

Ref : UCL/SEC/2023-24

12<sup>th</sup> September, 2023

<b>BSE Limited</b> Corporate Relationship Department Phiroz Jeejeebhoy Towers, Dalal Street, <b>Mumbai – 400 001</b>  <b>Scrip Code : 504212</b>	<b>National Stock Exchange of India Ltd.</b> Listing Department, Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), <b>Mumbai – 400 051</b>  <b>Scrip Code : UNIVCABLES EQ</b>
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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 78<sup>th</sup> Annual General Meeting of the Company held on Monday, the 11<sup>th</sup> September, 2023 at 9.30 A.M. at the registered office of the Company situated at P.O. Birla Vikas, Satna (M.P.) - 485 005 through physical mode. The mode of voting was Remote e-Voting and Poll for the 78<sup>th</sup> Annual General Meeting (AGM) of the Company.

<b>1.</b>	<b>Date of AGM</b>	<b>11<sup>th</sup> September, 2023</b>
<b>2.</b>	<b>Total number of shareholders on record date (as on 4<sup>th</sup> September, 2023)</b>	17340
<b>3.</b>	<b>No. of shareholders present in the meeting either in person or through proxy</b>	
	Promoters and Promoter Group	15
	Public	36

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(a), 1(b), 2, 3, 4 and 5 of the Notice dated 18<sup>th</sup> May, 2023 read with Addendum to the Notice of the AGM dated 12<sup>th</sup> August, 2023 for the 78<sup>th</sup> AGM of the Company are given in Annexure 'A'.

The Voting Results along with Scrutiniser's Report are also available on the Company's web site - [www.unistar.co.in](http://www.unistar.co.in) and on the website of Central Depository Services (India) Limited - [www.evotingindia.com](http://www.evotingindia.com).

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



**UNIVERSAL CABLES LIMITED**

**ANNEXURE 'A'**

<b>Resolution 1(a):</b>	Adoption of audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.								
<b>Resolution required: (Ordinary/ Special)</b>	Ordinary								
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	No								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>	
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>	
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	21472949	19218924	89.5030	9861187	9357737	51.3098	48.6902	
	<b>Poll</b>		2254025	10.4970	2254025	0	100.0000	0.0000	
	<b>Total</b>		<b>21472949</b>	<b>100.0000</b>	<b>12115212</b>	<b>9357737</b>	<b>56.4208</b>	<b>43.5792</b>	
<b>Public - Institutions</b>	<b>E-Voting</b>	955793	826600	86.4832	826600	0	100.0000	0.0000	
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>826600</b>	<b>86.4832</b>	<b>826600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
<b>Public - Non Institutions</b>	<b>E-Voting</b>	12266639	4534621	36.9671	4283332	251289	94.4584	5.5416	
	<b>Poll</b>		53197	0.4337	53197	0	100.0000	0.0000	
	<b>Total</b>		<b>4587818</b>	<b>37.4008</b>	<b>4336529</b>	<b>251289</b>	<b>94.5227</b>	<b>5.4773</b>	
<b>Total</b>		<b>34695381</b>	<b>26887367</b>	<b>77.4955</b>	<b>17278341</b>	<b>9609026</b>	<b>64.2619</b>	<b>35.7381</b>	

Invalid Votes: Public - Non Institutions : 2239621 Shares

<b>Resolution 1(b):</b>	Adoption of the audited consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 and the Report of Auditors thereon.								
<b>Resolution required: (Ordinary/ Special)</b>	Ordinary								
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	No								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>	
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>	
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	21472949	19218924	89.5030	9861187	9357737	51.3098	48.6902	
	<b>Poll</b>		2254025	10.4970	2254025	0	100.0000	0.0000	
	<b>Total</b>		<b>21472949</b>	<b>100.0000</b>	<b>12115212</b>	<b>9357737</b>	<b>56.4208</b>	<b>43.5792</b>	
<b>Public - Institutions</b>	<b>E-Voting</b>	955793	826600	86.4832	826600	0	100.0000	0.0000	
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>826600</b>	<b>86.4832</b>	<b>826600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
<b>Public - Non Institutions</b>	<b>E-Voting</b>	12266639	4534621	36.9671	4283332	251289	94.4584	5.5416	
	<b>Poll</b>		53197	0.4337	53197	0	100.0000	0.0000	
	<b>Total</b>		<b>4587818</b>	<b>37.4008</b>	<b>4336529</b>	<b>251289</b>	<b>94.5227</b>	<b>5.4773</b>	
<b>Total</b>		<b>34695381</b>	<b>26887367</b>	<b>77.4955</b>	<b>17278341</b>	<b>9609026</b>	<b>64.2619</b>	<b>35.7381</b>	

