

Ref : UCL/SEC/2022-23

24th September, 2022

<p>BSE Limited Corporate Relationship Department Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001</p> <p>Scrip Code : 504212</p>	<p>National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051</p> <p>Scrip Code : UNIVCABLES EQ</p>
---	---

Dear Sir,

Sub: Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the voting results of the 77th Annual General Meeting of the Company held on Friday, the 23rd September, 2022 at 9.30 A.M. at the registered office of the Company situated at P.O. Birla Vikas, Satna (M.P.) - 485 005. The mode of voting was Remote e-Voting and Poll for the 77th Annual General Meeting (AGM) of the Company. The details of the Voting Results are as under:

1.	Date of AGM	23rd September, 2022
2.	Total number of shareholders on record date (as on 16th September, 2022)	15135
3.	No. of shareholders present in the meeting either in person or through proxy	
	Promoters and Promoter Group	10
	Public	38

The details of voting results in respect of Ordinary Resolutions for Ordinary as well as Special Business as set out under Item No(s). 1, 2, 3, 4 and 5 of the Notice dated 23rd May, 2022 for the 77th AGM of the Company are given in Annexure 'A'.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,
For Universal Cables Limited

(Sudeep Jain)
Company Secretary

Encl: As above



Agenda – wise disclosure

Resolution No.1

Description of Resolution

- (a) Adoption of audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.
- (b) Adoption of the audited consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 and the Report of Auditors thereon.

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				No				
Category	Mode of voting	No. of shares held (Refer Note below) (1)	No. of votes polled (Refer Note below) (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	21472949	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	651296	617462	94.8051	617462	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12571136	3499341	27.8363	3498716	625	99.9821	0.0179
	Poll		39830	0.3168	39830	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	25629582	73.8703	25628957	625	99.9976	0.0024

Invalid Votes – Public-Non Institutions : 22,39,621



Description of ResolutionDeclaration of dividend on equity shares for the financial year ended 31st March, 2022.

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				No				
Category	Mode of voting	No. of shares held (Refer Note below) (1)	No. of votes polled (Refer Note below) (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	21472949	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	651296	617462	94.8051	617462	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12571136	3499341	27.8363	3497539	1802	99.9485	0.0515
	Poll		39830	0.3168	39830	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	25629582	73.8703	25627780	1802	99.9930	0.0070

Invalid Votes – Public-Non Institutions : 22,39,621



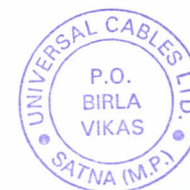
Resolution No.3

Description of Resolution

Re-appointment of Shri Bachh Raj Nahar (DIN: 00049895) as Director, who retires by rotation.

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				No				
Category	Mode of voting	No. of shares held (Refer Note below) (1)	No. of votes polled (Refer Note below) (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	21472949	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	651296	617462	94.8051	617462	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12571136	3499341	27.8363	3498716	625	99.9821	0.0179
	Poll		39830	0.3168	39830	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	25629582	73.8703	25628957	625	99.9976	0.0024

Invalid Votes – Public-Non Institutions : 22,39,621



Description of Resolution

Appointment of Messrs BGJC & Associates LLP, Chartered Accountants (Firm Registration No. 003304N/N500056), as Statutory Auditors of the Company for a term of five (5) consecutive years commencing from the conclusion of this 77th Annual General Meeting (AGM) until the conclusion of the 82nd AGM of the Company along with the remuneration.

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				No				
Category	Mode of voting	No. of shares held (Refer Note below) (1)	No. of votes polled (Refer Note below) (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	21472949	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	651296	617462	94.8051	617462	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12571136	3499341	27.8363	3498701	640	99.9817	0.0183
	Poll		39830	0.3168	39830	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	25629582	73.8703	25628942	640	99.9975	0.0025

Invalid Votes – Public-Non Institutions : 22,39,621



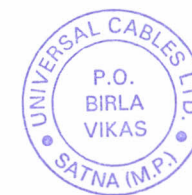
Resolution No.5

Description of Resolution

Ratification of remuneration to be paid to Cost Auditors for the year ending 31st March, 2023 **(as an Ordinary Resolution).**

