

# ISHAN DYES & CHEMICALS LTD.

ISHAN



31<sup>st</sup> July, 2021

To  
The Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Tower  
Dalal Street, Mumbai - 400 001

Ref: ISHAN DYES AND CHEMICALS LIMITED                      BSE SCRIP CODE: 531109

SUB: PROCEEDINGS OF EXTRA ORDINARY GENERAL MEETING ("EOGM") HELD ON FRIDAY, 30<sup>TH</sup> JULY, 2021 THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO VISUAL MEANS (OAVM).

Dear Sir/Madam,

Pursuant to the requirements under Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015 as amended from time to time, we are hereby submitting proceedings of the Extra Ordinary General Meeting ("EOGM") of the Company held on **Friday, 30<sup>th</sup> July, 2021 at 03.00 PM IST** through Video Conference (VC) / Other Audio Visual Means (OAVM), to transact the business as stated in the Notice of EOGM dated 01<sup>st</sup> July, 2021.

Further in terms of the email received from BSE Limited on 29<sup>th</sup> July, 2021, it has been advised by the exchange i.e. BSE Limited that the results of the voting on Agenda item no. 1 of the Notice of 01/2021-22 of the EOGM of the Company may not be made public and the same shall be kept in a sealed cover pending its declaration till the completion of the examination of the application on the subject matter by BSE Limited.

Accordingly, the results along with the report of the scrutinizer on the resolution for issue of 50,00,000 Convertible Equity Warrants to the Promoters and Non-Promoters (25 lakhs each) at a price of Rs. 61/- to be issued on preferential basis will be declared and made available to the public after the completion of the examinations of the application made to BSE Limited for its in-principal approval in this connection or as per further advisory, if any issued by the BSE Limited to the Company in the said connection and thereafter the same will also be submitted to the stock exchange, i.e. BSE Limited and also will be placed on the website of the Company and the CDSL.

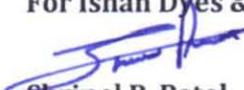
Furthermore, it is also to be noted that the delay in publishing the voting results shall not be considered as delay or violation of any act and /or regulations applicable to the Company since the same is on account of the directions given by the Stock Exchange i.e. BSE Limited

The EOGM of the Company was concluded at 03:26PM IST.

You are requested to kindly take the note of the above and upload the same on the website of the exchange.

Thanking you.

For Ishan Dyes & Chemicals Limited

  
Shrinal P. Patel  
Whole-Time Director  
DIN - 02992519



Enclosed:

1. *Proceedings of the EOGM.*

Registered Office and Factory Address:

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Web : [www.ishandyes.com](http://www.ishandyes.com)

CIN : L24110GJ1993PLC020737

D-U-N-S® Number 65-045-0091



Certificate No.: 7086-Q15 & E15-001  
ISO 9001, ISO 14001

**PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF ISHAN DYES & CHEMICALS LIMITED HELD ON FRIDAY, 30<sup>TH</sup> JULY, 2021**

The Extra Ordinary General Meeting ("EOGM") of the Members of the Company was held on Friday, 30<sup>th</sup> July, 2021 through Video Conference (VC) / Other Audio Visual Means (OAVM) commenced at 03:00 PM IST and Concluded at 03:26 PM IST.

As per Section 103 of the Companies Act, 2013, the requisite quorum for convening the EOGM was present at the meeting.

The Company Secretary welcomed the Shareholders, Directors, KMPs and other stakeholders who had joined the meeting through Video Conferencing.

The Company Secretary informed that in view of the COVID-19 situation and considering the social distancing norms and in accordance with the circulars issued by the Ministry of Corporate Affairs ("MCA") and The Securities and Exchange Board of India ("SEBI"), the EOGM was conducted through VC / OAVM.

She further informed the Shareholders about the facility and the time limit to join the meeting and also informed that the members participated through video conferencing has being reckoned for the purpose of quorum.

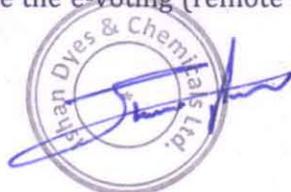
She further informed that the facility to appoint the proxy at this meeting was not available. However, the Body Corporate Shareholders were entitled to appoint their authorized representatives to attend and vote at the meeting.

