

2nd September, 2016

UAS/MSA/204

The Manager
Corporate Relationship,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumabi-400 001.

Dear Sirs/Madam,

Ref: Stock Code : 504605

Sub: Copy of Minutes of the 43rd Annual General Meeting of the Company.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations 2015 and Section 118 of the Companies Act, 2013, we are enclosing herewith the Certified Copy of the Minutes of the 43rd Annual General Meeting of the Company held on on Tuesday, the August 23, 2016.

Kindly take the same on your records.

Thanking you,

Your faithfully,
For Uni Abex Alloy Products Limited



M.S. Ashar
Company Secretary & Compliance Officer

A Neterwala Group Company

Factory : Plot No.583 & 584 A,
Belur Industrial Area,
Dharwad-580 011, Karnatak.
Tel: +91 836-2971320 / 21



ISO 9001:2008

HELD AT _____ ON _____ TIME _____

UNI ABEX ALLOY PRODUCTS LIMITED

CIN NO. L27100MH1972PLC015950 WEB SITE: www.uniabex.com
Registered Office: Liberty Building, Sir Vithaldas Thackersey Marg, Mumbai-400 020

Minutes of the Forty Third Annual General Meeting of the Shareholders of UNI ABEX ALLOY PRODUCTS LIMITED held on Tuesday, the 23rd August, 2016 at 3.00 P.M. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, Kaikhushru Dubash Marg, Mumbai – 400 001.

DIRECTORS PRESENT

| | | |
|----------------------|---|----------------------|
| Mr. F. D. Neterwala | : | Chairman |
| Mr. K. M. Elavia | : | Independent Director |
| Mr. R. B. Mehta | : | Director |
| Mr. H. R. Prasad | : | Independent Director |
| Mr. F. K. Banatwalla | : | Independent Director |
| Mr. P. Subrahmanyam | : | Independent Director |
| Mr. A. F. Neterwala | : | Director |
| Mrs. P. F. Neterwala | : | Director |
| Mr. M. K. Fondekar | : | Director |

In Attendance

Mr. M. S. Ashar - Company Secretary & Compliance Officer

44 Members/Authorized Representatives of Bodies Corporate were present as per Attendance Record.

1. The Chairman welcomed the Members and proceeded to conduct the proceedings of the meeting. The Chairman then declared that the requisite quorum was present and he therefore called the meeting to order.
2. The Chairman announced that 4 letters of representation were received under Section 113 and 1 proxy were received under Section 105 (6) of the Companies Act, 2013 aggregating to 12,60,027 (63.79%) Equity shares of the Company valid votes had been laid on the table for inspection, if required by members. He added that all the Statutory Registers as required under the Companies Act, 2013 are available for inspection of members during the Meeting.

3. Notice of the Meeting:

With the consent of the Shareholders present, the Notice dated 30th May, 2016 of the 43rd Annual General Meeting, as circulated to the Shareholders of the Company, was taken as read.

The Chairman made a brief statement appraising the Shareholders of the performance of the Company during the year 2015-16 and the Company's plans and future outlook. He briefed the Shareholders with the details about the Company's new plant at Dharwad.

The formal Agenda of the Meeting was then taken up for consideration.

4. E-voting facility:

The Chairman informed the Shareholders that pursuant to Section 108 of the Act read with Rule 20(1) of the Companies (Management & Administration) Rules, 2014, the Company had provided for the Members, facility to exercise their Right to vote by electronic means i.e. e-voting facility- The e-voting facility commenced on Friday, 19th August 2016 and ended on Monday, 23rd August, 2016.

CHAIRMAN'S INITIALS

HELD AT _____

ON _____

TIME _____

The Company has appointed Mr. Kalidas Vanjpe, Practicing Company Secretary as the Scrutinizer to scrutinize the e-voting process/Poll process in a fair and transparent manner. Further, he requested the Shareholders, who did not vote through the e-voting platform, to collect the poll papers after the conclusion of the meeting from the scrutinizer Mr. Kalidas Vanjpe, and cast their vote by submitting the duly signed poll paper in the box available with scrutinizer. He informed the Shareholders that on receipt of the scrutinizer's report, the results of e-voting/Poll would be placed on the Company's website - www.uniabex.com and on the website of CDSL within 2 working days of passing of the resolutions at the AGM.

The Chairman informed the Shareholders that the Company has arranged for a poll on all the Resolutions for the Ordinary businesses as set out in item nos. 1 to 5 in the Notice, of the 43rd Annual General Meeting, for members who were not able to cast vote through e - voting facility. Thereafter, all the 5 resolutions were proposed and seconded.

