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Sayajiguj, Vadodara 390 005
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Phone : +91 265 2363496 / 2363497
Email : utlindustries@gmail.com
Website : utlindustries.com
CIN : L27100GJ1989PLC012843



UTL Industries Limited

Creating Resources.. Generating Leads

(Formally known as Uni-Tubes Limited)

January 27, 2020

To,
The General Manager,
Corporate Relation Department,
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street
Mumbai- 400001

Sub.:- Minutes of Postal Ballot

Scrip Code: 500426

Dear Sir/Madam,

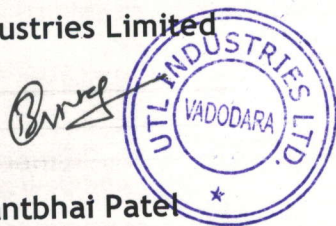
Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are enclosed herewith Minutes of passing of resolution through postal ballot.

You are requested to kindly take the same on your record.

Thanking you,

Yours faithfully,

For UTL Industries Limited



Director
Bhavik Vasantbhai Patel
DIN NO: 07521766

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MINUTES OF SPECIAL RESOLUTION PASSED ON 20TH DAY OF JANUARY 2020 THROUGH POSTAL BALLOT BY M/S. UTL INDUSTRIES LIMITED, RESULTS OF WHICH WERE DECLARED ON JANUARY 21, 2020 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 607, WORLD TRADE CENTRE, SAYAJIGUNJ, VADODARA-390005, GUJARAT.

On the basis of report of Scrutinizer the resolution as mentioned in the Postal Ballot notice dated 13th December, 2019, have been passed as special resolution as per the following details:

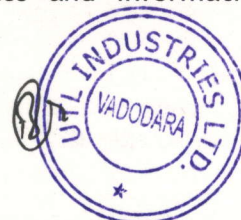
The Company had at the Board Meeting held on 13th December, 2019, approved the proposal to obtain consent of the Members, pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 in respect of the following matters:

Texts of Special Resolution approved by the members through Postal Ballot are as under:

Item No. 1: ADDITION OF NEW OBJECTS IN THE OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder, including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force and subject to the approval of the Registrar of Companies, Gujarat State, Ahmedabad (“ROC”) and/or of any other statutory or regulatory authority, as may be necessary, Clause III (A) (Main Object Clause) of the Memorandum of Association of the Company, be and is hereby altered by inserting the following new sub-clauses numbered as A(5) and A(6) after the existing sub-clauses A(4) of the Memorandum of Association of the Company:

- A(5) To carry on the business of providing outsourcing services for all processes, sub Processes, transactions, activities and all other work performed by business in various industries within India and across the world. This includes those process or sub processes that are enabled by information technology, dealing in SMS, Data, Voice, Video, etc business, BPO, KPO, technical support, back-office work, analysis, cloud services, data entry. It also includes data, voice or video collection and processing, call centre services including in bound and out bound calling services of all kinds, technical support, managed data centre, managed technical centre, training centre, web support back office, business or financial analysis, scientific analysis, research work and analysis, storage, disaster recovery, accounting, pay roll, inventory management, customer relationship management, enterprises resources planning and to develop software and mobile or desktop based applications, provide consultancy, software/application solution and services that are normally offered by the outsourcing business and information technology



services providers, the software development houses and application services providers and to do related activities.