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				No				
Category	Mode of voting	No. of shares held (Refer Note below) (1)	No. of votes polled (Refer Note below) (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	21472949	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	651296	617462	94.8051	617462	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12571136	3499341	27.8363	3498716	625	99.9821	0.0179
	Poll		39830	0.3168	39830	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	25629582	73.8703	25628957	625	99.9976	0.0024

Invalid Votes – Public-Non Institutions : 22,39,621



R. K. Mishra & Associates

Company Secretaries

Off : Shop No. 8, K.B. Complex, Near Bus Stand, Semariya Chowk, Satna (M.P.) 485001

CS RAJESH KUMAR MISHRA
E-mail : rkmaoffice@gmail.com
Mob.: 91-9425172829, 9685837829



CS KISHOR KUMAR GUPTA
E-mail: cskishorgupta@gmail.com
Mob.: 91-9827784739

Ref.

Date

Consolidated Scrutiniser's Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended]

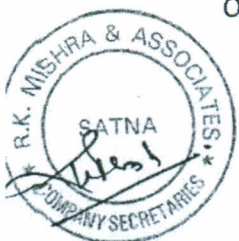
To,

The Chairman of the 77th Annual General Meeting of the Members of
Universal Cables Limited held on Friday, the 23rd September, 2022
at 9:30 A.M. at the Registered Office of the Company
at P.O. Birla Vikas, Satna, (M.P.) – 485005.

Sub: Consolidated Scrutiniser's Report on voting through Remote e-Voting and poll at the 77th Annual General Meeting ("AGM") of Universal Cables Limited (hereinafter the "Company") in terms of provisions of the Companies Act, 2013 ("the Act") read with the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir,

1. I, Rajesh Kumar Mishra, Company Secretary in practice, was appointed as a Scrutiniser by the Board of Directors of the Company for the Remote e-Voting process as well as to scrutinise the Ballot process (poll) conducted at the Annual General Meeting ("AGM") in fair and transparent manner pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the resolutions set out in the Notice dated 23rd May, 2022 for the 77th AGM of the members of the Company, held on 23rd day of September, 2022 at 9.30 A.M. at the Registered Office of the Company at P.O. Birla Vikas, Satna (M.P.) – 485 005.
2. I and Shri Prashant Nayak, Chartered Accountant in Practice were appointed as Scrutinisers by the Board of Directors of the Company for the purpose of scrutinising the voting through Ballot process (poll) in fair and transparent manner at the AGM as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the resolutions set out in the Notice dated 23rd May, 2022 for the 77th AGM of the members of the Company, held on 23rd day of September, 2022 at 9.30 A.M. at the Registered Office of the Company at P.O. Birla Vikas, Satna (M.P.) – 485 005.



3. Pursuant to Sections 101, 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening 77th AGM of the Company inter alia along with the process of electronic voting at the AGM and the Remote e-Voting were sent to the shareholders whose email address are registered with the Company/Depository Participant(s) for communication purpose.
4. The Company had availed the Remote e-Voting facility provided by the Central Depository Services (India) Limited (CDSL) for conducting the Remote e-Voting by the shareholders of the Company. The Remote e-Voting commenced on Monday, the 19th September, 2022 at 9.00 A.M. and ended on Thursday, the 22nd September, 2022 at 5.00 P.M. and the CDSL Remote e-Voting portal was blocked for voting thereafter.
5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by Remote e-Voting) and voting through Ballot process (poll) at the 77th AGM for the resolutions contained in the Notice dated 23rd May, 2022 and for the 77th AGM of the members of the Company. My responsibility as a Scrutiniser for the voting process of voting through electronic means i.e. by Remote e-Voting and poll at the 77th AGM of the Company is restricted to make a Consolidated Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions stated above.
6. Separate Scrutiniser's Report dated 24th September, 2022 on the Remote e-Voting and Scrutiniser's Report dated 24th September, 2022 on the poll have been issued on the resolutions contained in the Notice dated 23rd May, 2022 for the 77th AGM of the Company.
7. Based on reports generated from the e-Voting website of CDSL and the poll at the 77th AGM of the Company, the Consolidated Report on the results of voting in respect of Ordinary Resolutions for Ordinary as well as Special Business as set out under Item No(s) 1, 2, 3, 4 and 5 of the Notice dated 23rd May, 2022 for 77th AGM of the Company are given hereunder:

