

Ref: UOL/19-20/SEC/027 .

Date: 26.08.2019

To,
The Secretary,
Bombay Stock Exchange,
25th Floor, P.J. Towers, Dalal Street,
Mumbai-400001

Subject: Outcome of the Board Meeting, fixes date of ensuing AGM.

Dear Sir/ Madam,

The Board of Directors in their meeting held today on Monday 26th August, 2019, have approved the following:-

1. Board decided the day, date, time and venue of ensuing 27th Annual General Meeting of the Company to be held on Friday, 27th September 2019 at 11:30 a.m. at its registered office at E-51, Sitapura Industrial Area, Jaipur-302022 (Raj.).
2. Board approved the Notice of ensuing 27th Annual General Meeting.
3. Board approved the Board of Director's Report (Board's Report) with Corporate Governance report for the year 2018-19.
4. Board has appointed Mr. Ravi Gupta, Chartered Accountant, Jaipur, as Scrutinizer for e-voting at ensuing Annual General Meeting.
5. Board fixed the date of Book Closure from 21.09.2019 to 27.09.2019 (inclusive both days) for the purpose of close of date to attend and e-vote/vote at AGM.
6. Other matters as per the agenda.

Meeting was started at 4:30 p.m. and concluded at 6:30 p.m.

This is for your kind information & record.

Thanking You

For **Unique Organics Limited**


26/08/19
Ramavtar Jangid (Secretary)
Company Secretary



NOTICE OF THE 27th ANNUAL GENERAL MEETING - 2019

Notice is hereby given that Twenty Seventh Annual General Meeting of the members of Unique Organics Limited [CIN: L24119RJ1993PLC007148] will be held on Friday 27th September, 2019 at 11:30 a.m at the registered office of the company, at E-521, Sitapura Industrial Area, Tonk Road, Jaipur-302022, Rajasthan (*Location Map enclosed at the end*) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors ('the Board') and auditors thereon.
2. To appoint a director in place of Mrs. Vinita Mishra (DIN: 00207464) who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

Item No. 3

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

APPOINTMENT OF MRS. NISHA SHARMA AS A INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF FIVE YEARS.

"RESOLVED THAT pursuant to the provisions of section 149 and any other applicable provisions of the companies Act 2013 and the companies (Appointment and Qualification of Directors) Rules, 2014 read with schedule IV to the companies Act 2013, consent of the members of the Company be and is hereby accorded for appointment of Mrs. Nisha sharma (DIN: 08545464) Independent Director of the company for a term of five years"

For Unique Organics Limited

Ranjana Jangid
Ranjana Jangid
Company Secretary

20/08/19

Item No. 4

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

RE-APPOINTMENT OF MR. SANJAY SHARMA , INDEPENDENT DIRECTOR OF THE COMPANY FOR A ANOTHER TERM OF FIVE YEARS.

"RESOLVED THAT pursuant to the provisions of section 149 and any other applicable provisions of the companies Act 2013 and the companies (Appointment and Qualification of Directors) Rules,2014 read with schedule IV to the companies Act 2013, , consent of the members of the Company be and is hereby accorded for re-appointment of Mr. Sanjay sharma (DIN: 06860402) Independent Director of the company for a another term of five years"

Item No. 5

Adoption of new set of Articles of Association 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 Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014, including any statutory modification or re-enactment thereof, for the time being in force, the consent of the members be and is hereby accorded for adoption of new set of Articles of Association in substitution for and to the entire exclusion of the existing Articles of Association of the Company."

"RESOLVED FURTHER THAT the any of Director of the Company and company secretary of the company be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other authority arising from or incidental to the said amendment without requiring the Board to secure any further consent or approval of the members of the Company"

For Unique Company Limited

Ramprasad

26/06/19
Registrar (angid)
Page 6 of 72 (retary)

Item No. 6

Alteration of the Object Clause & Liability 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 & 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 central government or any other statutory authority(ies) , if any required in this behalf, the consent of the members be and is hereby accorded for effecting the following alterations in the existing clause(a) of the memorandum of association (the MOA) of the company by substitution /deletion of certain clauses in the following manner:-.

