

**Results of Voting of 22nd Annual General Meeting
(As per Clause 35A of Listing Agreement)**

Date of the Annual General Meeting	16.07.2014		
Total number of shareholders on record date	4268		
No. of shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group	Public	
	In person	In person	Proxy
	3	13	0
No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group	Public	
	N.A.	N.A.	

Agenda-wise

The mode of voting for all the resolutions was:

1. E-Voting conducted on 11.07.2014 (from 9:00 A.M. to 6:00 P.M.) for one day.
2. Poll conducted at Annual General Meeting on 16.07.2014.

Given below is the resolution wise consolidated result of e-voting and Poll:

Resolution 1: Adoption of Annual Accounts and Reports thereon for the year ended 31st March, 2014 (Ordinary Resolution)

Promoter/ Public	No. of Shares held#	No. of Votes Polled	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes -against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	2006394	2006394	100.00	2006394	0	100.00	0.00
Public Institutional Shareholders	NIL	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	3946606	170155	4.31	170155	0	100	0.00
Total	5953000	2176549	36.56	2176549	0	100	0.00

Resolution 2: Declaration of 20% Dividend (Rs. 2/- per Share) on Equity Shares (Ordinary Resolution)



For Unique Organics Limited

 Aayushi Singh
 (Company Secretary)



Promoter/ Public	No. of Shares held# (1)	No. of Votes Polled (2)	% of Votes Polled on outstandin g 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	2006394	2006394	100.00	2006394	0	100.00	0.00
Public Institutional Shareholders	NIL	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	3946606	170255	4.31	170255	0	100	0.00
Total	5953000	2176649	36.56	2176649	0	100	0.00

Resolution 3: Re-appointment of Mrs. Madhu Kanodia as Director of the Company (retire by rotation) (Ordinary Resolution)

Promoter/ Public	No. of Shares held# (1)	No. of Votes Polled (2)	% of Votes Polled on outstandin g 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	2006394	2006394	100.00	2006394	0	100.00	0.00
Public Institutional Shareholders	NIL	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	3946606	170255	4.31	170255	0	100	0.00
Total	5953000	2176649	36.56	2176649	0	100	0.00

Resolution 4: Re-appoint M/s A.K. Meharia & Associates, Chartered Accountant, Kolkata, as Statutory Auditors of the Company. (Ordinary Resolution)

Promoter/ Public	No. of Shares held# (1)	No. of Votes Polled (2)	% of Votes Polled on outstandin g 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	2006394	2006394	100.00	2006394	0	100.00	0.00
Public Institutional	NIL	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.



For Unique Organics Limited

Aayushi Singh
Aayushi Singh
(Company Secretary)



Shareholders							
Public-Others	3946606	170255	4.31	170255	0	100	0.00
Total	5953000	2176649	36.56	2176649	0	100	0.00

Resolution 5: Appointment of Shri Sanjay Sharma as Independent Director of the Company for 5 consecutive years. (Ordinary Resolution)

Promoter/ Public	No. of Shares held#	No. of Votes Polled	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes -against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	2006394	2006394	100.00	2006394	0	100.00	0.00
Public Institutional Shareholders	NIL	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	3946606	170255	4.31	170255	0	100	0.00
Total	5953000	2176649	36.56	2176649	0	100	0.00

Resolution 6: Approval of increased remuneration payable to Managing Director Shri J.P. Kanodia as per resolution. (Special Resolution)

Promoter/ Public	No. of Shares held#	No. of Votes Polled	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes -against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	2006394	2006394	100.00	2006394	0	100.00	0.00
Public Institutional Shareholders	NIL	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	3946606	170255	4.31	168475	1780	98.95	1.05
Total	5953000	2176649	36.56	2174869	1780	98.95	1.05

Voting rights are in proportion to Shares held as on 06.06.2014.

As per the consolidated results of e-voting and poll on item no. 1 to 6 of the Notice of the 22nd Annual General Meeting, all the resolutions are passed with requisite majority.



For Unique Organics Limited

Aayushi Singh
(Company Secretary)



Ram

GOURISARIA GOYAL & CO.

Chartered Accountants

202, IInd Floor, Shri Radhey Govind Chambers, Opp. Amber Tower,
Near Hotel Mangal, Bichun Bagh, Sansar Chandra Road, Jaipur - 302 001 (Raj.)
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Report of Scrutinizer (E-Voting & Poll)

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and rule 20(xi) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
CHAIRMAN of
22nd Annual General Meeting of
Members of Unique Organics Limited
E-521, Sitapura Ind. Area, Near Sanganer,
Tonk Road, Jaipur-302022 (Raj.)

