



Uniphos Enterprises Limited

CIN : L24219GJ1969PLC001588

Regd. Office: 11, G.I.D.C., Vapi, Dist. Valsad, Gujarat - 396 195

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INFORMATION REGARDING 52ND ANNUAL GENERAL MEETING

1. **NOTICE** is hereby given that the 52nd Annual General Meeting ("AGM") of the Company will be held through Video Conferencing ("VC")/Other Audio-visual Means ("OAVM") on **Friday, 13th August, 2021 at 2.00 p.m. (IST)**, in compliance with all the applicable provisions of the Companies Act, 2013 and Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and vide General Circulars No. 02/2021 dated January 13, 2021 read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and vide Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ("SEBI") (collectively referred to as "applicable circulars"), to transact the business set out in the Notice convening the AGM. Members will be able to attend and vote at the AGM through VC/OAVM. Alternatively, Members can view the live webcast of AGM by visiting the link <https://www.evoting.nsdl.com> Members participating through the VC/OAVM facility only shall be deemed to be present at the AGM and their presence shall be reckoned for the purpose of quorum. The venue of the 52nd AGM shall be deemed to be the Registered Office of the Company at 11, G.I.D.C., Vapi, Dist. Valsad, Gujarat - 396 195.
2. In compliance with the applicable circulars, the Notice convening the AGM and the financial statements for the financial year 2020-21, along with Board's Report, Auditors' Report and other documents required to be attached thereto, will be sent to all the Members of the Company whose email addresses are registered with the Company / Link Intime India Private Limited, Registrar and Transfer Agent (RTA) / Depository Participant(s). The aforesaid documents will also be available on the Company's website at www.uelonline.com and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at <https://www.evoting.nsdl.com>.
3. **Manner of registering /updating email addresses by Members:**
 - a) Members holding shares in physical mode, who have not registered/updated their email addresses with the Company, are requested to register/update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at uel.investors@upl-ltd.com or to Link Intime India Private Limited at mit.helpdesk@linkintime.co.in.
 - b) Members holding shares in dematerialized mode, who have not registered/updated their email addresses with their Depository Participants, are requested to register/update their email addresses with the Depository Participants with whom they maintain their demat account.
4. **Manner of casting vote(s) through e-voting:**
 - a) Members will have an opportunity to cast their vote(s) on the businesses as set out in the Notice of the AGM through electronic voting system ("e-voting").
 - b) The Manner of voting through remote e-voting by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses has been provided in the notes to the Notice of the AGM.
 - c) The facility for voting through e-voting will also be made available during the AGM and Members attending the AGM through VC/OAVM who have not cast their vote(s) by remote e-voting will be able to vote at the AGM.
 - d) The login credentials for casting their votes through e-voting shall be made available to the members through email. Members who do not receive email or whose email addresses are not registered with the Company/RTA/Depository Participant(s), may generate login credentials by following instructions given in the 'Notes' forming part of Notice of AGM.
 - e) The login credentials as aforesaid may also be used for attending the AGM through VC/OAVM.
5. **Dividend:**
 - a) The Board of Directors of the Company at its meeting held on 26th May, 2021 have recommended dividend of 170% i.e., ₹3.40 per equity share of ₹2/- each for the financial year ended 31st March, 2021, which will be subject to approval at the forthcoming 52nd Annual General Meeting.
 - b) **The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, July 31, 2021 to Friday, August 13, 2021, both days inclusive** for the purpose of determining entitlement of members to receive dividend, if approved as the AGM, for the financial year ended 31st March, 2021.
 - c) The aforesaid dividend will be paid, subject to deduction of tax at source at applicable rates, to all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on **Friday, July 30, 2021**, and to all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available for the purpose by the National Securities Depository Limited and the Central Depository Services (India) Limited as of the close of business hours on **Friday, July 30, 2021**.
 - d) As per applicable circulars, payment of dividend will be made through electronic mode to those members who have updated their bank details. However, the payment of dividend will be made through Dividend Warrant / Demand Draft and the same will be dispatched to the registered address of those members who have not updated their bank details, after normalization of the postal and other dispatch services.
For more details, please refer to the notes forming part of the notice of 52nd Annual General Meeting.
6. **Procedure of Registering mandate for receiving dividend:**
 - **Members holding shares in demat mode:**
Members are requested to register / update their complete bank details with their Depository Participant(s) with whom they maintain their demat account(s), by submitting forms and documents as may be required by their Depository Participant(s).
 - **Members holding shares in physical mode:**
Members are requested to register / update their complete bank details with Link Intime by submitting a signed request letter containing Name, Folio No., bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., along with self-attested copy of Permanent Account Number (PAN) and copy of cancelled cheque.
7. **Members are requested to read and understand all the 'Notes' forming part of the Notice convening the AGM, particularly those dealing with manner of casting vote through remote e-voting or e-voting during the AGM.**

For Uniphos Enterprises Limited
Sd/-

K. M. Thacker

Company Secretary & Compliance officer

Mumbai
15th July, 2021