- I. Sub-heading III(A) "THE MAIN OBJECT TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE" be substituted by the new sub-heading "THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE " with existing objects appearing under sub clauses 1 and 2 and addition of new sub-clauses 3, 4, and 5 under sub-heading III(A) of memorandum of Association is as under:-
 3. To manufacture and deal in all kinds of livestock, poultry and fish feeds, feed concentrates, feed additives, mineral mixture, vitamins, De-oiled cakes, feed supplement, organic feeds , minerals, spices and other organics products, veterinary medicines , biological and products of the like for the use in livestock development.
 4. To manufacture, process, prepare, preserve, refine, bottle, buy, sell and deal whether as wholesaler or retailers or as exporters or importers or as Principals or agents or as keepers or dealers in all kinds of milk products, including Cheese, Butter, Ghee, Ice creams, Baby foods, Instant foods and any by-products or co-products thereof and to carry on the business and setting up of Dairy Farms, Milk Processing Plants, Food Processing Plants, Cold Storage Plants, Research laboratories, Packing units, Bottling Plants and to manufacture and deal in all kinds and varieties of foods for human or animal consumption.

For Unique Organics Limited

Ramya Jaggi
(Company Secretary)

5. To carry on the business of Manufacturers, Millers, Grinders, Rollers, Processors, Tankers, Packers and Preserves, and dealers of all foods from agriculture products, Dairy products, Horticulture and Poultry products, Fruits, Vegetables, Flowers, Meats, Processed meat scanned and tinned and processed foods, fast foods, processed fish and sea foods, frozen foods, Potential foods, health and instant foods of all kinds, including baby and dietic foods, cereals, beverages, restoratives and aerated mineral waters and food stuffs and consumable provisions and to extract by-products, derivatives food preparations of every kind and description.
- II. Sub-heading III(B) "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENTS OF THE MAIN OBJECTS ARE" be substituted by the new sub-heading " MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) " with existing objects appearing under sub-clauses 1 to 46 thereof.
- III. Under sub-clause 4, 14, 21, 22, 39 and 40 of the new sub- heading "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A)" the words "the companies Act 1956" be substituted with the words "the companies Act 2013" ("Act")
- IV. The existing Clause III (C) comprising sub-clauses 1 to 35 be and is hereby deleted permanently.
- V. Clause IV of the memorandum of Association be and is hereby altered and substituted with the following new clause IV:

IV. The liability of members is Limited and this liability is limited to the amount unpaid , if any, on shares held by them.

"RESOLVED FURTHER THAT the Board of Directors of the company and company secretary of the company be and is hereby authorized on behalf of the company to do all such acts, deeds, matters, and things, as it may in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other authority arising from or incidental to the said amendment without requiring the Board to secure any further consent or approval of the members of the Company."

For Unique Organics Limited

Ranjana Jangid
26/08/19
(Company Secretary)

Regd. Office:

E-521, Sitapura Industrial Area,
Sitapura, Tonk Road, Jaipur-302022 (Raj.)

Date: 26.08.2019

By Order of the Board
For Unique Organics Limited

For Unique Organics Limited

Ramavtar Jangid
26/08/19
Ramavtar Jangid
Company Secretary

Ramavtar Jangid

Company Secretary

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself. The proxy need not be a member of the company. The proxy should be lodged with the company's registered office not less than 48 hours before the scheduled time of meeting.
2. The Register of members and share transfer books of the company will remain closed from 21.09.2019 to 27.09.2019 (inclusive both days).
3. Statement as required under Section 102 of the Companies Act, 2013 in respect of special business is annexed hereto.
4. The members are requested to notify promptly change of their registered addresses, if any, and register their e-mail address and changes therein, if any at the registered office of the company or directly to the Share Transfer Agent M/s ABS Consultant Pvt. Ltd., Kolkata.
5. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares for ease of portfolio management. Members can contact the Company or RTA- ABS Consultant Private Limited for assistance in this regard
6. Members whose shareholding is in electronic mode are requested to direct change of address notifications and updates of bank account details to their respective depository participant(s). We urge the members to utilize the Electronic Clearing System (ECS) for receiving dividends
7. To support the 'Green Initiative' the Members who have not registered their e-mail addresses are requested to register the same with RTA/Depositories.
8. Shareholders are requested to bring their copies of Annual Report to the meeting.
9. Members are requested to fill in the attendance slip for attending the meeting and those who hold the shares in dematerialized form to bring their client ID and depository participant ID number for identification for attendance at the meeting.
10. Corporate members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting along with proper ID's.