Invalid Votes: Public - Non Institutions : 2239621 Shares

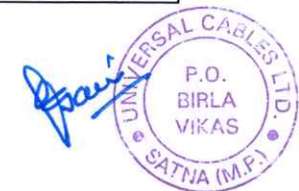


<b>Resolution 2:</b>	Declaration of dividend on equity shares for the financial year ended 31st March, 2023.							
<b>Resolution required: (Ordinary/ Special)</b>	Ordinary							
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	21472949	9861187	45.9238	9861187	0	100.0000	0.0000
	<b>Poll</b>		2254025	10.4970	2254025	0	100.0000	0.0000
	<b>Total</b>		<b>12115212</b>	<b>56.4208</b>	<b>12115212</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public - Institutions</b>	<b>E-Voting</b>	955793	826600	86.4832	826600	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>826600</b>	<b>86.4832</b>	<b>826600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public - Non Institutions</b>	<b>E-Voting</b>	12266639	4411619	35.9644	4410994	625	99.9858	0.0142
	<b>Poll</b>		53197	0.4337	53197	0	100.0000	0.0000
	<b>Total</b>		<b>4464816</b>	<b>36.3980</b>	<b>4464191</b>	<b>625</b>	<b>99.9860</b>	<b>0.0140</b>
<b>Total</b>		<b>34695381</b>	<b>17406628</b>	<b>50.1699</b>	<b>17406003</b>	<b>625</b>	<b>99.9964</b>	<b>0.0036</b>

Invalid Votes: Public - Non Institutions : 2239621 Shares

<b>Resolution 3:</b>	Re-appointment of Shri Harsh V. Lodha (DIN: 00394094) as a Director, who retires by rotation.							
<b>Resolution required: (Ordinary/ Special)</b>	Ordinary							
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	21472949	19218924	89.5030	9861187	9357737	51.3098	48.6902
	<b>Poll</b>		2254025	10.4970	2254025	0	100.0000	0.0000
	<b>Total</b>		<b>21472949</b>	<b>100.0000</b>	<b>12115212</b>	<b>9357737</b>	<b>56.4208</b>	<b>43.5792</b>
<b>Public - Institutions</b>	<b>E-Voting</b>	955793	826600	86.4832	826600	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>826600</b>	<b>86.4832</b>	<b>826600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public - Non Institutions</b>	<b>E-Voting</b>	12266639	4534621	36.9671	4283342	251279	94.4587	5.5413
	<b>Poll</b>		53197	0.4337	53197	0	100.0000	0.0000
	<b>Total</b>		<b>4587818</b>	<b>37.4008</b>	<b>4336539</b>	<b>251279</b>	<b>94.5229</b>	<b>5.4771</b>
<b>Total</b>		<b>34695381</b>	<b>26887367</b>	<b>77.4955</b>	<b>17278351</b>	<b>9609016</b>	<b>64.2620</b>	<b>35.7380</b>

Invalid Votes: Public - Non Institutions : 2239621 Shares



<b>Resolution 4:</b>	Ratification of remuneration to be paid to Cost Auditors for the year ending 31st March, 2024 (as an Ordinary Resolution).							
<b>Resolution required: (Ordinary/ Special)</b>	Ordinary							
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	21472949	19218924	89.5030	19218924	0	100.0000	0.0000
	<b>Poll</b>		2254025	10.4970	2254025	0	100.0000	0.0000
	<b>Total</b>		<b>21472949</b>	<b>100.0000</b>	<b>21472949</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public - Institutions</b>	<b>E-Voting</b>	955793	826600	86.4832	826600	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>826600</b>	<b>86.4832</b>	<b>826600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public - Non Institutions</b>	<b>E-Voting</b>	12266639	4534621	36.9671	4533986	635	99.9860	0.0140
	<b>Poll</b>		53197	0.4337	53197	0	100.0000	0.0000
	<b>Total</b>		<b>4587818</b>	<b>37.4008</b>	<b>4587183</b>	<b>635</b>	<b>99.9862</b>	<b>0.0138</b>
<b>Total</b>		<b>34695381</b>	<b>26887367</b>	<b>77.4955</b>	<b>26886732</b>	<b>635</b>	<b>99.9976</b>	<b>0.0024</b>