Resolution No. 1: As an Ordinary Resolution

Description of Resolution

ADOPTION OF AUDITED FINANCIAL STATEMENTS (STANDALONE & CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
1	213	25628957	100.00	2	625	0.00	3	2239621



Resolution No. 2: As an Ordinary Resolution**Description of Resolution**DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED 31ST.MARCH, 2022.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
2	213	25627780	99.99	2	1802	0.01	3	2239621

Resolution No. 3: As an Ordinary Resolution**Description of Resolution**

RE-APPOINTMENT OF SHRI BACHH RAJ NAHAR (DIN: 00049895) AS DIRECTOR, WHO RETIRES BY ROTATION.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
3	213	25628957	100.00	2	625	0.00	3	2239621

Resolution No. 4: As an Ordinary Resolution**Description of Resolution**APPOINTMENT OF MESSRS BGJC & ASSOCIATES LLP, CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 003304N/N500056), AS STATUTORY AUDITORS OF THE COMPANY FOR A TERM OF FIVE (5) CONSECUTIVE YEARS COMMENCING FROM THE CONCLUSION OF THIS 77TH ANNUAL GENERAL MEETING (AGM) UNTIL THE CONCLUSION OF THE 82ND AGM OF THE COMPANY ALONG WITH THE REMUNERATION.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
4	212	25628942	100.00	3	640	0.00	3	2239621



Resolution No. 5: As an Ordinary Resolution

Description of Resolution

RATIFICATION OF REMUNERATION TO BE PAID TO COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING ON 31ST MARCH, 2023.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
5	213	25628957	100.00	2	625	0.00	3	2239621

8. No vote has been polled on 9478 equity shares lying in unclaimed suspense account in respect of which voting rights remain frozen till the rightful owner of such shares claim the shares.
9. The Register and all other papers relating to Remote e-Voting as well that of poll conducted through Ballot Process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 77th Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping. The other relevant records were sealed and handover to the Company Secretary for safe keeping.
10. The Company has received certified copy of a resolution dated 17th September, 2022 passed through circulation by the Managing Committee of three members viz. three Societies / Trusts holding 22,39,621 number of equity shares (having equivalent votes) appointing its Authorised Representatives to attend and vote at the AGM of the Company to be held on 23rd September, 2022. It is mentioned in the said resolutions that there will be no voting by electronic means for and on behalf of such Societies / Trusts. Subsequently, the Authorised Representatives appointed by the Managing Committee of such Societies / Trusts also attended the AGM and exercised voting rights through ballot process (poll) conducted at the venue of the AGM.

However, the said three members have also cast their votes through remote e-voting on the basis of another circular resolution dated 19th September, 2022 passed by the Trustees of such Societies / Trusts.

Since there are two conflicting set of resolutions received from the same Societies / Trusts i.e. one from the Trustees and another from the Managing Committee of such Societies / Trusts, we are not in a position to verify the legality, validity, authenticity of both these resolutions and therefore we have not included 22,39,621 number of votes cast by the said Societies / Trusts through remote e-voting and also through ballot process (poll) in the voting result and the same have been considered as Invalid Votes.

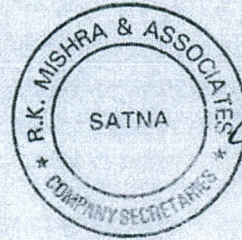


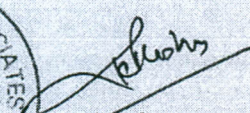
In any event, the voting result of all resolution(s) will not be impacted in respect of which said Societies / Trusts have cast their votes, even if such invalid votes would have been included in the consolidated voting result.

Thanking You,

Yours faithfully,

For: - R.K. Mishra & Associates
(Company Secretaries)





Rajesh Kumar Mishra
(Partner)
CP No. 4433
FCS No. 5383

Place: Satna (M.P.)
Date: 24th September, 2022
UDIN: F005383D001034367

Countersigned by:
For Universal Cables Limited




(Sudeep Jain)
Company Secretary
M. No.: F-9183