speaker session.

Company Secretary called the name of all the shareholders who registered themselves as speaker for this meeting. Total one shareholder who was present in the meeting shared their views and appreciated working of the company and management.

Thereafter Company Secretary handed over the session to Chairman.

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Chairman again informed to all the participating shareholders that the e-voting facility will remain open for the next 30 minutes to enable those shareholders who still have not cast their vote electronically. Shareholders hereby again requested to kindly exercise e-voting process on the resolution as set out in the Notice of this AGM.

There after being no other business to transact, Chairman concluded the meeting with lot of thanks to all the participants and handed over the session to Company Secretary.

Thereafter Company Secretary also extended sincere thanks to all the shareholders, panelists, host and team for their joining the meeting and for extending kind support and cooperation.

The meeting was concluded at around 1:30 p.m.

The following business were duly proposed in the AGM as mentioned in the Notice of 31<sup>st</sup> AGM:

#### ORDINARY BUSINESS:

- To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors ('the Board') and Auditors thereon.**
- To appoint a director in place of Mr. Ashok Kumar Dangaich (DIN: 09055421) who retires by rotation and being eligible offers himself for re-appointment.**

#### SPECIAL BUSINESS:

- To revise and increase the managerial remuneration payable to Mr. Jyoti Prakash Kanodia (DIN: 00207554), Managing Director of the Company :**

*To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:*

**“RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and 203, read with Schedule V, SEBI Regulations and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) upon the recommendation of the Nomination & Remuneration Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for revision of managerial remuneration of Mr. Jyoti Prakash Kanodia (DIN: 00207554), Managing Director of the Company, which is in excess of threshold limits as prescribed under Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (SEBI LODR Regulations), Section 197, 198 and Schedule V of the Companies Act, 2013 and the Rules made thereunder w.e.f. 1<sup>st</sup> October, 2023 for the remaining tenure on the terms as mentioned in the Explanatory Statement.

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CIN: L24119RJ1993PLC007148 | GSTIN: 08AAACU2216R1Z1

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#### 4. Alteration of the Object Clause of the Memorandum of Association of the Company.

*To consider and if thought fit, to pass with or without modification(s), the following resolutions as Special Resolution.*

**"RESOLVED THAT** pursuant to the provisions of section 4, 6 & 13 and other applicable provisions, if any of the Companies Act, 2013 read with Companies (Incorporation) Rules 2014, including any statutory modifications or re-enactment thereof, for the time being in force and subject to the necessary approval of the Registrar of Companies, Jaipur Rajasthan or any other statutory authority(ies), if any required in this behalf, the consent of the members be and are hereby accorded for effecting the following alterations in the existing clause(a) of the memorandum of association (the MOA) of the Company by addition of certain clauses in the following manner:-

Under the heading III, sub-heading **"(A) the objects to be pursued by the Company on its incorporation are:"** following shall be incorporated in continuation after point no. 5 as under:-

6. To carry on in India or elsewhere the business of prospecting, exploring, operating and working on mines, quarries and to win, set, crush, smelt, manufacture, process, excavate, dig, break, acquire, develop, exercise, turn to account, survey, produce, prepare, remove, undertake, barter, convert, finish, load, unload, handle, transport, buy, sell, import, export, supply, and to act as agent, broker, adatia, stockiest, distributor, consultant, contractor, manager, operator or otherwise to deal in all sorts of presents and future ores, minerals, deposits, goods, substances & materials, including sands, stones, and soils, chalk, clay, china clay, betonies, broils, calcite and coal, lignite, rock phosphate, feldspar, quartz, brimstone, brine, bauxite, limestone, precious and other stones, iron, aluminum, titanium, vanadium, mica, apalite, chrome, copper, gypsum, rutile, sulphate, calcium carbonate, tin, zinc, zircon, tungsten, silicon, brass, and other allied materials, by products, mixtures, blends, residues & substances, and all kinds of natural, synthetic and reclaimed rubber, their derivatives and substitutes, rubber latex, synthetic resins and plastics, raw rubber, allied rubber products and finish products and to do all incidental acts and things necessary for the attainment of the objects under these presents.

To search, survey, discover and find out and the acquire by concession, grant, purchase, barter, lease, license, degrees & tenders the allotment or otherwise of land or water area from government, semi-government, local authorities, private bodies, corporations and other persons, such rights, powers, and privileges whatsoever for obtaining mines, open cast mines, bucket mines, quarries, deposits, etc. for the accomplishment of the above objects.

7. To acquire, promote, establish, maintain, conduct and run testing laboratory, research laboratory, experimental workshops, scientific laboratory, fire testing laboratory and other organizations for examination, analysis, investigations, test, experiment & research on behalf of government, semi government, local



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authorities, private bodies and general public for all kinds of materials, including, chemicals, medical, metallurgical, electronic, building material, Textile material, electrical, agricultural, edibles, and other items of industrial, domestic or commercial use including testing facilities for food items, chemicals, edible oils, agricultural raw material and products, industrial raw material and products, water, effluent water, air, gases, sludge, textile auxiliaries and finished products, cement, alloys, packing material, soap and detergent, FRP, insulation material, fire retardant material, calibration facilities physical instruments etc. to industries to have control on the quality of the products.

8. To carry on business as manufacturers, producers, processors, growers, fermentators, distillers, refiners, makers, inventors, convertors, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, bottlers, packers, movers, preservers, stockiest, agents, merchants, distributors, consignors, jobbers, brokers or otherwise deal in all kinds of fertilizers, manures, pesticides, insecticides, fungicides, herbicides and all types of chemicals used in apiculture, horticulture, fumigation, poultry farming, , pisciculture, sericulture and animal husbandry."

Thanking You,

Yours faithfully,

For **Unique Organics Limited**

**RAMAVTAR**  
**JANGID**

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RAMAVTAR JANGID  
Date: 2023.09.29  
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**Ramavtar Jangid**

Company Secretary

M.N. A38688

Jaipur, 29<sup>th</sup> September, 2023

CIN: L24119RJ1993PLC007148 | GSTIN: 08AAACU2216R1Z1

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