



RESULTS OF THE POSTAL BALLOT

BASED ON THE REPORT OF SCRUTINEER, MR. GIRIRAJ LADDHA - CHARTERED ACCOUNTANT (MEMBERSHIP NO. 108558) TO THE CHAIRMAN IN RESPECT OF THE SPECIAL RESOLUTION OF THE POSTAL BALLOT NOTICE DATED 3RD FEBRUARY, 2012, SEEKING APPROVAL OF THE MEMBERS OF THE COMPANY UNDER SECTION 17 OF THE COMPANIES ACT, 1956, FOR CHANGE IN THE 'OBJECT CLAUSE' OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND COMMENCEMENT OF NEW BUSINESS BY THE COMPANY UNDER SECTION 149(2A) OF THE COMPANIES ACT, 1956 AS DETAILED IN THE SAID NOTICE BY MEANS OF POSTAL BALLOT IN ACCORDANCE WITH THE PROVISIONS OF SECTION 192A OF THE COMPANIES ACT, 1956 READ WITH THE COMPANIES (PASSING OF THE RESOLUTION BY POSTAL BALLOT) RULES, 2011

The Special Resolutions are approved by the shareholders with requisite majority. Particulars of postal ballot voting are as follows :

Result of Special Resolution No. 1:

Special Resolution pursuant to section 17 of the Companies Act 1956, for amendment of other objects as appearing under the Object III C of the Memorandum of Association of the Company by inserting the objects bearing Sub- Clauses No. 66, 67, 68 and 69 after the sub-Clause No. 65.

Promoter/Public	No. of shares held (ONLY VALID POSTAL BALLOTS)	No. of votes polled (ONLY VALID POSTAL BALLOTS)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	122463730	122463730	100	122463730	0	100	0
Public – Institutional holders	65649565	65629365	99.97	65614350	15015	99.98	0.02
Public-Others	1350489	1339834	99.21	1333657	6177	99.54	0.46
Total	189463784	189432929	99.98	189411737	21192	99.99	0.01

The percentage of votes cast in ASSENT (FOR) to the Special Resolution No.1 is 99.99% of the total VALID VOTES polled and accordingly the Special Resolution No.1 has been passed with the requisite majority.



: 2 :

Result of Special Resolution No. 2:

Special Resolution under section 149(2A) of the Companies Act, 1956, for commencement of the businesses covered by the new objects inserted vide Resolution No. 1 above.

Promoter/Public	No. of shares held (ONLY VALID POSTAL BALLOTS)	No. of votes polled (ONLY VALID POSTAL BALLOTS)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	122463730	122463730	100	122463730	0	100	0
Public – Institutional holders	65649565	65629365	99.97	65614350	15015	99.98	0.02
Public-Others	1350489	1320898	97.81	1309984	10914	99.17	0.83
Total	189463784	189413993	99.97	189388064	25929	99.99	0.01

The percentage of votes cast in ASSENT (FOR) to the Special Resolution No.2 is 99.99% of the total VALID VOTES polled and accordingly the Special Resolution No.2 has been passed with the requisite majority.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR UNITED PHOSPHORUS LIMITED**


**R. D. SHROFF
CHAIRMAN & MANAGING DIRECTOR**

**Date : 13th March, 2012
Place : Vapi.**