- A(6) To carry on the business of generating, accumulating, distributing and supplying Solar Energy for its own use or for sale to Governments, State Electricity Boards, Intermediaries in Power Transmission or Distribution, Companies, Industrial Units, or to other types of users or consumers of Energy and to acquire concessions or licenses granted by or to enter into contracts with, the Government of India, any State Government, Municipal, Local Authority or other Statutory bodies, Companies or any other person for the development, erection, installation, establishment, construction, operation and maintenance of Solar Power Plants, and in this regard to promote, develop, own, acquire, set up, erect, build, install, commission, construct, establish, maintain, improve, manage, operate alter, control, take on hire or lease, carry out and run all necessary Plants, equipments, sub-stations, workshops, generators, transmission facilities, machinery, electrical equipment, accumulators, repair shops, wires, cables, lamps, fittings and apparatus in the capacity of principals, contractors, developers or otherwise and to deal, buy, sell and hire / lease all apparatus and things required for or used in connection with generation, distribution, supply, accumulation of Solar Energy, setting up of Solar Plants of various sizes, envisaging, identifying and acquiring and selling suitable land, developing the site for Solar Parks; design, engineer, supply, erect, commission and, or operate and maintain the plants, accessories, components, spare parts thereof and provide renewable energy solutions; Sell or otherwise dispose of part or whole of the Solar Plants, both in India and abroad.

The Postal Ballot notice was sent to Members of the Company, whose names appeared on the Register of Members/List of beneficiaries as on 13th December, 2019. For those Members whose email addresses were not registered, dispatch of notice of postal ballot along with the Postal ballot forms and business reply envelopes (Postage prepaid) was completed on 17th December, 2019. For those Members whose email addresses was available in the electronic registry, the postal ballot was sent by email on 17th December, 2019.

As required under Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company had also made arrangement for voting by electronic means and availed the services of National Securities Depository Limited to provide the facility to the Members for voting by electronic means.

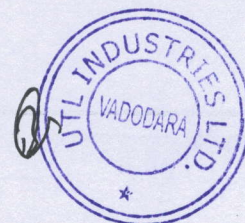
The Members were requested to return the physical postal ballot forms duly completed along with assent (for) or Dissent (against), so as to reach the scrutinizer before 5.00 PM IST on Monday, 20th January, 2020. In case of electronic voting, Members were requested to cast their votes electronically upto 5.00 p.m. on Monday, 20th January, 2020.

The Scrutinizer carried out the scrutiny of postal ballot forms received physically and the votes polled electronically up to Monday, 20th January, 2020 and the Scrutinizer submitted his report dated 21st January, 2020 to the Chairman.

Results:

The results of the Postal Ballot and e-voting are as under:

Item No. 1: ADDITION OF NEW OBJECTS IN THE OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:



1: Approval for addition of new objects in the objects clause of the memorandum of association of the company - Special Resolution:

Mode of Voting : Postal Ballot / E-Voting					
Particulars		Postal Ballot Forms	E-Voting	Number of Shares	% of Total paid up-Equity Capital
a)	Total Postal Ballot Forms received	06	15	Physical : 31,95,775	9.69
				E-Voting: 1,35,50,405	41.12
				Total :1,67,46,180	50.81
b)	Less : Invalid Postal Ballot Forms (as per Register)	0	0	0	0
c)	Net Valid Postal Ballot Forms and E-Voting	06	15	Physical : 31,95,775	9.69
				E-Voting: 1,35,50,405	41.12
				Total :1,67,46,180	50.81
*d)	Postal Ballot and e-voting for Assent for the Resolution	06	15	Physical : 31,95,775	19.08
				E-Voting: 1,35,50,405	80.92
				Total :1,67,46,180	100.00
*e)	Postal Ballot and e-voting for Dissent for the Resolution	0	0	Physical : 0.00	0.00
				E-Voting: 0.00	0.00
				Total :0.00	0.00


**% at row d) and row e) has been calculated against total votes polled and not against total paid up equity capital, to ascertain whether the resolution is passed or not.*

Summary of consolidated report on Postal Ballot and E-Voting:

Particulars	Number of Equity Shares	% of total number of Votes Cast
Total Valid Votes Cast	1,67,46,180	100%
Assented to Resolution	1,67,46,180	100%
Dissented to Resolution	0.00	0.00

The above results were announced by the undersigned on Tuesday, 21st January, 2020.

Place: Vadodara
Date: 27.01.2020


Bhavik Vasantbhai Patel*
Director
DIN NO: 07521766