22nd Annual General Meeting of the Equity Shareholders of **Unique Organics Limited** Held on 16th July, 2014 at E-521, Sitapura Industrial Area, Near Sanganer, Tonk Road, Jaipur-302022 (Raj.)

Dear Sir,

I **Sandeep Kumar Gourisaria**, Practicing Chartered Accountant, Partner of M/s Gourisaria Goyal & Co., address: 202, IInd floor, Shri Radhey Govind Chambers, Opp. Amber Tower, Near Hotel Mangal, Bichun Bagh, Sansar Chandra Road, Jaipur-302001 (Raj.) have been appointed as Scrutinizer for the purpose of scrutinizing the poll taken and e-voting process in fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and rule 20(xi) & 21(2) of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the **22nd Annual General meeting** of the Equity Shareholders of **Unique Organics Limited**, held on 16th July, 2014 at 11:30 A.M. at E-521, Sitapura Industrial Area, Near Sanganer, Tonk Road, Jaipur-302022 (Raj.).


I submit My Consolidated report as under:

1. The E-Voting period remained open on and from 11.07.2014 (9:00 A.M.) to 11.07.2014 (6:00 P.M.) for One day.
2. After the time fixed for closing of the poll by the Chairman, 1 ballot box kept for polling were locked in my presence with due identification marks placed by me.



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3. The Shareholders holding Shares as on "cut off" date i.e. 06.06.2014 were entitled to vote on the proposed resolutions as set out in the Notice of the 22nd Annual General Meeting of Unique Organics Limited.
4. The votes by e-voting were downloaded on 14.07.2014 in presence of two witness, **Mr. Ravi Gupta**, address: 202, IInd floor, Shri Radhey Govind Chambers, Opp. Amber Tower, Near Hotel Mangal, Bichun Bagh, Sansar Chandra Road, Jaipur-302001 (Raj.) and **Mr. Sandeep Agrawal**, address: 202, IInd floor, Shri Radhey Govind Chambers, Opp. Amber Tower, Near Hotel Mangal, Bichun Bagh, Sansar Chandra Road, Jaipur-302001 (Raj.) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Sing: 
Mr. Ravi Gupta

Sign: 
Mr. Sandeep Agrawal

5. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company.
6. I didn't find any poll papers invalid.
7. **The result of the E-Voting & Poll are as under:**
 - a) **Resolution: Item No. 1; To receive, consider and adopt the Audited Financial Statements and Reports thereon for the year ended 31st March, 2014.**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	645694	100

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
5	1530855	100



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ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

iii. **Invalid** Votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members whose votes were declared invalid in e-voting system	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Thus, the Resolution stand passed with the requisite majority.

b) **Resolution: Item No. 2; To declare 20% Dividend on Equity Shares**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	645694	100

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
6	1530955	100



M/S GOURISARIA GOYAL & CO.

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

iii. **Invalid Votes:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members whose votes were declared invalid in e-voting system	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Thus, the Resolution stand passed with the requisite majority.

c) **Resolution: Item No. 3; To re-appoint of Mrs. Madhu Kanodia as Director of the Company.**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	645694	100

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
6	1530955	100

M/S GOURISARIA GOYAL & CO.

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

iii. **Invalid Votes:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members whose votes were declared invalid in e-voting system	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Thus, the Resolution stand passed with the requisite majority.

d) **Resolution: Item No. 4; To re-appoint M/s A.K. Meharia & Associates, Chartered Accountant, Kolkata, as Statutory Auditors of the Company.**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	645694	100

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
6	1530955	100

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ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

iii. **Invalid Votes:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members whose votes were declared invalid in e-voting system	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Thus, the Resolution stand passed with the requisite majority.

e) **Resolution: Item No. 5; Appointment of Shri Sanjay Sharma as Independent Director of the Company.**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	645694	100

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
6	1530955	100



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ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

iii. **Invalid Votes:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members whose votes were declared invalid in e-voting system	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Thus, the Resolution stand passed with the requisite majority.

f) **Resolution: Item No. 6; Approval of increased remuneration payable to Managing Director Shri J.P. Kanodia as per resolution.**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	644194	99.77

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
5	1530675	99.98

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ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	1500	.23

Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
1	280	.02

iii. **Invalid** Votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Number of members whose votes were declared invalid in e-voting system	Number of votes cast by them	% of total number of valid votes cast
0	N.A.	N.A.

Thus, the Resolution stand passed with the requisite majority.

8. The poll papers and all other relevant records were sealed along with Register, all other papers and relevant records relating to e-voting and poll remained in our safe custody until the Chairman considers, approves, and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Place: **Jaipur**
Dated: **17.07.2014**

Yours faithfully



CA. Sandeep Kumar Gourisaria
(Scrutinizer)
M. No. 404572