It was informed that the members were provided an opportunity to inspect all documents as referred in the notice of EOGM by writing to the Company at its email ID, i.e., [ishandyes@yahoo.com](mailto:ishandyes@yahoo.com) till the date of EOGM. She informed that no intimation or email has been received till date in said connection. Further, it was informed that the relevant documents including Board Resolution, Notice of EGM, Pricing Certificate, Valuation Report, Declarations, updated MOA and AOA and others such documents related to the EGM were uploaded on the website of the Company under Notification to Shareholders Tab and also on the CDSL E Voting platform under Statutory Registers/documents tab. She had also requested the Shareholders to inspect the same, if so desired and raise queries if any. No queries or questions were raised.

She informed that the Company had received request from one of the Shareholder for registration as a speaker shareholder in the EOGM and he had been provided specific link to log in to the meeting for allowing him to speak at the meeting. The Shareholder who had registered himself as a speaker was not present at the meeting as per the Attendance register and also his name was called couple of times but no response came from his side, thereafter considering the time availability, the Company Secretary proceeded further with the permission of the Chairman.

The Company Secretary informed that the Company had provided facility for voting by electronic means to all its members to enable and cast their votes electronically and the business may be transacted through such e-voting and for this purpose, the Company had tied up with Central Depository Services (India) Ltd ("CDSL") to provide facility for voting through remote e-voting, e-voting during the EOGM and participation in the EOGM through VC / OAVM facility and informed about the Remote E-Voting period. She further informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

Thereafter, she informed that the Company had appointed CS Kunal Sharma, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting (remote e-voting and venue e-voting) process in a fair and transparent manner.



She further informed that the notice of the EOGM, has been sent by electronic mode to those Members whose e-mail addresses were registered with the Company or RTA or Depositories. Notice of the EOGM is also available on the Company's website, website of the Stock Exchange i.e. BSE Limited and on the website of CDSL.

It was informed that that the In-Principal approval for the Proposed Issue and Allotment of Convertible Warrants was made with the BSE Limited, the Stock Exchange where the existing Equity Shares of the Company are listed. It was mentioned that the application made to BSE Limited in connection with the subject matter is under examination. Further in terms of the email received from BSE Limited on 29<sup>th</sup> July, 2021, it has been advised by the exchange i.e. BSE Limited to the Company that the results of the voting on Agenda item no. 1 of the Notice of 01/2021-22 of EOGM may not be made public and the same shall be kept in a sealed cover pending till the completion of the examination of the application on the subject matter by BSE Limited

It was informed that accordingly the results along with scrutinizer report will be declared and made available to the public after the completion of the examination of the application made to BSE Limited for in-principal approval or as per further advisory, if any issued by the BSE Limited to the Company in the said connection and thereafter the same will also be submitted to the stock exchange, i.e. BSE Limited and also will be placed on the website of the Company. Furthermore, it is also to be noted that the delay in publishing the voting results shall not be considered as delay or violation of any act and /or regulations applicable to the Company since the same is on account of the directions given by the Stock Exchange i.e. BSE Limited. She informed that the Company has already filed the requisite disclosure under Regulation 30 of the SEBI LODR Regulations 2015 with BSE Limited regarding this material development on the Proposed Issue and Allotment of Warrants and it has also been uploaded on the website of the Company under Corporate Announcement tab.

Since no queries or questions were being raised, thereafter the following agenda as set out in the notice convening EOGM was placed for members' consideration and approval:

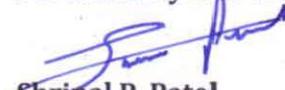
#### **SPECIAL BUSINESS**

- 1. APPROVAL TO CREATE, OFFER, ISSUE AND ALLOT 50,00,000 (FIFTY LAKH) CONVERTIBLE EQUITY WARRANTS AGGREGATING TO INR 30,50,00,000/- (RUPEES THIRTY CRORES FIFTY LAKH ONLY) TO THE PROMOTERS AND NON-PROMOTERS/PUBLIC INVESTORS ON A PRIVATE AND PREFERENTIAL BASIS WITH AN OPTION TO SUBSCRIBE AND CONVERT EACH SUCH WARRANTS INTO ONE EQUITY SHARE OF INR 10/- (RUPEES TEN) AT A PRICE OF INR 61/- (RUPEE SIXTY ONE ONLY) INCLUDING A PREMIUM OF INR 51/- (RUPEES FIFTY ONE ONLY) FOR EACH WARRANT ON PREFERENTIAL BASIS. (*Special Resolution*)**

Thereafter, she informed that all the item of business as per the Notice of this meeting has been taken-up.

**Thereafter there being no other business, the Meeting was closed with a vote of thanks to the Chairman.**

**For Ishan Dyes & Chemicals Limited**

  
**Shrinil P. Patel**  
**Whole-Time Director**  
**DIN - 02992519**