For *Ranvir Jangid* Limited
26/08/19
Ranvir Jangid
(Company Secretary)

11. Members are requested to send their queries, if any, at least 10 days in advance of the meeting so that the information can be made available at the meeting.
12. Brief resume including experience, other directorship and committee membership of the persons proposed for re-appointment as Director, is given in Statement pursuant to Section 102(1) of the Companies Act, 2013 in this Report.
13. Route-map of the AGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed at the end of the report.
14. All documents referred to in the accompanying Notice with Explanatory Statement and Statutory Register, Financial Statements as per the provisions of the Companies Act, will be available for inspection by the members at the registered office of the Company during 10:00 AM to 12:00 Noon on all working days up to the date of Annual General Meeting.
15. Brief Resume of Directors seeking appointment and Re-appointment at the 27th Annual General Meeting.
[Pursuant to Regulation 36(3) of the SEBI(Listing Obligation and Disclosure Requirements)Regulations 2015]

Name of Director	Sanjay Sharma	Nisha Sharma
DIN	06860402	08545464
Date of Birth	21/04/1967	11/09/1976
Qualification	Graduation	Post- graduation (M.A, M-COM, L.L.B.)
Expertise in specific professional areas	More than 20 years Experience in import - export business	Expertise in the field of Education, Research, Business policy developments, Legal areas.
List of Companies in which directorship held	NIL	NIL
Chairman/member of board or committee of any other company	NIL	NIL
No. of shares held in the company as on 31 st march 2019	NIL	NIL
Relationship between Directors inter se	No relation exists	No relation exists
Date of first appointment in the board.	07/05/2014	27/09/2019
Date of Re-appointment	27/09/2019	-

Fox Unique Organics Limited

26/09/19
 Ranjiv Singh
 (Company Secretary)

16. Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be considered at the 27th Annual General Meeting 2019 by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The process and manner for remote e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log in to NSDL's e-voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL's e voting system.

Step 1

How to log in to the NSDL e-voting website

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the homepage of the e-voting system is launched, click on the icon, 'Login', available under 'Shareholders'.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services, i.e. IDEAS, you can log in at <https://eservices.nsdl.com/> with your existing IDEAS log-in details. Once you log in to NSDL e-services using your log-in credentials, click on 'e-Voting' and proceed to Step 2, i.e., cast your vote electronically.

For Unique Organisations Limited

Ranjana Jangid
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4. Your User ID details are given below :

Manner of holding shares, i.e., Demat (NSDL or CDSL) or Physical	User ID
a) For members who hold shares in demat accounts with NSDL.	8-character DP ID followed by 8-digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****.
b) For members who hold shares in demat account with CDSL.	16-digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For members holding shares in physical form.	EVEN, followed by Folio Number registered with the company For example, if your EVEN is 101456, and Folio Number is 001***, then your User ID is 101456001***

5. Your password details are given below :

- a) If you are already registered for e-voting, then you can use your existing password to log in and cast your vote.
 - b) If you are using the NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password', and change your password, as prompted by the system.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you by NSDL from your mailbox. Open the email and open the attachment (it will be a .pdf file). Open the file. The password to open the file is your 8-digit client ID for your NSDL account, or the last 8 digits of your CDSL client ID, or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you have not received the 'initial password', or are unable to retrieve it, or have forgotten your password :
- a) Click on the 'Forgot User Details / Password?' (for those holding shares in demat accounts with NSDL or CDSL) option available on www.evoting.nsdl.com.

- b) A 'Physical User Reset Password?' (for those holding shares in physical mode) option is also available on www.evoting.nsdl.com.
 - c) If you are unable to get your password following the aforesaid options, you can send a request to evoting@nsdl.co.in mentioning your demat account number / folio number, your PAN, your name, and your registered address.
7. After entering your password, agree to the terms and conditions by checking the box.
 8. Next, click on the 'Login' button.
 9. After you click on the 'Login' button, the homepage of e-voting will open.