Invalid Votes: Public - Non Institutions : 2239621 Shares

<b>Resolution 5:</b>	Appointment of Mr. Shyamal Kanti Chakrabarti (DIN: 08953661) as a Non-Executive Non-Independent Director of the Company pursuant to notice received from a member under Section 160 of the Companies Act, 2013 (as an Ordinary Resolution).							
<b>Resolution required: (Ordinary/ Special)</b>	Ordinary							
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	Yes							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	21472949	19218924	89.5030	9357737	9861187	48.6902	51.3098
	<b>Poll</b>		2254025	10.4970	0	2254025	0.0000	100.0000
	<b>Total</b>		<b>21472949</b>	<b>100.0000</b>	<b>9357737</b>	<b>12115212</b>	<b>43.5792</b>	<b>56.4208</b>
<b>Public - Institutions</b>	<b>E-Voting</b>	955793	826600	86.4832	49408	777192	5.9773	94.0227
	<b>Poll</b>		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>826600</b>	<b>86.4832</b>	<b>49408</b>	<b>777192</b>	<b>5.9773</b>	<b>94.0227</b>
<b>Public - Non Institutions</b>	<b>E-Voting</b>	12266639	4534679	36.9676	259985	4274694	5.7333	94.2667
	<b>Poll</b>		53197	0.4337	0	53197	0.0000	100.0000
	<b>Total</b>		<b>4587876</b>	<b>37.4012</b>	<b>259985</b>	<b>4327891</b>	<b>5.6668</b>	<b>94.3332</b>
<b>Total</b>		<b>34695381</b>	<b>26887425</b>	<b>77.4957</b>	<b>9667130</b>	<b>17220295</b>	<b>35.9541</b>	<b>64.0459</b>

Invalid Votes: Public - Non Institutions : 2239621 Shares



# R. K. Mishra & Associates

Company Secretaries

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

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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 78<sup>th</sup> Annual General Meeting of the Members of Universal Cables Limited held on Monday, 11<sup>th</sup> September, 2023 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 78<sup>th</sup> 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 framed 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 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 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) for the resolutions set out in the Notice dated 18<sup>th</sup> May, 2023 read together with Addendum to the Notice dated 12<sup>th</sup> August, 2023 for the 78<sup>th</sup> AGM of the members of the Company, held on 11<sup>th</sup> day of September, 2023 at 9.30 A.M. at the Registered Office of the Company at P.O. Birla Vikas, Satna – 485 005 (M.P.).
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 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) for the resolution(s) set out in the Notice dated 18<sup>th</sup> May, 2023 read together with Addendum to the Notice dated 12<sup>th</sup> August, 2023 for the 78<sup>th</sup> AGM of the members of the Company, held on 11<sup>th</sup> day of September, 2023 at 9.30 A.M. at the Registered Office of the Company at P.O. Birla Vikas, Satna – 485 005 (M.P.).



3. In accordance with Sections 101, 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (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 78<sup>th</sup> 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 Thursday, the 7<sup>th</sup> September, 2023 at 9.00 A.M. and ended on Sunday, the 10<sup>th</sup> September, 2023 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 78<sup>th</sup>AGM for the resolutions contained in the Notice dated 18<sup>th</sup> May, 2023 read together with Addendum to the Notice dated 12<sup>th</sup> August, 2023 for the 78<sup>th</sup> 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 78<sup>th</sup>AGM of the Company is restricted to make a consolidated Scrutiniser's Report of the votes cast "in favour" or "against" the resolution(s) stated below.
6. Separate Scrutiniser's Report dated 12<sup>th</sup> September, 2023 on the Remote e-Voting and Scrutinisers Report dated 12<sup>th</sup> September, 2023 on the Poll have been issued on the resolution(s) contained in the Notice dated 18<sup>th</sup> May, 2023 read together with Addendum to the Notice dated 12<sup>th</sup> August, 2023 for the 78<sup>th</sup> AGM of the Company.
7. Based on reports generated from the e-Voting website of CDSL and the Poll conducted at the 78<sup>th</sup> AGM of the Company, the Consolidated Report on the results of voting in respect of Ordinary and Special Businesses as set out in the Notice dated 18<sup>th</sup> May, 2023 read together with Addendum to the Notice dated 12<sup>th</sup> August, 2023 which is an integral part of the original Notice Dated 18<sup>th</sup> May, 2023 for 78<sup>th</sup> AGM of the Company are given hereunder:

**Resolution No. 1(a): As an Ordinary Resolution**

**Description of Resolution**

ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023 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(a)	213	17278341	64.26	25	9609026	35.74	3	2239621



**Resolution No. 1(b): As an Ordinary Resolution****Description of Resolution**

ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023 AND REPORT OF 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(b)	213	17278341	64.26	25	9609026	35.74	3	2239621

**Resolution No. 2: As an Ordinary Resolution****Description of Resolution**

DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> 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
2	222	17406003	100.00	2	625	0.00	3	2239621

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

RE-APPOINTMENT OF SHRI HARSH V. LODHA (DIN: 00394094), AS A 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	215	17278351	64.26	23	9609016	35.74	3	2239621



**Resolution No. 4: 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 31<sup>ST</sup> MARCH, 2024.

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	234	26886732	100.00	4	635	0.00	3	2239621

**Resolution No. 5: As an Ordinary Resolution****Description of Resolution**

APPOINTMENT OF MR. SHYAMAL KANTI CHAKRABARTI (DIN: 08953661) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY PURSUANT TO NOTICE RECEIVED FROM A MEMBER UNDER SECTION 160 OF THE COMPANIES ACT, 2013.

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	53	9667130	35.95	186	17220295	64.05	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 as Poll conducted through Ballot Process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 78<sup>th</sup> 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. I have received emails dated 7<sup>th</sup> September, 2023 along with certified copy of resolution(s) dated 1<sup>st</sup> September, 2023 passed through circulation by the Managing Committee of three members viz. three Societies (collectively referred to as the "Societies") holding 22,39,621 number of equity shares (having equivalent votes) appointing Authorised Representatives to attend and vote at the AGM of the Company to be held on 11<sup>th</sup> September, 2023 and it has also been stated that there will be no voting by electronic means (Remote e-Voting) for and on behalf of the Societies. Thereafter, I received emails/letters dated 9<sup>th</sup> September, 2023 from a Member of the Managing Committee and Trustee in regard to the manner of exercise of voting rights by the Societies. Subsequently, the Authorised Representatives appointed by the Managing Committee of such Societies also attended the AGM and exercised voting rights through ballot process (Poll) conducted at the venue of the AGM.





I have also received e-mails/letters dated 7<sup>th</sup> September, 2023 from a Trustee of such Societies along with a certified copy of resolution(s) dated 29<sup>th</sup> August, 2023 passed by the Trustees of such Societies on the basis of which the said Societies have also cast their votes through Remote e-Voting.

There are several allegations and counter allegations in the aforesaid communication(s) and claim of right to cast votes on behalf of such Societies at the AGM of the Company. Even the resolutions furnished by the rival factions are diametrically divergent and in conflict with each other.

In the aforesaid circumstances, I am not in a position to verify the legality, validity, authenticity of these resolutions furnished by the rival factions and therefore I have not included 22,39,621 number of votes cast by the said Societies through Remote e-Voting and also through ballot process (Poll) in the results of voting and the same have been considered as Invalid Votes.

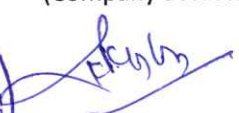
In any event, the results of voting on all the resolutions moved at the AGM of the Company will not be impacted in respect of which said Societies have cast their votes, even if such Invalid Votes would have been included in the consolidated results of voting.

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: 12<sup>th</sup> September, 2023

UDIN: F005383E000990763

Countersigned by:

**For Universal Cables Limited**



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