



19.12.2024

National Stock Exchange of India Ltd Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051. Stock Code : UCAL	BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Stock Code: 500464
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Dear Sir/Madam,

Sub: Proceedings of the Extraordinary General Meeting (EGM) [01/24-25] of the Company

We wish to inform you that the Extraordinary General Meeting (EGM) of the Company was held on **Thursday, December 19, 2024** through Video Conference.

Pursuant to Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the summary of proceedings of the EGM.

This is for your information and records.

Thanking you

Yours faithfully
For **UCAL LIMITED**

S. NARAYAN
COMPANY SECRETARY



SUMMARY OF PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING [01/24-25] OF THE COMPANY HELD ON THURSDAY, DECEMBER 19, 2024 FROM 11:00 A.M TO 11.15 A.M THROUGH VIDEO CONFERENCE.**Present :-**

Name	Designation	Attended through VC
Mr.Jayakar Krishnamurthy	Chairman and Managing Director	USA
Mr.Ram Ramamurthy	Whole Time Director	Chennai
Mr.Adithya Srivatsa Jayakar	Deputy Managing Director	USA
Mr.S.Balasubramanian	Independent Director & Chairperson of the Audit Committee and Stakeholder Relationship Committee	Gurgaon
Mr.IV Rao	Independent Director and Chairperson of Nomination and Remuneration Committee	Gurgaon
Mr.R.Sundar	Independent Director	Chennai
Mr.Abhaya Shankar	Non-Executive Director	Hyderabad
Mr.M.Manikandan	Chief Financial Officer	Chennai
Mr.S.Narayan	Company Secretary	Chennai

In Attendance :-

Mr.P.Muthukumaran	Practicing Company Secretary, Scrutinizer for the e-voting process	Chennai
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In the place of Mr. Jayakar Krishnamurthy, Chairman and Managing Director of the Company who is deemed to be interested in certain EGM resolutions, Mr.Ram Ramamurthy, Whole Time Director with the permission of the Members present occupied the Chair. The Company Secretary confirmed that the requisite quorum was present. The Chairman after confirmation of the requisite quorum called the meeting to order.

He introduced the Directors and Key Managerial Personnel viz., Mr.Jayakar Krishnamurthy, Managing Director, Mr. S. Balasubramanian, (Chairman of Audit Committee and Stakeholders Relationship Committee), Mr.IV.Rao, (Chairperson of Nomination and Remuneration of Committee), Mr. Adithya Srivatsa Jayakar, Deputy Managing Director, Mr.R.Sundar, Independent Director and Mr. Abhaya Shankar, Non-Executive Director, Mr.M.Manikandan, Chief Financial Officer and Mr. S. Narayan, Company Secretary.

As the EGM Notice was already circulated to all the Shareholders, EGM Notice convening the meeting was taken as read. The Chairman gave a brief background on the agenda item for which approval of the Shareholders was sought.

Speaker Shareholders who had registered with the Company for speaking at the EGM were provided opportunity to express their views or ask their queries about the Agenda item of the EGM. Queries were adequately responded by the Chairman.

Thereafter, the following item of business as mentioned in the EGM Notice were transacted at the meeting:

Item No.1	Special Business	Regularisation of appointment of Mr. Adithya Srivatsa Jayakar (DIN: 08188358) from Additional Director to Director	Special Resolution
Item No.2	Special Business	To approve the appointment of Mr. Adithya Srivatsa Jayakar (DIN: 08188358) as Deputy Managing Director of the company and fixing of remuneration.	Special Resolution
Item No.3	Special Business	Regularisation of appointment of Mr. Abhaya Shankar (DIN:00008378) from Additional Director to Director and fixing of remuneration payable to Mr. Abhaya Shankar (DIN:00008378) as Non-Executive Director of the Company	Special Resolution
Item No.4	Special Business	Appointment of Mr.R.Sundar (DIN: 10831047) as a Director and as an Independent Director.	Special Resolution
Item No.5	Special Business	Payment of remuneration to Mr. Abhaya Shankar (DIN:00008378) as Non-Executive Director of the Company for the Financial Year 2025-26.	Special Resolution

Shareholders who had not cast their vote through remote e-voting, were requested to cast their vote in the course of the meeting through the voting facility provided by National Securities Depository Limited (NSDL).

Scrutinizer for the remote e-voting process and e-voting at the EGM was Mr.P.Muthukumar, Practising Company Secretary, Chennai.

Shareholders were informed that e-voting results would be declared along with the Scrutinizer's Report within two working days of conclusion of the EGM.

Thereafter, the meeting was concluded with a vote of thanks.

Thanking you

Yours faithfully
For **UCAL LIMITED**

S. NARAYAN
COMPANY SECRETARY