Ordinary Business:

5. Item No. 1 of the Notice - Consideration of Annual Accounts and Report.

The Chairman proposed the following resolution as an Ordinary Resolution which was seconded by Mr. Beruz Feramroz:

"RESOLVED THAT the audited Statement of Profit and Loss of the Company for the year ended 31st March, 2016 and the Balance Sheet as at that date, together with Auditors' Report thereon and the Report of the Directors produced at the meeting be and are hereby received, considered and adopted."

6. Item No. 2 of the Notice -Declaration of dividend for the year ended 31st March, 2016

Mr. Yusuf Rangwala proposed the following Resolution as an Ordinary Resolution which was seconded by Mr. Bharat Negandhi:

"RESOLVED THAT the payment of dividend @ Rs.2.00 (Rupees Two) per share on 19,75,000 Fully Paid-up Equity Shares of Rs.10/- each as recommended by the Board of Directors of the Company out of the carried forward profits of the previous years at its meeting held on 30th May, 2016, for the year ended 31st March, 2016 be and the same is hereby approved."

"RESOLVED FURTHER THAT the dividend so declared be paid to those shareholders, holding 19,75,000 fully paid up Equity shares and whose names appeared on the Company's Register of Members:

- a) as Beneficial Owners as at the end of business on 13th August, 2016 as per the lists furnished by National Securities Depository Limited and Central Depository Services (India) Limited to Computech, Registrars and Share Transfer Agents of the Company in respect of the shares held in electronic form; and
- b) as Members in the Register of Members of the Company as on 23rd August, 2016 after giving effect to valid share transfers in physical form lodged with the Computech, Registrars and Share Transfer Agents of the Company on or before 16th August, 2016."

CHAIRMAN'S INITIALS

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7. Item No.3 of the Notice - Appointment of Mr. F. D. Neterwala (DIN:00008332) as a Director -:

When item No.3 of the Notice was taken up, the Chairman vacated the Chair as the item related to his retirement and reappointment as a Director and requested Mr. F. K. Banatwalla to take the Chair and accordingly Mr. Banatwalla then took the Chair.

Mr. Roney Fernandez proposed the following Resolution as an Ordinary Resolution which was seconded by Mr. Yusuf Rangwala:

"RESOLVED THAT Mr. F. D. Neterwala (DIN: 00008332) who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

The Chairman of the Meeting then moved the aforesaid Resolution.

Mr. F. K. Banatwalla thereafter vacated the Chair and Mr. F. D. Neterwala took back the Chair for the rest of the meeting.

8. Item No.4 of the Notice - Appointment of Mr. A. F. Neterwala (DIN:01418744) as a Director -:

Mr. Aspi Bhesania proposed the following Resolution as an Ordinary Resolution which was seconded by Mrs. Kavita Thadeshwar:

"RESOLVED THAT Mr. A. F. Neterwala (DIN: 01418744) who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

9. Item No. 5 of the Notice - Appointment of Auditors

Mr. Bharat Negandhi proposed the following Resolution as an Ordinary Resolution which was seconded by Mr. Suresh Shenoy:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, Messrs. Ford, Rhodes, Parks & Co., LLP, Chartered Accountants, Mumbai, Firm Registration No. 102860W retiring Statutory Auditors of the Company be and they are hereby appointed Statutory Auditors of the Company for the financial year ending 31st March, 2017 to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company on a remuneration and out of pocket and any other expenses as also service tax as applicable, as may be reviewed and recommended by the Audit Committee and which may be approved by the Board of Directors of the Company and that they be entitled to fees as agreed upon for any other consultation or certification work as may be required."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to fix up the remuneration of the Statutory Auditors Messrs. Ford, Rhodes, Parks & Co. LLP, Chartered Accountants, Mumbai."

Before ordering the poll, the Chairman invited questions on annual accounts and reports, if any, from the Shareholders.

The Chairman replied to the queries raised by the Shareholders and furnished the required information and particulars to the satisfaction of the Shareholders present.

CHAIRMAN'S INITIALS

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Thereafter, the Chairman ordered for a poll to be taken at the meeting.

The poll results were notified to the Stock Exchange in the format prescribed under Regulation 30 and 44(3) of the SEBI (Listing Obligation and Disclosure Requirement), Regulation, 2015 and the details of the said results were also uploaded on the Company's website.

The Meeting concluded with a hearty vote of thanks to the Chair proposed by Mr. Roney Fernandez and seconded by Mr. C. B. Shah.

The Chairman then declared the proceeding of the Meeting as closed.

RB



CHAIRMAN
02/09/16

CHAIRMAN'S INITIALS