Step 2

How to cast your vote electronically on the NSDL e-voting system

1. After successfully logging in following Step 1, you will be able to see the e-voting homepage. Click on 'e-Voting'. Then, click on 'Active Voting Cycles'.
2. Upon clicking on 'Active Voting Cycles', you will be able to see the 'EVEN' of all the companies in which you hold shares and whose voting cycles are in 'active' status.
3. Select the 'EVEN' of the company for which you wish to cast your vote.
4. Now you are on the voting page and ready for e-voting.
5. Cast your vote by selecting appropriate options, i.e., assent or dissent, verify / modify the number of shares for which you wish to cast your vote, and click on 'Submit'. Also click on 'Confirm' when prompted.
6. Upon confirmation, the message, 'Vote cast successfully', will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page . Please remember that you are not allowed to modify your vote once you confirm your vote on a resolution.

General guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF / JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to caravigupta813@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended that you do not to share your password with any other person and take utmost care to keep your password confidential. Log in to the e-voting website will be disabled upon

For *Rangid* Limited

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five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details / Password?' or the 'Physical User Reset Password?' option available on www.evoting.nsdl.com, to reset the password.

3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for shareholders and the e-voting user manual for shareholders available in the download section of www.evoting.nsdl.com, or call on the toll-free no.: 1800-222-990, or contact Pallavi Mhatre, Assistant Manager, National Securities Depository Ltd., Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, at the designated email address: pallavid@nsdl.co.in/evoting@nsdl.co.in or at telephone no. +91 22 2499 4545 who will also address grievances connected with voting by electronic means.
 4. The remote e-voting period commences on 24.09.2019 (9:00 am) and ends on 26.09.2019 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, at the close of the business hours on 26.09.2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 5. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice convening the AGM and up to the cut-off date i.e. 21.09.2019, may obtain his login ID and password by sending a request at evoting@nsdl.co.in.
 6. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the relevant date i.e. 21.09.2019.
- V. Mr. Ravi Gupta, Chartered Accountant and Partner of M/s. Gourisaria Goyal & Co., Chartered Accountants, Jaipur, has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- VI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper/ Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- VII. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated

For Unique Organics Limited
Ramajit Jangid
Ramajit Jangid
(Company Secretary)
26/09/19

scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- VIII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.uniqueorganics.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

By Order of the Board
For Unique Organics Limited

Regd. Office:

E-521, Sitapura Industrial Area,
Jaipur-302022 (Rajasthan)

Dated: 26.08.2019

For Unique Organics Limited

Ramavtar Jangid

Ramavtar Jangid
(Company Secretary)
26/08/19 Sd/

Ramavtar Jangid
Company Secretary

Explanatory Statement
The Statement of Material Facts pursuant to Section 102 of the Companies Act, 2013

In respect of Item No - 3.

Pursuant to the provisions of section 149 of companies Act 2013 and rules made thereunder and schedule IV of the companies Act 2013, and SEBI(Listing Obligation and Disclosures Requirements) Regulation 2013 company needs to appoint independent . Company wants to appoint Mrs. Nisha Sharma as a independent director in the Board of the company so that company company gets the benefits of her experience and protect the interest of investors and all other stackholders.

In respect of Item No - 4.

Pursuant to the provisions of section 149(10) of the companies act 2013 and rules made thereunder Mr. Sanjay Sharma ,Independent director of the company is completed his first term of five years and now company wants to re-appoint him for a another term of five years to fulfill the the statutory requirements in respect of independent director in the board of the company .

As per the provisions of the companies act 2013, re-appointment of independent director for second term required consent of members via special resolution in their meeting. The company decide to pass such resolution in its 27th Annual General Meeting.

In respect of Item No - 5

in order to bring the Articles of Association in conformity with the Companies Act, 2013 and other relevant insertions/amendments/ deletions, it is prudent to adopt a new Articles of Association since number of alterations required in existing Articles of Association are voluminous. Hence, it is considered desirable to adopt new set of Articles of Association in substitution of and to the exclusion of existing AOA.

Salient changes in the new draft AOA of the Company inter-alia include the following:

For Unique Organics Limited
Ranjit Jangid
Ranjit Jangid
(Company Secretary)
26/08/19

- Incorporation of references of new provisions/sections of the Act.
- Incorporation of provisions relating to allotment of shares otherwise than for cash, Buy Back of shares, Dematerialization of Securities, Independent Directors, Postal Ballot, Voting through electronic means etc.
- Amendment in the articles related to transfer/ transmission/ forfeiture of securities as per the provisions the Act.
- The Company may appoint fifteen (15) directors on its Board and any increase beyond this limit will require approval of shareholders in line with the Act.
- The Act has defined the term Key Managerial Personnel, the same is proposed to be incorporated.
- Incorporation of provision for the participation of the Directors in meetings in person or through video conferencing or other audiovisual means as permitted in the Act.
- Provisions related to joint holders inserted/ defined at single place.
- Deletion of Articles which are now irrelevant i.e. preliminary expenses for incorporation of Company, first auditors be appointed, appointment of auditors annually etc. and deletion of entire Part II of the existing Articles, the consent of the respective investor has been obtained.

The existing and new draft Articles of Association to be adopted has been placed on the website of the Company www.uniqueorganics.com and is available for inspection by the members at the Registered Office of the Company during 11.00 a.m. to 1.00 p.m. on all working days, upto the date of Annual General Meeting. In order to adopt this new set of Article of Association, the approval of members is required by way of Special Resolution. Hence, the Board recommends the Special Resolution as set out at Item No. 5. of the Notice for your approval. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding, if any.

In respect of the Item No -6

In the light of the relevant provisions of the Companies Act, 2013, the object clause of a company is required to state the objects for which the company is incorporated, and matter(s) considered necessary in furtherance thereof. Hence, the Board of Directors at their meeting held on 07, August 2019, subject to necessary approval of the members of the company, decided to amend the object clause of Memorandum of Association ("MOA") of the company to the extent relevant, so as to align the same with the requirement of the Companies Act, 2013. Accordingly, under the proposed

For Unique Organics Limited

Ranjay Jangid
26/08/19

Ranjay Jangid
(Company Secretary)

amendment in object clause, it is, interalia, includes to rename the sub heading III(A) and III(B), deletion of sub heading III(C) and entire clauses thereunder. It is also proposed to replace the liability clause of the Memorandum of Association of the Company by substituting the same with existing Clause IV to re-word the same appropriately and make it in line with the requirements of the Companies Act, 2013. The liability clause of the MOA is being replaced to clarify that the liability of members is Limited and this liability is limited to the amount unpaid, if any, on the shares held by them. The existing and proposed draft Memorandum of Association has been placed on the website of the Company www.uniqueorganics.com and is available for inspection by the members at the Registered Office of the Company during 11.00 a.m. to 1.00 p.m. on all working days, upto date of Annual General Meeting. For the proposed aforesaid amendments in the Memorandum of Association, the approval of members is required by way of Special Resolution. Hence, the Board recommends the Special Resolution as set out at Item No. 6 of the Notice for your approval. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding, if any.

By Order of the Board

For Unique Organics Limited

Regd. Office:

E-521, Sitapura Industrial Area,
Jaipur-302022 (Rajasthan)

Dated: 26.08.2019

For Unique Organics Limited

26/08/19
Ramavtar Jangid
(Company Secretary)
Company Secretary

Proxy Form- MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s)	
Registered address	
E-mail ID	
Folio No/Client ID	
DP ID	

I/We, being the member(s) of shares of the above named company, hereby appoint

1. Name	
E-mail ID	
Address	
Signature	

Or failing her/him

2. Name	
E-mail ID	
Address	
Signature	

Or failing her/him

1. Name	
E-mail ID	
Address	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of the Company, to be held on Friday, 27th September 2019 at the registered office of the Company at E-521, Sitapura Industrial Area Jaipur

For Unique Organics Limited

Ram Kumar Jaisid

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302022. at 11.30 AM and at any adjournment thereof in respect of such resolutions as are indicated below:

SR NO:	RESOLUTIONS
1	To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors ('the Board') and auditors thereon.
2.	To appoint a director in place of Mrs. VINITA MISHRA , (DIN: 00207464) who retires by rotation and being eligible offers herself for re-appointment.
3.	To Re-appoint Mr. Sanjay Sharma, independent director of the company for a another term of 5 years .
4	To appoint Mrs. Nisha sharma as a independent director of the company for a term of five years.
5.	Adoption of New Set of Articles of Associations.
6.	Change in Objects and Liability clause of Memorandum of Association

Signed thisday of 2019

Signature of shareholder

Signature of Proxy holder(s)

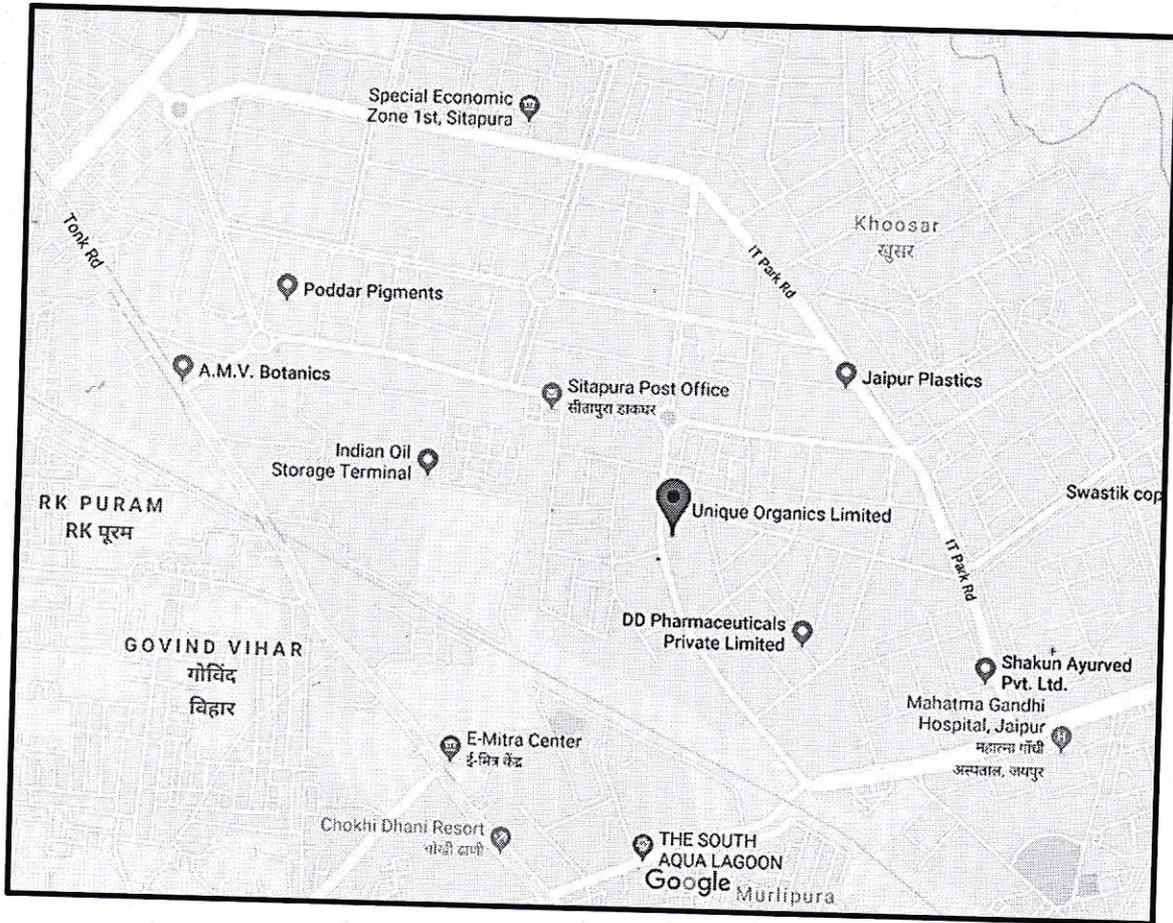
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.

For Unique Organics Limited

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Ramprasad Jangid
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Route map of AGM



For Unique Organics Limited

Ramavtar Jangid
Ramavtar Jangid
(Company Secretary)
26/08/19